



MINUTES
June 30, 2022
Board of Trustees
Germanna College, Fredericksburg

ATTENDANCE

Trustees:

Sissy Crowther, Chair
Ali Afonja
Viola Baskerville
Eleanor Brown
Tom Slater

Absent: Raul Garcia

Other Attendees:

Rich Mahevich, Office of the Attorney General
Ellen Shepherd, Virginia United Land Trusts
Lee Hartman, Lee Hartman and Sons, Inc.

Staff:

Brett Glymph, Executive Director
Nathan Burrell, Director of Community Conservation
and Government Relations
Bobbie Cabibbo, Executive Assistant
Martha Little, Deputy Director
Jason McGarvey, Communications Manager
Dave Morton, IT Director
Barry Pitts, Office Assistant
Sarah Robinson, Office Assistant
Emma Weaver, Grants Assistant
Emily Nelson-White, Grant Programs Director

APPROVAL OF THE ORDER OF BUSINESS

Motion made by Tom Slater to approve the order of business; motion seconded by Viola Baskerville and passed unanimously.

Public Comments

No public comments were submitted in advance or offered at the meeting.

APPROVAL OF MINUTES

Motion made by Tom Slater to approve the minutes for the **March 31, 2022 – Finance Audit and Compliance Committee Meeting** and the **March 31, 2022, Board of Trustees Meeting**; motion seconded by Viola Baskerville and passed unanimously.

DIRECTOR'S REPORT

Brett Glymph, the Executive Director presented our departing trustees with resolutions honoring their time with Virginia Outdoors Foundation. Motion made by Eleanor Brown to approve the ***Resolution to Recognize the Service of Thomas Slater*** (Attachment A); motion seconded by Ali Afonja and passed unanimously. Motion made by Tom Slater to approve the ***Resolution to Recognize the Service of Raul Garcia*** (Attachment B); motion seconded by Eleanor Brown and passed unanimously.

Brett talked about the Commonwealth's budget which includes \$4,000,000 for VOF to distribute for Preservation Trust Fund. For the first time Virginia's Native Tribes are recognized for VLCF funding. She reminded trustees that the transfer of Hayfields will be completed this fiscal year as will the Culpeper Battlefields. Those easements will be transferred to Department of Conservation and Recreation. Brett introduced new staff members present - Emma Weaver and Nathan Burrell.

VaULT Presentation

Ellen Shephard, Executive Director of Virginia United Land Trusts, (VaULT) narrated a presentation on the Grant Program, a copy of which is on file with the permanent record of this meeting.

CONSERVATION PROJECTS

Martha Little Motion made by Tom Slater to approve the projects listed below; motion seconded by Viola Baskerville and passed unanimously.

Project # 4775 - Coatesville Farm, LLC - Hanover County	Project # 4813 - Debra Speyer - Orange County
Project # 4757 - Dobie Prince Project, LLC - Sussex County	Project # 4776 - Waverly Mine Run, LLC - Orange County
Project # 4814 - Edmunds, James, E. II - Hanover County	Project # 4761 - Daniel Jeter White Revocable Trust - Bedford County
Project # 4803 - Garrett, Cory Davis & Rebekah Jo - Caroline County	Project # 4801 - Robert N. Whitescarver and Jeanne T. Hoffman - Augusta County
Project # 4816 - Tracy D. and Donna R. Martin - Bath County	Project # 4520 - Wasserman, William - Russell County
Project # 4626 - Fred W. Palmore III, Pamela G. Palmore, Cynthia G. Allred, Erick G. Allred - Surry County	Project # 4810 - Harvey, David - Campbell County
Project # 4774 - Joshua S. and Carissa A. Smith - Hanover County	Project # 4815 - Thompson, Jack and Jane - Accomack County
	Project # 4756 - Noland, Churchill - Hanover County

Owned Lands Report and Resolution

Leslie Grayson reviewed owned lands and described the need for the resolution. Motion made by Tom Slater to approve ***A Resolution to Authorize Sale of Lambert Foundation Parcel*** (Attachment C); motion seconded by Viola Baskerville and passed unanimously.

Grant Programs

Emily White narrated a presentation of the grant review process and projects, a copy of which is on file with the permanent record of this meeting. Motion made by Tom Slater to approve staff recommended projects and funding levels as listed in the chart below including 14 proposals for PTF-Public Access for a total of \$1,491,206; motion seconded by Viola Baskerville and passed unanimously.

PTF Public Access Projects Approved

Applicant	Project Title	Locality/County	Funding Approved
Fairfield Foundation	Preserving Historic Fairfield Property	Gloucester	\$115,000.00
Meadowview Biological Research Station	Caroline Diamonds - The Oak Barrens at Barrel Springs	Caroline	\$100,000.00
New River Land Trust	Brush Mountain Property 3	Montgomery	\$100,000.00
New River SWCD	New River Hill Park Project	Grayson	\$125,000.00
Northern Virginia Conservation Trust	Accotink Floodplain and Trail Conservation Project	Fairfax	\$63,656.00
Renew Richmond	Farmstrong Community Farm Development	Henrico	\$150,000.00
Roanoke County Parks, Recreation and Tourism	Read Mountain Preserve, North Expansion	Roanoke	\$150,000.00
Tadpole Land and Trail Conservancy (TLTC)	Ballenger Creek Nature Preserve (BCNP)	Fluvanna	\$67,550.00
The Conservation Fund	Dock Street - James River Park System	City of Richmond	\$150,000.00
Town of Abingdon	Abingdon Skills and Pump Cycling Park Project	Washington	\$125,000.00
Town of Saltville	Salt Trail Gateway Park	Smyth	\$90,000.00
Town of Warrenton	Preserve Warrenton Horse Show Grounds Open Space	Fauquier	\$100,000.00
White's Mill Foundation	White's Mill Phase II Public Access and Improvements	Washington	\$55,000.00
Wythe County Parks and Recreation	The Reed Creek Blueway Initiative	Wythe	\$100,000.00

Motion made by Tom Slater to approve 21 proposals for the GO Fund for a total for \$400,000 and to accept the staff recommended projects as shown in the chart below and in addition a PTF - Easement Assistance for Tuning: 1 project for a total of \$22,000; motion seconded by Viola Baskerville and passed unanimously.

Get Outdoors (Go) Fund Projects Approved

Applicant	Project Title	Locality	Approved Funding
Afro American Historical Association of Fauquier County	The Morgantown School Project: A moment in time not (to be) forgotten	Fauquier	\$25,000.00
Albemarle County	Simpson Park Fitness Walking Trail	Albemarle	\$25,000.00
Bessie Weller Elementary School (Staunton Public Schools)	Weller Woods Learning Trail	City of Staunton	\$25,000.00
Calfee Community & Cultural Center, Inc.	Greene Natural Outdoor Playspace at the Calfee ccc	Pulaski	\$17,500.00
Camp Under the Stars, Inc.	Overnight Summer Camp	Prince William	\$12,000.00
County of Pulaski, VA	Fairview Home Pocket Park	Pulaski	\$25,000.00
Defensores de la Cuenca	Conectando con la comunidad - Connecting with the Community	Fairfax	\$25,000.00
DuPont Elementary	Heart of Hopewell Wellness Loop	Hopewell	\$25,000.00
Friends and Family of Battlefield Park Road Cemetery	The Battlefield Park Road Community Cemetery Restoration	Henrico	\$6,000.00
Friends of New River Trail (FoNRT)	Ivanhoe Birding Trail	Wythe	\$20,000.00
Friends of Sons & Daughters of Ham Cemetery	Sons & Daughters of Ham Cemetery - "Every Acre Counts"	City of Richmond	\$25,000.00
Girls on Outdoor Adventure for Leadership and Science Southwest Virginia	Girls on Outdoor Adventure for Leadership and Science (GALS)	Montgomery	\$1,500.00
Groundwork RVA	Cherae Farm and Community Space at Hillside Court	City of Richmond	\$17,500.00
Hampton Roads Urban Agriculture	HRUA Farmer's Market	City of Newport News	\$25,000.00
Historic Pocahontas, Inc.	Pocahontas Town Park and Trail Linkage	Tazewell	\$25,000.00
Lambsburg School - Community Complex, Inc.	Lambsburg Community Center Walking Trail	Carroll	\$15,229.00
Patrick Henry High School	Outdoor Classroom Environment	Washington	\$7,271.00
Save Historic Thoroughfare	Ethel Johnson House	Prince William	\$25,000.00
Town of Belle Haven	Town of Belle Haven Park Beautification	Accomack	\$25,000.00
Town of Clinchco	New Camp Road Pocket Park	Dickenson	\$25,000.00
Valley Conservation Council	Complete the Silver Lake Path	Rockingham	\$3,000.00

Amendment Initiative/Fee Schedule Change

Motion made by Tom Slater to approve the change in the Fee Schedule language as described in the meeting materials; motion seconded by Viola Baskerville and passed unanimously.

FY23 Budget

Brett reviewed the budget presented in the meeting materials and called for questions. Motion made by Tom Slater to approve the ***Resolution to Adopt the Proposed Fiscal Year 2023 Conservation Programs and Special Project Budgets*** (Attachment D); motion seconded by Viola Baskerville and passed unanimously.

New Business

The Chair, Sissy Crowther, appointed Eleanor Brown as chair of the Finance, Audit and Compliance Committee.

Closed Session for discussion as provided for in the Code of Virginia §2.2 - 3711(A)(7)

- Ball v VOF Project #4221 (Augusta County)

Tom Slater moved, and Bobbie Cabibbo read the following motion:

Madame Chair, I move that the Board go into a closed meeting pursuant to Section 2.2-3711.A.7 and for:

1. consultation with legal counsel and briefings by staff members pertaining to actual or probable litigation, where such consultation or briefing in open meeting would adversely affect the negotiation or litigating posture of the public body, and consultation with legal counsel regarding specific legal matters requiring the provision of legal advice by such counsel:

- Consultation with legal counsel and briefings by staff members pertaining to litigation in Ball v VOF

This closed meeting will be attended only by members of the Board. However, pursuant to Section 2.2- 3712 (F), the Board requests the VOF's Attorney General Counsel, the Executive Director, the Deputy Directors, and Executive Assistant attend as it believes their presence will reasonably aid the committee in its consideration of topics that are the subject of the meeting.

The motion was seconded by Viola Baskerville and passed unanimously.

Certification of Closed Session

Upon return to open session Bobbie Cabibbo read the following:

WHEREAS, The Board of Trustees conducted a closed meeting on this date pursuant to an affirmative recorded vote and in accordance with the provisions of the Virginia Freedom of Information Act; and WHEREAS, Section 2.2-3712.D of the Code requires a certification by this Board that such closed meeting was conducted in conformity with Virginia law;

NOW, THEREFORE, BE IT RESOLVED that the Board hereby certifies that, to the best of each member's knowledge, only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed meeting to which this certification resolution applies, and only such public business matters as were identified in the motion convening the closed meeting were heard, discussed, or considered by the Board.

Sissy Crowther so certified; Ali Afonja so certified; Eleanor Brown so certified; Viola Baskerville so certified; Tom Slater so certified.

The meeting was adjourned at 11:44 a.m.

**RESOLUTION****VIRGINIA OUTDOORS FOUNDATION (VOF) BOARD OF TRUSTEES
RESOLUTION TO RECOGNIZE THE SERVICE OF THOMAS SLATER**

Whereas, Thomas Slater served as Trustee for the Virginia Outdoors Foundation (VOF) from 2013 - 2022; and

Whereas, Mr. Slater guided VOF with a deft hand through significant challenges and achievements; and

Whereas, Mr. Slater carried on with professional dedication and remarkable equanimity in service to the great tradition of land conservation in Virginia; and

Whereas, Mr. Slater, always generous with his time, lead several board committees to ensure the proper stewardship of agency finances and to create new policies to protect Virginia's investment in land conservation while balancing the energy needs of the Commonwealth; and

Whereas, Mr. Slater exemplified the best of what constitutes a servant leader, always willing to listen, debate fairly and work toward building consensus; and

Whereas, Mr. Slater was unwavering in his support of the mission of VOF and could be counted on always to be a vote for conservation; therefore

Be Resolved, by the Virginia Outdoors Foundation Board of Trustees on this 30th day of June 2022, That the trustees and staff of Virginia Outdoors Foundation wish to express their sincere appreciation for the time, loyalty and dedicated service Mr. Thomas Slater has given to the Virginia Outdoors Foundation.

ADOPTED by a vote of 4 for and 0 against

Brett C. Glymph

ATTEST: Brett Christina Glymph, Executive Director

**RESOLUTION****VIRGINIA OUTDOORS FOUNDATION (VOF) BOARD OF TRUSTEES
RESOLUTION TO RECOGNIZE THE SERVICE OF RAUL GARCIA**

Whereas, Raul Garcia served as Trustee for the Virginia Outdoors Foundation (VOF) from 2018 - 2022; and

Whereas, Mr. Garcia was appointed to the VOF Board of Trustees by Governor Ralph Northam and;

Whereas Mr. Garcia served with professional dedication in furtherance of the mission of land conservation work in Virginia; and

Whereas, Mr. Garcia brought new perspectives and insights into the work and was an advocate for evidence-based inquiries to ensure the greatest public benefit of land conservation;

Whereas, Mr. Garcia's contributions added meaningful improvements to the rigor of the review process and thereby ensured VOF was at the leading edge of data collection for project review; and

Whereas, Mr. Garcia was dedicated in his support of VOF and land conservation throughout Virginia; therefore

Be Resolved, by the Virginia Outdoors Foundation Board of Trustees on this 30th day of June 2022, That the trustees and staff of Virginia Outdoors Foundation wish to express their sincere appreciation for the time, loyalty and dedicated service Mr. Garcia has given to the Virginia Outdoors Foundation.

ADOPTED by a vote of 5 for and 0 against

ATTEST: Brett Christina Glymph, Executive Director



RESOLUTION
VIRGINIA OUTDOORS FOUNDATION (VOF)
A RESOLUTION TO AUTHORIZE SALE OF LAMBERT FOUNDATION PARCEL

WHEREAS, the Gerard B. Lambert Foundation donated a parcel of land to VOF in Scott Magisterial District, Fauquier County north of Rectortown containing 57.02 acres improved with a house (PIN#6062-68-6792); and

WHEREAS, the property was accepted by VOF as an acquisition of real property for open space preservation pursuant to the purposes of § 10.1-1800; and

WHEREAS, the property was gifted to VOF by deed recorded August 13, 2021 subject to a life estate, an open space easement held by VOF dated December 4, 2003 and recorded in Deed Book 1074 at Page 775 in the Clerk's Office of the Circuit Court of Fauquier County (the "Existing Open-Space Easement"), and other easements, right of ways, or restrictions of record; and

WHEREAS, the parcel is located in an area of Fauquier County with a high concentration of open space easement protected land and less than 9 miles distance from the VOF Bull Run Mountains Natural Area Preserve; and

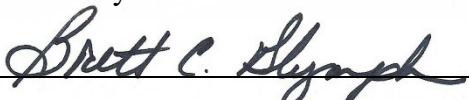
WHEREAS, the property is well suited for protection of its conservation values by open space easement and the Existing Open Space Easement does not adequately protect the property, by current standards, including but not limited to the fact that the Existing Open Space Easement offers insufficient riparian protections to Goose Creek, and no aggregate cap on impervious coverage for buildings; and

WHEREAS, staff recommends that VOF sell the property by public offering subject to perpetual deed restrictions, an amendment to the Existing Open Space Easement and/or an additional open space easement designed to protect the specific conservation values and for the purpose of open-space preservation. The sale will also be subject to the life estate, and any other matters of record. Staff further recommends that proceeds from the sale be dedicated to support and benefit work at the VOF Bull Run Mountains Natural Area Preserve including the preservation of the open space of the VOF Bull Run Mountains Natural Area Preserve; now, therefore, be it

RESOLVED by the Virginia Outdoors Foundation Board of Trustees this 30th day of June 2022, That VOF hereby authorizes the sale of 57.02 acres in Scott Magisterial District, Fauquier, Virginia north of Rectortown, said real property to be restricted as set forth above, with the proceeds to be dedicated to support the Bull Run Mountains Natural Area Preserve.

FURTHER RESOLVED that the Executive Director is authorized to execute all documents and take actions necessary on behalf of the Foundation to list the parcel for sale with a real estate broker in the local area or to make any other public offering of the property.

ADOPTED by a vote of 5 in favor and 0 against



ATTEST: Brett Christina Glymph, Executive Director



RESOLUTION

VIRGINIA OUTDOORS FOUNDATION (VOF) BOARD OF TRUSTEES RESOLUTION TO ADOPT THE PROPOSED FISCAL YEAR 2023 CONSERVATION PROGRAMS AND SPECIAL PROJECT BUDGETS

WHEREAS, the fiscal year for the Virginia Outdoors Foundation (VOF) is 1 July through 30 June; and

WHEREAS, a fiscal year Budget is developed and adopted to provide planning and program guidance to the VOF Board of Trustees and the VOF Management Team; and

WHEREAS, Budget calculations are developed from the best available information before the commencement of the new fiscal year; and

WHEREAS, line items in the budget are for planning and program allocation purposes and actual expenditures may vary from adopted Budget projections as long as total expenses do not exceed available revenues; now, therefore, be it

RESOLVED by the Virginia Outdoors Foundation Board of Trustees this 30th day of June 2022, That the Fiscal Year 2023 Budget be approved as attached.

ADOPTED by a vote of 5 for and 0 against

A handwritten signature in black ink, reading "Brett C. Glymph". The signature is written in a cursive style and is positioned above a horizontal line.

ATTEST: Brett Christina Glymph, Executive Director

Virginia Outdoors Foundation

General Operating Budget

	Actuals thru 6/1/2022	Budget thru 6/1/2022	variance	EOY Estimate	Proposed Budget FY23	variance
Income						
4000 Unrestricted Contributions	86,426.00	55,000.00	36%	87,000.00	60,000.00	-31%
4001 General Fund Appropriation	1,752,750.00	1,752,750.00	0%	1,752,750.00	1,752,750.00	0%
4120 Investment Earnings	10,353.20	8,500.00	18%	11,000.00	10,500.00	-5%
4200 Recordation Fees	3,898,723.00	3,500,000.00	10%	4,198,723.00	3,516,000.00	-16%
4220 Cost Recoveries	297,254.00	250,000.00	16%	317,254.00	250,000.00	-21%
4230 LPC Stewardship Funds	0.00	400,000.00		400,000.00	400,000.00	0%
Total Income	\$ 6,045,506.20	\$ 5,966,250.00		\$ 6,766,727.00	\$ 5,989,250.00	-11%
Expenses						
5100 Personal Services	3,391,998.00	4,251,000.00	-25%	3,521,998.00	4,209,849.51	20%
5300 Contractual Services	135,212.00	287,500.00	-113%	175,212.00	298,500.00	70%
5400 Technology	240,713.00	319,250.00	-33%	255,713.00	256,000.00	0%
5500 General Services	306,390.00	355,000.00	-16%	326,390.00	325,000.00	0%
5560 Training and Development	20,239.00	35,000.00	-73%	22,000.00	21,900.00	0%
5570 Outreach/Communication	12,438.00	29,000.00	-133%	15,938.00	20,000.00	25%
5700 Grant Expenditures	309,572.00	300,000.00	3%	311,000.00	300,000.00	-4%
5704 GO Fund	481,451.00	800,000.00	-66%	491,451.00	400,000.00	-19%
Total Expenses	4,898,013	6,376,750	-30%	5,119,702	5,831,250	14%
Net Operating Income	1,147,493	(410,500)		1,647,025	158,000	-90%
Other Expenses						
5900 Loss on Disposal of Asset	4,450					
9800 Fixed asset purchases	361,540	136,000		368,040	158,000	-57%
Total Other Expenses	365,990	136,000		368,040	158,000	-57%
Net Other Income	(365,990)	(136,000)		(368,040)	(158,000)	-57%
Net Income	781,503	(546,500)		1,278,985	0	