

DRAFT

Minutes

Virginia Outdoors Foundation's
Finance, Audit and Compliance Committee Meeting (FAC)
March 12, 2026

Attendees:

Board of Trustees:

Tack Richardson, Chair
Elizabeth Copeland
Sissy Crowther

Staff:

Brett Glymph, Executive Director
Bobbie Cabibbo, Executive Assistant
Kathy Combs, Finance Manager

Other attendees:

Rich Mahevich, Office of the Attorney General

The chair, Tack Richardson called the meeting to order at 9:30 a.m.

ORDER OF BUSINESS:

Elizabeth Copeland made a motion to approve the order of business; Sissy Crowther seconded the motion and it passed unanimously.

PUBLIC COMMENT

There were no public comments offered.

EXECUTIVE DIRECTOR REPORT

Brett reported on items discussed at September 2025 FAC meeting.

1. Cyber Security

In response to the current climate of increased attempts around the world to commit cyber fraud VOF has taken a six month upgrade to processes and applications. This includes:

- Procuring a Microsoft 365 outside audit
- Changes to website
- Created a cyber event response plan
- Annual tabletop fire drill process
- Upgraded Microsoft 365 to include identifying phishing attempts.
- Security monitoring and training via Huntress
- Instituted protocols that strengthen procedures where outside sensitive information is collected
- Purchased specific to VOF cyber and crime insurance.

This plan is on file with the permanent record.

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2. Learning Platform

After reviewing various learning platforms, we've decided to move forward with the module offered by our current Human Resource Information System (HRIS). It integrates easily into our daily operations and is a better fit for VOF's specific needs than external systems like the Commonwealth's Learning Center whose audience is state employees.

Brett announced the resignation of Sara Brooks , our longtime Human Resource Manager (HRM). Kathy Combs, Finance Manager, has absorbed the payroll and benefits part of the HRM position. VOF has signed a Memorandum of Agreement (MOA) with the Commonwealth's Department of Human Resources to provide HR consultants when needed.

Brett reported to the committee that an employee is looking to donate a conservation easement on personal property. In response, it was decided to review and update the Board of Trustees Code of Ethics to address potential conflicts of interest. The chair will present a draft of the updated Code of Ethics at the May Finance and Audit Committee (FAC) meeting, intended for recommendation to the full Board of Trustees in June.

Amendments will be made to the Charter and reviewed at the next FAC meet and recommended to the full board.

The committee will explore a Risk Mitigation Plan.

FY25 AUDIT

The results were clean, unmodified and completed in a timely fashion. Kathy noted that the audit was submitted and approved in record time.

FY26 FINANCIAL UPDATE

Kathy and Brett reported that income is above forecast and expenses are below. The Recordation Fees are higher than expected which has added to our increase in projected revenue.

Elizabeth made a motion to adjourn the meeting at 10:01 a.m.; the motion was seconded by Sissy and passed unanimously.