



Minutes
Board of Trustees Meeting
March 12, 2026

This meeting was conducted for general business of the VOF Board of Trustees and in accordance with VOF Electronic Meeting Policy 600.1.

Attendees

Trustees attending onsite:

Vernon “Tack” Richardson, Chair
Elizabeth “Sissy” Crowther
Elizabeth Copeland
Ann Pittman

Trustees Attending Virtually:

Sophie Chafin-Vance from Abingdon
James “Jim” Rich from Florida
Achille Guest from Florida

Staff:

Brett Glymph, Executive Director
Brad Baskette, Regional Director
Bobbie Cabibbo, Executive Assistant
Kathy Combs, Finance Manager
Leslie Grayson, Deputy Director
Harry Hibbitts, Regional Director
David Morton, IT Director
Emily White, Grant Director

Other Attendees:

Kim Biasiulli, Piedmont Environmental Council
Rich Mahevich, Office of the Attorney General
Wesley Morgan, Office of the Attorney General
Ellen Shephard, Virginia United Land Trusts

Tack Richardson, the chair, called the meeting called to order at 10:30 a.m.

APPROVAL OF THE ORDER OF BUSINESS

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

EXECUTIVE DIRECTOR’S REPORT

Brett reported on the following items:

- The Commonwealth’s Biennial Budget may be delayed because of the issue of tax exemption for data center.
- The resolution honoring VOF’s 60 years has passed both houses. Brett intends to send a written thank you to all the sponsors.
- Senate Bill 342, which outlines additional deterrents for infrastructure development on protected land has passed the house. The bill calls for reimbursement to the Commonwealth and localities any tax credit or preferential tax treatment received due to the easement. It is likely that the governor will sign this bill.
- The Great Outdoors Act did not make it through the budgeting process in the legislature, but support for this is strong and hopefully will fare better in the future.

Brett asked Regional Directors for updates. Brad Baskette reported that we are in contact with the powerline companies and they are clear that avoiding our easements is their best choice. Many lines are still in design, and avoiding ALL easements may not be possible. What we do know is that the towers are bigger and therefore wider Right-of Ways may be needed, while trying to co-locate will be the challenge.

Tack Richardson expressed concern about adequate staffing for the uptick in public and donor questions that will arise from this situation. Brett assured the trustees that staff resources will be distributed to manage the workload.

Harry Hibbitts reported that Loudoun County is considering equine use at Banshee Reeks Preserve. Although VOF's conservation easement does not prohibit equine use specifically, the easement has many protections that must be considered when adding a new type of use to the preserve.

Brett invited Ellen Shepard, Executive Director of Virginia United Land Trusts to speak. Ellen extended an invitation to the 20th VaULT conference.

PUBLIC COMMENTS

No public comment was offered.

APPROVAL OF MINUTES

Elizabeth Copeland made a motion to accept the minutes for the September 2025 meeting as presented; Anne Pittman seconded the motion, and it passed unanimously.

FINANCE, AUDIT AND COMPLIANCE COMMITTEE REPORT

Tack Richardson reported receipt of a clean, unmodified and timely Fiscal Year 2025 audit. Our Fiscal Year 2026 budget is on track to finish within all parameters.

RESOLUTION DESIGNATING DEED SIGNATORIES

Elizabeth made a motion to approve the resolution appointing the staff members who are authorized to sign real estate documents on behalf of VOF; the motion was seconded by Anne Pittman and passed unanimously. See Attachment A.

STRATEGIC PLAN 2023-2028 UPDATE

A report on VOF's land protection statistics was displayed on screen, is attached to these minutes as Attachment B and is on permanent record with the file of this meeting. Brett reported that we are making good progress on all goals of the strategic plan. Sissy Crowther suggested doing a targeted engagement with select legislators outlining public policy issues that VOF can help address.

OWNED LANDS REPORT

Leslie reviewed the meeting materials, noting highlights, and answered questions regarding the management of VOF properties and activities taking place on each.

LAND CONSERVATION PRESENTATION AND PROJECTS

FOREST CORE

Emily White narrated a presentation which is on file with the permanent record of this meeting. Sissy made a Motion approve both recommended funding and the projects as listed below; Elizabeth Copeland seconded the motion and it passed unanimously.

NDPonics--Botetourt & Rockbridge Counties - 428 acres approved funding: **\$942,112.50**

New River Soil & Water Conservation District – Grayson County -94 acres - approved funding: **\$244,400**

The Nature Conservancy - Bath County-134 acres – approved funding: **\$380,150**

Virginia Institute for Invertebrates – Giles County - 222.21 acres approved funding: **\$700,131**

REGIONAL LAND CONSERVATION PROJECTS

Emily narrated a presentation reviewing statistics and showcasing select projects. This presentation is on file with the permanent record of this meeting.

Elizabeth made a motion to approve the projects listed below; Anne Pittman seconded the motion which passed unanimously.

Michael and Mary Carter – Scott County - 330.471 acres

Karen L. Smith & Debra L. Smith – Washington County - 170 +/- acres

Edmondson Heritage Farm, LLC—Washington County - 132 +/- acres

Justin and Brenda Hill – Carroll County - 192 +/- acres

Frederick Gale and Lisa Lynn Lowe – Smyth County - 473 +/- acres

Kevin & Elizabeth Kegley and Donald & Trish Kimberlin – Smyth County – 183 acres

Chad and Jessica Stevenson – Smyth County - 303 +/- acres

Hubert C. Owen Living Trust – Henrico County - 62.131 acres

Friends of Dragon Run – Middlesex County - 32.4 acres

Gill, John and Christopher – Surry County - 122.46 acres

David A. Taliaferro – Essex County – 200 +/- acres

NEW BUSINESS

Bobbie Cabibbo reminded attendees that the June 12th meeting will be in Blacksburg and on June 11 there will be a field trip.

ADJOURNMENT

Sissy made motion to adjourn at 12:30 p.m.; Elizabeth seconded the motion and it passed unanimously.



RESOLUTION
VIRGINIA OUTDOORS FOUNDATION
BOARD OF TRUSTEES RESOLUTION TO
APPROVE SIGNATURE AUTHORITY FOR REAL PROPERTY INSTRUMENTS
AND GRANT AGREEMENTS

WHEREAS, pursuant to Section 10.1-1801, the Virginia Outdoors Foundation (the “Foundation”) is established to promote the preservation of open-space lands and to encourage private gifts of money, securities, land or other property to preserve the natural, scenic, historic, scientific, open-space and recreational areas of the Commonwealth.

WHEREAS, in furtherance of its statutory mission, the Foundation may acquire by gift, devise, purchase, or otherwise, absolutely or in trust, and to hold and, unless otherwise restricted by the terms of the gift or devise [...] any real property, or any estate or interest therein, as may be necessary and proper in carrying into effect the purposes of the Foundation;

WHEREAS, the Foundation’s work requires the execution of real estate deeds (including easements) and related documents including deeds of correction, amendment, restatement, rights-of-way for access and utilities, and other real property instruments related to its real estate portfolio (together “Real Property Instruments”) and the execution of grant agreements for the Preservation Trust Fund (PTF) and for grant programs for which the Foundation is the applicant, including, but not limited to, grant applications to state and federal agencies for open-space conservation on behalf of the Board of Trustees (together, “Grant Agreements”);

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WHEREAS, the Foundation’s work requires the signing of Real Property Instruments and Grant Agreements around the state; and

WHEREAS, the Executive Director, Deputy Directors and Regional Directors work closely with the Office of the Virginia Attorney General, in-house counsel and other senior staff to review the Real Property Instruments and Grant Agreements; and

WHEREAS, in the case where the VOF Board of Trustees has previously reviewed and approved the acceptance of a deed: and

WHEREAS, the Board of Trustees has previously delegated authority to the Executive Director and Deputy Directors to sign deeds for acceptance of easements; now, therefore, be it

RESOLVED by the Virginia Outdoors Foundation Board of Trustees this 12th day of March 2026, That the Executive Director, Deputy Directors, and Regional Directors are hereby authorized to execute Real Property Instruments and Grant Agreements specifically authorized by the Board of Trustees on behalf of the Virginia Outdoors Foundation.

Adopted by a vote of 4 for and 0 against.

ATTEST: Brett C. Glymph, Executive Director

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.

DRAFT

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.

DRAFT



Minutes
Virginia Outdoors Foundation
Finance, Audit and Compliance Committee
Fredericksburg, VA
May 7, 12:30 p.m.

Attendees

Board of Trustees:

Elizabeth “Sissy” Crowther, Chair
Tack Richardson
Absent: Elizabeth Copeland

Staff:

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

Tack Richardson called the Finance, Audit and Compliance Committee meeting in Fredericksburg to order at 12:30 p.m.

Tack introduced Sissy Crowther as the new Chair.

APPROVAL OF THE ORDER OF BUSINESS

Sissy called for a motion to approve the order of business. Motion made by Tack to approve the Order of Business, motion seconded by Sissy and passed unanimously.

PUBLIC COMMENTS

The Chair called for Public Comments, and none were offered.

CHARTER

Motion made by Tack to accept FAC Charter as amended and to recommend adoption to the Board; motion seconded by Sissy and passed unanimously.

CODE OF ETHICS

Motion made by Tack to accept Code of Ethics as amended and to recommend adoption to the Board; motion seconded by Sissy and passed unanimously.

REVIEW OF FY26

Kathy Combs reviewed the FY26 YTD budget figures included in the meeting materials.

FY27 Budget

Motion made by Tack to recommend to the Board, adoption of the FY27 budget as included in the meeting materials; motion seconded by Sissy and passed unanimously.