

FINAL

MINUTES
VIRGINIA OUTDOORS FOUNDATION (VOF)
BOARD OF TRUSTEES
February 15, 2018

ATTENDEES:

Trustees:

Ms. Eleanor Brown, Chair
Mrs. Viola Baskerville
Ms. Elizabeth Obenshain
Mr. John Richardson
Ms. Steph Ridder
Mr. Thomas Slater
Mr. Brent Thompson

Peggy Stevens, interested public
Ellen Shepherd, VA United Land Trusts

Staff:

Brett Glymph, Executive Director
Bobbie Cabibbo, Executive Assistant
Anna Chisholm, Administrative Director
Leslie Grayson, Deputy Director of Policy
& Acquisitions

Consultants:

Richard Mahevich, Office of the Attorney
General

Harry Hibbitts, Assistant Stewardship
Director
Martha Little, Deputy Director, Stewardship
Dave Morton, IT/GIS Manager

Other Attendees:

Rex Linville, Piedmont Environmental Council

Estie Thomas, Easement Manager
Kristin Jones, Deputy Director Easements

APPROVAL OF THE ORDER OF BUSINESS

Motion made by Mr. Slater to approve the order of business; motion seconded by Ms. Ridder and passed unanimously.

CLOSED SESSION FOR DISCUSSION AS PROVIDED FOR IN THE CODE OF VIRGINIA §2.2-3711(A)(7) & (A)(29)

Ms. Obenshain motioned: “Madame Chair, I move that the Board go into a closed meeting pursuant to Section 2.2-3711.A.7 and Section 2.2-3711.A.29 of the Code of Virginia 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:
 - a. RACC v VOF – House Mountain
 - b. VOF easement BAT-1951
2. Discussion of the award of a public contract involving the expenditure of public funds, including interviews of bidders or offerors, and discussion of the terms or scope of such contract, where discussion in an open session would adversely affect the bargaining position or negotiating strategy of the public body.
 - a. Armistead/Strategic Plan - McGuire Woods

This closed meeting will be attended only by members of the Board. However, pursuant to Section 2.2- 3712 (F), the Board requests our Attorney General counsel, the Executive Director, the Deputy Director of Stewardship, Deputy Director of Acquisition and Owned Lands, Assistant

FINAL

Director of Stewardship (Staunton), Director of Administration, the Executive Assistant and the Deputy Director of Easements as it believes their presence will reasonably aid the committee in its consideration of topics that are the subject of the meeting.”

The chair re-opened the meeting at 1:10 pm and Bobbie Cabibbo read the certification: “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.”

Certified: Ms. Brown so certified; Ms. Obenshain so certified; Mrs. Baskerville so certified; Ms. Ridder so certified; Mr. Richardson so certified; Mr. Thompson so certified and Mr. Slater so certified.

PUBLIC COMMENTS

No public comments

REMINGTON – GORDONSVILLE RIGHT OF WAY EXPANSION PROJECT

Martha Little reported that Dominion Energy asked for a deferral.

PRESERVATION TRUST FUND - PUBLIC ACCESS - LAND CONSERVATION PROJECTS

Name	Locality	Acreage	Amount Requested
Suffolk Park	Suffolk	6.12	\$200,000
Captain Sinclair Recreation Area	Gloucester	40.84	\$500,125
Culpeper Crossing at Rappahannock Station	Culpeper	12.37	\$150,000
James River Trail	City of Richmond	8.38	\$0

Motion made by Mr. Slater to approve the land conservation projects and the proposed funds listed along with the VOF review and Baseline Documentation Report fees; motion seconded by Mrs. Baskerville and passed unanimously.

Estie Thomas reported on grants she is working on:

FINAL

A coastal grant for property on the Chickahominy River and a North American Wetlands Conservation Act (NAWCA) grant for the Charles City side of the river

A Ducks Unlimited grant for property near the Nottaway River

Brett thanked Estie for managing these grants.

CHAIR'S REPORT

Ms. Brown has formed a new committee to oversee the new grant program, entitled the **Special Forestry Fund Committee** which she will chair with Ms. Obenshain as the other committee member.

DIRECTORS' REPORT

Brett reported on her General Assembly work and noted that Ellen Shepherd has been very helpful.

Senator Hanger introduced a bill to amend the 1704 code and she is working on to the Code.

Brett thanked Kristin Jones for all her work on the PTF public projects. Brett reported that the governor was at the East End/Evergreen cemeteries on Martin Luther King Day.

Tamara Vance reported on the easements for the next meeting.

Leslie Grayson reported that there is a gate being erected on Bull Run Mountain at the main trailhead as an additional method to enforce the closure days and times.

Anna Chisholm turned her report over to Dave Morton who gave an update for Terra Trac, the new database that will replace our current limited database and the many spreadsheets we use to manage over 4,000 land conservation projects. The presentation is on file with the permanent record of this meeting.

APPROVAL OF MINUTES

Motion made by Mr. Slater to approve minutes from the Board of Trustees meeting on October 16, 2017; motion seconded by Ms. Ridder and passed unanimously.

INVESTMENT POLICY

Ms. Brown deferred this policy approval for additional consideration in committee.

RESTRICTED FUNDS BUDGET

Motion made by Mr. Slater to approve this budget; motion seconded by Mr. Richardson and passed unanimously. ATTACHMENT A

401K PLAN

Motion made by Mr. Richardson to approve the resolution; motion seconded by Mr. Slater and passed unanimously. ATTACHMENT B

Motion made by Mr. Slater to change the date of the March 22nd meeting to May 3; motion seconded by Mrs. Baskerville and passed unanimously.

RESOLUTION

VIRGINIA OUTDOORS FOUNDATION (VOF) BOARD OF TRUSTEES RESOLUTION TO ADOPT RESTRICTED FUND BUDGETS

WHEREAS, the Virginia Outdoors Foundation has received new Restricted Funds during the current fiscal year; and

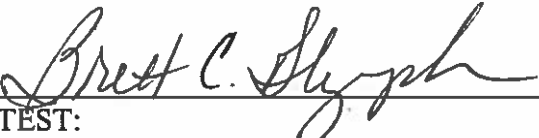
WHEREAS, a fiscal year Budget is developed and adopted to provide planning and program guidance to the VOF Board of Trustees and the VOF Management Team; and

WHEREAS, the Budget calculations are developed from the best available information at the time; 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 15th day of February 2018, That the Restricted Fund Budgets are hereby adopted as attached.

ADOPTED by a vote of 7 for and 0 against



ATTEST:
Brett Christina Glymph, Executive Director

RESOLUTION

VIRGINIA OUTDOORS FOUNDATION (VOF) BOARD OF TRUSTEES RESOLUTION TO CHANGE THE EMPLOYER 401K RETIREMENT CONTRIBUTIONS

WHEREAS, the Virginia Outdoors Foundation's (VOF) current 401k benefit plan stipulates a discretionary profit sharing (2% on compensation base) contribution and a discretionary matching contribution (additional employer match not to exceed 2% on 4% of employee's contributions); and

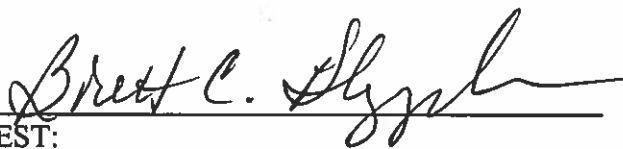
WHEREAS, VOF's continuing budget outlook is stable; and

WHEREAS, VOF management agrees that increasing the employer discretionary match and eliminating the employer discretionary profit sharing contribution would alleviate administrative burdens while incentivizing employees to contribute to the VOF 401k Plan; and

WHEREAS, VOF management agrees that increasing VOF's matching contributions would better align VOF's retirement benefits with other state and local agencies; now, therefore, be it

RESOLVED by the Virginia Outdoors Foundation Board of Trustees this 15th day of February 2018, That VOF will dissolve the 401K discretionary profit sharing contribution and institute a 0%-6% percentage based discretionary matching contribution for all eligible employees effective the first paycheck of April 2018.

ADOPTED by a vote of 7 for and 0 against



ATTEST:

Brett Christina Glymph, Executive Director