

Jefferson County Farmland Protection Board

Board Meeting – April 12, 2021.

MEETING MINUTES

Start:

- 6.05 PM. Meeting held via Zoom and Conference Call.
- Meeting called to Order and Opening Remarks by Mr. Glenn.
- Attendees – Ms. Wheeler, Mr. Glenn, Dr. Hetzel, Mr. Perry, Mr. Kercheval, Ms Johnson (until 6.30 PM)
- Absent – JCDA Representative, Ms. Tabb (JCC Representative)

Approval of Minutes of Previous Meeting

- Reviewed Meeting Minutes.
 - Hearing no comments or objections, the Minutes of the previous meeting were approved by unanimous consent.

Introduction of Guests:

- No guests.

Treasurer's Report

- Ms. Wheeler presented the Treasurer's Report for the previous month.
 - Mr. Glenn moved to accept the submitted Treasurer's Report.
 - Mr. Perry seconded the motion.
 - The motion passed unanimously.

Administrator's Report

- No further additions to the written report.

Old Business:

Consider for approval: That the Board authorize the Director to identify existing deeds of easement that require either;

* A - a corrective deed to correct mistakes in the nature of typographical mistakes or scrivener's errors, or;

* B - an amendment to correct substantive errors in the deed of easement and review these deeds of easement with the easement committee.

* The Board delegates to the easement committee the authority to review these deeds of easement to determine whether they fall into category (A) or (B) above.

* If the easement committee determines that a deed of easement requires correction (A), the Director is authorized to oversee the drafting of a deed of correction to address the

mistakes in the deed and seek approval of the deed of correction by the grantor, all co-holders and all third-party beneficiaries (e.g., NRCS, ABPP).

* If the easement committee determines that a deed of easement requires a substantive amendment, (B) the easement committee shall make a recommendation to the Board to approve an amendment to the deed of easement.

* If approved by the Board, the Director is authorized to oversee the drafting of an instrument of amendment and seek approval of such instrument by the grantor, all co-holders and all third-party beneficiaries.

* Upon approval of all parties of the final forms of corrective deeds or amendments, but prior to execution, the easement committee shall review the final forms and make a recommendation to approve the final forms for execution on behalf of the Board.

* If approved by the Board, the Director shall then arrange for full execution of such instruments and record the fully executed instruments in the Jefferson County Land Records at the cost of the Board.

- Mr. Glenn moved to accept the above proposal.
- Mr. Kercheval seconded the motion.
- The motion passed unanimously.

New Business:

Consider for approval: Spring 2021 Monitoring reports for the following:

CC	T	M
R2	Q	ZZ
R3	H	EEE
RI	V	JJJ
RR	EE	HHH
JJ	U	LLL.1
G	D	LLL.2
AAA	Z	LLL.3

- Ms Johnson moved to accept the above monitoring reports.
- Mr. Glenn seconded the motion.
- The motion passed unanimously.

Consider for approval: Proposal from F.M. Schiavone for a Baseline Report for Property SD04 for \$1,030.

- Mr. Glenn moved to accept the above proposal.
- Mr. Perry seconded the motion.
- The motion passed unanimously.

Consider for approval: Submit Property SD02 application to WVALPA for matching funding request of \$224,303 by May 1, 2021 deadline.

- Mr. Glenn moved to accept the above proposal, subject to future consideration and approval by the board to fund the easement.
- Mr. Perry seconded the motion.
- The motion passed four votes for, one vote against.

Consider for approval: Increase hourly wage of part-time GIS contractor to \$20 per hour.

- Mr. Glenn moved to accept the above proposal, effective immediately.
- Dr. Hetzel seconded the motion.
- The motion passed unanimously.

Consider for approval: That the Board amend its Bylaws to include the following text regarding the distribution of the Board's assets if the organization is dissolved:

Dissolution of Jefferson County FPB and Distribution of Assets

Section 8: Distribution of Assets. Upon the dissolution of the Jefferson County Farmland Protection Board, all of the assets and property of the corporation shall be distributed to the Jefferson County government, if exempt within the meaning of section 501(c)(3) at the time of dissolution, for a public purpose. If named beneficiary is not qualified, or not in existence, or unwilling to unable to accept the assets, then assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

- Mr. Glenn moved to accept the above proposal, subject to and contingent on approval by the JCC and JC Counsel.
- Mr. Kercheval seconded the motion.
- The motion passed unanimously.

Adjourn: 7:02pm

Jefferson County Farmland Protection Board

Board Meeting - April 12, 2021 6:00PM

Via Zoom

Join Zoom Meeting

<https://zoom.us/j/99469035048?pwd=NXdVdnJJa3NNSFJsUmF3ZDZTSm5sdz09>

Meeting ID: 994 6903 5048

Passcode: 309631

Dial by your location

+1 301 715 8592 US (Washington DC)

AGENDA

* Action item

6:00pmCall to Order and Opening Remarks

Approval of Minutes of Previous Meeting (March 8, 2021)*

Introduction of Guests:

Treasurer's Report *

Administrator's Report

Old Business:

Consider for approval: That the Board authorize the Director to identify existing deeds of easement that require either;

- a corrective deed to correct mistakes in the nature of typographical mistakes or scrivener's errors, or;
- an amendment to correct substantive errors in the deed of easement and review these deeds of easement with the easement committee.
- The Board delegates to the easement committee the authority to review these deeds of easement to determine whether they fall into category (a) or (b) above.
- If the easement committee determines that a deed of easement requires correction, the Director is authorized to oversee the drafting of a deed of correction to address the mistakes in the deed and seek approval of the deed of correction by the grantor, all co-holders and all third-party beneficiaries (e.g., NRCS, ABPP).
- If the easement committee determines that a deed of easement requires a substantive amendment, the easement committee shall make a recommendation to the Board to approve an amendment to the deed of easement.

All Farmland Protection Board meetings are open to the public.

To address the Board, contact Elizabeth Wheeler to be placed on the agenda.

Email: Jefferson@wvfp.org Phone: (304) 724-1414

- If approved by the Board, the Director is authorized to oversee the drafting of an instrument of amendment and seek approval of such instrument by the grantor, all co-holders and all third-party beneficiaries.
- Upon approval of all parties of the final forms of corrective deeds or amendments, but prior to execution, the easement committee shall review the final forms and make a recommendation to approve the final forms for execution on behalf of the Board.
- If approved by the Board, the Director shall then arrange for full execution of such instruments and record the fully executed instruments in the Jefferson County Land Records at the cost of the Board.

New Business:

Consider for approval: Spring 2021 Monitoring reports for the following:

CC	T	M
R2	Q	ZZ
R3	H	EEE
R1	V	JJJ
RR	EE	HHH
JJ	U	LLL1
G	D	LLL2
AAA	Z	LLL3

Consider for approval: Proposal from F.M. Schiavone for a Baseline Report for Property SD04 for \$1,030. *

Consider for approval: Submit Property SD02 application to WVALPA for matching funding request of \$224,303 by May 1, 2021 deadline. *

Consider for approval: Increase hourly wage of part-time GIS contractor to \$20 per hour. *

Consider for approval: That the Board amend its Bylaws to include the following text regarding the distribution of the Board’s assets if the organization is dissolved:

Dissolution of Jefferson County FPB and Distribution of Assets

Section 8: Distribution of Assets. Upon the dissolution of the Jefferson County Farmland Protection Board, all of the assets and property of the corporation shall be distributed to the Jefferson County government, if exempt within the meaning of section 501(c)(3) at the time of dissolution, for a public purpose. If named beneficiary is not qualified, or not in existence, or unwilling to unable to accept the assets, then assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. *

Adjourn.

Jefferson County Farmland Protection Board

Balance Sheet

As of March 31, 2021

04/08/21

Accrual Basis

	<u>Mar 31, 21</u>
ASSETS	
Current Assets	
Checking/Savings	
BCT - ICS	2,401,039.48
BCT - Easement Acquisition Fund	124,224.11
Bank of Charles Town	140,598.42
BCT - Fundraising Account	1,051.90
BCT - Stewardship Account	13,181.05
Total Checking/Savings	<u>2,680,094.96</u>
Other Current Assets	
Transfer Taxes Receivable	112,301.84
Legal Retainer	3,000.00
Total Other Current Assets	<u>115,301.84</u>
Total Current Assets	<u>2,795,396.80</u>
Fixed Assets	
Furniture & Fixtures	7,346.90
Computer Equipment	5,676.27
Total Fixed Assets	<u>13,023.17</u>
TOTAL ASSETS	<u>2,808,419.97</u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Other Current Liabilities	
Due to County Commission	59,118.62
Total Other Current Liabilities	<u>59,118.62</u>
Total Current Liabilities	<u>59,118.62</u>
Total Liabilities	59,118.62
Equity	
Reserved for Encumbrances	994,432.00
Reserved for Farmland Protect.	1,386,169.87
Net Income	368,699.48
Total Equity	<u>2,749,301.35</u>
TOTAL LIABILITIES & EQUITY	<u>2,808,419.97</u>

Jefferson County Farmland Protection Board

Profit & Loss

04/08/21

March 2021

Accrual Basis

	<u>Mar 21</u>
Ordinary Income/Expense	
Income	
Transfer Tax	112,301.84
Interest/Dividends	2,115.72
Contributions Income	2,315.00
	<hr/>
Total Income	116,732.56
Expense	
Dues and Subscriptions	14.99
Office Supplies	33.90
Postage and Delivery	33.00
Professional Fees	
Computer Support	78.00
Consulting/Contract	1,623.50
	<hr/>
Total Professional Fees	1,701.50
Salary & Benefits Expense	19,139.55
Telephone	75.00
Travel & Ent	
Travel	116.48
	<hr/>
Total Travel & Ent	116.48
Total Expense	21,114.42
Net Ordinary Income	95,618.14
Other Income/Expense	
Other Expense	
Current Year Encumbrances	
Easement Costs	
Surveys	6,250.00
	<hr/>
Total Easement Costs	6,250.00
Total Current Year Encumbrances	6,250.00
Total Other Expense	6,250.00
Net Other Income	-6,250.00
Net Income	<u><u>89,368.14</u></u>

Jefferson County Farmland Protection Board

4/8/2021 4:14 PM

Register: Bank of Charles Town

From 03/01/2021 through 03/31/2021

Sorted by: Date, Type, Number/Ref

Date	Number	Payee	Account	Memo	Payment	C	Deposit	Balance
03/01/2021			BCT - ICS	Funds Transfer	56.25	X		146,127.20
03/15/2021			Transfer Taxes Receiva...	Deposit		X	66,008.28	212,135.48
03/15/2021			BCT - ICS	Funds Transfer	63,375.47	X		148,760.01
03/25/2021	4212	James Walker	Professional Fees:Cons...	Invoices 086,0...	1,122.00	X		147,638.01
03/31/2021			Interest/Dividends	Interest		X	63.28	147,701.29
03/31/2021	4213	Keller Engineers, Inc.	Current Year Encumbr...	Invoice 03964-...	6,250.00			141,451.29
03/31/2021	4214	Elizabeth Wheeler	-split-	March Expense...	191.48			141,259.81
03/31/2021	4215	Sheriff of Jefferson C...	-split-	Elizabeth Whe...	159.89			141,099.92
03/31/2021	4216	James Walker	Professional Fees:Cons...	Invoice 089	501.50			140,598.42

Jefferson County Farmland Protection Board

Administrative Monthly Report Monday, April 12, 2021

Easement Progress:

Property SD04 (ABPP easement): Cultural Resources consultant (EAC Archeology) has started work, and we had a conference call with the baseline contractor to coordinate process. American Battlefield Trust offered to pay the closing costs. The inclusion of the 3-acre walnut grove is still pending. A Phase 1 archeological survey would confirm the presence – or not – of cultural resources. If none are present, the harvest and future management would be conducted under a forest management plan and conservation plan. The Yellow Book appraisal has been completed. The survey has been ordered.

Property KD01 (Local funding only): Baseline draft is complete, pending final survey update. Landowner is applying for a waiver for 50-foot right of way to the excepted house, Planning Commission review is on April 13.

Property MD01 - The surveyor started work on the survey. The Baseline has been ordered. Phase 1 field work completed (NRCS)

Property SD01 – The survey is done. The Baseline has been ordered. Phase 1 field work completed (NRCS)

Closed Properties:

Spring Monitoring: Spring monitoring completed on April 5. LTEP was the lead on two. They should be able to provide reports prior to our May Board meeting.

Application Queries:

50 acres, Charles Town District

60 acres, Shepherdstown District

45 acres, Shepherdstown District (3 landowners, 3 separate parcels)

Administration:

FY 20 Audit completed. No issues identified.

Closing Attorney: Randy Conrad anticipates he will not service additional easements. I spoke with Trump & Trump attorney George McVey on April 8 about serving the Board. He will let me know by April 14.

Personnel: Our P/T Assistant and GIS specialist expects to leave in September. I plan to seek a replacement and coordinate overlap for training. He has been with the Board since June 2019.

The WV Rivers' Safe Water Coalition is preparing a National Fish and Wildlife Small Watershed Grant, which may be a source of conservation resources for landowners. I have written a letter of support.

Financial: Items to be addressed:

FY 22 Budget – we should get this done in July.

Long-range financial plan for the Board goal of 20,000 acres protected by 2030.

Budget for a stewardship endowment and easement insurance (Terrafirma),

Budget for a stewardship contractor to conduct annual monitoring.

Projects in process:

Annual Report: An electronic version of the report is on the website and featured in a FaceBook post. Total individual donations as of December 2020: \$16,350

Easement correction/amendment review: LTEP is discussing some of the projects at their April 20 meeting.

Procedures manual: As part of the succession planning, this is an on-going project to document the various procedures for running the Farmland Protection Program.

I am working (slowly) with Berkeley FPB and Potomac Conservancy on a proposal for an easement monitoring contractor for both counties.