

WILLOWSFORD CONSERVANCY
Meeting of the Board of Trustees
September 18, 2018

Minutes

Attending: Rick DiBella, Chris Bodley, Mary Hegedus, Claudette Papathanasopoulous, Stan Settle, Mark Trostle - Trustees; Iris Gestram – Executive Director. Absent: Stacey Kessinger.

Call to Order: The meeting was called to order at 4:40pm.

Approval of Agenda: Motion passed 6-0.

Minutes: Approved. Motion passed 6-0.

New Business:

- HR, Payroll and Benefits 2019 Implementation: Planning for 2019 is underway, and Iris proposed Paychex for the Conservancy's payroll, benefits and HR administration as the Conservancy separates these functions from the developer and move toward becoming an independently operating non-profit. The Board reviewed the Paychex service and cost proposal, including Paychex HR Management, payroll and benefits administration, timekeeping for hourly employees, and safety program planning and training. The Board discussed the cost of these services, estimated at an average of \$700 per pay period or \$20k per year for the Conservancy and Farm team. Unanimous approval of the proposal.
- Business Operations Manager position: The proposed new position combines Conservancy accounting and bookkeeping, certain program administration and communications tasks, and office management – currently handled through the Developer team by Mary Hegedus and Jamie McArdle. Filling the new position will be another step toward the Conservancy becoming an independent organization. The Board unanimously approved advertising the position now to assist Mary with transitioning Conservancy Accounting to QuickBooks effective Jan 1, 2019.
- Landscape Maintenance Worker: this position is proposed to round out the Conservancy's land management team and assist with tree work, trail maintenance, mowing and general labor. Iris presented a breakdown of current field staff hours. The position will be posted in November for a 2019 start date. Motion approved 6-0.
- The Board discussed moving to a monthly assessment of Conservancy fees, replacing the current quarterly assessment period. This will better accommodate new residents settling on their home in the last weeks of the quarter. Motion approved 6-0.
- 2019 budget timeline: Iris proposed sending the 2019 draft budget to the board by Nov 2. The board will meet at 4:30 pm on Nov 7th to discuss and approve the budget and forward the budget and 2019 Conservancy assessment to the HOA board.

Old Business:

- The Conservancy continues to appeal the County's non-profit property tax assessment of Conservancy Open Space. HOA property in Loudoun County is not taxed.
- Community Covenant question from the July meeting: As requested by board members, language for Community Covenant Section 2.3. (e) (iii) was revised to better outline board follow-up in the event the HOA board does not approve the Conservancy budget. The updated language reads:

"Notice of Budget and Annual Assessment; Right to Disapprove. Within 30 days after the Conservancy Board adopts any budget, the Board shall send a summary of the budget, together with notice of the amount of the Annual Assessment to be levied pursuant to such budget, to the Association, by and through its board of directors. The Conservancy's budget shall automatically become effective unless disapproved by the Association's board of directors, by written notice (including specified objections) to the Conservancy Board within 15 days of the date of the notice sent by the Conservancy Board; provided, the budget may not be disapproved during the Founder Appointment Period, unless also disapproved by the Founder. If any proposed budget is disapproved, the Conservancy Board within 15 days of the date of the notice sent by the HOA Board, shall send notice to the HOA Board outlining proposed steps to resolve the matter. If the Conservancy Board fails for any reason to determine the budget for any year, then the budget most recently in effect shall continue in effect until a new budget is ratified."

Executive Director Report:

- Farm Update
 - o New Farm Manager Collin Thompson, Interim Farm Manager Anya Rosen, Retail Manager Ashley Swensen, Farm Consultant Steve Richards, and Conservancy Executive Director Iris Gestram met August 27-28 for a farm business planning session at The Grange to plan for the 2019 farm season and budget year.
 - o Collin, who will begin work on-site on October 8, also had opportunity to work alongside the farm team and further familiarize himself with operations and facilities. Assistant Farm Manager John Buckley will begin work November 19, moving into the Conservancy's Peach Orchard Lane tenant house.
 - o The Conservancy is exploring opportunities with an entrepreneur/retail market type business for a potential partnership to develop the Willowsford Farm Market on Rt. 50. Examples of places that were visited include Ashburn's Wine'ing Butcher, Stoneybrook Farm Market in Hillsboro, Roots 657 in Leesburg, and The Friendly City Co-op in Harrisonburg.
 - o CSA UPDATE as of September 10
 - Vegetable Shares sold (goal: 250 shares – 2018): 247
 - Egg Shares (200 shares): 217
 - Debit Card sales: \$21,395
 - Flowers (70 shares): 57
 - Milk Shares: 44
 - Chicken Shares: 14

- Spring Peeper Pond Viewing Structure: A wooden structure for wildlife and wetland observation and educational purposes is being built by Homestead Timber Frames in Tennessee for installation at Spring Peeper Pond (formerly The Greens Wetland) off Grassland Grove Drive this fall. The roofed structure will include bench seating and interpretive signage. The Board viewed design drawings. The cost of the project is covered by the developer's Land Development budget.
- Hidden Meadow Event Field & Group Campground, The Greens: Work is nearing completion and the Conservancy plans to open the venue on September 29-30 with the Annual Communicate Bonfire & Camp-over. This year's event sold out quickly with 200 participants/70 cars. The Conservancy will assess parking and attendance capacity for future events. Hidden Meadow will be available for rental by residents beginning in spring of 2019. The project is paid for by the developer.
- 2018 Deer Management Program: The 2018 season will begin October 6. Program date reminders will be sent to residents before the start of the season along with trail closure reminders before each firearms hunt. Program information, including regulations, dates, maps, and the 2017 results if the Conservancy's three-year Smithsonian deer impact study continue to be posted on the Conservancy website for resident access. Twenty-two hunters are registered this year, including eight new participants. Hunters include residents from all four villages, one Conservancy employee, and four volunteers who contribute forest, tree and wildlife management expertise that supports the Conservancy's land conservation efforts.
- Recreational Archery Range and Archery Club: The Archery Range facility has been handed over to the resident Willowsford Archery Club. The use agreement between Willowsford Conservancy and the Club, and Club liability insurance coverage are in place. The Club will hold a Range opening event on Sunday, September 30.
- The Conservancy authorized the Loudoun County Sheriff's Office to patrol and perform law enforcement duties on Conservancy-managed property. The agreement mirrors the Sheriff's Office agreements with the Willowsford HOA and Land Development.

Next Meeting Date: November 7th at 4:30 pm.

Meeting adjourned by Mark Trostle at 5:51 pm