Chair David Marvin called the meeting to order at 9:02 a.m. David welcomed Sarah Truckle to the Board as the new designee of AHS Secretary Samuelson and Amy Richardson, who is in the process of being appointed to the Board to replace Marie Audet, as the farmer representative. They spoke briefly about their backgrounds and what has brought them to this work.

Public Comment
No public comment at this time.

Project Presentations

L&M Quesnel, Shoreham – Vermont Land Trust
2021-139-001

Vermont Land Trust (VLT) has requested $643,000 in VHCB funds. The board memo explained that Lorenzo and Amy Quesnel are ready to conserve their 306-acre home farm in Shoreham. Lorenzo and Amy manage the farm with their son Jed, daughter Kylie, and her husband, Jeremy Chittenden. They have a large farm operation with 1,000 cows and 850 young stock. Stacy Cibula and Al Karnatz from VLT with Kylie Chittenden presented the project.

Stacy explained that the Quesnels’ home farm abuts other conserved farms, including land owned by the Quesnels, and will be a substantial addition to a 1,400-acre block of protected farmland. The
project includes over 230 acres of agricultural soils. The easement will provide include a riparian buffer zone along the brook frontage and will include an adjoining wetland protection zone. There are also two archeological protection zones. The Quesnells’ are also offering a $33,000 bargain sale. Al introduced Kylie and she spoke about the family’s farm. Kylie explained that three generations have worked on the farm and the conservation process will help ensure that will continue into the future.

Billy Coster asked about the location of the riparian buffers if they would investigate if there are any additional perennial waterways on the property. Al said that they have looked at several areas and Kylie confirmed that those areas are quite dry. They plan to visit the property again this spring to confirm whether additional easement protections are needed.

Monument Farms III, Weybridge – Vermont Land Trust
2018-081-002

Vermont Land Trust (VLT) has requested $282,500 in VHCB funds. The board memo explained that the farm is owned by Monument Farms, Inc., which is controlled by multiple generations of the James family. The family-owned dairy and milk processing business is an institution in Addison County. They are the only large-scale milk processor in the state that sells milk exclusively from their own herd. They currently milk 420 cows and have 350 young stock. Stacy Cibula presented the project with Al Karnatz from Vermont Land Trust.

Stacy explained that Monument Farms has already conserved 927 acres of their land and are ready to conserve the next phase: 181 acres with 6,300 feet of frontage along the Lemon Fair River near the confluence with Otter Creek. The project will include a reclaimed wetland within a 47-acre wetland protection zone to filter the Lemon Fair before entering Otter Creek. It also includes three archeological protection zones and an ecological protection zone on 27 acres of sand-over-clay forest. Al added that this family is committed to wetland preserve restoration and they are looking into working with the Audubon Vermont to protect several bird species that have been found on their property. Al said that the James family has been wonderful to work with on these projects.

Butler II, Middlebury – Vermont Land Trust
2022-029-001

Vermont Land Trust (VLT) has requested $393,000 in VHCB Funds. The board memo explained that this highly scenic and productive 100-acre farm is just a few miles outside of Middlebury. Stacy and Al presented the project. Stacy explained that in 2019, Doug started the conservation process by working with VLT and VHCB to conserve his 148-acre home farm which is just 1 mile north of this property, on Munger Street. In 2020, the Butlers filed for bankruptcy and were forced to sell their dairy herd. The conservation of this land is part of the bankruptcy settlement.

They currently run a beef operation, though their 45-50 cattle are housed at the home farm and not grazed on this parcel. This land is in a corn-hay rotation (presently in hay). Al explained that Doug and his family have gotten many offers to sell this parcel over the years, which is not surprising given its beautiful views and close proximity to town. Over half of the farm consists of statewide important farmland soils.
Al also pointed out that conserving the land will help facilitate the transfer of the farm to Doug’s son, Casey, and his brother Tim, both of whom have been actively involved in the operation and who are planning to keep the beef operation going. Doug is donating a $15,000 bargain sale and the Town of Middlebury is contributing $30,000 towards this project. David asked about the high appraised value for the property and Al explained that due to the unique nature of the land it would lend itself to an estate style development. Billy was glad to see the ecological protection areas on either side of the property and wondered why not in the middle of the property where there is mature forest along a riparian area? Al said that they would look at this issue on their next visit.

**Butler J&B, Middlebury – Vermont Land Trust**

2022-083-001

Vermont Land Trust (VLT) has requested $453,000 in VHCB funds. The board memo stated that this 128-acre hay farm is just a few miles to the west of downtown Middlebury and is adjacent to the 100-acre Butler II Farm—the other Butler farm under consideration at this meeting. Stacy and Al from VLT with Calihan and Kristen Butler presented the project. The farm is currently owned by his parents although Calihan explained that they are farming the property. They are ready to take over the farm, and conserving the land will ensure they can afford to buy it. They also run a 220 cow dairy with 200 young stock on their 372-acre home in Bristol which they are planning to conserve, but wanted to conserve the Middlebury farm first since it is adjacent to other conserved land and is at higher risk of being developed. Once this land is conserved, the block of conserved land will span an impressive 1,142 acres. The Town of Middlebury is also contributing $30,000 towards conservation of this property. Calihan and Kristen are currently doing business planning through the Farm Viability Program. Al thanked them for their patience with this process. Kate expressed her appreciation for the business planning work the farmers have done with the Viability Program. Calihan explained conserving the farm will enable his parents to retire and keep them on the property. Gus thanked Al for his great work with farmers in Vermont.

**Otter Creek WMA, Wallingford – Trust for Public Land/Vermont Fish & Wildlife Department**

2022-085-001

Trust for Public Land (TPL) and Vermont Fish & Wildlife Department (VTFWD) have requested $360,000 in VHCB funds. The board memo explained that TPL is working with VTFWD to conserve 344 acres of wetland, floodplain, woodland, and riverfront in Wallingford to expand upon the existing Otter Creek Wildlife Management Area (WMA). Bill Dell’Isola, Kate Wanner and Hayden Smith from TPL and Will Duane from VTWD presented the project. Bill explained that the acquisition will provide permanent public access, safeguard water quality, provide natural flood attenuation, and protect an ecologically-rich habitat block. TPL and VTFWD aim to close on the property and conservation easement in late 2022. Will talked about the opportunity for increased public access with excellent hunting and fishing opportunities. They would like to create an entry point on the Otter Creek for a paddling put in. The property is located on the east side of Rte. 7 and is a real gem. Kate added that they are excited to work with VTFWD. Billy commented that it is a great project.

**High Pond, Pittsford – The Nature Conservancy**

2022-002-001
The Nature Conservancy has requested $325,000 in VHCB funds to conserve 412 acres. The board memo explained that this project was originally presented to VHCB at the September 2021 board meeting, with TNC seeking $100,000 to support the acquisition and conservation of the Smith-Wheeler (SW) tract in Pittsford and expand TNC’s High Pond Natural Area (HPNA). The project was deferred to the December 2021 board meeting since there was opposition to the project from the Pittsford Select board because timber management would be prohibited across approximately 2,600 acres. The project was ultimately withdrawn before the December meeting, with TNC citing that they were exploring re-configuring the project.

Bill Dell’Isola and Jon Binhammer from TNC presented the updated project. Bill explained that TNC has brought the project back without a “forever wild” easement and the project now will have a sole-held VHCB conservation easement that will allow for timber management. Jon stated that the original proposal didn’t go over well with the VHCB board and staff so they have revised the project and need to request more funding level since they now can’t use Sweetwater Trust funds. TNC will be presenting the project to the Town of Pittsford Planning Commission on February 24th, and Pittsford Select board on March 2nd, seeking support of the project. TNC seeks to close the project mid-summer 2022.

Emily asked about whether the Select board will approve this project with the changes and Jon explained that they probably will oppose it. Gus said that the question we ask applicants is whether the project is consistent with the town and regional plan. While it is preferable to have town support, the project meets VHCB’s policy and the board can decide how much they value what is being proposed. Kate stressed that the project is in conformance with the town and regional plans which have been adopted by the town and are the stated policies of the community. Diane asked about the definition of traditional forest management. Jon explained their plan which will start with doing an inventory of the property. He also talked about the importance of the parcel as a wildlife connectivity link along that side of the state.

Redstone Cottage, Burlington – City of Burlington and Preservation Trust of Vermont 2022-086-001 & 2018-078-001

The City of Burlington has requested $68,000 in VHCB funds with additional request of additional award to Preservation Trust of Vermont $2,500 for stewardship of the project. The board memo explained that in 2016 the Board made a $500,000 award to the Vermont Land Trust for acquisition and conservation of 12 acres located between Lake Champlain and North Avenue in Burlington. The historic Red Stone Cottage is part of the former 27-acre Burlington College property. The bungalow-style cottage, built from local redstone as housing for the head of the Lakeview Sanitarium, is the only building that remains from that complex. The building retains key architectural features and is eligible for inclusion on the National Register of Historic Places. The property is part of a dual goal VHCB project which not only resulted in conservation of a portion of the property, but also, resulted in the adjacent affordable housing projects. Karen Freeman and Cindi Wright and Sarah Muyskens from the City of Burlington presented the project.

Karen explained that the renovation will convert most of the space for public use and make that use more inclusive and accessible. She note that the City has done extensive outreach and maintained a high level of community involvement in planning for the use of the property and the building. Sarah
talked about being a member of the Board of the Parks Foundation in Burlington (She and John Ewing founded this organization). She emphasized the importance of the property in making connections to the community and the bike path and serving as a public education hub. Cindi added technical updates including that the Act 250 permit notice has been posted to Seven Days and the city zoning has been approved. Karen described the benefits of including a building on the National Register. Emily thought it was a great project and expressed appreciation for involving the UVM Historic Preservation Program students in the National Register nomination process, particularly since that program’s future has been in jeopardy. She wondered if the history of the site be told at the building. Cindi said that their plan is to incorporate multiple stories throughout the building. Sarah Truckle wondered about the timing of the project and whether there was a plan if bids are higher than anticipated? Cindi explained that their plan has been broken into steps and they will take one step at a time based on funding. Gus thanked Sarah for her work and remembered John Ewing and his work as well.

**Consent Agenda**

Neil made the motion to approve the Consent Agenda. Diane seconded the motion. Billy was temporarily off screen at the time of the vote. All voted in favor of the motion.

The Consent Agenda consisted of:

1) M&S Flat Street (WWHT)(2021-030-002)
2) Modifications of Housing Standard Conditions
3) Memorial Hall PTV Stewardship, Calais (PTV)(2018-048-002)
4) Pion Retro OPAV, Troy (2003-001-002)

**Roll Call**

Maura Collins – Yes
David Marvin – Yes
Emily Wadhams – Yes
Neil Mickenberg – Yes
Diane Bothfeld – Yes
Sarah Truckle – Yes
Ann Fielder - Yes
Kate McCarthy - Yes
Clarence Davis – Yes

David took a minute to express his appreciation for the great work of Jen Hollar and Larry Mires. They both will be retiring in the next 10 months. He had great appreciation for their work and wished them both well. He acknowledged that there will be more time to thank them in the months ahead. Jen and Larry thanked the board.

**Director’s Report & Legislative Update**

Gus gave an update to his staff report. Congress passed the federal budget which included funding congressionally directed spending requests that were submitted by VHCB staff. There will be an extra $3.7 million dollars for four projects: Tri-Park mobile home park, VHCB’s shared appreciation homeownership program, Brattleboro Municipal Building (includes affordable housing) and the forestland succession work of the Viability program. VHCB is also doing well with the legislature on our funding. The FY 22 budget adjustment has passed with additional funds for housing. There
may also be an increase in our base funding in the upcoming year’s budget which could help with conservation projects. There was a brief board discussion about other initiatives that VHCB may be involved with and Neil asked about whether these projects could divert us from our core mission and if we have the capacity to take on these other programs? Gus agreed that this is something that needs to be considered and will continue to work with the board on these concerns.

**Finance Report**
Anne added a brief update to her memo. She explained that with Amanda Moran-Moshinskic leaving her position Finance staff are working on a job description that will complement the rest of the team and will be advertising shortly. She will be working on a revision of FY 23 budget which will reflect staffing changes and cola increases. That revised budget will go to the Finance committee in May and the board in June.

**Minutes**
Emily moved to approve the minutes of the January 26, 2022 Board. Neil seconded the motion. All voted in favor of the motion except for Sarah would abstained since she did not attend the meeting.

**Roll Call:**
- Neil Mickenberg - Yes
- Emily Wadhams - Yes
- Billy Coster - Yes
- David Marvin - Yes
- Diane Bothfeld – Yes
- Sarah Truckle – Abstained since she was not at the meeting
- Ann Fielder – Yes
- Kate McCarthy – Yes
- Clarence Davis – Yes

**Bove Properties and Preservation**
Gus introduced the discussion of the Bove Properties and Preservation. He talked about the issue of housing preservation around the state. Permanent affordability of public invested funding of housing projects is one of the highest priorities of our statute. Nicole Mace (Board Member CHT & Winooski Housing Authority), Michael Monte (Executive Director of Champlain Housing Trust) and Wendy Morgan (Vermont Legal Aid) joined the meeting to discuss the Bove Brothers plan to evict residents of a property in Winooski. The residents are primarily low-income refugee families, and this housing provides them with access to services and walking distance to the school. Michael explained that CHT reached out to the Boves but were not successful in reaching any kind of an agreement to purchase the buildings. There has been a group meeting in Winooski to figure out how to support the families. Michael turned it over to Nicole to give updates. A group of advocates who are trying to respond to this situation sent a letter to the Legislature request for assistance and a moratorium on no cause evictions. Nicole updated the board let them know that situation is affecting 24 families, 18 of which have refugee status. There are large families living in the units with several single moms with 5 or more children. Winooski Housing Authority has been trying to help people with vouchers. Unfortunately there aren’t a lot of housing options in Chittenden County right now especially with units that are large enough and within the children’s’ current school district. Legal aid has been
meeting with tenants to understand their legal rights. Michael added that they are calling for a public hearing in Winooski to address this situation. He also indicated that the Board’s support for NOAH (Naturally Occurring Affordable Housing) opportunities can help prevent these kinds of situations. Wendy explained that Legal Aid can’t do a lot here unless there is a moratorium on evictions. That would give them a year to work on helping the families find housing. Neil expressed his concern for the families in this very upsetting situation. Wendy pointed out that the only way to do anything here is to have the moratorium tacked on to a bill in the legislature. Moratorium would need to be in place as soon as possible. Nicole said that this is happening all over the state. Vermont just doesn’t currently have the housing stock to welcome people to the state. Clarence also expressed his concern and wondered what are we doing as a state to help these folks? We need to do better as a state. Sarah Truckle explained that AHS oversees the refugee program for the state and it is meeting on a near daily basis to find solutions for these families. There are financial options for these tenants and there is working being done to help them. Gus thanked Michael, Nicole and Wendy for joining the meeting to talk about this issue.

Deliberations:

Projects

Conservation Projects – Farms Projects

<table>
<thead>
<tr>
<th>Farm Project</th>
<th>Year</th>
<th>Code</th>
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<tbody>
<tr>
<td>L&amp;M Quesnel</td>
<td>2021</td>
<td>139-001</td>
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<tr>
<td>Monument Farms III</td>
<td>2018</td>
<td>081-002</td>
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<tr>
<td>Butler II</td>
<td>2022</td>
<td>029-001</td>
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<tr>
<td>Butler J&amp;B</td>
<td>2022</td>
<td>083-001</td>
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<tr>
<td>Otter Creek WMA</td>
<td>2022</td>
<td>085-001</td>
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</tbody>
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Neil made a motion to approve the resolutions as a block. Emily seconded the motion. There was no discussion. Amy asked about appraised values and Stacy explained that information is available in the board memo. Billy commented that he appreciates VLT’s policy of permanent easement protections for perennial streams and hopes they will go beyond the minimum and continue to look for other protections, such as existing vegetation near intermittent streams that flow most of the time. All voted in favor of the motion with the exception of Billy abstaining on the Otter Creek WMA.

Roll Call:

Neil Mickenberg - Yes
Emily Wadhams - Yes
Billy Coster – Yes – abstain on Otter Creek WMA
David Marvin - Yes
Diane Bothfeld – Yes
Sarah Truckle – Yes
Ann Fielder – Yes
Kate McCarthy – Yes
Clarence Davis – Yes

Red Stone Cottage 2022-086-001 & 2018-078-001
Diane made a motion to approve the resolution. Clarence seconded the motion. There was correction of the dollar amount on the resolution - $68,000 for City of Burlington - $2,500 for PTV. All voted in favor of the corrected resolution motion except for Emily and David who abstained from the vote.

**Roll Call:**
Neil Mickenberg - Yes  
Emily Wadhams - Abstained  
Billy Coster - Yes  
David Marvin - Abstained  
Diane Bothfeld – Yes  
Sarah Truckle – Yes  
Ann Fielder – Yes  
Kate McCarthy – Yes  
Clarence Davis – Yes

**Conservation Projects – Conservation & Historic Projects**

**High Pond**

Emily made a motion to approve the resolution. Neil seconded the motion. Neil commented on the Pittsford Select board’s potential lack of support for the project. VHCB is following our policy and the applicant has made an effort to engage with selectboard and he believed that the project should go forward. Kate agreed noting that selectboard vote was in contradiction with the written policy of the town. Emily also expressed her support and referred to Vermont Conservation Design and how critical connectivity is for climate change and the important role of Vermont’s forests. Billy appreciated the TNC’s desire to make management plan decisions connected to the ecological assessment of a site. All voted in favor of the motion.

**Roll Call:**
Neil Mickenberg - Yes  
Emily Wadhams - Yes  
Billy Coster - Yes  
David Marvin - Yes  
Diane Bothfeld – Yes  
Sarah Truckle – Yes  
Ann Fielder – Yes  
Kate McCarthy – Yes  
Clarence Davis - Yes

**Other Business**

There was a brief board discussion about the Bove situation. Board members were very concerned about the situation and hoped that more could be done to help these families.

The meeting adjourned at 12:03 pm.

Respectfully submitted,  
Marcy Christian
Vermont Housing & Conservation Board
Resolution

Quesnel L&A Farm ♦ Shoreham, Vermont
Vermont Land Trust
2021-139-001 - Conservation
Board meeting date: March 16, 2022

Recommended Resolution:
To score the application 9 for need, 9 for impact, and 9 for quality, and to award the Vermont Land Trust (the "Grantee") a VHCB grant in the amount of up to Six Hundred Forty-Three Thousand Dollars ($643,000), including up to $630,000 for acquisition of development rights, conservation restrictions, and option to purchase at agricultural value, up to $4,000 for associated costs, and up to $9,000 for stewardship endowment. This project involves property known as the Quesnel L&A Farm located in Shoreham, Addison County and includes approximately 306 acres.

This award is subject to the following conditions:

Special Conditions:
1. This award is contingent on the signing of a Grant Agreement or contract between VHCB and NRCS obligating federal NRCS-ALE funds for this project.

2. The easement shall include the following terms, with any minor revisions to such terms to be reviewed and approved by VHCB staff prior to closing:
   a. Three building complexes, generally as depicted in the application
   b. The right for one subdivision of the easement area, generally as depicted in the application, subject to approval by NRCS.
   c. The right for up to two farm labor houses, each to not exceed 2,500 square feet, with the right to the second house activated only in the event that the farm is subdivided into the West and East Units, generally as depicted in the application.
   d. The standard sole discretion farm labor housing right.
   e. The standard camp right, with size to not exceed 600 square feet.
   f. Riparian buffer zones, generally as depicted in the application.
   g. Wetland protection zones, generally as depicted in the application.
   h. Archeological protection zones, generally as depicted in the application.
   i. Impervious surface allowance of up to 7%, if approved by NRCS.

3. Prior to closing, Grantee shall confirm by field investigation as to whether there are any additional perennial waterways on the property that shall be subject to special protection zones, and shall report such findings to VHCB staff satisfaction.

4. Since VHCB plans to use federal funds from the Natural Resources Conservation Service (NRCS) Agricultural Conservation Easement Program (ACEP/Agricultural Lands Easement) for a portion of the cost of this project, the following NRCS conditions are included to encourage the sustainable management of soil resources on the farm, to protect water quality, and to comply with NRCS requirements. Prior to disbursement of VHCB funds:
   a. NRCS state office staff will verify that the landowners are eligible to receive ALE funds and are in compliance with Highly Erodible Land and Wetland requirements;
   b. NRCS state office staff will conduct a hazardous materials review of the project;
c. NRCS staff will write an HEL plan, if required, to be signed by NRCS and the landowner prior to closing;

d. The landowners will sign a Grant of Development Rights and Conservation Restrictions which includes the objective of encouraging sustainable management of soil resources on the farm, requires that highly erodible cropland be managed in accordance with an HEL Conservation Plan approved by NRCS and gives the United States certain rights to enforce if VHCB does not.

**Standard Conditions:** This award is also subject to VHCB Standard Conditions for Farm Projects.
Vermont Housing & Conservation Board
Resolution

Monument Farms III ♦ Weybridge, Vermont
Vermont Land Trust
2018-081-002- Conservation
Board meeting date: March 16, 2022

Recommended Resolution:
To score the application 9 for need, 10 for impact, and 10 for quality, and to award the Vermont Land Trust (the "Grantee") a VHCB grant in the amount of up to Two Hundred Eighty-two Thousand Five Hundred Dollars ($282,500), including up to $269,500 for acquisition of development rights, conservation restrictions, and option to purchase at agricultural value, up to $4,000 for associated costs, and up to $9,000 for stewardship endowment. This project involves property known as Monument Farms III located in Weybridge, Addison County and includes approximately 181 acres.

This award is subject to the following conditions:

Special Conditions:
1. This award is contingent on the signing of a Grant Agreement or contract between VHCB and NRCS obligating federal NRCS-ALE funds for this project.

2. The easement shall include the following terms, with any minor revisions to such terms to be reviewed and approved by VHCB staff prior to closing:
   a. A farm building complex, generally as depicted in the application;
   b. The standard sole discretion farm labor housing right;
   c. The standard camp right which allows the construction of one camp up to 600 square feet in area;
   d. An impervious surface allowance of up to 7%, as approved by NRCS;
   e. Wetland protection zone, generally as depicted in the application;
   f. Ecological protection zone, generally as depicted in the application;
   g. Archeological protection zones, generally as depicted in the application.

3. Since VHCB plans to use federal funds from the Natural Resources Conservation Service (NRCS) Agricultural Conservation Easement Program (ACEP/Agricultural Lands Easement) for a portion of the cost of this project, the following NRCS conditions are included to encourage the sustainable management of soil resources on the farm, to protect water quality, and to comply with NRCS requirements. Prior to disbursement of VHCB funds:
   a. NRCS state office staff will verify that the landowners are eligible to receive ALE funds and are in compliance with Highly Erodible Land and Wetland requirements;
   b. NRCS state office staff will conduct a hazardous materials review of the project;
   c. NRCS staff will write an HEL plan, if required, to be signed by NRCS and the landowner prior to closing;
   d. The landowners will sign a Grant of Development Rights and Conservation Restrictions which includes the objective of encouraging sustainable management of soil resources on the farm, requires that highly erodible cropland be managed in accordance with an HEL Conservation Plan approved by NRCS and gives the United States certain rights to enforce if VHCB does not.

Standard Conditions: This award is also subject to VHCB Standard Conditions for Farm Projects.
Vermont Housing & Conservation Board
Resolution

Butler II ♦ Middlebury, Vermont
Vermont Land Trust
2022-029-001 - Conservation
Board meeting date: March 16, 2022

Recommended Resolution:

To score the application 10 for need, 10 for impact, and 9 for quality and to award the Vermont Land Trust (the “Grantee”) a VHCB grant in the amount of up to Three Hundred and Ninety-Three Thousand Dollars ($393,000) consisting of $380,000 for the acquisition of development rights, conservation restrictions, and option to purchase at agricultural value, $4,000 for associated costs, and $9,000 for stewardship. This project involves property known as the Butler II Farm of Middlebury, Addison County and includes 100 acres.

This award is subject to the following conditions:

Special Conditions:

1. This award is contingent on the signing of a Grant Agreement or contract between VHCB and NRCS obligating federal NRCS-ALE funds for this project.

2. The easement shall include the following terms, with any minor changes to be reviewed and approved by VHCB staff prior to closing:
   a. The standard sole discretion farm labor housing language.
   b. One building complex, generally as depicted on the application.
   c. The standard camp right, with size not to exceed 600 square feet.
   d. Ecological protection zones, generally as depicted on the application.
   e. Impervious surface limit of up to 7%, if approved by NRCS.

3. Prior to closing and disbursement, if the property is still subject to a court-approved bankruptcy plan, documentation will be submitted for VHCB staff’s review and approval, that confirms that the bankruptcy plan allows for the conveyance of a conservation easement and that the conservation easement will be superior to all existing encumbrances on the property to be protected.

4. Once securing NRCS funds, the Grantee must comply with the following NRCS requirement prior to disbursement of VHCB funds:
   a. NRCS state office staff will conduct a hazardous materials review of the project.
   b. NRCS staff will write an HEL plan, if required, to be signed by NRCS and the landowner prior to closing.
   c. The landowners will sign a Grant of Development Rights and Conservation Restrictions which includes the objective of encouraging sustainable management of soil resources on the farm, requires that highly erodible cropland be managed in accordance with an HEL Conservation Plan approved by NRCS and gives the United States certain rights to enforce if VHCB does not.
d. This award is contingent upon VHCB receiving Natural Resources Conservation Service (NRCS) funds for this project. Disbursement of project funds cannot occur until VHCB has executed a grant/contract agreement with the applicable funding agency.

Standard Conditions: This award is also subject to VHCB Standard Conditions for Farm Projects.
Vermont Housing & Conservation Board
Resolution

Butler J&B Farm ♦ Middlebury, Vermont
Vermont Land Trust
2022-083-001- Conservation
Board meeting date: March 16, 2022

Recommended Resolution:

To score the application 10 for need, 10 for impact, and 9 for quality and to award the Vermont Land Trust (the “Grantee”) a VHCB grant in the amount of up to Four Hundred and Fifty-Three Thousand Dollars ($453,000) consisting of $440,000 for the acquisition of development rights, conservation restrictions, and option to purchase at agricultural value, $4,000 for associated costs, and $9,000 for stewardship. This project involves property known as the Butler J&B Farm of Middlebury, Addison County and includes 128 acres.

This award is subject to the following conditions:

Special Conditions:

1. This award is contingent on the signing of a Grant Agreement or contract between VHCB and NRCS obligating federal NRCS-ALE funds for this project.

2. The easement may include the following terms, with any minor changes to be reviewed and approved by VHCB staff prior to closing:

   a. The standard sole discretion farm labor housing language.
   b. One farm complex, generally as depicted in the application.
   c. The right for one subdivision of the easement area, generally as depicted in the application, allowing the West and East Units to be conveyed separately, subject to approval by NRCS.
   d. The standard camp right, with size not to exceed 600 square feet.
   e. An ecological protection zone, generally as depicted in the application.
   f. Riparian buffer zones, generally as depicted in the application.
   g. Impervious surface limit of up to 7%, if approved by NRCS.

3. Once securing NRCS funds, the Grantee must comply with the following NRCS requirement prior to disbursement of VHCB funds:

   a. NRCS state office staff will conduct a hazardous materials review of the project.
   b. NRCS staff will write an HEL plan, if required, to be signed by NRCS and the landowner prior to closing.
   c. The landowners will sign a Grant of Development Rights and Conservation Restrictions which includes the objective of encouraging sustainable management of soil resources on the farm, requires that highly erodible cropland be managed in accordance with an HEL Conservation Plan approved by NRCS and gives the United States certain rights to enforce if VHCB does not.
d. This award is contingent upon VHCB receiving Natural Resources Conservation Service (NRCS) funds for this project. Disbursement of project funds cannot occur until VHCB has executed a grant/contract agreement with the applicable funding agency.

**Standard Conditions:** This award is also subject to VHCB Standard Conditions for Farm Projects.
Resolution:
To score the application "9" for need, "10" for impact, and "10" for quality, and to award the Trust for Public Land (the "Grantee") a grant of up to Three Hundred Fifty Four Thousand Dollars ($354,000), consisting of $339,000 for acquisition of the Bird and Korchak parcels as additions to the Otter Creek Wildlife Management Area, and $15,000 for stewardship. This project involves property known as the Bird and Korchak parcels, located in Wallingford, Rutland County, and includes approximately 344 acres. The primary purposes of the award are natural area protection and public access. This award is subject to the following conditions:

1. The property shall be subject to a conservation easement drafted by VHCB. The easement will be co-held by VHCB with Vermont River Conservancy as the primary conservation easement steward. The conservation easement shall include the following:
   a. Public access;
   b. The right to construct two parking lots;
   c. Surface water protection zones encompassing all wetlands and riparian areas.

2. Prior to disbursement of VHCB funds, the baseline documentation report and interim management plan must be drafted by TPL, VRC, and VTFWD. The baseline documentation report and interim management plan shall be reviewed and approved by VHCB staff.

3. Prior to disbursement of VHCB funds, full appraisal report(s) substantiating the purchase price shall be submitted to VHCB staff for review and approval. If the purchase price is lower than expected VHCB may adjust the award accordingly.

4. Prior to disbursement of VHCB funds any boundary line issues will be resolved to VHCB staff satisfaction.

This project is subject to all applicable VHCB Standard Conditions for Nonprofit and Municipal Conservation Projects.
Resolution:
To score the application "9" for need, "8" for impact, and "9" for quality, and to award The Nature Conservancy (the "Grantee") a VHCB grant in the amount of up to Three Hundred Twenty-Five Thousand Dollars ($325,000), including $315,000 for acquisition, and $10,000 for grantee staff costs. This project involves property known as the Northern Taconics High Pond Addition, located in Pittsford, Rutland County, and includes approximately 412 acres. The primary purposes of the award are natural area protection, including water quality and climate mitigation, and public access. This award is subject to the following conditions:

1. The property shall be subject to a conservation easement drafted by VHCB. The easement will be sole-held by VHCB with VHCB as the primary conservation easement steward. The conservation easement shall include the following:
   a. Public access;
   b. No residential building rights;
   c. Surface water protection zones around all perennial streams and wetlands on the property.

2. Prior to disbursement, the interim management plan and baseline documentation report must be drafted by TNC and shall be reviewed and approved by VHCB staff.

3. Prior to disbursement, VHCB will assess, and must approve the level of support (or lack thereof) for the project from the Town of Pittsford Selectboard.

4. Prior to disbursement, a full appraisal report substantiating the purchase price shall be submitted to VHCB staff for review and approval.

5. TNC will administer and manage all facets of the cabin lease including enforcement matters. VHCB must review the most current lease prior to disbursement, and has the right to review and approve all subsequent lease agreements related to the cabin. The conservation easement must specify the following:
   a. The right to use, maintain, repair, and replace the existing camp;
   b. The right to construct, use, maintain, repair and replace associated structures including but not limited to waste disposal systems;
   c. That the camp shall be used exclusively for periodic camping, hunting and recreational purposes, and not for permanent occupancy;
   d. The Grantor shall notify VHCB prior to relocating and/or replacing the camp so that VHCB may review and approve the proposed location and dimensions of such camp;
   e. Upon request by VHCB, Grantor shall provide VHCB with a copy of the lease for review and approval.

This project is subject to all applicable VHCB Standard Conditions for Nonprofit and Municipal Conservation Projects.
Resolved:
To award 47 Flat Street LP (the "Developer") an additional amount of ARPA-SFR funds in the amount of UP TO Sixty-five Thousand dollars ($65,000) for acquisition, construction, and related expenses. The total ARPA-SFR award would be UP TO Nine Hundred Fifteen Thousand dollars ($915,000). This project involves property located at 47 Flat Street, Brattleboro and consists of a total of 15 rental residential units and commercial space in one building.

This award is subject to the following restrictions and conditions:

Affordability and Conveyance Restrictions:

Developer shall execute a VHCB Housing Subsidy Covenant of perpetual duration that restricts fifteen (15) units, which will be prepared by VHCB general counsel and will contain restrictions substantially as follows:

ARPA-SFR:

Developer shall lease fifteen (15) units to persons whose household income, at their date of initial occupancy, is less than or equal to 80% of area median income. The annualized rent charged for each such unit shall not exceed 30% of 80% of area median income for a household consisting of one and one-half persons per bedroom.

Developer shall target and make every reasonable effort to lease five (5) of these 15 units to persons whose household income, at their date of initial occupancy, is at or below 50% of area median income. Initially, the annualized rent charged for these units shall not exceed 30% of 50% of area median income for a household consisting of one and one half persons per bedroom.

Developer shall make every reasonable effort to lease any two (2) of the 5 units to persons whose household income, at their date of initial occupancy, is less than or equal to 30% of area median income, OR, to persons with special needs.

Notwithstanding the aforementioned affordability restrictions, Developer shall designate three (3) units for those who are homeless or at risk of homelessness due to a disruption to their previous housing situation as a result of the COVID 19 public health emergency, and/or those who are referred through the local system of coordinated entry.
Developer shall make every reasonable effort to maintain the initial level of affordability on said units. In addition, Developer shall make every reasonable effort to ensure that the annualized rents for all units are "affordable" to the occupying households, as described further in section 7 of the VHCB Housing Subsidy Covenant. Any conveyance of the property shall require the prior written consent of VHCB, which consent shall not be unreasonably withheld if the proposed transferee is an eligible applicant to receive funds from VHCB.

This award is subject to the Special VHCB Conditions described in the Board Resolutions dated September 29, 2021 and December 7, 2022, which remain in full effect; applicable Standard Conditions; and the following additional Special Condition:

**Housing ARPA-SFR Special Condition:**
21. Prior to disbursement, Developer will investigate the potential for: at least a $65,000 enhancement to their Community Development Block Grant award, additional funds from the Windham County Economic Development Program, and an award of ARPA funds from the Town of Brattleboro. New or increased awards from these sources may reduce the additional amount of the ARPA-SFR award.
Vermont Housing & Conservation Board
Resolution
Housing Standard Conditions
Board meeting date: March 16, 2022

Resolution

1a. To adopt the award conditions below to the Housing ARPA-SFR Standard Conditions, Standard VHCB Conditions for LIHTC Projects, Standard VHCB Conditions for Multifamily Projects, and Standard VHCB Conditions for Mobile Home Communities:

Developer shall establish a written tenant selection policy in compliance with the VHCB funding requirements and submit a copy to VHCB prior to closing for staff review and approval. At a minimum the written tenant selection policy shall include, but not be limited to the following criteria:

- Is consistent with VHCB’s statutory goals of providing perpetual affordable housing;
- Is reasonably related to program eligibility and the applicant’s ability to perform the obligations of the lease;
- Provides for the selection of tenants from a written waiting list, in so far as is practicable; and,
- Provides for prompt written notification of rejected applicants with grounds for said rejection.

Prior to closing, Grantee shall obtain construction bids that demonstrate to the satisfaction of VHCB that projected construction costs are within the approved budget for the project.

1.b. To adopt the award condition below at #2 of the Housing ARPA-SFR Standard Conditions:

Developer agrees to comply with any state prevailing wage requirements associated with an ARPA award, as required by the State of Vermont.

1c. To revise the Reporting Requirement #2 by adding the language below highlighted in italics and striking the text as shown:

An occupancy report including all the units in the project. The report shall include the following for each unit: the unit number, the gross rent charged for the unit, the household size of the resident, the household income of the resident and the amount of rental assistance provided, if any, and demographic data on the head of household to include gender, race, ethnicity, and homeless status;
1d. To revise the Reporting Requirement #2.c of the Standard HOME and Standard HTF Conditions by adding the language below highlighted in italics:

VHCB may request additional reports as deemed appropriate including, but not limited to, demographic data on the head of household to include gender, race, ethnicity, and homeless status.

1e. To add #2a and #2b to the Standard VHCB Conditions for Mobile Home Communities by the adding the language below highlighted in italics:

2a. If VHCB uses tax-exempt bond proceeds for this award, Grantee shall use VHCB funds exclusively for the cost of acquisition and other capital expenses approved by VHCB. Prior to disbursement of VHCB funds, Grantee shall not acquire title to the property or incur capital expenses for which it will seek reimbursement from VHCB funds, without prior written approval by VHCB.

2b. If VHCB uses taxable bond proceeds for this award, Grantee shall use VHCB funds exclusively for eligible expenses approved by VHCB. Prior to disbursement of VHCB funds, Grantee shall not acquire title to the property or incur capital expenses for which it will seek reimbursement from VHCB funds, without prior written approval by VHCB.

1f. To add the Reporting Requirements to the Standard VHCB Conditions for Mobile Home Communities by adding the language below highlighted in italics:

**Reporting Requirements**

The Grantee shall submit reports to the Vermont Housing and Conservation Board within one year of the completion of the project and as requested, in subsequent years. The reports shall include the following:

1. A final sources and uses statement for the project;

2. An occupancy report including all the units in the project. The report shall include the following for each unit: the unit number, the gross rent charged for the unit, the household size, the household income and the amount of rental assistance provided, if any, and demographic data on the head of household to include gender, race, ethnicity, and homeless status;

3. An independent financial audit;
4. A Capital Needs Assessment;
5. At least six photographs from 2 or 3 angles and including front view, full frame, from the street and any historical details or accessibility modifications;
6. A complete list of names and addresses of contractors who performed work on the project including appraisers, engineers, surveyors, architects, construction firms, electricians, plumbers, painters and so on.
Vermont Housing & Conservation Board
Resolution

Memorial Hall Easement Stewardship ♦ North Calais, Vermont
Preservation Trust of Vermont
2018-048-002
Board meeting date: March 16, 2022

Recommended Resolution:
To award the Preservation Trust of Vermont a grant of Seven Thousand Five Hundred Dollars ($7,500), consisting of $6,000 for historic preservation easement stewardship endowment and $1,500 for preparation of the baseline documentation report for the Memorial Hall in North Calais, Washington County. The primary purpose of the award is historic preservation easement stewardship.

This award is subject to all applicable Standard VHCB Conditions for Historic Preservation Projects.
Resolution:
To score the application 9 for need, 8 for impact and 8 for quality, and to award the Vermont Land Trust (the “Grantee”) a VHCB grant in the amount of up to One Hundred and Five Thousand Dollars ($105,000) consisting of $100,000 for the acquisition of an Option to Purchase at Agricultural Value and $5,000 for associated costs. The primary purpose of the award is to purchase an OPAV on the Pion Farm and to facilitate the transfer in ownership of the 208 acre parcel to Jamie River and Laura Clark. This award is subject to the following conditions:

Special Conditions:

1. Simultaneous with disbursement, the easement shall be amended to replace the Right of First Refusal with an Option to Purchase at Agricultural Value, with VHCB and VLT being co-holders of the OPAV. VHCB shall review and approve the amended conservation restrictions prior to closing.
2. A Wetland Protection Zone and 50 ft. riparian buffer will be placed along Beetle Brook and the associated wetland.

This award is also subject to VHCB Standard Conditions for Retroactive OPAV Purchase Projects.
Resolution:
To score this project "9" for need, "9" for impact, and "9" for quality and to award the City of Burlington a grant of up to Sixty-Eight Thousand Dollars ($68,000), consisting of up to $60,000 for restoration and rehabilitation and up to $8,000 for associated costs, for the Red Stone Cottage building in Burlington, Chittenden County. The primary purpose of the award is historic preservation.

This award is subject to the following restrictions and conditions:

Special Conditions:

1. Prior to disbursement of VHCB restoration/rehabilitation funds, the Grantee will report to VHCB staff the timeline for nominating the structure to the National Register of Historic Places.

2. Prior to disbursement of VHCB funds, the Grantee will obtain all needed permits for the project.

3. Prior to disbursement of VHCB funds, the Grantee will submit for VHCB staff review a preliminary inventory of future capital needs for the building and budget for ongoing maintenance.

This project is subject to all applicable Standard VHCB Conditions for Historic Preservation Projects.
Resolution:

To amend the grant agreement for this project and award the Preservation Trust of Vermont a
additional grant of up to Two Thousand Five Hundred Dollars ($2,500). The total award for this
project is now Ten Thousand Dollars ($10,000) consisting of Seven Thousand Five Dollars ($7,500)
for stewardship of a preservation easement on the Redstone Cottage building in Burlington and up
to Two Thousand Five Hundred Dollars ($2,500) for completion of an historic preservation baseline
documentation report for the Red Stone Cottage in Burlington, Chittenden County. The primary
purpose of the award is historic preservation easement stewardship.

This award is subject to all applicable Standard VHCB Conditions for Historic Preservation
Projects.