

Town & Village of Woodstock
Special Meeting of the Selectboard and Village Trustees
May 28th, 2026
5:00 PM
Town Hall
Agenda

- A. Call to order**
 - 1. Selectboard
 - 2. Trustees
- B. Additions and Deletions from the Posted Agenda**
- C. Citizen Comment- 3 minutes maximum per person**
- D. Votes**
 - a. Ethics Liaison**
- E. Discussion**
 - a. Quarterly Update**
 - b. Village Conservancy Presentation**
- F. Approval of Minutes**
 - 02.17.26
 - 02.23.26
 - 03.25.26
 - 04.01.26
- G. Adjournment**

This Meeting will be held in person and on Zoom.

The link to join us by Zoom is

<https://us02web.zoom.us/j/89303241344?pwd=bVpkZmF6dEJtcnpxSFBhOE1uWVlkUT09>

or from zoom.us you can enter these details to join the meeting

Meeting ID: 893 0324 1344

Password: 935173

You can also download the Zoom app on your smartphone



Woodstock, Vermont The Shire Town of Windsor County

TOWN-VILLAGE MANAGER GOVERNMENT

Town Hall • P.O. Box 488 • Woodstock, Vermont 05091 • 802/457-3456

Letter of Agreement between The Town and Village of Woodstock and Woodstock Village Conservancy

This Letter of Agreement documents Woodstock's Selectboard and Village Trustees' support for the long-term vision and potential projects of Woodstock Village Conservancy and articulates the expected roles and responsibilities of the parties. Woodstock Village Conservancy is a Project of *Woodstock Community Trust*, a Vermont nonprofit corporation.

Long Term Vision

Woodstock Village Conservancy is a non-profit project of Woodstock Community Trust, a 501c3. Its mission is to enhance and maintain public spaces and connectors in the Village of Woodstock at no additional cost to the Town's and Village's annual operating budget or any additional tax burden on the residents and businesses of Woodstock.

Specifically, Woodstock Village Conservancy seeks to support the municipality in assisting with various projects and tasks, including a number of the goals laid out in the 2023 Town Plan and in the Joint Selectboard/Village Trustees annual goals. For example:

- **2023 Town Plan**
 - Chapter 10, Goal 6: Preserve the Village and hamlet's public/private open spaces. Objective 6.1. Maintain the "sense of place" and scenic value that's created by the Town's open spaces, including those within the Village and outlying hamlets.
 - Chapter 11, Goal 3: Provide more opportunity for the enjoyment of the natural environment. Objective 3.1. Provide scenic pathways, additional paved sidewalks for walking, and specified bicycle paths or lanes wherever possible and practical.
- **2026 Selectboard and Village Trustees' annual goals**
 - Traffic Calming
 - Climate Resiliency
 - Future of Woodstock

Role and Responsibilities of Woodstock Village Conservancy

Woodstock Village Conservancy intends to support the Municipality's plans by collaborating with stakeholders and the public on questions of design, planning, and strategy; raising funds through grants and philanthropy; and by regularly communicating updates and plans to stakeholders and the public.

Woodstock Village Conservancy will work with Town and Village officials in an advisory capacity, unless the Town and Village decide otherwise. Woodstock Village Conservancy will assume responsibility in these areas:



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- **Design and Community Engagement**

- Develop landscaping and site improvement plans for public spaces that reflect community priorities and public needs.
- Conduct surveys to prioritize design elements.
- Conduct design workshops for public input and feedback during the planning process.
- Conduct public forums and receive public feedback, at the Boards' request, to gather public feedback before any final designs are created and any approval from the municipality is granted.

- **Fundraising**

- Develop a budget for the approved design to determine the fundraising goal and schedule
- Raise all necessary funds through grants, private donations, and philanthropic contributions to realize the approved plan.
- Communicate clearly with donors and funders that the ultimate decision how and when to expend funds on a project will be by the municipality as represented by the Selectboard and Village Trustees.
- Manage funds raised until disbursed to the Town of Woodstock.
- Transfer funds to the Town so the Town can execute programs and projects at an agreed upon time, including donor data and gift parameters.
- Coordinate with the Municipal Manager or their designee to develop Requests for Proposals.
- In the event of project cancellation, administer refunds or redirection of unspent and uncommitted funds according to stated commitments and agreements with donors and funders.

- **Communication**

- Propose and recommend actions that Town and Village officials may reject, modify, or act upon as they see fit.
- Share public communications about plans or activities with the Municipal Manager prior to publication.
- With prior approval from Municipal Manager or their designee, collaborate with the municipality's representatives to publicly announce and celebrate the completion of installations and improvements.
- Receive permission from Municipal Manager or their designee before contacting any government employee, government partner, or government agency.
- Woodstock Village Conservancy agrees to provide both municipalities a list of all active leadership team members of their group and update, within 30 days of any changes to the active member list.
- Woodstock Village Conservancy agrees to appoint "a liaison" that will be the point of contact for the municipality to interact with and communicate with.

- **Ongoing Maintenance**

- Raise funds through grants and donations to professionally and regularly maintain any Conservancy specific project. These funds may be used for personnel, operations, equipment, maintenance, replacements, or repairs.
- Woodstock Village Conservancy will have no responsibility for conducting the maintenance but will have the right to make recommendations regarding the management of vegetation and plantings, in coordination with the Municipal Manager or



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their designee.

- Woodstock Village Conservancy shall not be responsible for damage, vandalism, weather-related deterioration, deferred municipal maintenance, or third-party actions.
- **Operations**
 - No work will be started, approved, or changed without prior approval from the Selectboard and the Village Trustees
 - Woodstock Village Conservancy will not speak for the municipalities or give the impression of acting as or being agents of the municipality
 - The parties agree that Woodstock Village Conservancy is not an appointed committee and as such, does not report to the Selectboard/Trustees, does not need to follow Open Meeting Law, or have term limits. However, all parties agree to work transparently, in good spirit for the betterment of Woodstock, and with respect to the residents, businesses, and tourists.

Role and Responsibilities of The Town of Woodstock and Village Trustees

The Woodstock Selectboard and Village Trustees, representing the municipality, have the sole authority to approve and execute work done on its property. Recognizing that the Town's and Village's resources are limited, the Selectboard and Trustees accept and appreciate the efforts of Woodstock Village Conservancy to work toward achieving its stated goals.

Accepting the role and efforts of Woodstock Village Conservancy and the constraints on the Selectboard's time, the Municipal Manager will be the point of contact with the Woodstock Village Conservancy and propose the best way to engage the Selectboard and Trustees in these areas of responsibility:

- **Authorization and Project Support**
 - Providing timely review, feedback, and, when appropriate, written approval of recommendations made by Woodstock Village Conservancy.
 - Collaborating with Woodstock Village Conservancy as necessary to facilitate permit applications, regulatory compliance, and coordination.
 - Issuing requests for proposals as appropriate.
 - Suggesting projects that Woodstock Village Conservancy could work on, advise on, or update.
 - In the event a project is canceled after funds have been transferred from Woodstock Village Conservancy, returning unspent and uncommitted funds to Woodstock Village Conservancy to administer according to stated commitments and agreements with donors and funders.
- **Installation, Maintenance and Oversight**
 - Making a good faith effort to execute projects funded by Woodstock Village Conservancy in a manner consistent with plans presented to donors and funders.
 - Responsibility and approval for all contracts for projects Woodstock Village Conservancy works on.
 - Consultation in good faith with Woodstock Village Conservancy before making any material changes to park spaces and connectors that could impact installations, maintenance, or public use of the space.



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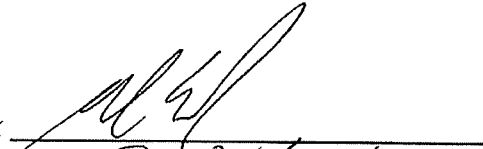
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- Not responsible for failing to maintain projects due to budget or staffing constraints, or shifting priorities.
- Unless otherwise agreed, the Selectboard and Trustees are not responsible for ensuring projects are completed and/or for terminating agreements if required.
- **Liability and Stewardship**
 - Responsibility for ownership, general premises liability, and operation of public parks and assets. Woodstock Village Conservancy shall not be held responsible for vandalism, structural repairs, or other significant damages occurring on public parks and spaces.
 - Responding to hazards, infrastructure failures, and other emergencies occurring on public parks and spaces in accordance with municipal protocols.
 - The Town and Village of Woodstock are not liable or responsible for any actions, communications, verbal agreements, or misunderstandings that have not been explicitly approved by the municipality.

Expiration of Support

- This letter of agreement will remain in effect without a stated end date. Either party may request (but not demand) updates or changes to this document at any time.
- The Municipality and Woodstock Village Conservancy may withdraw from this agreement at any time, within 30 days with written notice.

Signatures

For the Town of Woodstock 

For the Village of Woodstock 

Date 2/24/2026

For Woodstock Community Trust 

Date 24/02/2026






Conservancy Letter

Final Audit Report

2026-02-24

Created:	2026-02-24
By:	Stephanie Appelfeller (sappelfeller@townofwoodstock.org)
Status:	Signed
Transaction ID:	CBJCHBCAABAACKoW6c4uV966VRKfvnFj8EeOfAlmQFTm

"Conservancy Letter" History

-  Document created by Stephanie Appelfeller (sappelfeller@townofwoodstock.org)
2026-02-24 - 2:06:03 PM GMT
-  Document emailed to Pamela Mathews (pam@mathewshome.net) for signature
2026-02-24 - 2:06:07 PM GMT
-  Email viewed by Pamela Mathews (pam@mathewshome.net)
2026-02-24 - 2:08:53 PM GMT
-  Document e-signed by Pamela Mathews (pam@mathewshome.net)
Signature Date: 2026-02-24 - 2:09:32 PM GMT - Time Source: server
-  Agreement completed.
2026-02-24 - 2:09:32 PM GMT



A PROJECT OF WOODSTOCK COMMUNITY TRUST

MEMO:

TO: WOODSTOCK SELECTBOARD AND VILLAGE TRUSTEES

FROM: WOODSTOCK VILLAGE CONSERVANCY

SUBJECT: PROPOSED PROCESS FOR SHEPHERDING INITIATIVES TO COMPLETION

DATE: APRIL 6, 2026 (MODIFIED 5/4/26)

An important aspect of our Letter of Agreement is ensuring that we follow a process of communication and approvals that engages the municipality and the Conservancy most efficiently and effectively. To this end, the Conservancy proposes the following series of activities. If the boards approve, our volunteer Leadership Team will be able to work on initiatives with the confidence that we are keeping the municipality properly informed and that our efforts are generally supported along the way.

In addition, we would also welcome a member of one of the boards or the staff to join our Leadership Team. This might facilitate communications and increase understanding of our work. We meet monthly for 60-90 minutes.

Action Requested:

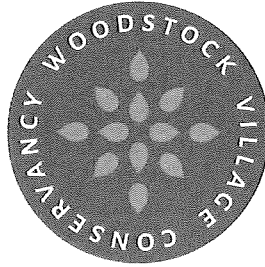
Please review the following steps and let us know if there are questions or changes to suggest. These steps should be considered guidelines, not rules, as the circumstances of any initiative will be unique. However, as guidelines, we hope they will serve to set expectations as we work together to improve the public spaces in the Village.

Step A—Idea generation

The municipality, community members, and/or the Conservancy Leadership team generates ideas that improve Village public spaces. Depending on the Conservancy Leadership Team's capacity, the Project Leader (currently Wendy) shares a selection of initiative ideas with the boards for feedback and to confirm the municipality's interest in moving forward. ***[Note that the Conservancy Corps and many other initiatives are at this step.]***

Step B—Initiative development

The Conservancy establishes a Working Group for initiatives based on its capacity. A Working Group may consist of members of the Leadership Team, the community, and/or municipal staff or board members. For each initiative, its Working Group develops proposals that are as complete as possible without town input, including names of the Working Group team, goals, preliminary costs, timetable, stakeholders' input, including



A PROJECT OF WOODSTOCK COMMUNITY TRUST

public feedback, and next steps. ***[Note that the Rehabilitation of The Green, the Village Corridor initiatives, and the Bicentennial of The Green are at this step]***

Step C—Preliminary Draft

The Working Group presents a Preliminary Draft Proposal to the Leadership Team for comments and questions and incorporates the feedback into a Proposal to be presented to the municipality.

Step D—Municipal Input

The Project Leader shares the revised Preliminary Draft Proposal with the Town Manager and relevant staff for questions and feedback with the objective of anticipating concerns and questions from the public and the boards. This feedback is then incorporated into a Final Proposal for public discussion and vote. ***[Note that Branch Out Woodstock is at this step.]***

Step E—Public Discussion and Vote

The Project Leader requests that the Final Proposal be presented to the Selectboard and Trustees or Joint Board, either as a memo or as a meeting agenda item for discussion and possible vote. The Project Leader and Working Group members attend any meeting where discussion might take place to be available to answer questions.

Step F—Next Steps

If approved, the Working Group executes the plans outlined in the Final Proposal, the details of which are included in the Proposal.



A PROJECT OF WOODSTOCK COMMUNITY TRUST

MEMO:

TO: WOODSTOCK SELECTBOARD AND VILLAGE TRUSTEES

FROM: WOODSTOCK VILLAGE CONSERVANCY

SUBJECT: VILLAGE GREEN BICENTENNIAL

DATE: APRIL 6, 2026

As part of the build up toward rehabilitating The Green, Woodstock Village Conservancy would like to engage the public with a celebration of its 200th anniversary, which we believe to be around 2028-30.

Woodstock Village Conservancy has formed a Working Group for this initiative that seeks the Town's support. The Working Group includes community members as well as business owners and the History Center.

Action Requested:

- Acknowledge and support a Bicentennial celebration
- Consider a staff member to join the Working Group



A PROJECT OF WOODSTOCK COMMUNITY TRUST

MEMO:

TO: WOODSTOCK SELECTBOARD AND VILLAGE TRUSTEES

FROM: WOODSTOCK VILLAGE CONSERVANCY

SUBJECT: INITIATIVE: VILLAGE CORRIDOR SAFETY AND ACCESSIBILITY

DATE: APRIL 6, 2026

The Selectboard and Village Trustees have supported Woodstock Village Conservancy's goal to improve the safety and experience of the Village Corridor (Rte 4 through the village) for pedestrians, cyclists, and drivers. Acknowledging that Rte 4 is a State highway, we would like to work with TRORC to develop a request to VTrans to explore a number of ideas in advance of the next paving project, which we believe to be around 2032.

- bike/ped audit
- New traffic pattern around The Green
- New parking pattern around The Green
- New crosswalks
- Sidewalk addition
- Impermeable to permeable space conversion/stormwater management
- Prospect St parking and traffic flow around Little Green

We imagine that the staff, Selectboard, and Village Trustees will have ideas they'd like to explore. In the meantime, we have developed a survey, based on Hanover's recent Bike/Pedestrian survey, which we could post on Listserv to capture public feedback.

We are prepared to pursue these and/or other ideas you may have to calm the traffic through the Village and improve the safety and experience for all.

Action Requested:

- Approve a public survey (attached) to be posted on Listserv
- Permission to work with TRORC to develop a letter to VTrans to explore the listed ideas and others.



A PROJECT OF WOODSTOCK COMMUNITY TRUST

MEMO:

TO: WOODSTOCK SELECTBOARD AND VILLAGE TRUSTEES

FROM: WOODSTOCK VILLAGE CONSERVANCY

SUBJECT: INITIATIVE: REHABILITATION OF THE GREEN

DATE: APRIL 31, 2026

The Selectboard and Village Trustees have supported Woodstock Village Conservancy's goal to rehabilitate The Green. Please refer to the *Rehabilitation of The Green Initiative Outline* for details of the overall plan. To that end, the Conservancy has developed a conceptual plan for an intentionally designed community space that it intends to maintain in perpetuity. Community feedback is an essential step in our process to develop a design, finalize a plan of action, formulate a budget, and raise funds. Thus we propose the following steps for your consideration

- Publish Concept Survey on Listserv ASAP and announce Public Feedback Session
- Conduct a Public Feedback Session in May/June 2026 at Town Hall
 - Goals:
 - Educate the public on the current physical condition of The Green
 - Share with the public the initial concept based on stakeholder priorities
 - Listen to and gather the public's feedback to refine the concept
 - Proposed process
 - Advertise in Listserv/newspaper coverage
 - **To Be Determined by Boards:**
 1. number of feedback session(s). Here are 3 potential events:
 - To review design concepts
 - To review materials and costs
 - To review final design details
 2. Who should participate in addition to general public:
 - Conservancy Working Group
 - Town/village officials and staff
 - Landscape architect TBD
 - Others?
 - Refine design and materials recommendation to Town
 - Town approval of final design
 - Cost estimate
 -

Action Requested:

3/31/26



A PROJECT OF WOODSTOCK COMMUNITY TRUST

- Approve a public survey and the first public feedback session to take place at Town Hall as described, with items to be determined.
- Acknowledge/approve the overall process and timetable (subject to modification)



A PROJECT OF WOODSTOCK COMMUNITY TRUST

REHABILITATION OF THE GREEN INITIATIVE OUTLINE

Working Group:

Andy Caffrey, Katherine Harvey, Stuart Mathews, Jack Rossi, Wendy Spector (point person)

Goals:

The two-hundred year old Green has been under maintained resulting in turf compaction and poor drainage, poor tree health, and an overall neglected appearance. In addition, the fence is in poor condition and suboptimally configured for today's usage patterns. The goal is to upgrade the Green's infrastructure to facilitate maintenance, enhance its beauty, and improve accessibility.

Specifics of the Initiative:

We will be researching options, and costs and benefits of the following elements:

- Infrastructure
 - Irrigation, potable water, stormwater management
 - Internet and electrical
 - Lawn materials, installation methods, and maintenance
- Design layout and materials
 - Hardscape materials, installation, and maintenance
 - Plantings (trees, shrubs, perennials, annuals)
 - Fence
 - Furnishings: benches, tables, lamps

Cost Estimates:

Planning

The cost of researching options and producing drawings and recommendations will be developed for infrastructure and design elements. Funds for this research process will be separate from funds for execution.

Execution

There are several elements to this project, each of which would be an improvement to the current situation, but together represent an ambitious and complete rehabilitation of this important public resource. We will research the costs and benefits of the elements and their execution to develop a recommendation.

Recommendation:

TBD

Stakeholders

We intend to get feedback from the following as part of our process:

- General public
- Downtown business owners
- Municipality

Permissions Required

- Selectboard and Trustees
- Department of Public Works

Timetable

- Spring/Summer 2026: Technical research and costing of element options
- Summer 2026: Launch public fundraising for technical research, public feedback and design refinement
- Summer/Fall 2026: Public feedback sessions (# TBD)
- Winter 2026/27: Discussion and Approval of final design and cost estimate.
Publicity/fundraising 6-12 months
- Spring 2027: Authorization and issuance of Requests for Proposal (Step F)
- Fall 2027: Recommend contractors (Step E/F)
- Spring 2028: Groundbreaking and public celebration

Next Steps

- Ongoing technical research and costing of element options
- Launch public fundraising for technical research, public feedback and design refinement
- Plan and execute public feedback session(s)



A PROJECT OF WOODSTOCK COMMUNITY TRUST

TREE INITIATIVE OUTLINE: BRANCH OUT WOODSTOCK

Working Group:

Joe Dinatale, Laura Dyess, Stuart Mathews (point person), Jack Rossi

Goals:

To monitor, maintain, and increase the number of trees in the downtown business district.

Specifics of the Initiative:

In the downtown business district there are several locations along the sidewalks where trees once stood and have been cemented over. There are other trees that need pruning or are sickly. The initiative would raise the funds to install trees in these vacated areas, to better maintain the existing trees, and to recommend replacing sickly trees with new, healthy specimens.

Cost Estimates:

The cost to install each tree, including demolition, structural soil, protective grating, and the tree itself is approximately \$15,000. Maintenance of existing trees is approximately \$10,000 per year.

Recommendation:

This initiative will take place over several years. The goal for year 1 is to plant four trees where there used to be trees along Central Street.

Stakeholders

- Downtown business owners
- Department of Public Works

Permissions Required

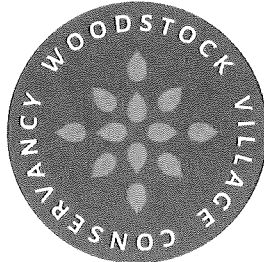
- Department of Public Works
- Selectboard and Trustees

Timetable

- Summer/Fall- Fundraising
- December-Approve contract
- April-Installation

Next Steps

- Obtain DPW and boards' approvals
- Fundraising
- Sign contract



A PROJECT OF WOODSTOCK COMMUNITY TRUST

PUBLIC ENGAGEMENT INITIATIVE OUTLINE: BICENTENNIAL OF THE GREEN

Working Group:

Laura Dyess (point person), Cathy Costello, Bettyanne McGuire, Kim Smith, Gail Stickney, Ji Min Thompson

Goals:

To plan and execute a one-day landmark community celebration recognizing the 200th anniversary of Woodstock's Village Green in 2030 (?). The initiative aims to strengthen community identity, foster intergenerational participation, support local commerce, and reinforce long term stewardship of The Green as the symbolic center of Woodstock.

Specifics of the Initiative:

Describe as much of the details of the initiative as possible to paint a picture of what is involved.]

Cost Estimates:

Too early in planning to estimate

Recommendation:

Approval is requested to endorse the Bicentennial planning initiative and authorize the working group to proceed with detailed development, stakeholder coordination, sponsorship outreach, and municipal planning discussions.

Stakeholders

Town and Village of Woodstock, Woodstock Community Trust/Woodstock Village Conservancy, Woodstock History Center, local businesses/Chamber partners, hospitality sector

Permissions Required

- Permit for use of The Green, any other permits required by the Town/Village for events held on The Green, police/emergency coordination

Timetable

- [Estimated timetable of key decision points]

Next Steps

- Meet with History Center to verify Bicentennial date and possibility of coordinating event with their Old Time Fair
- Continued planning meetings with Bicentennial working group to firm up ideas

Town & Village of Woodstock
Town Selectboard & Village Trustees Special Joint Meeting
February 17th, 2026
5:00 PM
Town Hall & Zoom
Minutes

Draft minutes are subject to approval.

Present Selectboard: Chair Ray Bourgeois, Laura Powell, Cliff Johnson, Vice Chair Susan Ford

Present Trustees: Chair Seton Mcilroy, Vice Chair Jeffrey Kahn, Brenda Blakeman, Lisa Lawlor

Staff: Eric Duffy

Public: Nicholas Seldon

Call to order

1. Selectboard

- a. Chair Ray Bourgeois called the Selectboard Meeting of February 17th to order at 5:00 PM

2. Trustees

- a. Chair Seton Mcilroy called the Trustee Meeting of February 17th to order at 5:00 PM

B. Additions or Deletions from the posted Agenda-None

C. Citizen Comments – Three Minutes per participant

Nicholas Seldon commented regarding the Municipal Manager's contract.

D. Proposed executive session 1 V.S.A 313

Motion: by Vice Chair Susan Ford to go into a potential executive session 1 V.S.A. § 313 the appointment or employment or evaluation of a public officer or employee, provided that the public body shall make a final decision to hire or appoint a public officer or employee in an open meeting and shall explain the reasons for its final decision during the open meeting; (5:04 PM)

Seconded: by Laura Powell

Vote: 4-0-0, passed

Motion: by Lisa Lawlor to go into a potential executive session 1 V.S.A. § 313 the appointment or employment or evaluation of a public officer or employee, provided that the public body shall make a final decision to hire or appoint a public officer or employee in an open meeting and shall explain the reasons for its final decision during the open meeting; (5:04PM)

Seconded: by Chair Seton Mcilroy

Vote: 4-0-0, passed

Motion: by Vice Chair Susan Ford to exit executive session (5:52 PM)

Seconded: by Laura Powell

Vote: 4-0-0, passed

Motion: by Lisa Lawlor to exit executive session (5:52 PM)

Seconded: by Chair Seton Mcilroy

Vote: 4-0-0, passed

No Decision was made on the Municipal Manager contract

E. Adjournment

Motion: by Chair Ray Bourgeois to adjourn the Meeting (5:53PM)

Seconded: by Vice Chair Susan Ford

Vote: 4-0-0, passed

Motion: by Chair Seton Mcilroy to adjourn the Meeting (5:53 PM)

Seconded: by Brenda Blakeman

Vote: 4-0-0, passed

*Respectfully submitted,
Kitty Mears Koar*

Town & Village of Woodstock
Town Selectboard & Village Trustees Special Joint Meeting
February 23rd, 2026
5:00 PM
Town Hall & Zoom
Minutes

Draft minutes are subject to approval.

Present Selectboard: Chair Ray Bourgeois, Laura Powell, Cliff Johnson, Vice Chair Susan Ford, Keri Cole

Present Trustees: Chair Seton Mcilroy, Vice Chair Jeffrey Kahn, Brenda Blakeman, Lisa Lawlor, Frank Horneck

Staff: Eric Duffy

Public: Nicholas Seldon, Willie Mitchell, Keri Bristow, Lesley Watts, Kathy Reynolds, Roger Logan

Call to order

1. Selectboard

- a. Chair Ray Bourgeois called the Selectboard Meeting of February 23 to order at 5:00 PM

2. Trustees

- a. Chair Seton Mcilroy called the Trustee Meeting of February 23rd to order at 5:00 PM

B. Additions or Deletions from the posted Agenda
Homestead Announcement

C. Citizen Comments – Three Minutes per participant

Nicholas Seldon expressed opposition to any amendment of the Municipal Manager's contract.

Willie Mitchell expressed frustration that the underlying circumstances involving Chief Swanson had never been clearly explained to the public. She noted that with Town Meeting approaching and property taxes are already a significant burden and she could not understand why this matter remained unresolved.

Keri Bristow offered a brief comment attributing the entire sequence of events to a road rage incident.

Leslie Watts stated she had been unaware that a new vote on a contract was anticipated. She asked whether the item before the Board constituted a new contract or an extension, and whether the terms would be made public.

D. Board Comments

In response to questions and concerns raised during Citizen Comment, Laura Powell addressed several points. Regarding the Homestead eligibility questions, Laura Powell stated that all board members had the right to serve and vote in Woodstock, noting that Homestead declarations revised after April result in a revised tax statement that is not immediately reflected online.

On the matter of litigation, Laura Powell stated that on advice of counsel, no comment could be made on ongoing legal proceedings. Regarding the contract Laura Powell directed the public to a press release issued in December outlining the items under evaluation, which included an increase in pay, an increase in vacation time, and flexible work arrangements — all described as reflective of the boards' confidence in Mr. Duffy's management.

Keri Cole and Chair Seton Mcilroy then provided personal statements regarding their own homestead filings. Keri Cole stated she had filed her homestead declaration late due to an accounting oversight, but had done so before the October deadline, and noted that the board had unanimously supported imposing penalties on residents who fail to file correctly. Chair Seton Mcilroy stated she had initially been listed as non-homestead due to an out-of-state accountant, but remedied the situation immediately upon receiving her tax bill and confirmed her homestead and voter registration status were fully in order.

Nicholas Seldon was subsequently permitted a brief follow-up remark

Kathy Reynolds began to raise concerns about board members' residency and compensation costs but was informed that citizen comment was closed.

E. Proposed executive session1 V.S.A 313

Motion: by Laura Powell to go into a potential executive session 1 V.S.A. § 313 the appointment or employment or evaluation of a public officer or employee, provided that the public body shall make a final decision to hire or appoint a public officer or employee in an open meeting and shall explain the reasons for its final decision during the open meeting; (5:22 PM)

Seconded: by Vice Chair Susan Ford

Vote: 5-0-0, passed

Motion: by Chair Seton Mcilroy to go into a potential executive session 1 V.S.A. § 313 the appointment or employment or evaluation of a public officer or employee, provided that the public body shall make a final decision to hire or appoint a public officer or employee in an open meeting and shall explain the reasons for its final decision during the open meeting; (5:22PM)

Seconded: by Vice Chair Jeffrey Kahn

Vote: 5-0-0, passed

Motion: by Vice Chair Susan Ford to exit executive session (5:33 PM)

Seconded: by Laura Powell

Vote: 5-0-0, passed

Motion: by Chair Seton Mcilroy to exit executive session (5:33 PM)

Seconded: by Vice Chair Jeffrey Kahn

Vote: 5-0-0, passed

Vote on Municipal Manager's Contract

Motion: by Chair Seton Mcilroy to approve the Municipal Manager updated contract (5:33 PM)

Seconded: by Vice Chair Jeffrey Kahn

Vote: 4-0-1, passed- 1 Abstention. Motion carried.

Motion: by Laura Powell to approve the Municipal Manager updated contract (5:33 PM)

Seconded: by Vice Chair Susan Ford

Vote: 3-0-1, passed- 2 Abstention. Motion carried.

Vice Chair Susan Ford stated that while she supports Eric Duffy and hopes he remains Municipal Manager for years to come, the contract needed to be updated to conform with current employment practices. She indicated that while she supports some new provisions, she could not support others, and therefore felt abstaining was most appropriate.

Vice Chair Jeffrey Kahn stated his support for Mr. Duffy's continuation as Municipal Manager but expressed that there were elements of the contract he could not agree with, and wished it to be known that his abstention should not be misconstrued as opposition to Mr. Duffy personally.

Chair Ray Bourgeois then read a formal statement on behalf of the board explaining the rationale for the updated compensation package. The statement noted that the update reflects the Board's satisfaction and confidence in Mr. Duffy's performance following two consecutive positive annual reviews, and that his salary was being adjusted to better align with regional benchmarks. The statement also acknowledged the particular challenges of the role, including supporting two Boards and being subject to legal and physical hazards.

Chair Ray Bourgeois cited a number of achievements since Mr. Duffy assumed the role in February 2023, including: the acquisition of the Woodstock Aqueduct Company and the Vondell Cobb Reservoir, thereby protecting critical infrastructure and doubling the Town's land holdings; successful advocacy for a local option tax that has generated over \$450,000 since adoption; securing full FEMA reimbursements for 2023 flooding damages; and leading a comprehensive update of Woodstock's personnel policies in 2024. The contract remains at-will with no fixed term.

G. Potential Vote – Village Conservancy Agreement

Chair Ray Bourgeois noted that a proposed executive session for the Village Conservancy Agreement was no longer needed, and the Boards proceeded directly to a vote.

Eric Duffy expressed appreciation for the patience of the Village Conservancy, acknowledging it had been a long process and that the organization had been eager to proceed. Vice Chair Jeffrey Kahn expressed gratitude to the citizens who had stepped

forward to undertake this work on behalf of the Town and Village, and noted that the Conservancy would be raising its own funds, thereby saving taxpayer dollars.

Motion: by Chair Seton Mcilroy to adopt the Village Conservancy Agreement as currently written. (5:40PM)

Seconded: by Vice Chair Jeffrey Kahn

Vote: 5-0-0, passed

Motion: by Laura Powell to adopt the Village Conservancy Agreement as currently written. (5:40PM)

Seconded: by Vice Chair Susan Ford

Vote: 5-0-0, passed

Roger Logan a member of the Village Conservancy Committee, briefly thanked the Boards and expressed the committee's eagerness to begin its work.

F. Adjournment

Motion: by Laura Powell to adjourn the Meeting (5:41PM)

Seconded: by Vice Chair Susan Ford

Vote: 5-0-0, passed

Motion: by Chair Seton Mcilroy to adjourn the Meeting (5:41PM)

Seconded: by Vice Chair Jeffrey Kahn

Vote: 5-0-0, passed

*Respectfully submitted,
Kitty Mears Koar*

Town & Village of Woodstock
Town Selectboard & Village Trustees Special Joint Meeting
March 25th, 2026
4:00 PM
Town Hall & Zoom
Minutes

Draft minutes are subject to approval.

Present Selectboard: Ray Bourgeois, Vice Chair Laura Powell, Chair Susan Ford, Norm Frates Jr.

Present Trustees: Brenda Blakeman, Chair Lisa Lawlor, Stephen Stuntz, Jamie Fox

Staff: Eric Duffy

Public: Nicholas Seldon

A. Call to order

1. Selectboard

- a. Vice Chair Laura Powell called the Selectboard Meeting of March 25th to order at 4:00 PM

2. Trustees

- a. Chair Lisa Lawlor called the Trustee Meeting of March 25th to order at 4:00 PM

B. Additions or Deletions from the posted Agenda - None

C. Citizen Comments – Three Minutes per participant

Nicholas Seldon addressed the new board members and offered to share exhibits from ongoing lawsuits with any interested parties. He invited board members and the public to email him for access to legal exhibits and documentation.

E. Proposed executive session 1 V.S.A 313

Motion: by Vice Laura Powell to go into a potential executive session 1 V.S.A. § 313(a)(1)(E), (F) - I move to find that premature public knowledge of discussion of pending litigation and attorney client communication would place the Selectboard at a substantial disadvantage, including the potentially waiving attorney client privilege and disclosing of confidential information. (4:03 PM)

Seconded: by Norm Frates Jr.

Vote: 4-0-0, passed

Motion: by Ray Bourgeois to go into a potential executive session 1 V.S.A. § 313(a)(1)(E), (F) - I move to enter executive session to discuss pending litigation for attorney client communications and to invite our legal counsel, Seton Mcilroy, Eric Duffy, Chris O'Keefe, Frank Horneck, and VLCT passive representatives. (4:04PM)

Seconded: by Norm Frates Jr.

Vote: 4-0-0, passed

Motion: by Stephan Stuntz to go into a potential executive session 1 V.S.A. § 313(a)(1)(E), (F) - I move to find that premature public knowledge of discussion of pending litigation and attorney client communication would place the Village Trustees at a substantial disadvantage, including the potentially waiving attorney client privilege and disclosing of confidential information. (4:05 PM)

Seconded: by Brenda Blakeman

Vote: 4-0-0, passed

Motion: by Stephan Stuntz to go into a potential executive session 1 V.S.A. § 313(a)(1)(E), (F) - I move to enter executive session to discuss pending litigation for attorney client communications and to invite our legal counsel, Seton Mcilroy, Eric Duffy, Chris O'Keefe, Frank Horneck, and VLCT passive representatives. (4:05PM)

Seconded: by Brenda Blakeman

Vote: 4-0-0, passed

Motion: by Ray Bourgeois to exit executive session (5:06 PM)

Seconded: by Norm Frates Jr.

Vote: 4-0-0, passed

Motion: by Chair Lisa Lawlor to exit executive session (5:06 PM)

Seconded: by Brenda Blakeman

Vote: 3-0-0, passed

F. Adjournment Selectboard

Motion: by Vice Chair Laura Powell to adjourn the Selectboard Meeting (5:07 PM)

Seconded: by Norm Frates Jr.

Vote: 3-0-0, passed

G. Trustees discuss pending litigation (26-CV-01677; 26-CV-00393) with legal counsel – proposed executive session 1 V.S.A. § 313(a)(1)(E), (F).

Motion: by Stephan Stuntz to go into a potential executive session 1 V.S.A. § 313(a)(1)(E), (F) - I move to find that premature public knowledge of discussion of pending litigation and attorney client communication would place the Village Trustees at a substantial disadvantage, including the potentially waiving attorney client privilege and disclosing of confidential information. (5:08 PM)

Seconded: by Brenda Blakeman

Vote: 3-0-0, passed

Motion: by Chair Lisa Lawlor to exit executive session (5:26 PM)

Seconded: by Stephan Stuntz

Vote: 3-0-0, passed

H. Adjournment

Motion: by Chair Lisa Lawlor to to adjourn the Meeting (5:26PM)

Seconded: by Stephan Stuntz

Vote: 5-0-0, passed

Respectfully submitted,

Kitty Mears Koar

Town & Village of Woodstock
Town Selectboard & Village Trustees Special Joint Meeting
April 1st, 2026
4:00 PM
Town Hall & Zoom
Minutes

Draft minutes are subject to approval.

Present Selectboard: Vice Chair Laura Powell, Chair Susan Ford, Norm Frates Jr., Cliff Johnson

Present Trustees: Brenda Blakeman, Chair Lisa Lawlor, Stephen Stuntz, Jamie Fox

Staff: Eric Duffy, Kitty Mears Koar, Emily Collins, Molly Maxham

Public: Nicholas Seldon, Sally Garmon, Carl Andeer Esq, Gay Travers, Wendy Marrinan,

A. Call to order

1. Selectboard

- a. Chair Susan Ford called the Selectboard Meeting of April 1st to order at 3:30 PM

Before beginning the meeting, Chair Susan Ford acknowledged the passing of Bruce Gold this week, noting his tremendous dedication to the Town of Woodstock where he was raised and raised his three children. She detailed his extensive service including 13 years on the Selectboard, 24 years as Justice of the Peace, and 36 years as Moderator, in addition to serving on the school board and countless nonprofit boards. Chair Susan Ford stated that Woodstock is truly better for Bruce having lived there, calling him a phenomenal public servant, and extended sympathies to Pat, Christine, Tim, Leanne, and their families.

2. Trustees

- a. Chair Lisa Lawlor called the Trustee Meeting of April 1st to order at 3:30 PM

B. Additions or Deletions from the posted Agenda –

Move Vote section to before discussion

C. Citizen Comments – Three Minutes per participant

Due to very limited time, citizen comments were restricted to 10 minutes total. If there were more comments than could fit in that timeframe, individual comments would be limited to one minute per person.

Nicholas Seldon raised several concerns about open meeting law violations. He stated he had tried to contact both boards privately. Mr. Seldon alleged that Ms. Ford had committed viewpoint-centric terminations of citizen comments at the last meeting. Mr. Seldon raised additional concerns including regarding the board's code of ethics or rules about giving truthful information to the public, He stated there should be penalties for this and that the Town needs recall efforts for elected officials committing legal or ethical violations.

Sally Garmon complained about notice for the meeting, stating many people would have liked to attend but didn't know ahead of time. She noted the 3:30 PM time conflicted with work schedules and suggested the meeting should be adjourned and rescheduled for a time when citizens could listen and participate.

D. Vote

State Required Annual Financial Plan- Highway

Eric Duffy explained these were two pieces of paper for VTrans to show proof that enough money was raised in the Town and the Village, requiring individual votes by both the Selectboard and Trustees with signatures.

Motion: by Vice Chair Laura Powell to approve the state required annual financial highway plan. (3:36PM)

Seconded: by Cliff Johnson

Vote:4-0-0, passed

Motion: by Stephen Stuntz to approve the state required annual financial highway plan. (3:36PM)

Seconded: by Brenda Blakeman

Vote: 4-0-0, passed

Selectboard Quarterly Police Meeting Member Designation

Chair Susan Ford explained they have been having quarterly police meetings for at least two to three years, routinely with the Chair and Vice Chair attending. This year they have a new Vice Chair, but Cliff Johnson has been more involved with police issues and the police contract with the Village.

Motion: by Vice Chair Laura Powell to nominate Susan Ford, the chair, and Cliff Johnson to represent the selectboard in the quarterly police meetings. (3:38PM)

Seconded: by Norm Frates Jr

Vote:3-0-1, passed

E. Discussion

Vermont League of Cities and Towns Training

Eric Duffy explained that about a month ago, Chair Susan Ford reached out asking to organize this training under the belief that there would be new board members and as a refresher for current board members. They also invited Chairs of all committees and commissions that operate under the Selectboard and Village Trustees in Woodstock.

The purpose was to have staff attorney Carl Andeer from the Vermont League of Cities and Towns to present to the boards on Open Meeting Law and Executive Session. Eric Duffy noted they would not take questions from the audience, only from the boards, would not take stances that would create liability issues for the Town, and would not answer questions directly about specific examples.

1. Open Meeting Law

Carl Andeer, a staff attorney with the Vermont League of Cities and Towns for about 10 years, introduced himself and the Municipal Assistance Center (MAC), which provides help to Towns through publications, trainings, webinars, and on-site visits. She encouraged Town officials to create free accounts on their website at vlct.org to access resources and send questions.

Carl Andeer explained that Vermont's open meeting law at its most basic level requires meetings to be open and noticed for the public to attend and have limited participation rights. The law exists because of constitutional requirements that all government officials be accountable to the people, providing transparency through the Open Meeting Law and public Records Act.

The law applies to every board, committee, and commission in the Village and Town, including both statutorily listed bodies like Planning Commissions and Selectboards, as well as committees or subcommittees created by those boards. Mr. Andeer explained the recent amendment distinguishing between nonadvisory (decision-making) and advisory public bodies, with different requirements applying to each.

A meeting occurs when there is a gathering of a quorum discussing the business of the body or taking action. For electronic participation, the law requires designated staff physically located at a physical location for decision-making public bodies, with members attending electronically needing to identify themselves and be heard throughout the meeting.

Mr. Andeer addressed email communications, warning against "reply all" situations that could create inadvertent violations. He outlined specific exemptions for scheduling meetings, organizing agendas, or distributing information for later discussion, but cautioned against substantive discussions via email among a quorum.

The training covered notice and agenda requirements, including 48-hour posting for regular meetings and 24-hour posting for special meetings. Agendas must contain sufficient details about matters to be discussed and can only be amended as first order of business, though this shouldn't be used to circumvent proper notice requirements.

Meetings must be open to the public with different requirements for decision-making versus advisory bodies. A recent amendment allows individuals to request electronic participation with at least two business days notice, which must be accommodated unless there would be undue hardship.

The law requires providing reasonable opportunity for public comment on matters considered by the public body, subject to reasonable rules. Mr. Andeer recommended reviewing their model rules of procedure available on their website.

Meeting minutes must provide a true indication of the meeting's business, including all members present, topics discussed, participants, motions and results, and vote outcomes. Minutes must be posted within five calendar days and remain on the website for at least a year.

A new requirement mandates that non-advisory public bodies record and post all meetings for at least 30 days, unless doing so would impose undue hardship. This requirement doesn't apply to site inspections or field visits.

2. Executive Session

Mr. Andeer distinguished between deliberations and executive sessions. Deliberations are strictly tied to quasi-judicial proceedings like vicious dog hearings or development review board hearings, where after closing a public hearing, the board can deliberate privately about the case without violating open meeting law.

Executive sessions are closed portions of otherwise open noticed meetings that cannot happen spontaneously. Boards must look to specific statutory reasons and ensure their situation matches one of those listed reasons rather than assuming something is private or embarrassing enough to warrant executive session.

The law has different methods for entering executive session- first finding that premature general public knowledge would clearly place the public body or individual at substantial disadvantage, second motion then moving to enter executive session for the specific purpose.

No binding action can be taken in executive session except for one exception regarding real estate negotiations. Minutes are not required but can be taken, and if taken, are not subject to public disclosure. All public body members can enter, and they can invite necessary staff or others related to the issue.

The training concluded with information about responding to open meeting law complaints, which must be addressed within 10 calendar days at a public meeting, either acknowledging inadvertent violation and stating how it will be cured within 14 days, or stating no violation occurred. Failure to respond is treated as a denial, and complainants can appeal to superior court.

Questions from Board members and the public included clarification on citizen working groups, hybrid meeting requirements, Board answering questions during citizen's comments, and executive session procedures.

F. Adjournment

Motion: by Vice Chair Laura Powell to adjourn the Meeting (5:17PM)

Seconded: by Cliff Johnson

Vote: 4-0-0, passed

Motion: by Stephen Stuntz to adjourn the Meeting (5:17PM)

Seconded: by Brenda Blakeman

Vote: 4-0-0, passed

*Respectfully submitted,
Kitty Mears Koar*