Town & Village of Woodstock
Town Selectboard & Village Trustees Special Joint Meeting
July 2nd, 2026
5:30 PM
Town Hall & Zoom
Minutes

Draft minutes are subject to approval.
6 people in attendance in person
Present Selectboard: Chair Susan Ford, Norm Frates Jr., Cliff Johnson, Gay Travers, Dick Sweeney
Present Trustees: Brenda Blakeman, Chair Lisa Lawlor, Stephen Stuntz, Vice Chair Jeffrey Kahn
Staff: Eric Duffy

Public: Nicholas Seldon, Barbara Kennedy, Sally Garmon, Tyler Kimberly, Alison Taylor, Mary Anne Sweeney, Byron Kelly, Stuart Mathews

Call to order

1. **Selectboard**
   a. Chair Susan Ford called the Selectboard Meeting of July 2nd to order at 5:37 PM
2. **Trustees**
   a. Chair Lisa Lawlor called the Selectboard Meeting of July 2nd to order at 5:37 PM

B. Additions or Deletions from the posted Agenda
3 Liquor Licenses

Chair Lisa Lawlor thanked everyone that was present when she fell at the last joint meeting.

C. Citizen Comments – Three Minutes per participant

Nicholas Selden raised questions about the reclassification of legal fees from the Town to the Village, asserting that the expenses predated the lawsuit referenced by auditor Tyler Kimberly. He questioned who provided the auditor with information regarding these fees as lawsuit-related and urged Board members to ensure the auditor was given accurate information.

Barbara Kennedy expressed concern about the irregular scheduling of meetings and requested a return to a predictable, published meeting schedule to allow residents adequate notice.

Sally Garmon addressed the ongoing delay in restoring a perennial garden that she stated had been destroyed four years prior. She described the process to fix the garden—and expressed frustration that the work had not been completed. She noted Eric Duffy's most recent offer was to allow her to purchase $200 worth of topsoil from Ace Hardware herself, which she described as unacceptable.

D. Vote

Liquor License

Motion: by Norm Frates Jr. Mon Vert Cafe a 1st class and OCP, and Family Village Butcher a 2nd class liquor license on the assumption that the state is reviewing the application because they no longer give us the material to do so (5:43PM)

Seconded: by Dick Sweeney

Vote: 5-0-0, passed

E. Discussion

FY25 Town Audit & FY25 Village Audit

The Boards conducted a public question-and-answer session with auditor Tyler Kimberly. Chair Lisa Lawlor noted that the session would cover both the Town and Village FY25 audits together and asked members of the public to identify which audit their questions related to.

Alison Taylor posed a series of detailed questions regarding the Village audit. She noted that the Village's unassigned fund balance for FY24 had been restated from approximately $45,000 to $124,000, attributable to approximately $78,940 in ARPA grant funds that had been carried as a deferred inflow rather than recognized as revenue in the year the associated expenditures were recorded. Auditor Tyler Kimberly confirmed this was an error that should have been corrected in FY24 but was identified and restated during the FY25 audit. Ms. Taylor asked about the purpose of the ARPA funds. Eric Duffy responded that the Village received approximately $256,478 in ARPA funds. Ms. Taylor further questioned the $386,563.00 shown by the Town owed to the Village. Mr. Kimberly explained this represents the Village's share of pooled cash held in the Town's general fund. Ms. Taylor asked Mr. Kimberly about the Town and the Village using one bank account for both municipalities' funds, and tracking the funds using accounting codes. Ms. Taylor asked about the auditor's scope in reviewing expenditures against voter-approved budgets and the documentation sought for journal entries and reclassifications. Ms. Taylor concluded by asking whether the absence of journal entry policies until recently—which the Boards had publicly acknowledged allowed reclassifications without board-level visibility—constituted a material weakness. Mr. Kimberly stated the matter did not arise as an issue in the FY25 audit but confirmed it would be on his risk radar for future audits.

Gay Travers asked whether reinstating the elected or appointed municipal auditor positions—eliminated in recent years—would add a useful layer of oversight. Mr. Kimberly indicated there would be no objection to that, noting the value of an independent review, while emphasizing that the effectiveness would depend heavily on the scope assigned.

Mary Anne Sweeney asked whether 45 total audit adjustments (31 proposed by the auditor plus 14 management adjustments) was an unusually high number. Mr. Kimberly described it as roughly average for Woodstock given the complexity of fund accounting under GASB standards and the level of detail maintained in the general ledger. Ms. Sweeney also asked Mr. Kimberly to walk the Boards through the composition of the approximately $1,000,000 net surplus in the Town General Fund, noting that grants appeared to account for a large portion of it. Mr. Kimberly directed the Boards to the budget-to-actual schedule beginning on page 46 of the audit report and noted that significant grant revenues included a cooperative management agreement ($330,000), FEMA reimbursements ($291,000), ARPA funds ($59,000), and miscellaneous State of Vermont funds ($307,000–$308,000). Eric Duffy noted that a one-page summary had been prepared for accessibility purposes but acknowledged the suggestion that it be revised to better reflect the level of detail residents are now requesting. Ms. Sweeney also requested that the budget-to-actual schedules in the audit be more directly cross-referenceable with the Town report, and Mr. Kimberly agreed this was achievable.

Nicholas Seldon pressed Mr. Kimberly on whether he had reviewed journal entries corresponding to the reclassification of legal fees from the Town to the Village. Mr. Kimberly explained that the Town and Village share a single general ledger within one accounting system, such that what Mr. Seldon described as a "transfer" was, in his view, a reallocation within a shared system. He stated that he reviewed the legal invoices and documentation received from the attorneys and found the expenditures appropriately allocated. Mr. Selden asked who specifically provided the characterization of those fees as related to the pending lawsuit.

Alison Taylor summarized the concern for the auditor's benefit: that over $60,000 in legal bills had been paid by the Village across the fiscal year through the normal accounts payable warrant process but were then reclassified to the Town via two journal entries (one for $18,000 on May 21st and one for $45,000+ on July 21st), effectively reimbursing the Village and preventing a roughly $90,000 deficit.

Gay Travers revisited the question of whether maintaining fully separate bank accounts for the Town and Village would make such reclassifications more difficult to execute. Mr. Kimberly conceded that in this instance, separate accounts would have made the movement of funds less seamless, though he noted operational trade-offs exist with shared payroll and other expenses split across multiple funds. Chair Susan Ford noted that many bills are split across at least four funds—general, Village, Water, and Sewer—making consolidated banking administratively practical.

Alison Taylor asked about the reclassification on May 21st and July 21st due to an error made by Eric Duffy. She asked how the bills were paid with her knowledge of the warrant payment process that is the standard for the Town Hall. Ms. Taylor and Mr. Kimberley discussed the reclassification of funds.

F. Vote

Merger Analysis Committee

Eric Duffy presented a memo proposing the formation of a Merger Analysis Committee as part of the Joint Boards' 2026 goals and objectives. The proposed committee would include up to seven residents, plus liaisons from the Selectboard, Village Trustees, Finance Committee, and Planning Commission, with municipal staff support. The committee would analyze the financial, political, and municipal responsibility implications of a potential merger between the Town and Village and report its findings back to the joint boards.

Gay Travers expressed reservations, noting that 80 percent of the current Selectboard and 40 percent of the current Village Trustees had no input in establishing this goal, and that two new Selectboard members would be seated in August. She questioned the urgency, particularly given the community's existing divisions, and suggested the work would benefit from a clearer baseline understanding of what the Town and Village each currently own and are responsible for before any merger study begins.

Chair Susan Ford argued there was no harm in initiating the analysis, which could itself take a year or more. She noted the topic had been raised repeatedly by community members at Town Meeting. Dick Sweeney expressed support for moving forward without further delay, emphasizing that the committee's findings could equally conclude that a merger was inadvisable.

Byron Kelly urged the Boards not to rush, recounting a pattern of gradual commingling of Town and Village accounts and responsibilities he had observed since approximately 2022, and suggesting that unresolved questions about the current state of the two entities needed to be addressed before any meaningful analysis of a merger could occur.

Gay Travers asked about what entities belong to the Town and to the Village, and finding out more information on this before a merger committee is formed. Vice Chair Jeffrey Kahn asked her if she would like to do more research on the subject before any committee was created.

Motion: by Dick Swenney to authorize formation of a Town Village Analysis Study Committee (7:05 PM)
Seconded: by Norm Frates Jr.
Vote: 5-0-0, passed

Motion: by Vice Chair Jeffrey Kahn to authorize formation of a Town Village Analysis Study Committee (7:06 PM)
Seconded: by Chair Lisa Lawlor
Vote: 5-0-0, passed

Tree Replacement in Village — Village Conservancy

Stuart Mathews representing the Woodstock Village Conservancy, presented a proposal to plant four new trees in the downtown business district along Central Street at locations where trees previously existed and had been removed. The proposed locations are on either side of Central Street in front of Positive Pie and Woodstock Scoops. The Conservancy intends to raise private funds to cover all costs, including tree procurement, excavation, installation of engineered soil, repaving of concrete sidewalk sections, and placement of ornamental cast-iron grates consistent with existing downtown streetscape.

Mr. Mathews noted the work had been reviewed by DPW Director Greg Fullerton, who expressed support provided that the grates are installed flush with the surrounding pavement to avoid snow-clearing complications. Tree species selection would include variety to reduce vulnerability to blight or disease. Work is planned for April of the following year and is expected to take approximately one week. Some DPW coordination will be required, including DigSafe review, though the primary costs are to be borne entirely by the Conservancy.

Motion: by Norn Frates Jr. to approve the replacement of the Trees by the Village Conservancy (7:13 PM)
Seconded: by Cliff Johnson
Vote: 5-0-0, passed

Motion: by Vice Chair Jeffrey Kahn to approve the replacement of the Trees by the Village Conservancy (7:13 PM)
Seconded: by Brenda Blakeman
Vote: 5-0-0, passed

F. Adjournment

Motion: by Gay Travers to adjourn the Meeting (7:15 PM)
Seconded: by Cliff Johnson
Vote: 5-0-0, passed

Motion: by Vice Chair Jeffrey Kahn to adjourn the Meeting (7:15 PM)
Seconded: by Brenda Blakeman
Vote: 5-0-0, passed

Respectfully submitted,
Kitty Mears Koar