

**Town of Woodstock
Selectboard Meeting
May 26th 2026
2:30PM
Town Hall & Zoom
Minutes**

Draft minutes are subject to approval.

Present: Chair Susan Ford, Cliff Johnson, Norm Frates Jr.

Staff: Eric Duffy

Public: Gay Travers, Eric Nesbitt, Byron Kelly

A. Call to order

Chair Susan Ford called the Selectboard meeting of May 26th to order at 2:30PM.

B. Additions to & deletions from posted agenda

Delete Second part of Executive Session - and receive legal advice concerning board appointments and conduct of meetings.

C. Proposed Executive Session 1 V.S.A 313

Motion: by Norm Frates Jr. to go into a Proposed Executive Session 1 V.S.A on the grounds that premature public knowledge of confidential attorney client communications made in connection with providing professional services about filling select board vacancies would place the public body at a substantial disadvantage. (2:32PM)

Seconded: by Cliff Johnson

Vote: 3-0-0, passed

Motion: by Norm Frates Jr. allow attorney James Carroll Esq. to join executive session to receive and consider confidential attorney client communications made for the purpose of providing the Selectboard with professional legal services concerning the filling of Selectboard vacancies. (2:32PM)

Seconded: by Cliff Johnson

Vote: 3-0-0, passed

Motion: by Norm Frates Jr. to exit executive Session (2:57 PM)

Seconded: by Cliff Johnson

Vote: 3-0-0, passed

D. Selectboard Seat Vacancy – Discussion

Following the return from executive session, the Chair Susan Ford summarized that Attorney James Carroll had reviewed the applicable statute, which states that the Board "shall forthwith appoint a replacement" to a vacant seat. Chair Susan Ford noted that this language was clearer and more directive than prior guidance the Board had received when a previous vacancy arose.

Chair Susan Ford expressed concern about the practical implications of leaving seats unfilled through the summer months. She further noted scheduling constraints, with Selectboard members away at various points during the summer.

Norm Frates Jr. indicated that with approximately six to seven candidates having submitted applications, the Board should proceed with an interview on May 28th. The Board also discussed the opinion letter provided by Attorney James Carroll, dated May 26, 2026. The Board agreed that, while the letter is subject to attorney-client privilege, the privilege should be waived and the letter released to the public in the interest of transparency.

Motion: by Norm Frates Jr. to waive attorney-client privilege as it relates to the opinion letter dated May 26, 2026, from Attorney James Carroll to the Selectboard (3:01 PM)

Seconded: by Cliff Johnson

Vote: 3-0-0, passed

E. Citizen's Comments

Byron Kelly addressed the Board, referencing an email he had forwarded to Board members the prior day regarding the executive session. He raised a procedural concern, arguing that the grounds cited for entering executive session under 1 V.S.A. § 313(1)(f) — that premature public knowledge would place the public body at a substantial disadvantage — were not properly met, and that in his view it was the public, not the Board, that was disadvantaged by conducting the discussion in closed session. He submitted copies of the relevant statute for the record.

Byron Kelly also noted that in April the Board had previously voted not to fill the vacant seat. He suggested that, if an interim appointment were to be made, the Board consider appointing a former elected official — citing Mary Riley or Greg Fullerton as examples — so as not to provide a competitive advantage to any current candidate seeking election in August.

F. Adjournment

Motion: by Norm Frates Jr. to adjourn the meeting (3:05 PM)

Seconded: by Cliff Johnson

Vote: 3-0-0, passed

Respectfully submitted,

Kitty Mears Koar