



Council Meeting Minutes

October 14, 2025

Present:

Council: Carl Etnier, Steven Farnham, Jeff Roberts, Giles Brule (Online), Greg Gerdel (Arrived 6:39PM), T Gram (Online), Catherine Lowther (Online), Mark Seltzer, Leesa Stewart

Staff: Jess Knapp, Mary Mullally, Rowan Sherwood, Tom Wright (Departed 7:15PM)

Facilitator: Elly Wood

Guest: Jon Copans (Arrived 7:15PM), Laurie Veatch

[Audio](#) (Timestamps in blue indicate where audio corresponding to a given paragraph can be found in the recording.)

1. Commencement 5:00:00PM (0:00:02)

Carl called the meeting to order, welcoming Council members, staff, and guest.

2. Agenda Review 5:31:23PM (0:01:26)

Elly asked for agenda changes. Carl mentioned two: 1) Council Statements of conflicts of interest, 2) Secretary brief overview of minutes composition.

3. Group Practice 5:33:23PM (0:3:14)

Elly asked each Council member to select one of the group practices listed in the packet and describe it's importance. Each member present related which practice resonates with them the most.

4. Community Comments 5:40:30PM (0:10:17)

None.

5. Consent Agenda 5:41:22 PM (0:11:13)

Jeff Moved to approve the consent agenda. Leesa seconded. Ayes: 7, Nays: 0, Abstentions: 0. The motion passed unanimously.

6. Council Member Statements of Conflict of Interest 5:42:46PM (0:12:33)

Carl introduced the topic, and each member stated their conflicts of interest, if any. Carl is employed by a vendor to the Co-op. A family member of Leesa's works for the Co-op, she works for the Vermont Food Bank and serves on the board of CVSMD. Giles is the Co-op's IT manager. T serves as a videographer for ORCA Media. Catherine, Jeff, Mark, and Steven stated no conflicts. Greg appeared late in the meeting. His declaration of Conflict of interest is noted in the second paragraph of Item 13 (Committee Reports) of these minutes. Carl reminded the Council Members that if a new conflict arises during the year, the member needs to report it.

7. Ends Report 7:47:40 PM (0:17:29)

Mary read the Ends policy and reported "reasonable" compliance, stating the that all benchmarks were met, including high member satisfaction, over \$513,000 in

shopper discounts, increased staff satisfaction, decreased staff turnover (26.5% in an industry that averages ≈70%), 14% increase in participation in Co-op Cares, \$95,000 given through donations and sponsorships, restarted member labour program as community volunteers, 5% sales growth, strong financial position, agreement on a new labour contract, and purchased 707 Stonecutters Way. Mary then addressed Council members' comments and questions.

Jeff complimented Mary on the the quantity of metrics that saw marked improvement. In response to questioning from Steven, Mary commented that some of the goals may need revising. Mary explained that support of local vendors isn't necessarily tied to local sales, because some vendors sell products and services to the Co-op that are not items offered for retail. Carl asked if Mary is maintaining a list of policies that she feels need revision vs. reinterpretation of existing policy, to which Mary responded that is something on which she'd need to ruminate.

Mark inquired about electricity vs. propane consumption, to which Mary responded that while it makes sense to have a goal to reduce electricity usage, there is also a goal to shift to (increase), electric, in order to decrease use of propane.

Steven asked who benefits from the shift away from purchasing from farmer co-ops to purchasing from farmers directly. Mary responded that this is new, and she needs to learn more from the produce manager. Catherine asked if the Co-op can work with the farmers' market to enable farmers to sell both at market, and at the Co-op. Jeff suggested a collaboration with the food bank to assist farmers.

T raised the subject of Renewable Energy Credits, a trading scheme by which electricity producers and utilities can green their energy profiles, while still relying on fossil fuel-generated power, meaning we don't really know how green GMP's power really is.

Carl mentioned numbers, such as sales, in the report are not adjusted for inflation, and inquired what would be needed to provide numbers that are adjusted. Tom stated that making the adjustment would not be complicated.

Jeff moved to accept the ends report as presented. Leesa seconded. Ayes: 7, Nays: 0, Abstentions: 0. The motion passed unanimously.

8. Patronage Refund 6:14:02PM (0:43:50)

Tom stated that the Council can approve a patronage refund up to \$796,706.00 suggesting that the Co-op is in a good cash position, and a higher refund reduces tax liability, so there is no reason not to authorise the maximum amount. The recommendation is to approve a maximum patronage refund for FY2025, with a distribution of 35% as a credit at the register and retain 65%. In response to question from Giles, Tom affirmed that the Council may authorise additional payout of the retained portion in the future.

Carl moved to approve a maximum patronage refund for FY2025, with a distribution of 35% as a credit at the register and 65% retained and allocated to members in the retained patronage account under member equity. Jeff seconded. Ayes: 7, Nays: 0, Abstentions: 0. The motion passed unanimously.

Carl moved to approve maintaining the member paid-in equity at \$180. Jeff Seconded. Leesa asked when the \$180 amount was originally set. Giles said it was about the time of the expansion (2008). In response to a query from Carl there was brief discussion around what could lead to the equity payment amounts being changed. Ayes: 7, Nays: 0, Abstentions: 0. The motion to maintain member paid-in equity at \$180.00 passed unanimously.

9. Building Board Culture 6:30:00 PM (0:59:48)

Referring to a list of suggestions he circulated in the preamble to the packet, Carl introduced the topic stating the objective is to build a stronger Council culture that will better, retain members, and attract new members.

Steven asked about Think, Write, Share; Carl responded that it's a way to engage both introverts and extroverts. Jeff commented that meeting agendas are packed, suggesting the retreat is the place to team-build. (1:08:23) Greg joined the meeting, apologising for his late arrival.

Leesa added that she worked with an organisation that held all-day retreats every other month, hinting that we might try holding them quarterly. Steven added that there was no one in the room with whom he wouldn't enjoy social interaction, but indicated scheduling events in the past had been a challenge. Catherine mentioned not owning a car, but agreed that meeting for culture building is important. Giles supports the idea, adding that social interactions are beneficial. Steven interjected that probably someone could provide transportation for Catherine.

Moving to the next bullet point, Carl described triads used by the Hanover Co-op to work on various initiatives. Mark indicated that triads are a way to execute passion projects. Steven asked how triads differ from committees, and if both are needed. Carl says it's linked to policies. T supports culture building, but explained that with college classes, scheduling is a challenge. Greg thinks small groups are efficacious. Jeff expressed reservations about triads, in both name and function.

10. Council Development 6:52:45PM (1:22:33)

Council reviewed the role of Columinate, and described their function, benefit and cost to Hunger Mountain. After lengthy discussion over whether to renew the contract and for how long, Steven moved to delegate Columinate discussions to Executive Committee to learn more about

options and decide. Leesa seconded. Ayes: 7, Nays: 1, Abstentions: 0. The motion passed.

11. East Rise for Employee Emergency Loan Program Resolution 7:07:55 PM (1:37:46)

The resolution passed July 22nd lacked the word "Federal" in East Rise's name, and a date needed to be changed. After review of the document and associated redline, Jeff moved to approve the revised Resolution for East Rise for Employee Emergency Loan Program. Carl Seconded. Ayes: 8, Nays: 0, Abstentions: 0. The motion passed unanimously.

Break 7:15:05PM (1:44:51)

12. Presentation: Montpelier Commission for Recovery & Resilience - Jon Copans 7:25:36PM (1:45:20)

Jon introduced himself as the Executive Director of the Montpelier Commission for Recovery & Resilience, which was organised after the 2023 flood with emphasis on mitigating future flooding, but also to address other disasters.

The object is to build a culture of emergency preparedness and create a more robust plan for how the city responds to emergencies. He described how the community has organised itself to respond more effectively to emergencies, which he says happens at the neighbourhood level.

Much is determined before water arrives in Montpelier which is at the confluence of four streams: the North and Stevens branches, and the Dog and Winooski Rivers. During floods, rivers need to spread and slow, but structures are built in that area, so the community needs to be mindful of where not to build. The Winooski Flood Resistance Collaborative, an informal group consisting of individuals from over twenty towns was organised to build a shared sense of direction across the Winooski water shed. Contributors to this

work include Friends of the Winooski, Vermont River Conservancy, the state recovery office, and the regional planning commission.

Jon mentioned Adaptive Downtown, an effort focused on former post office and the River's Edge Masterplan, which begins in 2026. He noted HMC's location (at the edge of the river), and recent purchase of neighbouring 707 Stonecutters.

In response to a query from Mark about progress on the former post office, Jon shared that the government shutdown has delayed progress, but price negotiations are in progress. Steven suggested co-operative ownership, to which Jon responded that there is an effort to build an "ownership team," or "ownership group," probably an LLC, not a cooperative.

Catherine inquired if there is a website, and how folks can involve themselves in these various efforts. Jon replied that the (Resilience) Commission was intended to exist for two years, which is nearly ended, but one way to participate is to attend a community meal and presentation October 29 at 6:00PM in the Chapel of Greenway's College Hall. He also mentioned MontpelierStrong.org and neighbour nets.

Jeff asked if there's a neighbour net in the Co-op's neighbourhood, to which Jon replied there is not, but there is talk about CALS (Center for Art and Learning) for a Barre Street neighbour net.

13. Committee Reports 7:44:15PM (2:03:50)

Catherine invited input on what days/times to resume Sustainability Committee Meetings. Carl stated committee assignments will happen in November.

Elly returned briefly to the earlier agenda item COI, to ask Greg to declare any potential conflicts. Greg responded that he would need to be mindful of his role as reporter and board member at [The Montpelier Bridge](http://TheMontpelierBridge), and see that information he received in confidence at

the Co-op was not shared with the newspaper.

14. Minutes-Writing Process 7:50:33 PM (2:10:07)

Steven explained his process for drafting the minutes, and encouraged feedback from anyone who felt their statements or sentiments were not accurately described therein. Positive feedback is also welcome.

15. Scheduling Council Retreat(s) 7:52:53 PM (2:12:27)

Carl described the benefits and drawbacks of holding the retreat early or late, and then proposed November 8th, 15th, 22nd, and possibly December as possibilities. After discussion of both content and dates it was determined that Council members submit potential Retreat discussion points via email, and that the retreat will take place 9:00AM - 4:00PM, November 15, at the Montpelier Unitarian Church.

Steven Moved to set the Council Retreat date for Nov 15. Leesa seconded. Ayes: 6, Nays: 1, Abstentions: 1. The motion passed.

16. Ballot Committee 8:06:15 PM (2:25:48)

Carl asked the Council to ratify the Executive Committee's appointments of members to the Ballot Committee.

Steven moved to ratify the Executive Committee's appointments of Deborah Messing and Chris Whalen to the Ballot Committee. Jeff seconded. Ayes: 8, Nays: 0, Abstentions: 0. The motion passed unanimously.

17. Denouement 7:08:05PM (2:27:39)

Elly asked members to rate the meeting experience from one to ten, where the latter is defined as "This was so much fun I want to do it every day," down to the former, which was described as "This was the worst, why did I ever sign up for it?" Elly also asked members to recall a moment that evoked a particularly strong

positive or negative emotion, and what need was met (or not). But before doing that, Elly asked members to think about it while Mary reviewed action items:

Action Items		
What	Who	Action
Add ethics statement to 2026 council calendar for agenda planning	Carl/ Mary	
Ethics statement to Giles, Catherine and Steven	Mary	Done
Review Ends policies. Are there any I would suggest changing? Share with Council if so.	Mary	No request at this time.
Inquire about changes to produce purchases of cooperative produce.	Mary	
Investigate connecting with farmers at farmers market	Mary	
Discuss request for a financial report that reflects inflation	Mary/ Carl	
Research CBLD, decide renewal or request an extension.	Executive Comm	Done
Learn more about River's Edge	Mary spoke with Jon to learn more	

Carl reminded the group that without objection, he would negotiate with Columinate on renewing its contract with Hunger Mountain, and the Executive Committee would decide whether to do so. It was determined that there will not be a second Council meeting this month.

Elly then asked Council members to rate the meeting, and offer their reflections. No member's rating was below 6, and offered overall favourable feedback, with one individual objecting to this process, and another expressing regret that there was not more time with Jon Copans.

18. Adjournment 8:07:18 PM (2:42:07)

Steven moved to adjourn. Jeff Seconded. Ayes: 8, Nays: 0, Abstentions: 0 Meeting adjourned at 8:23:20PM.