



Council Meeting Minutes

February 10, 2026

Present:

Council: Carl Etnier, Steven Farnham, Jeff Roberts (Online), Giles Brule (Online), T Gram (Online 5:43:20), Catherine Lowther (Online), Mark Seltzer, Leesa Stewart (Online)

Staff: Mary Mullally, Jess Knapp, Rowan Sherwood (Online), Elly Wood, Tom Wright (Online)

Facilitator: Elly Wood

Guests: [Annie Harlow \(Online 6:25:00PM - 7:18:15PM\)](#)

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

1. Commencement 5:30:40PM (0:00:03)

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

2. Agenda Review 5:32:00PM (0:01:24):

Carl stated that the Hunger Mountain Cooperative Community Fund Charter is not ready for review, so that item will be addressed at the March meeting. Elly indicated that Leesa will present the [CBLD](#) item. Later in the meeting, (near the end of item 13), Carl requested that ten minutes be added to the agenda to discuss [CCMA](#).

3. Check-in Question 5:32:00PM (0:02:56):

Elly asked attendees to name one thing they're really good at not in their job description: Baking Choc Chip Oatmeal Cookies, Gardening, Hula Hooping, Humour, IT troubleshooting, Kvetching, Napping, Organising, Ping Pong, Procrastination, Reading books on cold days, Unconventional Repairs, Worrying.

4. Community Comments 5:38:34PM (0:07:56):

None.

5. Consent agenda 5:39:04PM (0:08:28):

Carl moved to approve the Consent Agenda. Leesa seconded. Ayes: 6, Nays: 0, Abstentions: 0. The motion passed unanimously.

6. Line of Credit Renewal 5:40:32PM (0:09:54):

Tom outlined the need for the \$500,000.00 LOC (line of credit) for use in the event of an emergency, noting we seldom use it, and the bank's requirement to renew it annually. Jeff moved to Adopt the Line of Credit Resolution. Giles seconded.

Mark inquired about the last time the LOC was used. Tom replied it has not been used in his tenure, nor in quite a while before. Ayes: 6, Nays: 0, Abstentions: 0. The motion passed unanimously.

7. L4 Monitoring 5:43:16PM (0:12:40):

Mary read the top-level L4 policy and reported full compliance with all sections of it. Mary reminded the group that in the previous year, the timing of the JFO's

release of the [VLW \(Vermont Living Wage\)](#) prior to the Co-op's renewal of the labour contract led to a non-compliance, which has been resolved.

Steven moved to accept the L4 Monitoring Report. Jeff seconded. Mary explained that the JFO provides no means to consider the value of benefits in the VLW calculation, and she plans to adjust for that in future. Carl added that the Co-op offers the gain share and longer vacations which also add value not considered in the VLW analysis. Steven expressed concern that the statement of labour expense as a percentage of sales being greater than a majority of eastern NCG cooperatives is *not* a measure of equitability, internal or external, explaining that high labour costs may be the result of system and plant inefficiencies which necessitate more labour than other co-ops with comparable sales volume, and more efficient systems. Steven offered an example of such an issue with the produce coolers.

Jeff asked if the Co-op is obliged to report compliance with VLW to the state. Meeting the VLW is an internal *aspiration*, but *not* a requirement of either the state or HMC internal policies. Giles suggested that the union, having its own objectives, and the timing of the JFO's announcement of new VLW data, means it might be appropriate to reevaluate the Coop's commitment to that metric, and he noted that the personnel expense demonstrates that HMC spends a higher percentage of its money on labour than other co-ops, meaning there is less room to negotiate in future.

Citing the 2025 study to assess position pay rates in relation to the external market, which pegs HMC employees as paid an average of 95% of the benchmark rate for their position, Carl asked if that might support the point made earlier by Steven. Mary clarified that the statement was about the percentage of individuals whose pay meet the benchmark (or do not); it is not saying that all workers are at 95% of benchmark.

Ayes: 7, Nays: 0, Abstentions: 0. The motion to accept the L4 Monitoring Report passed unanimously.

8. Patronage Refund to HMCCF 6:07:42PM (0:37:07):

Rowan explained that [HMCCF](#) Committee determines the beneficiaries of the Co-op's community fund. Each year, the Council authorises that all uncashed patronage refunds be allocated to the community fund. She explained that members can donate their patronage to [HMCCF](#), and that Give Change (rounding up at the register) also is added to [HMCCF](#).

Jeff moved to allocate uncashed FY2025 patronage refunds to the Hunger Mountain Cooperative Community Fund. Giles seconded. Mark asked how much was unclaimed, and where this money goes if not to [HMCCF](#). Rowan said last year's amount was over \$20,000.00, but that it is usually closer to 5K to 10K. After some discussion, quoting from [§8.3\(b\) of the bylaws](#), Carl clarified that any "... patronage refund not redeemed within 90 days of the date on which it was issued by the Co-op, the Co-op may make a contribution in the name of that Member to support the local food system in a manner as may be directed by the Council..." and that the Council executes this through the [HMCCF](#) Committee. He said the bylaws are silent on what may be done if the Council does not act. Leesa suggested that inaction would likely revert to state law, and the unclaimed patronage would become unclaimed property, subject to a cumbersome process to administer to return the money to its owner. Ayes: 7, Nays: 0, Abstentions: 0. The motion to allocate uncashed FY2025 patronage refunds to the Hunger Mountain Cooperative Community Fund passed unanimously.

9. HMCCF Committee Membership and Chair 6:16:08PM (0:45:33):

Carl moved to reappoint Giles Brule, Scott Hess, Matt Levin, Jen Porrier, Julia Scheier, Rowan Sherwood, and Richard Wiswall to the [HMCCF](#) Committee. Mark seconded. Ayes: 7, Nays: 0, Abstentions: 0. The motion passed unanimously. Carl nominated Matt Levin Chair of the [HMCCF](#) Committee. Leesa seconded. Ayes: 7, Nays: 0, Abstentions: 0. The motion passed unanimously.

10. Dinner and Discussion 6:20:45PM (0:00:00):

Noting that February is well underway, and that [D&D](#) is scheduled for May, Rowan encouraged the group to decide what will be the theme of this year's event, and at what venue to host it, by next Council meeting. Carl suggested using the event for discussion on strategic planning. Mark suggested hosting the event on the top floor of 707. T urged selecting a location that is wheelchair accessible. Giles expressed doubt that 707 would be ready by May, and prefers Noble Hall. Carl thought Noble might be too small. Rowan recommended the Chapel or Senior Center. Steven voted for Chapel. Jeff prefers Alumnx Hall. Mark inquired about the costs of various venues. Carl moved to delegate planning of [D&D](#) with Rowan and CR to the Strategic Planning committee. Leesa Seconded. Catherine likes Alumnx. Mark asked if there should be collaboration on [D&D](#) planning between Engagement and Strategic Planning. Ayes: 7, Nays: Y, Abstentions: Z. The motion passed unanimously.

11. Break 6:37:00PM (1:07:25):

12. Annie Harlow: Retail Grocers Priority Strategy Team for Farm to Plate 6:48:50PM (1:07:35):

Carl introduced Annie. She has ten years' experience as an independent consultant with the [Grocers' project working for Farm to Plate](#) using an iterative approach to get local produce to meet the needs of stores.

She works with independent stores and food co-ops and to a lesser degree with supermarkets to assist them with operational aspects such as [SOPs](#), merchandising, and marketing. She produces videos, and since 2017, a newsletter which crosses the supply chain to help stores sell local food, and she has organised producer-buyer-distributor fora, emphasising work with larger food co-ops like [Hanover, Lebanon](#), HMC, [City Market](#) and [Brattleboro](#). This year she's working on a webinar series for both farmers and stores, conducting warehouse tours and working with [VVBGA](#). She concluded her introduction by expressing a desire to work more with HMC.

Carl opened questioning by asking for specifics on what Annie could do with HMC. Annie responded that her focus would be in produce on purchasing and merchandising, but her effort could also be on cheese. She'd like staff to attend events like warehouse tours. She noted that staff changes frequently, necessitating continuous engagement, so it's helpful to have one point person with whom to connect.

Catherine thanked Annie for providing links to the videos, and requested a focus on local. Annie responded that all she does with the Grocers' Project is in support of local, plus she helps farmers develop farm stands.

Steven mentioned a historical lack of slaughter houses, and asked if that has changed, and if Annie's work helps meat farmers connect with processors. Annie affirmed this falls within the Farm to Plate initiative, but her work is not involved directly with them (farmers); she's more likely to be raising grocers' awareness of the local meat producers, through means such as [Small Bites](#), her monthly newsletter.

Steven followed by asking if there were more meat processors than there used to be. Annie responded that they come and go, it's a hard business in which to make

money, and there's a lot of regulation. She has noticed that if a local producer connects with a local market, they are able to build a customer base. Steven asked if Annie is involved with raw milk or raw milk products. Annie answered that mostly she promotes the work of [Rural Vermont](#).

T steered dialogue toward food security, in particular, asking if there was any effort directed toward processing of wild edibles such as acorns, garlic mustard, and some edible invasives. Annie responded that Farm to Plate does "have a relationship" with producers who are exploring "new opportunities in some wildcraft and nuts... or cultivated products... [such as] saffron... something new or cutting edge for Vermont..." She can help producers explore market potential, and help buyers who seek these.

Jeff inquired if there are other individuals within the "network" with whom he could consult to assist in the work on the Strategic Planning Committee. Annie responded that [VSJF](#) has a business coaching team, and that Annie has her own coterie of consultants, some of whom are members of [Columinate](#). Among these are [Jay Jacobowitz](#), [James Morrell](#), [Mark Mulcahy](#), and [Jeanie Wells](#).

Mark inquired about the readership of [Small Bites](#). It began in 2017 with a focus on information for stores. It now enjoys a readership of ≈1000, mostly Vermont, but some nationally, with high click rates, and an open rate of ≈70%. Annie says she saves notes from various conversations throughout the month, and then uses [Small Bites](#) as a means to share what she learned with others. The target audiences are grocery stores, distributors, farmers with retail, with a goal of helping these become better at selling local food.

Carl mentioned Hunger Mountain's unique receiving system which, utilising keyless entry, enables vendors to enter after hours, ask the MoD (Manager on Duty) to verify their invoice and shipment, and then check themselves in at the computer.

Elly and Carl thanked Annie for her work, and for joining the Council meeting to share her insights.

13. CBLD Membership Renewal 7:18:15PM (1:36:55):

Leesa explained that the Development Committee met and discussed what the [CBLD](#) membership offers, and the use HMC makes of said membership. She mentioned that there are many new Council and committee members who've not partaken of [CBLD](#) learning opportunities, and the Development Committee decided to request this item be placed on the agenda.

Leesa moved to extend the [CBLD](#) membership for the remainder of 2026. Giles seconded. Carl clarified that it will cost an additional \$6000.00 on top of the the \$2000.00 already paid for the first quarter. Giles expressed appreciation for the committee's work, and encouraged Council members to partake of the offerings.

Steven raised concern that the [CBLD](#) offerings had been very under-utilised in recent months, and asked if there was any commitment from folks to participate in [CBLD](#)'s offerings if we do spend the money to renew. Leesa responded that the committee had discussed that at length, and stated that committee members felt they should lead by example and attend some courses themselves, with the hope that would inspire others to follow suit. Steven asked if folks express interest in some of these offerings, would they be approved (by GM and/or Council president)? Carl clarified that anyone can join seminars that are included in the membership, and folks need to clear it with management if they want to attend a seminar for which there is a fee, or additional fee (unless they want to pay for it themselves).

Jeff expressed appreciation for Leesa's role on the Development committee, and related that this is the function of the Development

Committee: To help the Council take advantage of these programs. Speaking of which, Carl recommended a four-week course on policy governance, and asked if anyone was interested in joining. Leesa expressed interest. Carl also mentioned that he wanted to add a discussion of [CCMA](#) to the agenda.

Steven mentioned attending Co-op Cafés in both Keene and Springfield, and recommends anyone attend who can.

Ayes: 6, Nays: 0, Abstentions: 1. The motion to extend the [CBLD](#) membership for the remainder of 2026 passed.

14. Committee Reports 7:33:25PM (1:52:12):

Carl expressed gratitude that the committees are formed and commencing their work.

15. CCMA 7:35:33PM (1:54:21):

Leesa explained that [CCMA](#) will be held May 28 - 30 in Tacoma Washington, and asked who is or might be interested in attending. Carl, Steven, Jeff, and Mark expressed interest. Given that only two were budgeted, Mary will examine the books to determine if the co-op can send four.

Carl shared that HMC has been offered as many as four openings for HMC Council/staff to attend the March 21 [NFCA](#) Annual Meeting in Greenfield Massachusetts; more may attend if other co-ops do not send their full contingents. Steven, Mark, and Leesa expressed interest in attending [NFCA](#) Annual Meeting.

16. Denouement 7:45:10PM (2:03:55):

Mary read the list of action items. There will be no fourth Tuesday Meeting this month.

Carl announced that the Executive Committee meets Thursday February 19. Council members evaluated the meeting between 7 - 9 on a scale of 0 - 10 with these comments: Glad Annie joined us. Continued concern over CO₂ emissions.

Want to learn more about Farm to Plate. Great that Council and committees seem to have a lot of energy. Appreciate the speakers who attend Council meetings. Desire to learn more from Farm to Plate for the strategic plan. Most enjoyable group. Well-oiled machine. Excited to explore opportunities to work with other co-ops.

17. Adjournment 7:51:03PM (2:09:46):

Leesa moved to adjourn. Jeff seconded. Hearing no objection, Carl declared the meeting adjourned at **7:51:14PM**.

Action Items

What	Who	Notes
Reevaluate metric of VT Livable wage benchmark	Mary	
Send Steven VT Living Wage Calculator info	Mary	
Add Carl's correspondence with member about GM compensation ratio to lowest paid employee in L4	Mary	
Determine D&D theme, speaker, location, date by March meeting	Strategic Planning Committee	
Strategic planning comm to reach out to Community Engagement comm regarding D&D planning (who will work with CR)	Both committees	
Talk with Kevin about a contact for Annie Harlow	Mary	
Evaluate council budget for possibly 4 people attending. Follow up at March meeting	Mary Tom	
Interest in NFCA annual meeting attendance	Carl	Steven Mark Leesa