Council Meeting Minutes

May 12, 2026

Present:

Council: Carl Etnier, Steven Farnham, Jeff Roberts, Giles Brulé (Online), Greg Gerdel, T Gram (5:33:25 Online), Catherine Lowther (Online), Mark Seltzer

Staff: Mary Mullally, Jess Knapp, Rowan Sherwood, Elly Wood, Tom Wright (5:33:25 Online)

Facilitator: Elly Wood

Guests: Billy Donovan, Laurie Veatch

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

1. Commencement 5:30:11PM (0:00:03)
Carl called the meeting to order, welcoming Council members, staff, and guests.

2. Agenda Review 5:31:25PM (0:01:24):
Carl indicated a need to discuss facilitation. Elly indicated Carl would facilitate a couple agenda items where she is the presenter.

3. Ice Breaker 5:32:28PM (0:02:27):
Elly asked the group what was they best advice they'd ever received outside of work. Responses included: Go cross country skiing. Live life - embody it. Be good, do good, and be one. Go fast and take chances. Make it understandable to a four-year-old. Eat more fibre. Come to Vermont. Live life, travel, and do it while you can. If someone asks how you are - just say "fine," because chances are they don't care anyway; if they do care, they'll ask for more. Think young and don't worry. Clean your room. When tightening threaded fasteners first reverse rotation until a click is heard, then tighten and the threads won't strip. The early bird gets the worm, but it's the second mouse that gets the cheese.

4. Community Comments 5:38:50PM (0:08:45):
Billy Donovan reminded the group that he had circulated an email the previous evening requesting an item be placed on the agenda, and asked if anyone would explain why it's not a "permissible item." Elly reminded Billy that Cooperative Community Comments is a listening session; Council does not "respond," just listens. Billy asked for confirmation that the email was received. Several replied in the affirmative.
Billy asserted that the Council had surrendered its "agency" to the Council president.

5. Consent agenda 5:42:24PM (0:12:15):
Jeff moved to approve the Consent Agenda items. Carl seconded. Ayes: 7, Nays: 0, Abstentions: 0. The motion passed unanimously.

6. Employee Survey 5:43:56PM (0:13:48):
Survey responses increased slightly over last year according to Elly, with thirty percent of active employees responding. Some familiar themes: manage the business for transparency and employee

experience. Both highest and lowest rated items were same as previous, highest being Co-op does not discriminate, people feel safe a work, and my managers and I have a good working relationship.

Lowest rated: Fair pay and benefits, cost of health insurance, and the Co-op treats each person with respect.

In response to this and some of the narrative results, Elly announced the launch of a virtual training platform which she hopes will help in this regard. She added that the surveys inform business planning.

Mark inquired about the divergence between folks who respond positively and those who responded negatively. Elly explained that recent management decisions led to some discontent, but she felt that was addressed, ergo, explaining the positive responses. In addition, the new training is available in multiple languages, enabling the participant(s) to choose the one with which they are most comfortable.

Mentioning questions about communication and physical safety, Jeff inquired what is the plan to respond to what seems to be a "repetitive" trend. Elly responded that the Co-op has a strong management team, and there is a concerted effort to address these concerns.

Mark inquired about allegations of favouritism. Elly cited the graph showing many long-time employees, possibly indicating clique-type behaviour.

Carl asked Elly to explain the difference, if any, between legally defined retaliation, and what staff is describing as retaliation. If it involves actual violation of law or CBA, that is the legal definition, whereas if there is a "concern," then it's more about working toward "repair," in which case documentation and discipline is not necessary.

Jeff inquired if and how the Council can help with some of the concerns expressed by staff in the surveys. Elly responded that addressing these concerns is operational so there isn't a Council role, but knowing that Council wants to be supportive is good to hear. Mary suggested that the Strategic Planning Committee could appeal to staff for suggestions.

7. **Monitoring report: L2 Treatment of Employees 6:04:45PM (0:00:00):**

Carl moved to accept the L2 Monitoring Report. Jeff seconded.

Mary reported two non-compliances, one being the insurance MOD factor of 1.48, which is in excess of the 1.10 maximum acceptable for compliance.

Steven asked how a 2024 claim was affecting 2026. Mary explained that it was an on-going claim, which "increased in value" over time, plus the MOD factor is based on claims from the past three years.

Mark inquired if a "bubble" in MOD factor around 2020 was a similar incident; Elly replied that she'd have to look it up.

Carl asked if the 2024 claim had stopped increasing in value; Elly replied that it is closed.

Noting that the MOD factor is exclusively about past performance, Carl inquired if there is a way to express the present in more positive light. Mary was unsure, but is open to questions.

The second non-compliance was a couple overdue employee performance evaluations, one of which has since been completed, and the other has begun.

Mark inquired how long overdue is the incomplete evaluation; specifically he was concerned about a delay in promotion or a pay raise. Elly replied that evaluations are annual, and not tied to raises and promotions.

Noting that a significant quantity of the survey's narrative responses seemed to be quite negative, while the Likert scale responses seemed to skew positive, and that compliance is determined entirely by the Likert responses, Steven expressed concern around whether an accurate assessment was in play to determine compliance. He also related that there is nothing like a "Co-Score" to use to measure how the Co-op is performing vis-à-vis the survey results. Without comparison to other similar businesses of similar size, how are we to determine if these responses are normal or unusually positive or negative? Mary is not aware of any comparison tool, but offered to inquire of NCG. Elly mentioned a "healthy" NCG HR forum, not to address employee evaluations specifically, but it's "beautiful question to ask."

Giles suggested that because this is a completely unscientific survey, it is not a good tool to evaluate the GM. He noted that of a given number of respondents, it is not possible to establish a ratio between the good Likert scale responses and the less favourable narrative responses.

Greg, Mark, or Steven moved to continue the discussion beyond the allotted time. Giles seconded. Ayes: 4, Nays: 0, Abstentions: 3. The motion to continue discussion passed.

Steven agreed with Giles' point, stating that in addition to the aforementioned lack of context, we also don't know the proportion of individuals submitting negative narrative responses. Then, citing the JFO spreadsheet of liveable wages for different living situations (single parent with three children paying a mortgage vs. single individual with no children living with four roommates in one apartment), asked if the Co-op can truthfully claim compliance with the liveable wage requirement if the benchmark the Co-op uses is the lowest one on the spreadsheet, and our staff are characterised by a higher wage category. He asserted each staff person should be paid according to the wage on the JFO spreadsheet that corresponds with their living situation, or the Co-op should stop claiming compliance. Steven also expressed frustration with the fact that the staff survey results appeared three days *after* the deadline set for Council members to submit their GM evaluation surveys. Carl pointed out that it was the GM Evaluation Committee of which Steven is a member that set the due date for the Council to submit their GM evaluation surveys.

Elly noted that during the dialogue, Greg, T, Catherine, Jeff, had been rather quiet, and indicated if they have anything to add, we want to hear from them.

Ayes: 7, Nays: 0, Abstentions: 0. The motion passed unanimously.

8. Governance budget 6:34:27PM (1:04:18):

Carl moved adopt the FY 2027 Council governance budget. Jeff seconded. In the absence of Leesa, the treasurer, Tom presented the governance budget, which he said was same as what was proposed last month with a couple changes: $2000.00 added for extra meeting hours, and strategic planning consultant was removed from Council facilitation to stand as its own item.

Carl thanked Tom for making those changes, and asked if the Strategic Planning Committee members were treated separately; Tom said they are included in the Council compensation column. Steven pointed out there are circumstances under which a non-council committee member would receive greater compensation than a Council member.

Rowan mentioned that individual committees are responsible to ensure non-committee members are aware they may opt for compensation. T asked if any non-council members were serving on more than one committee. Giles mentioned that it has happened in the past. No one mentioned it being the case at present.

Ayes: 7, Nays: 0, Abstentions: 0. The motion passed unanimously.

9. Committee reports and Dinner & Discussion Update 6:48:00PM (1:17:52):

Jeff asked for update on the Dinner and Discussion. Rowan stated there are fifty-five members registered, and reminded Council members that they also need to register. There is a last-minute change: Jeannine DeWald is unavailable; in her place, Kassia Randzio of the Vermont River Conservancy will present.

10. Renewal of LOC: Cooperative Fund of the Northeast 6:51:55PM (1:21:47):

Description

Jeff moved to authorise the Finance Manager and/or the General Manager to renew the line of credit with the Cooperative Fund of the Northeast for five years. Giles seconded.

Tom explained that this LoC has a five-year term, and is about to expire. It has a $200,000.00 limit; there is no fee to maintain access to this line of credit, and it could come in handy for the strategic planning work.

Carl asked when would this LoC be used. Tom responded that it would be available for use if funds were needed for construction, without having to apply and wait for approval. It would come in handy in the event of declining sales resulting in a cash shortage. Jeff mentioned the possibility of an emergency.

Ayes: 7, Nays: 0, Abstentions: 0. The motion passed unanimously.

Note: This item needed to be reconsidered; see item 14.

11. Break 6:55:12PM (1:25:04):

12. Presentation: Katie Trautz Montpelier Alive 7:06:45PM (1:26:00):

Carl to introduced the director of Montpelier Alive, Katie Trautz. Montpelier Alive started in 1999 as a business association that grew into a downtown revitalisation non-profit that is not part of city government, though Montpelier Alive receives some funding from the city. Montpelier Alive partners with the city to help make the downtown feel welcoming, vibrant, and to support downtown businesses. Katie said the flood helped define what Montpelier Alive is for: to fill in the gaps, and offer support to the downtown. The list includes: Downtown flowers, city beautification, public art, winter holiday decor, events, marketing, tourism, small business promotion, economic vitality, and entrepreneurship cultivation.

The focus is on the core of downtown, but Katie believes this area includes Barre Street to Barr Hill, to the river, which would also include Hunger Mountain. She mentioned a grant from the state to start a regional "Welcome Wagon" program: *Capital Connection for Washington County*. This involves connecting folks from out of state, new arrivals, large scale employers, community building, and economic development.

Jeff mentioned he really appreciates the bridge lighting, and asked for more details on the Welcome Wagon. Katie responded that Hunger Mountain is a great example of what makes Montpelier attractive, and suggested the Co-op be provided with materials to distribute promoting Montpelier. She emphasised enabling new hires to connect in the community.

Mark commented on the job board, and asked if there'd be space for volunteer postings like serving on HMC Council. Katie replied in the affirmative. Carl recalled Dan Groberg's comment that folks move here because of the Kellogg Library and the Co-op, which is good marketing for both the City and the Co-op.

Steven asked how a person who's new in town will come to be aware of Montpelier Alive. Katie stated this is why Montpelier Alive promotional materials are distributed all over town to places like the Co-op. They even send mailings to the buying party in property transfers in the area. Steven asked if Montpelier Alive is connected with (or works with) the Montpelier Commission on Recovery and Resilience. Montpelier Alive helped to start it and is working on emergency preparedness.

Carl invited Katie to the upcoming Dinner and discussion. Catherine thanked Katie for what Montpelier Alive does in the community.

13. **Select Council Information Session & Council Candidate Forum Dates 7:29:12PM (1:48:24):**

Rowan stated that Annual Meeting is set for September 24. She suggested a candidate forum, or if it's an uncontested election, a meet 'n' greet. She stated that candidate information sessions should be held by late May or early June.

Carl mentioned that Development Committee arrived at the conclusion that a candidate forum is the better alternative whether or not the election is contested. Mark mentioned that the committee had also leaned toward a hybrid format for the forum.

Discussion on when to hold the Annual Meeting arrived at consensus that the 24th is good.

14. **Renewal of LOC: Cooperative Fund of the Northeast RECONSIDERED**

Carl raised concern that the motion passed earlier on the LoC was not worded properly and requested it be reconsidered.

Jeff moved to reconsider the vote on the LoC. Greg seconded. Ayes: 7, Nays: 0, Abstentions: 0. The motion passed unanimously.

Jeff moved to authorise the secretary and the president of the Co-op to renew the line of credit with the Cooperative Fund of the Northeast for five years with the Finance Manager and the General Manager authorised to access the line of credit. Greg seconded. Ayes: 7, Nays: 0, Abstentions: 0. The motion passed unanimously.

15. **Executive session 7:44:28PM (2:03:32):**

Carl made the following statement: "Whereas knowledge by Co-op members of the topic to be discussed in Executive Session could cause substantial harm to the Co-op or a person involved, I move to enter Executive Session to discuss personnel issues involving a co-op employee, member, or vendor." Jeff seconded. Ayes: 7, Nays: 0, Abstentions: 0. The motion passed unanimously. Council entered Executive Session at 7:45:55 (2:05:00)

Jeff moved to exit Executive Session. Greg seconded. Motion approved by acclamation. Council exited Executive Session at 8:11:00 (2:05:13)

16. **Denouement 8:11:35PM (2:05:38):**

There will be no fourth Tuesday meeting. Mary listed action items.

Evaluation of the meeting, on a scale of 1 to 10, ranged from 1 to 8. Comments included many accolades for Montpelier Alive, Accomplished a lot, Good to have conflict resolution discussion, and Appreciation of support from the group.

17. **Adjournment 8:19:33PM (0:00:00):**

Jeff moved to adjourn. Greg seconded. Ayes: 7, Nays: 0, Abstentions: 0. The motion passed unanimously. Meeting adjourned at 8:19:45 PM (2:13:50)

Action	**Who**	🎶
Concern regarding frequency of staff concerns stated. Was it one mention or many? The concern is different depending on how often the concern is cited.	Mary/Elly	
Question about a safety issue related to a WC	Mary/Steven	
Request to see increase in WC insurance costs yoy	Mary/Tom	
Ask NCG if they have an option for comparing staff survey results	Mary	
Plan for L2 to be presented before GM evaluation next year	Council/Mary	
Discuss developing an “opt in” for non-council member compensation	Mary/Carl	
Council and non council member compensation	Governance Committee	
Connect with Katie Trautz for further collaboration with Montpelier Alive	Rowan/Elly	✓
Determine early June dates for Candidate Info sessions	Council Development Committee	
Work out details of Candidate Forum with Rowan	Council Development Committee	
Discuss Council Emtrain participation	Carl/Mary	
Council Confirmed 9/24 for AM		