



Woodstock, Vermont *The Shire Town of Windsor County*

TOWN - VILLAGE MANAGER GOVERNMENT

Town Hall • P.O. Box 488 • Woodstock, Vermont 05091 • 802/457-3456

Letter of Agreement between The Town and Village of Woodstock and Woodstock Village Conservancy

This Letter of Agreement documents Woodstock's Selectboard and Village Trustees' support for the long-term vision and potential projects of Woodstock Village Conservancy and articulates the expected roles and responsibilities of the parties. Woodstock Village Conservancy is a Project of *Woodstock Community Trust*, a Vermont nonprofit corporation.

Long Term Vision

Woodstock Village Conservancy is a non-profit project of Woodstock Community Trust, a 501c3. Its mission is to enhance and maintain public spaces and connectors in the Village of Woodstock at no additional cost to the Town's and Village's annual operating budget or any additional tax burden on the residents and businesses of Woodstock.

Specifically, Woodstock Village Conservancy seeks to support the municipality in assisting with various projects and tasks, including a number of the goals laid out in the [2023 Town Plan](#) and in the Joint Selectboard/Village Trustees annual goals. For example:

- **2023 Town Plan**
 - Chapter 10, Goal 6: Preserve the Village and hamlet's public/private open spaces. Objective 6.1. Maintain the "sense of place" and scenic value that's created by the Town's open spaces, including those within the Village and outlying hamlets.
 - Chapter 11, Goal 3: Provide more opportunity for the enjoyment of the natural environment. Objective 3.1. Provide scenic pathways, additional paved sidewalks for walking, and specified bicycle paths or lanes wherever possible and practical.
- **2026 Selectboard and Village Trustees' annual goals**
 - Traffic Calming
 - Climate Resiliency
 - Future of Woodstock

Role and Responsibilities of Woodstock Village Conservancy

Woodstock Village Conservancy intends to support the Municipality's plans by collaborating with stakeholders and the public on questions of design, planning, and strategy; raising funds through grants and philanthropy; and by regularly communicating updates and plans to stakeholders and the public.

Woodstock Village Conservancy will work with Town and Village officials in an advisory capacity, unless the Town and Village decide otherwise. Woodstock Village Conservancy will assume responsibility in these areas:



Woodstock, Vermont

The Shire Town of Windsor County

TOWN-VILLAGE MANAGER GOVERNMENT

Town Hall • P.O. Box 488 • Woodstock, Vermont 05091 • 802/457-3456

- **Design and Community Engagement**

- Develop landscaping and site improvement plans for public spaces that reflect community priorities and public needs.
- Conduct surveys to prioritize design elements.
- Conduct design workshops for public input and feedback during the planning process.
- Conduct public forums and receive public feedback, at the Boards' request, to gather public feedback before any final designs are created and any approval from the municipality is granted.

- **Fundraising**

- Develop a budget for the approved design to determine the fundraising goal and schedule
- Raise all necessary funds through grants, private donations, and philanthropic contributions to realize the approved plan.
- Communicate clearly with donors and funders that the ultimate decision how and when to expend funds on a project will be by the municipality as represented by the Selectboard and Village Trustees.
- Manage funds raised until disbursed to the Town of Woodstock.
- Transfer funds to the Town so the Town can execute programs and projects at an agreed upon time, including donor data and gift parameters.
- Coordinate with the Municipal Manager or their designee to develop Requests for Proposals.
- In the event of project cancellation, administer refunds or redirection of unspent and uncommitted funds according to stated commitments and agreements with donors and funders.

- **Communication**

- Propose and recommend actions that Town and Village officials may reject, modify, or act upon as they see fit.
- Share public communications about plans or activities with the Municipal Manager prior to publication.
- With prior approval from Municipal Manager or their designee, collaborate with the municipality's representatives to publicly announce and celebrate the completion of installations and improvements.
- Receive permission from Municipal Manager or their designee before contacting any government employee, government partner, or government agency.
- Woodstock Village Conservancy agrees to provide both municipalities a list of all active leadership team members of their group and update, within 30 days of any changes to the active member list.
- Woodstock Village Conservancy agrees to appoint "a liaison" that will be the point of contact for the municipality to interact with and communicate with.

- **Ongoing Maintenance**

- Raise funds through grants and donations to professionally and regularly maintain any Conservancy specific project. These funds may be used for personnel, operations, equipment, maintenance, replacements, or repairs.
- Woodstock Village Conservancy will have no responsibility for conducting the maintenance but will have the right to make recommendations regarding the management of vegetation and plantings, in coordination with the Municipal Manager or



Woodstock, Vermont

The Shire Town of Windsor County

TOWN - VILLAGE MANAGER GOVERNMENT

Town Hall • P.O. Box 488 • Woodstock, Vermont 05091 • 802/457-3456

their designee.

- Woodstock Village Conservancy shall not be responsible for damage, vandalism, weather-related deterioration, deferred municipal maintenance, or third-party actions.

- **Operations**

- No work will be started, approved, or changed without prior approval from the Selectboard and the Village Trustees
- Woodstock Village Conservancy will not speak for the municipalities or give the impression of acting as or being agents of the municipality
- The parties agree that Woodstock Village Conservancy is not an appointed committee and as such, does not report to the Selectboard/Trustees, does not need to follow Open Meeting Law, or have term limits. However, all parties agree to work transparently, in good spirit for the betterment of Woodstock, and with respect to the residents, businesses, and tourists.

Role and Responsibilities of The Town of Woodstock and Village Trustees

The Woodstock Selectboard and Village Trustees, representing the municipality, have the sole authority to approve and execute work done on its property. Recognizing that the Town's and Village's resources are limited, the Selectboard and Trustees accept and appreciate the efforts of Woodstock Village Conservancy to work toward achieving its stated goals.

Accepting the role and efforts of Woodstock Village Conservancy and the constraints on the Selectboard's time, the Municipal Manager will be the point of contact with the Woodstock Village Conservancy and propose the best way to engage the Selectboard and Trustees in these areas of responsibility:

- **Authorization and Project Support**

- Providing timely review, feedback, and, when appropriate, written approval of recommendations made by Woodstock Village Conservancy.
- Collaborating with Woodstock Village Conservancy as necessary to facilitate permit applications, regulatory compliance, and coordination.
- Issuing requests for proposals as appropriate.
- Suggesting projects that Woodstock Village Conservancy could work on, advise on, or update.
- In the event a project is canceled after funds have been transferred from Woodstock Village Conservancy, returning unspent and uncommitted funds to Woodstock Village Conservancy to administer according to stated commitments and agreements with donors and funders.

- **Installation, Maintenance and Oversight**

- Making a good faith effort to execute projects funded by Woodstock Village Conservancy in a manner consistent with plans presented to donors and funders.
- Responsibility and approval for all contracts for projects Woodstock Village Conservancy works on.
- Consultation in good faith with Woodstock Village Conservancy before making any material changes to park spaces and connectors that could impact installations, maintenance, or public use of the space.



Woodstock, Vermont

The Shire Town of Windsor County

TOWN-VILLAGE MANAGER GOVERNMENT

Town Hall • P.O. Box 488 • Woodstock, Vermont 05091 • 802/457-3456

- Not responsible for failing to maintain projects due to budget or staffing constraints, or shifting priorities.
- Unless otherwise agreed, the Selectboard and Trustees are not responsible for ensuring projects are completed and/or for terminating agreements if required.
- **Liability and Stewardship**
 - Responsibility for ownership, general premises liability, and operation of public parks and assets. Woodstock Village Conservancy shall not be held responsible for vandalism, structural repairs, or other significant damages occurring on public parks and spaces.
 - Responding to hazards, infrastructure failures, and other emergencies occurring on public parks and spaces in accordance with municipal protocols.
 - The Town and Village of Woodstock are not liable or responsible for any actions, communications, verbal agreements, or misunderstandings that have not been explicitly approved by the municipality.

Expiration of Support

- This letter of agreement will remain in effect without a stated end date. Either party may request (but not demand) updates or changes to this document at any time.
- The Municipality and Woodstock Village Conservancy may withdraw from this agreement at any time, within 30 days with written notice.

Signatures

For the Town of Woodstock

For the Village of Woodstock

Date 2/24/2026

For Woodstock Community Trust

Date 24/02/2026