



Board of Directors Open Session Minutes – August 28, 2023

President Ashley Fisher called the August 28, 2023, meeting of the Outpost Natural Foods Board of Directors to order at 6:02 pm.

Board Members

Banks, Rick – present
Drews, Melissa – present
Fatke, Tay – present
Fisher, Ashley – present
Guralnick, Rebecca – present
Keefe, Jenny – present via video conference
Meier, Eno – present via video conference
Merritt, Barbara – present
Shrout, Duncan – absent, excused

Management in Attendance

Ray Simpkins, General Manager – present
Lisa Draeger, Office Manager and Executive Assistant - present

OUTPOST MISSION, READ BY RAY SIMPKINS

Outpost Natural Foods exists so that our owners have a healthy, diverse, and sustainable community. We will accomplish this while maintaining the long-term strength of the cooperative. We achieve this goal by making sure that-

- *The community has access to products and services that promote personal and environmental health.*
- *The community has access to organically and locally produced goods.*
- *The community is educated about choices that impact personal and environmental health.*
- *A community with commerce that is locally owned or locally oriented exists.*
- *The owners have a sense of connectedness, belonging, and fellowship.*
- *The cooperative infrastructure is supported.*

OUTPOST LAND ACKNOWLEDGEMENT, READ BY BARBARA MERRITT

Outpost Natural Foods acknowledges that our four store locations and central offices occupy the ancestral home of Indigenous peoples who were forced from their land with the arrival of white settlers. These tribal nations include Anishinaabeg (Ojibwe), Kiikaapoi (Kickapoo), Peoria, Bodéwandimiakiwen (Potawatomi), Menominee, Myaamia (Miami), Waazija (Ho-Chunk/Winnebago), and Očhéthi Šakówin (Tatanka Oyate). Descendants and members of these tribal nations continue to live in Milwaukee and its neighboring towns and communities. Many are owners of our co-op and shop at our stores. Their patronage contributes to Outpost's success and the resiliency of our community.



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APPROVE AGENDA AND ACCEPT CONSENT ITEMS

Consent Items

- July Minutes – Open and Closed Sessions
- Board Accountability Checklist

Ashley reviewed the accountability checklist. The item regarding nominations bylaw revisions will be deleted, and when the Nominations Committee has specific recommendations, this will be revisited. The item regarding the Engagement Committee's role in the GM search is completed.

There was some discussion about when an absence by a director at a Board meeting is excused. It was decided that prior notification of the absence to the president of the Board warrants being excused.

Melissa made a motion to approve the agenda and meeting minutes. Rick Banks seconded. The motion passed unanimously.

COMMITTEE WORK, BOARD TASKS

Development Committee

Melissa reviewed the results of the Board self-assessment survey. Part 1 gathered information regarding their participation; Part 2 asked about what the directors felt were their strengths and weaknesses. The directors scored strengths as preparation, confidentiality, supporting board decisions, critical thinking, and community involvement. Areas for improvement included active participation during meetings, completing assignments on time, familiarity with key Board documents (bylaws, policy register), understanding financial documents and policy governance, and industry trends and cooperatives. Ashley reminded the group that there is always an opportunity for refresher training in various subject areas, and Melissa gave a heads up that the D policy surveys will be sent out this week.

DEI Committee

This new ad-hoc Committee will be chaired by Barbara, and include Taye, Becca, and Duncan as Committee members. It is expected to be a long-term ad-hoc committee. The Committee will first create a charter and include how often they will report to the full Board.

Bylaw Revisions Committee

This Committee will be created if needed and can support the DEI committee.

BOARD CLOSED SESSION: Begin at 6:39 pm



Board of Directors Open Session Minutes – August 28, 2023

- Treasurer’s Training
- Board Budget Proposal
- GM Report: B5 Treatment of Customers
- GM FYI

BOARD CLOSED SESSION: End at 7:02pm & 7:19pm

First, board voted to approve 2023-2024 budget proposal. Rick Banks made a motion to approve the budget and Becca Guralnick seconded. The motion passed unanimously.

Second, board voted to approve B5 report. Tay Fatke made a motion to accept the report as compliant and Rick Banks seconded. The motion passed unanimously.

SEPTEMBER 2023 MEETING PREP

- Review of upcoming agenda items for the September meeting.

BOARD CLOSED SESSION: Begin 7:03pm & 7:21pm

- Meeting Evaluation

BOARD CLOSED SESSION: End 8:35pm

ADJOURNMENT

The meeting adjourned at 8:35pm

NEXT MEETING

The next Outpost Natural Foods Board meeting is on Wednesday, September 27 at 6:00 pm. Due to limited capacity in the meeting room, owners wishing to attend the meeting will be required to attend virtually. If you are an owner and you wish to attend, contact the Board two business days ahead of the Board meeting for the virtual meeting login information. For guidelines for owners' participation, or to request time on the agenda (at least 10 days in advance), please contact the Board secretary at 414-431-3377, Ext. 221.