



## Board of Directors Open Session Minutes – May 19, 2025

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President Duncan Shrout called the May 19, 2025, meeting of the Outpost Natural Foods Board of Directors to order at 6:03 pm.

### **Board Members**

Rick Banks – absent  
Caroline Carter – present  
Rick Daggett – present  
Tay Fatke – present  
Ashley Fisher – present  
Rebecca Guralnick – present  
Eno Meier – present  
Cassandra Papesch – present  
Duncan Shrout – present

### **Management in Attendance**

Ray Simpkins, CEO  
Lisa Draeger, Office Manager and Executive Assistant

### **Owners in Attendance**

Matt Filipiak, owner #55770  
Daniel Constable, owner #98784

### **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 REBECCA GURALNICK**

*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*



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*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.*

### **APPROVE AGENDA AND ACCEPT CONSENT ITEMS**

#### **Consent Items**

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

**VOTE:** Rebecca Guralnick made a motion, seconded by Ashley Fisher to approve the April 28, 2025, open session Board meeting minutes. The vote to approve was unanimous.

**VOTE:** Eno Meier made a motion, seconded by Rebecca Guralnick to approve the April 28, 2025, closed session Board meeting minutes. The vote to approve was unanimous.

### **COMMITTEE WORK**

#### **Engagement Committee**

There was no report because we are making new committee assignments at this meeting.

#### **Retreat Committee**

The meeting is Saturday, June 7, from 9:00 to 3:00. The agenda has not changed since the Board approved the draft.

#### **DEI Committee**

Duncan Shrout remarked that during its report at the Retreat, the committee will be going into more detail about their work. They are looking at providing a more structured report and that structure will come from the committees. He invited other directors to sit in at their next meeting.

#### **Committee Assignments**

New committee assignments were decided on for the new governance cycle. They are as follows, with the chairs of the committees shown in bold.

Nominations: **Rick Daggett.**, Eno Meier, Caroline Carter

Development: **Tay Fatke**, Ashley Fisher, Cassandra Papesh

Engagement: **Becca Guralnick**, Duncan Shrout, Rick Banks

DEI Ad Hoc Committee: **Eno Meier**, Duncan Shrout, Becca Guralnick, Rick Daggett (potentially)



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### **Owner Stock Redemption**

Ray asked the Board for approval on behalf of an owner who requested to redeem his Class 2 stock due to financial hardship.

**VOTE:** Rebecca Guralnick made a motion to approve the redemption of Class 2 stock, seconded by Eno Meier. The motion passed unanimously.

### **CEO MONITORING**

#### **B6 – Staff Treatment and Compensation**

Ray Simpkins presented the B6 monitoring report, which demonstrates compliance with matters regarding staff treatment and compensation. They include creating safe, fair, and clear policies; operating with personnel policies that meet particular criteria; management of personnel records; establish compensation and benefits that are equitable.

**VOTE:** Tay Fatke made a motion to accept the B6 report as compliant, seconded by Rebecca Guralnick. The motion passed unanimously.

### **JUNE MEETING PREP**

- Review of upcoming agenda items for the June 23 meeting.

### **BOARD CLOSED SESSION: Begin at 6:58 pm**

- CEO FYI

### **BOARD CLOSED SESSION: End at 7:50 PM**

### **ADJOURNMENT**

The meeting adjourned at 7:50 PM

### **NEXT MEETING**

The Board will vote to approve these minutes at the June 23, 2025, Board meeting. The following Outpost Natural Foods Board meeting is on July 28, 2025, at 6:00 pm.

Board meetings are held at the Outpost Central Office at 3200 S. 3rd Street, Milwaukee WI 53207, and begin at 6:00 p.m. Owners in good standing are welcome to attend in person without prior approval, although advance notice is appreciated. If an owner wishes to attend virtually, we request notice at least



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two business days in advance so we can provide you with login information. Your ownership will be checked to make sure it is current, and all owners are considered observers. If you wish to address the Board and be added to the agenda, requests must be made at least 10 days in advance. To request time on the agenda, request to attend virtually, or share your plans to attend in person, please contact the Board secretary at 414-431-3377, ext. 221 or email [board@outpost.coop](mailto:board@outpost.coop). Please be advised that owners will be asked to leave the meeting during any closed sessions that may be held due to discussion of issues of a confidential or sensitive nature.