



Board of Directors Meeting November 28, 2011

Community Room ♦ Outpost Natural Foods ♦ 2826 S. Kinnickinnic Ave. ♦ Milwaukee, WI 53207

The November 28, 2011, meeting of the Outpost Natural Foods Board of Directors was called to order at 6:00 p.m. by President Peter Hammond.

In Attendance:

Board Members:

Ettenheim, Nancy – Present
Lori Fredrich - Present
Garr, Suzanne – Present
Hammond, Peter – Present
Kort, William – Present
Merges, Tracy – Present (via Skype)
Osowski, Kathy – Present
Rindt, Terry – Present
Zimmerman, Chris – Present

Management:

Pam Mehnert, absent

Others in Attendance:

Lisa Freed, office manager

REVIEW AND APPROVE AGENDA

The agenda for the November 28, 2011, Board of Directors meeting was approved.

CONSENT ITEMS

Minutes from the October 24, 2011 Board of Directors Meeting.

MONITORING

Quarterly internal report on material issues from owners, employees, and/or shoppers related to values. For the benefit of the new director, Lori Fredrich, Peter Hammond reviewed the monitoring process, discussing the GM's interpretations and the Board's evaluation of those interpretations. The board discussed the perception that Outpost's prices are too high and asked Pam to provide information on what has been done and/or is being done to dispel this perception. The Board accepted the report quarterly internal report.



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PLANNING

Annual calendar approval. With the addition of the Human Relations review this year, the Board approved the annual planning calendar.

Policy register approval. The policy register was approved.

Conflict of interest disclosure forms were signed by all directors.

Update monitoring report, Web update, envisioning, sign-up sheets and committee participation, and add to planning calendar. All Directors signed up for committees, envisioning sessions and Web site updates. Peter Hammond reminded directors that envisioning sessions should support strategic initiatives. The updates to the board directory, phone tree, Board of Directors in-store bulletin board, and board history have been updated.

Board officer election form and process review. Terry Rindt and Tracy Merges will continue in their roles as treasurer and secretary, respectively. Peter Hammond and Will Kort will split the role of President this year as Will Kort prepares to assume the role of President next fiscal year. Will Kort will begin serving as president in March. Peter Hammond will then serve as vice president for the remainder of the fiscal year.

Begin spring retreat planning. Lisa Freed, office manager, will send an online survey to all directors to indicate their availability for the Board's spring retreat. The retreat committee members are Suzanne Garr, Terry Rindt, and Peter Hammond. The focus of the retreat will be long-term strategic planning. Directors who have suggestions for other minor topics should send them to Peter Hammond or Will Kort.

Take photos of directors for Board of Director bulletin boards. Pam Mehnert's report said that a Board bulleting board prototype will be completed for State Street in December. It will then be duplicated for the other stores.

OWNER ENGAGEMENT

Annual meeting update. The 2012 Annual meeting has been scheduled for February 19, 2012, at the Wherehouse. The theme will be the International Year of the Co-op.

Annual report update. Kathy Osowski raised for consideration summarizing accomplishments of the Owner Engagement Committee in the annual report. Peter Hammond will include this as part of his President's report for the annual meeting.



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Future owner engagement activities. Kathy Osowski reported that the committee is waiting to speak with Pam Mehnert to coordinate the committee's activities with the Central Office marketing and promotion plans. A movie is being considered for January. Lori Fredrich suggested that a Board member participate in new owner orientation.

Board Web update. Kathy Osowski reported on the status of posting articles to the Web. Directors were asked to forward items for posting.

NOMINATIONS

Board election review. Terry Rindt report on this year's election processes and results. Some recommendations for future elections included indicating in the nominations packet that a photo is mandatory and that all nominations related communication is done via e-mail, as well as that all applications need to be completed on line or electronically.

BEGIN CLOSED SESSION: 7:38 p.m.

Financial

END CLOSED SESSION: 8:04 p.m.

The board approved the recommendation contained within the November 21, 2011 memo regarding the distribution of a patronage rebate.

MEETING EVALUATION

The Board met expectations in all areas.

ADJOURNMENT

The meeting adjourned at 8:08 p.m.

NEXT MEETING

The next Outpost Natural Foods Board meeting is December 19, 2011, at 6:00 p.m.

PLEASE NOTE THAT THE DECEMBER MEETING ONLY WILL BE HELD AT THE CAPITOL DRIVE STORE AT 100 E. CAPITOL DRIVE, MILWAUKEE WI 53212.