



Board of Directors Meeting January 24, 2011

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

The January 24, 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
Garr, Suzanne – Present
Hammond, Peter – Present
Hutchison, Kerri – Present
Kort, William – Present
Merges, Tracy - Present
Osowski, Kathy – Present
Rindt, Terry – Present
Zimmerman, Chris – Present

Management:

Pam Mehnert - General Manager

Others in Attendance:

Lisa Freed, Office Manager
Veronica Tinnon, Owner #02465
Dennis Tinnon
Attorney James Hall
Todd Loferski, Owner #43699

REVIEW AND APPROVE AGENDA

The SI Community Relationships and SI Operational Systems reports were removed from Monitoring to Closed Session. With these changes the agenda for the January 24, 2011, Board of Directors meeting was approved.

CONSENT ITEMS

1. December 13, 2010, Board of Directors Meeting Minutes
2. Semi-Annual Internal Report on R



Board of Directors Meeting January 24, 2011

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

OWNER ISSUE

Veronica Tinnon, an owner, requested time before the Board to discuss issues and conflicts she is experiencing at the stores. Attorney James Hall relayed her concerns, which were further explained by Ms. Tinnon. Todd Loferski and Dennis Tinnon also addressed the Board with their opinions about the same issues.

Section 2.6 of the Outpost Natural Foods Bylaws states the following: *Section 2.6 – Settlement of disputes. In any dispute between the Co-op and any owner or former owner that cannot be resolved through information negotiation, it shall be the policy of the Co-op to use mediation whereby an impartial mediator located in Wisconsin may facilitate negotiations between the parties and assist them in developing a mutually acceptable settlement...*

In accordance with Article 2.6 of the Outpost Natural Foods Bylaws, there was an agreement with Attorney Hall and Veronica Tinnon that Ms. Tinnon's concerns and issues will be addressed through mediation between Outpost Natural Foods management, Ms. Tinnon, Attorney Hall and a mediator agreed upon by all parties, with the Board receiving timely updates.

ENVISIONING THE FUTURE

Envisioning, to be hosted by William Kort, was tabled to the February meeting due to time restrictions.

PLANNING

Board Web page. Malcolm Woods, ONF Media Editor, discussed the potential engagement opportunities for the Board in using ONF's Website, Facebook, and other social media. The Linkage Committee, with the assistance of Pam Mehnert and Malcolm Woods, will develop a protocol for how the Board will use electronic media.

Board Training Proposal. Joel Kopischke of CDS reported on CDS training opportunities. The Board Development Committee will prepare a training document that identifies training opportunities throughout the year.

MONITORING

External Review of GM Success and Crisis Management Plan. Joel Kopischke also discussed the GM Succession Plan. Chris Zimmerman will contact Carolee Coulter and request an estimate to have Ms. Coulter update the current Plan.



Board of Directors Meeting January 24, 2011

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

LINKAGE

Annual Meeting Evaluation Form. Pam Mehnert distributed the annual meeting evaluation form the attendees complete following the annual meeting. Kathy Osowski and Suzanne Garr will review and start Board member dialogue to see if there are any additional questions the Board should add to the form.

NOMINATIONS

Set calendar for Nominations and Elections. Terry Rindt reported that he is working on updating the nomination yearly calendar. Suzanne Garr, Kerri Hutchison, and William Kort are up for re-election.

BEGIN CLOSED SESSION: 8:25 p.m.

1. SI Community Relationship
2. SI Operational Systems
3. Quarterly Internal Financial Report and Analysis
4. Patronage Rebate

END CLOSED SESSION: 8:55 p.m.

MEETING EVALUATION

The Board met expectations in all areas.

ADJOURNMENT

The meeting adjourned at 9:00 p.m.

NEXT MEETING

The next Outpost Natural Foods Board meeting is February 28, 2011, at 6:00 p.m. in the Community Room at the Bay View store, 2826 S. Kinnickinnic Avenue.