Board of Directors Open Session Minutes – July 27, 2026

President Eno Meier called the July 27, 2026, meeting of the Outpost Natural Foods Board of Directors to order at 6:02 pm.

Board Members
Caroline Carter – present
Rick Daggett – present
Stephanie Dernek – present
Richard Diaz – present via video conference until 7:20 pm
Rebecca Guralnick – present
David Lee – absent
Eno Meier – present
Cassandra Papesh – present
Duncan Shrout – present

Management in Attendance
Ray Simpkins, CEO
Lisa Draeger, Office Manager and Executive Assistant
Doshia Troyer, Director of Finance

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 (Lakota). 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.

APPROVE AGENDA AND ACCEPT CONSENT ITEMS

- June Open and Closed Session Board Meeting Minutes

- 2026 Annual Meeting Minutes

VOTE: A motion was made by Duncan Shrout and seconded by Richard Diaz to approve the agenda, the June open and closed Board meeting minutes, and the Annual Meeting Minutes. The motion passed unanimously.

COMMITTEE WORK

Development Committee

VOTE: The charter was presented, and Rebecca Guralnick made a motion to approve the Development Committee charter, seconded by Stephanie Dernek. The motion passed unanimously.

Cassandra reviewed results of the Board Self-Assessment Survey and identified specific Columinate training that would address some areas of improvement. Directors were also asked to complete the Code of Conduct forms. There was discussion on amending the form. The Committee plans to review the entirety of the surveys.

VOTE: Duncan Shrout made a motion, seconded by Rebecca Guralnick, to remove the word "Candidate" and add a line to fill in conflict of interest in the second section (above date).

Engagement Committee
The Committee met twice to review the charter. They are working with staff at the Central Office to plan upcoming events. There was some discussion on the role of the staff and the Board.

VOTE: A motion was made by Duncan Shrout, seconded by Stephanie Dernek to approve the Engagement Committee charter with the change, "The staff will develop an annual engagement plan in collaboration with the Engagement Committee." The motion passed unanimously.

Nominations Committee
Some changes were reviewed and discussion about setting more measurable goals. Benchmarks were created for setting goals to increase participation. The committee will collaborate with the Engagement Committee on events.

VOTE: Cassandra Papesh made a motion, seconded by Richard Diaz, to approve the Nominations Committee charter. The motion passed unanimously.

Ad Hoc Bylaws Committee
The committee is moving ahead with possible changes to the bylaws regarding term limits, the number of employee seats on the Board, and the number of signatures for petition candidates. They are planning two focus group sessions with employee owners and meeting with Joel to move the process forward.

Annual Meeting Planning
Dates under consideration at this time are February 28 or the 1st and 2nd Sundays in March.

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AUGUST 2026 MEETING PREP

- B5 Treatment of Customer Report
- Nomination Calendar Plan
- Annual Meeting Plan
- Planning Calendar FY26-27

BOARD CLOSED SESSION: Begin at 6:50 PM

- CEO Monitoring: B1 Financial
- Personnel Matter

BOARD CLOSED SESSION: End at 7:35 PM

VOTE: Becca made a motion to accept the B1 report as compliant, seconded by Duncan. The motion passed unanimously.

BOARD CLOSED SESSION: Begin at 7:36 PM

- CEO FYI – Ray Simpkins

BOARD CLOSED SESSION: End at 8:02 PM

VOTE: A motion was made by Duncan and seconded by Stephanie to authorize Ray to submit a non-binding offer for a potential expansion location. The motion passed with 4 in favor and 3 abstentions.

BOARD CLOSED SESSION: Begin at 8:03 PM

MEETING EVALUATION

ADJOURNMENT
The meeting adjourned at 8:35 PM

NEXT MEETING

The Board will vote to approve these minutes at the August 24, 2026, Board meeting. The following Outpost Natural Foods Board meeting is on September 28, 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 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. 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.