



Board of Directors Open Session Minutes – February 16, 2026

Vice President Rebecca Guralnick called the February 16, 2026, meeting of the Outpost Natural Foods Board of Directors to order at 6:06 pm.

Board Members

Caroline Carter – present
Rick Daggett – present
Tay Fatke – absent
Ashley Fisher – present
Rebecca Guralnick – present
David Lee – present
Eno Meier – present via video conference
Cassandra Papesh – present via video conference
Duncan Shrout – present via video conference

Management in Attendance

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

Owners in Attendance

Nicholas Lawrence, owner #76397

OUTPOST MISSION, READ BY CASSANDRA PAPESH

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



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Consent Items

- January Open and Closed Session Board Meeting Minutes
- Board Accountability Checklist

An Engagement Committee update was added to the agenda.

VOTE: With the change to add the Engagement Committee update, Rebecca Guralnick made a motion to accept the agenda, seconded by Rick Daggett. The motion passed unanimously.

There is a change to the minutes from January 26, 2026, in the Ad Hoc Bylaws Committee report. The last sentence is corrected to say, “At least one Board member will be present at these sessions, and they are also considering bringing in a facilitator to manage the focus groups.”

VOTE: With that change, a motion was made by Ashley Fisher to approve the January 26, 2026 open and closed session meeting minutes, seconded by Eno Meier. The motion passed unanimously.

The Board members agreed to remove the Accountability Checklist from Consent Items and consider moving it to the planning calendar.

COMMITTEE WORK, BOARD TASKS

Nominations Committee

Rick Daggett announced that we have completed all the video interviews and photo shoots with the candidates. A candidate meet-and-greet will be held on Saturday, March 14 at Bay View in tandem with a fundraiser for Kinship Farm. Next steps will be to remind candidates of the campaign rules, which raised a discussion about defining the line between sharing your candidacy with people you know vs. actively soliciting people shopping in the store.

Development Committee

The Committee believes that membership in Columinate would be advantageous. They are working on confirming some final costs for facilitation.

Ad Hoc Bylaws Committee

Jade Barker, a Columinate consultant who has worked with us before, has joined the committee meeting. She helped the Committee work through some of the larger issues and provided guidance in decision making process.

Board Retreat Committee

Duncan announced that Cassandra and Rick will assist in planning the Retreat. They plan to come up with a theme for the morning session.

Engagement Committee

Becca thanked Rick and Eno for participating in the January Outpost Celebrates event. Added to the Annual Meeting agenda will be a brief message from the Ad Hoc Bylaws Committee asking owners to sign up for listening sessions



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that will be held in April or May. Also discussed was the Q&A session and how that would be handled by the various directors and Ray Simpkins.

COLUMNATE CO-OP CAFÉ

The Willy Street Co-op will be hosting this day-long workshop event in Madison. Duncan will be the point person for communication about the event.

CEO MONITORING AND UPDATE

Central Kitchen Project Update

Ray Simpkins reported that the concrete was poured, and freezers and refrigeration will be delivered in the next few weeks. The roof units were installed and plumbing completed. An agreement with the City of Milwaukee to lease space across the street for additional parking spaces has finally been reached with the building owner.

B4 Ownership Rights and Responsibilities

This report demonstrates whether there is compliance by the CEO to protect the rights and responsibilities of owners. This includes implementing an owner equity system, a patronage dividend system, and a patronage dividend system whereby Class 2 stock dividends may be distributed at the discretion of the Board.

VOTE: A motion was made by Rebecca Guralnick to accept the B4 report as compliant, seconded by Caroline Carter. The motion passed unanimously.

MARCH 2026 MEETING PREP

- Review of upcoming agenda items for the March meeting.
- Board Calendar Updates

BOARD CLOSED SESSION: Begin at 7:30 PM

- FYI – Ray Simpkins
- Update on possible ICE visit – Ray Simpkins

BOARD CLOSED SESSION: End at 8:10 PM

MEETING EVALUATION

ADJOURNMENT

The meeting adjourned at 8:10 PM

NEXT MEETING



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The Board will vote to approve these minutes at the March 30, 2026, Board meeting. The following Outpost Natural Foods Board meeting is on April 27, 2026, 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.