Board of Directors Open Session Minutes – October 27, 2025

President Duncan Shrout called the October 27, 2025, meeting of the Outpost Natural Foods Board of Directors to order at 6:08 pm.

Board Members
Caroline Carter – present
Rick Daggett – present
Tay Fatke – present
Ashley Fisher – present
Rebecca Guralnick – present
Eno Meier – present
Cassandra Papesh – present
Duncan Shrout – present

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

Owners in Attendance
Brenda Washburn, owner #40681

OUTPOST MISSION, READ BY REBECCA GURALNICK
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 TAY FATKE
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

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

VOTE: Rick Daggett made a motion to accept the agenda, seconded by Rebecca Guralnick. The motion passed unanimously.

VOTE: Rebecca Guralnick made a motion to accept the September open session minutes, seconded by Cassandra Papesh. The motion passed with 7 votes in favor. Rick Daggett abstained.

VOTE: Ashley Fisher made a motion to accept the September closed session minutes, seconded by Eno Meier. The motion passed with 7 votes in favor. Rick Daggett abstained.

COMMITTEE WORK, BOARD TASKS

Engagement Committee

VOTE: Rebecca Guralnick made a motion to approve the Engagement Committee charter, which was seconded by Eno Meier. The motion passed unanimously.
Rebecca and Duncan met to discuss the Annual Meeting location suggested by Mari Wood next to the Urban Ecology Center-Riverside. Shout out to Tay, Duncan, and Ashley for participating in last month's engagement event. Tay also wrote an excellent blog encouraging owners to run for the Board. She requested participation for the November 15 Buy a Slice promotion being held in all the stores, with an opportunity at that event to also pitch the election.

Development Committee

The summary of the D Policy results will be presented at the November Board meeting.

Nominations Committee

Rick announced that Nominations are open now through January 5. He encouraged directors to be aware of their own social media and think about potential candidates that would make an impact on the Board. Measures of success this year include increasing the number of candidates and an increase in the number of owners voting. The committee will combine their efforts with Engagement to find an event where they can communicate with owners about what it means to be part of the Board.

Ad Hoc Bylaws Committee

Ashley Fisher reported that the committee will be meeting on November 10 and will prepare their charter. She mentioned that depending on what area or topic they may propose to change, it can be a long and complicated process. She requested that directors consider whether the Board can give the project the thought and care required if it moves into 2026.

NOVEMBER MEETING PREP

- Review of upcoming agenda items for the November meeting.

BOARD CLOSED SESSION: Begin at 6:37 pm

- CEO Monitoring: B1 Financial
- 2025 Ends Report
- Board Vacancy

BOARD CLOSED SESSION: End at 7:53 pm

VOTE: Rebecca Guralnick made a motion to accept the B1 report as compliant, which was seconded by Rick Daggett. The vote to approve was unanimous.

VOTE: Eno Meier made a motion to accept the Ends report as compliant, which was seconded by Ashley Fisher. The vote to approve was unanimous.

VOTE: Rick Daggett made a motion to approve David Lee as an interim Board member to fill the current vacancy, which was seconded by Ashley Fisher. The vote to approve was unanimous.

VOTE: Ashley Fisher made a motion to amend the agenda to include a Future Planning item to discuss, which was seconded by Eno Meier. The vote to approve was unanimous.

BOARD CLOSED SESSION: Begin at 7:58 PM

- Future Planning

BOARD CLOSED SESSION: Ends at 8:05 PM

VOTE: Ashley Fisher made a motion to accept the future planning item, which was seconded by Rick Daggett. The vote to approve was unanimous. Cassandra Papesh was not present during the discussion and vote.

MEETING EVALUATION

ADJOURNMENT

The meeting adjourned at 8:11 pm

NEXT MEETING

The Board will vote to approve these minutes at the November 17, 2025, Board meeting. The following Outpost Natural Foods Board meeting is on December 15, 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 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.