



---

## Board of Directors Open Session Minutes – November 14, 2022

---

President Ashley Fisher called the November 14, 2022, meeting of the Outpost Natural Foods Board of Directors to order at 6:02 pm.

### **Board Members**

Banks, Rick – absent  
Drews, Melissa – present  
Fisher, Ashley – present  
Friedrich, Lori - present  
Keefe, Jenny – present via video conference  
Meier, Eno – present via video conference  
Merritt, Barbara – absent  
Prosek, Michelle – present  
Spencer, Doug – present

### **Management in Attendance**

Pam Mehnert, General Manager – present  
Lisa Draeger, Office Manager and Executive Assistant – present

### **OUTPOST LAND ACKNOWLEDGEMENT READ BY MICHELLE PROSEK**

*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 Ojibwe, Kickapoo, Peoria, Potawatomi, Menominee, Miami, Ho-Chunk, and Sioux. 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**

#### **Consent Items**

- October Minutes – Open and Closed Sessions
- Board Accountability Checklist
- GM FYI

Doug noted that Michelle Prosek was incorrectly shown as absent in the October meeting minutes. With that change made to the minutes, a motion was made by Melissa Drews, seconded by Michelle Prosek, to approve the agenda and consent items. The motion passed unanimously.

### **COMMITTEE WORK**

**Engagement Committee**



---

## Board of Directors Open Session Minutes – November 14, 2022

---

The Committee compiled comments from owners during the Fair Trade/Grand Reopening event in October. The comments were in response to two questions, which pertained to what the owners are most interested in. The Committee plans to take this data, collect additional data, and consider what events to plan for the future. They met last Monday and covered topics such as what additional opportunities there might be around the election, other ideas to encourage people to vote. Engagement would like to have a bigger role in planning and writing the Board blog posts. They are considering the idea of having a speaker at the Annual Meeting and welcome ideas from the other directors. Mari Wood is working on securing a venue, and at this point we're looking at March 5 or 12 for the meeting. A hybrid format is being discussed. Pam will send the draft agenda to the Board so they can consider how a speaker might fit in.

### **GM MONITORING**

#### **B8 Logistical Support**

Pam Mehnert presented the B8 report, which documents what type of support we have available to the Board. The report provides information on different mechanisms for providing support to the Board and for Board communications, notifications and activities used to assure owners have information about the Board, and notices about agendas and meetings. Michelle Prosek made a motion to accept the report as compliant, seconded by Lori Fredrich. The motion passed unanimously.

### **BOARD CLOSED SESSION: Begin 6:32 pm**

- Authorize Class 2 Dividend and Patronage Rebate
- Board Financial FYI
- GM Training re: Outpost Organizational Structure
- Future Planning

### **BOARD CLOSED SESSION: End at 8:04 pm**

Doug Spencer made the motion to declare the dividend for 2022 to be paid out in cash to the owners/shareholders of Class 2 Shares, no later than December 31, 2022. Eno Meier seconded. Motion approved unanimously.

### **DECEMBER 2022 MEETING PREP**

- Review of upcoming agenda items for the December meeting.

### **BOARD CLOSED SESSION: Begin 8:05 pm**

- Meeting Evaluation



**Board of Directors Open Session Minutes – November 14, 2022**

---

**BOARD CLOSED SESSION: End 8:06 pm**

**ADJOURNMENT**

The meeting adjourned at 8:06 pm.

**NEXT MEETING**

The next Outpost Natural Foods Board meeting is on December 12 at 6:00 pm. Due to limited capacity in the meeting room, owners wishing to attend the meeting will be required to attend virtually. If you are an owner and you wish to attend, contact the Board two business days ahead of the Board meeting for the virtual meeting login information. For guidelines for owners' participation, or to request time on the agenda (at least 10 days in advance), please contact the Board secretary at 414-431-3377, ext. 221.