

BOARD MEETING MINUTES

Regular Board Meeting | Via Webex - Tulsa Central Services
10:00AM, Wednesday, March 26, 2025
APPROVED MINUTES

1. Call to Order

Vice-Chair Holli Wells called the meeting to order at 10:10AM.

2. Roll Call

Pamela Ballard, Executive Assistant, called the roll. Present were Holli Wells, Vice-Chair. Bruce Pollock, Sec'y/Treasurer (via Webex), and Chair Claudette Carnett joined via Webex at 10:14AM. A quorum was established.

Osage Casino staff and guests attending in person were Kimberly Pearson, CEO; Brian Parrish, COO; Joe Roybal, CIO; Kyle Revard, CHRO; and Ashlee Hartness, Director of Regulatory Compliance. Speaker Pam Shaw and Congresswoman Maria Whitehorn were also in attendance.

Joining via Webex were Kasi Stumpff, Communications Specialist; Tonya Caves, Executive Assistant; Terry Mason Moore and Alyssa Campbell, Legal Counsel; Chief Standing Bear, Congresswoman Alice Goodfox, Congresswoman Jodi Revard, Congresswoman Whitney Red Corn, Lacie Wynn, Interim Director ONGC, Jordan Frazer, Congressional Budget Analyst, and Benny Polocca, *Osage News*.

3. Bruce Pollock gave the opening prayer.

3b. Report: Kimberly Pearson, CEO (Board delayed items requiring a vote until quorum was established.)

1. Provided update on proposed Gaming Legislation.

2. Discussed Resolution to request that parcels of land, contiguous to our Tulsa and Skiatook properties, be placed into Trust for the purpose of gaming.

4. Adoption of Agenda

MOTION by Claudette Carnett for Board to approve the regular meeting Agenda for March 26, 2025; Bruce Pollock seconded the motion, which passed unanimously.

MOTION PASSED

5. Approval of Minutes

MOTION by Claudette Carnett for Board to approve the Regular meeting Minutes from February 26, 2025, and the Action by Consent Minutes from March 11, 2025. Bruce Pollock seconded the motion, which passed unanimously.

MOTION PASSED

6. Board to hear, review, discuss, and consider reports.

ONGE Board

No report.

COO Brian Parrish

- a. Financial operating performance continues to improve.
- b. Soda Program initiative and Labor Optimization Process are moving forward.
- c. Medallia Program will soon be functional at all properties.

CIO, Joe Roybal

- a. Detailed I.T. report included in the Board packet.
- b. I.T. organization continuing to make great strides on all fronts.
- c. Continuing to strengthen focus on Cyber Security.
- d. Two server replacements are scheduled for Ponca City and Skiatook.
- e. Continued progress on C-Store initiative.

Regulatory Compliance Director, Ashlee Hartness

- a. Detailed Compliance report included in the Board packet.
- b. Presented two SICs for Review and Approval.
- c. Received IRS letter regarding Title 31; this is routine, and the IRS contact said it was a “check-up.”

CHRO Kyle Revard

- a. Detailed report included in the Board packet.
- b. Discussion of 2026 Benefit Plan reserved for Legal.

Osage Nation Gaming Commission:

Lacie Wynn was present; nothing to report.

Osage Nation Principal Chief's Office:

Chief Standing Bear was present; interested in the True-Up discussion.

Osage Nation Congress:

Speaker Shaw, Congresswoman Whitehorn, and Congresswoman Revard were present. They also voiced interest in the True-Up discussion.

CEO Pearson asked about the Tobacco Compact. The Chief said all discussions with the Governor are at a standstill.

7.Board to review, consider and take action, if necessary, on any items discussed above.
None taken.

8.Board to hear, review, consider and take action regarding any New Business.
None taken.

9.Board to hear, review, consider and take action regarding any Unfinished Business.
Dream Keeper's Park Sponsorship will be discussed later.

10.Board to enter Executive Session to discuss confidential and/or proprietary matters.

MOTION by Bruce Pollock for Board to enter Executive Session. Claudette Carnett seconded the motion, which passed unanimously. Executive Session convened at 10:34AM.

MOTION PASSED

11.Board to exit Executive Session and return to Open Session.

MOTION by Bruce Pollock for Board to exit Executive Session at 11:42AM. Claudette Carnett seconded the motion, which passed unanimously.

MOTION PASSED

Chair called for recess at 11:42AM; Board reconvened at 12:04PM.

MOTION by Bruce Pollock for the Board to approve the wire transfer of the monthly Tribal Distribution for March 2025 for \$6,234,375. Holli Wells seconded the motion. The Vice-Chair called for the vote:

| | |
|-------------------|-----|
| Claudette Carnett | YES |
| Holli Wells | YES |
| Bruce Pollock | YES |

MOTION PASSED

MOTION by Bruce Pollock for the Board to approve the distribution of the monthly Narrative and Financials to the Executive and Legislative Branches. Holli Wells seconded the motion. The Vice-Chair called for the vote:

| | |
|-------------------|-----|
| Claudette Carnett | YES |
| Holli Wells | YES |
| Bruce Pollock | YES |

[NOTE: *CEO Pearson mentioned there was a scrivener's error in the January 2025 Financials relating to the balance in an Elevate Bank account. The error has been noted and has been corrected in the February 2025 Financials.)*

MOTION PASSED

MOTION by Bruce Pollock for the Board to approve Check Numbers 157303, 157304, and 157308 all payable to Aristocrat Technologies. Claudette Carnett seconded the motion. The Vice-Chair called for the vote:

| | |
|-------------------|-----|
| Claudette Carnett | YES |
| Holli Wells | YES |
| Bruce Pollock | YES |

MOTION PASSED

MOTION by Bruce Pollock for Board to table Resolution 25-18 Dream Keepers Park Sponsorship Agreement. Claudette Carnett seconded the motion. The Vice-Chair called for the vote:

| | |
|-------------------|-----|
| Claudette Carnett | YES |
| Holli Wells | YES |
| Bruce Pollock | YES |

MOTION TO TABLE PASSED

MOTION by Bruce Pollock for Board to approve Resolution 25-19 Site and Shell, Ponca City. Claudette Carnett seconded the motion. The Vice-Chair called for the vote:

| | |
|-------------------|-----|
| Claudette Carnett | YES |
| Holli Wells | YES |
| Bruce Pollock | YES |

MOTION PASSED

MOTION by Bruce Pollock for Board to approve Resolution 25-20 Amendment to FY2025 APO. Claudette Carnett seconded the motion. The Vice-Chair called for the vote:

| | |
|-------------------|-----|
| Claudette Carnett | YES |
| Holli Wells | YES |
| Bruce Pollock | YES |

MOTION PASSED

MOTION by Bruce Pollock for Board to approve Resolution 25-21 FY2024 True-Up. Claudette Carnett seconded the motion. The Vice-Chair called for the vote:

| | |
|-------------------|-----|
| Claudette Carnett | YES |
| Holli Wells | YES |
| Bruce Pollock | YES |

MOTION PASSED

MOTION by Bruce Pollock for Board to approve Resolution 25-22 Request to Place Land into Trust. Claudette Carnett seconded the motion. The Vice-Chair called for the vote:

| | |
|-------------------|-----|
| Claudette Carnett | YES |
| Holli Wells | YES |
| Bruce Pollock | YES |

MOTION PASSED

MOTION by Bruce Pollock for the Board to approve new policy: Section 30 Clearing Hands. Claudette Carnett seconded the motion. The Vice-Chair called for the vote:

| | |
|-------------------|-----|
| Claudette Carnett | YES |
| Holli Wells | YES |
| Bruce Pollock | YES |

MOTION PASSED

MOTION by Bruce Pollock for Board to approve new policy: Section 13 Travel and approve moving Section 17: Travel to General Operations Section 13. Claudette Carnett seconded the motion. The Vice-Chair called for the vote:

| | |
|-------------------|-----|
| Claudette Carnett | YES |
| Holli Wells | YES |
| Bruce Pollock | YES |

MOTION PASSED

13.Board to enter Closed Executive Session to discuss personnel and legal matters.

MOTION by Bruce Pollock for Board to enter Closed Executive Session. Claudette Carnett seconded the motion, which passed unanimously. Closed Executive Session convened at 12:11PM.

MOTION PASSED

14.Board to exit Closed Executive Session and return to Open Session.

MOTION by Bruce Pollock for Board to exit Closed Executive Session at 1:02PM and return to Open Session. Claudette Carnett seconded the motion, which passed unanimously.

MOTION PASSED

15. Date and time of the next meeting:

The next Regular Board meeting will be held on Wednesday, April 16, 2025, at 10:00AM.

The May 2025 Regular Board meeting will be held on Wednesday, May 21, 2025, at 10:00AM.

The June 2025 Regular Board meeting is tentatively scheduled for Tuesday, June 24, 2025, at 10:00AM.

16. Adjournment

Without further discussion the meeting adjourned at 1:09PM.

Respectfully Submitted,

A handwritten signature in black ink that reads "Pamela Ballard". The signature is written in a cursive, flowing style with a large loop at the end of the last name.

Pamela Ballard, Board Liaison/Executive Assistant
Osage Casinos