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Regular Board Meeting | Tulsa Central Services  
9:00AM, Wednesday, May 22, 2024  
APPROVED MINUTES

1. Call to Order

Chair Claudette Carnett called the meeting to order at 9:27AM.

2. Roll Call

Pamela Ballard, Executive Assistant, called the roll. Present were Claudette Carnett, Chair; Geoff Hager, Vice-Chair; Bruce Pollock, Secretary-Treasurer; and Amy Tall Chief, member. Holli Wells, member, was absent due to illness. A quorum was present.

Osage Casino staff and guests in attendance were Kimberly Pearson, CEO; Brian Parrish, COO, Tim Steinke, CFO; Joe Roybal, CIO; Kyle Revard, CHRO; Ashlee Hartness, Interim Regulatory Compliance Director; Kasi Stumpff, Executive Assistant; Greg Laird and Terry Mason-Moore, Legal Counsel; Congressman Billy Keene; and Candidate for Congress, Traci Phillips.

Joining via WebEx were Members of Congress: Brandy Lemon, Paula Stabler, Jodi Revard, Pam Shaw, and Speaker Goodfox. Additionally, Osage Nation Treasurer, Clark Batson, Deputy Chief of Staff, James Aldridge, and Osage News Reporter, Benny Polacca.

3. Opening Prayer

Congressman Keene gave the opening prayer.

4. Adoption of Agenda

**MOTION** by Geoff Hager for Board to approve the regular meeting Agenda for May 22, 2024. Bruce Pollock seconded the motion, which passed unanimously.

**MOTION PASSED**

5. Approval of Minutes

**MOTION** by Geoff Hager for Board to approve the regular meeting Minutes from April 24, 2024. Bruce Pollock seconded the motion, which passed unanimously.

**MOTION PASSED**

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

Osage Nation Gaming Enterprise Board:

Discussion with members of Congress and ON Treasurer Batson regarding the ONGE Board's FY25 Board Budget. The Budget has been submitted; however, with the current statutes and accounting procedures in place, the ONGE budget will once again be out of compliance.

Board Chair Carnett and CEO Pearson stated the ONGE Board is overall appropriated adequate funds. The issue is the inability to allocate the funds to the proper line items. Is there a possibility Congress could (a) increase the amount appropriated to local mileage to reimburse our Board members for travel to Board meetings, and (b) allow all Conference expenses to be charged against the Conference line item? Treasurer Batson said he would investigate these issues and give us a response.

### Kimberly Pearson, CEO

- a. Provided update on disaster response: Sent 1k cases of water to Hominy; five hundred cases to Barnsdall; three hundred cases to Bowring; and then another five hundred cases to Hominy. Hotel rooms were provided at no charge to those most devastated by the tornado. We have now set aside hotel rooms for people to schedule showers if they are still affected by the water crisis in Hominy. We are actively promoting this service on social media and through press releases. Several media outlets have picked up the story.

CEO Pearson especially thanked Abby Mashunkashey, Bobby Tall Chief, Bruce Cass, Assistant Chief Walker, and the ONGE Board for their quick response to all requests and their immediate availability.

- b. Resolution 24-27 which was with the Graham Reese Design Group and approved during the April 2024 Board meeting, will be voided. A new RFP has been issued for design services on the expansions for Sand Springs and Ponca City.

### COO Brian Parrish

- a. Pleased with progress on leading indicators with business / revenue growth; now moving into process management.
- b. Completed realignment within Marketing Department, looking at similar strategies in other departments.
- c. QCI is providing information on other areas for additional revenue, enabling implementation of tools for guest preferences and managing satisfaction levels.
- d. Everything is tied to product and team member engagement. We are right sizing with no labor cuts.
- e. EMT continues to work as a unit.

### CFO Tim Steinke

- a. Reserved financial report for Executive Session.

### CIO, Joe Roybal

- a. Making progress on all capital projects.
- b. Sand Springs and Ponca City will be big audio / video projects. Core database at Sand Springs will be replaced.
- c. Replacing servers at all seven properties.
- d. Switching out 450 licenses.
- e. Still working on penetration test.
- f. Changing five property management systems in a six-month period was a huge undertaking for his team, but successful.

### CHRO Kyle Revard

- a. Company-wide management training completed, quarterly trainings for managers now in effect.
- b. We will be fully compliant by July 1, 2024, with the Department of Labor's new ruling that increases the base salary for exempt employees. Initially, the DOL had put a second increase to take place on January 1, 2025; however, there has been a great deal of pushback to that ruling. Whatever the outcome, we will be compliant.
- c. Overall, staffing is going well. Skiatook has openings in Food and Beverage.

### Interim Regulatory Compliance Director, Ashlee Hartness

- a. Three Tort Claims for the Board to review this month.
- b. Two SICS for Board approval. Gaming Commission said they would not be able to process any more SICS this fiscal year because they are out of funding for their attorney. Congresswoman Revard asked for clarification.

Hartness said ONGC now has their attorney review all SICS and they have exhausted their budget for this line item. Congresswoman Lemon said she wants to hear from ONGC regarding this matter. Congressman Keene noted that, generally speaking, an attorney does not need to review every SIC or TIC.

- c. Hartness referred the Board to the Compliance Narrative in their board packet for the comprehensive monthly overview.

A board member asked a question about our Executive Leave policy for the upcoming Tribal Dances. Hartness deferred to CHRO, Kyle Revard. He said a new policy was put in place last year to allow for those employees directly involved in the committees to be granted Executive Leave. He is presenting an HR Policy and Procedure for PTO to clarify the leave, which will be voted on later in the meeting.

Osage Nation Gaming Commission:

Elizabeth Hembree, ONGC Director, absent; no report provided.

Osage Nation Principal Chief's Office:

James Aldridge present; no report.

Osage Nation Congress:

Congresswoman Revard thanked the Board and EMT for their quick response during the disaster.

**Chair called for a motion to recess.**

**MOTION** by Geoff Hager to recess for five minutes. Bruce Pollock seconded the motion, which passed unanimously.

**MOTION PASSED**

**Recess at 10:35AM; meeting resumed at 10:46AM.**

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 Pending Business.  
None taken.

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

**MOTION** by Geoff Hager for Board to enter Executive Session at 10:47AMM. Bruce Pollock seconded the motion, which passed unanimously.

**MOTION PASSED**

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

**MOTION** by Geoff Hager for Board to exit Executive Session at 12:01PM. Bruce Pollock seconded the motion, which passed unanimously.

**MOTION PASSED**

11.Board to take action on items discussed in Executive Session.

**MOTION** by Geoff Hager for the Board to approve the wire transfer of the monthly Tribal Distribution for May 2024 for \$6,454,545.45. Bruce Pollock seconded the motion. Chair called for the vote:

**MOTION PASSED**

Claudette Carnett	YES
Geoff Hager	YES
Bruce Pollock	YES
Holli Wells	ABSENT
Amy Tall Chief	YES

**MOTION** by Geoff Hager for the Board to approve the distribution of the monthly Narrative and Financials to the Executive and Legislative Branches. Bruce Pollock seconded the motion. Chair called for the vote:

Claudette Carnett	YES
Geoff Hager	YES
Bruce Pollock	YES
Holli Wells	ABSENT
Amy Tall Chief	YES

**MOTION PASSED**

**MOTION** by Geoff Hager for the Board to approve Check No. 151931 to Aristocrat Technologies. Bruce Pollock seconded the motion. Chair called for the vote:

Claudette Carnett	YES
Geoff Hager	YES
Bruce Pollock	YES
Holli Wells	ABSENT
Amy Tall Chief	YES

**MOTION PASSED**

**MOTION** by Geoff Hager for Board to approve Resolution 24-35 Confidential – Acres Bonusing. Bruce Pollock seconded the motion. The Chair called for the vote:

**MOTION PASSED**

Claudette Carnett	YES
Geoff Hager	YES
Bruce Pollock	YES
Holli Wells	ABSENT
Amy Tall Chief	YES

**MOTION** by Geoff Hager for Board to approve Resolution 24-36 Drum Keepers. Bruce Pollock seconded the motion. The Chair called for the vote:

**MOTION PASSED**

Claudette Carnett	YES
Geoff Hager	YES
Bruce Pollock	YES
Holli Wells	ABSENT
Amy Tall Chief	YES

**MOTION** by Geoff Hager for Board to approve the recommendation of Safety & Risk on Tort Claim TC-24-06. Bruce Pollock seconded the motion. The Chair called for the vote:

**MOTION PASSED**

Claudette Carnett	YES
Geoff Hager	YES
Bruce Pollock	YES
Holli Wells	ABSENT
Amy Tall Chief	YES

**MOTION** by Geoff Hager for Board to approve the recommendation of Safety & Risk on Tort Claim TC-24-07. Bruce Pollock seconded the motion. The Chair called for the vote:

**MOTION PASSED**

Claudette Carnett	YES
Geoff Hager	YES
Bruce Pollock	YES
Holli Wells	ABSENT
Amy Tall Chief	YES

**MOTION** by Geoff Hager for Board to approve the recommendation of Safety & Risk on Tort Claim TC-24-08. Bruce Pollock seconded the motion. The Chair called for the vote:

**MOTION PASSED**

Claudette Carnett	YES
Geoff Hager	YES
Bruce Pollock	YES
Holli Wells	ABSENT
Amy Tall Chief	YES

**MOTION** by Geoff Hager for Board to approve SICS: Section 1: Title 31 Compliance Oversight and Section 2: Title 31 Compliance Program. Bruce Pollock seconded the motion. The Chair called for the vote:

**MOTION PASSED**

Claudette Carnett	YES
Geoff Hager	YES
Bruce Pollock	YES
Holli Wells	ABSENT
Amy Tall Chief	YES

**MOTION** by Geoff Hager for Board to approve HR Policy OP 25.001 Personal Paid Time Off (PTO.) Bruce Pollock seconded the motion. The Chair called for the vote:

**MOTION PASSED**

Claudette Carnett	YES
Geoff Hager	YES
Bruce Pollock	YES
Holli Wells	ABSENT
Amy Tall Chief	YES

12.Board to enter Closed Executive Session for personnel and legal discussion.

**MOTION** by Geoff Hager for Board to enter Closed Executive Session at 12:14PM. Bruce Pollock seconded the motion, which passed unanimously.

**MOTION PASSED**

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

**MOTION** by Geoff Hager for Board to exit Closed Executive Session at 12:48PM. Bruce Pollock seconded the motion, which passed unanimously.

**MOTION PASSED**

14.Board to take action on items discussed in Closed Executive Session.

No action necessary.

15.Date and time of the next meeting:

The next Regular Board meeting will be held on Tuesday, June 25, 2024, at 10:00AM.

16.Adjournment

Without further discussion the meeting adjourned at 12:48PM.

*Pamela Ballard*

Executive Assistant  
Osage Casinos