

BOARD MEETING MINUTES

Regular Board Meeting | Tulsa Central Services
10:00AM, Wednesday, December 18, 2024
APPROVED MINUTES

1. Call to Order

Chair Claudette Carnett called the meeting to order at 10:17AM.

2. Roll Call

Pamela Ballard, Executive Assistant, called the roll. Present were Claudette Carnett, Chair; Holli Wells, Vice-Chair; and Bruce Pollock, Secretary-Treasurer. A quorum was established.

Osage Casino staff and guests attending in person were Kimberly Pearson, CEO; Brian Parrish, COO; Joe Roybal, CIO; Ashlee Hartness, Director of Regulatory Compliance; Kasi Stumpff, Communications Specialist; Tonya Caves, Executive Assistant; and Alyssa Campbell and Terry Mason-Moore, Legal Counsel.

Joining via Webex were Speaker Pam Shaw, Congressman John Maker, Congressman Scott Bighorse, Congressional Assistant, Jordan Fraser, Benny Polacca, Osage News, and Jeremy Wright, Osage LLC.

3. Opening Prayer

Congressman John Maker gave the opening prayer.

4. Adoption of Agenda

MOTION by Holli Wells for Board to approve the regular meeting Agenda for December 18, 2024. Bruce Pollock seconded the motion, which passed unanimously.

MOTION PASSED

5. Approval of Minutes

MOTION by Holli Wells for Board to approve the Regular meeting Minutes from November 20, 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:

The Board tentatively scheduled a planning session for January 10, 2025. Time and location to be announced.

Kimberly Pearson, CEO

CEO Pearson provided a detailed overview on projects underway at all properties: Signage, warehouses, remodels, and expansions. The Board and Executive Management Team are proceeding with long-range strategic planning.

Various Board Approval Items Discussed.

COO Brian Parrish

Presentation will be made during Executive Session.

CIO, Joe Roybal

- a. Detailed I.T. report is included in the Board packet.
- b. Presentation will be made during Executive Session

CHRO Kyle Revard (on PTO)

- a. Detailed report is included in the Board packet.

Regulatory Compliance Director, Ashlee Hartness

- a. Detailed Compliance report is included in the Board packet.
- b. Q1 Compliance Score of 99.61%.
- c. Presented SICS for Review and Approval.

Osage Nation Gaming Commission:

No one present; no report provided.

Osage Nation Principal Chief's Office:

No one present; no report provided.

Osage Nation Congress:

No report provided.

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.

None taken.

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

MOTION by Holli Wells for Board to enter Executive Session. Bruce Pollock seconded the motion, which passed unanimously. Executive Session convened at 10:53AM.

MOTION PASSED

Chair called to recess for lunch at 11:56AM; Board reconvened at 12:31PM.

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

MOTION by Holli Wells for Board to exit Executive Session at 2:14PM. Bruce Pollock seconded the motion, which passed unanimously.

MOTION PASSED

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

MOTION by Holli Wells for the Board to approve the wire transfer of the monthly Tribal Distribution for December 2024 for \$6,234,375. Bruce Pollock seconded the motion. Chair called for the vote:

Claudette Carnett	YES
Holli Wells	YES
Bruce Pollock	YES

MOTION PASSED

MOTION by Holli Wells 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
Holli Wells	YES
Bruce Pollock	YES

MOTION PASSED

MOTION by Holli Wells for the Board to approve Check Number 155896 payable to Aristocrat Technologies. Bruce Pollock seconded the motion. Chair called for the vote:

Claudette Carnett	YES
Holli Wells	YES
Bruce Pollock	YES

MOTION PASSED

MOTION by Holli Wells for Board to table a sponsorship request from Tulsa Botanical Gardens in the amount of \$30,678.22. Bruce Pollock seconded the motion. Chair called for the vote.

Claudette Carnett	YES
Holli Wells	YES
Bruce Pollock	YES

MOTION PASSED

MOTION by Holli Wells for Board to approve \$250,000 sponsorship, payable over five years, to the Tulsa Ballet. Bruce Pollock seconded the motion. The Chair called for the vote:

Claudette Carnett	YES
Holli Wells	YES
Bruce Pollock	YES

MOTION PASSED

MOTION by Holli Wells for Board to approve Resolution 25-08 2025 Indian Gaming Association. Bruce Pollock seconded the motion. The Chair called for the vote:

Claudette Carnett	YES
Holli Wells	YES
Bruce Pollock	YES

MOTION PASSED

MOTION by Holli Wells for Board to approve Resolution 25-09 Authorized Bank Signers. Bruce Pollock seconded the motion. The Chair called for the vote:

Claudette Carnett	YES
Holli Wells	YES
Bruce Pollock	YES

MOTION PASSED

MOTION by Holli Wells for Board to approve new policy: System of Internal Control. Bruce Pollock seconded the motion. The Chair called for the vote:

Claudette Carnett YES
Holli Wells YES
Bruce Pollock YES

MOTION PASSED

MOTION by Holli Wells for Board to approve new policy: Section 1: Clearing Hands. Bruce Pollock seconded the motion. The Chair called for the vote:

Claudette Carnett YES
Holli Wells YES
Bruce Pollock YES

MOTION PASSED

MOTION by Holli Wells for Board to approve \$2,500 Donation to New Hope Christian Fellowship. Bruce Pollock seconded the motion. The 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 Holli Wells for Board to enter Closed Executive Session. Bruce Pollock seconded the motion, which passed unanimously. Closed Executive Session convened at 2:25PM.

MOTION PASSED

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

MOTION by Holli Wells for Board to exit Closed Executive Session at 4:34PM and return to Open Session. Bruce Pollock seconded the motion, which passed unanimously.

MOTION PASSED

MOTION by Holli Wells for Board to approve personnel contract. Pollock seconded the motion. The Chair called for the vote:

Claudette Carnett YES
Holli Wells YES
Bruce Pollock YES

MOTION PASSED

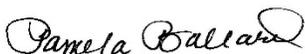
15.Date and time of the next meeting:

The next Regular Board meeting will be held on Wednesday, January 22, 2025, at 10:00AM in the Central Services Boardroom.

16.Adjournment

Without further discussion the meeting adjourned at 2:04PM.

Respectfully Submitted,



Pamela Ballard, Board Liaison/Executive Assistant
Osage Casinos