

Minutes

Quapaw Nation Business Committee Ki-Ho-Ta Building & Zoom Saturday, May 21, 2022

- I. **Call to Order:** 9:08 a.m.
- II. **Invocation:** Michelle Newton, Member.
- III. **Roll Call:**
- Joseph Byrd, Chairman Present
 - Callie Bowden, Vice-Chairwoman Present
 - Guy Barker, Secretary-Treasurer Present
 - Michelle Newton, Member Present
 - Zack Turley, Member Present
 - Lloyd Buffalo, Member Present
 - Jeremy Olsen, Member Absent
- IV. **Declaration of Quorum:** Announced by Guy Barker, Secretary-Treasurer.
- V. **Adjourn meeting at 11:30 a.m. due to the Quapaw Nation Annual Memorial Dinner.**
- Motion to adjourn the meeting today at 11:30 a.m. by Lloyd Buffalo.
 - Seconded by Guy Barker, Secretary-Treasurer.
 - Vote: 6 yes, 0 no, 0 abstaining, and 1 absent.
 - Motion passes approving the adjournment of the meeting today at 11:30 a.m.
- VI. **Reading, Correction & Approval of Minutes:** The minutes of April 16, 2022, BC Meeting were presented for approval.
- Motion to approve April 16, 2022, minutes by Guy Barker, Secretary-Treasurer.
 - Seconded by Zack Turley, Member.
 - *List action taken in the meeting minutes and leave off the transcript.*
 - Vote: 6 yes, 0 no, 0 abstaining, and 1 absent.
 - Motion passes approving April 16, 2022, minutes.
- VII. **Reading, Correction & Approval of Polls:** The polls were presented for approval.
- Motion to approve polls by Lloyd Buffalo, Member.
 - Seconded by Guy Barker, Secretary-Treasurer.
 - *Poll counts on some of the polls were incorrect due to a coding error, but the coding error has been resolved, and the polls will reflect the correct counts on the website.*
 - Vote: 6 yes, 0 no, 0 abstaining, and 1 absent.
 - Motion passes approving the polls.
- VIII. **Approval/Disapproval of Treasurer's Report:** The Treasurer's Report for the period ending April 30, 2022, was submitted to the Quapaw Nation Business Committee by standard accounting procedures.
- Motion to approve the Treasurer's Report by Lloyd Buffalo, Member.
 - Seconded by Zack Turley, Member.

- Vote: 6 yes, 0 no, 0 abstaining, and 1 absent.
- Motion passes approving the Treasurer's Report.

IX. Approval/Disapproval of Directors' and Subcommittees' Reports submitted:

The Directors' and Subcommittees' Reports for the period ending April 30, 2022, were submitted to the Quapaw Nation Business Committee.

- Motion to approve the Directors' and Subcommittees' Reports by Guy Barker, Secretary-Treasurer.
- Seconded by Michelle Newton, Member.
- Vote: 6 yes, 0 no, 0 abstaining, and 1 absent.
- Motion passes approving the Directors' and Subcommittees' Reports.

X. Chairman's Report.

- **Saracen Casino Property.**

- The actual EBITDA for March was \$7.6 million, an increase from \$2.6 million in the previous month.
- We anticipate meeting or exceeding budgeted EBITDA in the coming months to close the year.
- Interest expense of \$699,000 in March, which was a reduction of \$3 million compared to the prior year in the same month.
- The Mobile Sports Wagering app is live, and the overall number of downloads and actual bet revenue, and initial results have been impressive compared to our Brick and Mortar Sportsbook. It has seen an increase in new players throughout the state of Arkansas. Saracen keeps the largest majority of that revenue instead of a model of 85% going to the bigger corporations.
- Red Oak Restaurant at Saracen picked up another award for the best overall restaurant in the state. Congratulations to the Red Oak Team.
- A general contractor has been selected, and our legal counsel is reviewing all construction contracts for the Phase Two build. The leverage ratio must hit a certain threshold before construction can commence, but our projected expectations are being outperformed, so it appears they will be on schedule a month early. A big thanks to our owner representative, Chris Samples.

- **Downstream Casino Property.**

- April 2021 was the best month in Downstream history in terms of revenue in EBITDA, and April 2022 was a little down from that but still posted incredible numbers; where we are positioned at the end of the seventh month with our strong EBITDA performance is on track of setting another record in the history of the Downstream property.
- We paid \$1.6 million less interest than we did the previous April last year, totaling a reduction of \$53,000 per day; the recent increase in the interest rate has affected those numbers some, but the overall performance of the property continues to be exceptionally strong.

- We are proud of the performance and the personnel from the executive leadership all across the organization. We appreciate their efforts.
- **Tribal Government.**
 - Quapaw Nation Easter Egg Hunt was an overall success. There were 5,000 eggs, and there were over 100 people fed. Thank you to all the volunteers and Steva Stand for leading the coordination.
 - Chairman was honored to be selected by the 17 Tribal leaders in the Eastern Oklahoma region to represent our region on the Tribal Leadership Council, which is an advisory committee to the DOJ.
 - May 20th was the Employee Appreciation which was a luau theme. Wonderful door prizes were given, and certain employees were honored with anniversary pins and certificates in recognition of their service to the Tribe. A special thanks to Donna Mercer and Leon Crow, whom the Chairman thanked for their 20 years of service.
 - Quapaw Nation Education Banquet will be on May 26th at 8 p.m. at the Downstream Pavilion, where there will be food and door prizes. The graduation incentive will also be given out as we honor all of our graduates.
- **Rez and Beyond Festival (June 30, 2022).**
 - Acts are continuing to be confirmed, but right now, there are:
 - Northern Cree
 - Mike Bone
 - Halluci Nation
 - Indigenous
 - Stinggati
 - Redmond Blues Band
 - Jonathan Joss
 - Travis Bond Band
 - DJ Superman
 - Stephen Paul Judd
 - Indigenous vendors for food and merchandise are still needed, so please have them reach out to the Communications Department; the same goes for local artists because we would love to showcase their talent.
 - Tickets are on sale for \$20 for adults at the gift shop and can be ordered online; kids under 18 and elders 55 and older are free.

XI. Eric Bohn – Chief Financial Officer (CFO).

- The numbers are for the first seven months of the fiscal year ending April 30, 2022; we received \$2.5 million in revenue in our general fund, bringing the year's total to \$13.1 million. Actual expenses for April were \$2.5 million, bringing our total for the year to \$14.7 million.
- The Tribal Member Health Benefits for April was \$411,000, bringing the total for the year to \$2.5 million.

- Social Services for April was \$257,000, bringing the total for the year to \$1.7 million.
- Education expenses were \$12,000 in April, bringing the fiscal year's total to \$620,000.
- The Tribal Enterprises such as QSA, QCC, and Food Services submitted \$700,000 to the general fund for April.

XII. Subcommittees' Reports.

- **Constitution Committee** – Roman Kihega.
 - The Constitution Committee meets weekly.
 - Counsel was approved to assist the Constitution Committee.
 - The Constitution Committee would like to start making amendments to the Governing Resolution, but it will not be done in time for General Council.
 - The Constitution Committee will make time at General Council to present and field questions from anybody.
 - The Constitution Committee plans on having town hall-type meetings for folks who cannot attend General Council to ensure that everyone is informed.
- **Compensation Committee** – Dr. Allyn Kaufmann.
 - **Members of the committee are Dr. Allyn Kaufmann, Chairman, Dr. Jennings, and Rodney Spriggs.**
 - Motion to allow information and waive the disclosure by Guy Barker, Secretary-Treasurer
 - Seconded by Zack Turley, Member.
 - Roll call: Michelle Newton, yes; Zack Turley, yes; Lloyd Buffalo, yes; Guy Barker, yes; Callie Bowden, yes; and Joseph Byrd, yes.
 - Vote: 6 yes, 0 no, 0 abstaining, and 1 absent.
 - Motion passes approving to allow information and waive the disclosure.
 - **Allyn Kaufmann, Compensation Chairman.**
 - The Compensation Committee has been ongoing since the General Council meeting in October 2020.
 - Dr. Allyn Kaufmann took over as Chairman about eight to nine months ago, along with Dr. Jennings and Rodney Spriggs.
 - The committee's scope and objective are to research and set the compensation structure for the Quapaw Nation Business Committee members.
 - There was discussion regarding compensation and recommendations from the Compensation Committee.
 - The Compensation Committee is planning on being present at General Council and presenting all the numbers and the rationale behind those numbers.

XIII. New Business.

- **Resolutions**
 - **Resolution 052122-A:** BIRD DOG CHAT SALE (6TH SALE).
 - Motion to approve Resolution 052122-A by Guy Barker, Secretary-Treasurer.
 - Seconded by Callie Bowden, Vice-Chair.
 - Vote: 6 yes, 0 no, 0 abstaining, and 1 absent.
 - Motion passes approving Resolution 052122-A.
- **Resolutions**
 - **Resolution 052122-B:** Department of Public Safety Pension Plan.
 - Motion to approve Resolution 052122-B by Zack Turley, Member.
 - Seconded by Guy Barker, Secretary-Treasurer.
 - *Discussion regarding cost, funding, and sustainability.*
 - Vote: 6 yes, 0 no, 0 abstaining, and 1 absent.
 - Motion passes approving Resolution 052122-B.
- **Resolutions**
 - **Resolution 052122-C:** TRIBAL PARTICIPATION AGREEMENTS IN THE OPIOID LITIGATION.
 - Motion to approve Resolution 052122-A by Lloyd Buffalo, Member.
 - Seconded by Callie Bowden, Vice-Chair.
 - Vote: 6 yes, 0 no, 0 abstaining, and 1 absent.
 - Motion passes approving Resolution 052122-C.
- **Resolutions**
 - **Resolution 052122-D:** NATIVE ADVISORY LLC SERVICE CONTRACT AGREEMENT.
 - Motion to approve Resolution 052122-D by Zack Turley, Member.
 - Seconded by Guy Barker, Secretary-Treasurer.
 - *Discussion that the Nation can possibly handle everything internally and also regarding the price. Possibly postpone until we could meet again regarding this issue.*
 - Motion to amend the main motion to table Resolution 052122-D by Guy Barker, Secretary-Treasurer.
 - Seconded by Zack Turley, Member, to amend the main motion to table Resolution 052122-D.
 - Vote: 6 yes, 0 no, 0 abstaining, and 1 absent.
 - Motion passes to table Resolution 052122-D.
- **Purchases**
 - **Speakers for the Powwow Grounds** – Joe Digital Company.
 - Motion to approve speakers for the Powwow Grounds from Joe Digital Company by Zack Turley, Member.
 - Seconded by Lloyd Buffalo, Member.
 - Vote: 6 yes, 0 no, 0 abstaining, and 1 absent.

- Motion passes approving the speakers for the Powwow Grounds from Joe Digital Company.

XIV. Donation Requests:

- **Bee Strong 2022 Football Camp (Blakelynn Ellick)** – Requesting the Quapaw Nation to assist with a donation to help with the costs of drinks, 150 camp t-shirts, breakfast, and seven rooms at DCR for camp coaches.
 - Motion to pay the cost for 150 t-shirts, seven rooms at DCR, and \$750 by Guy Barker, Secretary-Treasurer.
 - Seconded by Zack Turley, Member.
 - Vote: 6 yes, 0 no, 0 abstaining, and 1 absent.
 - Motion passes to pay for 150 t-shirts, seven rooms at DCR, and \$750 for the Bee Strong 2022 Football Camp.
- **Army of the Kind (Caroline Harkins)** – Requesting a donation of \$1500 to help sponsor her mission trip.
 - Motion to donate the remaining \$500 for the mission trip by Callie Bowden, Vice-Chair.
 - Seconded by Michelle Newton, Member.
 - Vote: 5 yes, 0 no, 1 abstaining, and 1 absent.
 - Motion passes to donate the remaining \$500 for the mission trip.

XV. Closed Session: 10:51 A.M.

- *Grievance Committee.*
- *Enrollment Issue.*

XVI. Open Forum:

- *There was no open forum due to the closed session, and the motion to adjourn at 11:30 a.m. passed.*

XVII. Benediction: Michelle Newton, Member.

XVIII. Adjournment: 11:30 A.M.

/s/ Guy Barker

Guy Barker, BC Secretary-Treasurer

Minutes Prepared in
 Accordance with Robert's
 Rules of Order

By: /s/ Steva Stand

Interim BC Executive Secretary

CERTIFICATION

Approved by the Quapaw Nation Business Committee on June 18, 2022, with a vote reflecting 5 yes, 0 no, 0 abstaining, 1 absent, and 1 vacant.