



ICI Board of Directors Agenda 12PM Rose Room  
December 9, 2018  
Called to Order at 12:20 pm

1. Invocation – Earl Pilcher Jr
2. Roll Call

Chair Frank Bearkiller, <b>Present</b> Vice Chair Earl Pilcher Jr. <b>Present</b> Treasurer Kirk Dombrowski <b>Present</b> Secretary Steve Tamayo, <b>Excused</b> Director Marshall Pritchard, <b>Excused</b>	Director Antoine Edwards, <b>Excused</b> Director Charlene Walking Bull, <b>Present</b> Director David Ambrose, <b>Present</b> Director Erin Poor, <b>Present</b> Interim Exec. Dir. Georgiana Ausan, (ex officio) <b>Present</b>
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Quorum: 6 of 9 sitting board members present

3. Approval of Agenda Items
  - 1) Implications of the non-renewal of the Commodities Program contract from DHHS
    - a. Treasurer Kirk Dombrowski and Interim Exec. Director George Ausan.
4. Implications of the non-renewal of the Commodities Program contract from CSFP/DHHS –Treasurer Kirk Dombrowski & Interim Exec. Dir. George Ausan.
  - a. Treasurer Dombrowski: Thursday, December 6, 2018 ICI was informed that the commodities contract was not renewed. We are not being reimbursed full \$49k, only \$42k. That's \$7k short. Plus, we were running the program for 2 months before learning we will not be reimbursed, so the total that we are out is \$17K. The \$42k that we will receive from the reimbursement will be our operating expenses going forward. In Summary: We have a lot of debt, and not a lot of income. The \$42k from CSFP/DHHS reimbursement could be used to cover expenses over the next few months until we can sell some property. Kirk created a budget detailing our past due expenses and projected expenses through June 2019 (see budget). The budget roughly details operating costs if we shut down the building, terminate staff on payroll, then reopen in 6 months if the Indian Center Trust Board decides and is successful in selling Many Oakes. At which point could then reopen the building, pay off debt, make necessary renovations and have sufficient funds to officially hire a full-time executive director and rebuild a program portfolio.
  - b. Interim Exec. Dir. Ausan: She spoke with Barbara Packett, with the commodities program, to protest the decision to not reimburse the last 2 months. She will fight



that decision and hopefully get the costs of the last two months reimbursed. Denise Eaton-Heim, CPA will also reach out to Packett. Director Dombrowski suggested that Karl Eskridge (NE State Ombudsman) could also help.

- c. Director Ambrose asked about salvaging the DHHS Commodities program contract: asked what reasons were given for the terminated partnerships between DHHS & ICI. Director Dombrowski clarified that the letter of termination indicated that the decision was financially based and referenced issues of organizational capacity. Interim E.D. Ausan articulated that the program could potentially be salvageable. Chair Bearkiller recalled that ICI has historically struggled to meet the reporting requirements/guidelines to the satisfaction of the DHHS Food Distribution Coordinator.
- d. Interim E.D. Ausan spoke to the board about the current relationship with the following funders: IHS and Juvenile Justice/Crime Commission. We are in good standing with them. Crime Commission seemed open to reworking some of the terms of the grant to benefit ICI going forward. Director Dombrowski reported that ICI drew down \$25K from the IHS grant in November to support costs associated with the youth program, internet, phones, etc. But we are unable to bill for indirect costs not covered in the specific program budget because our federally established indirect cost rate has been expired since June 2018. There is money for overhead in the grant, but because our rate is expired we can't get those funds until the rate is reinstated. This depends on completing our audit.
- e. Director Pilcher asked what long term consequences we would face if we temporarily closed ICI. Director Ambrose asked if we would have to do a full closure, or if we could open the center for specific community events—so we don't lose our closest supporters. Director Pilcher posed the idea of finding an off-site location to host the IHS program so that the program could continue even if the building needs to shut down.
- f. Interim E.D. Ausan wanted to discuss other options to the shutdown plan. Specifically, she wanted to discuss the rental opportunities the Center could explore further. Additionally, there are small assets on site like computers, printers, and art that could be appraised and sold. She would like to see a fundraising plan that keeps ICI open. Ultimately, she requested help developing a clear message of ICI's plan going forward and help marketing that plan to the broader community. The community is waiting for a message from ICI and we need to go into 2019 with a campaign in place to save the center. Ausan wants us to reach out to individuals, businesses, and tribes, meanwhile keep programming to a minimum and keep the center open.
- g. Director Dombrowski responded to Interim E.D. Ausan by sharing his concern that cash would deplete in no time at all if we keep the center open. Reiterated the precariousness of our situation. Director Pilcher shared this concern.



- h. Director Dombrowski shared that he received phone calls from bank representatives associated with ICI housing with concerns about the financial state of the Center. Dombrowski shared that the banks could call for the mortgages on ICI properties at any time. For now, Dombrowski has shared with them what we have and suspects that they will be content for the time being, but further underscored the precariousness of our situation. Ausan asked about other legal risks associated with debt we currently have. Dombrowski said there is a possibility that we are taken to court for these past debts. The most likely outcome is that our creditors/services will place liens on the building in lieu of immediate payment.
- i. Director Dombrowski spoke about the income we could expect to receive from the sale of Many Oakes and Gray Eagle.
- j. Director Ambrose asked if there is a middle path between closing down completely and still having a few events. Director Poor agreed with the idea of finding a middle path that would keep operations at ICI to a minimum, while still holding community events, and executing a large community facing PR campaign. Ambrose suggested the establishment of a subcommittee to take on the work of this campaign, and the need to involve the Native community. Director Bearkiller articulated a need for us to create a packet of information for marketing purposes that could be easily shared.
- k. Director Dombrowski brought the conversation back to the IHS program, suggesting Interim E.D. Ausan call IHS to inquire about the possibility of the program going on hiatus during the proposed building closure. Ausan revisited Director Pilcher's idea and said she would try to find a temporary second home for the IHS—looking into LPS, Ponca location, a church partner. If a temporary site could be established, the IHS program could continue there during the building closure. If not, then we will need to pause that program.
- l. Director Bearkiller asked Director Dombrowski how long it would take to sell the Many Oakes property. Dombrowski responded: unknown; we need to determine the actual value; we need help with an appraisal, and help with the sale. Indian Center Inc. is 66% owner so it is within its power to sell. Dombrowski stated that there would be no coming out of the closure without a major injection of cash: the sale of this property would be that.
- m. Director Dombrowski articulated some next steps: We need to figure out what the Juvenile Justice grant will help us with operationally. Need to call Ponca tribe and LPS to see if they can house the IHS for a few months. Need to inventory and sell all assets. Need to make decisions about staff by the end of the week (12/14/18). Director Bearkiller added: we need to put the language in place for the public to address our decision to close temporarily. We need to assure our Native community that we will open again, and at that point we may want to think about



a small annual optional membership fee. We also need to find out what obstacles stand in our way of selling the Many Oakes property. Dombrowski added that the board of directors need to meet again this week after more details are provided about possible Juvenile Justice support, IHS program location, and until other details are figured out.

- n. Interim E.D. Ausan asked if we could delay a public message of closing until after the holiday. Director Dombrowski responded by saying we need to address payroll costs immediately—can't wait until after holidays. Director Ambrose expressed the need to have a definite message with the public, rather two different messages (small closure for the holidays, then full closure announcement after holidays). Director Poor agreed with Director Ambrose on creating one message.
- o. Director Pilcher shared that this situation is reminiscent of the difficult times of our ancestors needing to decide how best to move forward to sustain Native lives. He also articulated a need to think about 2019 as our anniversary year and the centrality of the 50<sup>th</sup> Anniversary Pow Wow in August 2019. Director Ambrose agreed with Pilcher: the Pow Wow could be an opportunity to come out of closure with a big, positive event.
- p. Director Poor asked how the broader Native community would be involved in the decision of the closure. Interim E.D. Ausan stated that there will need to be a Community Forum immediately after the next board meeting to update the community on the Boards decision.
- q. Date for follow up Special Board Meeting set for Friday, Dec. 14<sup>th</sup> at 4:00pm at the Center.
- r. Date for Community Forum set for Monday, Dec. 17<sup>th</sup> at 6:00pm. Ausan will share the date with the public.
- s. Director Dombrowski stated the necessity of seriously revisiting our bylaws, regardless of any closure decisions. We need to revise the document to ensure that we are never in this situation again. We will need to revisit board structure and election procedure.
- t. Director Ambrose suggested that when drafting language about the next few months, we need to avoid the word "closed." We need to put as positive a spin on it as possible.
- u. Interim E.D. Ausan stated that strategic planning needs to take place. We need to focus on developing strong language around our intentions to rebuild the center.
- v. Director Ambrose asked what major events ICI has in the next few months. Ausan responded: less than 10. Ambrose suggested keeping strategic events in place for



the community. Director Dombrowski suggested that we update the budget to reflect the planned public programs.

- w. A question was raised of building security and integrity during a closure. Director Ambrose suggested we have a caretaker live on site. Interim E.D. Ausan and Director Dombrowski explained that having someone living at the Center could have negative consequences with the insurance.
  - x. Dates for next board meeting and community forum were reiterated for all.
5. Director Pilcher moved to adjourn the meeting. Director Poor seconded. All in favor. Meeting adjourned at 2:25 pm.

Submitted by:

Director Erin Poor