

Little Traverse Bay Bands of Odawa Indians

915 Emmet Street • P. O. Box 246
Petoskey, Michigan 49770

616-348-3410 • FAX 616-348-2589

RESOLUTION NO. 06279905

WHEREAS, the Tribal Council of the Little Traverse Bay Bands of Odawa Indians has decided to establish a Tribal Gaming Enterprise for the purposes of generating revenues to fund the operation and programs of the Tribal government, provide employment for Tribal members and enhance the economic self-sufficiency and welfare of the Tribe as a whole;

WHEREAS, the Tribal Council of the Little Traverse Bay Bands of Odawa Indians has negotiated various agreements with North American Sports Management VII, Inc. ("NORAM") and its affiliates under which NORAM will provide the Tribe with financial and other assistance in acquiring lands for gaming and non-gaming purposes, renovating an existing structure near Petoskey, Michigan and establishing and equipping an interim Tribal Gaming Facility therein, and constructing a larger, more permanent Gaming Facility near Mackinaw City, Michigan;

WHEREAS, by Resolution 06139901 the Tribal Council approved and authorized the execution of 13 documents that set forth the agreements and understandings between the Tribe and its affiliated and subordinate entities and NORAM and its affiliates. The following three additional documents are necessary for this purpose, copies of which are attached hereto:

1. Payment Agreement by and among the Little Traverse Bay Bands of Odawa Indians, the Tribal Gaming Administration of the Little Traverse Bay Bands of Odawa Indians, North American Sports Management VII, Inc. and National City Bank of Michigan/Illinois
2. Pre-Trust Note of the Tribe
3. Pre-Trust Mortgage of the Tribe

WHEREAS, the foregoing documents create remedies in favor of NORAM based upon a waiver of the sovereign immunity of the Tribe and its subordinate entities, and the Tribal Council has determined that the best interests of the Tribe require that the Tribal Gaming Administration be authorized to waive their respective sovereign immunity only to the extent set forth in the foregoing documents,

WHEREAS, the Tribal Council has reviewed the documents in which the various agreements and understandings between the Tribe and its affiliated and subordinate entities

and NORAM and its affiliates, and has determined that those documents accurately reflect the agreements and understandings of the parties and that execution of those documents would be in the best interests of the Tribe,

NOW, THEREFORE, BE IT HEREBY RESOLVED as follows:

1. The Tribal Chairperson, or in his absence, the Vice-Chairperson, hereby is authorized to execute the documents identified above;
2. The Tribal Chairperson, or in his absence, the Vice-Chairperson, hereby is authorized to execute such other documents and agreements as may be necessary to effectuate the closing of the transactions memorialized in the documents identified above, so long as any such ancillary documents do not alter the terms or substance of the documents identified above, or impose any additional liability or obligation upon the Tribe or any affiliated or subordinate entity of the Tribe other than to execute and deliver the documents identified above;
3. The Tribal Council recommends to the Tribal Gaming Administration that it authorize the execution, and proceed to execute, those of the foregoing documents and agreements to which the Tribal Gaming Administration is a party;
4. The Tribal Gaming Administration is hereby authorized to waive its respective sovereign immunity solely to the limited extent set forth in the foregoing documents and agreements.

Certification

As Tribal Secretary, I certify that this Resolution was duly adopted by the Tribal Council of the Little Traverse Bay Bands of Odawa Indians at a regular meeting of the Tribal Council held on June 27, 1999 at which a quorum was present, by a vote of 4 in favor, 1 opposed and 2 abstentions as recorded by this roll call.

	In Favor	Opposed	Abstained	Absent
George Anthony	<u> </u>	<u> </u>	<u> </u>	<u> </u>
Frank Ettawageshik	<u> </u>	<u> </u>	<u> </u>	<u> </u>
Dorothy Gasco	<u> </u>	<u> </u>	<u> </u>	<u> </u>
Barry Laughlin	<u> </u>	<u> </u>	<u> </u>	<u> </u>
Shirley Oldman	<u> </u>	<u> </u>	<u> </u>	<u> </u>
Rita Shananaquet	<u> </u>	<u> </u>	<u> </u>	<u> </u>
Alice Yellowbank	<u> </u>	<u> </u>	<u> </u>	<u> </u>

Date: 6-27-99

Barry Laughlin, Tribal Secretary