Resolution # 09-0722-207

Resolution Authorizing Certain Personnel at Little River Casino Resort to Initiate, Process, and Approve Wire Transfer Transactions

WHEREAS, the status of the Gaá Čhing Ziíbi Daáwaa Aníšchinhãbek (Little River Band of Ottawa Indians) as a sovereign and Treaty-making power is confirmed in numerous treaties, from agreements with the initial colonial powers on this land, to various treaties with the United States; and

WHEREAS, the Little River Band of Ottawa Indians (Tribe) is descended from, and is the political successor to, the Grand River Ottawa Bands, signatories of the 1836 Treaty of Washington (7 Stat. 491) with the United States, as reaffirmed by federal law in P.L. 103-324, enacted in 1994; and

WHEREAS, the Tribe adopted a new Constitution, pursuant to a vote of the membership on May 27, 1998, which Constitution became effective upon its approval by the Assistant Secretary-Indian Affairs on July 10, 1998; and

WHEREAS, the Tribe adopted amendments to the Constitution on April 26, 2004, which became effective upon approval by the Assistant Secretary-Indian Affairs on May 13, 2004; and

WHEREAS, the Tribal Council is authorized under Article IV, Section 7(a) to provide for the public health, peace, morals, education and general welfare of the Little River Band and its members; and

WHEREAS, Under Article IV, Section 7(c) and (d) the Tribal Council is delegated responsibility and authority regarding the management and oversight for land and assets; and

WHEREAS, under Article IV, Section 7(f) the Tribal Council is empowered to create subordinate organizations and to delegate to those subordinate organizations the power to manage the affairs and enterprises of the Tribe; and

WHEREAS, under Article V, the Ogema is empowered to manage the economic affairs, enterprises and operations of the Tribe consistent with the Ordinances and Resolutions enacted by the Tribal Council; and
WHEREAS, the Tribal Council has enacted the Resort Board of Directors Act of 2005, which sets forth specific empowerments and limitations under Article 5.01, assigning responsibility and accountability to the Board of Directors of Little River Casino Resort to create and adopt policy, consistent with the laws and resolutions enacted by Tribal Council; and

WHEREAS, the Board has adopted Finance Department Policies and Procedures that includes a policy to process wire transfers, and said policy was submitted to the Little River Band Gaming Commission on April 21, 2009, as evidenced by the Agenda request submitted by the Little River Casino Resort; and

WHEREAS, the Tribal Council, after consultation with the Tribal Ogema, agree that enacting a resolution for the limited purposes of approving the policy to control the wire transfer process, is necessary in order to protect the financial assets of the Tribe.

NOW THEREFORE IT IS RESOLVED THAT National City Bank ("Bank") is designated a depository of the Little River Casino Resort with full authority to accept deposits of money, checks, and other instruments (collectively "items") to the credit of Little River Casino Resort in accounts with the Bank in accordance with the written instructions of any person making the deposit and subject to the present or subsequently amended Master Treasury Management Services Agreement (the "Master Agreement"), receipt of which is acknowledged; and that the Little River Casino Resort hereby guarantees to the Bank the payment of all times which are deposited in its account(s) and the certification of this resolution by the Recorder shall bind the Little River Casino Resort upon this guaranty.

IT IS FURTHER RESOLVED THAT the Bank is authorized to pay or otherwise honor or apply in accordance with the Master Agreement, all checks, drafts, or other orders for payment, transfer, or withdrawal of money from any and all accounts maintained by the Little River Casino Resort with the Bank, provided that any transaction that is initiated bears at minimum endorsement by one signature from a valid and authorized signatory for the Account, as well as one signature of the persons identified herein as the confirmor or control signatory.

IT IS FURTHER RESOLVED THAT a facsimile signature of any of the herein named signers, once affixed, may be relied on by the Bank, without duty on the part of the Bank to determine the genuineness or authorization for said facsimile signature.

IT IS FURTHER RESOLVED THAT the persons from the management of Little River Casino Resort who are designated as signatory, or 'check signers' are identified as follows, including specimen signature:

Jerry Guenthardt
Ronald Pete
Charmaine Stone
Thomas Guenthardt
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Mark Kruspe
Michael Garrow

IT IS FURTHER RESOLVED THAT the persons from the management of the Little River Casino Resort who are designated as confirmor or control signatory, are identified as follows, including specimen signature:

Michael Garrow
Veldon Baird

IT IS FURTHER RESOLVED THAT in accordance with the policy established by the Little River Casino Resort, the Director of Finance, who is Veldon Baird, must authorize all wire transfer transactions prior to transfer.

BE IT FURTHER RESOLVED THAT the persons identified herein as ‘check signers’ are authorized to initiate wire transactions from the accounts of Little River Casino Resort established at the Bank.

BE IT FURTHER RESOLVED THAT, in connection herewith:

a) Any or all of the above named signers is authorized for and on behalf of the Little River Casino Resort to execute and deliver to the Bank such agreements and other writings, if any, as the Bank may require, which agreements and other writings, if any, shall be in such form and contain representations, agreements, authorizations, waivers, and other provisions as the Bank may require and as the person executing such agreements on behalf of the Little River Casino Resort may approve—provided that no signer has the authority to waive the Sovereign Immunity of the Tribe; and

b) Any or all of the above named signers is authorized for and on behalf of the Little River Casino Resort to make and do all such further and other acts and things including, but not limited to, supplying operational and procedural information to the Bank, as the Bank may from time to time deem necessary or advisable in connection with the foregoing, and, in each case, any such person’s execution thereof or other acts in connection therewith, shall be conclusive evidence of his or her approval and approval of this governing body, for the limited purposes of wire transfer transactions; and

c) Any one of the above named signers may not act in more than one capacity listed above for any individual transfer.

BE IT FURTHER RESOLVED THAT, in accordance with the policy established by the Little River Casino Resort, wire transfers are limited to the following purposes:

- Payroll
- Loan Payments
- Insurances
- Tribal Distribution
BE IT FURTHER RESOLVED THAT other transactions that may require wire transfer of funds, such as payments to approved Vendors, are limited in purpose to those vendors or entities that are either: a) Licensed as a Vendor by the Little River Gaming Commission or, in the event that the vendor is not licensed because by law they are not required to be licensed, then b) approved by the Board of Directors to receive payment in the form of wire transfer transaction.

BE IT FURTHER RESOLVED THAT the authority of the aforesaid individuals shall not impinge upon or expand the authority previously, concurrently, or hereafter granted to certain employees of the Little River Casino Resort for the transaction of business in connection with deposit accounts of the Little River Casino Resort with the Bank, and that the Bank’s Treasury Management personnel may rely exclusively on the authority herein granted.

BE IT FINALLY RESOLVED THAT a certified copy of this resolution, including certification of the names, and specimen signatures of the persons herein authorized to act on behalf of the Little River Casino Resort shall be furnished to the Bank, and that the Bank is authorized to rely on this resolution and certification until written notice is provided to the Bank by a subsequent resolution of any change therein.

CERTIFICATE OF ADOPTION

I do hereby certify that the foregoing resolution was duly presented and adopted by the Tribal Council with 8 FOR, 1 AGAINST, 0 ABSTAINING, and 0 ABSENT, at a Regular Session of the Little River Band of Ottawa Indians Tribal Council held on July 22, 2009, at the Little River Band’s Dome Room in Manistee, Michigan, with a quorum being present for such vote.

[Signature]
Janice M. Sam, Council Recorder

[Signature]
Stephen Parsons, Council Speaker

Attest:

Distribution: Council Records
Tribal Ogema
Tribal Court