



Little River Band of Ottawa Indians
1762 U.S. 31 South
Manistee MI 49660
(231) 723-8288

Resolution No. #01-0509-04

**Authorizing the Tribal Ogema, or in the absence of, the Tribal Council Speaker
to Execute a Second Amendment to the Design/Build Agreement
with Cunningham-Limp Company to Prescribe the Process for
Negotiating Adjustments to Milestone Dates for Substantial Completion of
Work Defined in Accordance with
Article 12 of Part of 2 of the Design/Build Agreement**

WHEREAS, the Tribe's status as a federally-recognized Indian tribe was reaffirmed and restored by Congress pursuant to Public Law 103-324, 108 Stat. 2156 (25 U.S.C. §1300k et seq.)(hereinafter "Little River Act"); and

WHEREAS, the Tribe adopted a 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 has determined that the development of the permanent casino/resort facilities is in the best, long-term interests of the Tribe and its members; and

WHEREAS, the Tribe has pursuant to Resolution No. #01-0303-02, authorized execution of a Design/Build Agreement, dated March 1, 2001, with Cunningham-Limp Company for design and construction of the Tribe's Permanent Casino/Resort (hereafter the "Agreement"); and

WHEREAS, the Tribe has pursuant to Resolution No. #01-0421-01, authorized execution of a first Amendment to the Agreement, which Amendment increased the Tribe's commitment of funds for additional work by \$4,500,000.00; and

WHEREAS, representatives of the Tribe and Cunningham-Limp have proposed additional amendments to the Agreement to more fully define the process for negotiating adjustments in the Milestone Dates for completion of work on the Casino and Hotel facilities under that Agreement; and

WHEREAS, pursuant to Article IV, Section 5 (a)(4) and Article V, Section 5(a)(3) and (8) of the Tribal Constitution, the Tribal Ogema, or in the absence of, the Tribal Council Speaker, is authorized to represent the Tribe in its relations with other organizations and manage the economic affairs/enterprises of the Tribe, in a manner consistent with the Tribal Constitution and resolutions of the Tribal Council; and

WHEREAS, the Tribal Council, pursuant to Article IV, Section 7 (b) of the Constitution, has the power to authorize and ratify agreements and contracts negotiated by the Tribal Ogema.

NOW THEREFORE IT IS RESOLVED THAT the Tribal Council of the Little River Band of Ottawa Indians hereby authorizes execution of a Second Amendment to the Design/Build Agreement with Cunningham-Limp Company in the form presented on May 10, 2001, including provisions to include an allocation of funds not to exceed \$250,000.00 for the purchase of Payment and Performance Bonds for the Permanent Casino Resort project.

IT IS FURTHER RESOLVED that the Tribal Council affirms that its maximum liability to Cunningham-Limp including this addendum to the Agreement shall not exceed the amount of \$14,750,000.00, which is the sum of \$10,000,000.00 plus the incremental amount of \$4,500,000.00 authorized by Resolution No. #01-0421-01, plus the incremental amount of \$250,000.00 authorized by this Resolution, for purposes of the limitation on recourse provisions of Section 6.9 of Part 1 of the Agreement.

IT IS FINALLY RESOLVED that except as expressly modified by the Second Amendment to the Agreement, the terms of the Agreement, together with the first Amendment are ratified and confirmed.

CERTIFICATE OF ADOPTION

I do hereby certify that the foregoing resolution was duly presented and adopted by the Tribal Council with 5 FOR, 2 AGAINST, 2 ABSENT, and 0 ABSTAINING, at a Regular Session of the Little River Band of Ottawa Indians Tribal Council held at the Little River Band Community Center on May 10, 2001, in Manistee, Michigan. A quorum of the Tribal Council being present for such vote.



Lisa M. McCatty, Council Recorder



Attest:

Joan Spalding, Council Speaker

Distribution: Tribal Council Records
Accounting Department (ATTN: Dale Magoon)
Tribal Court
Legal Department
Cunningham-Limp Company
Miller & Schroeder Investments