



**Little River Band of Ottawa Indians**

375 River Street  
Manistee, MI 49660  
(231) 723-8288

Resolution No. #02-0109-04

**Authorizing the Tribal Ogema, or in the absence of, the  
Tribal Council Speaker to Execute a Second Amended and Restated Management  
Agreement with Manistee Gaming L.L.C.,  
Agreeing to a Limited Waiver of Sovereign Immunity in Such Agreements,  
and Authorizing the Submission of that Agreement  
to the National Indian Gaming Commission**

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 is entitled to the protections and benefits accorded federally-recognized Indian tribes under federal law, including those under the Indian Gaming Regulatory Act of 1988 (25 U.S.C. §2701 et seq.)(hereinafter "IGRA"), which permits Indian tribes to operate Class II gaming activities on lands held in trust for the Tribe; and

WHEREAS, the Tribe has, since July 1999, conducted Class III gaming operations on its Reservation at an interim gaming facility, known as "Little River Casino Resort"; and

WHEREAS, the Tribe and Manistee Gaming, L.L.C., have previously entered into a Management Agreement, dated July 15, 1999, and a First Amendment to the Management Agreement, dated August 15, 1999, which Agreement was approved by the National Indian Gaming Commission on September 11, 1999; and

WHEREAS, the Tribe and Manistee Gaming, L.L.C. have determined that the establishment and operation of permanent Class III casino resort facilities will assist the Tribe generate and sustain the revenues needed to establish

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an effective tribal government, provide necessary employment opportunities services for tribal members and promote tribal self-sufficiency; and

WHEREAS, the Tribe and Manistee Gaming, L.L.C. have negotiated a number of amendments to the terms of the July 15, 1999 Management Agreement, as amended by the First Amendment to the Management Agreement, in anticipation of the development and operation of the permanent casino resort facilities; 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 the Tribal Ogema, or in the absence of, the Tribal Council Speaker, to execute a Second Amended and Restated Management Agreement, dated January 4, 2002, which authorizes Manistee Gaming L.L.C. to manage the Tribe's permanent Class III casino resort facility on behalf of the Little River Band of Ottawa Indians;

IT IS FURTHER RESOLVED that in approving the Amended and Restated Management Agreement, the Tribal Council agrees to a limited waiver of sovereign immunity and consents to have disputes between the Tribe and Manistee Gaming, L.L.C., which arise under that Agreement or other written agreements between the Tribe and Manistee Gaming, L.L.C., decided by arbitration.

IT IS FURTHER RESOLVED that the Tribe's agreement to arbitrate shall be enforced in accordance with Section 14.3 of that Agreement, including the limitation on recourse provisions of Section 14.3.10 of that Agreement.

IT IS FURTHER RESOLVED that the Tribal Representatives to the Business Board created in Section 3.5 of the Agreement shall be appointed by an affirmative vote of the Tribal Council.

IT IS FINALLY RESOLVED that the Tribal Council hereby authorizes and directs the Tribal Ogema to submit the Management Agreement, and any collateral agreements, to the National Indian Gaming Commission for final review and approval in accordance with IGRA and regulations promulgated thereunder.

CERTIFICATE OF ADOPTION

I do hereby certify that the foregoing resolution was duly presented and adopted by the Tribal Council with 8 FOR, 0 AGAINST, 1 ABSENT, and 0 ABSTAINING, at a Regular Session of the Little River Band of Ottawa Indians Tribal Council held on January 9, 2002, at the Little River Band Downtown Offices in Manistee, Michigan, with a quorum being present for such vote.

  
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Janine M. Sam, Council Recorder

Attest:

  
\_\_\_\_\_  
Steven Parsons, Council Speaker

Distribution: Council Records  
Tribal Ogema  
Tribal Court  
Legal Department  
Manistee Gaming, L.L.C.  
National Indian Gaming Commission