



Little River Band of Ottawa Indians
375 River Street
Manistee, MI 49660
(231) 723-8288

Resolution No. #02-0508-14

**Authorizing the Tribal Ogema, or in the absence of, the
Tribal Council Speaker to Execute the Native American Survivor
Wide Area Progressive System Agreement, dated 03/28/02, with
Sodak Gaming, IGT and WMS Gaming, together with Attachment (A)
to that Agreement and Consenting to Have Disputes Arising Under That Agreement
Resolved by Binding Arbitration in Accordance
with Section 3 of that Attachment (A)**

WHEREAS, the Band'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 Band 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 Band 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 Band; 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; and

WHEREAS, pursuant to Article XI, Section 1 of the Constitution provides that the Tribal Council "shall not waive or limit the right of the Little River Band to be immune from suit, except as authorized by tribal ordinance or resolution or in furtherance of tribal business enterprises"; and

WHEREAS, the Director of Gaming Operations for Little River Casino Resort has presented a Native American Survivor Progressive System Agreement, dated 03/28/02, with Sodak Gaming, IGT, and WMS Gaming, to place eight (8) Survivor series progressive machines on the gaming floor at Little River Casino Resort's new facilities; and

WHEREAS, the Legal Department has, in connection with the above progressive system agreement, presented an Attachment (A) - Additional Terms and Conditions, which would amend certain terms and conditions included in the Native American Survivor Progressive System Agreement; and

WHEREAS, among other things, Sodak, IGT and WMS Gaming have agreed to amend the terms of the limited waiver of sovereign immunity applicable to that Native American Survivor Progressive System Agreement (the "Agreement") to allow disputes arising under the Agreement to be resolved through binding arbitration, enforceable in either the United States District Court for the Western District of Michigan or the Commercial Division of the Tribal Court, which agreement is reflected in Section 3 of the Additional Terms and Conditions described in Attachment (A); and

WHEREAS, the Tribal Council has adopted the Arbitration Code, Ordinance #01-300-02, governing the approval of contracts which include arbitration provisions; and

WHEREAS, the Tribal Council has determined that the specific waiver of sovereign immunity requested by those companies for the specific purpose of enforcement and/or interpretation of that agreement is in furtherance of important Tribal purposes and tribal business enterprises and that such waiver is authorized by and is consistent with Article XI, Section 1 of the Tribe's Constitution.

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 the Native American Survivor Progressive System Agreement, dated 03/28/02, including Attachment (A) - Additional Terms and Conditions, with Sodak Gaming, IGT and WMS Gaming to provide and install eight (8) Survivor series progressive slot machines.

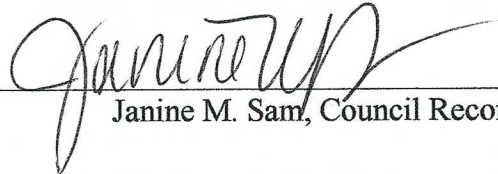
IT IS FINALLY RESOLVED THAT the Tribal Council agrees to a limited waiver of sovereign immunity and consents to have disputes between the Tribe and Sodak Gaming, which arise under that agreement decided by arbitration, including the limitation on recourse provisions contained in Section 3.3 of the Additional Terms and Conditions to that Agreement, and would further provide for enforcement of arbitration awards in either

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United States District Court for the Western District of Michigan or the Commercial Division of the Tribal Court in accordance with the Tribal Arbitration Code.

CERTIFICATE OF ADOPTION

I do hereby certify that the foregoing resolution was duly presented and adopted by the Tribal Council with 7 FOR, 0 AGAINST, 0 ABSTAINING, and 2 ABSENT, at a Regular Session of the Little River Band of Ottawa Indians Tribal Council held on May 8, 2002, at the Little River Band's Downtown Offices in Manistee, Michigan, with a quorum being present for such vote.


Janine M. Sam, Council Recorder

Attest:


Stephen Parsons, Council Speaker

Distribution: Council Records
Tribal Ogema
Tribal Court
Legal Department
LR CR (Attn: Mike Dickson)
Sodak Gaming/IGT/WMS Gaming