



**Little River Band of Ottawa Indians**

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

**Resolution # 03-0904-276**

*Authorizing the Tribal Council Speaker and the Tribal Ogema to Execute Documents Approving a Settlement Between the Band and Cunningham-Limp Company Concerning the Final Payment Due to Cunningham-Limp Under the Design Build Agreement and Resolving Punch List/Non-conforming Work Issues*

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.); 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, 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 Band 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; and

WHEREAS, the Band 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 Band's Permanent Casino/Resort (hereafter the "Agreement"); and

WHEREAS, the Band has retained auditors and legal counsel to assist the Band resolve questions regarding certain costs charged to the Casino/Resort Project and to negotiate a settlement under which the parties agree to a Final Payment to be made under the Agreement and to resolve outstanding work items related to the Project; and

WHEREAS, the Band's attorneys have recommended a financial settlement and presented a letter agreement outlining settlement terms and the process for effectuating that

settlement, including resolution of outstanding punch list/non-conforming work items; and

WHEREAS, the Tribal Council wishes to approve the settlement terms proposed in order to complete the financial close-out of the Casino Resort Project and to close the Taxable Construction Loan with Marshall Investments, Inc. and various lenders.

NOW THEREFORE IT IS RESOLVED THAT the Tribal Council of the Little River Band of Ottawa Indians hereby authorizes the Tribal Council Speaker and the Tribal Ogema to execute a letter agreement outlining the terms of the financial settlement with Cunningham-Limp Company as presented by the Band's attorneys.


IT IS FURTHER RESOLVED THAT the Tribal Council authorizes the Tribal Council Speaker and the Tribal Ogema to execute the final Application for Payment under the Design/Build Agreement with Cunningham-Limp Company and other documents necessary to complete the disbursement of loan proceeds consistent with the terms of the settlement.

IT IS FINALLY RESOLVED THAT the Tribal Council authorizes the Facilities Director for Little River Casino Resort to coordinate with Project Accountant, Dale Magoon, and Cunningham-Limp Company to assure the proper and timely completion of the work items listed on Schedule I attached to the settlement agreement with Cunningham-Limp and, upon verification of the completion of each work item, to request disbursement of the amount(s) specified on Schedule I. The Facilities Director and the Project Accountant shall file a joint report, not less than monthly, reporting on the progress toward completion of all work items listed on Schedule I.

#### **CERTIFICATE OF ADOPTION**

I do hereby certify that the foregoing resolution was duly presented and adopted by the Tribal Council with 7 FOR, 1 AGAINST, 0 ABSTAINING, and 1 ABSENT, at the Closed Meeting portion of an Emergency Session of the Little River Band of Ottawa Indians Tribal Council called for this purpose at the Little River Band's Downtown Offices on September 4, 2003, in Manistee, Michigan. A quorum of the Tribal Council being present for such vote.

  
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Janine M. Sam, Council Recorder

  
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Stephen Parsons, Council Speaker

Attest:

Distribution: Tribal Council Records  
Cunningham-Limp Company  
Tribal Ogema  
Legal Department