

Little River Band of Ottawa Indians

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

Resolution # 05-0105-7

Ratification of Engagement Letter Contract with Kalcher, Vanderwal, Torrey, P.C. to Provide Audit Services for the Little River Casino Resort Expansion Project

WHEREAS, the status of the *Gaá Čhíng Ziibi Daáwaa Aníshinaábek* (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, the Tribal Council is authorized under Article IV, Section 7(b) to authorize and ratify agreements negotiated by the Ogema; and

WHEREAS, the Tribal Council created the Development Committee to manage the Little River Casino Resort Expansion Project (*Project*); and

WHEREAS, the Development Committee has determined that audit of the construction activities and financial activities throughout the Project is necessary to assure this project is being managed properly; and

WHEREAS, the Development Committee issued a Request for Proposals to companies that could provide auditing services on this Project, and limited those companies to local firms to avoid travel costs and allow for more timely responses; and

WHEREAS, the Development Committee has selected Kalcher, Vanderwal, Torrey, P.C. to provide these services and has a review of the engagement letter by the Legal Department and the Comptroller General;

NOW THEREFORE IT IS RESOLVED THAT the Tribal Council of the Little River Band of Ottawa Indians hereby ratifies the engagement letter from Kalcher, Vanderwal, Torrey, P.C. to provide audit services for the Little River Casino Resort Expansion Project to be managed by the Technical Advisor for the Development Committee and as assisted by the Comptroller General.

IT IS FURTHER RESOLVED THAT all requests to perform an audit shall be in writing and approved by the Development Committee prior to action. Such authorization shall be memorialized by a memo signed by the General Manager, as a member of the Development Committee.

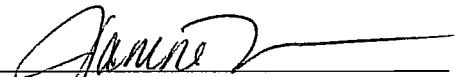
IT IS FURTHER RESOLVED THAT the Technical Advisor shall identify the cost of services and present to the Development Committee for approval a proposed cost for these services which shall be utilized to identify the total cost of the contract services.

IT IS FINALLY RESOLVED THAT nothing in this engagement letter waives the sovereign immunity of the Tribe and ratification of this engagement letter cannot be construed or interpreted to provide a waiver of sovereign immunity of the Tribe.

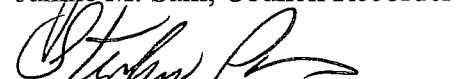
CERTIFICATE OF ADOPTION

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 Closed Session of the Little River Band of Ottawa Indians Tribal Council held on January 5, 2005, at the Little River Band's Conference Room in Manistee, Michigan, with a quorum being present for such vote.

Attest:



Janine M. Sam, Council Recorder



Stephen Parsons, Council Speaker