



Little River Band of Ottawa Indians

PO Box 314

Manistee MI 49660-0314

ORIGINAL

RESOLUTION NO. #97-0223-01

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, Section 8(a)(2) of the Little River Act (25 U.S.C. §1300k-6(a)(2)), provides that the governing documents in effect as of the date of enactment of the Little River Act shall be the interim governing documents for the Tribe until such time as a new governing document is enacted under the Secretarial election required by the Little River Act; and

WHEREAS, the Tribal Council, pursuant to Article VII, Section 1. (f) of the Constitution and Bylaws of the Little River Band of Ottawa Indians ("Tribal Constitution"), is authorized to manage the economic affairs of the Tribe; and

WHEREAS, the Tribal Chairman, pursuant to Article IV, Section 11 (f)(2) of the Tribal Constitution, is authorized to represent the Tribe in its relations with other organizations, in a manner consistent with the Tribal Constitution;

WHEREAS, the Tribe has determined that the establishment and operation of a tribal health clinic will enable the Tribe to provide necessary health and other critical human services to a broad spectrum of tribal members and promote tribal self-sufficiency; and

WHEREAS, the Tribe has agreed to terms with the Children's Community Center for the acquisition of the Forest Clinic Building, which has facilities suitable for the establishment of a Tribal Health Clinic; and

WHEREAS, the Tribal Council, pursuant to Tribal Council Resolution No. #95-0209-07, authorized Tribal Chairman Robert Guenthardt or Vice-Chair Kathy Berentsen to negotiate the purchase of the Forest Clinic Building and to execute such agreements as are necessary to proceed with such acquisition; and

WHEREAS, the Tribe must execute a Mortgage Agreement and Promissory Note in an amount up to \$200,000.00 to cover the costs of acquiring and renovating the Forest Clinic Building so that it is suitable for the Tribe's intended use of such building; and

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WHEREAS, FMB Bank has tentatively agreed to provide the Tribe with a Loan in the amount required and to proceed with the negotiation and execution of a Mortgage Agreement and Promissory Note with representatives of the Tribe; and

WHEREAS, the Little River Band of Ottawa Indians, as a federally recognized Indian Tribe, is immune from suit for damages in federal, state or tribal courts; and

WHEREAS, Article XII of the Little River Band of Ottawa Indians' 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 Tribal Council understands that the Forest Clinic property would be provided as security for such Mortgage and Note and that, in the event the Tribe defaults on repayment of the Mortgage and Note, the amount due may be recovered from solely from such security and that FMB Bank may only seek enforcement and collection of such amounts to be repaid from revenues received by the Tribe from the Forest Clinic property and assets the Forest Clinic property itself; and

WHEREAS, the Tribal Council further understands that the Tribe would be agreeing to waive its sovereign immunity from suit in state or Tribal courts for purposes of enforcement and/or interpretation of the terms of the Mortgage Agreement and Promissory Note and that the Tribe would agree to have those documents construed and enforced in accordance with the laws of the State of Michigan; and

WHEREAS, the Tribal Council has determined that the specific waiver of sovereign immunity requested by FMB Bank in the Mortgage Agreement and Promissory Note, for the specific purpose of enforcement and/or interpretation of the Mortgage and Note, is in furtherance of important Tribal purposes.

NOW THEREFORE IT IS RESOLVED THAT the Tribal Council of the Little River Band of Ottawa Indians hereby authorizes Chairman Robert Guenthardt or, in his absence, Vice Chair Kathy Berentsen, to execute the Mortgage Agreement and Promissory Note to allow performance and payment by FMB Bank of a Loan in an amount not to exceed \$200,000.00, in whatever amount is determined necessary to acquire and renovate the Forest Clinic Building;

IT IS FURTHER RESOLVED THAT the Tribal Council, by authorizing the Tribal Chairman or Vice Chair to execute such documents, expressly agrees to waive its sovereign immunity from suit for the


Resolution No. #97-0223-__
Page Three

sole purpose of enforcement and/or interpretation of the terms of the Mortgage and Note.

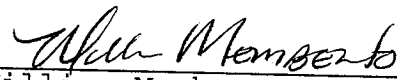
Certificate of Adoption

This resolution was adopted by the Tribal Council of the Little River Band of Ottawa Indians at a special meeting held on February 23, 1997 by a vote of 4 in favor, 0 opposed, 1 absent and 0 abstentions. A quorum of the Tribal Council being present for such vote.

Date: 2/23/97


Charles Fisher, Council Secretary

Attest:


William Memberto, Councilor