



Little River Band of Ottawa Indians

PO Box 314
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(616) 723-8288

Resolution No. #99-0707-04

**Authorizing Little River Casino Resort's Business Board and
General Manager to Execute an ATM License/Use Agreement with
Bank of America and Agreeing to a Limited Waiver of Sovereign Immunity
in Such Agreement**

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, pursuant to Article IV, Section 7 (f) of the Tribal Constitution, the Tribal Council is authorized to create subordinate organizations and to delegate to such organizations the power to manage the affairs and enterprises of the Tribe; 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 on behalf of the Tribe; and

WHEREAS, the Tribal Council has, pursuant to Resolution No. #99-0314-07, authorized the chartering of Little River Casino Resort, as a distinct instrumentality created, wholly-owned and controlled by the Tribe, for the purpose of operating a Class II and Class III gaming resort on the Tribe's Reservation; and

WHEREAS, the Tribal Council has, pursuant to Resolution No. #99-0502-01, designated the persons authorized to execute contracts on behalf of Little River Casino Resort pending approval of the management agreement with North American Gaming Company (now known as "Manistee Gaming LLC"); and

WHEREAS, the Tribal Council desires to enter into various agreements with Bank of America to provide for the installation of automated teller machines ("ATM's") in the Tribe's gaming facility; and

WHEREAS, Bank of America has proposed to install ATM machines in the gaming facility operated by Little River Casino Resort pursuant to a license/use agreement, dated 6/29/99, and

WHEREAS, the Tribal Council understands that the agreement proposed by Bank of America includes a waiver of Tribal sovereign immunity from suit in federal Tribal and state courts, which varies slightly from the form of waiver approved by the Tribal Council in Resolution No. #99-0503-01; and

WHEREAS, the Tribal Council has determined that the specific waiver of sovereign immunity requested by Bank of America for the specific purpose of enforcement and/or interpretation of the ATM license/use 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.

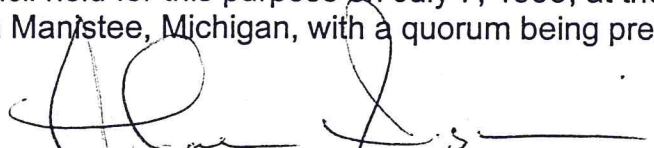
NOW THEREFORE IT IS RESOLVED THAT the Tribal Council of the Little River Band of Ottawa Indians hereby authorizes Little River Casino Resort Business Board representative, Connie Waitner, and General Manager, Tom Davis, to execute the Automated Teller Machine License/Use Agreement, dated 06/29/99, on behalf of Little River Casino Resort, which agreement grants Bank of America a license to install and maintain ATM machines at Little River Casino Resort's facilities in accordance with the terms and conditions defined in that Agreement..

IT IS FURTHER RESOLVED THAT the Tribal Council, by ratifying the Agreements executed by Connie Waitner and Tom Davis, the Tribe expressly agrees to waive its sovereign immunity and consents and submits to the jurisdiction of the Federal District Court for the Western District of Michigan (including all Federal appellate courts) or the Tribal Court and, if the foregoing forums lack jurisdiction, the courts of the State of Michigan, for any action or proceeding arising out of or relating to the ATM License/Use Agreement

IT IS FURTHER RESOLVED that the Tribal Council hereby authorizes and directs the Business Board for Little River Casino Resort to take such other action necessary, required or appropriate to carry out the purposes of this Resolution.

CERTIFICATE OF ADOPTION

I do hereby certify that the foregoing resolution was duly presented and adopted by the Tribal Council with 6 FOR, 0 AGAINST, 3 ABSENT, and 0 ABSTAINING, at a Special/Emergency Session of the Little River Band of Ottawa Indians Tribal Council held for this purpose on July 7, 1999, at the Little River Community Center in Manistee, Michigan, with a quorum being present for such vote.



Charles Fisher, Council Recorder

Attest:



Donald Koon, Councilor