

**BOARD OF DIRECTORS REGULAR MEETING
SNOWMOBILE MUSEUM
NAUBINWAY, MICHIGAN
MINUTES
MAY 17, 2016**

The meeting was opened at 6:26 p.m. by Chairperson Payment.

Present: Dennis McKelvie, Kim Gravelle, DJ Hoffman, Jennifer McLeod, Lana Causley, Catherine Hollowell, Bridgett Sorenson, Keith Massaway, Denise Chase, Darcy Morrow, and Aaron Payment.

Absent: Cathy Abramson.

Moved by Director Massaway, supported by Director Morrow, to approve the agenda as read.

Motion carried unanimously.

Without objection, will add the UPCAP resolution. No objections.

Moved by Director McKelvie, supported by Director Morrow, to excuse Director Abramson from the meeting.

Motion carried unanimously.

Moved by Director McLeod, supported by Director Massaway, to approve the Minutes of 3-8-2016 and 3-29-2016, with corrections to 3-8-2016.

Motion carried, with Director Sorenson abstaining for 3-29-2016.

Moved by Director McKelvie, supported by Director Causley, to approve Res. 2016-111, Partial Waiver of Convictions for Mr. Christian T. Gregory.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors, pursuant to Tribal Code Chapter 76 grants a partial waiver to Mr. Christian T. Gregory for the convictions of: Misdemeanor Controlled Substance- Use Marijuana – 1/2016.

Motion carried unanimously.

Moved by Director Massaway, supported by Director Hoffman, to approve Res. 2016-112, Approving Contract Steward & Sheridan, P.L.C.

RESOLVED, that the Board of Directors hereby approves the contract between the Sault Ste. Marie Tribe of Chippewa Indians and Steward & Sheridan, PLC, ending December 31, 2016, for the purpose of providing legal services to the Tribe.

Motion carried unanimously.

Moved by Director Hollowell, supported by Director Hoffman, to table to the next meeting the resolution regarding the compensation of appellate judges.

Roll Call Vote: Motion carried with Directors McLeod, Morrow, Hollowell, Chase, Hoffman, Gravelle approving; Directors McKelvie, Sorenson, Massaway opposing; Director Causley abstaining.

Moved by Director Sorenson, supported by Director Gravelle, to approve Res. 2016-113, Appointment of Karrie Wichtman as an Appellate Judge.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors hereby appoints Karrie Wichtman to serve as an attorney judge for the Sault Ste. Marie Tribe of Chippewa Indians Court of Appeals, for a four (4) year term beginning May 17, 2016 and authorizes the Chairperson or his designee to contract with her for that position.

Roll Call Vote: Motion carried with Directors Hoffman, McLeod, Massaway, McKelvie, Gravelle, Sorenson, Hollowell approving; Directors Morrow, Chase opposing; Director Causley abstaining.

Moved by Director Sorenson, supported by Director Massaway, to approve Res. 2016-114, Appointment of Karrie Wichtman Chief Judge of the Appellate Court.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors hereby appoints Karrie Wichtman as Chief Judge of the Sault Ste. Marie Tribe of Chippewa Indians Court of Appeals for a term co-extensive with her term as a Judge of the Court of Appeals beginning May 17, 2016.

Roll Call Vote: Motion carried with Directors Sorenson, Hoffman, Gravelle, Hollowell, McLeod, Massaway, McKelvie approving; Directors Morrow, Chase opposing; Director Causley abstaining.

Moved by Director Sorenson, supported by Director Hollowell, to approve Res. 2016-115, Appointment of Jared Alan Blair Hautamaki as a Reserve Appellate Judge.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors hereby appoints Jared Alan Blair Hautamaki to serve as a reserve attorney judge for the Sault Ste. Marie Tribe of Chippewa Indians Court of Appeals for a four (4) year term beginning May 17, 2016 and authorizes the Chairperson or his designee to contract with him for that position.

Roll Call Vote: Motion carried unanimously.

Moved by Director McKelvie, supported by Director McLeod, to approve Res. 2016-116, Appointment of Elizabeth Kronk-Warner as a Reserve Appellate Judge.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors hereby appoints Elizabeth Kronk-Warner to serve as a reserve attorney judge for the Sault Ste. Marie Tribe of Chippewa Indians Court of Appeals for a four (4) year term beginning May 17, 2016 and authorizes the Chairperson or his designee to contract with her for that position.

Roll Call Vote: Motion carried with Directors McKelvie, McLeod, Sorenson, Hollowell, Massaway, Causley, Hoffman, Gravelle approving; Directors Morrow, Chase opposing.

Moved by Director Massaway, supported by Director Sorenson, to approve Res. 2016-117, Waiver of Sovereign Immunity and Consent to Waiver of Tribal Court Jurisdiction for MEDC Grant for Frazier Dock.

BE IT RESOLVED, by the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians, as follows:

Section 1 FINDINGS AND DETERMINATIONS: The Board of Directors finds and determines that:

1.1 The Sault Ste. Marie Tribe of Chippewa Indians ("Tribe") is a federally recognized Indian Tribal Government organized under the provisions of the Indian Reorganization Act of 1934.

1.2 The Tribe is building a commercial fishing harbor in northern Lake Michigan; and

1.3 The Michigan Economic Development Corporation ("MEDC"), a governmental instrumentality of the State of Michigan, has awarded the Tribe a \$200,000 grant to aid in the construction of the commercial fishing harbor as found in the attached grant document ("Agreement"); and

1.4 In order to authorize Tribal staff to enter into the Agreement, the Tribe is required to confirm that the Tribe and all other entities claiming by, through or under the Tribe will not claim tribal immunity or exclusive Tribal Court jurisdiction with respect to any disputes or causes of action between the Tribe and MEDC that might arise from, or relate to, in any respect, the Agreement. All of the foregoing are referred to herein as the "Waiver and Consent Obligations."

1.5 It is in the Tribe's interest to resolve as stated herein.

Section 2 WAIVER OF SOVEREIGN IMMUNITY; CONSENT TO JURISDICTION; GOVERNING LAW

2.1 The Tribe hereby waives its sovereign immunity from suit in favor of MEDC only should an action be commenced under the Agreement.

This waiver:

- i) shall terminate upon performance by the Tribe of all of its obligations under the Agreement or any subsequent extensions of the Agreement;
- ii) is granted solely to the State of Michigan;
- iii) shall extend to inter alia, any judicial or non judicial action, including, but not limited to, any lawsuit, arbitration, and judicial or non judicial action to resolve disputes between the Tribe and State of Michigan and the assertion of any claim in a court of competent jurisdiction or with any arbitrator or arbitration panel to enforce the obligations under the Agreement;
- iv) shall be limited to Tribe assets; and
- v) shall be enforceable only in a court of competent jurisdiction, including courts of the State of Michigan, the Sault Chippewa Tribal Court and federal courts in Michigan (including the United States Bankruptcy Court) or any arbitrator or arbitration panel.

Section 3 WAIVER OF TRIBAL COURT JURISDICTION

3.1 The Board of Directors waives the exclusive jurisdiction of the Tribal Court over any action arising under the Agreement.

Motion carried unanimously.

Moved by Director Hollowell, supported by Director Causley, to approve Res. 2016-118, Limited Waiver of Sovereign Immunity and Consent to Waiver of Tribal Court Jurisdiction Credit Agreement with the Huntington National Bank Authorization to Enter into Agreements.

BE IT RESOLVED, by the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians, as follows:

- Section 1 FINDINGS AND DETERMINATIONS: The Board of Directors finds and determines that:
- 1.1 The Sault Ste. Marie Tribe of Chippewa Indians ("Tribe") is a federally recognized Indian Tribal Government organized under the provisions of the Indian Reorganization Act of 1934.
 - 1.2 The Board of Directors of the Tribe wishes to enter into a "Letter of Credit" arrangement in the amount of Fifty Thousand Dollars and 00/00 (\$50,000.00) with The Huntington National Bank ("Bank") to satisfy the security requirement of the Michigan Department of Environmental Quality wetlands preservation and mitigation permitting program to comply with the MDEQ wetlands permitting requirements for the Epoufette harbor project.
 - 1.3 Bank will not consent to the issuance of this LOC without a limited waiver of sovereign immunity or waiver of Tribal Court jurisdiction.
 - 1.4 In order to induce the Bank to enter into the Letter of Credit, the Tribe is required to confirm that the Tribe and all other entities claiming by, through or under the Tribe will not claim tribal immunity or exclusive Tribal Court jurisdiction with respect to any disputes or causes of action between the Tribe and the Bank that might arise from, or relate to, in any respect, the Letter of Credit (LOC).
 - 1.5 It is in the Tribe's interest to resolve as stated herein.
- Section 2 LIMITED WAIVER OF SOVEREIGN IMMUNITY; CONSENT TO JURISDICTION; GOVERNING LAW.
- 2.1 The Tribe hereby waives its sovereign immunity from suit in favor of Bank only should an action be commenced under the Bank contract referenced above.
- This waiver:

- (i) shall terminate upon performance by the Tribe of all of its obligations under the Letter of Credit, or any subsequent extensions of the Letter of Credit;
- (ii) is granted solely to the Bank;
- (iii) shall extend to inter alia, any judicial or non-judicial action, including, but not limited to, any lawsuit, arbitration, and judicial or non-judicial action to resolve disputes between the Tribe and Bank and the assertion of any claim in a court of competent jurisdiction or with any arbitrator or arbitration panel to enforce the obligations under the Letter of Credit;
- (iv) shall be enforceable only in a court of competent jurisdiction, including courts of the State of Michigan, the State of Ohio, the Tribal Court, and federal courts in Michigan and Ohio (including the United States Bankruptcy Court) or any arbitrator or arbitration panel.

Section 3 WAIVER OF TRIBAL COURT JURISDICTION

3.1 The Board of Directors waives the exclusive jurisdiction of the Tribal Court over any action arising under the Letter of Credit.

Section 4 AUTHORIZATION

4.1 The Board of Directors of the Tribe hereby authorizes the Chairperson, the Treasurer, the Chief Financial Officer of the Tribe, and each of their designees, to each act to execute the necessary documents to effectuate this transaction as needed, including, but not limited to the Letter of Credit.

Roll Call Vote: Motion carried with Directors Sorenson, Causley, Gravelle, Hollowell, McLeod, Massaway, McKelvie approving; Directors Hoffman, Morrow, Chase opposing.

Moved by Director Morrow, supported by Director Massaway, to approve Res. 2016-119, Letter of Intent Upper Peninsula Commission for Area Progress.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors supports, approves, and authorizes, the Eldercare Service Division, to send a letter of intent to receive a grant application from the Upper Peninsula Commission for Area Progress in order to secure funding to provide and expand direct services to Native American Elders.

BE IF FURTHER RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby authorizes the Assistant Executive Director and/or Executive Director, to sign on behalf of the Tribe, the letter of intent, to be sent to the Upper Peninsula Commission for Area Progress for a four year period, expiring on December 31, 2020.

Motion carried unanimously.

Moved by Director McLeod, supported by Director Morrow, to approve Res. 2016-120, Sovereignty in Indian Education (SIE) Enhancement Acceptance of Grant and Establishment of a FY 2017 Budget.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby accepts the Sovereignty in Education Enhancement Grant.

BE IT FURTHER RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby approves the establishment of the FY 2017 budget for Sovereignty in Education Enhancement Grant with monies received from Bureau of Indian Education of \$200,000.00. No effect on Tribal Support.

Roll Call Vote: Motion carried unanimously.

Moved by Director Massaway, supported by Director Hollowell, to approve Res. 2016-121, Governmental MEDC 3 Mile Project Establishment of FY 2016 Budget.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby approves the establishment of a FY 2016 budget for the MEDC 3 Mile Project with State Revenue monies of \$33,008.14. No effect on Tribal Support.

Roll Call Vote: Motion carried with Directors Morrow, McLeod, Chase, Massaway, McKelvie, Gravelle, Sorenson, Hollowell approving; Director Hoffman opposing; Director Causley was out of the room at the time.

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Moved by Director Hollowell, supported by Director McLeod, to approve Res. 2016-122, GLRI Tribal Initiative Establish FY 2016 Budget.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby approves the establishment of a FY 2016 budget for GLRI Tribal Initiative with Federal EPA monies of \$100,000. No effect on Tribal Support.

Motion carried unanimously.

Moved by Director Sorenson, supported by Director McKelvie, to approve Res. 2016-123, Culture Camp FY 2016 Budget Modification.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby approves the FY 2016 budget modification to Culture Camp to reallocate expenses to construct an arbor. No effect on Tribal Support.

Motion carried unanimously.

Moved by Director Hoffman, supported by Director Chase, to approve Res. 2016-124, Health Center X-Ray FY 2016 Budget Modification.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby approves the FY 2016 budget modification to Health Center X-Ray for a change in the personnel sheet, reallocation of expenses, and an increase in Other Revenue – Third Party Revenue monies of \$87,000. No effect on Tribal Support.

Roll Call Vote: Motion carried unanimously.

Moved by Director Causley, supported by Director McKelvie, to table the resolution regarding the PHN Newberry/Escanaba Clinics.

Roll Call Vote: Motion carried with Directors McKelvie, McLeod, Sorenson, Hollowell, Massaway, Causley approving; Directors Morrow, Chase, Hoffman, Gravelle opposing.

Moved by Director Causley, supported by Director Hollowell, to appoint Gail Mattson to the Unit Two Newberry Elder Subcommittee as a Regular Member, for a four year term, expiring May 2020.

Motion carried unanimously.

Moved by Director Sorenson, supported by Director Massaway, to approve the recommendation of the Great Lakes Conservation Committee and transfer the license of Steve Grondin (SSM-237) to Mike McNeely.

Roll Call Vote: Motion carried with Directors McKelvie, McLeod, Sorenson, Hollowell, Massaway, Chase, Causley, Gravelle approving; Directors Morrow, Hoffman opposing.

Moved by Director McKelvie, supported by Director Causley, to adjourn the meeting.

Motion carried unanimously.

Meeting adjourned: p.m.

Date: 7-12-16

Secretary: Bridgett Sorenson

Others present: John Wernet, Bill Connolly, Jessica Dumback, Tom Gorenflo, Jackie Minton, Joel Lumsden, Russ McKerchie, Joanne Carr.