

**BOARD OF DIRECTORS SPECIAL MEETING
KEWADIN CASINO AND CONVENTION CENTER
SAULT STE. MARIE, MICHIGAN
MINUTES
December 7, 2015**

The meeting was opened at 5:08 p.m. by Chairperson Payment.

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

Absent:

Moved by Director Sorenson, supported by Director McLeod, to approve the agenda as read.

Motion carried unanimously.

Without Objection, will suspend the rules and add the Lease Cancellation and Trust Land Resolutions. No objections.

Moved by Director Morrow, supported by Director Chase, to suspend the rules and add the resolution regarding Waiver of Sovereign Immunity.

Motion carried with Directors McLeod, Massaway abstaining.

Moved by Director Hoffman, supported by Director Gravelle, to suspend the rules and add the COLA resolution to the agenda.

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

Moved by Director Massaway, supported by Director Causley, to approve Res. 2015-253, Amending the Bylaws of the Elder Advisory Committee.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby adopts the amended Elder Advisory Committee Bylaws as shown in the attached pages.

Roll Call Vote: Motion carried unanimously.

Moved by Director Abramson, supported by Director McLeod, to approve Res. 2015-254, Amending Tribal Code Chapter 30: Child Welfare Code Subchapter XII: Committees and Workers 30.1204 Meetings.

NOW, THEREFORE, BE IT RESOLVED, that Tribal Code Chapter 30: Child Welfare Code, Subchapter XII: Committees and Workers, Section 30.1204 Meetings (2), is amended to read:

30.1204 Meetings. (2) Any member of the Committee who has three (3) absences within any twelve (12) month period shall forfeit membership with the Committee. Arriving in excess of one (1) hour after the commencement of any meeting shall be considered an absence for the above purposes.

Motion carried with Director Hoffman opposing.

Moved by Director McLeod, supported by Director Massaway, to approve Res. 2015-255, EPA Great Lakes Restoration Initiative (GLRI) 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 EPA GLRI with Federal EPA Revenue monies of \$39,040.13. No effect on Tribal Support.

Motion carried with Directors Hoffman, Morrow approving.

Moved by Director Sorenson, supported by Director Hollowell, to approve the res. Regarding Accounting Services.

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

Moved by Director Sorenson, supported by Director Massaway, to approve Res. 2015-256, Medicare Improvements for Patients and Providers Act (MIPPA) 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 Medicare Improvement for Patients and Providers Act (MIPPA) with Federal HHS Revenue monies of \$4,560.00. No effect on Tribal Support.

Motion carried unanimously.

Moved by Director Sorenson, supported by Director Gravelle, to approve Res. 2015-257, Lease Cancellation to Doris L. Bradley and Clinton D. Bradley BIA Lease No: 469-23-00006-12.

RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby authorized its Tribal Chairperson, Aaron Payment and Treasurer, Dennis McKelvie to execute this lease cancellation, and land being described as: State of Michigan, County of Chippewa, Kinross Township Part of Section 29 and S1/2 Section 20, Township 45 Range 1 W Lot 607, Cedar Grove Estates III.

BE IT FURTHER RESOLVED, that Tribal staff is directed to prepare the appropriate lease cancellation documents.

BE IT FURTHER RESOLVED, the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby requests the Bureau of Indian Affairs to cancel Lease No. 469-23-00006-12 pursuant to applicable law and regulations.

Motion carried unanimously.

Moved by Director Sorenson, supported by Director McLeod, to approve Res. 2015-258, Trust Land Lease – Lot 607 Kinross, Michigan Bradley.

RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby authorized its Tribal Chairman, and Treasurer, to execute a lease to the land located at Kinross, Michigan to, Clinton M. Bradley, a single man, and Clinton D. Bradley, a married man land being described as follows: Lot 607 - Cedar Grove Estates III.

Motion carried unanimously.

Moved by Director Causley, supported by Director McLeod, to appoint Gary Derwin, to the Unit Five Elder Subcommittee, Munising, for a four year term, expiring February 2020. This appointment will be effective February 1, 2016.

Roll Call Vote: Sorenson, Morrow, Abramson, Hollowell, Glyptis, Chase, Causley, Gravelle approving; Directors McLeod, Massaway opposing; Directors McKelvie, Hoffman abstaining.

Moved by Director McKelvie, supported by Director Chase, to approve the 2016 Board Calendar as presented.

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

Moved by Director McKelvie, supported by Director Chase, to go into Closed Session.

Motion carried unanimously.

Without Objection will go into Open Session. No objections.

Moved by Director McKelvie, supported by Director Chase, to approve Res. 2015-259, Waiver of Sovereign Immunity and Consent to Waiver of Tribal Court Jurisdiction First American Title Insurance Company.

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 (the "Tribe") is a federally recognized Indian Tribal Government organized under the provisions of the Indian Reorganization Act of 1934.

1.2 The Tribe has negotiated a contract with First American Title Insurance Company, a Nebraska Corporation, ("FATIC") for settlement services in relation to the real estate transaction to purchase the New Boston proposed casino property.

1.3 FATIC has refused to consent to a modification of its contract in a manner that would permit the Tribe to contract without a waiver of sovereign immunity or Tribal Court jurisdiction.

Section 2 APPROVALS AND AUTHORIZATION

2.1 The Board of Directors authorizes and directs the Tribe, through its Chairperson, for and on behalf of the Tribe to enter into such agreements on such terms and conditions as he deems necessary concerning governing law, waiver of Tribal Court jurisdiction, and waiver of tribal immunity, and gives its express consent to the terms and provisions of the FATIC Agreement.

Section 3 WAIVER OF SOVEREIGN IMMUNITY; CONSENT TO JURISDICTION; GOVERNING LAW

3.1 The Tribe hereby waives its sovereign immunity from suit should an action be commenced under the FATIC Agreement.

This waiver:

- i) shall terminate upon performance by the Tribe of all of its obligations under the FATIC Agreement;
- ii) is granted solely to FATIC and its successors and assigns; and
- iii) the FATIC Agreement shall be construed in accordance with and governed by the internal laws of the State of Michigan.

Section 4 WAIVER OF TRIBAL COURT JURISDICTION

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

BE IT FURTHER RESOLVED that the Chairperson is authorized and directed to execute and deliver such other agreements, certificates, documents, or instruments, as may be required or to take any and all such action which may be necessary or convenient to effectuate the foregoing.

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

Moved by Director Causley, supported by Director Massaway, to recess the meeting, until tomorrow morning at 10 a.m.

Motion carried with Director Abramson opposing.

Meeting recessed: 7:40 p.m.

Date: 2-16-16

Secretary: Bridgett Sorenson

Others present: Bill Connolly, Jess Dumback, Courtney Kachur, Jennifer Clerc, Joanne Carr.