

**BOARD OF DIRECTORS REGULAR MEETING
KEWADIN CASINO AND CONVENTION CENTER
SAULT STE. MARIE, MICHIGAN
MINUTES
MAY 7, 2019**

The meeting was opened at 5:14 p.m. by Chairperson Payment.

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

Absent: Michael McKerchie, Catherine Hollowell, Charles Matson.

Moved by Director Hoffman, supported by Director Causley, to excuse Directors McKerchie, Hollowell, Matson from the meeting.

Motion carried unanimously.

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

Motion carried unanimously.

Moved by Director Hoffman, supported by Director Sorenson, to go into closed session for a membership issue.

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

Moved by Morrow, supported by Director Massaway, to accept the recommendation of the Special Needs Enrollment Committee and disenroll the following from the Tribe, with the stipulation that if any of the following find any documentation that is necessary for enrollment, they can have their membership reinstated: James Pilon, Robert Reno, James Fair, Lynda McGovern, Devon McGovern, Sydney McGovern, Lily McGovern.

Motion carried unanimously.

Moved by Director Massaway, supported by Director McKelvie, to approve Res. 2019-111, BIA Request for Tribal Assistance.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby directs the Enrollment Department to prepare a full list of the names, sorted alphabetically.

BE IT FURTHER RESOLVED, that the Enrollment Department is specifically directed that this list shall not include or release any designation of blood quantum.

BE IT FURTHER RESOLVED, that the Tribal Registrar shall provide a copy of the list, once it has been prepared, the Superintendent of the Michigan Agency, Bureau of Indian Affairs, in Sault Ste. Marie.

Motion carried unanimously.

Moved by Director Causley, supported by Director Massaway, to approve Res. 2019-112, Frogbit Establishment of 2019 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 2019 budget for Frogbit with Other Revenue – Loyola University monies of \$21,066.00. No effect on Tribal Support.

Motion carried unanimously.

Moved by Director McLeod, supported by Director Gravelle, to approve Res. 2019-113, Tribal Climate Change Program and GLRI Adaptive Management 2019 Budget Modifications.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby approves the FY 2019 budget modifications to Tribal Climate Change Program and GLRI Adaptive Management to change the personnel sheets and reduce Federal BIA monies of \$25,969.99. No effect on Tribal Support.

Motion carried unanimously.

Moved by Director McLeod, supported by Director Causley, to approve Res. 2019-114, Judicial Services, Juvenile Detention, and Juvenile Probation Officer 2019 Budget Modifications.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby approves the FY 2019 budget modifications to Judicial Services, Juvenile Detention, and Juvenile Probation Officer to change the personnel sheet, reallocate expenses, increase State monies of \$2,804.37 and reduce Tribal Support monies \$4,320.00.

Motion carried unanimously.

Moved by Director Hoffman, supported by Director Gravelle, to approve Res. 2019-115, Tribal Transportation Program FY 2019 Budget Modification.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby approves the FY 2019 budget modification to Tribal Transportation Program CC#2932 for an increase in Federal BIA Revenue monies of \$770,145.00. No effect on Tribal Support.

Roll Call Vote: Motion carried unanimously.

Moved by Director Morrow, supported by Director McLeod, to approve Res. 2019-116, Horne Step Increases 2019 Budget Modifications.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby approves the FY 2019 budget modifications to Mental Health Council, Mental Health, IHS After Care, Community Health Nurse, Health Center Optical, Walk in Clinic, Escanaba Community Health, Manistique Medical/Nursing, Manistique Pharmacy, St. Ignace Optical, and Third Party Revenue to change the personnel sheets and increase transfer of funds from Third Party Revenue monies of \$40,217.30. No effect on Tribal Support.

Motion carried unanimously.

Moved by Director McLeod, supported by Director Gravelle, to approve Res. 2019-117, Health Center Administration 2019 Budget Modification.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby approves the FY 2019 budget modification to Health Center Administration to change the personnel sheet and reallocate expenses. No effect on Tribal Support.

Motion carried with Director Causley abstaining.

Moved by Director McLeod, supported by Director Gravelle, to approve Res. 2019-118, Health Center Medical Nursing and Third Party Revenue 2019 Budget Modifications.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby approves the FY 2019 budget modifications to Health Center Medical Nursing, for changes to the personnel sheet and an increase in expenses, and Third Party Revenue for the additional monies of \$259,871.45. No effect on Tribal Support.

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

Moved by Director Sorenson, supported by Director Massaway, to approve Res. 2019-119, St. Ignace Dental 2019 Budget Modification.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby approves the FY 2019 budget modification to St. Ignace Dental to change the personnel sheet and reallocate expenses. No effect on Tribal Support.

Motion carried unanimously.

Moved by Director Morrow, supported by Director Massaway, to approve Res. 2019-120, Munising Pharmacy 2019 Budget Modification.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby approves the FY 2019 budget modification to Munising Pharmacy to change the personnel sheets and reallocate expenses. No effect on Tribal Support.

Motion carried unanimously.

Moved by Director Causley, supported by Director Gravelle, to approve Res. 2019-121, GLITEC Saving Lives Project Mini-Grant Acceptance of Grant and Establishment of 2019 Budget.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby accepts the Great Lakes Inter-Tribal Council Saving Lives Mini-Grant for the reduction and prevention of chronic substance abuse in the Great Lakes from Great Lakes Inter-Tribal Council for \$36,833.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby approves the establishment of a FY 2019 budget for GLITEC Saving Lives Project Mini-Grant monies of \$36,833. No effect on Tribal Support.

Motion carried unanimously.

Moved by Director Hoffman, supported by Director Massaway, to approve Res. 2019-122, Board of Directors 2019 Budget Modification.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby approves the FY 2019 budget modification to Board of Directors to change the personnel sheet and increase Tribal Support monies \$7,405.16.

Motion carried with Directors Causley, Morrow abstaining.

Moved by Director McKelvie, supported by Director Hoffman, to approve Res. 2019-123, Partial Waiver of Convictions for Mc. Brandon Nertoli.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors, pursuant to Tribal Code Chapter 76 grants a partial waiver to Mr. Brandon Nertoli for the convictions of: Felony – Controlled Substance – DEL/MFG (Cocaine, Heroin or another Narcotic).

Motion carried unanimously.

Moved by Director Sorenson, supported by Director McLeod, to approve Res. 2019-124, Partial Waiver of Convictions for Mr. Justin Menard.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors, pursuant to Tribal Code Chapter 76 grants a partial waiver to Mr. Justin Menard for the convictions of: Misdemeanor – Disturbing the Peace.

Motion carried unanimously.

Moved by Director McLeod, supported by Director Gravelle, to approve Res. 2019-125, Michigan Indian Elders Association Delegate Appointment Bush.

NOW, THEREFORE, BE IT RESOLVED, the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians appoints Lou Ann Bush of Sault Ste. Marie, Michigan, for a two year period, expiring May 2021, as MIEA Delegate representing the Elders of the Sault Ste. Marie Tribe of Chippewa Indians. She will exercise the duties as outlined in the MIEA Bylaws.

BE IT FURTHER RESOLVED, that the Board hereby approves the two other applicants Brenda Garries and Diane Compo, attendance and travel to the MIEA Conference for 2019, as Elders, not as Delegates.

Motion carried with Directors Chase, Gravelle, Hoffman, Morrow opposing.

Moved by Director Causley, supported by Director McLeod, to approve Res. 2019-126, Michigan Indian Elders Association Delegate Appointment Marsh.

NOW, THEREFORE, BE IT RESOLVED, the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians appoints Monica (Lynette) Marsh of Sault Ste. Marie, Michigan, for a two year period, expiring May 2021, as MIEA Delegate representing the Elders of the Sault Ste. Marie Tribe of Chippewa Indians. She will exercise the duties as outlined in the MIEA Bylaws.

Motion carried unanimously.

Moved by Director Morrow, supported by Director Causley, to approve Res. 2019-127, Michigan Indian Elders Association Alternate Delegate Appointment.

NOW, THEREFORE, BE IT RESOLVED, the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians reappoints Anita Nelson of Munising, Michigan, for a two year period, expiring May 2021, as MIEA Alternate Delegate representing the Elders of the Sault Ste. Marie Tribe of Chippewa Indians. She will exercise the duties as outlined in the MIEA Bylaws.

Motion carried unanimously.

Moved by Director Gravelle, supported by Director Massaway, to approve Res. 2019-128, Tribal Transportation Award Contract to Esslin Logging for Tree Planting Project.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby authorize Aaron Payment, Tribal Chairperson or his designee, to negotiate, execute and amend any documents resulting therefrom on the Tribe's behalf, on a contract between the Sault Ste. Marie Tribe of Chippewa Indians and Esslin Logging, for General Contracting Services for the Tree Planting Project, and authorizes expenditures from Transportation Department funds, cost center 2932.

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

Moved by Director Hoffman, supported by Director Gravelle, to approve Res. 2019-129, Tribal Transportation Award Contract to Bonacci for Bahweting Project.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby authorize Aaron Payment, Tribal Chairperson or his designee, to negotiate, execute and amend any documents resulting therefrom on the Tribe's behalf, on a contract between the Sault Ste. Marie Tribe of Chippewa Indians and Bonacci, for General Contracting Services for the Bahweting Project, and authorizes expenditures from the Transportation Department funds, cost center 2932.

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

Moved by Director Sorenson, supported by Director Massaway, to approve Res. 2019-130, Request Reservation Status Methodist Mission Reserve Chi Mukwa, Niigaanagiizhik and Surrounding Area Parcel City of Sault Ste. Marie, Chippewa County, State of Michigan.

NOW, THEREFORE, BE IT RESOLVED, that the Sault Ste. Marie Tribe of Chippewa Indians' Board of Directors hereby requests that the following parcel be added to the Sault Ste. Marie Tribe of Chippewa Indians existing reservation: City of Sault Ste. Marie, County of Chippewa, State of Michigan: See Attached Exhibit A

Motion carried unanimously.

Moved by Director Sorenson, supported by Director Massaway, to approve Res. 2019-131, Request Reservation Status Kewadin Casino Forty Acre Parcel City of Sault Ste. Marie, Chippewa County, State of Michigan.

NOW, THEREFORE, BE IT RESOLVED, that the Sault Ste. Marie Tribe of Chippewa Indians' Board of Directors hereby requests that the following parcel be added to the Sault Ste. Marie Tribe of Chippewa Indians existing reservation: City of Sault Ste. Marie, County of Chippewa, State of Michigan: The Northeast ¼ of the Northeast ¼, Section 17, Town 47 North, Range 1 East.

Motion carried unanimously.

Moved by Director Sorenson, supported by Director Massaway, to approve Res. 2019-132, Request Reservation Status Kincheloe Housing Parcels Township of Kinross, Chippewa County, Michigan.

NOW, THEREFORE, BE IT RESOLVED, that the Sault Ste. Marie Tribe of Chippewa Indians Board of Directors hereby requests that the following parcel be added to the Sault Ste. Marie Tribe of Indians' existing reservation: **Attachment A.**

Motion carried unanimously.

Moved by Director Sorenson, supported by Director Massaway, to approve Res. 2019-133, Request Reservation Status Luce County Housing Parcel Pentland Township, Luce County, Michigan.

NOW, THEREFORE, BE IT RESOLVED, that the Sault Ste. Marie Tribe of Chippewa Indians Board of Directors hereby requests that the following parcel be added to the Sault Ste. Marie Tribe of Indians' existing reservation: County of Luce and State of Michigan

Part of the Northwest Quarter of the Northwest Quarter, Sec. 18, T45N, R9W, described as follows: Beginning at a point on the South Right of way line of Highway M-28 757 feet East of the Northwest Corner of Said Sec. 18; the East 540.7 feet along South Right of way line of M-28; thence South 742.5 feet along the East line of said NW1/4 NW1/4; thence N89 degrees 51'W 781.8 feet along North line of Plat of Greenwood Part #3; thence N1 degree 06'W33.0 feet; thence N89 degree 51'W 68.0 feet; thence N1 degree 06"W 401.4 feet; thence East 325.7 feet; thence North 305 feet to the point of beginning, subject to all easements, restrictions, and reservations of record. Pentland Township, Luce County, Michigan.

Motion carried unanimously.

Moved by Director Sorenson, supported by Director Massaway, to approve Res. 2019-134, Request Reservation Status Escanaba Housing Parcel City of Escanaba, Delta County, Michigan.

NOW, THEREFORE, BE IT RESOLVED, that the Sault Ste. Marie Tribe of Chippewa Indians Board of Directors hereby requests that the following parcel be added to the Sault Ste. Marie Tribe of Indians' existing reservation: City of Escanaba, County of Delta, The North ½ of the Northwest ¼ of the Southwest ¼ of Section 36, Township 39 North, Range 23 West.

Motion carried unanimously.

Moved by Director Sorenson, supported by Director Massaway, to approve Res. 2019-135, Request Reservation Status Munising Township Housing Parcel Township of Munising, Alger County, Michigan.

NOW, THEREFORE, BE IT RESOLVED, that the Sault Ste. Marie Tribe of Chippewa Indians Board of Directors hereby requests that the following parcel be added to the Sault Ste. Marie Tribe of Indians' existing reservation: Township of Munising, County of Alger and State of Michigan

A parcel of land located in Southwest quarter of (SW1/4) of the Northeast quarter (NE1/4) of Section Thirteen (13), Township Forty-six (46) North, Range Nineteen (19) West described as follows: Commencing at Southwest corner of where the South line of said above described forty intersects with the centerline of Knox Street; thence going due East along the South line of said forty 330 feet; thence due North 33 feet to the North right of way line of County Road, known as Knox Road, which is the place of beginning; thence continuing due North 1287 feet to the North line of said forty; thence due East 660 feet along the North line of said forty; thence due South 1287 feet to the North right of way line of County Road known as Knox Road; thence due West 660 feet along said right of way line of County Road, known as Knox Road to the place of beginning.

Motion carried unanimously.

Moved by Director Morrow, supported by Director Massaway, to approve Res. 2019-136, Authorization to Apply for a Grant from the Economic Development Agency (EDA).

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors hereby authorizes the Sault Tribe EDC Executive Director to apply to the Economic Development Agency Public Works Program for a grant of up to \$2,500,000.00 for the purpose of constructing Flexible Industrial Manufacturing space at Odenaang on Seymour Road.

BE IT FURTHER RESOLVED, that the Board of Directors hereby authorizes the Sault Tribe EDC Executive Director to match up to \$350,000.00 which funds are secure, unencumbered and readily available in order to satisfy any negotiated match needed for a grant of up to \$2,500,000.00 from the Economic Development Agency Public Works Program for the purpose of constructing Flexible Industrial Manufacturing space at Odenaang on Seymour Road.

BE IT FURTHER RESOLVED, that the Board of Directors hereby authorizes the Tribal Chairperson, to sign, negotiate, amend, execute and accept any agreement and grant funding of up to \$2,500,000.00, if awarded, from the EDA, for the construction of the Flexible Industrial Manufacturing space.

Roll Call Vote: Motion carried unanimously.

Moved by Director Hoffman, supported by Director Gravelle, to approve Res. 2019-137, Authorization to Enhance the Land Claims Self Sufficiency Fund.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby authorizes the Tribal CFO to transfer \$2 Million Dollars from the Contract Support Settlement funds to the principal of the Self-Sufficiency Fund established pursuant to the Michigan Indian Land Claims Settlement Act, PL 105-143, 111 Stat 2652 (Dec 15, 1997).

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

Moved by Director Hoffman, supported by Director Massaway, to approve Res. 2019-138, Authorization for Internal Loan Land Claims Self Sufficiency Fund.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby authorizes the Tribal CFO to facilitate an internal loan of 2 Million Dollars from the Land Claims Fund (at a rate of 3%) to Economic Development Corporation.

BE IT FINALLY RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby authorizes the Tribal Chairperson and Tribal CFO to execute any/all internal documentation to facilitate this internal loan.

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

Moved by Director Hoffman, supported by Director Gravelle, to approve Res. 2019-139, Trust Land Business Lease to Sault Tribe EDC (Odenaang).

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians (“Tribe”) hereby authorizes the Tribal Chairperson and Treasurer to execute a lease of Tribal Trust lands as they deem to be in the best interest of the Tribe and land being described as follows: SEE EXHIBIT A

To the Sault Tribe EDC upon such terms and conditions as they may set out, and to execute such further documents, and certificates as may be necessary to complete the lease.

RESOLVED, the lease is in promotion of the public purposes and the negotiated rental amount has been determined to be in the best interest of the Tribe and its people, and valuation in accordance with 25 CFR 162.320 is hereby waived.

Motion carried unanimously.

Moved by Director Hoffman, supported by Director Gravelle, to approve Res. 2019-140, Amending Res. 2018-185: Property Acquisition.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors hereby authorizes the Sault Tribe Economic Development Director, or their designee, to negotiate the purchase of the following properties:

- | | | |
|----------------|----------------|----------------|
| 051-343-001-00 | 051-343-003-00 | 051-343-007-00 |
| 051-343-011-00 | 051-343-012-00 | 051-353-001-00 |
| 051-772-001-00 | 051-343-030-00 | 051-343-029-00 |
| 051-343-025-00 | 051-353-003-00 | 051-353-004-00 |
| 051-353-005-00 | 051-772-005-00 | |
| 051-767-016-00 | 051-767-027-00 | 051-767-013-00 |
| 051-767-011-00 | 051-767-009-00 | 051-767-004-00 |
| 051-767-001-00 | 051-766-001-00 | 051-766-024-00 |
| 051-766-027-00 | 051-766-001-00 | |
| 051-767-026-00 | 051-767-029-00 | |

BE IT FINALLY RESOLVED, that funds from this purchase shall come from previous approved funds.

Roll Call Vote: Motion carried unanimously.

Moved by Director Sorenson, supported by Director Massaway, to approve Res. 2019-141, Acceptance – 2019 Indian Housing Plan Amendment #2.

NOW, THEREFORE, BE IT RESOLVED, the Sault Ste. Marie Tribe of Chippewa Indians Board of Directors approves the 2019 Indian Housing Plan Amendment #2, Grant No. 55-IH-26-5480, as presented and does hereby request approval from the U. S. Department of Housing and Urban Development.

BE IT FURTHER RESOLVED, the Sault Ste. Marie Tribe of Chippewa Indians Board of Directors and Sault Tribe Housing Commission does agree to follow the HUD approved Indian Housing Plan in order to provide housing opportunities.

Motion carried with Director Hoffman opposing.

Moved by Director Massaway, supported by Director Sorenson, to approve the resolution titled Approving 2019 Plan Document and Summary Plan Description Sault Tribe Insurance Department.

Roll Call Vote: Motion denied with Directors Sorenson, McKelvie, Causley, Gravelle, McLeod, Massaway approving; Directors Morrow, Chase, Hoffman opposing. Needed a vote of seven to be approved.

Moved by Director McLeod, supported by Director Massaway, to approve Res. 2019-142, WAIVER OF SOVEREIGN IMMUNITY AND CONSENT TO WAIVER OF TRIBAL COURT JURISDICTION IN RE GREEKTOWN HOLDINGS LLC.

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 Kewadin Casinos Gaming Authority (the "Authority") is an autonomous instrumentality of the Tribe.

1.3 On May 29, 2008, each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Eastern District of Michigan (the "Bankruptcy Court").

1.4 On January 22, 2010, the Bankruptcy Court entered the Order Confirming Second Amended Joint Plans of Reorganization for the Debtors Proposed by the Noteholder Plan Proponents Including the Official Committee of Unsecured Creditors and Indenture Trustee (the "Plan Confirmation Order"). The Plan went effective on or about June 30, 2010 (the "Effective Date"). Pursuant to the terms of the Plan, a Litigation Trust was created and Buchwald Capital Advisors LLC was designated the Litigation Trustee for the Greektown Litigation Trust. Pursuant to Section 4.19.1 of the Plan, on the Effective Date, the claims asserted against the Tribe Defendants in the Adversary Proceedings (hereinafter defined) were transferred from the Debtors to the Litigation Trustee. Pursuant to Section 4.12.9 of the Plan, the Litigation Trustee has the sole power and authority to resolve the Adversary Proceedings, subject to approval by the Bankruptcy Court.

1.5 On or about May 28, 2010, the Official Committee of Unsecured Creditors of Greektown Holdings, LLC, *et al.*, filed a Complaint against the Tribe Defendants and others, which was assigned Adversary Proceeding Number 10-05712 (the "MUFTA Adversary Proceeding"). The MUFTA Adversary Proceeding Complaint alleges, among other things, that the Tribe Defendants received transfers from the Debtor Greektown Holdings, LLC for which the Tribe Defendants provided no or inadequate consideration and which may be set aside and avoided pursuant to Section 544 of the United States Bankruptcy Code, 11 USC § 101, *et. seq.* (the "Bankruptcy Code") and the Michigan Uniform Fraudulent Transfer Act.

1.6 On June 25, 2010, the Tribe Defendants filed a motion to dismiss the MUFTA Adversary Proceeding Complaint on the basis that sovereign immunity bars the claims asserted therein (the "Motion to Dismiss"). On December 23, 2010, the Bankruptcy Court entered a Stipulated Order bifurcating the Motion to Dismiss. Pursuant to the Stipulated Order, the Bankruptcy Court agreed to: (1) first consider and rule upon the legal issue of whether Congress abrogated the Tribe's sovereign immunity by enacting Section 106 of the Bankruptcy Code; and (2) the Bankruptcy Court held in abeyance the issue of whether the Tribe Defendants consensually waived their sovereign immunity.

1.7 By Stipulation dated August 9, 2010 (and approved by a Consent Order dated August 14, 2010), the Litigation Trustee was substituted as Plaintiff in the MUFTA Adversary Proceeding.

1.8 On March 22, 2011, the Bankruptcy Court entered the Order Approving Joint Motion to Approve (i) the Designation of the General Unsecured Creditors Distribution Fund Trust (the "Greektown Distribution Trust") as Disbursing Agent Under Plan, (ii) the Appointment of Buchwald Capital Advisors LLC as Trustee of the General Unsecured Creditors Distribution Fund Trust, and (iii) the Terms of the General Unsecured Creditors Distribution Fund Trust Agreement (the "Distribution Trust Order"). Pursuant to the terms of the Distribution Trust Order, the Greektown Distribution Trust was created and Buchwald Capital Advisors LLC was designated the Distribution Trustee. Also pursuant to the Distribution Trust Order, the Litigation Trustee delegated its responsibility for administering, disputing, objecting to, compromising or otherwise resolving all proofs of claims in each of the General Unsecured Classes to the Greektown Distribution Trust.

1.9 On August 13, 2014, the Bankruptcy Court denied the Motion to Dismiss on the basis that Congress abrogated sovereign immunity by enacting Section 106 of the Bankruptcy Code. The Tribe Defendants appealed that denial to the United States District Court for the Eastern District of Michigan (the "District Court"). On June 9, 2015, the District Court reversed and remanded the MUFTA Adversary Proceeding to the Bankruptcy Court for determination of whether the Tribe Defendants waived their sovereign immunity. On September 4, 2015, the Tribe Defendants filed a motion to dismiss in the Bankruptcy Court on the basis that they had not waived their sovereign immunity (the "Sovereign Immunity Waiver Motion to Dismiss"). On September 29, 2016, the Bankruptcy Court granted the Sovereign Immunity Waiver Motion to Dismiss and dismissed the MUFTA Adversary Proceeding. The Litigation Trustee appealed the dismissal to the District Court and, on January 23, 2018, the District Court affirmed. On February 13, 2018, the Litigation Trustee appealed the orders dismissing the MUFTA Adversary Proceeding to the Sixth Circuit. On February 26, 2019, the Sixth Circuit entered an Opinion and Judgment affirming the dismissal of the MUFTA Adversary Proceeding.

See In re Greektown Holdings, LLC, 917 F.3d 451 (6th Cir. 2019). On March 18, 2019, the Litigation Trustee filed a Petition for a Writ of Certiorari the Supreme Court of the United States, assigned Case No. 18-1218 (the “Supreme Court Case”).

1.10 On April 16, 2019, by Resolution 2019-107, the Board of Directors of the Tribe authorized settlement of the Supreme Court Case, and all claims remaining against the Tribe and Gaming Authority related to the Greektown Casino.

1.11 It is a necessary that the Tribe and the Authority each waive sovereign immunity and the jurisdiction of the Tribal Court in connection with the settlement, and the Board of Directors has determined that it is in the best interests of the Tribe that the settlement proceed and the Tribe waive the sovereign immunity and the jurisdiction of the Tribal Court in connection therewith.

Section 2 Approvals and Authorization

2.1 The Board of Directors authorizes and directs the Tribe, through its Chairperson and attorneys, on such conditions and terms as they deem fit, to enter into Settlement on such terms as they may agree upon, which approval shall be conclusively presumed by execution and delivery of the Settlement Agreement by the Chairperson, and to perform its obligations thereunder.

2.2 The Chairperson and attorneys are authorized and directed to execute and deliver such other 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 Settlement.

Section 3 Waiver of Sovereign Immunity and Consent to Jurisdiction.

3.1 The Tribe hereby expressly confirms its waiver under the Settlement Agreement and waives its sovereign immunity from suit in favor of the Litigation Trustee and Distribution Trustee only should an action be commenced to enforce the Tribe’s obligations under the Settlement Agreement.

This waiver:

- i) shall terminate upon performance by the Tribe of all of its obligations under the Settlement Agreement,
- ii) is granted solely to the Litigation Trustee and Distribution Trustee;
- 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 the Litigation Trustee and Distribution Trustee 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 Settlement Agreement;
- iv) shall be enforceable only in a court of competent jurisdiction including the United States Bankruptcy Court or any arbitrator or arbitration panel; and
- v) shall be enforceable against all assets of the Tribe to the extent necessary to satisfy the Tribe’s obligation under the Settlement Agreement.

3.2 Settlement Agreement shall be construed in accordance with and governed by the internal laws of the State of Michigan, as set forth in such documents. The Tribe expressly consents to the jurisdiction of the federal courts and Bankruptcy courts in Michigan, including any courts to which decisions may be appealed, with respect to any controversies arising from this resolution, the Settlement Agreement or to any transactions in connection therewith.

Section 4 WAIVER OF TRIBAL COURT JURISDICTION

The Board of Directors expressly confirms its waiver under the Settlement Agreement and waives jurisdiction of the Tribal Court over any action arising under the Settlement Agreement pursuant to the provisions of Section 44.108 of the Tribal Code.

Motion carried unanimously.

Moved by Director Morrow, supported by Director Chase, to approve Res. 2019-143, Support for Preservation of Bay de Noc Grand Island Trail.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby proclaims its support for the preservation of the Bay de Noc Grand Island Trail in its current substantially natural condition for use by persons on foot or on horseback and, further, proclaims its strong opposition to any proposal to expand or modernize the Trail and, in particular, to any expansion that would encourage or permit any sort of motorized use of the Trail.

Motion carried unanimously.

Minutes 5-7-2019

Moved by Director Sorenson, supported by Director Gravelle, to reappoint Director McKerchie, to the Child Welfare Committee, as the Board Liaison, for a one year term, expiring May 2020.

Motion carried unanimously.

Moved by Director Morrow, supported by Director Gravelle, to appoint Nicole Sambrano to the Child Welfare Committee, for a four year term, expiring May 2023.

Motion carried unanimously.

Moved by Director Causley, supported by Director Massaway, to accept the recommendations of the Conservation Committee and approve Small Mesh Permits for the 2019 Fishing Season for the following: Dean Hyslop Sr.; Nathan Alexander; George Rickley; and Robert Peterson.

Motion carried unanimously.

Moved by Director Hoffman, supported by Director Causley, to authorize the Chairperson or his designee, to issue a letter to the Cheboygan Schools stating the Tribe's opposition to its use of specific literature (Little Indians) in their curriculum) and require consultation with the school regarding Title VI funding.

Motion carried unanimously.

Moved by Director Morrow, supported by Director Chase, to authorize the Chairperson to negotiate the forest service land in Manistique and bring back to the Board for final approval.

Motion carried unanimously.

Meeting adjourned: 6:52 p.m.

Date: 6-11-19

Secretary: Bridgett Sorenson

Others present: Christine McPherson, Jessica Dumback, John Wernet, Robert Schulte, Aaron Schlehuber, Joel Schultz, Doug Goudreau, Leo Chugunov, Eric Clark, Wendy Hoffman, Sheila Berger, Julie Salo, Melissa Morehouse, Joni Talentino, Latisha Willette, Brad Silet, Susan Soltys, Mark Dumback, Jason Smith, Joanne Carr.