

**BOARD OF DIRECTORS REGULAR MEETING
MANISTIQUE TRIBAL CENTER
MANISTIQUE, MICHIGAN
MINUTES
MARCH 27, 2012**

The meeting was opened at 6:00 p.m. by Chairman Eitrem.

Present: Cathy Abramson, Bernard Bouschor, DJ Malloy, Catherine Hollowell, Keith Massaway, Denise Chase, Tom Miller, Joan Anderson, Joe Eitrem.

Absent: Deb Pine, Lana Causley, Pat Rickley.

Moved by Director Abramson, supported by Director Massaway, to excuse Directors Pine, Causley, Rickley.

Motion carried unanimously.

Moved by Director Miller, supported by Director Massaway, to approve the agenda as written.

Motion carried unanimously.

Moved by Director Hollowell, supported by Director Massaway, to suspend the rules and add the Elder Committee appointments and take off the Drum request and the Unit One Nominations.

Motion carried unanimously.

Moved by Director Malloy, supported by Director Massaway, to approve Res. 2012-55, Partial Waiver of Convictions for Mr. Mark Gerou.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors, pursuant to Tribal Code Chapter 76 grants a partial waiver to Mr. Mark Gerou for the convictions of: Misdemeanor Domestic Violence – February 2007.

Motion carried unanimously.

Moved by Director Malloy, supported by Director Abramson, to approve Res. 2012-56, Indian Housing Plan Year 2012- 1st Amendment.

NOW, THEREFORE, BE IT RESOLVED, that the Sault Tribe of Chippewa Indians Board of Directors approves the amendment to the housing plan identified as Plan Year 2012, as written.

Motion carried unanimously.

Moved by Director Abramson, supported by Director Hollowell, to approve Res. 2012-57, VOCA Grant Program.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby authorizes application to the Crime Victim Services Commission for funding of VOCA Program for FY 2012.

BE IT FURTHER RESOLVED, that Joe V. Eitrem, Tribal Chairman, is hereby authorized to submit said proposal to the State of Michigan Crime Victim Services Commission, to negotiate, execute, and amend any documents resulting therefrom on the Tribe's behalf.

Motion carried with Director Hollowell opposing.

Moved by Director Massaway, supported by Director Miller, to approve Res. 2012-58, 2012 Circle of Life Summer Program CBSA Grant.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians authorizes an application to be submitted to the CAIMH IN MED office for the 2012 Circle of Life Summer Program.

BE IT FURTHER RESOLVED, that Joseph Eitrem, Tribal Chairperson, or his duly authorized designees, are authorized to sign, negotiate, amend, or rescind any agreement thereto.

Motion carried unanimously.

Moved by Director Abramson, supported by Director Massaway, to approve Res. 2012-59, Continuing Funding Authority for Fiscal Year 2013 April to March.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors approves continuing funding for the following cost centers for fiscal year 2013, at their 2012 spending levels, for a period not to exceed 30 days:

CC#2720 – Title VI – Elderly

CC#2721 – NSIP Grant

CC#2651 – SYEP – Administration

CC#2671 – SYEP

CC#2920 – Junior Police Academy

Roll Call Vote: Motion carried unanimously.

Moved by Director Massaway, supported by Director Abramson, to approve Res. 2012-60, Fiscal Year 2012 Budget Document 003 Amendment.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby amends the Fiscal Year 2012 Budget Document 003 totaling \$29,975,617 and corrects the amount coming from Tribal Support to be \$14,398,356.

Roll Call Vote: Motion carried unanimously.

Moved by Director Massaway, supported by Director Anderson, to approve Res. 2012-61, Authorization of Full Settlement Greektown Holdings, L.L.C. Et al. Adversary Proceedings MUFTA Adversary Proceeding (AP NO. 10-05712) Preference Action Adversary Proceeding (AP NO. 10-05726) Tribe Claims Against Debtors (Claims 282, 283, and 340) Case NO. 08-53104.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby authorizes and directs Chairman Joe Eitrem to proceed with entering into a Settlement Agreement of these claims on the terms outlined below, provided that a full and complete release of any and all related claims is signed and executed by all parties, or is incorporated as an order of the Bankruptcy Courts.

TERMS:

1. Greektown Holdings MUFTA Adversary Proceeding (AP No. 10-05712)

- a. The settlement is conditioned upon the following: (i) entry of an order by the Bankruptcy Court approving the settlement (the "Approval Order"); and (ii) the expiration of the referendum period for members of Sault Ste. Marie Tribe of Chippewa Indians to appeal the decision of the board of the Kewadin Casinos Gaming Authority and Sault Ste. Marie Tribe of Chippewa Indians (collectively "the Tribe") approving the settlement.
- b. The claims against the Tribe shall be dismissed with prejudice.
- c. The Tribe shall pay \$2,750,000 to the Greektown Litigation Trust (the "Settlement Payment"). The Settlement Payment shall be made by wire transfer on the later of: (i) when the Approval Order becomes final and non-appealable (i.e., on or before the 14th day following the entry of the Approval Order), and (ii) May 11, 2011.
- d. The Approval Order shall contain a mutually acceptable "bar order" barring any claim against the Tribe relating to or arising from the 2005 transfers, including all claims for contribution and indemnification by any of the non-settling defendants.
- e. The Tribe consents to the jurisdiction of the Bankruptcy Court for the limited purpose of approving the parties' settlement, issuing the Approval Order and enforcing the terms of the settlement agreement (including, the discovery contemplated pursuant to the terms of the settlement agreement). The Tribe agrees to waive any argument that the Tribe's tribal courts have exclusive or concurrent jurisdiction over the settlement agreement or any disputes arising thereunder.

2. Greektown Casino Preference Action Adversary Proceeding (AP No. 10-05726)

- a. Claims against the Tribe shall be dismissed with prejudice.

3. Tribe Claims against Debtors

- a. Claim Numbers 282 (\$1,357,612.25), 283 (\$550,000), and 340 (\$191,590.91) will be disallowed.

4. Miscellaneous

- a. The Greektown Litigation Trust and Greektown Distribution Trust and the Tribe will enter into comprehensive mutual releases.
- b. The Tribe agrees to cooperate with Greektown Litigation Trust's reasonable requests in connection with the prosecution of the Greektown Holdings Adversary Proceeding against the non-settling defendants and agrees not to assert sovereign immunity in connection therewith. The Tribe agrees to make witnesses available to Greektown Litigation Trust, without the need for the service of any subpoena, for the following reasons: (i) to be interviewed, and (ii) to testify at deposition and at trial. The Tribe agrees to make documents in the possession of the Tribe available to Greektown Litigation Trust, and to permit Greektown Litigation Trust to copy and/or inspect the documents at a location mutually agreed to by the parties. The Greektown Litigation Trust agrees to reimburse the

Tribe for the Tribe's reasonable out-of-pocket expenses, excluding attorneys' fees (e.g., any copying costs and any travel costs).

BE IT FURTHER RESOLVED, that the Board of Directors of the Tribe hereby expressly authorizes the Chairman to have in the Settlement Agreements a provision to waive the sovereign immunity of the Tribe solely for the purposes of:

- 1) consenting to the jurisdiction of the Bankruptcy Court for the limited purpose of approving the parties' settlement, issuing the Approval Order and enforcing the terms of the settlement agreement; and
- 2) enforcement of the Tribe's agreement to comply with Greektown Litigation Trust's reasonable discovery requests in connection with the prosecution of the Greektown Holdings Adversary Proceeding against the non-settling defendants, and
- 3) making witnesses available to Greektown Litigation Trust, without the need for the service of any subpoena, for the following reasons: (i) to be interviewed, and (ii) to testify at deposition and at trial; and
- 4) making documents in the possession of the Tribe available to Greektown Litigation Trust, and permitting Greektown Litigation Trust to copy and/or inspect the documents at a location mutually agreed to by the parties; and

BE IT FURTHER RESOLVED, that this waiver of immunity:

- 1) shall terminate upon performance by the Tribe of all of its obligations under the Settlement Agreement
- 2) is granted solely to the Greektown Litigation Trust and Greektown Distribution Trust;
- 3) shall extend to inter alia, any judicial action to resolve disputes between the Tribe and Greektown Litigation Trust or Greektown Distribution Trust and the assertion of any claim in the Eastern District of Michigan Bankruptcy Court, or any court from which judgments of that Court may be appealed.
- 4) shall be enforceable only in the Eastern District of Michigan Bankruptcy Court, or any court from which judgments of that Court may be appealed; and
- 5) Tribal Code Chapter 44, Waiver of Tribal Immunities and Jurisdiction in Commercial Transactions at Section 44.105(1)(a) shall be inapplicable as to identifying funds subject to this waiver.
- 6) the 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.

BE IT FURTHER RESOLVED, that the Board of Directors of the Tribe further expressly authorizes the Chairman to waive the exclusive jurisdiction of the Tribal Courts for any disputes related to either the Settlement Agreement or discovery requests for either documents, electronic records, or witnesses as contemplated in the Settlement Agreement.

BE IT FINALLY RESOLVED, that Resolution 2006-96 shall not prohibit disclosure of information in response to discovery promulgated by the Greektown Litigation Trust and Greektown Distribution Trust in relation to the Settlement Agreement.

Roll Call Vote: Motion carried with Directors Hollowell, Abramson, Anderson, Malloy, Miller, Massaway, Chase approving, Director Bouschor abstaining.

Moved by Director Massaway, supported by Director Abramson, to approve Res. 2012-62, Fisheries – Nunn's Creek, FY 2012 Budget Modification.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians here by approves the FY 2012 budget modification to Nunn's Creek Fisheries for an increase in Other Revenue of \$24,800. This budget modification will allocate the funds for the approved cost share agreement with the USDA and the purchase of land for an access road. No effect on Tribal Support.

Motion carried unanimously.

Moved by Director Massaway, supported by Director Hollowell, to approve Res. 2012-63, Integrated Waste Management Plan FY 2012 Budget Modification.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians here by approves the FY 2012 budget modification to establish a budget for Integrated Waste Management Plan with Federal – IHS monies of \$15,106.39. No effect on Tribal Support.

Motion carried unanimously.

Moved by Director Massaway, supported by Director Anderson, to approve Res. 2012-64, Eldercare Transportation FY 2012 Budget Modification.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians here by approves the FY 2012 budget modification to Eldercare Transportation for a change to the Personnel Sheet. No effect on Tribal Support.

Motion carried unanimously.

Moved by Director Massaway, supported by Director Hollowell, to approve Res. 2012-65, Tribal Gaming Commission FY 2012 Budget Modification.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians here by approves the FY 2012 budget modification to Tribal Gaming Commission for changes in the personnel sheet and the re-allocation of expenses. No effect on Corporate Tax.

Motion carried unanimously.

Moved by Director Miller, supported by Director Massaway, to approve Res. 2012-66, Tribal Attorney FY 2012 Budget Modification.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians here by approves the FY 2012 budget modification to Tribal Attorney for changes in the personnel sheet and increase in Internal Service Tax monies \$9,326.81.

Motion carried unanimously.

Moved by Director Hollowell, supported by Director Bouschor, to accept the resignation of Marge Weger from the Unit Two Tahquamenon Elder Sub-Committee and declare the seat vacant.

Motion carried unanimously.

Moved by Director Causley, supported by Director Hollowell, to appoint Joan Karlson to the Unit Two Tahquamenon Elder Sub-Committee, for a four year term, expiring March 2016.

Motion carried unanimously.

Moved by Director Bouschor, supported by Director Massaway, to appoint Dean Auger to the Election Committee, for a four year term, expiring March 2016.

Motion carried unanimously.

Moved by Director Massaway, supported by Director Hollowell, to approve a Small Mesh Permit for Dean Hyslop for the 2012 Fishing Season.

Motion carried unanimously.

Moved by Director Hollowell, supported by Director Massaway, to appoint Shirley Braun to the Unit Two Hessel Sub-Committee for a four year term, expiring March 2016.

Motion carried unanimously.

Moved by Director Abramson, supported by Director Bouschor, to reappoint Joyce McCoy to the Unit One Elders Sub-Committee, for a four year term, expiring March 2016.

Motion carried unanimously.

Moved by Director Massaway, supported by Director Hollowell, to adjourn the meeting.

Roll Call Vote: Motion carried unanimously.

Meeting adjourned: 6:40 p.m.

Date: 6-12-12

Secretary: Cathy Abramson

Others present: Vic Matson, Bill Connolly, John Wernet, Rich Rand, Tony Goetz, Bonnie Culfa, Dee Eggert, Courtney Kachur, Joni Talentino, Ken Ermatinger, Sheri Wallis, Tom Shampine, Joanne Carr.