

**BOARD OF DIRECTORS SPECIAL MEETING
KEWADIN SHORES CASINO
ST. IGNACE, MICHIGAN
MINUTES
JULY 20, 2012**

The meeting was opened at 2:09 p.m. by Chairperson Payment.

Present: Cathy Abramson, Debra Pine, DJ Malloy, Jennifer McLeod, Dennis McKelvie, Lana Causley, Catherine Hollowell, Keith Massaway, Bridgett Sorenson, Denise Chase, Darcy Morrow, Joan Anderson, Aaron Payment.

Absent:

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

Motion carried unanimously.

Moved by Director Massaway, supported by Director Abramson, to suspend the rules and add two resolutions regarding the Lansing Project to the agenda.

Motion carried unanimously.

Moved by Director Massaway, supported by Director Abramson, to approve the changes in the meeting schedule for the remainder of 2012.

Motion carried with Director Hollowell abstaining.

Moved by Director Hollowell, supported by Director McLeod, to table the resolution regarding the authority of the Chairperson.

Roll Call Vote: Motion denied with Directors Hollowell, Pine, McLeod approving, Directors Massaway, Anderson, Abramson, Malloy, Chase, Causley, Morrow, Sorenson, McKelvie opposing.

Moved by Director Hollowell, supported by Director McKelvie, to read only the portion of the resolution that starts at the Now, therefore section.

Motion carried with Directors Massaway, Pine, Causley opposing.

Moved by Director Malloy, supported by Director Chase, to approve Res. 2012- 146, Limited Delegation of Authority to the Chairperson.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors hereby declares that:

1. Subject to the provisions of paragraphs 2 and 3 below, the Tribal Chairperson is authorized and directed to manage and direct the day to day operations of the Tribe including but not limited to the following:

- (a) Serving as the ceremonial figure head of the Tribe for public events and visiting dignitaries;
- (b) Serving as the spokesperson for the Tribe on issues requiring a singular voice; of the Tribal Board's official position;
- (c) Guiding and directing tribal governmental and business operations to ensure operational efficiency, quality, service, and cost-effective management of resources;
- (d) Performing any and all duties delegated to, authorized to be performed, or directed to be performed by the Chairperson in any previously adopted motion, resolution, or ordinance;
- (e) Performing any and all duties delegated to, authorized to be performed, or directed to be performed by the Chairperson in the various Team Member Manuals;
- (f) Performing all administrative and management functions required to be performed pursuant to the current organizational chart.

2. In the exercise of the authority delegated to the Chairperson by the Board of Directors in paragraph 1, the Chairperson shall consult with and shall be subject to the direction and review of the Board of Directors consistent with Article VII, Section 1(n) of the Constitution. All actions taken by the Chairperson pursuant to this delegated authority shall be subject to the authority of the Board of Directors and the Board may review, approve, modify, or rescind any such action.

The Chairperson shall report to the Board of Directors at each regularly scheduled board workshop and shall provide an update of any activities, issues, decisions, or other matters requiring the attention of the board. In the event that the Chairperson is unable to attend any such workshop, the Chairperson shall assign the Vice-Chairperson to provide that report.

3. The authority delegated to the Chairperson by this resolution shall continue until modified, rescinded, or extended by a subsequent resolution of the Board of Directors.

Roll Call Vote: Motion carried unanimously.

Moved by Director Abramson, supported by Director Malloy, to recess the meeting.

Motion carried unanimously. Meeting recessed: 3:11 p.m.

Meeting reopened at 4:46 pm.

Moved by Director Abramson, supported by Director McLeod, to approve Res. 2012-147, Consent to Extension of the Corner Parcel Pre-Closing Period Under Article 3 of the Lansing Comprehensive Development Agreement.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors hereby authorizes its Chairperson to consent in writing to an extension of the Corner Parcel Pre-Closing Period under Article 3 of the Lansing CDA from the current deadline of August 1, 2012 to a date not later than November 1, 2012.

Motion carried unanimously.

Minutes
7-20-2012

Moved by Director Massaway, supported by Director Hollowell, to approve Res. 2012-148, Consent of Assignment of Lansing Comprehensive Development Agreement.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors hereby authorizes its Chairperson to consent in writing to the proposed assignment of the Lansing CDA from Lansing Future LLC to Lansing Future Development LLC.

Motion carried with Director Causley abstaining.

Chairperson Payment adjourned the meeting.

Meeting adjourned: 4:48 p.m.

Date: 8-7-2012 Secretary: Cathy Gramson

Others present: John Wernet, Tony Goetz, Bob Marchand, Bonnie Culfa, Kristi Harwood-Causley, Vic Matson, Betty Smith, Mike McCoy, Ken Ermatinger, Courtney Kachur, Sheryl McKerchie, Jen Dale-Burton, Joanne Carr.