

**BOARD OF DIRECTORS REGULAR MEETING
KEWADIN SHORES CASINO
ST. IGNACE, MICHIGAN
MINUTES
OCTOBER 16, 2012**

The meeting was opened at 6:28 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 Massaway, supported by Director McLeod, to approve the agenda with adding 3 resolutions and a relinquishment.

Motion carried unanimously.

Moved by Director Causley, supported by Director Pine, to approve the Minutes of 8-7-2012; 8-15-2012; and 8-21-2-12.

Motion carried with corrections.

Moved by Director Malloy, supported by Director Massaway, to approve Res. 2012-204, Approving Contract Old St. Ignace Casino Sale.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby approves the contract between the Sault Ste. Marie Tribe of Chippewa Indians and Sault Tribe Housing Authority, for the purpose of selling the old St. Ignace Casino structure to Sault Tribe Housing.

BE IT FURTHER RESOLVED, that this Board of Directors approves of the planned demolition of the structure by the Housing Authority to clear space for future housing development.

BE IT FINALLY RESOLVED, that this Board of Directors grants to the Chairperson, or his designee, the authority to sign execute, administer and amend the contract to sell the building to the Housing Authority for \$50,000.00.

Motion carried unanimously.

Moved by Director McLeod, supported by Director Sorenson, to approve Res. 2012-205, Support for Documentary Film "Scales of Justice".

BE IT RESOLVED, the Sault Tribe Board of Directors are in support of Mr. T. Lindsay Haskins and his efforts to produce a documentary film titled "Scales of Justice", which will depict the history and struggles of the 1836 Treaty tribes in affirming fishing rights during the 1970s and 1980s.

Motion carried unanimously.

Moved by Director Abramson, supported by Director McLeod, to approve Res. 2012-206, Amending Tribal Code Chapter 14: Rules of Parliamentary Procedure Section 14.106 Agenda.

NOW, THEREFORE, BE IT RESOLVED, that Chapter 14 of the Tribal Code, the Rules of Parliamentary Procedure Ordinance, Section 14.106, is hereby amended to read as follows:

14.106 Agenda.

- (1) Notice of Meetings. The administrative secretary of the Board of Directors shall give all Board members written notice of all Regular Meetings at least five (5) calendar days in advance of such meetings. The administrative secretary shall give all Board members written notice of all Special Meetings at least five (5) calendar days in advance of such meetings.
- (2) Notice of Agenda. The administrative secretary shall prepare the agenda for each meeting to include all items submitted by any member of the Board of Directors and will provide the agenda for each meeting to all Board members at least five (5) calendar days in advance of such meetings. In addition, at that time the administrative secretary shall post the agenda in the Tribe's offices and web site.
- (3) Changes to Agenda. Immediately following roll call at any Regular Meeting, the Board of Directors may vote by Simple Majority to remove an item from the agenda for the present meeting. Immediately following roll call at any Regular Meeting, the Board of Directors may vote by Simple Majority to add an item to the agenda for the present meeting, provided written notice of intent to make a motion to add the item to the agenda which details the complete substance of the proposed motion, including a copy of any proposed resolution, is provided to all Board members at least five (5) days in advance of the meeting. The agenda for any Special Meeting shall be limited to those specific items included on the agenda given to Board members with the written notice of the Special Meeting.
- (4) Urgent matters. In the event that an urgent matter arises requiring immediate consideration by the Board of Directors and it is not practicable to provide the full five (5) day written notice required under subsections (2) and (3), the notice requirement may be waived and the matter added to the agenda of a regular or special meeting only upon motion and approval by nine members of the Board of Directors.

Motion carried with Directors McKelvie, Hollowell opposing.

Moved by Director Sorenson, supported by Director Massaway, to approve Res. 2012-207, Tribal Liquor License Midjim Convenience Store Sault Ste. Marie.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby issues a CLASS B: Retailer License and CLASS A: Retail Intoxicating Liquor License to the Midjim Convenience Store, Sault Ste. Marie.

BE IT FURTHER RESOLVED, that this license shall be posted and kept in a conspicuous place on the premises.

BE IT STILL FURTHER RESOLVED, this license shall expire on December 31, 2013.

Motion carried with Directors Hollowell, Abramson opposing.

Moved by Director Sorenson, supported by Director Massaway, to approve Res. 2012-208, Tribal Liquor License Midjim Convenience Store St. Ignace.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby issues a CLASS B: Retailer License and CLASS A: Retail Intoxicating Liquor License to the Midjim Convenience Store, St. Ignace.

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BE IT FURTHER RESOLVED, that this license shall be posted and kept in a conspicuous place on the premises.

BE IT STILL FURTHER RESOLVED, this license shall expire on December 31, 2013.

Motion carried with Directors Hollowell, Abramson opposing.

Moved by Director Sorenson, supported by Director Morrow, to approve Res. 2012-209, Tribal Liquor License Kewadin Casino Hotel and Convention Center.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby issues a CLASS A: Retailer License and CLASS B: Retail Intoxicating Liquor License to the Kewadin Casino Hotel and Convention Center.

BE IT FURTHER RESOLVED, that this license shall be posted and kept in a conspicuous place on the premises.

BE IT STILL FURTHER RESOLVED, this license shall expire on December 31, 2013.

Motion carried with Director Abramson opposing.

Moved by Director Sorenson, supported by Director Morrow, to approve Res. 2012-210, Tribal Liquor License Kewadin Casino Hessel.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby issues a CLASS A: Retailer License and CLASS B: Retail Intoxicating Liquor License to the Kewadin Casino Hessel.

BE IT FURTHER RESOLVED, that this license shall be posted and kept in a conspicuous place on the premises.

BE IT STILL FURTHER RESOLVED, this license shall expire on December 31, 2013.

Motion carried with Director Abramson opposing.

Moved by Director Sorenson, supported by Director Morrow, to approve Res. 2012-211, Tribal Liquor License Kewadin Shores Casino.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby issues a CLASS A: Retailer License and CLASS B: Retail Intoxicating Liquor License to the Kewadin Shores Casino.

BE IT FURTHER RESOLVED, that this license shall be posted and kept in a conspicuous place on the premises.

BE IT STILL FURTHER RESOLVED, this license shall expire on December 31, 2013.

Motion carried with Director Abramson opposing.

Moved by Director Sorenson, supported by Director Morrow, to approve Res. 2012-212, Tribal Liquor License Kewadin Casino Manistique.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby issues a CLASS A: Retailer License and CLASS B: Retail Intoxicating Liquor License to the Kewadin Casino Manistique.

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BE IT FURTHER RESOLVED, that this license shall be posted and kept in a conspicuous place on the premises.

BE IT STILL FURTHER RESOLVED, this license shall expire on December 31, 2013.

Motion carried with Director Abramson opposing.

Moved by Director Sorenson, supported by Director Morrow, to approve Res. 2012-213, Tribal Liquor License Kewadin Casino Christmas.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby issues a CLASS A: Retailer License and CLASS B: Retail Intoxicating Liquor License to the Kewadin Casino Christmas.

BE IT FURTHER RESOLVED, that this license shall be posted and kept in a conspicuous place on the premises.

BE IT STILL FURTHER RESOLVED, this license shall expire on December 31, 2013.

Motion carried with Director Abramson opposing.

Moved by Director Sorenson, supported by Director McLeod, to approve Res. 2012-214, FY 2013 Budget Modifications Budgetary Cost Savings – Schedule B.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians here by approves the FY 2013 budget modifications to the attached departments for cost savings in Tribal Support of \$3,217,585.

BE IT FURTHER RESOLVED, that the Board of Directors and Chairperson, directs Division Directors and Program Managers to work with the Budget Department to make the necessary adjustments to the respective departmental budgets in order to accomplish these budgetary cost savings.

Roll Call Vote: Motion carried unanimously.

Moved by Director Causley, supported by Director Hollowell, to approve Res. 2012-215, Board of Directors Travel.

BE IT RESOLVED, that the Board of Directors office and the Accounting Department, will compile a complete detailed list of all past and current Board Members; the former Co-Executive Directors – past and present; all governmental, casino, and enterprise employees; and all Housing employees, including the Commissioners and Housing Director; travel for any past expenses including any funds released due to travel for the Chairman and the Board, and shall be released to the Tribal Chairman, Board of Directors, and any Tribal Member, upon request.

BE IT FURTHER RESOLVED, that all future travel information will be made available to the membership upon request.

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

Moved by Director McKelvie, supported by Director Chase, to approve the Res. 2012-216, Out of State Tribal Board and Chairperson Travel.

RESOLVED, Out of State Tribal Board and Chairperson travel (airfare, mileage) must be specifically approved (via line item) by the Tribal Board of Directors in advance at a duly called meeting, during annual appropriations or via a Tribal Board consensus and subsequently approved at a duly called Tribal Board meeting. Any travel expenses incurred outside of the process are subject to billing, collections, and payroll deduction.

Roll Call Vote: Motion carried unanimously.

Moved by Director McKelvie, supported by Director Causley, to approve the resolution titled Tribal Board and Chairperson Travel.

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

Moved by Director Anderson, supported by Director Malloy, to approve Res. 2012-217, Unit Five Two Percent Funding City of Munising General Governmental Purposes.

NOW, THEREFORE, BE IT RESOLVED, that the Chairperson is hereby authorized to execute the long term two-percent agreement, in the amount of \$32,000 in the form attached, with the City of Munising, to become effective after the land goes into Trust.

Roll Call Vote: Motion carried unanimously.

Moved by Director Malloy, supported by Director Morrow, to approve Res. 2012-218, Unit Five Two Percent Funding City of Munising Recreation and Exercise Program.

NOW, THEREFORE, BE IT RESOLVED, that the Chairperson is hereby authorized to execute the long term two-percent agreement, in the amount of \$18,000 in the form attached, with the City of Munising, to become effective after the land goes into Trust.

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

Moved by Director Abramson, supported by Director Anderson, to approve Res. 2012-219, Acceptance of Three Year Audit Proposal Anderson, Tackman, and Company PLC.

RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby accepts the audit proposal of Anderson, Tackman, and Company, PLC, as our auditors for the Sault Ste. Marie Tribe of Chippewa Indians for the following: FY2012 - \$60,280, FY2013 - \$60,300, and FY 2014 -\$60,400, not to exceed the amounts listed per year.

Roll Call Vote: Motion carried unanimously.

Moved by Director Malloy, supported by Director Sorenson, to approve Res. 2012-220, Acceptance of Three Year 401 k Audit Proposal Dennis, Gartland & Niergarth, CPA's.

RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby accepts the audit proposal of Dennis, Gartland & Niergarth , CPA's as our auditors for the Sault Ste. Marie Tribe of Chippewa Indians 401k Plan for the following: FY2012 - \$8,400, FY2013 - \$8,600, and FY 2014 - \$8,900, not to exceed the amounts listed per year.

Motion carried unanimously.

Moved by Director Abramson, supported by Director Malloy, to approve Res. 2012-221, Letter of Engagement WilmerHale.

RESOLVED, that the Board of Directors hereby approves the Letter of Engagement from the law firm of WilmerHale, dated October 2, 2012 authorizing the firm to represent the Sault Ste. Marie Tribe of Chippewa Indians, its Board of Directors, and the Kewadin Gaming Authority in litigation brought by the State of Michigan, its being understood and agreed that the expenses of this litigation are to be billed to and funded under the existing turnkey development agreements with JLLJ Corporation and with Lansing Future.

Roll Call Vote: Motion carried unanimously.

Moved by Director Anderson, supported by Director Abramson, to appoint Jane Karacson to the Unit Five Munising Elder Sub-Committee for a four year appointment, expiring October 2016.

Motion carried unanimously.

Moved by Director Sorenson, supported by Director Massaway, to transfer the Small Boat License (SSM-313) of Jamie Massey to his son Jamie (BJ) Massey and to transfer the Large Boat License (SSM-116) of Donald Massey to his son Jamie Massey.

Motion carried unanimously.

Moved by Director Causley, supported by Director Abramson, to accept the recommendations of the Special Needs/Enrollment Committee and relinquish Angela Avis from the Tribe. (She is enrolled with GTB)

Motion carried unanimously.

Moved by Director Malloy, supported by Director McLeod, to approve Res. 2012-222, Amending Res. 2006-96, Privacy of Board Member Phone and Computer Records.

NOW, THEREFORE, BE IT RESOLVED, that no person, Board Member, or employee of the Tribe, absent a court order, shall access or attempt to access the cell phone, computer, or e-mail, of any Member of the Board of Directors.

BE IT FURTHER RESOLVED, that any person or employee that does access the cell phone, computer, or e-mail, of any Member of the Board of Directors shall be immediately terminated.

BE IT FURTHER RESOLVED, that any elected official or Board Member that does access the cell phone, computer, or e-mail, of any member of the Board of Directors will be punished by a fine of \$5,000.

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BE IT FURTHER RESOLVED, that the Board of Directors as a whole may authorize disclosure of any records otherwise confidential under this Resolution provided that a Positive Majority of the Members in open session votes to investigate the records and such decision is enacted as a Resolution of the Board.

Roll Call Vote: Motion carried unanimously.

Moved by Director Sorenson, supported by Director Morrow, to suspend the rules and add the issue of the Board attending the MAST meeting in Green Bay, Wisconsin.

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

Moved by Director Morrow, supported by Director Sorenson, to approve seven Board Members attending the MAST meeting in Green Bay, Wisconsin and to appropriate the money to do so.

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

Moved by Director Sorenson, supported by Director Morrow, to adjourn the meeting.

Motion carried unanimously.

Meeting adjourned: 9:56 p.m.

Date: 12-18-12

Secretary: Cathy Abramson

Others present: John Wernet, Bill Connolly, Angeline Bouley, Tom Gorenflo, Mike McCoy, Ken Ermatinger, Aaron Schlehber, Bob Marchand, Bonnie Culfa, Steve Sprecker, Cheryl LaPlaunt, Joni Talentino, Russ McKerchie, Sheryl McKerchie, Carol Eavou, Tara Benoit, Joanne Carr.