



RESOLUTION NO: 2012-11

**APPROVAL OF COMPREHENSIVE DEVELOPMENT AGREEMENT WITH THE CITY OF LANSING, MICHIGAN
AUTHORIZATION TO PURCHASE LAND IN LANSING, MICHIGAN USING INCOME FROM THE LAND SETTLEMENT TRUST FUND
APPROVAL OF INTERGOVERNMENTAL AGREEMENT WITH THE CITY OF LANSING, MICHIGAN**

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Economic Development Commission

WHEREAS, the Sault Tribe Ste. Marie Tribe of Chippewa Indians settled certain land claims against the United States as evidenced and implemented by the Michigan Indian Land Claims Settlement Act (the "Act"), PL 105-143, 111 Stat 2652 (Dec 15, 1997); and

WHEREAS, in section 108 of that Act, Congress mandated that settlement funds provided to the Tribe under the Act were to be deposited into a trust fund created by the Act for the benefit of the Tribe, to be known as the "Self-Sufficiency Fund," and further provided that the Board of Directors of the Tribe shall be the trustee of and shall administer that Fund in accordance with the provisions of the Act; and

WHEREAS, section 108, subsection (c) of the Act specifies the purposes for which interest and income of the Fund and expressly includes, among those authorized purposes, the acquisition of land to consolidate or enhance tribal lands; and

WHEREAS, section 108, subsection (f) expressly provides that any lands acquired using interest or other income of the Fund "shall be held in trust" by the Secretary of the Interior for the benefit of the Tribe; and

WHEREAS, these provisions of the Act create a valuable and unique opportunity for the Tribe to engage in economic development opportunities that will be of substantial benefit to the Tribe and to the tribal community; and

WHEREAS, the Board of Directors is authorized by Article VII, section 1(d) of the Tribe's Constitution and Bylaws to expend funds for public purposes of the Tribe and to regulate the conduct of trade and the acquisition, use, and disposition of property, and is further authorized by Article VII, section 1(k) to manage, lease, sell, acquire, or otherwise deal with tribal lands, interest in lands and water or other tribal assets; and

WHEREAS, the Sault Tribe has negotiated a proposed Comprehensive Development Agreement (the "Lansing CDA") with the city of Lansing, Michigan under which the Tribe would acquire lands located in the city of Lansing using interest or income from the Self-Sufficiency Fund, seek to have those lands placed into mandatory trust pursuant to section 108 (c) and (f) of the Act, and establish its legal right to construct and operate a casino gaming enterprise on those lands; and

WHEREAS, the Tribe has also negotiated a proposed Intergovernmental Agreement with the city of Lansing (the "Lansing IGA") under which the City will provide active support for the project, will recognize the Tribe's exclusive jurisdiction over the lands to be acquired by the Tribe, agrees to cross-deputization of tribal and city law enforcement officers, and agrees to provide other essential city services, all in return for limited revenue sharing payments from the project; and

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WHEREAS, the Board of Directors has examined the legal theories supporting this project and is persuaded that, under section 108 of the Act, the Tribe has a substantial and unique legal claim and a valuable opportunity that it can and should pursue in good faith and, further, is satisfied that this project has been structured so as to substantially minimize and limit the expenses and risks to the Tribe; and

WHEREAS, the Board of Directors has determined that, while this project necessarily requires the purchase of lands using interest or income from the Self-Sufficiency Fund, steps should be taken to ensure that this expenditure will not adversely affect the annual distribution to the Tribe's elders and, further, that a portion of the future proceeds from this project will be returned to the Self-Sufficiency Fund as additional principal under section 108(a)(1)(C) of the Act.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors hereby approves the proposed Lansing CDA and authorizes the Tribal Chairman to execute that agreement and to subsequently acquire the parcels of land described in that agreement, subject to the terms and conditions set forth in the agreement, and further authorizes the Chairman or his designee to sign, amend, and execute any documents necessary to effectuate the purposes of this resolution.

BE IT FURTHER RESOLVED, that the Board of Directors hereby determines that the purchase of the lands described in the Lansing CDA will consolidate or enhance tribal landholdings, will generate an economic development opportunity beneficial to the Tribe and its members, and that, accordingly, the Tribal Chairman is authorized and directed to accomplish that purchase using interest and/or income from the Self-Sufficiency fund, notwithstanding the provisions of Resolution 98-47, which shall otherwise remain in force and effect.

BE IT FURTHER RESOLVED, that the Board of Directors likewise approves the proposed Intergovernmental Agreement with the City of Lansing (the Lansing IGA) and authorizes the Tribal Chairman or his designee to execute and to take all necessary steps to implement that agreement.

BE IT FURTHER RESOLVED, that the Board of Directors hereby expressly approves and authorizes the specific limited waiver of sovereign immunity and of tribal court jurisdiction set forth in Article 8 of the Lansing CDA and the similar limited waiver of immunity set forth in section 7 of the Lansing IGA provided that, as is set forth more fully in those agreements, each such waiver:

1. is granted solely for the limited purpose of enforcement of the agreement within which it is contained;
2. extends only to claims that are (a) brought by the city of Lansing, (b) allege a breach of one or more specific obligations or duties under the applicable agreement, and (c) seek specific performance and/or injunctive relief;
3. shall continue for the longer of one (1) year following the termination of the agreement or two (2) years after the claim accrues or is discovered upon the exercise of due diligence; and

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4. is enforceable in the United States District Court for the Western district of Michigan or any federal court having appellate jurisdiction over that court.

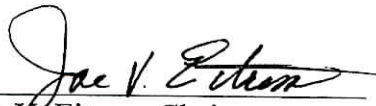
BE IT FURTHER RESOLVED, that prior to the closing date on each of the two parcels of land described in the Lansing CDA, the Tribe's Chief Financial Officer is directed to identify alternative tribal funds that shall be used to supplement the next subsequent annual distribution to the tribal elders under Resolution 98-47 in an amount sufficient to avoid any reduction in the amount of that distribution that would otherwise result from the acquisition of that parcel as authorized by this resolution.

BE IT FINALLY RESOLVED, that at such time as the enterprise contemplated by this resolution begins to generate income from the Gaming Authority to the Tribe, after the payment of all necessary cost and expenses:


1. Ten percent (10%) of the annual income to the Tribe from this project shall be deposited in the Self-Sufficiency Fund as an addition to principal as authorized by section 108(1)(C) of the Act:
2. Three percent (3%) of the annual income to the Tribe from this project shall be distributed among and deposited in the following funds: the Elder Health Self-Sufficiency Fund, the Elder Employment Self-Sufficiency Fund, the Funeral Assistance Self-Sufficiency Fund, and the Education Assistance Self-Sufficiency Fund; and
3. Two percent (2%) of the annual income to the Tribe from this project shall be deposited into a fund to establish a college scholarship program for the tribal members irrespective of blood quantum.
4. The intention of this Board is to bring parity in wages and benefits to the members in the seven county service area.

CERTIFICATION

We, the undersigned, as Chairman and Secretary of the Sault Ste. Marie Tribe of Chippewa Indians, hereby certify that the Board of Directors is composed of 13 members, of whom 11 members constituting a quorum were present at a meeting thereof duly called, noticed, convened, and held on the 24 day of January 2012; that the foregoing resolution was duly adopted at said meeting by an affirmative vote of 8 members for, 2 members against, 0 members abstaining, and that said resolution has not been rescinded or amended in any way.



Joe V. Eitrem, Chairman
Sault Ste. Marie Tribe of
Chippewa Indians



Cathy Abramson, Secretary
Sault Ste. Marie Tribe of
Chippewa Indians