

ROLL CALL MATRIX

Meeting Date: 7-20-12

P	A	Res. Number											
		2012	146		147		148						
		Unanimous	U		U								
✓		Cathy Abramson			1		Y						
✓		Deb Pine					Y						
✓		Denny McKelvie					Y						
✓		DJ Malloy	1				Y						
✓		Jennifer McLeod			2		Y						
✓		Lana Causley					A						
✓		Cath Hollowell					2Y						
✓		Bridgett Sorenson					Y						
✓		Keith Massaway					1Y						
✓		Denise Chase	2				Y						
✓		Darcy Morrow					Y						
✓		Joan Anderson					Y						
✓		Aaron Payment											

- 1 = Made Motion
- Y = Voted Yes
- A = Abstained
- S = Sponsored by Board Member
- 2 = Second/Support Motion
- N = Voted No
- U = Unanimous



RESOLUTION NO: 2012-146

LIMITED DELEGATION OF AUTHORITY TO THE CHAIRPERSON

WHEREAS, on March 20, 2010, the Tribe held a Secretarial election to amend its Constitution and Bylaws; and

WHEREAS, pursuant to that election, the members of the Tribe amended Article II, Section 1 of the Bylaws entitled Duties of Officers by deleting language that had directed the Chairperson to “perform all duties consistent with the office as chief executive officer of the tribe;” and

WHEREAS, as so amended, Article II, Section 1 of the Bylaws now provides that the duties of the chairperson are to “preside over all meetings of the board of directors and exercise any other lawful authority delegated the chairperson by the board of directors” and to “vote only in the case of a tie unless otherwise provided by the tribe’s constitution and bylaws”; and

WHEREAS, Article IV of the Constitution provides that “[t]he governing body of the Sault Ste. Marie Tribe of Chippewa Indians shall consist of a board of directors”; and

WHEREAS, the effect of the amendment approved by the Secretarial election is to confirm that the authority to direct the operations of the Tribe is not vested independently in the office of the Chairperson but, rather, in the Board of Directors as provided in Article VII of the Constitution; and

WHEREAS, Article VII, Section 1 of the Constitution assigns specific authority to the Board of Directors including the authority to “negotiate and consult with the Federal, State, and local governments”; “expend funds for the public purposes of the tribe”; “adopt resolutions, ordinances and a code” on various subjects within the jurisdiction of the tribe; “manage, lease, sell, acquire or otherwise deal with tribal lands ... or other tribal assets”; and to “manage any and all economic affairs and enterprises of the tribe”; and

WHEREAS, Article VII, Section 1(n) of the Constitution expressly authorizes the Board of Directors to delegate powers and authority to a subordinate tribal officer, board, committee, or group, “reserving the right to review any action taken by virtue of such delegated power or to cancel any delegation;” and

WHEREAS, it is necessary to the efficient operation of the Tribe’s governmental and business operations that a single person be delegated the authority to serve as the policy representative of the Board and to manage the day to day operations of the Tribe, subject to the authority of the Board of Directors to review and approve, modify, or rescind any such action; and

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Government Services

Membership Services

Economic Development Commission

Res. No: 2013-146

WHEREAS, Article II, Section 1 of the Bylaws, as amended, provides that the Chairperson shall “exercise any other lawful authority delegated to the Chairperson by the Board of Directors;”

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.

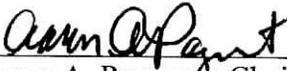
2. In the exercise of the authority delegated to the Chairperson by the Board of Directors in paragraph 1, the Chairperson shall consult with and shall be subject to the direction and review of the Board of Directors consistent with Article VII, Section 1(n) of the Constitution. All actions taken by 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.

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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.

CERTIFICATION

We, the undersigned, as Chairperson 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 13 members constituting a quorum were present at a meeting thereof duly called, noticed, convened, and held on the 30 day of July 2012; that the foregoing resolution was duly adopted at said meeting by an affirmative vote of 12 members for, 0 members against, 0 members abstaining, and that said resolution has not been rescinded or amended in any way.



Aaron A. Payment, Chairperson
Sault Ste. Marie Tribe of
Chippewa Indians

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



RESOLUTION NO: 2012-147

**CONSENT TO EXTENSION OF
THE CORNER PARCEL PRE-CLOSING PERIOD
UNDER ARTICLE 3 OF THE
LANSING COMPREHENSIVE DEVELOPMENT AGREEMENT**

WHEREAS, on January 24, 2012, pursuant to Resolution 2012-11, the Board of Directors approved a Comprehensive Development Agreement (the "Lansing CDA") with the city of Lansing, Michigan, Lansing Future LLC, and the Kewadin Gaming Authority under which the Tribe is to acquire certain lands located in the city of Lansing using interest or income from the Self-Sufficiency Fund established under the Michigan Indian Land Claims Settlement Act (the "Act") and will then 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, Article 3 of the Lansing CDA contemplates that, subject to the completion of numerous pre-closing conditions and agreements, the parties will close on purchase of the initial parcel of land, designated as the "Corner Parcel," on or before August 1, 2012; and

WHEREAS, Section 3.7.2 of the Lansing CDA permits the parties to extend this date by written consent; and

WHEREAS, the parties to the Lansing CDA have jointly determined that that it is necessary and desirable to extend the August 1, 2012 deadline to November 1, 2012 in order to assure there will be sufficient time for the parties to fully satisfy all of the conditions and agreements required by the CDA prior to closing; and

WHEREAS, the Board of Directors has determined that it is in the best interests of the Tribe to consent to the proposed extension of time.

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.

CERTIFICATION

We, the undersigned, as Chairperson 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 13 members constituting a quorum were present at a meeting thereof duly called, noticed, convened, and held on the 30 day of July 2012; that the foregoing resolution was duly adopted at said meeting by an affirmative vote of 12 members for, 0 members against, 0 members abstaining, and that said resolution has not been rescinded or amended in any way.



Aaron A. Payment, Chairperson
Sault Ste. Marie Tribe of
Chippewa Indians



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

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**Government
Services**

**Membership
Services**

**Economic
Development
Commission**



RESOLUTION NO: 2012-148

CONSENT TO ASSIGNMENT
OF
LANSING COMPREHENSIVE DEVELOPMENT AGREEMENT

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WHEREAS, Lansing Future, LLC wishes to assign its rights and obligations under the Lansing CDA to a successor entity, Lansing Future Development LLC, a Michigan limited liability company; and

WHEREAS, under section 11.7 of the Lansing CDA, no party "may transfer, assign or delegate to any other person or entity all or any part of its rights or obligations arising under this Agreement without the prior written consent of all other Parties hereto, which consent shall not be unreasonably withheld;" and

WHEREAS, the Board of Directors has determined that it is in the best interests of the Tribe to consent to the proposed assignments.

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.

CERTIFICATION

We, the undersigned, as Chairperson 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 13 members constituting a quorum were present at a meeting thereof duly called, noticed, convened, and held on the 20 day of July 2012; that the foregoing resolution was duly adopted at said meeting by an affirmative vote of 11 members for, 0 members against, 1 members abstaining, and that said resolution has not been rescinded or amended in any way.


Aaron A. Payment, Chairperson
Sault Ste. Marie Tribe of
Chippewa Indians


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