

ROLL CALL MATRIX

Meeting Date: 4-29-2020

P	A	Res. Number 2020	96	97	98							
		Unanimous	U		U							
X		Michael McKerchie		Y								
X		Kim Gravelle	1	2Y								
X		Betty Freiheit		Y								
X		DJ Hoffman		1Y	2							
X		Jennifer McLeod	2	Y								
X		Lana Causley		Y								
X		Cath Hollowell		Y	1							
X		Bridgett Sorenson		N								
X		Keith Massaway		N								
X		Denise Chase		Y								
X		Darcy Morrow		Y								
X		Charles Matson		Y								
X		Aaron Payment										

- 1 = Made Motion
- Y = Voted Yes
- A = Abstained
- 2 = Second/Support Motion
- N = Voted No
- U = Unanimous



RESOLUTION NO: 2020-96

**AUTHORIZATION TO APPLY FOR
A SMALL BUSINESS ASSOCIATION (SBA) LOAN FROM
CENTRAL SAVINGS BANK
SAULT STE. MARIE, MICHIGAN**

Min Waban Dan

**Administrative
Office**

523 Ashmun Street

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**Membership
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**Economic
Development
Commission**

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors hereby authorizes the Sault Tribe EDC Executive Director to apply for loans with Central Savings Bank for SBA Payroll Protection Program (PPP) loan(s) of up to \$250,000 total with amounts to be disbursed individually as set forth in the individual applications to the following Tribal Entities:

DeMawating Development – Kincheloe, Michigan
Sawyer Village – Gwinn, Michigan
Northern Hospitality – Sault Ste. Marie, Michigan
Mid-Jim Convenience Stores – Sault Ste. Marie, Michigan and St. Ignace, Michigan
White Pine Lodge and Convenience Store – Christmas, Michigan

BE IT FURTHER RESOLVED, upon approval of the loan application, the Board of Director authorizes the Tribal Chairperson, or his designee to sign any and all documentation required to secure the loan; and

BE IT FURTHER RESOLVED, that the Tribe hereby waives its sovereign immunity from suit in favor of Central Savings Bank only should an action be commenced under the Business Loan Agreement associated with this transaction. This waiver:

- i) shall terminate upon performance by the Tribe of all of its obligations under the Loan Agreement or any subsequent extensions of the Loan Agreement
- ii) is granted solely to Central Savings Bank;
- iii) shall extend any judicial action to resolve disputes between the Tribe and the Bank and the assertion of any claim in any state court having jurisdiction or in the United States District Court for the District that includes Sault Ste. Marie, Michigan;
- iv) shall be enforceable only in a court of competent jurisdiction, including courts of the State of Michigan the Tribal Court and federal courts in Michigan; and
- v) shall be enforceable against the assets of the EDC Division of the Tribe to the extent necessary to satisfy the obligation under the Loan Agreement, note and other finance documents; and
- vi) the Business Loan Agreement and other associated finance documents shall be construed in accordance with and governed by the laws of the state of Michigan except to the extent that federal law controls. The Board authorizes the Tribe to consent to the jurisdiction of the courts of the State of Michigan and the federal courts in Michigan, including any courts to which decisions may be appealed, with respect to any controversies arising from this resolution or any of the loan documents.

Res. No: 2020-96

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Section 3 WAIVER OF TRIBAL COURT JURISDICTION

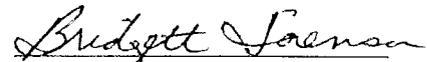
3.1 The Board of Directors waives the exclusive jurisdiction of the Tribal Court over any action arising under the Business Loan Agreement.

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 29 day of April 2020; 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



Bridgett Sorenson, Secretary
Sault Ste. Marie Tribe of
Chippewa Indians



RESOLUTION NO: 2020-97

**AUTHORIZATION TO RETAIN LAW FIRM
INTERIM GENERAL COUNSEL**

Min Waban Dan

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BE IT RESOLVED, that the Board of Directors hereby approves retaining the firm of Fredericks Peebles & Patterson LLP, on the terms submitted in response to the Tribal request for proposals, and presented to this Board, to act as interim general counsel for the Tribe, the Tribe's Gaming Authority, and Economic Development Commission, and to attend, telephonically or otherwise, Board meetings and workshops for the purpose of advising the Board.

BE IT FURTHER RESOLVED, that the Chairperson of the Tribe, is authorized to enter into an agreement for the services of the firm for the remainder of the year 2020, or until a new in-house General Counsel can be retained.

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 29 day of April 2020; that the foregoing resolution was duly adopted at said meeting by an affirmative vote of 10 members for, 2 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

Bridgett Sorenson, Secretary
Sault Ste. Marie Tribe of
Chippewa Indians



RESOLUTION NO: 2020-98

**AUTHORIZING LITIGATION AND DISPUTE RESOLUTION
CONSENT DECREE**

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WHEREAS, the Sault Ste. Marie Tribe of Chippewa Indians (the "Tribe") is a federally recognized Indian tribe with rights to hunt and engage in other usufructuary activities secured by the Treaty of March 28, 1836; 7 Stat. 491 (the "1836 Treaty"), as adjudicated in United States v. Michigan, W.D. Mich. Case No. 2:73 CV 26; and

WHEREAS, the nature, scope, and extent of the rights under the 1836 Treaty to hunt, fish, and gather on the Great Lakes waters of the ceded territory under the 2000 Consent Decree are being negotiated, with the current consent decree set to expire this year; and

WHEREAS, certain matters have arisen in the process of negotiation which may require the Tribe to invoke the Dispute Resolution process under the Consent Decree, if they are not susceptible to resolution in negotiation directly; and

WHEREAS, the Chairperson of the Tribe must be authorized to invoke the Dispute Resolution mechanism; and if that is not fruitful then the Chairperson must be authorized to invoke litigation in the preservation of the rights of the Tribe's members.

NOW, THEREFORE, BE IT RESOLVED, that the Chairperson is hereby authorized to invoke the Dispute Resolution mechanism under the 2000 Consent Decree, and failing that, to proceed to litigation to protect the rights of the Tribe and its members related to matters that cannot be adequately resolved through direct negotiation.

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 29 day of April 2020; 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


Bridgett Sorenson, Secretary
Sault Ste. Marie Tribe of
Chippewa Indians