

**BOARD OF DIRECTORS SPECIAL MEETING  
KEWADIN CASINOS CONVENTION CENTER  
SAULT STE. MARIE, MICHIGAN  
MINUTES  
JUNE 11, 2024**

This meeting was opened at 4:00 p.m. by Chairman Austin Lowes

Present: Kimberly Hampton (Z), Betty Freiheit (Z), Rob McRorie (Z), Isaac McKechnie, Kimberly Lee (Z), Bridgett Sorenson (Z), Shawn Borowicz (Z), Tyler LaPlaunt (Z), Austin Lowes (Z)  
Absent: Darcy Morrow, Michael McKerchie, Lana Causley-Smith

**Moved by Director Lee, supported by Director McRorie, to excuse Lana Causley-Smith.  
Motion carries unanimously.**

**Moved by Director Freiheit, supported by Director McKechnie, to approve the agenda as read.  
Motion carries unanimously.**

**Moved by Director Freiheit, supported by Director McKechnie, to approve Resolution 2024-179, Approving Viejas Project.**

**Without objection, the reading of this Resolution was waived.**

**No objection.**

NOW, THEREFORE BE IT RESOLVED, that to the extent the Tribe is required by the organizational documents of any Subsidiary to consent to the Viejas Transaction, the Board hereby authorizes, approves, ratifies, and affirms (i) the execution and delivery by such Subsidiary of those applicable documents and agreements relating to the Viejas Transaction, (ii) the performance by such Subsidiary of any and all obligations of such Subsidiary under such documents and agreements relating to the Viejas Transaction, and (iii) any and all actions and activities performed by such Subsidiary in connection with the Viejas Transaction.

BE IT FURTHER RESOLVED, that the Chairman is duly authorized to execute any and all documents necessary to effectuate the foregoing.

BE IT FURTHER RESOLVED, Each of Indian Energy LLC and Jingtamok LLC, as California limited liability companies, and subsidiaries of Jingtamok LLC are not sovereign entities, have no sovereign rights, powers or privileges, and have no sovereign immunity from suit or other legal process or arbitration, despite, in the case of Jingtamok LLC, its partial ownership by the Sault Saint Marie Tribe of Chippewa Indians and Indian Energy LLC and its indirect ownership by the Sault Saint Marie Tribe of Chippewa Indians, or, in the case of Indian Energy LLC, its direct ownership by the Sault Saint Marie Tribe of Chippewa Indians. Solely for the avoidance of doubt should anything to the contrary ever be claimed by Indian Energy LLC, Jingtamok LLC, or its subsidiaries, the Sault Saint Marie Tribe of Chippewa Indians or any other person, or held to the contrary by a court, Indian Energy LLC, Jingtamok LLC or its subsidiaries, and the Sault Saint Marie Tribe of Chippewa Indians as direct or indirect owners of such entities, hereby expressly waive any and all sovereign immunity Indian Energy LLC, Jingtamok LLC or its subsidiaries may possess or be claimed to have, consent to the jurisdiction of the courts specified in contracts Indian Energy LLC, Jingtamok LLC and its subsidiaries have entered or will enter into, and waive any

requirement for the exhaustion of tribal remedies regarding any matter concerning Indian Energy LLC, Jingtamok LLC or its subsidiaries. For the further avoidance of doubt, Indian Energy LLC and Jingtamok LLC and its subsidiaries and the contracts such entities have entered or will enter into, are not governed by the laws of the Sault Saint Marie Tribe of Chippewa Indians.

BE IT FINALLY RESOLVED, that nothing herein shall be construed to be a waiver of immunity pursuant to Tribal Code Chapter 42: Waiver of Immunities and Jurisdiction in Commercial Transactions.

**Roll Call Vote: Motion carries unanimously.**

Adjourned at 4:15 p.m.

Date: 6/18/24

Secretary:   
Kimberly Hampton

Others Present: Robert Schulte, Jessica Dumback (Z), Aaron Schlehuber (Z), Ashlee Mielke, Josh Elliot, Dan Doyle, Joseph Street