

**BOARD OF DIRECTORS REGULAR MEETING
MANISTIQUE TRIBAL CENTER
MANISTIQUE, MICHIGAN
MINUTES
May 7, 2013**

The meeting was opened at 7:30 p.m. by Chairperson Payment.

Present: Cathy Abramson, Jennifer McLeod, Dennis McKelvie, Deb Pine, DJ Malloy, Catherine Hollowell, Bridgett Sorenson, Denise Chase, Darcy Morrow, Joan Anderson, Aaron Payment.

Absent: Lana Causley, Keith Massaway.

Moved by Director McKelvie, supported by Director Morrow, to accept the agenda as written.

Motion carried unanimously.

Without Objection, will add the Long Range Transportation Plan and Separation Policy to the agenda. No objections.

Moved by Director Hollowell, supported by Director Sorenson, to remove from the agenda, the resolution rescinding 2012-146.

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

Moved by Director Chase, supported by Director Morrow, to remove from the agenda, the remaining 8 resolutions and new business, with the exceptions of committee appt/resignations.

Motion carried with Directors Abramson, Malloy opposing, Director Hollowell abstaining on the removal of Replacing Chapter 16.

Presentation: Kerry Ott - Robert Wood Johnson Foundation Award.

Moved by Director Abramson, supported by Director McLeod, to approve the Minutes of 3-26-2013 and 4-02-2013, as written.

Motion carried unanimously.

Moved by Director Abramson, supported by Director Hollowell, to approve Res. 2013-96, Partial Waiver of Convictions for Mr. Angus McKerchie.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors, pursuant to Tribal Code Chapter 76 grants a partial waiver to Mr. Angus McKerchie for the convictions of: 1. Misdemeanor Malicious Destruction of Property <\$200.00 – 10/2010; 2. Felony Police Officer Assaulting/Resisting/Obstructing – 12/2010; 3. 4 counts Felony Motor Vehicle- Unlawful Driving Away – 10/2012; 4. Misdemeanor Larceny <\$200.00 – 10/2012.

Motion carried with Directors Sorenson, Morrow, McKelvie opposing.

Moved by Director Malloy, supported by Director Morrow, to approve Res. 2013-97, Authorization to Open Bank Accounts with Huntington Bank.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors hereby authorizes the CFO or his designee, to establish the necessary accounts with Huntington Bank for day-to-day banking activity to insure that tribal financial operations continue in an effective manner. Signatures of the following are required to transact any activity on said accounts: Aaron A. Payment; Denise Chase; Cathy Abramson; Dennis McKelvie; William P. Connolly; Christine McPherson.

Said accounts will require the signatures of two of the signatories.

BE IT FINALLY RESOLVED, that the Board of Directors grants inquiry access to these accounts for obtaining transactional information to the following Accounting Department staff: Julie Hagan; Laurie Mansfield; Amy Cappelli.

It is also agreed that Julie Hagan and Laurie Mansfield be Co-Administrators of the Business On-line banking system at Huntington Bank.

Motion carried unanimously.

Moved by Director Morrow, supported by Director Malloy, to approve Res. 2013-98, Authorization to Open Trust and Investment Accounts with Huntington Bank.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors hereby authorizes the CFO or his designee, to establish the necessary Trust and Investment Accounts with Huntington Bank for investment banking activity to insure that tribal trust and investment operations continue in an effective manner as prescribed by both Tribal and Federal Grant Investment Policies. Signatures of the following are required to transact any activity on said accounts:

Aaron A. Payment, Chairperson	Denise Chase, Vice Chair
Cathy Abramson, Secretary	Dennis McKelvie, Treasurer
William P. Connolly, CFO	Christine McPherson, Executive Director

Said accounts will require the signatures of two of the signatories for any transactions.

BE IT FINALLY RESOLVED, that the Board of Directors grants inquiry access to these accounts for obtaining transactional information to the following Accounting Department staff: Julie Hagan; Amy Cappelli; Rita Bricker.

Motion carried unanimously.

Moved by Director Malloy, supported by Director McLeod, to approve Res. 2013-99, Limited Waiver of Sovereign Immunity and Consent to Waiver of Tribal Court Jurisdiction Credit Agreement with National City Authorization to Enter into Agreements.

BE IT RESOLVED, by the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians, as follows:

Section 1. FINDINGS AND DETERMINATIONS:

The Board of Directors finds and determines that:

1.1 The Sault Ste. Marie Tribe of Chippewa Indians ("Tribe") is a federally recognized Indian Tribal Government organized under the provisions of the Indian Reorganization Act of 1934.

1.2 The Tribe currently has a "Letter of Credit" in the amount of \$2,102,049.00 with National City Bank-Midwest ("Bank") to satisfy the security requirement of the Michigan Employment Security Act for the Sault Tribe Self-funded Unemployment Program. Collateral for this Letter of Credit is currently the full faith and credit of the Tribe.

1.3 The Tribe wishes to amend this Letter of Credit:

(i) to confirm that the amount of the Letter of Credit available on the date of this Amendment, to be drawn is \$2,102,049.00 (the "Available Amount");

(ii) to provide that payment of the Liabilities (as defined in the Reimbursement Agreement) and all indebtedness and liabilities of the Tribe owed to the Bank, whether now existing or later arising and however evidenced are secured by:

(a) a first real estate mortgage, including an assignment of rents and security interest on the Tribe's real property and the fixtures and improvements located thereon, commonly known as 1131 North State Street, St. Ignace, Michigan 49781, which real estate mortgage from the Tribe to the Bank is dated September 1, 2009, and was recorded in Mackinac County, Michigan Records, on November 17, 2009, in Liber 697, Page 209 (the "1131 North State Mortgage"); and

(b) a first real estate mortgage, including assignment of rents and security Interest on the Tribe's real property and fixtures and improvements located thereon, commonly known as 531 Ashmun Avenue, Sault Ste. Marie, Michigan 49713, which real estate mortgage from the Tribe to the Bank is dated July 23, 2010, and was recorded in Chippewa County, Michigan Records, on

August 19, 2010, in Liber 1093, Page 909 (the "531 Ashmun Mortgage"); and

(c) a Pledge Agreement (Bank Deposits) dated as of even date herewith from the Obligor to the Bank granting the Bank a first lien and security interest in the Tribe's Custodian Account with Bank, which account at all times shall contain the minimum amount of Five Hundred Thousand and 00/100ths Dollars (\$500,000.00) (the "Pledge Agreement"); and

(d) a Notification and Control Agreement by and among the Tribe, the Bank, and the Bank as custodian dated as of even date herewith (the "Notification and Control Agreement") with respect to an account of the Tribe (the "Investment Account").

(iii) To provide for the release of the first real estate mortgage, including assignment of rents and security interest on the Tribe's real property, fixtures, and improvements located thereon, commonly known as 523 Ashmun Street, Sault Ste. Marie, Michigan 49783, from the Tribe to the Bank dated August 31, 2012.

1.4 Bank has refused to consent to such amendment without a limited waiver of sovereign immunity or Tribal Court jurisdiction.

1.5 In order to induce Bank to enter into the amended Letter of Credit, the Tribe is required to confirm that the Tribe and all other entities claiming by, through or under the Tribe will not claim tribal immunity or exclusive Tribal Court jurisdiction with respect to any disputes or causes of action between the Tribe and Bank that might arise from, or relate to, in any respect, the Letter of Credit, the Amendment to Reimbursement and Security Agreement, the Pledge Agreement, or the Notification and Control Agreement. All of the foregoing are referred to herein as the "Waiver and Consent Obligations."

1.6 It is in the Tribe's interest to resolve as stated herein.

Section 2. LIMITED WAIVER OF SOVEREIGN IMMUNITY; CONSENT TO JURISDICTION; GOVERNING LAW

2.1 The Tribe hereby waives its sovereign immunity from suit in favor of Bank only should an action be commenced under the Bank contract referenced above.

This waiver:

i) shall terminate upon performance by the Tribe of all of its obligations under the Letter of Credit, the Amendment to Reimbursement and Security Agreement, the Pledge Agreement, or the Notification and Control Agreement or any subsequent extensions of the Letter of Credit, the Amendment to Reimbursement and Security Agreement, the Pledge Agreement, or the Notification and Control Agreement

ii) is granted solely to Bank;

iii) shall extend to inter alia, any judicial or non judicial action, including, but not limited to, any lawsuit, arbitration, and judicial or non judicial action to resolve disputes between the Tribe and Bank and the assertion of any claim in a court of competent jurisdiction or with any arbitrator or arbitration panel to enforce the obligations under the Letter of Credit, the Amendment to Reimbursement and Security Agreement, the Pledge Agreement, or the Notification and Control Agreement.

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 (including the United States Bankruptcy Court) or any arbitrator or arbitration panel.

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 Letter of Credit, the Amendment to Reimbursement and Security Agreement, the Pledge Agreement, or the notification and Control Agreement.

Section 4. AUTHORIZATION

4.1 The Board of Directors of the Tribe hereby authorizes the Chairperson, the Treasurer, the Chief Financial Officer of the Tribe, and each of their designees, to each act to execute the necessary documents to effectuate this transaction, including, but not limited to the Letter of Credit, the Amendment to Reimbursement and Security Agreement, the Pledge Agreement, the Notification and Control Agreement.

Motion carried unanimously.

Moved by Director Abramson, supported by Director McLeod, to approve Res. 2013-100, USDA-NRCS Cost Share Contract Approval for Stream Bank Stabilization at the Nunns Creek Fishery Enhancement Facility.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa hereby authorizes the Tribal Chairperson, to sign a cost share agreement with USDA-NRCS for stream bank repair and stabilization at the Nunns Creek Fishery Enhancement Facility.

Motion carried unanimously.

Moved by Director Malloy, supported by Director McLeod, to approve Res. 2013-101, USDA-NRCS Nunn's Creek and Nuna's Creek Fisheries FY 2014 Budget and FY 2013 Budget Modification.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians here by approves the request to establish a FY 2014 budget for USDA-NRCS Nunn's Creek with Federal - USDA monies of \$3,170 and the transfer of \$5,380 from Nunn's Creek Fisheries. No effect on Tribal Support.

BE IT FURTHER RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians here by approves the FY 2013 budget modification to Nunn's Creek Fisheries to increase Other Revenue – Walleye Sales \$5,380, to allow for the transfer of \$5,380 to USDA – NRCS Nunn's Creek. No effect on Tribal Support.

Motion carried unanimously.

Moved by Director Malloy, supported by Director Hollowell, to approve Res. 2013-102, Trap Net Consent FY 2013 Budget Modification.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians here by approves the budget modification to the FY 2013 budget for Trap Net Consent to cover the cost of additional Survival Suits and improvements at the Epoufette Dock. The increase of \$14,000 will come from the Fisherman's Trust Fund, with \$4,000 for the Survival Suits and not to exceed \$10,000 for the improvements (dredging, etc) at the Epoufette Dock. No effect on Tribal Support.

Motion carried unanimously.

Moved by Director Chase, supported by Director Anderson, to approve Res. 2013-103, Inter-Tribal Fisheries, FY 2013 Budget Modification.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians here by approves the budget modification to the FY 2013 budget for Inter-Tribal Fisheries to increase Federal BIA monies \$1,500.00. No effect on Tribal Support.

Motion carried unanimously.

Moved by Director McKelvie, supported by Director McLeod, to approve Res. 2013-104, Legal Special Projects FY 2013 Budget Modification.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians here by approves the FY 2013 budget modification to Legal Special Projects to increase Tribal Support \$141,250.00. This budget modification is to increase consulting.

Roll Call Vote: Motion carried unanimously.

Moved by Director Chase, supported by Director Morrow, to approve Res. 2013-105, Tribal Tax Agreement FY 2013 Budget Modification.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians here by approves the FY 2013 budget modification to Tribal Tax Agreement for an increase in Tribal Support of \$2,361.00.

Motion carried unanimously.

Moved by Director Malloy, supported by Director Sorenson, to approve Res. 2013-106, Law Enforcement-Community Alert Systems Establishment of a FY 2013 Budget.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians here by approves the establishment of a FY 2013 budget for the Community Alert Systems with \$48,357.55 in carry over Federal Revenue. There is no effect on tribal support.

Motion carried unanimously.

Moved by Director Malloy, supported by Director McLeod, to approve Res. 2013-107, Law Enforcement – Adam Walsh (SORNA) Grant FY 2013 Budget Modification.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians here by approves the FY 2013 budget modification to Adam Walsh (SORNA) Grant to increase Federal Revenue \$89,717.37. These funds are carry over and we received a four month extension. There is no effect on tribal support.

Roll Call Vote: Motion carried unanimously.

Moved by Director Sorenson, supported by Director Abramson, to approve Res. 2013-108, Education – STAY Project Evaluation – Science to Service Initiative Establishment of a FY 2013 Budget.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians here by approves the establishment of a FY 2013 budget for the STAY Project Evaluation Science to Service Initiative with Other Revenue from the Education Development Center, Inc. of \$30,000.00. There is no effect on tribal support.

Motion carried unanimously.

Moved by Director McLeod, supported by Director McKelvie, to approve Res. 2013-109, Education – STAY Project, Establishment of a FY 2013 Budget.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians here by approves the establishment of a FY 2013 budget for the STAY Project with \$4,624.39 in Tribal Support.

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

Moved by Director McKelvie, supported by Director McLeod, to approve Res. 2013-110, Big Bear – Youth Programs FY 2013 Budget Modifications.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians here by approves the FY 2013 budget modification to Youth Programs to decrease Other Revenue \$22,200.00. This budget modification will reflect a more accurate budget and change the personnel sheet. There is no effect on tribal support.

Motion carried unanimously.

Moved by Director Hollowell, supported by Director Malloy, to approve the res. regarding the Cultural Budget.

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

Moved by Director Malloy, supported by Director McKelvie, to approve Res. 2013-111, Community Care Clinic and Health Center Medical Nursing – May FY 2013 Budget Modifications.

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 Community Care Clinic and to Health Center Medical/Nursing, to change the personnel sheet, reallocate expenses, and increase Other Revenue \$3,541.25. No effect on Tribal Support.

Motion carried with Director McKelvie opposing.

Moved by Director Malloy, supported by Director Sorenson, to approve Res. 2013-112, St. Ignace Clinic – May FY 2013 Budget Modification.

BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians here by approves the FY 2013 budget modification to St. Ignace Clinic, to change the personnel sheet and reallocate expenses. No effect on Tribal Support.

Motion carried unanimously.

Moved by Director Sorenson, supported by Director Morrow, to table the res. regarding the vacation policy.

Motion carried with Directors McKelvie, McLeod, Abramson opposing.

Moved by Director Hollowell, supported by Director Sorenson, to approve Res. 2013-113, Amending Separation, Involuntary Policies.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors enacts the proposed revisions to the Casino, Governmental, and Enterprise Separation, Involuntary Policies, as set forth and as attached: If you are involuntarily terminated *for any other reason than elimination of a position* you will forfeit any accrued vacation pay due to you at the time of separation, effective April 30, 2013.

Motion carried unanimously.

Moved by Director Malloy, supported by Director Hollowell, to approve 2013-114, Tribal Transportation Program Long Range Transportation Plan and Inventory Update.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Sault Ste. Marie Tribe of Chippewa Indians hereby requests that the Bureau of Indian Affairs (BIA) add and update the roads listed in Attachment "A" to the Sault Ste. Marie Tribe of Chippewa Indians Tribal Transportation Program inventory and which is hereby incorporated by reference as if fully set forth herein, as part of the "Sault Ste. Marie Tribe of Chippewa Long Range Transportation Plan".

BE IT FURTHER RESOLVED, that the Chairperson or his designee, is authorized and directed to execute and deliver such agreements, documents, or instruments to the Bureau of Indian Affairs (BIA) as may be required or to take any and all such action which may be necessary to implement the foregoing and update the Tribal Long Range Transportation Plan approved by Resolution No: 2010-278.

Motion carried unanimously.

Minutes
5-7-2013

Moved by Director Malloy, supported by Director Pine, to appoint Lou Anne Bush, Tony Grondin to the Cultural Committee, both for four year terms, expiring May 2017.

Motion carried unanimously.

Moved by Director Malloy, supported by Director McLeod, to accept the resignation of Robin Clark from the Inland Conservation Committee and declare the seat vacant.

Motion carried unanimously.

Moved by Director Hollowell, supported by Director Malloy, to appoint Philip Payment to the Unit Two – Hessel, Elder Sub-Committee, for a four year term, expiring May 2017.

Motion carried unanimously.

Moved by Director Sorenson, supported by Director McLeod, to appoint Ivan Wilde to the Unit Three Elders Sub-Committee, for a four year term, expiring May 2017

Motion carried unanimously.

Moved by Director Anderson, supported by Director Chase, to appoint Joe Gray, James Alderson, Marilyn LaFave to the Unit Five – Marquette Area Elders Sub-Committee, all for a four year term, expiring May 2017

Motion carried unanimously.

Moved by Director McLeod, supported by Director Malloy, to adjourn the meeting.

Motion carried unanimously.

Meeting adjourned: 9:44 p.m.

Date: 8-6-2013

Secretary: Cathy Abramson

Others present: John Wemet, Bill Connolly, Christine McPherson, Tony Goetz, Marlene Glaesmann, Rita Glyptis, Tony Abramson, Ken Ermatinger, Candace Blocher, Angeline Bouley, Bob Marchand, Russ McKerchie, Sheryl McKerchie, Cheryl LaPlaunt, Jen Dale-Burton, Michael McKerchie, Vicki Puidoskas, Viola Neadow, Lisa Fisher, Joanne Carr.

**BOARD OF DIRECTORS SPECIAL MEETING
KEWADIN CASINO AND CONVENTION CENTER
SAULT STE. MARIE, MICHIGAN
MINUTES
May 1, 2013**

The meeting was opened at 5:03 a.m. by Chairperson Payment.

Present: Dennis McKelvie, Deb Pine, Jennifer McLeod, DJ Malloy, Lana Causley, Catherine Hollowell, Keith Massaway, Bridgett Sorenson, Denise Chase, Darcy Morrow, Aaron Payment.

Absent: Cathy Abramson, Joan Anderson.

Moved by Director Chase, supported by Director Causley, to excuse Directors Abramson and Anderson from the meeting.

Motion carried unanimously.

Moved by Director Massaway, supported by Director Morrow, to approve Res. 2013-94, FY 2013 Budget Modifications Budgetary Cost Savings #1.

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 of \$1,106,821.67, of which \$587,476.02 is Tribal Support.

BE IT FURTHER RESOLVED, that the Board of Directors 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 Massaway, supported by Director Morrow, to approve Res. 2013-95, FY 2013 Budget Modifications Budgetary Cost Savings #2.

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 Tribal Support cost savings of \$323,663.00.

BE IT FURTHER RESOLVED, that the Board of Directors 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 with Directors McKelvie, McLeod, Hollowell, Massaway, Causley, Malloy, Chase, Sorenson, Morrow approving, Director Pine opposing.

Moved by Director Causley, supported by Director Massaway, to approve a Small Mesh Permit to Lawrence Bruce Jr. for the 2013 Fishing Season.

Motion carried unanimously.

Moved by Director Causley, supported by Director McLeod, to adjourn the meeting.

Motion carried unanimously.

Meeting adjourned: 5:30 p.m.

Date: 8-6-2013

Secretary: Cathy Abramson

Others present: Christine McPherson, Bill Connolly, Jen Clerc, John Wernet, Joanne Carr.