

**RESOLUTION OF THE GOVERNING BODY OF  
THE THREE AFFILIATED TRIBES OF THE  
FORT BERTHOLD RESERVATION**

**AMENDMENT TO RESOLUTIONS Nos. 00-55-DSB and 00-73-DSB**

- WHEREAS,** This Nation having accepted the Indian Reorganization Act of June 18, 1934, and the authority under said Act; and
- WHEREAS,** The Constitution of the Three Affiliated Tribes generally authorizes and empowers the Tribal Business Council to engage in activities on behalf of and in the interest of the welfare and benefit of the Tribes and of the enrolled members thereof, including management of the economic affairs of the Tribe; and
- WHEREAS,** The Tribal Business Council (The "Council") has determined that it would be in the best interests of the Tribe and its enrolled members to expand the 4 Bears Casino and Lodge facilities, which will include, among other things, a multi-purpose building, approximately 60 additional rooms for the hotel, a new hotel lobby, a swimming pool, a marina and other general improvements to the layout of the casino and related facilities, with the total cost of the improvements on which the architect's services are needed being capped at approximately \$8,300,000, which improvements will generate significant additional revenue for the Tribe and its members over the next 20 years; and
- WHEREAS,** The Tribal Business Council has, after requesting, receiving, and reviewing various proposals, has selected as architects the firm of Korsunsky, Krank and Erickson (KK&E) of Minneapolis, Minnesota as the architectural firm, with the understanding that they will work, at a minimum, with Denbigh Degan, a Tribal member in the design of the public purpose facilities and the expanded gaming facility; and
- WHEREAS,** The architectural firm, KK&E, has considerable experience in designing Tribal casinos and expansion of Tribal casinos in Minnesota and Wisconsin; and
- WHEREAS,** The total fee of the architects will be paid for from a loan obtained through Miller & Schroeder Investments Corp., pursuant to Tribal Resolution No. 99-222-DSB; and
- WHEREAS,** The architectural firm has requested a limited waiver of sovereign immunity, contained in the attached Architect's contract, to allow the mutual terms of the architectural agreement to be enforced, such that disputes will be resolved through the commercial arbitration process of the American Arbitration Association, applying Tribal law, with the decision of the arbitration process being enforced first in Tribal court, a process similar to that which is contained with the loan agreement with Miller & Schroeder referred to herein; and
- WHEREAS,** The Tribal Business Council has determined that the limited waiver of sovereign immunity clause is in the best interests of the Three Affiliated Tribes and its members;

**NOW, THEREFORE BE IT FURTHER RESOLVED**, that the Architect's Agreement between the Three Affiliated Tribes and the firm of Korsunsky, Krank and Erickson (KK&E) of Minneapolis, Minnesota, for the purpose of designing the various components of the proposed expansion to 4 Bears Casino and Lodge is hereby approved in substantially the form attached hereto, with the understanding that the architect's fee, not including expenses, will be 6% of the total construction costs, as stated above in the amount of \$8.3 million, in addition to a fixed fee amount of \$32,000, which amounts have already been agreed to by the parties; and

**NOW, THEREFORE BE IT FURTHER RESOLVED**, that the limited waiver of sovereign immunity contained in Section 12.9 of the Agreement between KK&E and the Three Affiliated Tribes is hereby approved and deemed to be in the best interests of the Three Affiliated Tribes and its members; and

**NOW, THEREFORE BE IT FURTHER RESOLVED**, that the Chairman of the Tribe and of the Council, Tex G. Hall or the Treasurer thereof, Marcus Wells, Jr., be and hereby are, authorized and directed to execute and deliver the Architect's Agreement with KK&E substantially in the form as attached hereto, and to further present a copy of such Agreement to Miller & Schroeder for the purpose of drawing down funds to begin the expansion and remodeling of the 4 Bears Casino and Lodge.

#### CERTIFICATION

I, the undersigned, as Secretary of the Tribal Business Council of the Three Affiliated Tribes of the Fort Berthold Reservation, hereby certify that the Tribal Business Council is composed of 7 members of whom 5 constitute a quorum, 6 were present at a Special Meeting thereof duly called, noticed, convened, and held on the 31<sup>st</sup> day of July, 2000; that the foregoing Resolution was duly adopted at such Meeting by the affirmative vote of 6 members, 0 members opposed, 0 members abstained, 0 members not voting, and that said Resolution has not been rescinded or amended in any way.

Dated this 31<sup>st</sup> day of July, 2000.

Daylon Spotted Bear  
Daylon Spotted Bear  
Secretary, Tribal Business Council

ATTEST:

Tex G. Hall  
Chairman, Tribal Business Council