



**THREE AFFILIATED TRIBES
TRIBAL BUSINESS COUNCIL
SPECIAL MEETING
09-53-VJB
October 30, 2009, 9:00 A.M.**

I. CALL TO ORDER:

The meeting was called to order at 11:45 A.M.
This is meeting #167 of the Levings administration.

II. PRAYER:

Chairman Marcus Levings.

III. ROLL CALL:

Councilman Arnold Strahs, Councilman Scott Eagle, Chairman Marcus Levings, Councilman Mervin Packineau, and Councilwoman V. Judy Brugh are present. A quorum is established. For the record, Councilman Barry Benson and Councilman Frank Whitecalfe are not present.

IV. APPROVAL OF AGENDA:

Councilwoman Brugh moved to approve of the agenda, second by Councilman Eagle.

Discussion: No discussion.

VOTE: 5 Ayes 0 Nays Motion carried.

V. Bond: Lenny Abrams/Whitney Bell

Councilman Eagle moved to approve to authorize the TAT CFO the Legal Accountant, and TAT Lead Legal to go with the \$123.5 Million for the Bond Loan package, second by Councilman Packineau.

Discussion: Breakdown: \$45 Million Marshall Loan Refinancing, \$5 Million Twin Buttes School, \$12 Million Capitalized Interest, \$5 Million Bond Cost, \$15 Million Operating, \$14 Million Deferred Revenue, \$6.5 Million LSA Arbitration, and \$21 Million 210 Home Initiative. The \$14 Million Deferred Revenue will be sought after to be returned to the Tribe through congress by the Chairman. It is hoped to recoup the LSA Arbitration through another project (to be taken off the top of the future Twin Buttes Casino, if the decision is to complete it). It would be an ownership and responsibility of that debt for the Twin Buttes Casino to pay back that debt just as the 4 Bears Casino and Lodge did with the \$9.2 Million when Bruce Lien left the country. This still stays in the debt that the

4 Bears Casino has, and is a part of that \$45 Million. So this isn't the first time but doesn't make it acceptable by any means. In November 1994, Bruce Lien was going to leave the country, give us the keys, and a million dollars to boot; but 2 years later we paid them \$9.2 Million and they won in arbitration. Mandaree segment representative Strahs asks if the CFO is in agreement with the \$123.5 Million. Yes. Lenny Abrams, CFO and Damon Williams, Lead Legal is thanked by Chairman Levings for their prayer and being able to lean on them. Councilwoman Brugh asks if the Marshall loans weren't paid off, what would that do to the Tribe. Damon Williams answers her. He says that \$20 Million was due this year (Tribal & Casino) was deferred. Next year \$10 Million is due. It takes some heat off the casino and tribe by spreading out those payments over time. There is no fiscal way to have made balloon payments this year. Councilwoman Brugh asks if the interest rates on the Marshall loans would be higher than what we are paying now. They are all variable. The guaranteed interest rate will be lower than what we got from Marshall. We don't know what the other will be, depending on who buys it. If Shakopee buys it, it will be six. If somebody else does it, it could be ten. Councilman Strahs ask what are total debt is. \$80 Million. When we first came aboard, it was believed to be \$111 Million and paid off about \$30 Million; that was November of 2006. A lot of the bonus money paid off debt. Sometimes people forget about that. Even though we didn't take any loans then, we need them now. So some bonus money came in and took care of some debt and operating. TAT CFO advises the Tribal Business Council that the financial advisors are waiting to call in if the Council wishes to hear from them. The second issue is that the advisors are to be meeting with Joe Dean Tuesday the 3rd on conference call and try to get the information ready to go to Shakopee Council on the 10th. Joe Dean would have to have time to get that ready. The Chairman is comfortable with the \$123.5 and doesn't think we should go any higher. He was telling the Chairman \$136. The more projects added on, the bigger fee Nowak gets. Damon Williams voices his concern regarding being conservative. He advised to borrow less then you need because there will be excess revue. The lenders are going to require you to operate under the budget you said you were going to operate under. The way that it is designed is if there is excess revenue beyond debt services and what the tribe needs to operate under their stated budget, 50% can be spent under discretionary whatever the tribe wants to use. 50% goes right to debt service. If you make a lot of

money one year, you're paying down debt faster. This was put in there to protect the tribe and to get a better deal out there. If there is extra money the lenders are going to get theirs sooner too. When we get the escrow money off the river bed, it will be a substantial amount but we want to be conservative and put it into a reserve account. Whitney Bell voices his concerns for the third year when payments become due but revenue streams are not accounted for. The suggestion is not take it all at one time. We could try for the \$123.5, be guaranteed it but get the balance at a later date. Cap it and treat it like a line of credit. It will save interest if we only take what we will use. Chairman Levings adds that in May 2009, they threw out the number of \$170 and told him to back off and he did. Now we are back to \$102, in May Chairman had \$80 Million already preapproved with no 4% fee. That was less \$3.2 Million and now the difference is \$22.5 and is unacceptable. Dave Nowak threw us off because he wanted the fee. Now housing is being debated but housing gave us \$80 Million dollars to begin with. It bothers the Chairman because he had to debate Michael Frank, Steve French (whatever his name is), and Dave Nowak. They put this big easel up and had they had \$170 Million dollars and then they said, "oh, Chairman you can go meet with Chairman Crooks but don't interfere with what we are doing over here. They made me feel like I wasn't even a part of this council and then I had to agree to disagree, bite my tongue and now we are back down to \$102 and \$80 Million of it was already preapproved. \$3.2 Million is what they are going to gain out of it and the only one who won out of this whole thing was David Nowak. Now the work the Chairman did going over and meeting tribe to tribe is now being debated. They are thinking of our homeless people and that is why they are behind us not because of that deferred, LSA, capitalized interest or bond cost. That day, Dave Nowak was very disrespectful to Chairman Crooks because Chairman Crooks isn't going to charge us any 4%, 2%, or 1% interest. In fact he said we are going to do the standard rate. This is a brother to brother tribe and Dave actually cut him off on one sentence or two. Chairman apologized to Chairman Crooks before he met with Al Franken. Chairman said, "I apologize for my advisor he shouldn't have been disrespectful". Chairman Crooks said, "I know him, that's ok". But if he didn't know him, that would have been misrepresentation of the tribe. They were looking out for a fee. Shakopee Midewaukan don't charge us a fee just charge us a flat rate. To them it was "what was the delay". Chairman Crooks asked what we were waiting for. Because he knew the

summer was burnt and they were just waiting for the day for them to give them the final number. To them it doesn't matter if it is a bond or a loan. The only thing they require is to get the first right of payment out of the casino revenue and that's it. Chairman Crooks also had the comment, "I don't know why you're paying people to find your money all you got to do is come to us". Councilwoman Brugh reminds the council that there are three people right here (Damon, Lenny, and Whitney) that could do that. Councilman Eagle is disappointed and says that we need to talk with Dave Nowak.

VOTE: 5 Ayes 0 Nays Motion carried.

VI. Small Loans: Lenny Abrams

Councilman Packineau moved to approve five loans for Onalea Johnson-Education, Sara Solis-Emergency Medical, Barnaby Romero-Emergency Medical, Annette Young Bird-Personal, Mitch Two Crow-Emergency homeless, subject to small loans policy and procedures. The motion is second by Councilwoman Brugh.

Discussion: Onalea Johnson and Sara Solis are old loans previously approved in a Tribal Business Council meeting and are just being ratified. The other three are approved at \$500 each.

VOTE: 5 Ayes 0 Nays Motion carried.

VII. Public Defender: Damon Williams

Councilman Packineau moved to approve Benjamin J. Johnson as TAT Public Defender, second by Councilwoman Brugh.

Discussion: This is for Adult and Juvenile in Tribal Court.

VOTE: 5 Ayes 0 Nays Motion carried.

VIII. ADJOURNMENT:

Councilman Packineau moved to adjourn, second by Councilwoman Brugh.

The meeting adjourned at 1:20 P.M.

CERTIFICATION

I, the undersigned, as Secretary of the Tribal Business Council of the Three Affiliated Tribes of the Fort Berthold Indian Reservation, hereby certify that the Tribal Business Council is composed of seven (7) members of whom (5) constitute a quorum _____ were present at the Meeting thereof duly called, notice, convened and held on the _____ day of _____, 2009; that the foregoing Minutes were amended

Special Tribal Business Council Meeting
October 30, 2009
Carmen Halvorson

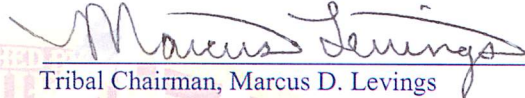
and duly adopted at such meeting by the affirmative vote of _____ members; _____ members opposed;
_____ members abstained; _____ Members not voting.

Chairman () Voting () Not Voting

Dated this _____ day of _____, 2009.

ATTEST:

Tribal Secretary, V. Judy Brugh
Tribal Business Council,
Three Affiliated Tribes



Tribal Chairman, Marcus D. Levings
Tribal Business Council,
Three Affiliated Tribes

