

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

- 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 act in the best interest of the welfare and benefit of the Tribes and of the enrolled members thereof; and
- WHEREAS,** The Three Affiliated Tribes owns the Four Bears Casino and Lodge in which Class III, or casino-style gaming is conducted under a Tribal-state compact between the Three Affiliated Tribes and the State of North Dakota as approved by the Secretary of Interior pursuant to the Indian Gaming Regulatory Act; and
- WHEREAS,** The former Chairman of the Three Affiliated Tribes, acting with questionable authority, and without adequate review, executed a contract for the management of the Four Bears Casino and Lodge with Bruce H. Lien Co, which has managed the facility since July 15, 1993; and
- WHEREAS,** Bruce H. Lien Co. invested approximately \$9.45 million to develop, remodel and expand the Four Bears Casino and Lodge at no expense to the Tribe and has already received or will receive substantially more than their \$9.45 million investment in repayment of their investment and in profits from the casino through September 30, 1996; and
- WHEREAS,** Various disputes between the Tribe and Bruce H. Lien Co. arose during the first 16 months of operation with which the present Tribal administration under Chairman Russell D. Mason, Sr. have had to deal, which have included responding to the commencement of litigation in several forums by Bruce H. Lien Co., as well as pursuing appropriate litigation and other remedies in Tribal Court and other forums against Bruce H. Lien Co.; and
- WHEREAS,** These disputes between the Tribe and Bruce H. Lien Co. have demonstrated that Bruce H. Lien Co. has no regard for the authority of the Tribe with regard to regulation and management of the Four Bears Casino and Lodge and have not provided sound management, and therefore it is no longer in the best interests of the Three Affiliated Tribes to have the Four Bears Casino and Lodge managed by the Bruce H. Lien Co.; and
- WHEREAS,** The Tribe, at the urging and with the assistance of the National Indian Gaming Commission, has been engaged for the past five months in serious settlement negotiations with the Bruce H. Lien Co., with the goal of buying out the remaining

members from the management company will oversee operations, and during which the Tribe will have the right to select a Shadow Management Team to allow the Tribe to be prepared to assume management of the casino when the closing of the settlement agreement occurs and Bruce H. Lien Co. leaves the casino, pursuant to a written settlement agreement between the parties, attached hereto; and

**WHEREAS,** The settlement agreement arrived at will result in the Tribe paying substantially less to the Bruce H. Lien Co. than they would have received had they remained and will save substantial litigation costs were the disputes between the Bruce H. Lien Co. and the Tribe to continue; and

**WHEREAS,** The Tribe believes that it will be able to finance the buy-out of Bruce H. Lien Co. solely from revenues of the casino without additional revenues being needed from any other source;

**NOW, THEREFORE, BE IT RESOLVED,** That the Tribal Business Council of the Three Affiliated Tribes hereby finds that the settlement agreement between Bruce H. Lien Co. and the Three Affiliated Tribes as attached hereto is in the best interests of the Tribes, and

**NOW, THEREFORE, BE IT FURTHER RESOLVED,** That the Tribal Business Council hereby authorizes the Chairman to execute the final Settlement Agreement between the parties, and to carry out the other functions of the Tribe as presented in the Settlement Agreement.

#### 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, 7 were present at a Special Meeting thereof duly called, noticed, convened, and held on the 25<sup>th</sup> day of September, 1996; that the foregoing Resolution was duly adopted at such Meeting by the affirmative vote of 3 members, 2 members opposed, 2 members abstained, not voting, and that said Resolution has not been rescinded or amended in any way.

Dated this 25<sup>th</sup> day of September, 1996.

  
Secretary, Tribal Business Council

ATTEST:

  
Chairman, Tribal Business Council