

**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 in the interest of the welfare and benefit of the Tribes and of the enrolled members thereof; and
- WHEREAS,** The Tribe has the authority, under Article VII, Sections (1), (3), and (5) of the revised Constitution and Bylaws of the Three Affiliated Tribes to: (i) negotiate with, and approve contracts with Tribal members to establish procedures for the conduct of all tribal government and business operations which promote the health, peace, morals, education and general welfare of the Tribe and its members and (ii) to do such acts of a governmental and public nature as it believes are in the best interest of the Tribe; and
- WHEREAS,** The Tribe has the authority, under Article VII, Sections (1), (3), and (5) of the revised Constitution and Bylaws of the Three Affiliated Tribes to lease land with and without tribal members for the conduct of all tribal government and business operations in order to promote the health, peace, morals, education and general welfare of the Tribe and its members, and to do such other acts of a governmental and public nature as it believes are in the best interest of the Tribe; and
- WHEREAS,** TAT is a federally recognized Indian tribe organized under Section 16 of the Indian Reorganization Act of 1934, 25 U.S.C. 461 et seq. and has the authority, and does conduct gaming on the northwestern portion of its reservation lands pursuant to: (i) the Indian Gaming Regulatory Act of 1988, P.L. 100-497, 25 U.S.C. §2701 et. seq. ("IGRA"), and (ii) a Class III compact entered into between the Tribe and the State of North Dakota, approved by the Secretary of Interior as published in the Federal Register on December 11, 1992; and
- WHEREAS,** The Tribe previously requested, by resolution, Mr. Little Soldier (then D/B/A Beaver Creek and Associates) to continue to develop his plan/proposal to develop a gaming and historical recreation facility in the area now known as Beaver Creek, and to be known as Lake Sakakawea Casino and Resort Project (the actual property referred to herein as the "Premises" or the "Project"); and

WHEREAS, the Premises on which the proposed casino will be located are currently held by the United States in trust on behalf of Mr. Dale Little Soldier; and

WHEREAS, Mr. Dale Little Soldier has continued to develop his plan and proposal for the Lake Sakakawea Casino and Resort Project and has proposed that the Tribe lease from him certain well-placed land upon which to locate a casino and related facilities, to be operated pursuant to the Indian Gaming Regulatory Act, tribal law and the Tribal-state gaming compact between the Three Affiliated Tribes and the State of North Dakota, such that payment of the rental for the lease will provide for payment of the financing of the casino facility, without requiring any Tribal guarantee of the financing; and

WHEREAS, A lease of the premises upon which the proposed casino is to be located has been prepared by Mr. Dale Little Soldier to be considered for approval by the Tribal Business Council, a copy of which is attached; and

WHEREAS, Subsequent to the lease being approved, and in order for Mr. Dale Little Soldier to complete the financial arrangements for financing of the new casino, it will be necessary for the Council to approve a plan for management of the casino and to approve the financing arrangements such that the financial institution providing funds for the development of the casino will be assured that the casino, as operated by the Tribe, will make the appropriate rental payments to Mr. Dale Little Soldier in a timely manner so that the funds loaned to Mr. Dale Little Soldier will likewise be able to be repaid in a timely manner; and

WHEREAS, The essential terms of the lease are as follows:

- 1) The term of the lease is for five years, with an option to renew upon renewal of the Tribal-state gaming compact;
- 2) Dale Little Soldier will be responsible for design and construction of the casino and development of the property surrounding the casino, and no Tribal guarantee of any financing will be required;
- 3) The Tribe will operate and manage the casino, and all profits from the operation, after the payment each month of the rental amount owed to Dale Little Soldier, will belong to the Tribe;
- 4) Dale Little Soldier (Little Soldier and Associates in the Lease) will receive 14% of the annual Gross Profits of the casino as the lease payment; and
- 5) The 14% of Gross Profits Dale Little Soldier receives will automatically be used to retire the debt used for development of the casino and includes any other payment he will receive as compensation for the lease.

WHEREAS, Dale Little Soldier believes that with the Lease Agreement in place, adequate financing can be obtained for the construction and development of the proposed casino; and

WHEREAS, Dale Little Soldier and the Tribe believe that the proposal for development of the property to be leased is in the best interest of the Tribe and will enhance profits from the Tribe's casino operations and will increase employment for Tribal members on the Reservation;

NOW, THEREFORE, BE IT RESOLVED that the Tribal Business Council hereby authorizes the Chairman and the Treasurer of the Three Affiliated Tribes to enter into the Lease Agreement as attached hereto, subject to the approval of the Bureau of Indian Affairs, including such approval as may be required under 25 U.S.C. Section 81 and such changes as may be required by the Bureau of Indian Affairs, and subject to review by the National Indian Gaming Commission (NIGC) and such changes as may be required by the NIGC, with the understanding that the Lease Agreement will only become effective upon approval by the Tribal Business Council of the financing package and operational structure for the proposed casino.

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 29th day of May, 1998; that the foregoing resolution was duly adopted at such Meeting by the affirmative vote of 4 members, 3 members opposed, 0 members abstained, 0 not voting, and that said Resolution has not been rescinded or amended in any way.

Dated this 29th day of May, 1998.

Daylon Spotted Blue
Secretary, Tribal Business Council

ATTEST



Chairman, Tribal Business Council