

**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,** On October 7, 1992, the Tribe signed a Tribal-State Class III Gaming Compact, between itself and the State of North Dakota pursuant to the Indian Gaming Regulatory Act (IGRA), 25 U.S.C. Sections 2701 et seq., which was approved by the Department of the Interior on December 11, 1992; and
- WHEREAS,** On October 14, 1992, the Tribal Business Council enacted a Class III Gaming Ordinance, last amended on March 8, 1995, which has been approved by the National Indian Gaming Commission; and
- WHEREAS,** The IGRA permits tribes to engage in Class III gaming activities, provided certain conditions are met; and
- WHEREAS,** The Tribe has taken all steps necessary to meet the requirements of IGRA; and
- WHEREAS,** The 4 Bears Casino and Lodge is the major business enterprise of the Three Affiliated Tribes and has the largest number of employees, approximately 300, of which more than 90% are Tribal members; and
- WHEREAS,** The gross annual revenues of the Casino and Lodge reached their peak in the second full year of operation (1995) in excess of \$20 million; and
- WHEREAS,** The gross annual revenues and commensurate profits of the Casino and Lodge have steadily declined since 1995 and now in the seventh full year of operation are approximately 70% of the peak; and
- WHEREAS,** There is a need to regain at least a significant portion of the market share of the gaming market once enjoyed by the Tribes' Casino; and
- WHEREAS,** There is a need for further training, including ideally college accreditation through Ft. Berthold Community College, for virtually all managers and line employees; and

WHEREAS, There is a need for an updating of the feasibility study of the Lake Sakakawea Casino being planned and financed through the efforts of Dale Little Soldier; and

WHEREAS, The senior associates of TK Associates International (TKAI), Tom Katus, John Allan, and Sixkiller and Associates, have more than 70 years combined experience in hospitality and gaming management and destination resort development; and

WHEREAS, TKAI and Sixkiller and Associates are consulting firms specializing in intensive short term gaming consultative services, including, but not limited to: 1) operational assessment, 2) interim-bridge management, including food and beverage services; 3) permanent management recruitment; 4) tribal college accredited training; and 5) long term destination resort development and financing; and

WHEREAS, TKAI has successfully implemented management and training programs with 1) The Salt River Pima-Maricopa Indian Community and Scottsdale Community College (John Allan; 1995-1996); 2) The Oglala Sioux Tribe's Prairie Wind Casino and Oglala Lakota College (John Allan and Tom Katus, February 1999 through the present and continuing into fall, 1999); 3) Yankton Sioux Tribe and Ft. Randall Casino (John Allan and Tom Katus, 1998-1999, and continuing); 4) Crow Creek Sioux Tribe Recreational Development Master Plan, which included the Lodestar Casino that was subsequently launched, (Tom Katus, 1994); and 5) Standing Rock Sioux Tribe, Highway 12 Development Project, which included the Grand River Casino that was subsequently launched (Tom Katus, 1990); and Jess Sixkiller has worked successfully as a consultant for the Gila River Indian Reservation regarding land/business park development, worked with marketing for Advanced Gaming Technologies of Vancouver, B.C; was Director of Development with Northstar Gaming Management & Development Services of Scottsdale, Arizona, which included developing the financing, marketing and training plans for all Native American gaming and hotel projects at Northstar; and

WHEREAS, Tom Katus and John Allan have been to 4 Bears Casino and Lodge three times since early 1998, and Jess Sixkiller has also visited and together they have made a substantial preliminary review of casino operations and potential improvements;

WHEREAS, The Three Affiliated Tribes Gaming Enterprise Board has already approved a consulting agreement with TKAI and Sixkiller & Associates and has already agreed that compensation for the services to be rendered under the attached Consulting Agreement will be provided directly by the 4 Bears Casino and Lodge; and

WHEREAS, It is the intention of this Resolution to approve the contract already agreed upon between the Gaming Enterprise Board and TKAI and Sixkiller & Associates and that the duties assigned to TKAI and Sixkiller & Associates by the Tribal Business Council be supplemental to the duties assigned by the Gaming Enterprise Board and that in no event will any additional compensation be paid by the Tribe pursuant to this Resolution;

NOW, THEREFORE, BE IT RESOLVED, That the Tribal Council of the Three Affiliated Tribes of the Ft. Berthold Reservation hereby enters into a contractual consulting agreement with TKAI and Sixkiller & Associates, substantially in the form as attached hereto, to do, among other things, the following:

- 1) Make recommendations to upgrade customer service;
- 2) Perform an operational assessment, working with management, the Tribe and the Gaming Enterprise Board;
- 3) Assist with the implementation of the assessment recommendations, including assisting in the design and integration of the facilities of the 4 Bears Casino and Lodge into a multi-purpose destination resort;
- 4) Develop and assist in implementation of a coordinated strategy for completion of the major components of the expansion of the 4 Bears Casino and Lodge; and
- 5) Assist in coordinating vendors for the Casino in order to minimize expenses and maximize services rendered.

NOW, THEREFORE, BE IT FURTHER RESOLVED, that the Consulting Agreement herein approved by this Resolution will be supplemental to any of the duties already assigned to TKAI and Sixkiller & Associates by the Gaming Enterprise Board, and that no additional funds will be paid by the Tribe to TKAI and Sixkiller & Associates to perform the duties outlined in the attached Consulting Agreement other than those funds to be paid to TKAI and Sixkiller & Associates through the Gaming Enterprise Board, and further, that the consulting services of TKAI and Sixkiller & Associates will not be duplicative in any way of services already rendered to the 4 Bears Casino and Lodge; and

NOW, THEREFORE, BE IT FURTHER RESOLVED, That the Chairman or Vice Chairman, along with the Treasurer of the Three Affiliated Tribes Tribal Business Council be, and hereby are, authorized and directed to execute and deliver, on behalf of the Tribe, a Consulting Agreement with TK Associates International and Sixkiller & Associates in the form as attached hereto, on a fixed cost basis in the amount of \$60,000 as described in the Agreement, with services pursuant to said Agreement commencing on December 17, 1999.

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 Regular Meeting thereof duly called, noticed, convened, and held on the 16th day of December, 1999; that the foregoing Resolution was duly adopted at such Meeting by the affirmative vote of 4 members, 0 members opposed, 2 members abstained, 0 members not voting, and that said Resolution has not been rescinded or amended in any way.

Dated this 16th day of December, 1999.

Daylon Spotted Bear

Daylon Spotted Bear
Secretary, Tribal Business Council

ATTEST:



Tex G. Hall
Chairman, Tribal Business Council