



RESOLUTION NO: 2012-01

KEWADIN CASINOS GAMING AUTHORITY

**APPROVAL OF COMPREHENSIVE DEVELOPMENT AGREEMENT
WITH THE CITY OF LANSING, MICHIGAN**

**Kewadin Casinos
Gaming Authority**

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WHEREAS, the Management Board has entered into a certain Turn-Key Facility Development Agreement with Lansing Future LLC, originally approved by Resolution 2011-03 and subsequently amended and restated pursuant to Resolution 2011-12; and

WHEREAS, that Amended and Restated Turn-Key Agreement contemplates the construction of a tribally-owned and operated casino to be located in Lansing, Michigan on lands to be acquired by the Tribe under the provisions of the Michigan Indian Land Claims Settlement Act (the "Act"), PL 105-143, 111 Stat 2652 (Dec 15, 1997); and

WHEREAS, the Sault Tribe has negotiated a proposed Comprehensive Development Agreement (the "Lansing CDA") with the city of Lansing, Michigan under which the Tribe would acquire lands located in the city of Lansing using interest or income from the Self-Sufficiency Fund established under the Act and will then seek to have those lands placed into mandatory trust pursuant to section 108 (c) and (f) of the Act and establish its legal right to construct and operate a casino gaming enterprise on those lands; and

WHEREAS, the Gaming Authority is a proposed party to the CDA and would assume certain duties and responsibilities for the development and operation of the planned casino; and

WHEREAS, the Management Board has examined the legal theories supporting this project and is persuaded that, under section 108 of the Act, the Tribe has a substantial and unique legal claim and a valuable opportunity that it can and should pursue in good faith and, further, is satisfied that this project has been structured so as to substantially minimize and limit the expenses and risks to the Authority and to the Tribe; and

NOW, THEREFORE, BE IT RESOLVED, that the Management Board hereby approves the proposed Lansing CDA and authorizes the Chairman to execute that agreement on behalf of the Gaming Authority and further authorizes the Chairman or his designee to sign, amend, and execute any documents necessary to effectuate the purposes of this resolution.

LANSING CITY CLERK

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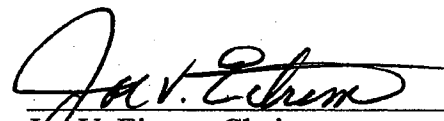
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BE IT FURTHER RESOLVED, that the Management Board hereby expressly approves and authorizes the specific limited waiver of sovereign immunity and of tribal court jurisdiction set forth in Article 8 of the Lansing CDA provided that, as is set forth more fully in that agreement, this waiver:

1. is granted solely for the limited purpose of enforcement of the agreement within which it is contained;
2. extends only to claims that are (a) brought by the city of Lansing, (b) allege a breach of one or more specific obligations or duties under the applicable agreement, and (c) seek specific performance and/or injunctive relief;
3. shall continue for the longer of one (1) year following the termination of the agreement or two (2) years after the claim accrues or is discovered upon the exercise of due diligence; and
4. is enforceable in the United States District Court for the Western district of Michigan or any federal court having appellate jurisdiction over that court.

CERTIFICATION

Passed and adopted by the Kewadin Casinos Gaming Authority, this 24 day of January 2012.



Joe V. Eitrem, Chairman
Kewadin Casinos Gaming Authority