

**LITTLE TRAVERSE BAY BANDS OF ODAWA INDIANS
7500 Odawa Circle
Harbor Springs, MI 49740**

TRIBAL RESOLUTION # 121813-02

Approval of Indian Land Capital Company Loan Documents

- WHEREAS** the Waganakising Odawak, known as the Little Traverse Bay Bands of Odawa Indians, is a nation of citizens with inherent sovereignty and right to self-governance;
- WHEREAS** the Little Traverse Bay Bands of Odawa Indians (LTBB or Tribe) is a federally recognized Indian Tribe under Public Law 103-324, and is a party to numerous Treaties with the United States, the most recent being the Treaty of Washington of March 28, 1836 (7 Stat. 491) and the Treaty of Detroit of 1855 (11 Stat. 621);
- WHEREAS** under the Tribe's Constitution the Tribe is governed by the Legislative, Executive, and Judicial Branches of government. Legislative authority is vested in the Tribal Council which exercises the powers enumerated in Article VII(D) of the Constitution including the power to purchase land or otherwise acquire land for and on behalf of the Tribe per Article VII(D)(9), appropriate funds per subsection 18, and approve negotiations with businesses and individuals per subsection 23;
- WHEREAS** pursuant to its authority, the Tribal Council believes that it is in the best interests of the Tribe for it to exercise its authority on behalf of the Tribe to purchase approximately 312.5 acres of real estate located at 5505 E. Gill Road, Carp Lake, Michigan 49718, which tract of real estate intended to be purchased is known as Parcel 54 (Tuthill Farm);
- WHEREAS** the Tribal Council believes it to be in the best interests of the Tribe and for it to exercise its authority on behalf of the Tribe to borrow an amount of \$749,000.00 from the Indian Land Capital Company ("Loan") for the purpose of providing the Tribe with the funding required to purchase the real estate and to pay for costs incidental to the purchase of such real estate;
- WHEREAS** the Indian Land Capital Company is willing to make the Loan to the Tribe as requested by the Tribal Council on behalf of the Tribe; and

NOW THEREFORE BE IT RESOLVED that the Tribal Council hereby authorizes the borrowing of \$749,000 on behalf of the Tribe, and the Legislative Leader, Treasurer or their designees are authorized and directed to sign and execute any and all necessary documents in connection with the Loan, including a Loan Agreement and a Promissory Note with the Indian Land Capital Company in a form substantially similar to those attached hereto ("Loan Documents"); and

BE IT FURTHER RESOLVED, the forms, terms and provisions of the Loan Documents, including the “governing law,” “limited waiver of sovereign immunity” and “binding arbitration” provisions thereof, as set out in the Loan Documents are hereby approved; and

BE IT FURTHER RESOLVED, that the Treasury Director of the Tribe, or his/her successor, or such other proper officer of the Tribe, including the Chief Financial Officer or designee in the Accounting Department, are hereby authorized and directed to obtain advances from and to make payments to the Indian Land Capital Company as is contemplated to be obtained and required to be made by the Tribe pursuant to the Loan Documents; and

BE IT FURTHER RESOLVED, the Legislative Leader of the Tribe and other proper officers of the Tribe are hereby authorized and directed to take all action necessary or reasonably required to carry out, give effect to and consummate the transactions contemplated hereby and by the Loan Documents, including without limitation, the taking of such action at any time subsequent thereto and the execution and delivery at the closing and at any time subsequent thereto any and all other documents deemed reasonably necessary or required to be delivered in connection with the execution and delivery of the Loan Documents and to effect the intentions and purposes intended thereunder and hereunder, the taking of such additional action and the execution of such additional documents being conclusive evidence of such approval, and the Legislative Leader and/or Treasurer of the Tribe is hereby authorized and directed, for and on behalf of the Tribe, to take such additional action and to sign and attest such additional documents.



CERTIFICATION

As the Tribal Council Legislative Leader and Tribal Council Secretary, we certify that this Tribal Resolution was duly adopted by the Tribal Council of the Little Traverse Bay Bands of Odawa Indians ^{By Phone Roll @} at a regular meeting of the Tribal Council held on December 18, 2013 at which a quorum was present, by a vote of 7 in favor, 1 opposed, 0 abstentions, and 1 absent as recorded by this roll call:

	In Favor	Opposed	Abstained	Absent
Bill A. Denemy	X			
John W. Keshick III	X			
Beatrice A. Law		X		
Michael J. Naganashe				X
Aaron Otto	X			
Winnay Wemigwase	X			
Marcella R. Reyes	X			
Julia A. Shananaquet	X			
Regina Gasco Bentley	X			

Date: 12-18-13 Regina Gasco Bentley
 Legislative Leader Regina Gasco Bentley

Date: 12/18/13 Julie Shananaquet
 Secretary Julia A. Shananaquet

Received by the Executive Office on 12-19-13 by [Signature]

Pursuant to Article VII, Section D, Subsection 1 of the Little Traverse Bay Bands of Odawa Indians Constitution adopted on February 1, 2005 the Executive concurs in this action of the Tribal Council.

Date: 19 Dec 13 [Signature]
 Fred Kiogima, Tribal Chairperson