



Waganakising Odawak

Little Traverse Bay Bands of Odawa Indians
Regina Gasco -Bentley, Tribal Chairperson
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Phone 231-242-1401 • Fax 231-242-1411

To: The Tribal Council of Little Traverse Bay Band of Odawa Indians

From: Regina Gasco Bentley, Tribal Chairperson

Date: August 10, 2018

RE: Veto Statement of Tribal Chairperson

Today I am exercising my authority to veto under LTBB Const. Art. VII, Section D, cl. 1 the following Gaming Authority Statute.

My specific objection is grounded in LTBB Const. Art. VIII, Section C, Cl. 3 of the Little Traverse Bay Bands of Odawa Indians (“LTBB”) Constitution which provides that the Executive Branch Chairperson is “to receive, prepare and submit nominations to the Tribal Council for consideration for the appointed position set out in this Constitution or future Tribal statute.” The Statute suffers from the same constitutional defect in that the Executive Branch’s authority to nominate is not stated in the Statutes consistent with LTBB Const. Art. VIII, Section C, Cl. 3.

The LTBB Constitution is similar to the US Constitution in creating a “checks and balance” system of governance between the three branches of government. The US Constitution does not specifically designate a checks and balance system, but the LTBB Constitution specifically provides for a separation of functions of the three branches of government and that any single branch of government should not exercise the authority of another branch of government. LTBB Const. Art. VI, Section D.

Under the US Constitution, the checks and balance system on the appointment of principal and inferior officers within the Executive Branch is done by US Const. Art. II, Section 2 which provides that the President “shall nominate, and by and with the advice and consent of the Senate shall appoint... Officers of the United States, whose appointment are not otherwise provided for in which shall be established by law...” *See, Gerhardt, Michael, The Federal Appointment Process a Constitutional and Historical Analysis* (2000). CRS Report R44083, *Appointment and Confirmation of Executive Branch Leadership: An Overview*, by Henry B. Hogue and Maeve P. Carey.

In a similar manner, the populating of statutory positions created by Tribal Council appointments are subject to a condition precedent of a nomination by the Executive Branch under LTBB Const. Art. VIII section C, Cl. 3. Absent a specific nominating process, the establishment of criteria, the procedures to be determined, and the time limits related to the appointment, the Statutes are defective. The nomination process and the lack of a nomination process and the arbitrary appointment authority by statutorily delegating that to the Tribal Council without limitation, is a constitutional violation of the power of the Executive Branch to nominate. LTBB Const. Art. VIII, Sec C., Cl. 3.

The Executive Branch does not object to the creation of appointed positions providing that they are done consistent with the nominating process. This is a two-part process. The Chairperson nominates and the Tribal Council either accepts or rejects the nomination by the appointment process.

The Chairperson is not limiting the right of the Tribal Council to appoint who serves on commissions, boards; the Chairperson is simply saying that the LTBB Constitution provides that the Chairperson nominates potential and prospective appointees in accord with the standards set out by the statute, which standards and qualifications the Tribal Council is free to develop, the nomination and appointment process is consistent with the separation of functions and the checks and balance system of LTBB governance.

The Tribal Council has followed this process in the past; see statutes cited below.

Statute	Plain-text	Nomination/ Appointment Language
Chapter 2- Citizenship Commission, Section 2.204(a)	Members of the Commission shall be Tribal Citizens at least eighteen years of age as nominated by the Executive and appointed by the Tribal Council	Executive Nomination; Tribal Council Appointment
Chapter 2- Citizenship Commission, Section 2.204(f)	In the event a vacancy occurs in the Commission, by virtue of death, resignation or removal, the Tribal Council shall appoint a qualified	Executive Nomination; Tribal Council Appointment

	Tribal Citizen to fill the remaining term of office as nominated by the Executive.	
Title III, Elections, Section 3.103(a)	The Election Board shall be nominated by the Chair and appointed by Tribal Council and shall consist of five (5) enrolled Tribal Citizens, eighteen (18) years of age or older who meet the voting eligibility requirements.	Chair Nomination; Tribal Council Appointment
Title III, Elections, Section 3.103(d)	In the event a vacancy occurs on the Election Board by virtue of death, resignation, or removal, the Chair shall nominate and the Tribal Council shall appoint a Tribal Citizen who meets the eligibility requirements for the remainder of the unexpired term.	Chair Nomination; Tribal Council Appointment
Chapter 36, LTBB Waganakisig Representative to Michigan Anishnaabeg Cultural Preservation and Repatriation Alliance (MACPRA) and Native American Graves Protection and Repatriation Act (NAGPRA), Section 6.3604(a)	The Representative shall be nominated by the Executive and appointed by a majority vote of Tribal Council.	Executive Nomination; Tribal Council Appointment
Chapter 37, Tribal Chair Ambassadorial Capacity and Tribal Representatives, Section 6.3705(a)	The Representative may be appointed for a set term or on a temporary basis. All appointed positions shall be nominated by the Executive and approved by a majority vote of	Executive Nomination; Tribal Council Appointment

	Tribal Council by Certified Motion or in limited cases by Resolution that contains the term of the appointment.	
Chapter 37, Tribal Chair Ambassadorial Capacity and Tribal Representatives, Section 6.3705(f)	If a vacancy occurs or immediate action needs to be taken, then the Executive may nominate him or herself, or a Tribal Council member to fill the representative position on an interim basis.	Executive Nomination only
Chapter 6- Land Use, Building Regulation, and Zoning Staute, Section 10.611(B)(1)	The Board shall consist of three (3) members nominated by the Executive and confirmed by the Tribal Council . To be eligible for appointment a person must be a Tribal Citizen who is at least eighteen (18) years of age and has read all Tribal zoning laws, regulations, policies and procedures. The Board members shall serve three year terms with initial appointments being one member for one year, a second member for two years, and a third for three years to provide for staggered terms.	Executive Nomination; Tribal Council Confirmation
Chapter 11- Liquor and Tobacco Licensing Board Statute, Section 15.1105(D)(1)	The Board shall consist of three (3) members nominated by the Executive and confirmed by the Tribal Council . To be eligible for appointment a person must be a Tribal Citizen who is at least eighteen (18) years of age and is familiar with all Tribal liquor and tobacco laws, regulations, policies and procedures. One Board member will have at least 2 years of experience in law enforcement, legal or judiciary. The Board members shall serve three year terms with initial appointments being	Executive Nomination; Tribal Council Confirmation

	one member for one year, a second member for two years, and a third for three years to provide for staggered terms.	
Chapter 23- Elder's Commission, Section 15.2303	The Tribal Council hereby creates the Elders Commission and it shall be composed of five (5) Commissioners, within the Executive Branch of government nominated by the Executive, appointed by Tribal Council and shall consist of five (5) enrolled Tribal Citizens, eighteen (18) years of age or older.	Executive Nomination; Tribal Council Appointment
Chapter 23- Elder's Commission, Section 15.2303(G)	In the event a vacancy occurs on the Commission a Tribal Citizen who meets the eligibility requirements for the remainder of the unexpired term shall be nominated by the Executive and appointed by Tribal Council for the remainder of the unexpired term.	Executive Nomination; Tribal Council Appointment
Chapter 25- Environmental Appeals Board, Section 15.2503(A)	The Tribal Council hereby creates the Environmental Appeals Board, composed of three (3) Tribal Citizens at least eighteen (18) years of age, nominated by the Executive Branch and appointed by Tribal Council.	Executive Nomination; Tribal Council Appointment

In negotiations between the executive and legislative attorneys to issues raised by this veto, the legislative attorney has made a number of arguments in defense of the lack of nominating language for the Executive Branch in these Statutes. I will briefly address those arguments. First, the legislative attorney argued that appointments are made incident to child protective proceedings. Appointments in the context of child protective proceedings, domestic issues, and conservatorships are not apposite to the present statutes subject to veto because those appointments

are done under a contested private LTBB citizen proceeding, not a public civic governmental proceeding. The present Statutes subject to veto are public non-private proceedings in the allocation of governmental authority and governmental resources owned by the LTBB public at large and those public actions should be done by the public process of checks and balances of the nomination and appointment process. Judicial Appointments are directly controlled by LTBB Constitutional provisions and therefore are not subject to a veto. Finally, the Tribal Council appears to argue that the specific constitutional provision (LTBB Const. Art. VII, Section D. cl. 24) should control over the general (LTBB Const. Art. VII, Section D. cl. 16). That is, the statutory authority of the enterprise establishment process authorizes the Tribal Council to ignore the nomination and appointment process. The stretch of that Tribal Council argument is too far. It is possible to honor both provisions of the LTBB Constitution without giving authority of one section to obviate the effect of the other.

In the nomination and appointment process, nominations, in accord with the standards set up by the legislature, is not difficult to implement and the Tribal Council should strive to write law that conforms with both all provisions of the LTBB Constitution. Article VII D. 16 and the mirror provision Article VIII D. 24.

Nothing in the specific text of the LTBB Constitution precludes the Chairperson from making nominations in matters related to economic issues. There is no limitation on the Chairperson's nomination power just as there is no limitation on the Tribal Council's appointment power; however, both the nomination and appointment process are written in a coordinated fashion that honors the separation of functions and checks and balances of the LTBB Constitution.

Finally, the Tribal Council appears to argue that the enterprise activity is unique and therefore the nomination and appointment process is not necessary. The language of the LTBB Constitution does not contain a concrete distinction between governmental and enterprise affairs. Corporations can be both governmentally focused and business focused. A plain reading of the LTBB Constitutional text does not include such a demarcation as business vs. governmental.

In summary, this veto recognizes that LTBB as a government is subject to checks and balances based on the separation of functions and the general and specific LTBB Constitutional provisions that allocate power and duties between the branches. See:

ARTICLE VI. ORGANIZATION OF THE GOVERNMENT

B. Branches of Government

The government of the Little Traverse Bay Bands of Odawa Indians shall be composed of three (3) branches: Tribal Council (Legislative), Tribal Chairperson (Executive), and Tribal Court (Judicial).

D. Separation of Functions

No branch of the government shall exercise the powers, duties or functions delegated to another branch.

ARTICLE VII. TRIBAL COUNCIL

D Powers of the Tribal Council

16. Establish committees, commissions, and boards, and approve appointments as presented by the Executive. The Tribal Council shall develop laws setting out qualifications for appointees and ensuring that the Tribal membership is given reasonable notification of available positions.


24. To provide by statute for the management of any and all economic affairs and enterprises of the Little Traverse Bay Bands of Odawa Indians that will further the economic development of the Tribe or its members. Such statutes will delegate management responsibilities to Tribally chartered corporations or other subordinate Tribal entities, or where appropriate, to the Executive Branch.

ARTICLE VIII. EXECUTIVE

C. Powers and Duties of Executive

3. To receive, prepare and submit nominations to the Tribal Council for consideration for the appointed positions set out in this Constitution or future Tribal statute.

Respectfully Submitted,


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WAGANAKISING ODAWAK STATUTE 2018-_____
Gaming Authority Statute

SECTION I. REPEALS AND REPLACES

This Statute repeals and replaces WOS 2015- 09 Gaming Enterprise Board Statute including previous Statutes: Waganakising Odawak Statute Gaming Delegation and Authority Statute 2010-21; 2009-012, WOS 2004-08, WOS 2001-12, or as amended.

SECTION II. PURPOSE

A. This Statute is created for the purpose of delegating management authority of the Tribe's Gaming Enterprise(s) in accordance with LTBB of Odawa Indians Constitution, Article VII D (24), *"To provide by statute for the management of any and all economic affairs and Enterprises of the Little Traverse Bay Bands of Odawa Indians that will further the economic development of the Tribe or its members. Such statutes will delegate management responsibilities to Tribally chartered corporations or other subordinate Tribal entities, or where appropriate, to the Executive Branch"* and who shall henceforth be known as the Little Traverse Bay Bands of Odawa Indians "Gaming Authority".

B. In accordance with LTBB of Odawa Indians Constitution, Article VII D Tribal Council is charged with the follow power: *"Raise revenue, including the power to enact laws to levy taxes and govern the collection of taxes and license fees;"*

C. The Gaming Authority reports directly to Tribal Council.

D. Since the Gaming Regulatory Commission is under the Executive Branch it would be in appropriate to have the Gaming Authority report to the Executive.

E. The Gaming Authority is a subordinate Tribal entity whose management authority and responsibilities are set forth in this Statute.

F. The Gaming Authority shall ensure that the Gaming Enterprise(s) comply with all applicable laws, regulations, policies and rules.

G. The Gaming Authority shall act in the best interest of the Tribe.

H. The Gaming Authority is to provide Equitable Distribution of profits to the Little Traverse Bay Bands of Odawa Indians Tribal government.

SECTION III. DEFINITIONS

A. “*Annual Enterprise Business Plan*” means the twelve-month marketing, financial and operations plan written for the gaming operation and related ancillary businesses including short-term and long-term strategies of the Gaming Enterprise by department.

B. “*Annual Capital Asset Plan*” means the planned capital asset purchases for the fiscal year.

C. “*Annual Strategic Plan*” means the analysis and strategies the Gaming Enterprise intends to implement by department in order to meet its financial and operating goals and objectives.

D. “*Business Plan*” means a plan written for the operations of the Casino for a designated timeframe that includes goals, measurable objectives, strategies, tactics, person assigned to the task and timelines.

E. “*Director of Finance*” means the person employed by the Enterprises, who reports directly to the Gaming Authority, to oversee all financial affairs of the Enterprises.

F. “*Equitable Distribution*” means a balance between what is provided to the Tribe as a distribution and overall health of the casino operations that includes maintenance, employee morale, and quality customer service.

G. “*Free play wager*” means a non-value promotional consideration afforded a player to participate in a game without requiring the player to place anything at risk.

- H. “*Gaming Enterprise*” or “*Enterprises*” means the Odawa Casino Resort, Mackinaw Casino and any other tribally owned Enterprises or businesses related to gaming.
- I. “*Fiscal Year*” means the twelve-month period from January through December.
- J. “*Gaming*” means any game classified as "Class II" or "Class III" under the Indian Gaming Regulatory Act of October 17, 1988 and or future amendments.
- K. “*GAAP*” or “*General Acceptable Accounting Principles*” means collection of commonly-followed accounting rules and standards for financial reporting.
- L. “*General Manager*” means the person or persons hired to manage and oversee the day-to-day operations of the Enterprises.
- M. “*Independent Auditor*” is the person or entity required under the LTBB Gaming Regulatory Statute, as amended.
- N. “*LTBB*” or “*Tribe*” means Little Traverse Bay Bands of Odawa Indians.
- O. “*LTBB Tribal Citizen*” means a person who is a member of the Little Traverse Bay Bands of Odawa Indians Tribe.
- P. “*Public*” means Little Traverse Bay Bands of Odawa Indians Tribal Citizens and their immediate family members.
- Q. “*Senior Financial Analyst*” means the individual(s) employed by the Tribal Council in the Office of Finance and Revenue, or its successor office or department.
- R. “*Tribal Council*” means the governing body of Legislative Branch of the Little Traverse Bay Bands of Odawa Indians.

SECTION IV. TRIBAL COUNCIL DELEGATION

- A. In accordance with the Tribal Constitution, Article VII D (24), Tribal Council delegates

the management of the Gaming Enterprises to the Gaming Authority, a subordinate entity of the Tribe that reports to the Tribal Council.

B. The Gaming Authority shall be established with the current members of the Gaming Enterprise Board, provided that the members have an interest in continuance of service and that they meet qualifications as listed in this Statute.

**SECTION V. COMPOSITION, REQUIRED QUALIFICATIONS,
APPOINTMENT AND TERMS**

A. COMPOSITION

1. The Gaming Authority shall consist of three (3) to five (5) members who meet the eligibility requirements set out in subsection (B) of this section.

2. A majority of the members of the Gaming Authority shall be LTBB Tribal Citizens. Members of another tribe or non-tribal may fill the other positions on the Gaming Authority.

3. If an LTBB Tribal Citizen's term expires, they shall remain on the Gaming Authority until a successor is appointed. In all other cases, if the term expires then the appointment will end.

4. The Gaming Authority shall have three (3) officers including a Chairperson, Vice Chairperson and Secretary/Treasurer. The officers are elected and approved by the Gaming Authority. Election of Officers shall be held annually.

B. REQUIRED QUALIFICATIONS

To serve on the Gaming Authority a person must meet the following:

1. Must be licensed under the Tribe's Gaming Regulatory Ordinance.

2. Must possess one of the following educational or experience qualifications:

- a. Possesses a Degree in Business Administration, Finance, Hospitality or a related discipline; or
 - b. A minimum of three (3) years successful work experience in a management position in the field of business administration, public administration, gaming industry, hotel management, accounting, finance or law; or
 - c. A minimum of six (6) years of gaming work experience preferably with specialized knowledge and expertise relevant to the gaming industry.
3. Possesses leadership qualities, shows good judgment, is approachable and team oriented;
 4. No person can serve on the Gaming Authority who is an elected official of LTBB;
 5. No person can serve on the Gaming Authority who is employed by any Gaming Enterprises of LTBB or LTBB's direct competitor. A direct competitor is an entity that is competing for the same market as LTBB's Gaming Enterprises.
 6. No person shall serve on the Gaming Authority who is within seven (7) years of completion of a sentence or probation upon being convicted of a felony in Tribal, State, or Federal Court, unless such conviction has been vacated or overturned;
 7. No person shall serve on the Gaming Authority who is on a Security Ban from the Gaming Enterprise or who has been banned in the last two (2) years, unless the ban is a self-imposed ban;
 8. No person shall serve on the Gaming Authority if there is a direct employment relationship with another Gaming Authority member, or Regulatory Commission or staff, in either a direct report or supervisory position.

C. APPOINTMENTS & TERMS

1. Gaming Authority members who meet the qualifications, shall be approved by a



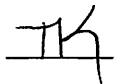
majority vote of Tribal Council for a one (1) to four (4) year term. Positions will be approved on a staggered calendar. If a vacancy occurs during a term, every effort will be made to appoint another candidate to serve the remainder of the term.

2. Any Gaming Authority member may resign at any time. Such resignation will be in writing and submitted to the Gaming Authority Chair. The Gaming Authority Chair will immediately give notification to Tribal Council. If the person resigning is the Gaming Authority Chair, the resignation will be submitted directly to Tribal Council. Resignations shall take effect immediately without acceptance.

3. The Gaming Authority may recommend to Tribal Council the removal of a Gaming Authority member for cause. Such recommendation shall be by a majority vote of the Gaming Authority, using the following criteria:

- a. Intentional act or failure to act resulting in material harm to the organization.
- b. Found liable of discrimination based on protected classes or of sexual harassment.
- c. Incompetency.
- d. Violation of the Constitutionally Mandated Rules of Conduct or other Ethical violations.
- e. Neglect of duties.
- f. Violations of Tribal law.
- g. Violations of Gaming Authority Policy.
- h. Failure to attend Gaming Authority meetings within a consecutive three (3) month period.

4. Gaming Authority members may be removed by a majority vote of Tribal Council for any of the criteria listed in 3 above. Prior to any vote for removal, the Gaming



Authority member has the right to request a hearing before Tribal Council.

SECTION VI. COMPLIANCE RESPONSIBILITY

- A. The Gaming Authority shall adhere to the Constitutionally Mandated Rules of Conduct for Officials of Tribal Government that are approved by Tribal Council and any other subsequent rules, as it may apply.
- B. The Gaming Authority shall adhere to the Tribal Minimal Internal Control Standards (TMICS) and all other applicable Statutes and laws.
- C. The Gaming Authority shall ensure that all “*Free play wager*” must be accounted for separately from revenue; and shall never be included as revenue in any revenue report.
- D. The Gaming Authority shall adhere to all applicable Policies and Procedures approved by the Tribal Council.
- E. No member of the Gaming Authority shall be allowed to participate in any gaming activity operated by LTBB while serving on the Gaming Authority and for at least forty-five (45) days after leaving the Gaming Authority.
- F. No member of the Gaming Authority shall be employed by the Enterprise for a period of forty-five (45) days after serving on the Gaming Authority.
- G. Upon notice of an investigation of a Gaming Authority member’s license, the Gaming Authority member shall be suspended from participating on the Gaming Authority and all pay will be suspended.

SECTION VII. POWERS, DUTIES AND FUNCTION

A. **Powers.** The Gaming Authority shall have the following duties and powers in connection with the Gaming Enterprise:

1. **Employment.** The Gaming Authority shall employ a General Manager through

an employment contract. The employment contract shall contain the following terms: length of employment; rate of pay; bonus structure; general terms and conditions of employment; and the requirement to adhere to all tribal laws. The General Manager shall be required to be licensed by the Gaming Regulatory Commission.

2. Evaluation, Suspension, or Termination of the General Manager. The Gaming Authority may evaluate, suspend with or without pay or terminate the General Manager's employment prior to the expiration of his or her contract.

3. Through policy and procedures, address employee and/or customer complaints that involve the General Manager.

4. Vacancy. The Gaming Authority shall have a policy in place in the event that there is a vacancy in the General Manager's position. Such policy shall utilize one or more of the executive management of the operation.

5. To employ staff to carry out the Gaming Authority's functions, provided funding is available.

6. To employ or retain consultants and/or legal counsel to advise the Gaming Authority, provided funding is available. Per the Constitution, employment of legal counsel shall be approved by Tribal Council.

7. Report to Tribal Council, all major events such as closure of the casino, levied fines, resignation of a Gaming Authority member, loss of Gaming Authority member's license, hiring or termination of the General Manager, and/or any other information having a direct impact on Gaming Enterprise operations.

B. DUTIES AND FUNCTIONS

1. The duties of the Gaming Authority shall include review and approval of Gaming Enterprise policies, procedures, plans and budgets which shall include, but not be limited to:

a. Human Resources policies. Any Human Resources policy adopted by the



Gaming Authority shall include a standard process for all employees that provides for the right to grieve a termination;

- b. Annual Enterprises Business plan;
- c. Annual operating budget and any modifications. Variances of four percent (4%) or more shall be reported to Tribal Council;
- d. Distribution of annual services payments to the Tribal Government.

2. The Gaming Authority shall monitor compliance of the approved policy and procedures through the General Manager but shall not be involved in the day-to-day decision-making process of the Gaming Enterprises and its operations. Any Gaming Authority approved policy shall be reported to Tribal Council and upon request copies shall be made available to Tribal Council.

3. Review and approve the establishment and maintenance of bank accounts as may be necessary for the operations of the Enterprises. The Senior Financial Analyst shall be made aware of any changes to the bank accounts. The Senior Financial Analyst shall have access to all bank accounts, with "read only permission" access.

4. The Gaming Authority shall be responsible for maintaining regular reporting and accountability to both the Tribal Council and the Tribal Citizens through the development of appropriate financial reporting.

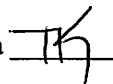
5. The Gaming Authority is not authorized to incur any financial obligation or liability, other than what is in the Gaming Authority's approved budget, without prior Tribal Council approval.

6. The Gaming Authority shall present an annual budget to the Tribal Council via the Appropriation and Finance Committee for approval. Such proposed budget shall be submitted in a timely manner so that the fiscal year's budget is in place by the beginning of the fiscal year.

7. The Gaming Authority shall adopt meeting policies and any other policies for Gaming Authority business, provided such policies are in accordance with this Statute.

SECTION VIII. MEETINGS

- A.** The Gaming Authority shall meet in person at least once per month, and the agenda shall include a time for public comment. Such meeting will be held within the LTBB reservation and open to Tribal Citizens.
- B.** Closed Sessions may be held only for the purposes of personnel, litigation, confidential business or legal matters; or matters that rise to the level of significant privacy or confidentiality. Tribal Councilors or Tribal Council's designee may attend closed sessions, except for personnel matters, as observers only.
- C.** Minutes shall be taken and posted.
- D.** Each meeting shall contain a public comment period that will be open only to the public as defined by the Open Meetings Statute.
- E.** Notice of meetings or work-sessions shall be posted forty-eight (48) hours in advance.
- F.** Gaming Authority business that requires immediate attention may be conducted by electronic means. Any action taken via electronic means shall be recorded in the minutes of the next regularly scheduled meeting. The Gaming Authority Secretary/Treasurer or designee shall attempt to notify each of the Gaming Authority members of the electronic communication or conference call by any practical means including telephone, fax, email, text or in person and must certify that an attempt was made to contact each Gaming Authority member.
- G.** Emergency meetings may only be called when immediate action is necessary for the preservation or promotion of essential interests of the Tribe and Enterprises. The emergency action taken must be ratified at the next regularly scheduled meeting of the Gaming Authority, and the minutes must state the reason that such emergency action was necessary.
- H.** A quorum for a Gaming Authority meeting shall consist of a majority of the members who are currently serving on the Gaming Authority. A meeting may not be called to order without a quorum present and no official business shall be conducted without a quorum.



I. Gaming Authority records shall be open to Tribal Citizens upon request in accordance with Tribal law, except in matters of confidential business, or potential business dealings as defined by Tribal Statute.

SECTION IX. COMPENSATION

A. The Gaming Authority shall be compensated, subject to the availability of funds, as follows:

1. Four Hundred dollars (\$400.00) meeting stipend, with a maximum monthly meeting stipend of \$800.00 a month. In order to receive the meeting stipend, the Gaming Authority member must be in attendance at least for $\frac{3}{4}$ of the meeting.
2. Meeting stipends shall not be paid for other activities such as attendance at events, trainings, or conferences.
3. Expenses for travel for meetings, training and conferences shall include per diem and reimbursement of expenses in accordance with the Tribal Council approved Travel policies.

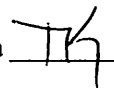
SECTION X. REQUEST FOR INFORMATION

A. If the Gaming Authority as a whole or individually makes any written or verbal requests to an individual Tribal Councilor, all of Tribal Council will be copied on the request.

B. If an individual Tribal Councilor makes any written or verbal requests to the Gaming Authority or Gaming Authority member, all of Tribal Council will be copied on the request.

C. Any verbal communications or requests to or from the Gaming Authority to a Tribal Councilor shall be reported by the Tribal Councilor under the "Tribal Council Member Report" on the next Tribal Council agenda.

D. Tribal Council also designates the Senior Financial Analyst the authority to request, on

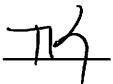


behalf of a Councilor or Tribal Council, any financial information. All of Tribal Council will be copied on the written requests, along with the responses. Any verbal requests shall be reported by the Senior Financial Analyst at the next Tribal Council meeting.

SECTION XI. REPORTING REQUIREMENTS

A. Monthly Reports. The Gaming Authority shall provide Tribal Council a monthly report that contains the following and shall be submitted to the Tribal Council within thirty (30) days from the end of the prior month:

1. Property Overview: report on all maintenance and cap ex projects
2. Marketing and promotions
3. Operational Updates
4. Human Resources
5. Financial Review
6. Actual revenues
7. Expenses and earnings before Interest Taxes, Depreciation and Amortization (EBITA) for the preceding month (actuals), current month (projection) and not less than two (2) months in advance (forecast) based on Annual Enterprise Business Plan
8. The number of employees, number of Tribal Citizens, other Natives and non-Natives employed, and turn-over-rate, number of Tribal Citizens in management positions, Native or non-Native employed in management positions
9. Request of new development and/or capital projects
10. All other relevant information.



B. Director of Finance Monthly Financial Report. The Director of Finance shall provide a monthly report of all Gaming Enterprises financial records, in accordance with GAAP, to the General Manager, the Gaming Authority, Tribal Council, and the Sr. Financial Analyst. The Monthly report shall contain confidential Financials for each Gaming Enterprise owned by the Tribe and shall be submitted to the Tribal Council within twenty (20) days from the end of the prior month.

1. Managerial
2. Gaming
3. Hotel
4. Food and Beverage
5. Gift Shop and Events Center
6. Marketing
7. Support Services
8. Annual Service Payments
9. Casino Performance Ratios
10. Sales Comparison chart
11. EBITDA Comparison chart
12. Current Actual vs. Prior Year vs. Budget
13. Statement of cash flows
14. Actual vs. Budget vs. Last Year for each Department



15. Notification of budget modifications or amendments over a 4% change, either increase or decrease of a department budget

16. Promotional play

17. Profit Statements, Loss Statements and Equity Statements submitted under separate cover.

C. Quarterly Report. On a quarterly basis, the Gaming Authority shall provide Tribal Council and the Senior Financial Analyst the projected and forecasted revenues. Additionally, on a quarterly basis or upon request of Tribal Council, the Gaming Authority will meet with the Tribal Council and provide an update on operations of the Gaming Enterprise and shall provide input for the determination of what amount shall be considered an Equitable Distribution. Based on these discussion, Tribal Council shall determine the amount of Equitable Distribution that the Gaming Authority shall provide as profits to the LTBB Tribal government.

D. Annual Report. By March 31st of each year, the Gaming Authority shall prepare and deliver to Tribal Council an annual report and an audited financial statement, including a statement of cash flows, balance sheet and an income statement, including comparative figures from the preceding fiscal year. Also, a meeting will be scheduled within forty-five (45) business days from the end of the Fiscal Year, for Tribal Council to meet with the full Gaming Authority, the General Manager and the OCR Executive Team to review the preliminary finances of the past year and discuss plans for the upcoming year.

E. Independent Audit. The Tribal Council shall appoint an independent auditor to conduct the annual financial statement audit and minimum internal control testing as required by 25 C.F.R. §§ 522.4 and 571.12 and any other applicable or successor Federal regulations. A Copy of the Audit shall be submitted to the following:

1. The Gaming Authority
2. Tribal Council
3. Sr. Financial Analyst

4. LTBB Chief Financial Officer

F. Delivery Method of Reports. The Reports may be transmitted electronically to the following emails: Tribal Council TribalCouncil@ltbbodawa-nsn.gov, and Senior Financial Analyst email.

SECTION XII. NEPOTISM

A. For Purposes of this Statute, two (2) or more members of the same immediate family shall not serve on the Gaming Authority at the same time. Further, a person shall not serve on the Gaming Authority if the General Manager, CFO, Internal Auditor, Tribal Chairperson or Vice-Chairperson, on a Tribal Councilor is an immediate family member. For purposes of this section immediate family means husband, wife, son, daughter, step-son, step-daughter, father, step-father, father-in-law, mother, step-mother, mother-in-law, brother, step-brother, brother-in-law, sister, step-sister, sister-in-law, child, step-child.

B. No Gaming Authority member may participate in making any decision that involves a personal or financial interest of the Gaming Authority or a member of his or her immediate family, unless interest is held in common with the Tribe and its Citizens.

SECTION XIII. SAVINGS CLAUSE

In the event that any phrase, provision, part, paragraph, subsection or section of this statute is found by a court of competent jurisdiction to violate the Constitution, laws or ordinances of the Little Traverse Bay Bands of Odawa Indians, such phrase, provision, part, paragraph, subsection or section shall be considered to stand alone and to be deleted from this statute, the entirety of the balance of the statute to remain in full and binding force and effect.

SECTION XIV. EFFECTIVE DATE

Effective upon signature of the Executive or thirty (30) days from Tribal Council approval



whichever comes first or if the Executive vetoes the legislation, then upon Tribal Council override of the veto.

SECTION XV. OTHER RELATED STATUTES

See Waganakising Odawak Statute 2011-005 "Gaming Regulatory Statute", Waganakising Odawak Statute 2013-007 "Contracting Statute", or as may be amended.

Certification

As the Tribal Council Legislative Leader and Tribal Council Secretary, we certify that this Statute was duly adopted by the Tribal Council of the Little Traverse Bay Bands of Odawa Indians at a regular meeting of the Tribal Council held on **July 12, 2018** at which a quorum was present, by a vote of 6 in favor, 0 opposed, 0 abstentions, and 3 absent as recorded:


	In Favor	Opposed	Abstained	Absent
Frank Bernard	_____	_____	_____	X
David Harrington	_____	_____	_____	X
Dexter McNamara	X	_____	_____	_____
Emily Proctor	_____	_____	_____	X
Julie Shananaquet	X	_____	_____	_____
Shanna Wemigwase	X	_____	_____	_____
Marcella R. Reyes	X	_____	_____	_____
Tamara Kiogima	X	_____	_____	_____
Fred Harrington, Jr.	X	_____	_____	_____

Date: 7.12.18 


 Legislative Leader, Fred Harrington, Jr.

Date: 7-12-18 

 Tribal Council Secretary, Tamara Kiogima

Received by the Executive Office on 7-13-18 by 

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: 8/10/18 

 Regina Gasco Bentley, Tribal Chairperson

VETO





ATLANTA