



THE MILLE LACS BAND OF  
**OJIBWE INDIANS**

*Legislative Branch of Tribal Government*

**RESOLUTION 15-04-23-14**

**A RESOLUTION APPROVING AND ACKNOWLEDGING  
THE CORPORATE COMMISSION'S ACCESS UP TO  
\$35,700,000 OF EXISTING LOAN  
FOR ST. PAUL HOTELS ACQUISITION**

WHEREAS, the Mille Lacs Band Assembly ("Band Assembly") is the duly elected governing body for the Mile Lacs Band of Ojibwe, a federally recognized Indian tribe (the "Band"); and

WHEREAS, according to 3 MLBSA § 2(d), the Band Assembly is empowered to adopt resolutions; and

WHEREAS, it is a priority of the Band Assembly to provide for the financial welfare of the Band and its members; and

WHEREAS, in furtherance of that objective, the Band Assembly has determined that it is in the best interest of the Band to make a loan to the Corporate Commission of the Mille Lacs Band of Ojibwe (the "Corporate Commission") and its operating affiliates, from funds borrowed from Bank of America, N.A., to fund the acquisition, renovation and operation of two hotel properties in the City of St. Paul for purpose of economic diversification and business development; and

WHEREAS, pursuant to its authority under Article VI, Section 1(c) of the Revised Constitution and Bylaws of the Minnesota Chippewa Tribe, and Title 3, Section 2 of the Band's Statutes Annotated, the Band Assembly is authorized, on behalf of the Band, to enter into and approve agreements, manage Band assets, and engage in business transactions to further the economic well-being of the Band and its members.

WHEREAS, the Band Assembly did approve a \$35,700,000 loan to the Corporate Commission and its operating affiliates with funds borrowed from Bank of America, N.A., on the terms and conditions described in a Loan Agreement, Note and Security Agreement, and as further secured by first mortgage liens on the acquired hotel properties; and

WHEREAS, the Band Assembly's approval of the loan to the Corporate Commission in the amount of \$35,700,000 is further described in Resolution 15-03-193-13 dated March 4, 2013; and

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WHEREAS, the Band Assembly now acknowledges and approves the Corporation Commission's access up to the permissible \$35,700,000 limit for improvements to the St. Paul Hotel property now known as the Crowne Plaza.

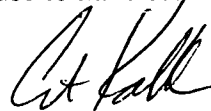
NOW, THEREFORE, BE IT RESOLVED, that the Band Assembly acknowledges and approves the Corporate Commission's access up to the permissible \$35,700,000 limit for improvements to the St. Paul Hotel property now known as the Crowne Plaza.

BE IT FURTHER RESOLVED, that the Commissioner of Finance and appropriate personnel, agents and legal counsel of the Band are authorized and directed to administer the Corporate Commission Loan in accordance with its terms and conditions; and

BE IT FINALLY RESOLVED, that all acts and things heretofore done and performed, in the name of the Band, in connection with the foregoing resolution, are hereby ratified and approved.

WE DO HEREBY CERTIFY that the foregoing resolution was duly concurred with and adopted at a special session of the Band Assembly in Legislative Council assembled, a quorum of legislators being present, held on the 10<sup>th</sup> day of December, 2013 at Vineland, Minnesota by a vote of 3 FOR, 0 AGAINST, 0 SILENT.

IN WITNESS WHEREOF, we, the Band Assembly hereunto cause to have set the signature of the Speaker of the Assembly.



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Curt Kalk, Speaker of the Assembly

**OFFICIAL SEAL OF THE BAND**