

Cherokee Council House
Cherokee, North Carolina

Date

RESOLUTION NO. _____ (2022)

WHEREAS, the Eastern Band of Cherokee Indians is a federally recognized Indian tribe enjoying a government to government relationship with the United States; and

WHEREAS, the Tribal Council of the Eastern Band of Cherokee Indians has previously authorized the establishment of two tribally owned casinos offering Class III gaming activities as defined by the Indian Gaming Regulatory Act of 1988, a gaming facility located at 777 Casino Drive, Cherokee, North Carolina, and a facility located at 777 Casino Parkway, Murphy, Cherokee County, North Carolina; and

WHEREAS, the Eastern Band of Cherokee Indians entered into a Second Amended and Restated Management Agreement with Harrah's NC Casino Company, LLC in March, 2018, to manage the Class III gaming operations known as Harrah's Cherokee Casino Resort and Harrah's Cherokee Valley River Casino & Hotel; and

WHEREAS, the Tribal Casino Gaming Enterprise (TCGE) was created and established in the public interest to provide a business operational plan which can most effectively and efficiently direct the Casino's gaming operations and the Hotels associated therewith for business purposes; and

WHEREAS, the TCGE previously entered into a consulting agreement with American Wagering, Inc. to provide certain tasks and consulting services to develop and operate land-based sports betting facilities within the casinos; and

WHEREAS, American Wagering, Inc. has now been acquired by the parent company of Harrah's and Harrah's will, in the future through its parent company, be providing the same services that American Wagering, Inc. was providing; and

WHEREAS, it was necessary to amend the Management Agreement with Harrah's to include these services as part of the services provided by Harrah's; and

WHEREAS, Tribal Council previously approved a First Amendment to the Second Amended and Restated Management Agreement (the "Initial Amendment") in September, 2021 to include the above stated sports betting services; and

WHEREAS, said Initial Amendment was submitted to the NIGC in October, 2021 but has not yet been approved by the NIGC; and

WHEREAS, the State of North Carolina has, subsequent to September, 2021, approved On Reservation mobile sportsbook services; and

WHEREAS, it is now necessary for Tribal Council to declare the Initial Amendment void *ab initio* and to approve the attached First Amendment which includes both the original sports betting services but also the On Reservation Mobile Sportsbook services;

WHEREAS, the attached First Amendment to the Second Amended and Restated Management Agreement with Harrah's NC Casino Company, LLC is amended to allow the sports betting services offered by American Wagering to be provided by Harrah's upon the same terms and conditions and to allow Harrah's NC Casino Company, LLC to operate On Reservation Mobile Sportsbook services; and

WHEREAS, Tribal Council has determined that it is in the best interest of the Tribe and the Tribe's gaming operations to approve this First Amendment to the Second Amended and Restated Management Agreement for the benefit of the sports betting facilities within each casino and the On Reservation Mobile Sportsbook services for Tribal Reservation lands.

NOW, THEREFORE, BE IT RESOLVED by the Tribal Council of the Eastern Band of Cherokee Indians in Council assembled, at which a quorum is present, that Tribal Council hereby declares the Initial Amendment void *ab initio* and hereby authorizes and approves the terms and conditions of the First Amendment to the Second Amended and Restated Management Agreement with Harrah's NC Casino Company, LLC, a copy of said First Amendment being attached hereto as Exhibit "A"; and

BE IT FURTHER RESOLVED that the Tribal Council hereby authorizes and approves the execution and delivery by the Tribe to the NIGC of the attached First Amendment to the Second Amended and Restated Management Agreement and further authorizes that the Tribe withdraw its request for approval of the Initial Amendment by the NIGC; and

BE IT FURTHER RESOLVED that the Tribe's Principal Chief is hereby authorized, empowered and instructed to execute and deliver, on behalf of the Tribe, the First Amendment, and to cause the Tribe to perform the obligations of the Tribe as set forth in said Amendment; and

BE IT FURTHER RESOLVED that all prior resolutions that are inconsistent with this resolution are hereby rescinded; and

BE IT FINALLY RESOLVED THAT this resolution shall be effective upon ratification by the Principal Chief.

Submitted by TCGE Board of Advisors.