National Indian Gaming Commission

SETTLEMENT AGREEMENT

INTRODUCTION

This Settlement Agreement ("Agreement") is entered into and effective this 21st day of July, 2004, by and between Carl Venne, Chairman of the Crow Tribe, a federally-recognized Indian tribe ("the Tribe") and Philip N. Hogen, the Chairman of the National Indian Gaming Commission ("the Chairman") relating to the matters contained in Notice of Violation No. NOV-04-02.

RECITALS

Whereas, the Tribe has conducted gaming on Indian lands at a facility in Crow Agency, Montana since approximately July, 2001;

Whereas, the Chairman and the Tribe desire to resolve issues related to Notice of Violation No. NOV-04-02.

Therefore, the Chairman and the Tribe have agreed to execute this Agreement and perform in accordance with the following covenants and conditions:

TERMS OF SETTLEMENT

1. This Agreement is entered into pursuant to 25 C.F.R. § 575.6 (b) and shall be effective upon the signature of all parties.

2. The Tribe agrees that it was required to submit annual audit reports of its gaming operation for the 2002 and 2003 fiscal years and that it was required to submit quarterly statements of gross assessable revenue during 2001, 2002 and 2003.

3. The Tribe agrees that it did not submit to the NIGC audits for fiscal years 2002 and 2003 and quarterly statements of gross assessable revenue during 2001, 2002 and 2003, as required by the Indian Gaming Regulatory Act ("IGRA") and NIGC regulations.

4. The Tribe admits that the failure to submit audits and quarterly statements of gross assessable revenue in a timely fashion is a violation of IGRA and NIGC regulations.

5. The Chairman acknowledges mitigating factors involving administrative difficulties the Tribe has faced in hiring and retaining qualified casino staff.

6. The Tribe further agrees to submit its 2002 and 2003 audits no later than October 8, 2004 and to submit its overdue quarterly statements of gross revenue no later than September 8, 2004.

7. The Tribe agrees to pay a fine in the amount of Ten Thousand dollars. Five Thousand dollars of the fine will be paid on or before September 7, 2004. The remaining Five Thousand dollars will be suspended pending the submission of the 2002 and 2003 audits and the overdue quarterly statements to the NIGC by October 8, 2004 and September 8, 2004, respectively. Upon successful submission of the aforementioned audits and quarterly statements by their respective due dates, the Chairman will forgive the suspended Five Thousand dollar fine. If the Tribe fails to submit the aforementioned audits and quarterly

statements by such dates, they must be submitted as soon as possible and, in any event, no later than December 31, 2004 and the remaining Five Thousand dollars of the fine will be paid on or before December 31, 2004.

8. The Chairman agrees upon execution of this Agreement to waive the right to impose any further civil fine for Notice of Violation No. NOV-04-02 against the Tribe, unless the Tribe fails to comply with this Agreement. If the Tribe fails to comply with this Agreement, the Chairman reserves the right to initiate an enforcement action as outlined under 25 C.F.R. § 573.6 .

9. The Tribe agrees upon execution of this Agreement to waive its right, if any, to further review of Notice of Violation No. NOV-04-02, including all rights to appeal to the full Commission as outlined in 25 C.F.R. § 577 *et seq.* and judicial review pursuant to 25 U.S.C. § 2714.

10. Subsequent to the parties' acceptance of this Agreement, the civil fine assessment set forth herein will become a Final Assessment Order of the Commission.

ADDITIONAL COVENANTS

1. This Agreement constitutes the entire agreement between the Chairman and the Tribe and supersedes all prior verbal or written agreements and understandings between the parties related to the subject matter hereof. No warranties, representations, covenants, or agreements shall be binding upon any party except as set forth herein. Any modification or waiver of any term of this Agreement, including the modification or waiver of term, must be in writing and signed by both parties.

2. The Tribe stipulates that the Notice of Violation shall be deemed a final order of the Commission and a final agency action pursuant to 25 C.F.R. § 577.9(d).

3. The Chairman and the Tribe expressly agree and acknowledge that time is of the essence in this Agreement. The recitals herein and above set shall be binding upon the parties, their agents, heirs, personal representatives, successors and assigns.

4. A signature produced by facsimile shall be deemed to be an original signature and shall be effective and binding for purpose of the Agreement.

Crow Tribe

By: _____
Carl Venne
Chairman

7/20/04
Date

National Indian Gaming Commission

By: _____
Philip N. Hogen
Chairman

8/3/04
Date