MAY 27 2005

May 27, 2005

Ms. Kathryn Tierney
Tribal Attorney
Bay Mills Indian Community
12140 W. Lakeshore Dr.
Brimley MI 49715

Re: Game Rule 18, Code of Ethics

Dear Ms. Tierney:

This is in reply to your letter of April 13, 2005, submitting the Bay Mills Indian Community's new Game Rule 18, Gaming Commission Code of Ethics. That regulation is hereby approved.

Thank you for your submission. If you have any questions, please contact Michael Gross, Staff Attorney, at 202-632-7003.

Very truly yours,

Philip N. Hogen
Chairman

BAY MILLS INDIAN COMMUNITY

GAMING COMMISSION RULES

RULE 18: ***CODE OF ETHICS***

The attached Code of Ethics is hereby enacted as a regulation of the Bay Mills Indian Community Gaming Commission.

CERTIFICATION

This is to certify that the above Gaming Commission Rule #18 has been reviewed and approved at a meeting of the Bay Mills Executive Council held at Bay Mills, Michigan, on the 11th day of April, 2005, with a vote of 3 in favor, 0 opposed, 1 absent, and 1 abstaining. The President must abstain except in the event of a tie.

Gregory A. Parker, Secretary
Bay Mills Executive Council

BAY MILLS GAMING COMMISSION
CODE OF ETHICS

I. Statement Of Policy

In the discharge of its powers, duties and responsibilities, the Bay Mills Gaming Commission conducts its business consistent with high ethical standards. Commissioners and employees are expected to perform their duties with undivided loyalty and in such a manner as to promote and preserve public trust and confidence. Commissioners and employees shall avoid all situations where opportunity for personal or financial gain could influence their decisions in giving favored treatment to any organization or person. They shall also avoid circumstances and conduct which might appear questionable to the general public, even if such circumstances or conduct do not constitute actual wrongdoing or present an actual conflict of interest.

In order to promote public confidence in the integrity and impartiality of the Commission, Commissioners and employees shall respect and comply with the law and establish, maintain and enforce high standards of conduct.

This Code of Ethics shall apply to members of the commission and to all employees of the commission except as herein specifically provided.

II. Applicable Standards Of Conduct

Commissioners and employees are governed by ethical standards set forth in the Bay Mills Indian Community Gaming Ordinance, Commission rules and this Code of Ethics. As employees of the Bay Mills Indian Community, Commission employees are also governed by ethical standards set forth in the Bay Mills Indian Community Personnel Policies and the rules of the Executive Council. It is the responsibility of each Commissioner and employee to comply with all applicable statutory and regulatory provisions and any amendments thereto, whether or not such provisions and amendments are included in this Code of Ethics.

It is the continuing duty of each Commissioner and employee to review and assess his or her conduct in light of this Code of Ethics.

III. Restrictions Applicable to Commissioners and Employees

A. Outside Employment

1. No Commissioner shall be employed, retained or receive any remuneration for services rendered to a casino licensee or applicant or to a Commission-licensed vendor or applicant. A Commissioner may be employed, retained or engaged by a non-licensed vendor of goods and services provided that the Commissioner complies with all other tribal laws and policies and that such employment does not present a real or apparent conflict of interest.
2. No Commission employee shall be employed, retained or receive any remuneration for services rendered to a casino licensee or applicant. A Commission employee may be employed, retained or engaged by a non-licensed vendor, provided that the employee complies with all other requirements outlined in the Gaming Ordinance, Commission

Rules, and the Bay Mills Personnel Policies and Procedures. The employee shall, in advance of accepting any outside employment or business responsibilities, receive approval from the Commission of the prospective activity.

B. Representation. A Commissioner or employee shall not represent, appear for or negotiate on behalf of any licensee, registrant or applicant.

C. Outside Activities

1. A Commissioner or employee shall not permit the use of his or her official title for the purpose of fundraising for a private organization.
2. A Commissioner or employee may speak, write, lecture or participate in other activities concerning the casino industry, if in so doing the Commissioner or employee does not cast doubt on his or her ability to decide impartially any matter which may come before the Commission, and provided that the Commissioner or employee does not accept compensation or honoraria for any such activity.
3. A Commissioner or employee shall not accept compensation for published works created as part of his or her official duties on tribal time using tribal resources.
4. A Commissioner or employee may participate in any civic or charitable activities that do not interfere with his or her independence of judgment in carrying out official duties.

D. Gaming Prohibited. No Commissioner or employee shall be permitted to gamble in any establishment licensed by the Commission except in the course of his or her duties and with the prior written approval of the Commission.

IV. Prohibited Conduct

Commissioners or employee shall not:

A. Knowingly act in any way that might reasonably be expected to create an impression among the public that he or she may be engaged in conduct that violates his or her trust as a Commissioner or employee;
B. Use or attempt to use his or her official position to obtain unwarranted privileges or advantages for himself or herself or others;
C. Act in his or her official capacity in any matter in which the member or employee or any spouse, parent, step-parent, child, step-child, sibling or other immediate family (as defined by Bay Mills Gaming Ordinance) has a direct or indirect financial interest that might reasonably be expected to impair his or her objectivity or independence of judgment;
D. Act in his or her official capacity in any matter concerning a licensee or applicant who is the spouse, parent, step-parent, child, step-child, sibling or other immediate family (as defined by Bay Mills Gaming Ordinance) when the fact of the employment might reasonably be expected to impair his or her objectivity and independence of judgment;
E. Willfully disclose, directly or indirectly, without the prior authorization of the Commission, any confidential information concerning the affairs of the Commission not generally known or legally available to the public;
F. Use or permit the use of any confidential information, which he or she receives or to which he or she has access by virtue of his or her official duties;
G. Directly or indirectly accept any gift, favor, service, employment, offer of employment or other thing of value under circumstances from which it might be reasonably inferred that

such gift, service or other thing of value was given or offered for the purpose of influencing the member or employee in the discharge of his or her official duties;

H. Solicit or accept, directly or indirectly, any complimentary service or discount from any casino licensee or applicant which he or she knows or has reason to know is other than a service or discount that is offered to the general public in like circumstances;
I. Testify as a character witness before the Commission; and
J. Lend the prestige of their office to advance the private interests of others, nor convey or permit others to convey the impression that they are in a special position of influence.

V. General Duties and Obligations of Commissioners and Employees

It is the duty of each Commissioner and employee:

A. To refrain at all times from any criminal conduct, and to cooperate with law enforcement officers in the proper performance of their official duties;
B. To appear and testify upon matters directly related to the conduct of his or her office, position or employment before any tribal state or federal court. Any Commissioner or employee who fails or refuses to appear and testify, after having been informed of his or her duty to appear and testify shall be subject to removal from his or her office, position or employment.
C. To uphold the integrity and independence of the Commission; to perform the duties of their office impartially and diligently; and to be patient, dignified and courteous to those individuals with whom they deal in their official capacity.
D. To require Commission staff to comply with this Code of Ethics;
E. To exercise the power of appointment only on the basis of merit, and to allow only such compensation as is fair value for the services rendered.

VI. Duties Concerning Pending Proceedings

A. A Commissioner or employee shall disqualify himself or herself in a proceeding or investigation in which his or her impartiality may reasonably be questioned, including but not limited to instances where he or she has a personal bias or prejudice concerning a party or personal knowledge of disputed evidentiary facts concerning the proceeding, or in other circumstances requiring disqualification. Such circumstances shall include involvement of a spouse, parent, step-parent, child, step-child, sibling or other immediate family (as defined by the Bay Mills Gaming Ordinance.
B. A Commissioner or employee shall abstain from public comment about a pending proceeding, except in the course of his or her official duties or in explaining for public information the procedures of the Commission.
C. A Commissioner or employee shall neither initiate nor consider *ex parte* or other communications regarding a pending proceeding, except for consulting with their staff whose function it is to aid the Commission in carrying out its responsibilities.
D. A Commissioner or employee shall not discuss issues involving any pending or proposed application or any matter whatsoever which may reasonably be expected to come before the Commission with any person, except for other Commissioners, employees or other tribal staff designated by the Commission.

VII. Required Disclosures of Information by Commissioners and Employees

A. Each Commissioner and employee shall disclose, in writing, the following information to the Commission upon commencement of membership or employment, within five (5) days of the date when he or she becomes aware of any required information not previously reported and annually no later than January 31 of each year during the course of appointment or employment:

1. Any spouse, parent, step-parent, child, step-child, sibling or other immediate family (as defined by Bay Mills Gaming Ordinance) who holds or has filed an application for any license issued by the Commission;
2. Any spouse, parent, step-parent, child, step-child, sibling or other immediate family (as defined by Bay Mills Gaming Ordinance) who is employed by a casino licensee or applicant
3. Any spouse, parent, step-parent, child, sibling or other immediate family (as defined by Bay Mills Gaming Ordinance) who holds a financial interest in a casino licensee or applicant;
4. Employment, retainers, contracts and all other business engagements
5. Filing of any criminal charges against the Commissioner or employee.

B. The failure to file the above-required disclosures, or the filing of a willfully false disclosure, is grounds for termination of employment or removal.

VIII. Post-employment Restrictions

Commission employees having access to the surveillance room of a licensed facility are prohibited from employment within that licensed facility, for a period of one year following termination of employment with the Commission, unless approval is granted by the Commission for the proposed employment with a gaming facility.

IX. Relationship of Commissioners and Employees with Relatives Engaged in Activities Subject to Commission Oversight

A. The following restrictions apply to Commissioners;

1. No spouse, parent, step-parent, child, step-child, sibling or other immediate family (as defined by Bay Mills Gaming Ordinance) of a Commissioner shall be licensed as a key employee for employment by a casino licensee or applicant unless such member requests a waiver of this prohibition from the Executive Council prior to licensing. Such written request shall contain the following information:

   a) The relationship between the member and the prospective licensee; and
   b) The prospective employer, employment location and job title.

2. The Executive Council may grant, with or without special conditions, or deny the application after considering the following, without limitation:

   a) The impact of the applicant on the effective discharge of the member's duties; and
   b) The impact of the applicant on the reasonable public expectation of the Commissioner's independence and objectivity.

B. The following restriction applies to Commission employees;

1. No spouse, parent, step-parent, child, step-child, sibling or other immediate family (as defined by Bay Mills Gaming Ordinance) of a Commission employee shall be licensed as a key employee for employment by a casino licensee or applicant unless such employee requests a waiver of this prohibition from the Gaming Commission prior to licensing. Such written request shall contain the following information:

    a) The relationship between the employee and the prospective licensee; and
    b) The prospective employer, employment location and job title.

2. The Gaming Commission may grant, with or without special conditions, or deny the application after considering the following, without limitation:

    a) The impact of the applicant on the effective discharge of the employee's duties; and
    b) The impact of the applicant on the reasonable public expectation of the Commission employee's independence and objectivity.

C. The Commission or employee shall not act in his or her professional capacity in any matter, including investigations, concerning a licensee or applicant for whom he or she has requested a waiver.

X. Violations of Code of Ethics

A. Violation of any provision of Sections II, IV, and IX of this Code of Ethics by any Commissioner or employee shall result in removal or termination.
B. Violation of any provision of Sections V, VI, and VII of this Code of Ethics any Commissioner or employee shall constitute grounds for removal, termination or disciplinary action.
C. Violation of Section VIII shall result in immediate termination of the former employee's gaming license.