NOV 23 2005

Via Facsimile and U.S. Mail

John Barnett, Chairman
Cowlitz Indian Tribe
P.O. Box 2547
Longview, WA 98632-8594

RE: Cowlitz Indian Tribe's Class II Gaming Ordinance

Dear Chairman Barnett:

On August 29, 2005, the National Indian Gaming Commission (NIGC) received Tribal Council Ordinance No. 05-2 (Aug. 22, 2005), the proposed tribal gaming ordinance of the Cowlitz Indian Tribe (the Tribe). Aside from the ordinance's definition of "Tribe's Indian Lands," the tribal gaming ordinance generally follows the NIGC's model tribal gaming ordinance and is consistent with the requirements of the Indian Gaming Regulatory Act (IGRA) as well as the NIGC's implementing regulations.

The ordinance's definition of "Tribe's Indian Lands" contains a site-specific legal land description of a nearly 152-acre site in Clark County, Washington, made expressly contingent on the United States first accepting trust title to the site and the Tribe first exercising governmental power over the site. This proposed definition required the NIGC to conduct a legal analysis of the applicability of IGRA's restored lands for a restored tribe provision, 25 U.S.C. § 2719(b)(1)(B)(iii), in order to determine whether the Tribe will be allowed to conduct gaming activities on the site if the Department of the Interior accepts the land into trust for the benefit of the Tribe.

The NIGC's Office of General Counsel has provided me with a legal opinion concluding that the Tribe was "restored to Federal recognition" and that if the Department of the Interior accepts trust title to the 152-acre site, such trust acquisition will be part of the "restoration of lands" for the Tribe, as those terms are used in 25 U.S.C. § 2719(b)(1)(B)(iii). The record supports the Office of General Counsel's opinion, and I therefore adopt the analysis and conclusion provided therein.

Therefore, the tribal gaming ordinance is hereby approved. This approval is not intended to provide any recommendation to the Secretary of the Interior regarding the Tribe's pending fee-to-trust application, or to affect the Secretary's discretion in making the fee-to-trust decision.

Additionally, this approval does not authorize the Tribe to conduct gaming on the subject site. In order to conduct gaming on the subject site, the Department of the Interior must first accept the land into trust, and the Tribe must first exercise government authority over the site.

Sincerely,

Philip N. Hogen
Chairman

Cowlitz Indian Tribe

Tribal Council Ordinance No. 05- 2.

Short Title: Gaming Ordinance

WHEREAS, the Cowlitz Indian Tribe is Acknowledged as a Sovereign Indian Nation by the United States Government; and

WHEREAS, the Tribal council is the governing body of the Cowlitz Indian Tribe as authorized by the tribe's Constitution and By-laws;

WHEREAS, the Tribal council wishes to amend and replace the Tribe's current gaming ordinance set forth in Tribal Council Ordinance No. 05-1;

NOW THEREFORE BE IT ENACTED by the Tribal Council of the Cowlitz Indian Tribe, the following ordinance:

Section 1. Introduction. The Tribal Council empowered by the Tribe's Constitution to enact ordinances, hereby enacts this ordinance in order to govern Class II gaming operations on the Tribe's Indian Lands.

Section 2. Definitions. Unless a different meaning is clearly indicated in this Ordinance, the terms used herein shall have the same meaning as defined in the Indian Gaming Regulatory Act of 1988 (IGRA), 25 U.S.C. § 2701 *et seq.*, and its regulations, 25 C.F.R. § 500 *et seq.* Specifically:

(A) "Board of Directors" means the Tribal Gaming Board of Directors, who shall serve as primary management officials in overseeing the general manager or management contractor and the day-to-day non-regulatory aspects of the gaming operation.

(B) "Commission" means the Tribal Gaming Commission established to perform regulatory oversight and to monitor compliance with Tribal, Federal, and applicable State regulations.

(C) "Class I gaming" means social games solely for prizes of minimal value or traditional forms of Indian gaming engaged in by individuals as a part of, or in connection with, tribal ceremonies or celebrations.

(D) "Class II gaming" means:
(1) The game of chance commonly known as bingo (whether or not electronic, computer, or other technologic aids are used in connection therewith):

(a) Which is played for prizes, including monetary prizes, with cards bearing numbers or other designations,

(b) In which the holder of the card covers such numbers or designations when

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objects, similarly numbered or designated, are drawn or electronically determined, and

(c) In which the game is won by the first person covering a previously designated arrangement of numbers or designations on such cards, including (if played in the same location) pull-tabs, lotto, punch boards, tip jars, instant bingo, and other games similar to bingo, and

(2) Card games that:

(a) Are explicitly authorized by the laws of the State, or

(b) Are not explicitly prohibited by the laws of the State and are played at any location in the State, but only if such card games are played in conformity with those laws and regulations (if any) of the State regarding hours or periods of operation of such card games or limitations on wagers or pot sizes in such card games.

(3) The term "class II gaming" does not include:

(a) Any banking card games, including baccarat, chemin de fer, or blackjack (21), or

(b) Electronic or electromechanical facsimiles of any game of chance or slot machines of any kind.

(E) "Class III gaming" means all forms of gaming that are not class I gaming or class II gaming.

(F) "Commissioner" means a Tribal Gaming Commissioner.

(G) "Compact" means a Tribal-State Compact concerning class III gaming under 25 USC Sec. 2710(d).

(H) "Directly related to means" an individual residing in the same household who is related as a spouse, child, parent, grandparent, grandchild or sibling.

(I) "Director" means a Member of the Tribal Gaming Board of Directors.

(J) "Elders Tribunal" means the tribunal established in Title 19 of the Cowlitz Tribal Code.

(K) "Key Employee" means:

(1) A person who performs one or more of the following functions:

(a) Bingo caller;

(b) Counting room supervisor

(c) Chief of security;

(d) Custodian of gaming supplies or cash;

(e) Floor manager;

(f) Pit boss;

(g) Dealer;

(h) Croupier;

(i) Approver of credit; or

(j) Custodian of gambling devices including persons with access to cash and accounting records within such devices;

(2) If not otherwise included, any other person whose total cash compensation is in excess of $50,000 per year; or
(3) If not otherwise included, the four most highly compensated persons in the gaming operation.

(L) "Net Revenues" means gross gaming revenues of the gaming operation less
(1) Amounts paid out as, or paid for, prizes; and
(2) Total gaming-related operating expenses, excluding management fees.

(M) "Primary Management Official" means
(1) The person (s) having management responsibility for a management contract;
(2) Any person who has authority:
(a) To hire and fire employees; or
(b) To set up working policy for the gaming operation; or
(c) The chief financial officer or other person who has financial management responsibility.

(N) "Tribe" means the Cowlitz Indian Tribe.

(O) "Tribe's Indian Lands" means:
(1) All lands within the limits of the Cowlitz Indian reservation; or
(2) Any lands title to which is either held in trust by the United States for the benefit of the Tribe or individual member of the Tribe, or held by the Tribe or individual member of the Tribe subject to restriction by the United States against alienation and over which the Tribe exercises governmental power, including but not limited to, certain land for which the Tribe has submitted a fee-to-trust application and which the Tribe intends to use for the development of a gaming facility as allowable under 25 U.S.C. 2719(b)(1)(B), provided that this certain land will not be deemed the 'Tribe's Indian Lands' until such time as the United States has acquired trust title to it and the Tribe exercises governmental power over it. Said land is specifically described as follows:

PARCEL I

BEGINNING at the intersection of the West line of Primary State Highway No. 1 and the East line of the Southeast quarter of Section 5, Township 4 North, Range 1 East of the Willamette Meridian, Clark County, Washington; thence Northerly along said West line of Primary State Highway No. 1 a distance of 1307.5 feet to the Point of Beginning of this description; thence West 108.5 feet to an angle point thereon; thence Northerly along the fence 880.5 feet to the center line of a creek; thence Northerly along said creek 443 feet to the West line of Primary State Highway No. 1; thence Southerly along said West line of Highway to the Point of Beginning.

EXCEPT that portion conveyed to the State of Washington by Auditor's File Nos. G 450664 and G 147358.

PARCEL II

That portion of the following described land lying West of the Westerly line of Interstate 5, formerly known as Pacific Highway, in Section 9, Township 4 North, Range 1 East of the Willamette Meridian, Clark County, Washington.

The North half of the Southwest quarter of the Northwest quarter and the South half of the Northwest quarter of the Northwest quarter of Section 9, Township 4 North, Range 1 East of the Willamette Meridian, Clark County, Washington.

EXCEPT any portion lying within NW 31st Avenue.

ALSO EXCEPT that portion thereof acquired by the State of Washington by deed recorded under Auditor's File Nos. G 140380 and D 95767.

PARCEL III

BEGINNING at the Northwest corner of the Northeast quarter of the Northeast quarter of Section 8, Township 4 North, Range 1 East of the Willamette Meridian, Clark County, Washington; and running thence East 390 feet to the Point of Beginning; thence East 206 feet; thence South 206 feet; thence West 206 feet; and thence North to the Point of Beginning.

EXCEPT that portion lying within the right of way of NW 319th Street.

PARCEL IV

All that part of the Southeast quarter of Section 5, Township 4 North, Range 1 East of the Willamette Meridian, Clark County, Washington, lying West of Primary State Road No. 1 (Pacific Highway).

EXCEPT the Henry Ungemach tract recorded in Volume 76 of Deeds, page 33, records of Clark County, Washington, described as follows:

BEGINNING at a point 19.91 chains North of the Southwest corner of said Southeast quarter; thence East 13.48 chains to creek; thence Northerly along creek to North line of said Southeast quarter at a point 6.66 chains West of the Northeast corner thereof; thence West to Northwest corner of said Southeast quarter; thence South 19.91 chains to the Point of Beginning.

ALSO EXCEPT the John F. Anderson tract as conveyed by deed recorded under Auditor's File No. F 38759, records of Clark County, Washington, described as follows:

BEGINNING at the Northwest corner of the Southwest quarter of the Southeast quarter of Section 5, Township 4 North, Range 1 East of the Willamette Meridian, Clark County, Washington; and running thence East 514 feet; thence Southerly 340 feet; thence Northwesterly 487 feet to a point 196 feet due South of the Point of Beginning; thence North to the Point of Beginning.

ALSO EXCEPT that tract described as follows:

BEGINNING at a point 26 rods and 9 feet West of the Southeast corner of Section 5, Township 4 North, Range 1 East of the Willamette Meridian, Clark County, Washington; and running thence West 20 rods to County Road; thence North 182 feet; thence East 20 rods; thence South 182 feet to the Point of Beginning.

ALSO EXCEPT a certain reserved tract described as follows:

BEGINNING at the intersection of the West line of Primary State Highway No. 1 (Pacific Highway) and the East line of the Southeast quarter of said Section 5, Township 4 North, Range 1 East of the Willamette Meridian, Clark County, Washington; thence Northerly along said West line of Primary State Highway No. 1, a distance of 1307.5 feet to the True Point of Beginning of this description; thence West 108.5 feet to an angle point therein; thence Northerly along fence 880.5 feet to center line of creek; thence Northeasterly along said creek 443 feet, more or less, to the West line of Primary State Highway No. 1; thence Southerly along said West line of highway to the True Point of Beginning.

ALSO EXCEPT that portion thereof lying within Primary State Highway No. 1 (SR-5) as conveyed to the

State of Washington by deed recorded under Auditor's File Nos. G 458085, G 143553 and D 94522.

ALSO EXCEPT any portion lying within NW 319th Street and Primary State Highway No. 1.

PARCEL V

A portion of the Northwest quarter of the Northeast quarter of Section 8, Township 4 North, Range 1 East of the Willamette Meridian, Clark County, Washington, described as follows:

BEGINNING at the Northwest corner of the Northeast quarter of Section 8; thence South along the West line of the Northeast quarter of said Section 8, 1320 feet, more or less, to the Southwest corner of the Northwest quarter of said Northeast quarter; thence East along the South line to a point 830 feet West of the Southeast corner of the Northwest quarter of said Northeast quarter; thence North parallel with the East line of said Northeast quarter to a point 600 feet South of the North line of said Northeast quarter; thence East parallel with the North line of said Northeast quarter 370 feet; thence North parallel with the East line of said Northeast quarter 600 feet to the North line of said Section 8; thence West along the North line of said Section 8 to the Point of Beginning.

EXCEPT that portion lying within NW 319th Street.

ALSO EXCEPT the following described tract:

A portion of the Northwest quarter of the Northeast quarter of Section 8, Township 4 North, Range 1 East of the Willamette Meridian, Clark County, Washington, described as follows:

BEGINNING at the Northwest corner of the Northeast quarter of said Section 8; thence South along the West line of the Northeast quarter of said Section 8, 1320 feet, more or less, to the Southwest corner of the Northwest quarter of said Northeast quarter; thence East along the South line to a point 830 feet West of the Southeast corner of the Northwest quarter of said Northeast quarter; thence North, parallel with the East line of said Northeast quarter to a point 600 feet South of the North line of said Northeast quarter; thence East, parallel with the North line of said Northeast quarter, 370 feet, said point being the True Point of Beginning of the tract herein described; thence West parallel with the North line of said Northeast quarter, a distance of 457 feet; thence North parallel with the West line of said Northeast quarter, a distance of 240 feet; thence East parallel with the North line of said Northeast quarter, a distance of 157.0 feet; thence North, parallel with the West line of said Northeast quarter, a distance of 360 feet, more or less, to the North line of said Northeast quarter; thence East, along said North line, a distance of 300 feet; thence South, parallel with the West line of said Northeast quarter, a distance of 600 feet, more or less, to the True Point of Beginning.

PARCEL VI

A portion of the Northwest quarter of the Northeast quarter of Section 8, Township 4 North, Range 1 East of the Willamette Meridian, Clark County, Washington, described as follows:

BEGINNING at the Northwest corner of the Northeast quarter of said Section 8; thence South along the West line of the Northeast quarter of said Section 8, 1320 feet, more or less, to the Southwest corner of the Northwest quarter of said Northeast quarter; thence East along the South line to a point 830 feet West of the Southeast corner of the Northwest quarter of said Northeast quarter; thence North, parallel with the East line of said Northeast quarter to a point 600 feet South of the North line of said Northeast quarter; thence East, parallel with the North line of said Northeast quarter 370 feet to a point, said point being the True Point of Beginning of the tract herein described; thence West, parallel with the North line of said Northeast quarter, a distance of 457 feet; thence North, parallel with the West line of said Northeast quarter, a distance of 240 feet; thence East, parallel with the North line of said Northeast quarter, a distance of 157.0 feet; thence North, parallel with the West line of said Northeast quarter, a distance of 360 feet, more or less, to the North line of said Northeast quarter; thence East, along said North line, a distance of 300 feet; thence South, parallel with the West line of said Northeast quarter, a distance of 600 feet, more or less, to the True

Point of Beginning.

PARCEL VII

The East 830 feet of the Northwest quarter of the Northeast quarter of Section 8, Township 4 North, Range 1 East of the Willamette Meridian, Clark County, Washington.

EXCEPT the West 370 feet to the North 600 feet thereof.

ALSO EXCEPT that portion of the remainder thereof, lying within NW 319th Street.

PARCEL VIII

The Northeast quarter of the Northeast quarter of Section 8, Township 4 North, Range 1 East of the Willamette Meridian, Clark County, Washington.

EXCEPT that portion of said premises, described as follows:

BEGINNING at a point 612 feet East of the Northwest corner of said Northeast quarter of the Northeast quarter of said Section 8; thence South 191.0 feet; thence East 228.0 feet; thence North 191.0 feet; thence West 228.0 feet to the Point of Beginning.

EXCEPT that portion of said premises, described as follows:

BEGINNING at a point 390.0 feet East of the Northwest corner of said Northeast quarter of the Northeast quarter of said Section 8; thence East 206.00 feet; thence South 206.0 feet; thence West 206.0 feet; thence North 206.0 feet to the Point of Beginning.

EXCEPT that portion of said premises lying within Pekin Ferry County Road, and

EXCEPT that portion of said premises lying within County Road No. 25;

EXCEPT that portion conveyed to the State of Washington by deed recorded under Auditor's File Nos. G 143551 and G 499101.

EXCEPT that portion conveyed to the State of Washington for Interstate 5.

EXCEPT that portion conveyed to James Fisher and wife, by instrument recorded under Auditor's File No. G 669690, described as follows:

BEGINNING at the Southeast corner of the Northeast quarter of the Northeast quarter of Section 8, Township 4 North, Range 1 East of the Willamette Meridian, Clark County, Washington; thence North 200 feet; thence West 435 feet; thence South 200 feet to a point on the South line of the Northeast quarter of the Northeast quarter of said Section; thence East 435 feet to the Point of Beginning.

PARCEL IX

That portion of the Northeast quarter of the Northeast quarter of Section 8, Township 4 North, Range 1 East of the Willamette Meridian, Clark County, Washington, described as follows:

BEGINNING at a point 612 feet East of the Northwest corner of the Northeast quarter of the Northeast quarter of Section 8, Township 4 North, Range 1 East of the Willamette Meridian, Clark County, Washington; thence South 191 feet; thence East 228 feet; thence North 191 feet; thence West 228 feet to the Point of Beginning.

EXCEPT County Roads.

ALSO EXCEPT that portion thereof conveyed to the State of Washington by deed recorded under Auditor's File Nos. G 500929 and G 143551.

Section 3. Tribal Gaming Authorized. Class II gaming is hereby authorized on the Tribe's Indian Lands.

Section 4. Ownership of Gaming Operation. The Tribe shall have the sole proprietary interest in and responsibility for the conduct of any gaming operation authorized by this ordinance.

Section 5. Use of Gaming Revenue.

(A) Net revenues from tribal gaming shall be used only for the following purposes:

(1) To fund tribal government operations and programs;
(2) To provide for the general welfare of the Tribe and its members;
(3) To promote tribal economic development;
(4) To donate to charitable organizations; or
(5) To help fund operations of local government agencies.

(B) If the Tribe elects to make per capita payments to tribal members, it shall authorize such payments only in accordance with a revenue allocation plan submitted to and approved by the Secretary of the Interior under 25 U.S.C. § 2710(b)(3).

(C) The Tribe shall ensure that the interests of minors and other legally incompetent persons who are entitled to receive any per capita payments under a Tribal per capita payment plan are protected and preserved, and that the per capita payments are disbursed to the parents or legal guardian of such minors or legal incompetents in such amounts as may be necessary for the health, education, or welfare of the minor or other legally incompetent person, under a plan approved by the Tribal Council and the Secretary of the Interior.

Section 6. Tribal Gaming Board of Directors.

(A) There is hereby established a Tribal Gaming Board of Directors which shall serve in a management oversight role over the general manager and the day-to-day operations of the gaming operation. The Directors shall oversee all non-regulatory aspects of the gaming operation. Regulation of the gaming operation shall be the sole responsibility of the Tribal Gaming Commission.

(B) During any period when the Tribe's gaming facility is operating under the terms of a management contract approved by the National Indian Gaming Commission (NIGC), the Directors shall serve on the operations board created in the management contract and shall delegate some or all duties to such operations board and/or the approved management contractor as provided for in the management contract.

(C) The Board of Directors shall consist of four (4) Directors appointed by the Tribal Council. The Directors shall select a Chairperson and a Vice-Chairperson. Terms of office for the Tribal Gaming Board of Directors shall be as follows: two Directors shall be appointed for an initial term ending six years following commencement of gaming operations by the Tribe; and two Directors shall be appointed for an initial term ending seven years following commencement of gaming operations by the Tribe. Subsequent Directors shall be appointed for four year terms. Directors may be reappointed for one or

more successive terms. The Directors shall be subject to the same background requirements as key employees and primary management officials, and must be licensed accordingly prior to the opening of any gaming facility. The minimum requirements for appointment of Directors shall include a basic knowledge of gaming management, business, finance, or law.

Section 7. Duties of the Board. The Board of Directors shall perform the following duties, except that when an approved management contract is in effect, some or all of these duties shall be delegated to the operations board created in the management contract or the management contractor as provided in the management contract:
(A) Monitor and oversee the day-to-day operations of the gaming facility, whether managed by a tribal employee or by an approved management contractor;
(B) Inspect and examine on a periodic basis all books, records, and papers of the gaming facility;
(C) Set hours of operation for the gaming facility;
(D) Set wager limits;
(E) Develop marketing plans;
(F) Interview, select, and train employees of the gaming operation;
(G) Establish employee policies, rates of pay, and hours of work;
(H) Adopt an annual operating budget, subject to Tribal Council approval;
(I) Enter into contracts on behalf of the gaming facility, subject to Tribal Council approval and NIGC review as required by the IGRA; and
(J) Any other duties necessary to monitor and oversee the gaming operation.

Section 8. Conflict of Interest. The Tribe recognizes the importance of an independent Tribal Gaming Board of Directors in maintaining a well-managed gaming operation. To avoid potential conflicts of interest between the operation and regulation of the gaming facility, the Tribe hereby finds that, at a minimum:
(A) No member of the Tribal Gaming Commission may serve on the Board of Directors;
(B) No person directly related to any Tribal Gaming Commissioner may serve on the Board of Directors without a written waiver of this section by the Tribal Council; and
(C) Directors are prohibited from gambling in the facility.

Section 9. Removal of Board Members. Members of the Board of Directors may be removed from office by the Tribal Council prior to the expiration of their respective terms only for neglect of duty, misconduct, malfeasance, or other acts that would render the Director unqualified for his/her position. Any allegations of neglect of duty, misconduct, malfeasance, or other acts that would render him or her unqualified for his/her position must be substantiated by a preponderance of the evidence. Directors will be given an opportunity to provide evidence rebutting the grounds for their proposed removal before the removal is decided. Directors may appeal their removal to the Elders Tribunal. A vote of the Elders Tribunal on the validity of the removal shall be final and not subject to further appeal. A wrongful removal shall entitle the affected Director to compensation for expenses incurred in appealing his/her wrongful removal, and shall entitle the Director to any pay withheld.

Section 10. Compensation. Members of the Tribal Gaming Board of Directors shall be

compensated at a level determined by the Tribal Council.

Section 11. Tribal Gaming Commission. There is hereby established a Tribal Gaming Commission whose duty it is to regulate tribal gaming operations. The Tribal Gaming Commission shall consist of five (5) Commissioners appointed by the Tribal Council. The Commissioners shall select a Chairperson, Vice-Chairperson, and other officers as they determine.

Terms of office for Commissioners shall be as follows: one member shall be appointed for an initial term ending five years following commencement of gaming operations by the Tribe; Two members shall be appointed for an initial term ending six years following commencement of gaming operations by the Tribe; Two members shall be appointed for an initial term ending seven years following commencement of gaming operations by the Tribe. Subsequent members shall be appointed for three year terms. Members may be reappointed for one or more successive terms.

The minimum requirements for appointment as a member of the Tribal Gaming Commission shall include a basic knowledge of gaming management, business, finance, or law. Commissioners must satisfy the suitability standards set forth for key employees and primary management officials set forth in this Ordinance. Such background investigations shall be performed under the direction of the Tribal Council or designated official.

Section 12. Purpose of Gaming Commission. The purpose of the Tribal Gaming Commission is regulatory, not managerial. The Commission will conduct oversight to ensure compliance with Tribal, Federal, and, if applicable, State laws and regulations. The Commission will serve as the licensing authority for individuals employed in the gaming operation and will administer background investigations as part of the licensing process. The Commission will also have a role in monitoring compliance with the internal control standards for the gaming operation and in tracking revenues. In order to carry out its regulatory duties, the Commission shall have unrestricted access to all areas of the gaming operation and to all records. The Commission shall have authority to take enforcement actions, including suspension or revocation of an individual gaming license when appropriate.

Section 13. Independence of Commission. The Tribe recognizes the importance of an independent Tribal Gaming Commission in maintaining a well-regulated gaming operation. The Commission shall be and act independently and autonomously from the Tribal Council in all matters within its purview. In order to assure a regular and stable funding source for the Tribal Gaming Commission, not less than thirty-five one hundredths of one percent (0.35%) of Gross Gaming Revenue from any gaming operation shall be dedicated to the budget of the Commission. No prior or subsequent review by the Tribal Council of any actions of the Commission shall be required or permitted except as otherwise explicitly provided in this Ordinance. To avoid potential conflicts of interest between the operation and regulation of the gaming facility, the Tribe hereby finds that, at a minimum:

(A) No member of the Tribal Gaming Board of Directors may serve on the Tribal

Gaming Commission;
(B) No person directly related to any Tribal Gaming Director member may serve on the Tribal Gaming Commission without a written waiver of this section by the Tribal Council; and
(C) Commissioners are prohibited from gambling in the facility.

Section 14. Duties of the Commission. The Tribal Gaming Commission shall:
(A) Conduct or cause background investigations to be conducted on, at a minimum, primary management official, key employees and service suppliers;
(B) Review and approve all investigative work conducted;
(C) Report results of background investigations to the State and the NIGC as required by IGRA;
(D) Obtain and process fingerprints, or designate a law enforcement agency to obtain and process fingerprints;
(E) Make suitability determinations, which shall be signed by the Chairman of the Gaming Commission;
(F) Issue gaming licenses to management officials and employees of the operation, and service suppliers consistent with the suitability determination;
(G) Inspect, examine and monitor all gaming activities, and have immediate access to review, inspect, examine, photocopy and audit all records of the gaming establishment;
(H) Ensure compliance with all Tribal, State, and Federal laws, rules, and regulations regarding Indian gaming;
(I) Investigate any suspicion of wrongdoing associated with any gaming activities;
(J) Hold hearings on patron and/or employee complaints, in compliance with procedures established in the Compact, the management agreement, the gaming ordinance and other Tribal gaming regulations;
(K) Comply with any and all reporting requirements under the IGRA, the Compact to which the Tribe is a party, and any other applicable law;
(L) Promulgate and issue regulations necessary to comply with the NIGC's Minimum Internal Control Standards (MICS);
(M) Promulgate and issue regulations on the levying of fees associated with gaming license applications;
(N) Promulgate and issue regulations on the levying of fines and/or suspension or revocation of gaming licenses for violations of the gaming ordinance, or any other Tribal, Federal, or State, if applicable, gaming regulations;
(O) Promulgate and issue licensing regulations.
(P) Employ such persons as are necessary to carry out the duties of the Gaming Commission, including but not limited to gaming inspectors; and
(Q) Perform such other duties the Commission deems appropriate for the proper regulation of the Tribal gaming operation.

Section 15. Confidentiality. The Gaming Commission shall ensure that all records and information obtained as a result of an employee background investigation shall remain confidential and shall not be disclosed to persons who are not directly involved in the licensing process. Under no circumstances shall information obtained during the course of an employee background investigation be disclosed to members of management, human resource personnel or others employed by the tribal gaming operation.

This Section does not apply to requests from or the furnishing of such information or records to any Tribal, Federal or State law enforcement, regulatory or judicial agency, or for the use of such information or records by the Commission and staff in the performance of their official duties.

Section 16. Eligibility. The following persons are not eligible to serve as Tribal Gaming Commissioners: employees of the gaming operation, while serving as such; gaming contractors (including any principal of a management or other contracting company); persons directly related to any of the above without a written waiver of this section by the Tribal Council; persons ineligible to be key employees or primary management officials.

Section 17. Removal of Commissioners. The independence of the Tribal Gaming Commission is essential to a well-regulated gaming operation. For that reason, Commissioners may only be removed from office by the Tribal Council prior to the expiration of their respective terms for neglect of duty, misconduct, malfeasance, or other acts that would render a commissioner unqualified for his/her position. Any allegations of neglect of duty, misconduct, malfeasance, or other acts that would render him or her unqualified for his/her position must be substantiated by a preponderance of the evidence. Commissioners will be given an opportunity to provide evidence rebutting the grounds for their proposed removal before the removal is decided. Commissioners may appeal their removal to the Elders Tribunal. A vote of the Elders Tribunal on the validity of the removal shall be final and not subject to further appeal. A wrongful removal shall entitle the affected Commissioner to compensation for expenses incurred in an appeal and any pay withheld.

Section 18. Quorum. A majority of the Commission shall constitute a quorum. The concurrence of a majority of the Commissioners appointed to the Commission shall be required for any final determination by the Commission. The Commission may act in its official capacity even if there are vacancies on the Commission.

Section 19. Compensation. Tribal Gaming Commissioners shall be compensated at a level determined by the Tribal Council.

Section 20. Records. The Commission shall keep a written record of all its meetings.

Section 21. Audit. (A) The Tribe shall cause an annual outside independent audit of gaming operations to be conducted, and shall submit the resulting audit reports to the National Indian Gaming Commission.
(B) All gaming related contracts that result in the purchase of supplies, services, or concessions in excess of $25,000.00 annually, except contracts for professional legal and accounting services, shall be specifically included within the scope of the audit that is described in subsection (A) above.

Section 22, Environment and Public Health and Safety. Gaming facilities shall be constructed, maintained and operated in a manner that adequately protects the environment and the public health and safety.

Section 23. Ethics. The Tribe recognizes that the duties of the Gaming Board of Directors and the Tribal Gaming Commission include making important decisions on highly sensitive issues. As such, the Tribe has determined that the members of the Tribal Gaming Board of Directors and the Tribal Gaming Commission shall be held to extremely high ethical standards. Prior to taking their positions the Board and Commission members shall agree to be bound by the following principles, in addition to the requirements of the code of Ethics established in Chapter 01.06 of the Cowlitz Tribal Code:

(A) Members shall not hold financial interests that conflict with the conscientious performance of their duties as managers and regulators.

(B) Members shall not engage in financial transactions using nonpublic information or allow the improper use of such information by others on their behalf to further any private interest.

(C) Members shall not solicit or accept any gift or other item of monetary value, from any person or entity seeking official action or inaction from, doing business with, or conducting activities regulated by the member's organization, or whose interests may be substantially affected by the performance or nonperformance of the Members' duties.

(D) Members shall make no unauthorized commitments or promises of any kind purporting to bind the Tribe.

(E) Members shall not use their positions for private gain.

(F) Members shall act impartially, in accordance with all relevant Tribal, Federal, and State laws (where applicable), and shall not give preferential treatment to any private organization or individual, including to any persons related to Members.

(G) Members shall ensure that Tribal property and gaming assets shall be properly segregated and safeguarded, and that such property and assets shall not be used for unauthorized activities.

(H) Members shall not engage in outside employment or activities, including seeking or negotiating for future employment, which conflict with their official duties and responsibilities; provided, however, that nothing herein shall prohibit a Member from seeking any public office, including any other elected or appointed Tribal office.

(I) Members shall disclose waste, fraud, abuse, and corruption to appropriate authorities.

(J) Members shall endeavor to avoid any actions creating the appearance that they are violating the law or the ethical standards listed herein.

(K) Members shall disclose any real or apparent financial or personal conflicts. If there is a real or the appearance of one, the member shall not take part in any decision related to the conflict.

Section 24. Minimum Internal Control Standards. The Tribe acknowledges its obligation to adopt and implement Minimum Internal Control Standards (MICS) for the operation of its Tribal gaming operation no less stringent than those found in the regulations of the NIGC at 25 C.F.R. Part 542. The Tribe's MICS shall be set out in separate regulations to be reviewed and approved by the Tribal Gaming Commission.

Section 25. Agent for Service of Process. The Tribe hereby designates the General Council Chair as agent for service of process, who may be contacted at:

P.O. Box 2547

1055-9th Avenue Suite B
Longview, WA 98632

Section 26. Compliance with Federal Law, The Tribe will comply with all applicable federal law, including the Bank Secrecy Act, 31 U.S.C. § 5311 *et seq.*

Section 27. Patron Dispute Resolution. Patrons who have complaints against the gaming establishment, a gaming employee, or a management contractor shall have as their sole remedy the right to file a petition for relief with the Tribal Gaming Commission. Complaints shall be submitted in writing, and at the discretion of the Commission, the petitioner may be allowed to present evidence. The Gaming Commission shall hold a hearing within 30 days of receipt of petitioner's complaint. Petitioner may have counsel present at such hearing. The Commission shall render a decision in a timely fashion and all such decisions will be final when issued. Any patron complaint must be submitted to the Commission within thirty (30) days of the incident giving rise to the complaint. The Commission's decision shall constitute the complainant's final remedy.

Section 28. License Locations. The Tribal Gaming Commission shall issue a separate license to each place, facility, or location on the Tribe's Lands where gaming is conducted under this ordinance.

Section 29. Licenses for Key Employees and Primary Management Officials. The Tribe shall ensure that the policies and procedures set out in this chapter are implemented with respect to key employees and primary management officials employed at any gaming enterprise operated on the Tribe's Indian lands. The Tribal Gaming Commission shall perform background investigations and issue licenses for Key Employees and Primary Management Officials according to requirements at least as stringent as those in 25 CFR Parts 556 and 558.

Section 30. License Application Forms – Notices.
(A) The following notice shall be placed on the application form for a key employee or a primary management official:

> In compliance with the Privacy Act of 1974, the following information is provided: Solicitation of the information on this form is authorized by 25 U.S.C. 2701 et seq. The purpose of the requested information is to determine the eligibility of individuals to be employed in a gaming operation. The information will be used by the Tribe and the National Indian Gaming Commission members and staff who have need for the information in the performance of their official duties. The information may be disclosed to appropriate Federal, Tribal, State, local, or foreign law enforcement and regulatory agencies when relevant to civil, criminal or regulatory investigations or prosecutions or when necessary pursuant to a requirement by a Tribe or the National Indian Gaming Commission in connection with the hiring or firing of an employee, the issuance or revocation of a gaming license, or investigation of activities while

associated with a Tribe or a gaming operation. Failure to consent to the disclosures indicated in this notice will result in a Tribe being unable to hire you in a primary management official or key employee position.

The disclosure of your Social Security Number (SSN) is voluntary. However, failure to supply a SSN may result in errors in processing your application.

(B) The following additional notice shall be placed on the application form for a key employee or a primary official:

A false Statement on any part of your application may be grounds for not hiring you, or for firing you after you begin work. Also, you may be punished by fine or imprisonment. (U.S. Code, Title 18, section 1001)

(C) The Commission shall notify in writing existing key employees and primary management officials who have not completed an application containing the notices set forth above that they shall either:

(1) Complete a new application form that contains both the Privacy Act and false statement notices; or

(2) Sign a statement that contains the Privacy Act and false statement notices and consent to the routine uses described in that notice.

Section 31. License Fees. The Tribe may charge a license fee, to be set by the Tribal Gaming Commission, to cover its expenses in investigating and licensing Key Employees, Primary Management Officials of the gaming operation.

Section 32. Fingerprints. Each applicant for gaming license shall be required to have fingerprints taken as part of the license application procedure. Fingerprints shall be taken by the Clark County Sheriff's Office. Fingerprints will then be forwarded to the NIGC for processing through the FBI and NCIC to determine the applicant's criminal history, if any.

Section 33. Background Investigations.

(A) The Tribal Gaming Commission is responsible for conducting background investigations and suitability determinations.

(B) The Tribal Gaming Commission shall request from each primary management official and from each key employee all of the following information:

(1) Full name, other names used (oral or written), social security number(s), birth date, place of birth, citizenship, gender, all languages (spoken or written);

(2) Currently and for the previous 5 years: business and employment positions held, ownership interests in those businesses, business and residence addresses, and drivers license numbers;

(3) The names and current addresses of at least three personal references, including one personal reference who was acquainted with the applicant during each period of residence listed under paragraph (B)(2) of this section;

(4) Current business and residence telephone numbers;
(5) A description of any existing and previous business relationships with Indian Tribes, including ownership interests in those businesses;
(6) A description of any existing and previous business relationships with the gaming industry generally, including ownership interests in those businesses;
(7) The name and address of any licensing or regulatory agency with which the person has filed an application for a license or permit related to gaming, whether or not such license or permit was granted;
(8) For each felony for which there was an ongoing prosecution or a conviction, within 10 years of the date of the application, the charge, the name and address of the court involved, and the date and disposition if any;
(9) For each misdemeanor conviction or ongoing misdemeanor prosecution (excluding minor traffic violations), within 10 years of the date of the application, the name and address of the court involved and the date and disposition;
(10) For each criminal charge (excluding minor traffic charges), whether or not there is a conviction, if such criminal charge is within 10 years of the date of the application and is not otherwise listed pursuant to paragraph (B)(8) or (B)(9) of this section, the criminal charge, the name and address of the court involved and the date and disposition;
(11) The name and address of any licensing or regulatory agency with which the person has filed an application for an occupational license or permit, whether or not such license or permit was granted;
(12) A photograph taken within the last year; and
(13) Any other information the Tribe deems relevant.

Section 34. Procedures for Conducting a Background Check on Applicants.
(A) As part of its review procedure, the Commission or its agent shall employ or engage a private investigator to conduct a background investigation on each applicant sufficient to allow the Gaming Commission to make an eligibility determination under Section 35 of this ordinance. The investigator shall:

(1) Verify the applicant's identity through items such as a social security card, drivers license, birth certificate, or passport;
(2) Contact each personal and business reference provided in the License Application, when possible;
(3) Obtain a personal credit check;
(4) Conduct a civil history check;
(5) Conduct a criminal history check via the submission of the applicant's fingerprints to the NIGC, and further obtain information from the appropriate court regarding past felony and/or misdemeanor convictions and criminal charges within the last ten years;
(6) Inquire into any previous or existing business relationships with the gaming industry and Indian tribes by contacting the entities or tribes;
(7) Verify the applicant's history and status with any licensing agency by

contacting the agency; and

(8) Take other appropriate steps to verify the accuracy of the information, focusing on problem areas noted.

(B) The investigator shall create an investigative report noting the steps taken, information gained, potential problem areas, and disqualifying information.

(C) The Gaming Commission and its investigator shall promise to keep confidential the identity of each person interviewed in the course of the investigation, other than disclosure as required under Federal, Tribal, or State law.

Section 35. Eligibility Determination. The Tribal Gaming Commission shall review a person's prior activities, criminal record, if any, and reputation, habits and associations to make a finding concerning the eligibility of a key employee or primary management official for employment in a gaming operation. If the Tribal Gaming Commission determines that employment of the person poses a threat to the public interest or to the effective regulation of gaming, or creates or enhances dangers of unsuitable, unfair, or illegal practices and methods and activities in the conduct of gaming, a tribal gaming operation shall not employ that person in a key employee or primary management official position.

Section 36. Procedures for Forwarding Applications and Reports to the National Indian Gaming Commission.

(A) When a key employee or primary management official is employed to work at a gaming operation authorized by this ordinance, the Commission shall forward to the National Indian Gaming Commission a completed application for employment and conduct the background investigation and make the determination referred to in Section 35 of this ordinance.

(B) The gaming operation shall not employ as a key employee or primary management official a person who does not have a license after 90 days.

Section 37. Report to the National Indian Gaming Commission.

(A) The Tribal Gaming Commission shall prepare and forward a report on each background investigation to the National Indian Gaming Commission. An investigative report shall include all of the following:

(1) Steps taken in conducting a background investigation;
(2) Results obtained;
(3) Conclusions reached; and
(4) The bases for those conclusions.

(B) The Commission shall forward the completed investigative report to the National Indian Gaming Commission within 60 days after an employee begins work or within 60 days of the approval of this ordinance by the Chairman of the National Indian Gaming Commission.

(C) The Commission shall submit, with the investigative report, a copy of the eligibility determination, unless the NIGC shall have advised the Tribe that the submission of the eligibility determination is not necessary. This determination shall include a Statement describing how the information submitted by the applicant was verified; a Statement of results following an inquiry into the applicant's prior activities, criminal record, if any, and reputation, habits and associations; a Statement showing the results of interviews of a sufficient number of knowledgeable people (such as former employers, personal references, and others referred to by the applicant) in order to provide a basis for the Tribe to make a finding concerning the eligibility for employment in a gaming operation; and a Statement documenting the disposition of all potential problem areas noted and disqualifying information obtained.

(D) If a license is not issued to an applicant, the Tribal Gaming Commission:

(1) Shall notify the NIGC; and
(2) Shall forward copies of its eligibility determination and investigative report (if any) to the NIGC for inclusion in the Indian Gaming Individuals Records System.

(E) With respect to all employees, and in particular key employees and primary management officials, the Tribal Gaming Commission shall retain applications for employment and reports (if any) of background investigations for inspection by the Chairman of the NIGC or his or her designee for no less than three (3) years from the date of termination of employment.

Section 38. Granting a Gaming License.
(A) If, within a thirty (30) day period after the National Indian Gaming Commission receives a report, the National Indian Gaming Commission notifies the Tribe that it has no objection to the issuance of a license pursuant to a license application filed by a key employee or a primary management official for whom the Tribe has provided an application and investigative report to the National Indian Gaming Commission, the Tribal Gaming Commission, acting for the Tribe, may issue a license to such applicant.

(B) The Tribal Gaming Commission shall respond to a request for additional information from the Chairman of the National Indian Gaming Commission concerning a key employee or a primary management official who is the subject of a report. Such a request shall suspend the 30-day period under paragraph (A). of this section until the Chairman of the National Indian Gaming Commission receives the additional information.

(C) If, within the thirty (30) day period described above, the National Indian Gaming Commission provides the Tribe with a Statement itemizing objections to the issuance of a license to a key employee or to a primary management official for whom the Tribal Gaming Commission has provided an application and investigative report to the National Indian Gaming Commission, the Tribe shall reconsider the application, taking into account the objections itemized by the National Indian Gaming Commission. The Tribe shall make the final decision whether to issue a license to such applicant.

Section 39. License Suspension.

(A) If, after the issuance of a gaming license, the Tribal Gaming Commission receives from the National Indian Gaming Commission reliable information indicating that a key employee or a primary management official is not eligible for employment, the Tribal Gaming Commission shall suspend such license and shall notify in writing the licensee of the suspension and the proposed revocation.

(B) The Tribal Gaming Commission shall notify the licensee of a time and a place for a hearing on the proposed revocation of a license.

(C) After a revocation hearing, the Tribal Gaming Commission shall decide to revoke or to reinstate a gaming license. The Commission shall notify the NIGC of its decision.

Section 40. Licenses for Vendors. Vendors of services or supplies with a value of $25,000 or more annually must have a vendor license from the Tribal Gaming Commission in order to transact business with the Tribal gaming operation. Contracts for professional legal and accounting services are excluded from this section.

Section 41. Submission of a Vendor License Application. In order to obtain a vendor license, the business must complete a vendor application and submit to background checks of itself and its principals. Principals of a business include its officers, directors, management, owners, partners, non-institutional stockholders that either own 10% or more of the stock or are the 10 largest stockholders, and the on-site supervisor or manager under the agreement with the Tribe, if applicable.

Section 42. Contents of the Vendor License Application.

(A) Applications for vendor licenses must include the following:

(1) Name of business, business address, business phone, federal tax ID number (or SSN if a sole proprietorship), main office address if different from business address, any other names the applicant has done business under, type of service applicant will provide;

(2) Whether the applicant is a partnership, corporation, limited liability company, sole proprietorship, or other entity;

(3) If the applicant is a corporation, the state of incorporation, and the qualification to do business in the State of Washington if the gaming operation is in a different State than the State of incorporation.

(4) Trade name, other names ever used, names of any wholly owned subsidiaries or other businesses owned by the vendor or its principals;

(5) General description of the business and its activities;

(6) Whether the applicant will be investing in or loaning money to the gaming operation and, if so, how much;

(7) A description of any existing and previous business relationships with the gaming industry generally, including ownership interests in those businesses;

(8) A list of Indian tribes with which the vendor has an existing or previous business relationship, including ownership, financial, or management interests in non-gaming activities;

(9) Names, addresses, and phone numbers of three business references with whom the company had regularly done business for the last five years;

(10) The name and address of any licensing or regulatory agency with which the business has filed an application for a license or permit related to gaming, whether or not such license or permit was granted;

(11) If the business has ever had a license revoked for any reason, the circumstances involved;

(12) A list of lawsuits to which the business has been a defendant, including the name and address of the court involved, and the date and disposition if any;

(13) List the business' funding sources and any liabilities of $50,000 or more.

(14) A list of the principals of the business, their social security numbers, addresses and telephone numbers, title, and percentage of ownership in the company; and

(15) Any further information the Tribe deems relevant.

(B) The following notice shall be placed on the application form for a vendor and its principals:

Inclusion of false or misleading information in the vendor application may be grounds for denial or revocation of the Tribe's vendor license.

(C) A vendor may submit a copy of a recent license application to another jurisdiction if it contains the information listed above. The vendor will be required to submit in writing any changes in the information since the other license application was filed and any information requested by the Tribe not contained in the other application.

Section 43. Vendor Background Investigation. The Tribal Gaming Commission

shall employ or otherwise engage a private investigator complete an investigation of the vendor. This investigation shall contain, at a minimum, the following steps:

(A) Verify of the business' incorporation status and qualification to do business in the State where the gaming operation is located;

(B) Obtain a business credit report, if available, and conduct a Better Business Bureau check on the vendor;

(C) Conduct a check of the business' credit history;

(D) Call each of the references listed in the vendor application; and

(E) Conduct an investigation of the principals of the business, including a criminal history check, a credit report, and interviews with the personal references listed.

Section 44. Vendor License Fee. The Tribe may charge a license fee, to be set by the Tribal Gaming Commission, to cover its expenses in investigating and licensing vendors of the gaming operation.

Section 45. Vendor Background Investigation Report. The private investigator shall complete an investigative report covering each of the steps taken in the background investigation of the vendor and its principals and present it to the Tribal Gaming Commission.

Section 46. Repeal. Tribal Council Ordinance No. 05-1, Gaming Ordinance, and to the extent that they are inconsistent with this ordinance, all prior gaming ordinances are hereby repealed.

--- CERTIFICATION ---

The foregoing ordinance was adopted August 22, 2005, at a duly called meeting of the Cowlitz Tribal Council by a vote of 21 for, 0, against, and 0 abstaining.

William Iyall, Tribal Council Chair

Nancy Osborne, Tribal Council Secretary