



April 14, 2026

VIA EMAIL

Townsend Hyatt, Esq.
Orrick, Herrington & Sutcliffe LLP
1140 SW Washington Street, Suite 500
Portland, OR 97205

**Re: Review of a Revised Financing Document for the
Twenty-Nine Palms Band of Mission Indians of California**

Dear Mr. Hyatt:

This letter responds to your March 6, 2026 request, on behalf of Twenty-Nine Palms Enterprises Corporation (“Borrower”), a federal corporation chartered under the provisions of 25 U.S.C. § 477 and wholly owned by the Twenty-Nine Palms Band of Mission Indians of California, to review a certain finance document between Borrower and PNC Bank, National Association. An earlier draft version of the submitted finance document was previously reviewed by this office (including the accompanying schedules and exhibits) and was the subject of a declination letter issued on January 12, 2026. Subsequent to the issuance of that declination letter, the parties made changes to the draft document and you now request an opinion as to whether these changes affect the January 12, 2026 opinion that the finance document is not a management contract and does not raise sole proprietary interest concerns.

In my current review, I considered the following submission:

- *Third Amended and Restated Credit Agreement among Twenty-Nine Palms Enterprises Corporation (“Borrower”), Twenty-Nine Palms Band of Mission Indians of California (“Tribe”), Lenders Referred to Herein (“Lenders”), PNC Bank, National Association (“Administrative Agent”), with The Huntington National Bank, as Syndication Agent, and PNC Capital Markets LLC and Huntington Capital Markets, as Joint Lead Arrangers, Dated as of [], 2026 (marked at top right as “OHS Draft 3-17-26” and at bottom left as “4148-6384-6236.17”);*
 - *Schedule 6.6 Insurance Requirements; and*
 - *Schedule 6.6A Hotel Project Insurance.*

Letter to Townsend Hyatt, Esq.

Re: Review of a Revised Financing Document for the Twenty-Nine Palms Band of Mission Indians of California

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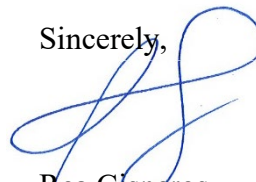
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A review of the amended Credit Agreement and the insurance-related schedules, as well as the redlined pages submitted, show a vast amount of technical changes to the draft version that this office previously reviewed in January of 2026. These changes, including the more substantive changes contained in the revised Credit Agreement and schedules, do not affect or change the opinion expressed by this office in the declination letter issued on January 12, 2026. Moreover, the submitted changes do not fall within the categories discussed in NIGC Bulletin # 2021-4, *Submission of Loan Documents and Financing Agreements for Review* (issued by the NIGC on October 5, 2021), as implicating management or sole proprietary interest concerns.

Please note that it is my intent that this letter be released to the public through the NIGC's website. If you have any objection to this disclosure, please provide a written statement explaining the grounds for the objection and highlighting the information that you believe should be withheld.¹ If you object on the grounds that the information qualifies as confidential commercial information subject to withholding under Exemption Four of the Freedom of Information Act (FOIA),² please be advised that the information was voluntarily submitted and, as such, any withholding should be analyzed under the standard set forth in *Food Marketing Institute v. Argus Leader Media*.³ Any claim of confidentiality should also be supported with "a statement or certification by an officer or authorized representative of the submitter."⁴ Please submit any written objection to <foia@nigc.gov> **within thirty (30) days of the date of this letter**. After this time elapses, the letter will be made public and objections will no longer be considered.⁵ If you need any additional guidance regarding potential grounds for withholding, please see the United States Department of Justice's *Guide to the Freedom of Information Act* at <<https://www.justice.gov/oip/doj-guide-freedom-information-act-0>>.

If you have any questions, please contact Armando Acosta, Senior Attorney, at (202) 379-6972.

Sincerely,



Rea Cisneros
General Counsel (Acting)

cc: William Small, Esq.
Ramon Galvan, Esq.

¹ See 25 C.F.R. § 517.7(c).

² 5 U.S.C. § 552(b)(4).

³ 139 S. Ct. 2356 (2019).

⁴ See 25 C.F.R. § 517.7(d).

⁵ *Id.*