



May 14, 2025

VIA EMAIL

Stephen Parsons, Chairperson
Little River Band of Ottawa Indians Gaming Commission
2840 Orchard Highway, Suite A
Manistee, MI 49660

Re: Review of Lease Agreement between Little River Band of Ottawa Indians and GCG Superior, LLC

Dear Chairperson Parsons:

This letter responds to your October 28, 2024, request for the National Indian Gaming Commission's Office of General Counsel to review a Lease Agreement between GCG Superior, LLC (GCG) and the Little River Casino Resort (LRCR), wholly owned by the Little River Band of Ottawa Indians. The Lease Agreement provides that GCG will lease certain gaming machines to LRCR, and further provides that GCG will provide certain loans to the LRCR. The request asks for my opinion as to whether the submitted document constitutes a management contract requiring the NIGC Chair's approval pursuant to the Indian Gaming Regulatory Act. The request also asks for my opinion as to whether the document violates IGRA's requirement that a tribe have the sole proprietary interest in its gaming operation.

In my review, I considered the following submission, which is unexecuted, but was represented to be in substantially final form:

- Lease Agreement between the Little River Casino Resort and GCG Superior, LLC, including attached Schedule I, (15 pages total) top header on the first page includes "NIGC Submission Draft 10-28-24" (collectively, the "Lease").

The Lease contains terms similar to other agreements the Office of General Counsel has already reviewed and analyzed, opinion letters for which are available on the NIGC's website. Applying the same analysis here, it is my opinion that the Lease is not a management contract and does not require the approval of the NIGC Chair. It is also my opinion that the Lease does not violate IGRA's sole proprietary interest requirement.

It is my understanding that the Lease is represented to be in substantially final form, and if the Lease changes in any material way prior to execution or is inconsistent with assumptions

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made herein, this opinion shall not apply. Further, this opinion is limited to the Lease. This opinion does not include or extend to any other documents not submitted for review.

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 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 NIGC Staff Attorney Josh Proper at (202) 632-0294 or by email at joshua.proper@nigc.gov.

Sincerely,



Rea Cisneros
Acting General Counsel

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.*