

3/22/06

National Indian Gaming Commission

SETTLEMENT AGREEMENT

NOV-06-01

INTRODUCTION

This Settlement Agreement ("Agreement") is entered into and effective this ___ day of February, 2006, by and between C. Michael Harwell, Chairman of the Otoe-Missouria Tribe of Oklahoma, 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-06-01.

RECITALS

Whereas, the Tribe has conducted gaming on Indian lands at a facility in Red Rock, Oklahoma since approximately 3, 01;

Whereas, the Chairman and the Tribe desire to resolve issues related to Notice of Violation No. NOV-06-01.

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 timely submit annual audit reports of its gaming operation for the 2003 and 2004 fiscal years.

3. The Tribe agrees that it did not timely submit to the NIGC annual audit reports for fiscal years 2003 and 2004, as required by the Indian Gaming Regulatory Act ("IGRA") and NIGC regulations.
4. The Tribe admits that its failure to submit annual audit reports for 2003 and 2004 in a timely fashion is a violation of IGRA and NIGC regulations.
5. The Tribe further agrees to submit its 2005 annual audit report no later than April 30, 2006.
6. The Tribe agrees to pay a fine in the amount of Ten Thousand Dollars (\$10,000.00). Five Thousand Dollars (\$5,000.00) of the fine will be paid on or before April 30, 2006. The remaining Five Thousand Dollars (\$5,000.00) will be suspended pending the timely submission of the 2005 annual audit report to the NIGC by April 30, 2006. Upon successful submission of the aforementioned annual audit report by its due date, the Chairman will forgive the suspended Five Thousand Dollar (\$5,000.00) fine. If the Tribe fails to submit the aforementioned audits by such date, it must be submitted as soon as possible and the remaining Five Thousand Dollars (\$5,000.00) of the fine will be paid on or before June 1, 2006.
7. The Chairman agrees upon execution of this Agreement to waive the right to impose any further civil fine for Notice of Violation No. NOV-06-01 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.

8. The Tribe agrees upon execution of this Agreement to waive its right, if any, to further review of Notice of Violation No. NOV-06-01, 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.
9. 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.

Otoe-Missouria Tribe of Oklahoma

By: C. Michael Harwell
C. Michael Harwell
Chairman

3-15-06
Date

National Indian Gaming Commission

By: [Signature]
Philip W. Hogen
Chairman

3/29/06
Date