

RESOLUTION NO. 108 -21
OF THE GOVERNING BODY OF THE
YAVAPAI-APACHE NATION

A Resolution Authorizing Cliff Castle Casino to Execute a Mobile Sports Book Agreement, a License Agreement, and a Consulting Agreement with an Event Wagering Services Provider

- WHEREAS:** The Yavapai-Apache Tribal Council (“Council”) is authorized to represent the Yavapai-Apache Nation (“Nation”) and act on all matters that concern the health and welfare of the Nation, and to make decisions not inconsistent with or contrary to the Constitution of the Yavapai-Apache Nation (“Constitution”) as provided under Article V(a) of the Constitution; and
- WHEREAS:** The Council is authorized to negotiate and enter into agreements with federal, state and local governments and to manage all tribal economic affairs and enterprises as provided under Article V (b) and (i), respectively, of the Constitution; and
- WHEREAS:** The Council, as the legislative body of the Nation, is authorized to take any and all actions necessary and proper for the exercise of its Constitutional powers and duties, including those powers and duties not enumerated, and all other powers and duties now or hereafter delegated to the Council, or vested in the Council through its inherent sovereignty, as provided under Article V (w) of the Constitution; and
- WHEREAS:** As provided under Section 301.C of the Cliff Castle Casino Business Code, Cliff Castle Casino promotes the economic self-sufficiency of the Nation by generating revenues through the operation of a casino, hotel, convention center, restaurant(s), and family entertaining center on behalf of the Nation, in part to make up for property tax revenues which fund state, county and local government operations and which are generally unavailable to the Nation, and Cliff Castle Casino performs such other duties and responsibilities as may be assigned to the Casino by the Council; and
- WHEREAS:** As provided under Section 302.D.2 of the Cliff Castle Casino Business Code, Cliff Castle Casino may seek permission from the Council for consent to enter into a contract in connection with an activity that is not within the ordinary course of the Casino’s business; and
- WHEREAS:** On February 18, 2021, pursuant to Resolution No. 31-21, the Council approved the Yavapai-Apache Nation and State of Arizona Amended and Restated Gaming Compact (“2021 Compact”); and
- WHEREAS:** The 2021 Compact includes event wagering as an authorized form of Class III Gaming Activity on the Nation’s Indian Lands; and
- WHEREAS:** In connection with the 2021 Compact, the Arizona legislature passed legislation that authorizes off-reservation event wagering in the State of Arizona and authorizes up to ten

(10) licenses to be issued to Arizona Indian Tribes to operate off-reservation mobile event wagering (reference House Bill 2772 attached as Exhibit A to the 2021 Compact); and

WHEREAS: The Council finds that operating on-reservation event wagering at Cliff Castle Casino and pursuing a license to operate off-reservation mobile event wagering promotes the purpose of the Cliff Castle Casino by providing additional gaming revenue generating opportunities which will assist in funding the Nation's governmental operations and will serve the Nation's interests; and

WHEREAS: The Casino General Manager has negotiated on-reservation and off-reservation event wagering partnership opportunities with PointsBet Arizona LLC ("PointsBet"), an event wagering services provider, and recommends entering into the following agreements with PointsBet that will govern the partnership in the event that the Casino secures one of the ten licenses issued to Arizona Indian Tribes to operate off-reservation mobile event wagering:

- (1) a Mobile Sports Book Agreement pursuant to which PointsBet would serve as the Casino's exclusive off-reservation mobile event wagering management services provider in accordance with the terms and conditions set forth in the Agreement; and
- (2) a License Agreement pursuant to which PointsBet grants the Casino a license to use and display PointsBet's brand name and trademarks in connection with the Casino's on-reservation retail event wagering operation in accordance with the terms and conditions set forth in the Agreement; and
- (3) a Consulting Agreement pursuant to which PointsBet will provide recommendations and answer questions in connection with the Casino's implementation of the on-reservation retail event wagering operation in accordance with the terms and conditions set forth in the Agreement; and

WHEREAS: The Casino General Manager has presented the above-referenced Agreements to the Council and the Council has determined that authorizing Cliff Castle Casino to execute the Agreements with PointsBet Arizona LLC is in the best interest of the Nation.

NOW THEREFORE BE IT RESOLVED that the Yavapai-Apache Nation Tribal Council, in Council assembled, at which a quorum is present, hereby authorizes Cliff Castle Casino to execute a Mobile Sports Book Agreement, a License Agreement, and a Consulting Agreement with PointsBet Arizona LLC in a form substantially similar to that presented to Council, subject to final revisions approved by the Casino General Manager and the Office of the Attorney General.

BE IT FINALLY RESOLVED that the Casino General Manager is hereby authorized to execute the above-referenced Agreements on behalf of the Cliff Castle Casino.

CERTIFICATION

I hereby certify that the foregoing resolution was adopted by an affirmative vote of the Tribal Council, with a quorum in attendance, presented for approval on June 22 2021, by a vote of 9 9 in favor, 0 opposed and 0 abstaining, pursuant to the authority contained under the Constitution of the Yavapai-Apache Nation as cited above.



Jon Huey, Chairman

ATTEST:

Karla Reimer
Karla Reimer, Council Secretary

Approved as to Form:



Office of the Attorney General