

Downstream Authority of the Quapaw Tribe of Oklahoma Regular Meeting
June 5, 2011

Meeting Called to Order: 2:19 pm

ROLL CALL:	John Berrey, Chairman	Present
	Larry Ramsey, Secretary	Present
	Ranny McWatters, Treasurer	Present
	Marilyn Rogers, Member	Absent
	Tamara Smiley, Member	Present

DECLARATION OF QUORUM: announced by Larry Ramsey
DCR – Steve Drewes

Benefit Concert

- AIDS Project of the Ozarks (APO)
 - o James Garner/Richard
 - o Patrick Tuttle- City of Joplin
- General Discussion
 - o Half of the money would go to APO and half to the City of Joplin
 - o Multimillion dollar level event
 - o 2 day show , Sept 10-11
 - o Country/Rock Show
 - o Vendor Tents
 - o Meet again in 4 weeks with Artist contracts in place

401K Plan

- Resolution
 - o See attached
 - o Amendment #2

Motion by DDA Secretary Larry Ramsey to approve amendment #2 of the 401K plan. Seconded by DDA Member Marilyn Rogers. Vote: JB: Y; RM: absent; LR: Y; MR: Y; TS: absent (3 yes, 0 No, 2 absent, 0 abstain) Motion Carries.

Adjourn 3:35 pm

**AMENDMENT NUMBER TWO
QUAPAW TRIBE OF OKLAHOMA (O-GAH-PAH)
COMMERCIAL 401(K) PLAN**

BY THIS AGREEMENT, Quapaw Tribe of Oklahoma (O-Gah-Pah) Commercial 401(k) Plan (herein referred to as the "Plan") is hereby amended as follows, effective as of June 2, 2011, except as otherwise provided herein:

1. The section of the Adoption Agreement entitled "IN-SERVICE DISTRIBUTIONS" is amended as follows:

IN-SERVICE DISTRIBUTIONS (Plan Section 6.11)

- a. ☐ In-service distributions are NOT permitted (except as otherwise selected for Hardship Distributions).
b. ☒ In-service distributions may be made to a Participant who has not separated from service provided any of the following conditions have been satisfied (select all that apply):
1. ☒ the Participant has attained age 65.
2. ☐ the Participant has reached Normal Retirement Age.
3. ☐ the Participant has been a Participant in the Plan for at least _____ years (may not be less than five (5)).
4. ☐ the amounts being distributed have accumulated in the Plan for at least 2 years.

NOTE: Distributions from a Participant's Elective Deferral Account, Qualified Matching Contribution Account and Qualified Nonelective Contribution Account (including 401(k) safe harbor contributions) are subject to restrictions and generally may not be distributed prior to age 59 1/2.

AND, in-service distributions are permitted from the following Participant Accounts:

5. ☒ All Accounts.
6. ☐ Only from the following Accounts (select all that apply):
a. ☐ Pre-Tax Elective Deferral Account.
b. ☐ Roth Elective Deferral Account.
c. ☐ Account(s) attributable to Employer matching contributions (includes safe harbor match).
d. ☐ Account attributable to Employer profit sharing contributions.
e. ☐ Qualified Nonelective Contribution Account (includes safe harbor nonelective).
f. ☐ Rollover Account.
g. ☐ Transfer Account.
h. ☐ Other: _____ (specify account(s) and conditions in a manner that is definitely determinable and not subject to Employer discretion).

AND, the following limitations apply to in-service distributions:

7. ☒ N/A. No additional limitations.
8. ☐ Additional limitations (select all that apply):
a. ☐ The minimum amount of a distribution is \$ _____ (may not exceed \$1,000).
b. ☐ No more than _____ distribution(s) may be made to a Participant during a Plan Year.
c. ☐ Distributions may only be made from accounts which are fully Vested.
d. ☐ Distributions from the Roth Elective Deferral Account (40.b.5. or b.6.b. selected), may only be made if the distribution is a "qualified distribution."
e. ☐ In-service distributions may be made subject to the following provisions: _____ (must be definitely determinable and not subject to discretion).

This Amendment has been executed this 6th day of June, 2011.

Downstream Development Authority of the Quapaw Tribe of Oklahoma
(O-Gah-Pah)

By _____

EMPLOYER

General Manager

Downstream Casino Resort

**AMENDMENT NUMBER TWO TO
QUAPAW TRIBE OF OKLAHOMA (O-GAH-PAH)
COMMERCIAL 401(K) PLAN**

**SUMMARY PLAN DESCRIPTION
MATERIAL MODIFICATIONS**

**I
INTRODUCTION**

This is a Summary of Material Modifications regarding the Quapaw Tribe of Oklahoma (O-Gah-Pah) Commercial 401(k) Plan ("Plan"). Unless stated otherwise, the modifications described in this summary are effective as of June 2, 2011. This is merely a summary of the most important changes to the Plan and information contained in the Summary Plan Description ("SPD") previously provided to you. It supplements and amends that SPD so you should retain a copy of this document with your copy of the SPD. If you have any questions, contact the Administrator. If there is any discrepancy between the terms of the Plan, as modified, and this Summary of Material Modifications, the provisions of the Plan will control.

**II
SUMMARY OF CHANGES**

1. In-Service Distributions

You may be entitled to receive an in-service distribution. However, this distribution is not in addition to your other benefits and will therefore reduce the value of the benefits you will receive at retirement. This distribution is made at your election and will be made in accordance with the forms of distributions available under the Plan.

Conditions. Generally you may receive a distribution from the Plan from certain accounts prior to your termination of employment provided you satisfy any of the following conditions:

- you have attained age 65

Also, the law restricts any in-service distributions from certain accounts which are maintained for you under the Plan before you reach age 59 1/2. These accounts are the ones set up to receive your salary deferral contributions and other Employer contributions which are used to satisfy special rules for 401(k) plans. Ask the Administrator if you need more details.

ADOPTING RESOLUTION

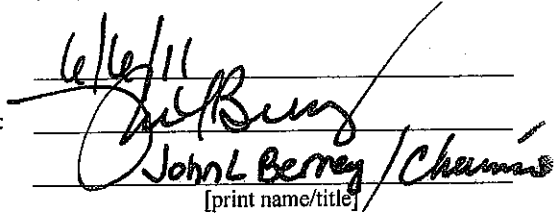
The undersigned authorized representative of Downstream Development Authority of the Quapaw Tribe of Oklahoma (O-Gah-Pah) (the Employer) hereby certifies that the following resolution was duly adopted by the Employer on June 6, 2011, and that such resolution has not been modified or rescinded as of the date hereof:

RESOLVED, that Amendment Number TWO, presented to this meeting is hereby approved and adopted and that an authorized representative of the Employer is hereby authorized and directed to execute and deliver to the Plan Administrator the amendment.

The undersigned further certifies that attached hereto as Exhibit A is a true copy of Amendment Number TWO to Quapaw Tribe of Oklahoma (O-Gah-Pah) Commercial 401(k) Plan approved and adopted in the foregoing resolution.

Date:

Signed:

6/6/11

John L. Berney / Chairman
[print name/title]