

# Listuguj Mi'gmaq Government Order-In-Council



<b>Chronological no.:</b>	2604	<b>Subject:</b> MMBC – Repayment of Contribution by MMS	<b>Originated by:</b>
<b>The Council of the</b>	Listuguj Mi'gmaq Government		<b>District</b> Gespe'gewa'gi
<b>Date of duly convened meeting</b>	<b>D</b> 1 5	<b>M</b> 1 2	<b>Y</b> 2 0
			<b>Province</b> Gepeg

**WHEREAS** MMRLP was formed as a limited partnership under the laws of Quebec pursuant to the Initial Limited Partnership Agreement of MMRLP among Mi'gmawei Mawiomi Business Corporation ("MMBC" or "General Partner"), as general partner, and Listuguj Mi'gmaq Government ("Listuguj"), La Nation Micmac de Gespeg ("Gespeg") and Micmacs of Gesgapegiag Band ("Gesgapegiag"), as special partners, dated November 5, 2013 ("Initial LPA");

**WHEREAS** the Initial LPA was amended and restated by the Amended and Restated Limited Partnership Agreement of MMRLP among MMBC, as general partner, and Listuguj, Gespeg, Gesgapegiag and Mi'gmawei Mawiomi Secretariat ("MMS"), as special partners, dated April 14, 2014 ("ARLPA");

**WHEREAS** Mi'gmawei Mawiomi Secretariat has contributed an amount of \$2,300,000 (the "Contribution") to the capital of the Partnership pursuant to the amended and restated limited partnership agreement of the Partnership made on April 14, 2014; and

**WHEREAS** it is deemed expedient to repay the Contribution made by Mi'gmawei Mawiomi Secretariat to the capital of the Partnership in consideration for the cancellation of the 2,300,000 Special Units held by Mi'gmawei Mawiomi Secretariat in the capital of the Partnership.

**WHEREAS** in Section 5, paragraph 1 of the ARLPA: *The General Partner will have the exclusive authority to manage the operations and affairs of the Partnership;*











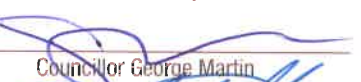
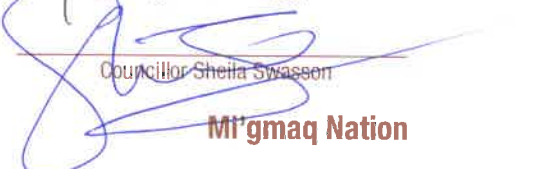
**WHEREAS** The Corporation, acting in its capacity as General Partner of the Partnership, authorizes the repayment of the Contribution made by Mi'gmawei Mawiomi Secretariat to the capital of the Partnership in consideration for the cancellation of the 2,300,000 Special Units held by Mi'gmawei Mawiomi Secretariat in the capital of the Partnership;

**WHEREAS** the MMBC Board of Directors approved the repayment of the Contribution to the capital of the partnership made by Mi'gmawei Mawiomi Secretariat and cancellation of Special Units;

**BE IT RESOLVED THAT** payment of funds for the total amount of \$2,300,000.00 is approved by the Listuguj Mi'gmaq Government, and MMBC is authorized to withdraw this amount from the MMRLP account for the Units Repayment.

**Moved:** Kevin Methot  
**Seconded:** Alexander Morrison  
**Abstain:** -  
**Opposed:** -  
**Status:**  Passed  Defeated  Tabled

**Quorum** 7

 Councillor Ali Barnaby	 Chief Darcy Gray	 Councillor Wendell Metallic
 Councillor Annette Barnaby	 Councillor Gordon Jr. Isaac	 Councillor Kevin Methot
 Councillor Brian Jr. Caplin	 Councillor Dr. Cathy Martin	 Councillor Alexander Morrison
 Councillor Chad Gedeon	 Councillor George Martin	 Councillor Sheila Swanson

**Mi'gmaq Nation**