

Appendix O
Sonoma Fire District Letter of Intent

KOI NATION OF NORTHERN CALIFORNIA



June 13, 2023

Arnie Tognozzi, President
Board of Directors
Sonoma County Fire District
8200 Old Redwood Hwy
Windsor, CA 95492

RE: Letter of Intent for Emergency Services to Koi Nation Trust Land at 222 Shiloh Road

Dear Mr. Tognozzi:

This Letter of Intent (“LOI”) is made between the Koi Nation of Northern California (the “Nation”), P.O. Box 3162, Santa Rosa, CA 95402, and the Sonoma County Fire District (the “Fire District”), 8200 Old Redwood Hwy, Windsor, CA 95492.

The Nation is a federally-recognized Indian tribe desiring to reestablish its land base and develop a gaming enterprise thereon. The Fire District is an independent fire district pursuant to the California Health and Safety Code Section 13800. The Fire District and the Nation intend to enter a Memorandum of Understanding (“MOU”) to provide emergency services to include fire response, emergency medical services, fire prevention and all other all-risk response to the gaming enterprise that the Nation will own and operate on Indian lands located in unincorporated Sonoma County outside the political and geographic boundaries of the Town of Windsor.

The Fire District will provide fire protection services to the Nation’s gaming facility in exchange for consideration paid by the Nation to the Fire District as agreed upon and set forth in the MOU. The Nation’s consideration for these services will likewise be set forth in the MOU.

The purpose of this LOI is to set forth the intentions of the Nation and the Fire District to negotiate in good faith an agreement for fire and emergency services. The Nation and the Fire District recognize that the transaction discussed in this LOI will require further information exchange, documentation, and approvals. Nevertheless, the parties execute this LOI as evidence of their intentions to proceed in mutual good faith to complete the work required and negotiate the term of an MOU that is consistent with this LOI.

In the absence of a duly executed MOU, the Fire District shall have no duty or obligation to provide any services to the Nation for its proposed gaming facility and the Nation shall have no duty to provide compensation to the Fire District.

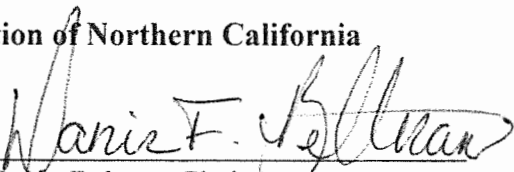
Arnie Tognozzi, President
June 13, 2023
Page 2

This LOI may be executed in several counterparts. If the foregoing is acceptable to you, kindly execute a copy of this LOI in the place set forth below and return it to the undersigned.

Very truly yours,

Koi Nation of Northern California

By:


Darin Beltran, Chairman

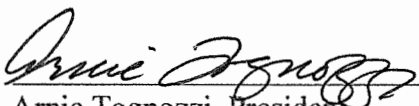
Date:

6/13/23

ACCEPTED AND AGREED TO:

Sonoma County Fire District

By:


Arnie Tognozzi, President
Board of Directors

Date:

6/27/23