

**RESOLUTION OF THE GOVERNING BODY OF
THE THREE AFFILIATED TRIBES OF THE
FORT BERTHOLD RESERVATION**

WHEREAS, This Nation having accepted the Indian Reorganization Act of June 18, 1934, and the authority under said Act; and

WHEREAS, The Constitution of the Three Affiliated Tribes generally authorizes and empowers the Tribal Business Council to engage in activities on behalf of and in the interest of the welfare and benefit of the Tribes and of the enrolled members thereof; and

WHEREAS, The Tribal Business Council has chartered an independent, Tribally owned business entitled Twin Buttes Custom Homes, Inc. (TBCH), whose primary business is constructing modular buildings; and

WHEREAS, TBCH is a new venture of the Three Affiliated Tribes and is actively seeking contracts and is expected initially to employ 60-120 persons, the majority of whom will be Tribal members, and is expected to provide profits back to the Three Affiliated Tribes as it generates business; and

WHEREAS, From time to time in the course of doing business, TBCH will find it necessary to borrow funds from various sources to purchase or lease various items needed for its continued operations or for particular projects, including equipment, materials, and tools which are needed to complete a project for which TBCH has been awarded the contract; and

WHEREAS, It is understood that any loans obtained by TBCH will be subordinate to repayment of the bond issue issued through Miller & Schroeder Financial Co. which has financed the startup of TBCH; and

WHEREAS, Typically, because TBCH does not have an established credit history, lenders require that TBCH obtain a general guarantee by the Tribe, with a corresponding limited waiver of sovereign immunity, of such funds as TBCH needs to borrow; and

WHEREAS, Often, in order to bid on projects for which TBCH may be qualified, such Tribal guarantee must be obtained quickly, prior to when the Council can meet to approve such guarantee;

NOW, THEREFORE, BE IT RESOLVED, that for the benefit of Twin Buttes Custom Homes, Inc. the Tribal Business Council hereby agrees to provide a Tribal guarantee to TBCH of a total lending limit of \$1,000,000 (one million) at any one time, limited to no more than \$500,000 per transaction, along with the necessary limited waiver of sovereign immunity, limited to the amount of the

line of credit and to remedies contained in the lending agreement, subject to the following: that for each transaction up to the amounts specified: 1) TBCH obtains, in writing, the approval of the Chairman and the Treasurer of the Tribe; 2) TBCH reviews the loan documents with Tribal legal counsel and abides by such legal recommendations as may be made; 3) TBCH submits, along with such request for approval of a Tribal guarantee a report to the Tribal Business Council of the total amounts requested to date and the status of such loan requests; and 4) TBCH no less than quarterly a full financial report to the Tribal Business Council, including a status report concerning all outstanding indebtedness; and

NOW, THEREFORE, BE IT FURTHER RESOLVED, that the Tribal Chairman or the Tribal Treasurer are hereby authorized to execute any and all such documents as may be necessary to obtain the line of credit on behalf of Twin Buttes Custom Home, Inc.; and

NOW, THEREFORE BE IT FURTHER RESOLVED, that the Tribal Business Council hereby directs its comprehensive management department and its legal department to assist TBCH, in consultation with the Board of Directors of TBCH and its counsel, in obtaining such financing as it may deem necessary consistent with the limits of the Tribal guarantee of such financing as are contained in this resolution.

CERTIFICATION

I, the undersigned, as Secretary of the Tribal Business Council of the Three Affiliated Tribes of the Fort Berthold Reservation, hereby certify that the Tribal Business Council is composed of 7 members of whom 5 constitute a quorum, 6 were present at a Regular Meeting thereof duly called, noticed, convened, and held on the 8th day of June, 2000; that the foregoing Resolution was duly adopted at such Meeting by the affirmative vote of 6 members, 0 members opposed, 0 members abstained, 0 members not voting, and that said Resolution has not been rescinded or amended in any way.

Dated this 8th day of June, 2000.

Dayton Spotted Bear
Secretary, Tribal Business Council

ATTEST:

[Signature]
Chairman, Tribal Business Council