



**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 (the "Tribe") 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 Fort Berthold Development Corporation (FBDC), whose primary business is building construction and modification; and
- WHEREAS,** The Tribal Business Council recognizes and supports the activities of FBDC as a tribal enterprise; and
- WHEREAS,** FBDC is now certified by the Small Business Administration of the U.S. Department of Commerce as a Section 8(a) minority contractor, which allows FBDC to be eligible for many Federally funded projects on and off the reservation;
- WHEREAS,** As FBDC secures contracts involving large amounts of building supplies, it needs renewal of a letter of credit issued by an appropriate financial institution in an amount not to exceed \$100,000, to be guaranteed by a Certificate of Deposit owned by the Tribe that exists presently, exclusive of interest earned, with all necessary fees to be taken from interest earned, and to be written in favor of a responsible materials supplier as determined by FBDC, such that the materials supplier will be guaranteed payment by the Tribe for building supplies provided to FBDC in the course of completion of a construction project; and
- WHEREAS,** The continuation of this Letter of Credit is needed because FBDC is still lacking an established credit history; and
- NOW, THEREFORE, BE IT RESOLVED,** that for the benefit of the Fort Berthold Development Corporation, the Tribal Business Council hereby agrees to provide a continuation of a Tribal guarantee of a letter of credit in favor of a responsible materials supplier as determined by FBDC, to be issued by an appropriate banking institution in a total amount not to exceed \$100,000 for any one project and to be secured by a Certificate of Deposit owned by the Tribe that exists presently, exclusive of interest earned, such that all necessary fees will be taken from interest earned; and



NOW, THEREFORE, BE IT FURTHER RESOLVED, that the Tribal Business Council hereby authorizes that such letter of credit will contain a limited waiver of sovereign immunity, the waiver being limited to the amount of the letter of credit and such remedies as are contained within it; and

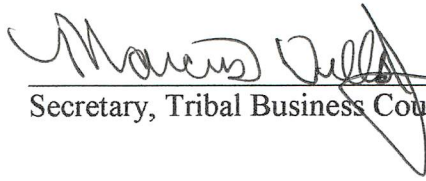
NOW, THEREFORE, BE IT FURTHER RESOLVED, that the Tribal Chairman or the Tribal Treasurer are hereby authorized to execute any and all such documents as may be necessary to obtain the line of credit in favor of a responsible materials supplier on behalf of the Fort Berthold Development Corporation as described herein; and

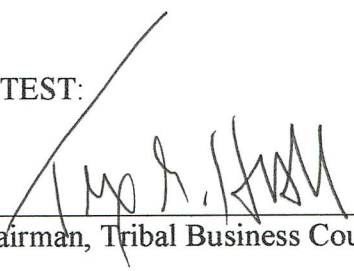
NOW, THEREFORE BE IT FURTHER RESOLVED, that the Tribal Business Council hereby directs its legal department to review the language in all relevant documents on behalf of the Tribe.

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, 7 were present at a Regular Meeting thereof duly called, noticed, convened, and held on the 10th day of October, 2002; that the foregoing Resolution was duly adopted at such Meeting by the affirmative vote of 7 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 10th day of October, 2002.


Secretary, Tribal Business Council

ATTEST:

Chairman, Tribal Business Council