



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

*A Resolution entitled, "Replacement of Board Member for MHA Systems, Inc., a Tribally owned company and appointment of Rosie Michaels as CEO"*

- WHEREAS,** This Nation having accepted the Indian Reorganization Act of June 18, 1934, and the authority under said Act; and
- WHEREAS,** The Three Affiliated Tribes Constitution authorizes and empowers the Mandan, Hidatsa & Arikara Tribal Business Council to engage in activity on behalf of and in the interest of the welfare and benefit of the Tribes and of the enrolled members thereof; and
- WHEREAS,** MHA Systems, Inc. is a corporate entity controlled by as Board of Directors whose charter has been approved by the Tribal Business Council, and whose members are selected by the Tribal Business Council; and
- WHEREAS,** MHA Systems, Inc., is a data entry firm that is qualified to obtain various data entry and similar information technology contracts from the Federal government and from other sources, and some of the contracts may be through the partial ownership of the Three Affiliated Tribes of the Intertribal Information Technology Company, owned by the Tribe and ten other Federally recognized Indian tribes; and
- WHEREAS,** Some of the contracts that could be awarded to MHA Systems, Inc. require secret security clearances issued by the United States for the members of the Board of Directors and for other personnel of the company; and
- WHEREAS,** In order to obtain these security clearances, the members of the Board of Directors should be free of a record of criminal activity and should have financial backgrounds that show that the Board member is not a security risk; and
- WHEREAS,** The Tribal Business Council is aware that Rosie Michaels, a Tribal member, who is presently employed with MHA Systems, Inc., is qualified to sit on the Board of Directors of MHA Systems, Inc., and is also qualified to be the Chief Executive Officer of MHA Systems, Inc.

**NOW, THEREFORE BE IT RESOLVED,** Rosie Michaels is hereby appointed to a seat on the MHA Systems Board of Directors, replacing Dennis Fox; and

**NOW, THEREFORE BE IT FURTHER RESOLVED,** that Rosie Michaels is hereby appointed as the CEO of MHA Systems, Inc., effective immediately.

**CERTIFICATION**

I, the undersigned, as Secretary of the Tribal Business Council of the Three Affiliated Tribes of the Fort Berthold Indian Reservation hereby certify that the tribal Business Council is composed of seven (7) members of whom five (5) constitute a quorum, \_\_\_ were present at a \_\_\_ Meeting thereof duly called, noticed, convened and held on the 1<sup>st</sup> day of April, 2003, that the foregoing Resolution was duly adopted at such meeting by the affirmative vote of \_\_\_ members, \_\_\_ members opposed, \_\_\_ members abstained, \_\_\_ members not voting, and that said Resolution has not been rescinded or amended in any way.

Chairman  Voting. [ ] Not Voting.

Dated this 1<sup>st</sup> day of April, 2003.

Randy Phelan  
Executive Secretary, Randy Phelan  
Tribal Business Council

ATTEST:  
Tex G. Hall  
Chairman, Tex G. Hall  
Tribal Business Council