



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

*A Resolution entitled, "Approval of a Limited Waiver Of Mandaree Enterprises Corporation's Immunity From Suit."*

**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 Three Affiliated Tribes, as a sovereign governing body possesses immunity from suit, unless the Tribe expressly and unequivocally waives its sovereign immunity; and

**WHEREAS,** The umbrella of the Tribes' immunity from suit extends to its business entities; and

**WHEREAS,** The Tribal Business Council of the Three Affiliated Tribes has created a one hundred percent (100%) wholly-owned tribal corporation known as the "Mandaree Enterprise Corporation" for the purposes of creating employment and increasing tribal revenues; and

**WHEREAS,** The Mandaree Enterprise Corporation does business with many parties and these parties have requested the Mandaree Enterprise Corporation to waive its immunity from suit in order to enforce the terms of their agreement with the Corporation in the event of a dispute; and

**WHEREAS,** The Mandaree Enterprise Corporation believes that it is prudent and necessary to waive its immunity from suit for the purpose of contracting with third parties; and

**WHEREAS,** The Tribal Business Council recognizes that it has already waived the Mandaree Enterprise Corporation's immunity from suit for purposes of doing business with the Small Business Administration pursuant to Resolution No. 96-233-DSB; and

**WHEREAS,** The Tribal Business Council desires to extend the waiver of Mandaree Enterprise Corporation's immunity to suit to contracts with third parties.



**NOW, THEREFORE, BE IT RESOLVED**, that the Tribal Business Council hereby approves the following waiver of immunity for the Mandaree Enterprise Corporation:

The Mandaree Enterprise Corporation's immunity from suit is hereby waived as to suit in the United States Federal Courts in the event of a dispute arising from: (1) the Company's relationship with the United States Small Business Administration ("SBA"), including, but not limited to, 8(a) program participation, loans and contract performance; and (2) any other contractual relationship that the company may enter into with another individual or entity provided; suits on contracts are limited to actions to enforce the terms of a contract and to recover monies due under a contract with the Corporation. In no event shall this waiver constitute a waiver of the Tribe's sovereign immunity nor shall this waiver be construed to make the Three Affiliated Tribes responsible or otherwise liable for any judgment obtained against the Company.

**BE IT FINALLY RESOLVED**, that Resolution No. 96-233-DSB is hereby rescinded.

**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, 5 were present at a Regular Meeting thereof duly called, noticed, convened and held on the 27<sup>th</sup> day of June, 2003, that the foregoing Resolution was duly adopted at such meeting by the affirmative vote of 5 members, 0 members opposed, 0 members abstained, 0 members not voting, and that said Resolution has not been rescinded or amended in any way.

Chairman  Voting. [ ] Not Voting.

Dated this 27<sup>th</sup> day of June, 2003.

**ATTEST:**

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

Randy Phelan  
Executive Secretary, Randy Phelan  
Tribal Business Council