



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

A Resolution entitled, "Adoption of Amendments to Tribal Ordinance No. 1-62."

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 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, There exists on the Fort Berthold Reservation a need to provide decent, safe and sanitary dwellings for families of low income and other eligible persons as well as a need to provide employment opportunities on the Reservation through the construction, reconstruction, improvement, extension, alteration or repair and operation of dwelling units and community facilities; and

WHEREAS, The Tribal Business Council has chartered a government agency known as the Fort Berthold Housing Authority ("FBHA") which operates as a tribal agency that provides affordable housing and homeownership opportunities to tribal members under the Native American Housing Assistance and Self-Determination Act of 1996 (NAHASDA); and

WHEREAS, The Tribal Business Council finds that Tribal Ordinance No. 1-62, which constitutes the charter of the FBHA, should be amended and restated to reflect changes occasioned by NAHASDA and to update the Ordinance consistent with the manner in which the FBHA conducts its operation and programs; and

WHEREAS, The Tribal Business Council finds that Tribal Ordinance No. 1-62 as Amended and Restated, a true and correct copy of which is attached hereto and incorporated herein, should be adopted, effective immediately.

NOW THEREFORE BE IT RESOLVED, that the Tribal Business Council approves and enacts said Tribal Ordinance No. 1-62 as Amended and Restated, effective on the date of this Resolution.

TRIBAL ORDINANCE NO. 1-62,
As Amended And Restated _____, 2006
Resolution No. _____

Pursuant to the authority vested in the Three Affiliated Tribes, by its Constitution, and particularly by Article VI, Sections 3, 5(d), and 5(i), and Article IX, Sections 1 and 3 thereof, and its authority to provide for the health, safety, morals and welfare of the Tribe, the Tribal Business Council of the Three Affiliated Tribes hereby charters a government agency known as the Fort Berthold Housing Authority (hereinafter referred to as the Authority), and enacts this Ordinance which shall constitute the charter of the Authority.

In any suit, action or proceeding involving the validity or enforcement of or relating to any of its contracts, the Authority shall be conclusively deemed to have become established and authorized to transact business and exercise its powers upon proof of the adoption of this Ordinance. A copy of the Ordinance duly certified by the Secretary of the Council shall be admissible in evidence in any suit, action, or proceeding.

I. Declaration of Need

It is hereby declared:

a. That there exists on the Fort Berthold Reservation unsanitary, unsafe, and overcrowded dwelling accommodations; that there is a shortage of safe or sanitary dwelling accommodations available at rents or prices which persons of low income can afford; and that such shortage forces such persons to occupy unsanitary, unsafe, and overcrowded dwelling accommodations;

b. That these conditions cause an increase in and spread of disease and crime and constitute a menace to the health, safety, morals and welfare of the residents of the Reservation; that these conditions necessitate excessive and disproportionate expenditures of public funds for crime prevention and punishment, public health and safety protection, fire and accident prevention, and other public services and facilities;

c. That these slum areas cannot be cleared, nor can the shortage of safe and sanitary dwellings for persons of low income be relieved through the operation of private enterprise;

d. That the clearance, replanning and preparation for rebuilding of these areas and the providing of safe and sanitary dwelling accommodations for persons of low income are public uses and purposes for which public money may be spent and private property acquired and are governmental functions of Tribal concern;

e. That residential construction activity is an important factor to general economic development and that the undertakings authorized by this Ordinance to aid the production of better housing and more desirable neighborhood and community development at lower costs will

make possible a more stable and larger volume of residential construction activity which will assist materially in promoting employment opportunities; and

f. That the necessity in the public interest for the provisions hereinafter enacted is hereby declared as a matter of legislative determination.

II. Purposes

The Authority shall be organized and operated for the purposes of:

a. Remediating on the Reservation and within the Authority's service area unsafe and unsanitary housing conditions, that are injurious to the public health, safety and morals;

b. Alleviating the acute shortage of decent, safe and sanitary dwellings for families of low income and other eligible persons; and

c. Providing employment opportunities on the Reservation through the construction, reconstruction, improvement, extension, alteration or repair and operation of dwelling units and community facilities.

III. Definitions

The following terms, wherever used or referred to in this Ordinance shall have the following respective meanings, unless a different meaning clearly appears from the context:

a. "Board" means the Board of Commissioners of the Authority.

b. "Council" means the Tribal Business Council of the Three Affiliated Tribes.

c. "Federal government" includes the United States of America, the Department of Housing and Urban Development, or any other agency or instrumentality, corporate or otherwise, of the United States of America.

d. "Slum" means any area where dwellings predominate, which by reason of dilapidation, overcrowding, faulty arrangement or design, lack of ventilation, light or sanitary facilities, or any combination of these factors, are detrimental to safety, health and morals.

e. "Housing project" or "project" means any work or undertaking; (1) to demolish, clear, or remove buildings from any slum area; or (2) to provide or assist in providing decent, safe and sanitary dwellings, apartments, community facilities, or other living accommodations for persons of low income or for persons otherwise eligible for assistance; or (3) to accomplish a combination of the foregoing. Such work or undertaking may include the construction, rehabilitation or acquisition of buildings, land, leaseholds, equipment, facilities, and other real or personal property, the construction, improvement or acquisition of streets, sewers, water service, utilities, parks, site preparation or landscaping, and the development of administrative, community, health, recreational, welfare, or other facilities. The term "housing project" or

“project” also may be applied to the planning of the buildings and improvements, the acquisition of property or any interest therein, the demolition of existing structures, the construction, reconstruction, rehabilitation, alteration or repair of the improvements or other property and all other work in connection therewith and the term shall include all other real and personal property and all tangible or intangible assets held or used in connection with the housing project.

f. “Persons of low income” means persons or families who lack the amount of income which is necessary (as determined by the Authority, or by applicable federal regulations, if federally restricted funds are used) to enable them, without financial assistance, to live in decent, safe, and sanitary dwellings, without overcrowding.

g. “Bonds” means any bonds, notes, interim certificates, debentures, or other obligations issued by the Authority pursuant to Article VI of this Ordinance.

h. “Obligation” means an obligation of indebtedness other than a Bond, owed by the Authority, evidenced by a written contract, promissory note, loan agreement or other written instrument.

i. “Obligee” includes any lender, bondholder, agent or trustee for any bondholder or lender, or lessor demising to the Authority property used in connection with a project, or any assignee or assignees of such lessor’s interest or any part thereof, and the federal government when it is a party to any contract with the Authority in respect to a housing project.

IV. Organization

1. The affairs of the Authority shall be managed by a Board of Commissioners composed of seven persons, including the Chairman of the Board and six members from each of the following segments of the Reservation: (1) Four Bears; (2) Mandaree; (3) New Town/Little Shell; (4) Parshall/Lucky Mound; (5) Twin Buttes; and (6) White Shield. Members of the Council are not eligible to serve on the Board.

a. The Chairman of the Board shall be nominated by the Tribal Chairman, subject to approval by the Tribal Council. The remaining Board members shall be nominated by the Council member for their respective segments, subject to approval by the Council. A certificate of the Secretary of the Council as to the appointment or reappointment of any Commissioner shall be conclusive evidence of the due and proper appointment of the Commissioner.

b. The term of office shall be four years commensurate with the term of office for each segment’s Council representative and, in the case of the Chairman of the Board, commensurate with the term of office of the Tribal Chairman. Each member of the Board shall hold office until his successor has been appointed and has qualified.

c. The Board shall elect from among its members a Vice-Chairman, a Secretary, and a Treasurer; and any member may hold two of these positions. In the absence of the Chairman, the Vice-Chairman shall preside; and, in the absence of both the Chairman and Vice-Chairman, the Secretary shall preside.

d. The Council may remove any member of the Board for cause.

e. The Commissioners shall not receive compensation for their services, but shall be entitled to compensation in the form of a reasonable stipend authorized by the Board, and reimbursement for expenses; including traveling expense incurred in the discharge of their duties.

f. Four members of the Board shall constitute a quorum for the transaction of business, notwithstanding the existence of any vacancies.

g. A recording Secretary appointed by the Board shall keep complete and accurate records of all meetings and action taken by the Board. The Secretary shall sign all approved minutes of Board Meetings.

h. The Treasurer or the Chief Financial Officer shall keep full and accurate financial records, make periodic reports to the Board, and shall submit a complete annual report, in written form, to the Council as required by Article VII, Section 1, of this Ordinance. The Treasurer and/or the Chief Financial Officer shall be bonded in such amount as is prescribed by the Council or by any agreement to which the Authority is a party.

2. The Board shall have authority to exercise, by majority vote of those present and voting, any and all powers delegated to the Authority by this Ordinance or any amendments thereto, except as provided in Article VI, Section 5a, for the adoption of bond resolutions.

3. Meetings of the Board shall be held at regular intervals as provided in the bylaws or by Board Resolution. Special meetings may be held upon 24 hours actual notice, unless notice is waived by four or more members, provided that either the Chairman or four or more members call the special meeting.

V. Powers

1. The Authority shall have the perpetual succession in its corporate name.

2. The Authority shall have the following powers which it may exercise consistent with the purposes for which it is established.

a. The Council hereby gives its irrevocable consent to allowing the Authority to sue in its corporate name, upon any contract, claim or obligation arising out of its activities under this Ordinance. The Council also hereby authorizes the Authority to agree solely by contract or other written obligation to waive the Authority's sovereign immunity from suit, immunity which the Authority possesses as an arm of the tribal government, provided that no waiver of the Authority's immunity shall be effective unless the Board adopts a Resolution expressly approving the contract or obligation containing the waiver, including any limitations thereon. The Tribe shall not be liable for the debts or obligations of the Authority, except insofar as expressly authorized by this Ordinance.

b. To adopt and use a corporate seal.

c. To enter into agreements, contracts and understanding with any governmental agency, federal, state or local (including the Council) or with any person, partnership, corporation or Indian tribe; and to agree to any conditions attached to federal, state or private financial assistance. Notwithstanding anything to the contrary contained in this Ordinance or in any other provision of law, to agree to any conditions attached to federal, state, or private financial assistance relating to the determination of prevailing salaries or wages or payment of not less than prevailing salaries or wages or compliance with labor standards, in the development or administration of projects, and to include in any contract let in connection with a project, stipulations requiring that the contractor and any subcontractors comply with requirements as to minimum salaries or wages and maximum hours of labor, and comply with any conditions which the federal government may have attached to its financial aid of the project. It is the purpose and intent of this Ordinance to authorize the Authority to do any and all things necessary or desirable to secure the financial aid or cooperation of the federal government with the undertaking, construction, maintenance or operation of any project; by the Authority.

d. To lease or acquire property from the Tribe and others for such periods as are authorized by law, and to hold and manage or to sublease the same.

e. To borrow money, to issue temporary or long term evidence of indebtedness, and to repay the same. Corporate bonds shall be issued and repaid in accordance with the provisions of Section VI of this Ordinance.

f. To pledge the assets and receipts of the Authority as security for debts; and to acquire, sell, lease, exchange, transfer or assign personal property or interests therein.

g. To purchase land or interests in land or take the same by gift; to lease land or interest in land to the extent provided by law.

h. To undertake and carry out studies and analyses of the housing needs on the Reservation, to prepare housing plans, to execute the same, to operate projects and to provide for the construction, reconstruction, improvement, extension, alteration or repair of any project or any part thereof.

i. To lease, rent or sell any dwellings, accommodations, lands, buildings or facilities embraced within any project; to establish and revise rents; and to make rules and regulations concerning the occupancy, rental, care, management and disposition of its low-rent or homeownership housing units and other property. Such rules and regulations may establish priorities for the admission of tenants or homebuyers, and provide for the eviction of tenants and eviction of or foreclosure upon homebuyers for failure to make required payments or other good cause, for failure to comply with rules and regulations, or for failure to maintain the premises in satisfactory condition. The Board shall establish income and eligibility requirements which are consistent with applicable federal, state and/or private grant or other requirements.

In making these determinations, the Board may take into consideration family size, composition, age, physical handicaps or other factors which might affect the financial ability of the family to pay rent, and shall consider as well such economic factors as may affect the financial stability and solvency of the project.

j. To purchase insurance in any stock or mutual company for any property or against any risks or hazards.

k. To invest such funds as are not required for immediate disbursement.

l. To establish and maintain such bank accounts as may be necessary or convenient.

m. To employ an executive director, technical and maintenance personnel and such other officers and employees, permanent or temporary, as it may require; and to delegate to such officers and employees such powers or duties as the Board shall deem proper.

n. To take such further actions as are commonly engaged in by corporate bodies of this character as the Board may deem necessary and desirable to effectuate the purposes of the Authority.

o. To adopt such bylaws as the Board deems necessary and appropriate.

p. To engage in affordable housing activities as authorized by the Native American Housing Assistance and Self-Determination Act, 25 U.S.C. § 4101 et seq., and to leverage federal block grant funding to the fullest extent authorized by law.

3. No ordinance or other enactment of the Tribe with respect to the acquisition, operation, or disposition of Tribal property shall be applicable to the Authority in its operations pursuant to this Ordinance unless the Council shall specifically so state.

VI. Bonds and Other Obligations

1. The Authority may issue bonds from time to time in its discretion for any of its purposes and may also issue refunding bonds for the purpose of paying or retiring bonds previously issued by it. The Authority may issue such types of bonds as it may determine, including bonds on which the principal and interest are payable: (a) exclusively from the income and revenues of the project financed with the proceeds of such bonds, or with such income and revenues together with a grant from the federal government in aid of such project; (b) exclusively from the income and revenues of certain designated projects whether or not they were financed in whole or in part with the proceeds of such bonds; or (c) from its revenues generally. Any of such bonds may be additionally secured by a pledge of any revenues of any project, projects or other property of the Authority.

2. Neither the Commissioners of the Authority nor any person executing the bonds shall be liable personally on the bonds by reason of the issuance thereof.

3. The bonds and other obligations of the Authority shall not be a debt of the Tribe and the bonds and obligations shall so state on their face.

4. Bonds of the Authority are declared to be issued for an essential public and governmental purpose and to be public instrumentalities and, together with interest thereof and income therefrom, shall be exempt from taxes. The tax exemption provisions of this Ordinance shall be considered part of the security for the repayment of bonds and shall constitute, by virtue of this Ordinance and without necessity of being restated in the bonds, a contract between (a) the Authority and the Tribe, and (b) the bondholders and each of them, including all transferees of the bonds from time to time.

5. Bonds shall be issued and sold in the following manner:

a. Bonds of the Authority shall be authorized by a resolution adopted by the vote of an absolute majority (four members) of the Board and may be issued in one or more series.

b. The bonds shall bear such dates, mature at such times, bear interest at such rates, be in such denominations, be in such form, either coupon or registered, carry such conversion or registration privileges, have such rank or priority, be executed in such manner, be payable in such medium of payments, at such places and be subject to such terms of redemption, with or without premium, as such resolution may provide.

c. The bonds may be sold at public or private sale at not less than par.

d. In case of the Commissioners of the Authority whose signatures appear on any bonds or coupons cease to be Commissioners before the delivery of such bonds, the signature shall, nevertheless, be valid and sufficient for all purposes, the same as if the Commissioners had remained in office until delivery.

6. Bonds of the Authority shall be fully negotiable. In any suit, action or proceedings involving the validity or enforcement of any bond of the Authority or the security therefore, any such bond reciting in substance that it has been issued by the Authority pursuant to this Ordinance shall be conclusively deemed to have been issued for such purpose and the project for which such bond was issued shall be conclusively deemed to have been planned, located and carried out in accordance with the purposes and provisions of this Ordinance.

7. In connection with the issuance of bonds or incurring of obligations of indebtedness or under leases and in order to secure the payment of such bonds or obligations, the Authority, subject to the limitations in this Ordinance, may:

a. Pledge all or any part of its gross or net rents, fees or revenues to which its right then exists or may thereafter come into existence.

b. Provide for the powers and duties of obligees and limit their liabilities; and provide the terms and conditions on which such obligees may enforce any covenant or rights securing or relating to the bonds or obligations.

c. Covenant against pledging all or any part of its rents, fees and revenues or against mortgaging any or all of its real or personal property to which its title or right then exists or may thereafter come into existence or permitting or suffering any lien on such revenues or property.

d. Covenant with respect to limitations on its right to sell, lease or otherwise dispose of any project or any part thereof.

e. Covenant as to what other or additional debts or obligations may be incurred by it.

f. Covenant as to the bonds to be issued and as to the issuance of such bonds in escrow or otherwise, and as the use and disposition of the proceeds thereof.

g. Provide for the replacement of lost, destroyed or mutilated bonds.

h. Covenant against extending the time for the payment of its bonds or interest thereon.

i. Redeem the bonds and covenant for their redemption and provide the terms and conditions thereof.

j. Covenant concerning the rents and fees to be charged in the operation of a project or projects, the amount to be raised each year or other period of time by rents, fees and other revenues, and as to the use and disposition to be made thereof, subject to any restrictions imposed by federal law.

k. Create or authorize the creation of special funds for moneys held for construction or operating costs, debt service, reserves or other purposes, and covenant as to the use and disposition of the moneys held in such funds.

l. Prescribe the procedure, if any, by which the terms of any contract with bondholders may be amended or abrogated, the proportion of outstanding bonds the holds of which must consent thereto, and the manner in which such consent may be given.

m. Covenant as to the use, maintenance and replacement of its real or personal property, the insurance to be carried thereon, and the use and disposition of insurance moneys.

n. Covenant as to the rights, liabilities, powers and duties arising upon the breach by it of any covenant, condition or obligation.

o. Covenant and prescribe as to events of default and terms and conditions upon which any or all of its bonds or obligations become or may be declared due before maturity, and as to the terms and conditions upon which such declaration and its consequences may be waived.

p. Vest in any obligees or any proportion of them the right to enforce the payment of the bonds or obligations, or any covenants securing or relating to the bonds or obligations.

- q. Exercise all or any part or combination of the powers granted in this section.
- r. Make covenants other than and in addition to the covenants expressly authorized in this section, of like or different character.
- s. Make any covenants and do any acts and things necessary or convenient or desirable in order to secure its bonds, or, in the absolute discretion of the Authority tending to make the bonds more marketable although the covenants, acts, or things are not enumerated in this section.

VII. Miscellaneous

1. The Authority shall, if requested by the Council in writing, submit a detailed annual report, signed by the Chairman of the Board, to the Council showing (a) the names of occupants of all the housing units, (b) the number of vacancies, if any, (c) the status of construction, maintenance and repair of all housing units, and (d) such other information as the Authority or the Council shall deem pertinent.
2. During his tenure and for one year thereafter, no officer or employee of the Authority shall voluntarily acquire any financial interest, direct or indirect in any project or in any property included or planned to be included in any project, or in any contract or proposed contract relating to any project. If any such officer or employee involuntarily acquires any such interest, or voluntarily or involuntarily acquired any such interest prior to appointment or employment as an officer or employee, the officer or employee, in any such event, shall immediately disclose his interest in writing to the Authority and such disclosure shall be entered upon the minutes of the Authority, and the officer or employee shall not participate in any action by the Authority relating to the property or contract in which he has any such interest. Any violation of the foregoing provisions of this section shall constitute misconduct in office. This section shall not be applicable to the acquisition of any interest in notes or bonds of the Authority issued in connection with any project, or to the execution of agreements by banking institutions for the deposit or handling of funds in connection with a project or to act as trustee under any trust indenture, or to utility services the rates for which are fixed or controlled by a governmental agency.
3. All projects of the Authority shall be subject to the Tribes' planning, zoning, sanitary and building regulations.
4. The Authority shall not construct or operate any project for profit.
5. The property of the Authority is declared to be public property used for essential public and governmental purposes, and such property and the Authority are exempt from all taxes and special assessments of the Tribe.
6. All property including funds acquired or held by the Authority pursuant to this Ordinance shall be exempt from levy and sale by virtue of an execution, and no execution or other judicial

process shall issue against the same nor shall any judgment against the Authority be a charge or lien upon such property; provided, however, that the provisions of this section shall not apply to or limit the right of obligees to pursue any remedies for the enforcement of any pledge or lien given by the Authority on its rents, fees, revenues, or property, or the right of the federal government to pursue any remedies conferred upon it by applicable federal law.

VIII. Cooperation in Connection with Projects

1. For the purpose of aiding and cooperating in the planning, undertaking, construction or operation of projects, the Three Affiliated Tribes agree that:

a. It will not levy or impose any real or personal property taxes or special assessments upon the Authority or any project.

b. It will furnish or cause to be furnished to the Authority and the tenants of projects all services and facilities of the same character and to the same extent as the Tribe furnishes from time to time without cost or charge to other dwellings and inhabitants on the Reservation.

c. Insofar as it may lawfully do so, it will grant such deviations from any present or future building code of the Tribe as are reasonable and necessary to promote economy and efficiency in the development and administration of any project, and at the same time safeguard health and safety, and make such changes in the zoning of the site and surrounding territory of any project as are reasonable and necessary for the development and protection of such project and the surrounding territory.

d. It will do any and all things, within its lawful powers, necessary or convenient to aid and cooperate in the planning, undertaking, construction or operation of projects.

e. It will join in any disposition of project property or interest therein by the Authority and make assignments or other appropriate disposition of the underlying land as permitted by law, where such action is required in order to grant the maximum interest therein permitted by law.

f. This section will not be abrogated, changed, or modified without the consent of the Department of Housing and Urban Development.

2. The Tribe declares its intention to use its lawful powers, to the extent feasible, to eliminate unsafe or unsanitary dwelling units on the Reservation, as additional dwellings are provided by projects of the Authority.

3. The Provisions of paragraph 1 of this section shall remain in effect with respect to any project as long as the project is either (a) owned by a public body or governmental agency and is used for low-rent housing purposes, (b) any contract between the Authority and the Department of Housing and Urban Development for loans or annual contributions, or both, in connection with such projects remains in force and effect, or (c) any bonds issued in connection with such project or any monies due to the Department of Housing and Urban Development in connection

with such project remain unpaid, whichever period is the longest. If at any time title to, or possession of, any project is held by an public body or governmental agency authorized by law to engage in the development or administration of low-rent housing or slum clearance projects, including the federal government, the provisions of this section shall inure to the benefit of and be enforced by such public body or governmental agency.

IX. Approval by Secretary of the Interior

With respect to any financial assistance contract between the Authority and the federal government, the Authority shall obtain the approval, if required by law, of the Secretary of the Interior or his designee.

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TRIBAL ORDINANCE NO. 1-62,
As Amended And Restated . 2006
Resolution No.

Pursuant to the authority vested in the Three Affiliated Tribes, by its Constitution, and particularly by Article VI, Sections 3, 5(d), and 5(f), and Article IX, Sections 1 and 3 thereof, and its authority to provide for the health, safety, morals and welfare of the Tribe, the Tribal Business Council of the Three Affiliated Tribes hereby charters a government agency known as the Fort Berthold Housing Authority (hereinafter referred to as the Authority), and enacts this Ordinance which shall constitute the charter of the Authority.

Deleted: public corporation

In any suit, action or proceeding involving the validity or enforcement of or relating to any of its contracts, the Authority shall be conclusively deemed to have become established and authorized to transact business and exercise its powers upon proof of the adoption of this Ordinance. A copy of the Ordinance duly certified by the Secretary of the Council shall be admissible in evidence in any suit, action, or proceeding.

I. Declaration of Need

It is hereby declared:

a. That there exists on the Fort Berthold Reservation unsanitary, unsafe, and overcrowded dwelling accommodations; that there is a shortage of safe or sanitary dwelling accommodations available at rents or prices which persons of low income can afford; and that

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such shortage forces such persons to occupy unsanitary, unsafe, and overcrowded dwelling accommodations;

b. That these conditions cause an increase in and spread of disease and crime and constitute a menace to the health, safety, morals and welfare of the residents of the Reservation; that these conditions necessitate excessive and disproportionate expenditures of public funds for crime prevention and punishment, public health and safety protection, fire and accident prevention, and other public services and facilities;

c. That these slum areas cannot be cleared, nor can the shortage of safe and sanitary dwellings for persons of low income be relieved through the operation of private enterprise;

d. That the clearance, replanning and preparation for rebuilding of these areas and the providing of safe and sanitary dwelling accommodations for persons of low income are public uses and purposes for which public money may be spent and private property acquired and are governmental functions of Tribal concern;

e. That residential construction activity is an important factor to general economic development and that the undertakings authorized by this Ordinance to aid the production of better housing and more desirable neighborhood and community development at lower costs will make possible a more stable and larger volume of residential construction activity which will assist materially in promoting employment opportunities; and

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f. That the necessity in the public interest for the provisions hereinafter enacted is hereby declared as a matter of legislative determination.

II. Purposes

The Authority shall be organized and operated for the purposes of:

a. Remediating on the Reservation and within the Authority's service area unsafe and unsanitary housing conditions, that are injurious to the public health, safety and morals;

b. Alleviating the acute shortage of decent, safe and sanitary dwellings for families of low income and other eligible persons; and

c. Providing employment opportunities on the Reservation through the construction, reconstruction, improvement, extension, alteration or repair and operation of dwelling units and community facilities.

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III. Definitions

The following terms, wherever used or referred to in this Ordinance shall have the following respective meanings, unless a different meaning clearly appears from the context:

a. "Board" means the Board of Commissioners of the Authority.

b. "Council" means the Tribal Business Council of the Three Affiliated Tribes.

Deleted: Public Housing Administration

c. "Federal government" includes the United States of America, the Department of Housing and Urban Development, or any other agency or instrumentality, corporate or otherwise, of the United States of America.

d. "Slum" means any area where dwellings predominate, which by reason of dilapidation, overcrowding, faulty arrangement or design, lack of ventilation, light or sanitary facilities, or any combination of these factors, are detrimental to safety, health and morals.

e. "Housing project" or "project" means any work or undertaking; (1) to demolish, clear, or remove buildings from any slum area; or (2) to provide or assist in providing decent, safe and sanitary dwellings, apartments, community facilities, or other living accommodations for persons of low income or for persons otherwise eligible for assistance; or (3) to accomplish a combination of the foregoing. Such work or undertaking may include the construction, rehabilitation or acquisition of buildings, land, leaseholds, equipment, facilities, and other real or personal property, the construction, improvement or acquisition of streets, sewers, water service, utilities, parks, site preparation or landscaping, and the development of administrative, community, health, recreational, welfare, or other facilities. The term "housing project" or "project" also may be applied to the planning of the buildings and improvements, the acquisition of property or any interest therein, the demolition of existing structures, the construction, reconstruction, rehabilitation, alteration or repair of the improvements or other property and all

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other work in connection therewith and the term shall include all other real and personal property and all tangible or intangible assets held or used in connection with the housing project.

f. "Persons of low income" means persons or families who lack the amount of income which is necessary (as determined by the Authority, or by applicable federal regulations, if federally restricted funds are used) to enable them, without financial assistance, to live in decent, safe, and sanitary dwellings, without overcrowding.

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g. "Bonds" means any bonds, notes, interim certificates, debentures, or other obligations issued by the Authority pursuant to Article VI of this Ordinance.

h. "Obligation" means an obligation of indebtedness other than a Bond, owed by the Authority, evidenced by a written contract, promissory note, loan agreement or other written instrument.

i. "Obligee" includes any lender, bondholder, agent or trustee for any bondholder or lender, or lessor demising to the Authority property used in connection with a project, or any assignee or assignees of such lessor's interest or any part thereof, and the federal government when it is a party to any contract with the Authority in respect to a housing project.

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IV. Organization

1. The affairs of the Authority shall be managed by a Board of Commissioners composed of ~~seven persons, including the Chairman of the Board and six members from each of the following segments of the Reservation: (1) Four Bears; (2) Mandaree; (3) New Town/Little Shell; (4) Parshall/Lucky Mound; (5) Twin Buttes; and (6) White Shield. Members of the Council are not eligible to serve on the Board.~~

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a. The ~~Chairman of the Board shall be nominated by the Tribal Chairman, subject to approval by the Tribal Council. The remaining~~ Board members shall be ~~nominated~~ by the Council ~~member for their respective segments, subject to approval by the Council.~~ A certificate of the Secretary of the Council as to the appointment or reappointment of any Commissioner shall be conclusive evidence of the due and proper appointment of the Commissioner.

Deleted: appointed, and may be reappointed.

b. The term of office shall be four years, ~~commensurate with the term of office for each segment's Council representative and, in the case of the Chairman of the Board, commensurate with the term of office of the Tribal Chairman.~~ Each member of the Board shall hold office until his successor has been appointed and has qualified.

Deleted: and staggered. When the Board is first established, one member's term shall be designated to expire in one year, another to expire in two years, a third to expire in three years, and the last two in four years. Thereafter, all appointments shall be for four years, except that in the case of a prior vacancy, an appointment shall be only for the length of the unexpired term

c. The Board shall elect from among its members a Vice-Chairman, a Secretary, and a Treasurer; and any member may hold two of these positions. In the absence of the Chairman, the Vice-Chairman shall preside; and, in the absence of both the Chairman and Vice-Chairman, the Secretary shall preside.

Deleted: The Council shall name one of the Commissioners as Chairman of the Board.

d. The Council may remove any member of the Board for cause.

e. The Commissioners shall not receive compensation for their services, but shall be entitled to compensation in the form of a reasonable stipend authorized by the Board, and reimbursement for expenses; including traveling expense incurred in the discharge of their duties.

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f. Four members of the Board shall constitute a quorum for the transaction of business, notwithstanding the existence of any vacancies.

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g. A recording Secretary appointed by the Board shall keep complete and accurate records of all meetings and action taken by the Board. The Secretary shall sign all approved minutes of Board Meetings.

h. The Treasurer or the Chief Financial Officer shall keep full and accurate financial records, make periodic reports to the Board, and shall submit a complete annual report, in written form, to the Council as required by Article VII, Section 1, of this Ordinance. The Treasurer and or the Chief Financial Officer shall be bonded in such amount as is prescribed by the Council or by any agreement to which the Authority is a party.

2. The Board shall have authority to exercise, by majority vote of those present and voting, any and all powers delegated to the Authority by this Ordinance or any amendments thereto, except as provided in Article VI, Section 5a, for the adoption of bond resolutions.

3. Meetings of the Board shall be held at regular intervals as provided in the bylaws ~~or by Board Resolution~~. ~~Special~~ meetings may be held upon 24 hours actual notice, ~~unless notice is waived by four or more members~~, provided that ~~either the Chairman or four~~ or more members, ~~call the special meeting~~.

~~Deleted:~~ Emergency
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V. Powers

1. The Authority shall have the perpetual succession in its corporate name.
2. The Authority shall have the following powers which it may exercise consistent with the purposes for which it is established.

a. The Council hereby gives its irrevocable consent to allowing the Authority to sue in its corporate name, upon any contract, claim or obligation arising out of its activities under this Ordinance. ~~The Council also~~ hereby authorizes the Authority to agree ~~solely~~ by contract ~~or other written obligation~~ to waive ~~the Authority's sovereign~~ immunity from suit, ~~immunity which the Authority possesses as an arm of the tribal government~~, provided that ~~no waiver of the Authority's immunity shall be effective unless the Board adopts a Resolution expressly approving the contract or obligation containing the waiver, including any limitations thereon~~. The Tribe shall not be liable for the debts or obligations of the Authority, except insofar as expressly authorized by this Ordinance.

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~~Deleted:~~ which it might otherwise have; but t

b. To adopt and use a corporate seal.

c. To enter into agreements, contracts and understanding with any governmental agency, federal, state or local (including the Council) or with any person, partnership, corporation or Indian tribe; and to agree to any conditions attached to federal state or private financial assistance. Notwithstanding anything to the contrary contained in this Ordinance or in any other provision of law, to agree to any conditions attached to federal state or private financial assistance relating to the determination of prevailing salaries or wages or payment of not less than prevailing salaries or wages or compliance with labor standards, in the development or administration of projects, and to include in any contract let in connection with a project, stipulations requiring that the contractor and any subcontractors comply with requirements as to minimum salaries or wages and maximum hours of labor, and comply with any conditions which the federal government may have attached to its financial aid of the project. It is the purpose and intent of this Ordinance to authorize the Authority to do any and all things necessary or desirable to secure the financial aid or cooperation of the federal government with the undertaking, construction, maintenance or operation of any project by the Authority.

d. To lease or acquire property from the Tribe and others for such periods as are authorized by law, and to hold and manage or to sublease the same.

e. To borrow money, to issue temporary or long term evidence of indebtedness, and to repay the same. Corporate bonds shall be issued and repaid in accordance with the provisions of Section VI of this Ordinance.

Deleted: In any contract with the federal government for annual contributions to the Authority, the Authority may obligate itself to convey to the federal government possession of or title to the project to which such contract relates, upon the occurrence of a substantial default as defined in such contract) with respect to the covenant or conditions to which the Authority is subject; and such contract may further provide that in case of such conveyance, the federal government may complete, operate, manage, lease, convey or otherwise deal with the project and funds in accordance with the terms of such contract, provided, that the contracts requires that, as soon as practicable after the federal government is satisfied that all defaults with respect to the project have been remedied and that the project will thereafter be operated in accordance with the terms of the contract, the federal government shall reconvey to the Authority the project as then constituted.

f. To pledge the assets and receipts of the Authority as security for debts; and to acquire, sell, lease, exchange, transfer or assign personal property or interests therein.

g. To purchase land or interests in land or take the same by gift; to lease land or interest in land to the extent provided by law.

h. To undertake and carry out studies and analyses of the housing needs on the Reservation, to prepare housing plans, to execute the same, to operate projects and to provide for the construction, reconstruction, improvement, extension, alteration or repair of any project or any part thereof.

i. To lease ~~rent or sell~~ any dwellings, accommodations, lands, buildings or facilities embraced within any project; to establish and revise rents; and to make rules and regulations concerning the occupancy, rental, care, management ~~and disposition~~ of its low-rent ~~or homeownership~~ housing units ~~and other property~~. Such rules and regulations may establish priorities for the admission of tenants ~~or homebuyers~~ and provide for the eviction of tenants ~~and eviction of or foreclosure upon homebuyers~~ for failure to ~~make required payments or other good cause~~, for failure to comply with rules and regulations, or for failure to maintain the premises in satisfactory condition. ~~The Board shall establish income and eligibility requirements which are consistent with applicable federal, state and or private grant or other requirements.~~

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In making these determinations, the Board may take into consideration family size, composition, age, physical handicaps or other factors which might affect the financial ability of

Deleted: The Board shall insure that dwelling accommodations in a housing project shall be made available only to families of low income at rentals within their financial reach by (1) establishing lower than average rentals for especially needy families, and (2) by establishing income limits for admission and continued occupancy by low income families.

the family to pay rent, and shall consider as well such economic factors as may affect the financial stability and solvency of the project.

j. To purchase insurance in any stock or mutual company for any property or against any risks or hazards.

k. To invest such funds as are not required for immediate disbursement.

l. To establish and maintain such bank accounts as may be necessary or convenient.

m. To employ an executive director, technical and maintenance personnel and such other officers and employees, permanent or temporary, as it may require; and to delegate to such officers and employees such powers or duties as the Board shall deem proper.

n. To take such further actions as are commonly engaged in by corporate bodies of this character as the Board may deem necessary and desirable to effectuate the purposes of the Authority.

o. To adopt such bylaws as the Board deems necessary and appropriate.

p. To engage in affordable housing activities as authorized by the Native American Housing Assistance and Self-Determination Act, 25 U.S.C. § 4101 et seq., and to leverage federal block grant funding to the fullest extent authorized by law.

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3. No ordinance or other enactment of the Tribe with respect to the acquisition, operation, or disposition of Tribal property shall be applicable to the Authority in its operations pursuant to this Ordinance unless the Council shall specifically so state.

VI. Bonds and Other Obligations

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1. The Authority may issue bonds from time to time in its discretion for any of its purposes and may also issue refunding bonds for the purpose of paying or retiring bonds previously issued by it. The Authority may issue such types of bonds as it may determine, including bonds on which the principal and interest are payable: (a) exclusively from the income and revenues of the project financed with the proceeds of such bonds, or with such income and revenues together with a grant from the federal government in aid of such project; (b) exclusively from the income and revenues of certain designated projects whether or not they were financed in whole or in part with the proceeds of such bonds; or (c) from its revenues generally. Any of such bonds may be additionally secured by a pledge of any revenues of any project, projects or other property of the Authority.

2. Neither the Commissioners of the Authority nor any person executing the bonds shall be liable personally on the bonds by reason of the issuance thereof.

3. The bonds and other obligations of the Authority shall not be a debt of the Tribe and the bonds and obligations shall so state on their face.

4. Bonds of the Authority are declared to be issued for an essential public and governmental purpose and to be public instrumentalities and, together with interest thereof and income therefrom, shall be exempt from taxes. The tax exemption provisions of this Ordinance shall be considered part of the security for the repayment of bonds and shall constitute, by virtue of this Ordinance and without necessity of being restated in the bonds, a contract between (a) the Authority and the Tribe, and (b) the bondholders and each of them, including all transferees of the bonds from time to time.

5. Bonds shall be issued and sold in the following manner:

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a. Bonds of the Authority shall be authorized by a resolution adopted by the vote of an absolute majority (four members) of the Board and may be issued in one or more series.

b. The bonds shall bear such dates, mature at such times, bear interest at such rates, be in such denominations, be in such form, either coupon or registered, carry such conversion or registration privileges, have such rank or priority, be executed in such manner, be payable in such medium of payments, at such places and be subject to such terms of redemption, with or without premium, as such resolution may provide.

c. The bonds may be sold at public or private sale at not less than par.

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d. In case of the Commissioners of the Authority whose signatures appear on any bonds or coupons cease to be Commissioners before the delivery of such bonds, the signature shall, nevertheless, be valid and sufficient for all purposes, the same as if the Commissioners had remained in office until delivery.

6. Bonds of the Authority shall be fully negotiable. In any suit, action or proceedings involving the validity or enforcement of any bond of the Authority or the security therefore, any such bond reciting in substance that it has been issued by the Authority pursuant to this Ordinance shall be conclusively deemed to have been issued for such purpose and the project for which such bond was issued shall be conclusively deemed to have been planned, located and carried out in accordance with the purposes and provisions of this Ordinance.

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7. In connection with the issuance of bonds or incurring of obligations of indebtedness or under leases and in order to secure the payment of such bonds or obligations, the Authority, subject to the limitations in this Ordinance, may:

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a. Pledge all or any part of its gross or net rents, fees or revenues to which its right then exists or may thereafter come into existence.

b. Provide for the powers and duties of obligees and limit their liabilities; and provide the terms and conditions on which such obligees may enforce any covenant or rights securing or relating to the bonds or obligations.

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c. Covenant against pledging all or any part of its rents, fees and revenues or against mortgaging any or all of its real or personal property to which its title or right then exists or may thereafter come into existence or permitting or suffering any lien on such revenues or property.

d. Covenant with respect to limitations on its right to sell, lease or otherwise dispose of any project or any part thereof.

e. Covenant as to what other or additional debts or obligations may be incurred by it.

f. Covenant as to the bonds to be issued and as to the issuance of such bonds in escrow or otherwise, and as the use and disposition of the proceeds thereof.

g. Provide for the replacement of lost, destroyed or mutilated bonds.

h. Covenant against extending the time for the payment of its bonds or interest thereon.

i. Redeem the bonds and covenant for their redemption and provide the terms and conditions thereof.

j. Covenant concerning the rents and fees to be charged in the operation of a project or projects, the amount to be raised each year or other period of time by rents, fees and other

revenues, and as to the use and disposition to be made thereof, subject to any restrictions imposed by federal law.

k. Create or authorize the creation of special funds for moneys held for construction or operating costs, debt service, reserves or other purposes, and covenant as to the use and disposition of the moneys held in such funds.

l. Prescribe the procedure, if any, by which the terms of any contract with bondholders may be amended or abrogated, the proportion of outstanding bonds the holds of which must consent thereto, and the manner in which such consent may be given.

m. Covenant as to the use, maintenance and replacement of its real or personal property, the insurance to be carried thereon, and the use and disposition of insurance moneys.

n. Covenant as to the rights, liabilities, powers and duties arising upon the breach by it of any covenant, condition or obligation.

o. Covenant and prescribe as to events of default and terms and conditions upon which any or all of its bonds or obligations become or may be declared due before maturity, and as to the terms and conditions upon which such declaration and its consequences may be waived.

p. Vest in any obligees or any proportion of them the right to enforce the payment of the bonds or obligations or any covenants securing or relating to the bonds or obligations.

q. Exercise all or any part or combination of the powers granted in this section.

r. Make covenants other than and in addition to the covenants expressly authorized in this section, of like or different character.

s. Make any covenants and do any acts and things necessary or convenient or desirable in order to secure its bonds, or, in the absolute discretion of the Authority tending to make the bonds more marketable although the covenants, acts, or things are not enumerated in this section.

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VII. Miscellaneous ¶

1. The Authority shall if requested by the Council in writing, submit a detailed annual report, signed by the Chairman of the Board, to the Council showing (a) the names of occupants of all the housing units, (b) the number of vacancies, if any, (c) the status of construction, maintenance and repair of all housing units, and (d) such other information as the Authority or the Council shall deem pertinent.

2. During his tenure and for one year thereafter, no officer or employee of the Authority shall voluntarily acquire any financial interest, direct or indirect in any project or in any property included or planned to be included in any project, or in any contract or proposed contract relating to any project. If any such officer or employee involuntarily acquires any such interest, or

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voluntarily or involuntarily acquired any such interest prior to appointment or employment as an officer or employee, the officer or employee, in any such event, shall immediately disclose his interest in writing to the Authority and such disclosure shall be entered upon the minutes of the Authority, and the officer or employee shall not participate in any action by the Authority relating to the property or contract in which he has any such interest. Any violation of the foregoing provisions of this section shall constitute misconduct in office. This section shall not be applicable to the acquisition of any interest in notes or bonds of the Authority issued in connection with any project, or to the execution of agreements by banking institutions for the deposit or handling of funds in connection with a project or to act as trustee under any trust indenture, or to utility services the rates for which are fixed or controlled by a governmental agency.

3. All projects of the Authority shall be subject to the Tribes' planning, zoning, sanitary and building regulations,

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4. The Authority shall not construct or operate any project for profit.

5. The property of the Authority is declared to be public property used for essential public and governmental purposes, and such property and the Authority are exempt from all taxes and special assessments of the Tribe.

6. All property including funds acquired or held by the Authority pursuant to this Ordinance shall be exempt from levy and sale by virtue of an execution, and no execution or other judicial

process shall issue against the same nor shall any judgment against the Authority be a charge or lien upon such property; provided, however, that the provisions of this section shall not apply to or limit the right of obligees to pursue any remedies for the enforcement of any pledge or lien given by the Authority on its rents, fees, revenues, or property, or the right of the federal government to pursue any remedies conferred upon it by applicable federal law.

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VIII. Cooperation in Connection with Projects

1. For the purpose of aiding and cooperating in the planning, undertaking, construction or operation of projects, the Three Affiliated Tribes agree that:

¶ a. It will not levy or impose any real or personal property taxes or special assessments upon the Authority or any project. ¶

b. It will furnish or cause to be furnished to the Authority and the tenants of projects all services and facilities of the same character and to the same extent as the Tribe furnishes from time to time without cost or charge to other dwellings and inhabitants on the Reservation.

c. Insofar as it may lawfully do so, it will grant such deviations from any present or future building code of the Tribe as are reasonable and necessary to promote economy and efficiency in the development and administration of any project, and at the same time safeguard health and safety, and make such changes in the zoning of the site and surrounding territory of

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any project as are reasonable and necessary for the development and protection of such project and the surrounding territory.

d. It will do any and all things, within its lawful powers, necessary or convenient to aid and cooperate in the planning, undertaking, construction or operation of projects.

e. It will join in any disposition of project property or interest therein by the Authority and make assignments or other appropriate disposition of the underlying land as permitted by law, where such action is required in order to grant the maximum interest therein permitted by law.

f. This section will not be abrogated, changed, or modified without the consent of the [Department of Housing and Urban Development](#).

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2. The Tribe declares its intention to use its lawful powers, to the extent feasible, to eliminate unsafe or unsanitary dwelling units on the Reservation, as additional dwellings are provided by projects of the Authority.

3. The Provisions of paragraph 1 of this section shall remain in effect with respect to any project as long as the project is either (a) owned by a public body or governmental agency and is used for low-rent housing purposes, (b) any contract between the Authority and the [Department of Housing and Urban Development](#) for loans or annual contributions, or both, in connection with such projects remains in force and effect, or (c) any bonds issued in connection with such

Deleted: Public Housing Administration

project or any monies due to the Department of Housing and Urban Development in connection with such project remain unpaid, whichever period is the longest. If at any time title to, or possession of, any project is held by an public body or governmental agency authorized by law to engage in the development or administration of low-rent housing or slum clearance projects, including the federal government, the provisions of this section shall inure to the benefit of and be enforced by such public body or governmental agency.

IX. Approval by Secretary of the Interior

With respect to any financial assistance contract between the Authority and the federal government, the Authority shall obtain the approval if required by law of the Secretary of the Interior or his designee.




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 Regular TBC, 2007; 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.

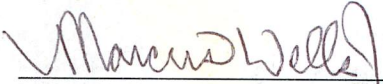
Chairman [] Voting. [] Not voting.

Dated this 11th day of January, 2007.

ATTEST:



Executive Secretary, Judy Brugh
Tribal Business Council
Three Affiliated Tribes



Tribal Chairman, Marcus Wells, Jr.
Tribal Business Council
Three Affiliated Tribes