



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

***A Resolution entitled, "Engagement of Donsia Strong Hill – Strong Hill Associates LTD as Financing Legal Counsel for the Three Affiliated Tribes."***

**WHEREAS,** This Nation having accepted the Indian Reorganization Act of June 18, 1934, and the authority under said Act and having adopted a Constitution and By-laws pursuant to said Act; and

**WHEREAS,** The Constitution and By-laws of the Three Affiliated Tribes was adopted by membership of the Tribes on May 15<sup>th</sup>, 1936 pursuant to the Indian Reorganization Act of 1934 and duly approved by the Secretary of Interior; and

**WHEREAS,** Article III of the Constitution of the Three Affiliated Tribes provides that the Tribal Business Council is the governing body of the Tribes; and

**WHEREAS,** The Constitution of the Three Affiliated Tribes 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 desires to engage Financing Legal Counsel to assist in any structured financing and/or refinancing the Tribes may entertain; and

**WHEREAS,** The Tribal Business Council has reviewed the Engagement Letter for Donsia Strong Hill – Strong Hill Associates LTD and now finds it desirable to enter into said legal services agreement.

**NOW THEREFORE BE IT RESOLVED,** that the Tribal Business Council of the Three Affiliated Tribes hereby approves the Engagement Letter with Donsia Strong Hill – Strong Hill Associates LTD to serve as Financing Legal Counsel for any structured financing and/or refinancing the Tribes may entertain.

**BE IF FURTHER RESOLVED,** the Tribal Business Council authorizes and directs CFO Whitney Bell and the Legal Department to finalize a Legal Services Contract for Donsia Strong Hill – Tyson Strong Hill Connor LLP to serve Borrower's Counsel; and

**BE IT FURTHER RESOLVED,** The Tribal Business Council authorizes the Tribal Chairman to execute an engagement letter with Donsia Strong Hill – Strong Hill Associates Ltd; and



**BE IT FINALLY RESOLVED**, This resolution and actions contained herein shall supersede and rescind any prior resolutions and engagement agreements between Donsia Strong Hill including any prior firms Strong Hill was associated with and the Three Affiliated Tribes.

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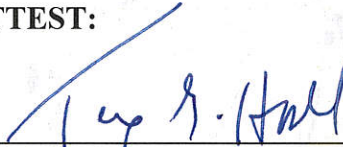
**CERTIFICATION**

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 Special Meeting thereof duly called, noticed, convened and held on the 5<sup>th</sup> day of May, 2012, 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 5<sup>th</sup> day of May, 2012.

  
\_\_\_\_\_  
Executive Secretary, V. Judy Brugh.  
Tribal Business Council  
Three Affiliated Tribes

**ATTEST:**  
  
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Chairman, Tex G. Hall  
Tribal Business Council  
Three Affiliated Tribes