



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

**A Resolution entitled, “South Segment Community Development Corporation (a non-profit corporation) of the South Segment Community”**

**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 under said Act; and

**WHEREAS,** pursuant to Article III, Section 1 of the Constitution and By Laws of the Three Affiliated Tribes, 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,** Certain enrolled members of the South Segment Community of the Three Affiliated Tribes including the South Segment Tribal Business Council Representative are desirous of establishing a non-profit corporation and have approached the Tribal Business Council with a request that the Three Affiliated Tribes grant a non-profit corporate charter to their prospective non-profit community development corporation; and

**WHEREAS,** The Tribal Business Council has received the proposed Articles of Incorporation for the prospective non-profit community development corporation to be known as the South Segment Community Development Corporation (SSCDC); and

**NOW THERE FOR IT BE RESOLVED,** That the Tribal Business Council of the Three Affiliated Tribes, pursuant to its Constitutional power and authority, hereby grants a non-profit corporate charter to the corporation to be known as the South Segment Community Development Corporation; and.

**BE IT FINALLY RESOLVED,** That a portion of the South Segment Community’s JTAC allocation, or other revenue sources will fund the startup costs of the newly created non-profit corporation, South Segment Community Development Corporation

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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, 6 were present at a Regular Meeting thereof duly called, noticed, convened and held on the 19<sup>th</sup> day of May, 2014, 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 19<sup>th</sup> day of May, 2014.

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

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

**SOUTH SEGMENT COMMUNITY DEVELOPMENT CORPORATION  
ARTICLES OF INCORPORATION**

Pursuant to the authority granted by the Constitution of the Three Affiliated Tribes the Tribal Business Council of the Three Affiliated Tribes has granted this Charter to a non-profit Corporation known as the SOUTH SEGMENT COMMUNITY DEVELOPMENT CORPORATION (SSCDC) by Tribal Business Council Resolution # 14-078-WJB duly adopted on 5-19-2014, at a regular meeting.

**ARTICLE I**

The name of the Corporation shall be the SOUTH SEGMENT COMMUNITY DEVELOPMENT CORPORATION hereinafter referred to as the Corporation. The Corporation shall be separate and distinct from the Three Affiliated Tribes.

**ARTICLE II**

The period of duration of Corporation shall be perpetual.

**ARTICLE III**

The purposes for which the Corporation is organized and chartered are as follows:

A. The general purpose of this Corporation is to promote economic development activities in six primary areas of focus: Community Planning, Commercial Development, Business/ Technology Training, Community/Youth Development, Health Care and Housing Development and in conjunction therewith, to enhance employment opportunities for members of the South Segment Community of the Three Affiliated Tribes who reside within the exterior boundaries of the Fort Berthold Reservation.

B. The Corporation will create business development activities for the South Segment District of the Fort Berthold Reservation to assist in creating commerce for the business enterprises in all six (6) districts of the Fort Berthold Reservation.

C. The Corporation will create an economically viable community by improving the unemployment rates, poverty levels, expanding training opportunities developing enterprises in depressed areas, assisting South Segment Community members to obtain financial literacy and expanding housing opportunities for low income persons and families.

D. The Corporation will have all and exercise any of the powers necessary and convenient to affect any or all of the purposes for which the Corporation is organized and chartered as authorized by the Tribal Business Council of the Three Affiliated Tribes.

#### ARTICLE IV

The Corporation shall have the following powers which it may exercise consistent with the purposes for which it has been organized and chartered.

A. To purchase take receive, take by gift, devise, or bequest, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property, or an interest therein, wherever situated; provided, however, any proposed transfer of title to real property from trust to fee patent status shall be subject to review by the Tribal Business Council of the Three Affiliated Tribes.

B. To sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of its property and assets, provided, however, any proposed transfer of title to real property from trust to fee patent status shall be subject to review by the Tribal Business Council of the Three Affiliated Tribes.

C. To make contracts and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issues its notes, bonds or other obligations, by mortgage or pledge of all or any of its property, franchises and income.

D. To lend money for its corporate purposes, invest and reinvest its funds and take and hold real and personal property as security for payment of funds so loaned or invested.

E. To elect and appoint officers and agents of the Corporation, and to define their duties and fix their compensation.

F. To make and revise bylaws, not inconsistent with this Charter, for the administration and regulation of the affairs of the Corporation.

G. To make donations for the public welfare or for charitable, scientific or educational purposes.

H. To generally have and exercise all powers necessary or convenient to affect any or all of the purposes for which the Corporation has been organized and chartered.

J. To assert or waiver the sovereign immunity of the Three Affiliated Tribes where appropriate, and any waiver shall be strictly limited to the amount of any contract executed by the Corporation.

#### ARTICLE V

The Corporation is not organized for profit and shall have no capital stock. The South Segment Community of the Three Affiliated Tribes shall be the owner.

#### ARTICLE VI

The provisions for the regulation of the internal affairs of the Corporation, including provisions for the distribution of assets on dissolution or final liquidation are as follows:

A. The purpose of the Corporation, shall be exclusively charitable within the meaning of Section 501(c)(3) of the Internal Revenue Code.

B. Notwithstanding any other provision of the Charter, the Corporation shall not carry on any other activity not permitted to be carried on:

(a) by a corporation exempt from the federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), or

(b) by a corporation, contributions to which are deductible under Section 170(3) of the Internal Revenue code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

C. Upon the dissolution of the Corporation, the Board of Directors shall, after making provision for the payment of all of the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purpose of the Corporation in such a manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Corporation shall determine.

D. No part of any net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered.

E. No substantial part of the activities of the Corporation shall be constituted by the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for office.

## ARTICLE VII

The name of the current registered agent and the address of the initial registered office of the Corporation is as follows:

South Segment Development Corporation  
c/o Adnan Aldayel (Ph.D.)  
426 7<sup>th</sup> Ave. South  
New Rockford, ND 58356-2112

## **ARTICLE VIII**

The number of directors constituting the Board of Directors shall be four (3). The names and addresses of the persons who are to serve as the directors are as follows:

President: Cory Spotted Bear

Vice President: Doyle Deon Bell

Secretary: Vanessa Holen

Treasurer: Maynard Kevin Demaray

## **ARTICLE IX**

The names and addresses of the incorporators of the Corporation are as follows:

South Segment Community Development

c/o Adnan Aldayel (Ph.D.)

426 7<sup>th</sup> Ave. South

New Rockford, ND 58356-2112

## **ARTICLE X**

The bylaws shall be adopted by the Board of Directors of the Corporation. The power to alter, amend or repeal the bylaws or adopt new bylaws shall be vested in the Board of Directors of the Corporation. The bylaws may contain any provisions for the regulation and management of the affairs of the corporation not inconsistent with this Charter.

## **ARTICLE XI**

Amendments to this Charter may be made from time to time in any and as many aspects as desired at any regular or special meeting of the Board of Directors of the Corporation held for said purpose: provided further that the respective duly adopted amendment be approved by the Tribal Business Council of the Three Affiliated Tribes.