



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

A Resolution Entitled: “Tribal Business Council Consideration of Investment Funding to Pathway 2 Solutions, LLC, A Subsidiary Corporation of the Tribe.”

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, 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, It is in the best interests of the Tribal Business Council of the Three Affiliated Tribes to assist and develop the endeavors of tribal enterprises in pursuing business development opportunity benefitting economic development of the Three Affiliated Tribes; and

WHEREAS, The Tribal Business Council organized and granted a corporate charter to a wholly-owned tribal business limited liability company known as “Pathway 2 Solutions, LLC” for the purpose of engaging in government and commercial capital intensive business activity; and

WHEREAS, In order for Pathway 2 Solutions, LLC to accomplish its purpose of engaging in government and commercial capital intensive business activity, it is in the best interests of the Tribal Business Council to provide investment capital to Pathway 2 Solutions, LLC; and

NOW THEREFORE BE IT RESOLVED, that the Tribal Business Council of the Three Affiliated Tribes pursuant to the authority granted by the Constitution of the Three Affiliated Tribes hereby approves making an investment of \$6,000,000 to Pathway 2 Solutions, LLC of which \$900,000 shall be a capital contribution to Pathway 2 Solutions, LLC, and the balance (\$5,100,000) shall be a investment loan to Pathway 2 Solutions, LLC and repaid to the Three Affiliated Tribes.



NOW THEREFORE BE IT RESOLVED, that the Tribal Business Council of the Three Affiliated Tribes directs the Chief Financial Officer to prepare the necessary documents for the capital contribution and investment loan.

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, 7 were present at a Regular Meeting thereof duly called, noticed, convened, and held on the 16th day of April, 2015; that the foregoing Resolution was duly adopted at such Meeting by the affirmative vote of 6 members, 1 member opposed, 0 members abstained, 0 members not voting, and that said Resolution has not been rescinded or amended in any way.

Chairman [X] voting. [] not voting.

Dated this 16th day of April, 2015.

ATTEST:

Tribal Secretary, L. Kenneth Hall
Tribal Business Council
Three Affiliated Tribes

Tribal Chairman, Mark N. Fox
Tribal Business Council
Three Affiliated Tribes