



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

A Resolution entitled: “Approval and authorization for West Segment Development Corporation to procure a loan in the amount of \$15,000,000 through participation in the New Markets Tax Credit program for purposes of completing construction of the Mandaree Community Center, in accordance with plans as approved by the Tribal Business Council”

- 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 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,** 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,** Article VI, Section 5(1) of the Constitution of the Three Affiliated Tribes provides that the Tribal Business Council has the power to adopt resolutions regulating the procedure of the Tribal Business Council and other Tribal agencies and Tribal officials of the Reservation; and
- WHEREAS,** The Tribal Business Council passed Resolution No. 97-213-DSB, establishing a charter of the West Segment Development Corporation, a non-profit corporation, as attached hereto; and
- WHEREAS,** Article III of the Corporate Charter states as follows: Section B) To engage in any lawful activity in furtherance of the aforementioned purpose and have all the powers and rights conferred by the Three Affiliated Tribes pursuant to the grant of the Charter to the Corporation; Section C) To generate revenue, after costs of the corporation, for the establishment of or operation of social programs within the six segments located on the Fort Berthold Reservation; and
- WHEREAS,** Article IV, Section C of the Corporate Charter states: To purchase, take, receive, lease, take by gift, devise or bequest or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property, or any interest therein, wherever situated; and
- WHEREAS,** Article IV, Section D of the Corporate Charter states: To sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of its property or assets; and



WHEREAS, The West Segment has the opportunity to participate in the Federal New Markets Tax Credit program, which provides for low interest loans and tax credit reimbursements on loans to native entities, which reimburse to the borrower approximately 20% of the moneys borrowed; and

WHEREAS, The loan to be authorized hereunder requires that the Three Affiliated Tribes extend its credit for security on the loan; loan repayment may be made exclusively out of future segment allocations for West Segment with payments drawn directly out of each year's allocation prior to distribution to West Segment,

THEREFORE BE IT RESOLVED, that the Tribal Business Council of the Three Affiliated Tribes acknowledges and recognizes the cultural and social benefit that a Community Center provides for all tribal members at large and in this case the tribal members of the West Segment community, and the inherent benefit therefore;

BE IT FURTHER RESOLVED, that the Tribal Business Council of the Three Affiliated Tribes recognizes the prudent opportunity presented to West Segment by participating in the New Markets Tax Credit program and procuring a loan in the amount of \$15,000,000 for completion of the Mandaree Community Center in accordance with the plans and specifications previously approved by the Tribal Business Council;

BE IT FURTHER RESOLVED, that the Tribal Business Council of the Three Affiliated Tribes hereby authorizes West Segment to participate in the New Market Tax Credit program and secure a loan in the amount of \$15,000,000 for completion of the Mandaree Community Center in accordance in with the plans and specifications previously approved by the Tribal Business Council;

BE IT FURTHER RESOLVED, that the Tribal Business Council of the Three Affiliated Tribes authorizes the extension of its credit to allow West Segment to participate in the New Market Tax Credit program to secure the loan of \$15,000,000.00, with the understanding that repayment shall be exclusively out of future allocations to West Segment, with each annual payment being withheld and paid directly on the loan obligation prior to each year's distribution to West Segment;

BE IT FINALLY RESOLVED, that all documents necessary for procuring the loan described herein shall be reviewed and approved by Three Affiliated Tribes Business Council Legal Department.

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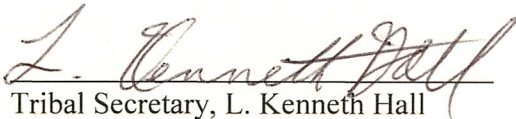


CERTIFICATION

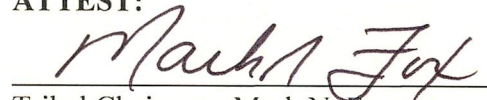
I, the undersigned, as Secretary of the Tribal Business Council of the Three Affiliated Tribes of the Fort Berthold Indian Reservation hereby certify that the tribal Business Council is composed of seven (7) members of whom five (5) constitute a quorum, 7 were present at a Special Meeting thereof duly called, noticed, convened and held on the 2nd day of December, 2015, that the foregoing Resolution was duly adopted at such meeting by the affirmative vote of 7 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 [X] Voting. [] Not Voting.

Dated this 2nd day of December, 2015.


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

ATTEST:


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