



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

A Resolution entitled, "Approving Purchase of Land for Drug Treatment Facility in Bismarck, North Dakota."

WHEREAS, The Mandan Hidatsa and Arikara Nation ("Nation" or "Tribes") having accepted the Indian Reorganization Act of June 18, 1934 ("IRA"), and the authority under said Act and having adopted a Constitution and By-Laws pursuant to said Act; and

WHEREAS, The Constitution of the Nation 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, Section 1 of the Constitution of the Nation provides that the Tribal Business Council is the governing body of the Tribes; and

WHEREAS, Article VI, Section 5(c) of the Constitution of the MHA Nation specifically authorizes and empowers the Tribal Business Council to administer funds within the exclusive control of the Nation and to make expenditures from available Tribal funds for public purposes for the Nation; and

WHEREAS, The Tribal Business Council has identified a need to develop a new drug treatment facility ("Project") in Bismarck, North Dakota; and

WHEREAS, The property upon which the Project will be situated is located in Block 2 of Memory 1st Addition to the City of Bismarck and contains approximately 703,060 square feet (16.14 acres); and

WHEREAS, The purchase price for the property is \$4,900,000 payable as follows:

\$50,000.00 as earnest money deposited in an escrow account with Bismarck Title Company, 209 S. Washington St., Bismarck, ND 58504, within three (3) business days following the effective date of the Purchase Agreement (attached hereto). The earnest money shall be applied to the purchase price at closing if the parties close the transaction. If this transaction is terminated before closing, the earnest money shall be returned to the Nation, except as provided for in the Purchase Agreement.

The balance of the Purchase Price shall be paid and deposited with Bismarck Title Company on or before September 15, 2016. Escrowed funds will be release as detailed in the Escrow Agreement (attached hereto).



; and

WHEREAS, The Nation shall not be obligated to complete the purchase of the property unless and until the seller obtains all necessary governmental approvals to permit the Project on the property, approval of the final plat by the City, and annexation of the property by the City; and

WHEREAS, RBK Ventures, LLP (the “Seller”), is responsible for constructing all road work to provide actual and legal access, sufficient to the Nation’s purpose, through publically dedicated streets or through perpetual ingress/egress easements (the “Road Work”); and

WHEREAS, Seller is further responsible for installing any and all utilities to serve the property, including water and gas mains, power lines, sanitary and storm sewers, etc. (the “Utilities”); and

WHEREAS, Bismarck Title Company shall be authorized to release \$2,400,000 of the purchase price for the express purpose of funding the Seller’s completion of the Road Work and Utilities; and

WHEREAS, In the event that Seller defaults under the Purchase Agreement, Seller is required to return to the Nation any and all monies paid to the Seller in association with the Project, including the Earnest Money and the total Purchase Price.

NOW THEREFORE BE IT RESOLVED, the Tribal Business Council of the Three Affiliated Tribes hereby approves the \$4,900,000 purchase of the property described herein for use as a drug treatment facility in accordance with a Purchase Agreement and Escrow Agreement, substantially in the form attached hereto and incorporated herein by reference.

BE IT FINALLY RESOLVED, the Tribal Chairman is hereby authorized execute the Purchase Agreement and Escrow Agreement, and such amendments thereto that do not result in an increase of the purchase price of the property, with the approval of legal counsel, and to take such action as is necessary to carry out the terms and intent of this Resolution.

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 Regular Meeting thereof duly called, noticed, convened and held on the 11 day of August, 2016, that the foregoing Resolution was duly adopted at such meeting by the affirmative vote of 5

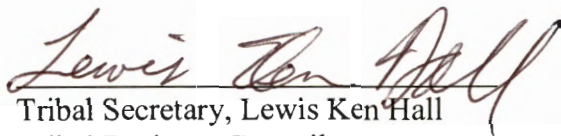


members, 0 members opposed, 0 members abstained, 2 members not voting, and that said Resolution has not been rescinded or amended in any way.

Chairman Voting. [] Not Voting.

Dated this 11 day of August, 2016.

ATTEST:



Tribal Secretary, Lewis Ken Hall
Tribal Business Council
Three Affiliated Tribes



Tribal Chairman, Mark Fox
Tribal Business Council
Three Affiliated Tribes

11/11/16