



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

A Resolution entitled, “*Approval of White Shield Segment Representative to Negotiate a Settlement for Three Affiliated Tribes and White Shield Segment with DJR Architecture, Inc. and DA Construction Management, LLC, for Contracts Relating to Construction of the White Shield K-12 School and the White Shield Head Start.*”

- 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 authorized 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 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,** Article VI Section 5(c) of the Constitution of the Three Affiliated Tribes provides that the Tribal Business Council has the power to administer any funds or property within the exclusive control of the Tribes and to make expenditures from available Tribal funds for public purposes of the Tribes; and
- WHEREAS,** The Tribal Business Council, in conjunction with the White Shield Segment of the MHA Nation, previously approved appropriations and contracts for certain projects in the White Shield Segment beginning in FY2014, including the White Shield K-12 School and the White Shield Head Start (the Projects); and
- WHEREAS,** The Three Affiliated Tribes and the White Shield Segment contracted with DA Construction Management Co. LLC d/b/a DJR Construction Management LLC (DA) for construction management and DJR Architecture, Inc. (DJR) for preparation of plans and specifications and other architectural services for the Projects; and
- WHEREAS,** Problems and issues arose with DA on the Projects resulting in differences to the extent that it was no longer possible for the White Shield Segment and MHA Nation to work with DA and it is appropriate that the contract with DA be terminated; and
- WHEREAS,** Issues arose between the White Shield Segment and DJR and it is appropriate that the contract with DJR be terminated; however, it is critical that for securing full federal funding that the plans for the White Shield K-12 School receive 100% approval and



certification from the BIA Division of Safety and Risk Management (DSRM), DJR is very close to accomplishing this (at 99%), and it is appropriate that DJR complete this obligation and obtain 100% certifications before its contract is terminated and its obligations cease.

WHEREAS White Shield Segment has procured a contract with a reputable contractor, Graham Construction Services, Inc. (Graham), for completion of White Shield K-12 School, and it is necessary for Graham to have consent of DSR for proprietary use of the drawings, plans and specifications so that it can mobilize to complete the Projects; and

WHEREAS Time is of the essence for completing the Projects, and it is essential that the plans and specifications receive 100% DSRM certification; and

WHEREAS Attorneys for the MHA Nation and the White Shield Segment, together with representatives of the White Shield School District, have met with DA and DJR and negotiated a reasonable resolution and settlement of all matters between MHA Nation and White Shield Segment relative to the contracts with DA and DJR, such settlement to allow for assurance that DJR continues its work until the 100% certifications is accomplished, that conveyance of ownership rights of the drawings and plans and specifications is made to MHA, White Shield Segment, and their designated contractor, and that mutual release will be given releasing all parties of any further liability or obligations, other than finishing work necessary to remediate the requirements listed in the Head Start Inspection Report dated April 11, 2017; and

WHEREAS It is in the best interests of the MHA Nation and the White Shield Segment that a proposed settlement in accordance with the terms proposed in the attached letter and attached Mutual Release be approved and entered, so that the Project can proceed promptly to completion.

THEREFORE BE IT RESOLVED, That the Tribal Business Council of the Three Affiliated Tribes hereby approves the White Shield Segment Representative to negotiate a settlement of all claims between the MHA Nation and White Shield Segment that may exist for or against DA Construction Management Co. LLC d/b/a DJR Construction Management LLC for construction management and DJR Architecture, Inc., for the architectural work for the construction of the White Shield K-12 School and Head Start building, conditioned upon DJR obtaining 100% certifications by BIA DSRM, and with the exception of the requirements listed in the Head Start Inspection Report dated April 11, 2017.

BE IT FINALLY RESOLVED, That the Tribal Business Council Chairman is hereby authorized to take such action as is necessary to execute the settlement once it is finalized.



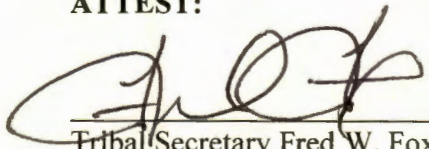
CERTIFICATION

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 **11th** day of **May**, 2017, 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.

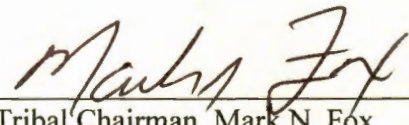
Chairman [X] Voting. [] Not Voting.

Dated this 11th day of May, 2017.

ATTEST:



Tribal Secretary Fred W. Fox
Tribal Business Council
Three Affiliated Tribes



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