



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

**A Resolution Entitled, “*Declaring Intention to Reimburse Expenditures from the Proceeds of Tax-Exempt Obligations*”**

- WHEREAS,** The Mandan Hidatsa and Arikara Nation (MHA Nation), also known as the Three Affiliated Tribes, having accepted the Indian Reorganization Act of June 18, 1934, the authority under said Act, and having adopted a Constitution and By-laws (the Constitution) under said Act, and
- WHEREAS,** Pursuant to Article III, Section 1 of the Constitution, the Tribal Business Council is the governing body of the MHA Nation; and
- WHEREAS,** The Constitution 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 MHA Nation and of the enrolled members thereof; and
- WHEREAS,** Article VI, Section 5(c) of the Constitution 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 Indian Tribal Government Tax Status Act allows Indian tribal governments to be treated as states for purposes of issuing qualified tax exempt debt obligations; and
- WHEREAS,** As a result of the Covid-19 pandemic oil prices have collapsed, causing the tribal government to lose a significant amount of royalty and tax revenue from oil and gas development on the Reservation; and
- WHEREAS,** The resulting loss of tribal royalty and tax revenue makes it necessary to finance all or a portion of the MHA Nation’s capital improvement and infrastructure costs for FY 2020 and 2021 with tax exempt obligations; and
- WHEREAS,** The MHA Nation has paid, and will pay on and after the date hereof, and prior to the issuance of the obligations, certain expenditures (the “Expenditures”) in connection with the capital and infrastructure projects (the “Projects”), as more fully described in the MHA Nations FY 2020 and 2021 budgets and in Appendix A attached hereto; and
- WHEREAS,** The MHA Nation, as the Issuer, reasonably expects to use proceeds of the Obligations to reimburse itself for expenditures for the Projects paid prior to the



date of issuance of the Obligations, and the principal amount of the Obligations to be issued for costs of the Projects are not expected to exceed \$150,000,000; and

**WHEREAS,** In order to use proceeds of the Obligations to reimburse expenditures paid prior to the date of issuance of the Obligations, regulations adopted by the Internal Revenue Service (26 Code Fed. Regs. § 1.150-2) require, with certain exceptions, that the MHA Nation declare its reasonable official intent to reimburse such expenditures from proceeds of the Obligations prior to or not later than 60 days after payment of the expenditure; and

**WHEREAS,** Proceeds of such Obligations are generally required to be allocated to reimbursement expenditures no later than 18 months after the later of (i) the date the cost is paid, or (ii) the date the Projects (or each component thereof) are placed in service or abandoned (but in no event more than three years after the cost is paid); and

**WHEREAS,** It is necessary under the Indian Tribal Government Tax Status Act that the MHA Nation declare its official intent to reimburse the expenditures referenced herein;

**NOW THEREFORE BE IT RESOLVED,** Effective immediately, the Tribal Business Council hereby declares the Issuer's intent to reimburse the Issuer with the proceeds of the Obligations, not to exceed \$150,000,000.00, for the Expenditures with respect to the Projects made on and after July 4, 2020, which date is no more than 60 days prior to the date hereof. The Issuer reasonably expects on the date hereof that it will reimburse the Expenditures with the proceeds of the Obligations.

**BE IT FURTHER RESOLVED,** The Expenditures will be for costs of a type that are properly chargeable to a capital account (or would be so chargeable with a proper election) under general Federal income tax principles.

**BE IT FURTHER RESOLVED,** The Issuer will make a reimbursement allocation, which is a written allocation by the Issuer that evidences the Issuer's use of proceeds of the Obligations to reimburse an Expenditure, no later than 18 months after the later of the date on which the Expenditure is paid or the Project is placed in service or abandoned, but in no event more than three years after the date on which the Expenditure is paid. The Issuer recognizes that exceptions are available for certain "preliminary expenditures," costs of issuance, certain de minimis amounts, expenditures by "small issuers" (based on the year of issuance and not the year of expenditure) and expenditures for construction projects of at least 5 years.

**BE IT FURTHER RESOLVED,** This Resolution is adopted pursuant to Treasury Regulation Section 1.150-2(e) promulgated under the Internal Revenue Code, and constitutes an "official intent" within the meaning of such section.

Attachment A to Resolution No. 20-170-FWF

	Cost	Balance
Admin Building	\$33,666,072.00	\$29,463,397.00
Mandaree School	\$47,000,000.00	\$32,129,033.00
Parshall Muti Family Housing	\$5,986,300.00	\$5,986,300.00
Parshall Elder Assisted Living		
Parshall School	\$17,000,000.00	\$1,500,000.00
White Shield Master Plan	\$4,226,927.00	\$2,089,439.00
White Shield Community Center	\$20,796,867.00	\$20,617,667.00
White Shield Bus Garage	\$4,164,506.00	\$1,581,516.00
White Shield Athletic Field	\$9,500,000.00	\$9,500,000.00
White Shield Ree Ranch		
Improvements		
White Shield Safety Center	\$7,803,575.00	\$5,917,896.00
White Shield Water Tower	\$2,734,000.00	\$2,734,000.00
Twin Buttes Community Building	\$18,615,488.00	\$1,240,802.00
Twin Buttes Buffalo Project		
Twin Buttes Hotel	\$1,388,898.00	\$201,150.00
Casino	\$45,000,000.00	\$45,000,000.00
Four Bears C-Store	\$5,827,697.00	\$2,470,148.00
Veterans Center	\$9,313,400.00	\$467,974.00
Water Park	\$3,100,000.00	\$3,100,000.00
Interpretive Center	\$29,824,465.00	\$5,690,029.00
Dental Clinic	\$7,000,000.00	\$7,000,000.00
North Segment Car Wash		
North Segment Skating Rink		
Diabetes Center	\$11,900,000.00	\$11,900,000.00
EMS Building Mandaree	\$4,700,000.00	\$4,700,000.00
Roads	\$39,000,000.00	\$34,173,147.00
Sec 17		
S Mandaree Intake	\$7,000,000.00	\$7,000,000.00
Pond	\$13,000,000.00	\$13,000,000.00
Transitional Housing Facility		
Twin Buttes Water Treatment	\$11,000,000.00	\$3,000,000.00
Total	<u>\$359,548,195.00</u>	<u>\$250,462,498.00</u>



**BE IT FINALLY RESOLVED**, This declaration is made solely for purposes of establishing compliance with 26 Code Fed. Regs. § 1.150-2. This declaration does not bind the Issuer to make any expenditure, incur any indebtedness, or proceed with the Projects.

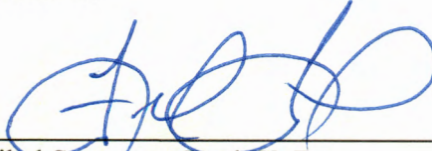
**CERTIFICATION**

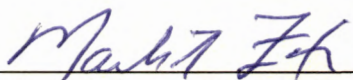
I, the undersigned, as Secretary of the Tribal Business Council of the Three Affiliated Tribes of the Fort Berthold Indian Reservation, hereby certify that the Tribal Business Council is composed of seven (7) members of whom five (5) constitute a quorum, 5 were present at a Special Meeting thereof duly called, noticed, convened and held on the 2<sup>nd</sup> day of September 2020, 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 2<sup>nd</sup> day of September, 2020.

**ATTEST:**

  
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Tribal Secretary, Fred W. Fox  
Tribal Business Council

  
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Tribal Chairman, Mark N. Fox  
Tribal Business Council