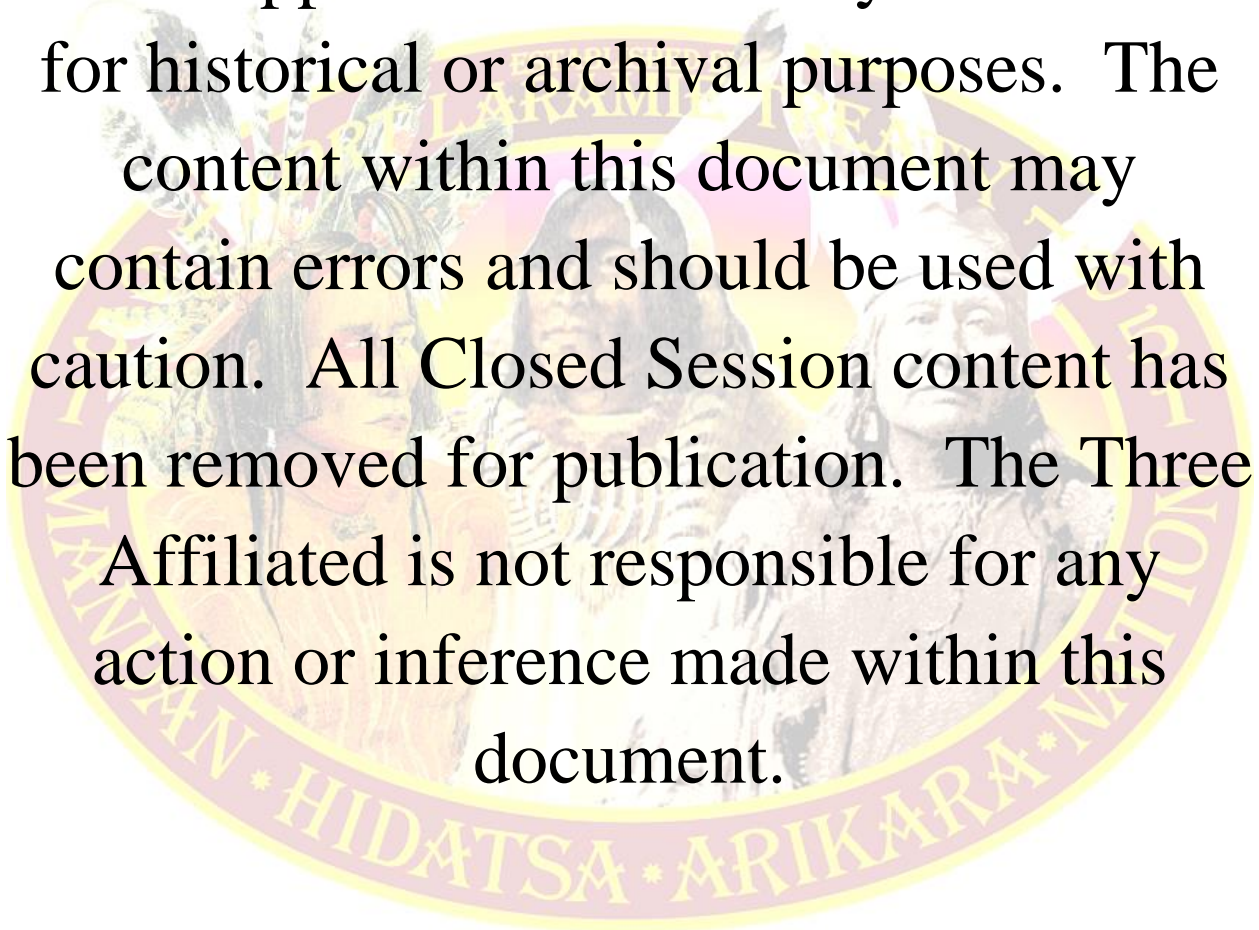
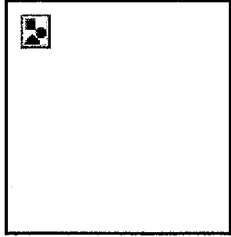


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MANDAN, HIDATSA, & ARIKARA NATION

***Three Affiliated Tribes, Fort Berthold Indian Reservation
404 Frontage Road, New Town, North Dakota 58763-9402***

**THREE AFFILIATED TRIBES
TRIBAL BUSINESS COUNCIL
SPECIAL BUDGET MEETING
FEBRUARY 05, 2003**

01. **CALL TO ORDER:**

Chairman Hall called the meeting to order at 2:28 p.m.

02. **ROLL CALL:**

PRESENT: Councilman Daylon Spotted Bear, Councilman Marcus Wells, Jr., Chairman Tex G. Hall, Councilman Malcolm Wolf, Councilman Mervin Packineau, and Councilman Randy Phelan. Councilman Austin Gillette entered the meeting at 4:54 p.m.

OTHERS PRESENT: CEO, Richard Mayer; Lawrin Hugh Baker, Federal Programs Administrator; Pat Wilkinson, Assistant Federal Programs Manager; CFO, Steve Salvesson; Financial Advisor Assistant, Meranda Sanderson; Assistant to Councilman Gillette, Diana Poitra; Stephanie Baker, Office Assistant; Belle Dean Chase, Records Manager; and Jean Baker, Recording Secretary.

03. **APPROVAL OF THE AGENDA:**

Councilman Phelan moved to approve the agenda as amended. Councilman Wells seconded the motion.

AMENDMENTS:

- A. Land Purchase-Refinery Project
- B. Project Labor Agreement for Four Bears Bridge
- C. Pemina Yellow Bird Proposal
- D. BOR Indirect Cost Resolution
- E. Nakota Band of SASK.
- F. Four Bears Gravel/FBDC

VOTE: 6 Ayes, 0 Nays, 0 Abstentions, 0 Not voting. Motion carried

Agenda Item for March 13, 2003: 2001 Audit Drafts.

04. THREE AFFILIATED TRIBES FY-03 BUDGET DISCUSSION:

- Tribal share of Casino Loan @ \$6,190,043.00
- Tribal accounts reflecting Mandaree School @ \$2,800,000.00
- Total debt to reflect on tribal accounts @ \$38,028,128.44
- Debit Commitment on Casino @ \$18,932,957.00 (not affected Tribes ability to borrow)

The members present reviewed the draft budget, discussed each line items independently and made amendments.

05. ESTIMATED BUREAU OF RECLAMATION SETTLEMENT: RESOLUTION NO. 03-081-RP

Councilman Phalen moved to authorize Legal Department and the appropriate staff to develop Resolution No. 03-081-RP to identify the funds owed the Three Affiliated Tribes by the Bureau of Reclamation including Indirect Cost match of approximately \$1,128,075; and the cost of the water haulers to use as a minimum starting point. Councilman Wells seconded the motion.

DISCUSSION: The negotiations include direct construction, administrative costs, indirect costs (and shortfall) TERO Fees and all other necessary costs. Hugh Baker will draft a resolution with documentation to identify the funds from the BOR; with the total due of \$1,128,075.

VOTE: 5 Ayes, 0 Nays, 0 Abstentions, 0 Not voting. Motion carried.

06. AUTHORITY TO NEGOTIATE INDIRECT COST BUDGET RESOLUTION NO. 03-082-RP:

Councilman Wells moved to approve Resolution No. 03-082-RP, which empowers the Chief Financial Officer, Steve Salvesson and Financial Advisor, Marcus Wells, Sr., the authority to negotiate the indirect cost rates with the Office of the Inspector General to negotiate the Indirect Cost rates with the Office of the Inspector General for FY-99 through 2003. Councilman Phalen seconded the motion.

VOTE: 6 Ayes, 0 Nays, 1 Abstentions, 0 Not voting. Motion carried.

NOTE: Councilman Austin Gillette entered the meeting at 4:54 p.m.

07. TWIN BUTTES CUSTOM HOMES INTERIM LOAN; RESOLUTION NO.03-083-RP

Councilman Spotted Bear moved for the benefit of the Twin Buttes Custom Homes, the Tribal Business Council agree to provide an interim loan to TBCH in the amount of \$182,000.00 to be paid from the proceeds of the Native American Bank loan proceeds at loan closing. Councilman Phelan seconded the motion.

DISCUSSION: The TBCH would begin making payments on the \$64,000 after the Project Manager negotiated with the Chief Financial Officer

VOTE: 6 Ayes, 0 Nays, 0 Abstentions, 0 Not voting. Motion carried.

DISCUSSION: Councilman Wells asked if the Twin Buttes Custom Homes who are working with the Fort Berthold Development Corporation on construction costs could either build a house or a garage on-site.

08. TWIN BUTTES CUSTOM HOMES-TRIBAL GUARANTEE- RESOLUTION NO. 03-084-RP:

Councilman Spotted Bear moved to approve the Resolution titled; "Twin Buttes Custom Homes, Tribal Guarantee and change the language to: " Native American Bank, omitting "the Three Affiliated Tribes, and to include the lease between the TBCH in the resolution. Councilman Wells seconded the motion.

VOTE: 6 Ayes, 0 Nays, 1 Abstentions, 0 Not voting. Motion carried.

09. LAND ACQUISITION FOR CLEAN FUELS REFINERY; RESOLUTION NO. 03-085-RP:

Councilman Gillette moved to approve the purchase of Tract one, two and three inclusive of all buildings on the parcel as described above, for a total of \$441,427.50 plus real estate fees. Councilman Packineau seconded the motion.

VOTE: 7 Ayes, 0 Nays, 0 Abstentions, 0 Not voting. Motion carried.

10. FORT BERTHOLD DEVELOPMENT CORPORATION: RESOLUTION 03-086-RP:

Councilman Gillette moved to authorize a loan of \$50,000.00 to the Fort Berthold Development Corporation and after the dispute with IRS is settled, to repay the Tribe at the end of the fiscal year. Councilman Phalen seconded the motion.

DISCUSSION: The Chief Executive Officer, Richard Mayer will draft the resolution. This action was imminent as decisions of prior management resulted in a \$50,000 pay back to the Internal Revenue Service.

VOTE: 7 Ayes, 0 Nays, 0 Abstentions, 0 Not voting. Motion carried.

11. APPROVAL OF THE TAT BUDGET OF \$23,000,000 for FY-03; RESOLUTION NO. 03-087-RP

Councilman Wells moved to approve the Three Affiliated Tribal Budget at \$23,000.00 for the fiscal year with amendments. Councilman Gillette seconded the motion.

DISCUSSION: Chairman Hall stated for the record that the budget was reduced from \$28,000,000 to \$23,000,000.

VOTE: 7 Ayes, 0 Nays, 0 Abstentions, 0 Not voting. Motion carried.

12. COMPLIANCE WITH TERO ON THE FOUR BEARS BRIDGE PROJECT- RESOLUTION NO. 03-088-RP

Councilman Wells moved to approve Resolution No. 03-088-RP; with amended language: " If the bridge is built under cost, the savings is returned to the tribe because of the disadvantaged area the reservation is located on." Councilman Phelan seconded the motion.

DISCUSSION: Mr. Ratliff indicated that President Bush prohibits awarding federal funds to federal projects; and if the bid opening were delayed after February 14, 2003, the Memorandum Of Agreement would be rescinded. If the bridge is built under cost the funds will be returned to the Tribe, and would be deposited into the general fund. The easement allows the Tribe to negotiate with the Department of transportation. The request for proposals (RFP) has gone out to the bidders, requiring familiarity with tribal laws and register with the Tribal Employment Rights Office, (TERO).

VOTE: 5 Ayes, 1 Nay, 1 Abstention, 0 Not voting. Motion carried.

13. COSTS OF LIVING AND RATE OF INFLATION ADJUSTMENT FOR THE TRIBAL BUSINESS COUNCIL OF THE THREE AFFILIATED TRIBES FOR FISCAL YEAR 2003: RESOLUTION NO. 03-089-RP

Councilman Wells moved to approve the adjustment with a base year of 1994 annual salary amount of \$52,250 which is equal to \$63,250 cost of living and rate of inflation.

Councilman Spotted Bear seconded the motion.

VOTE: 3 Ayes, 3 Nays, and 1 Abstention. Motion failed.

14. PEMINA YELLOW BIRD CONSULTANT AGREEMENT:

Councilman Wolf moved to approve a consultant agreement between the Three Affiliated Tribes and Pemina Yellow Bird for a period of one month beginning February 05, 2003 and March 05, 2003, with the first payment being \$1,000 for 15 days. Councilman Gillette seconded the motion.

DISCUSSION: Pemina Yellow Bird will assist the Cultural Preservation Office in writing a proposal and budget for a sole-source contract between the Army Corps of Engineers and the MHA Nation concerning the completion of a Cultural Resources Management Plan for Corps lands surrounding Lake Sakakawea.

VOTE: 7 Ayes, 0 Nays, 0 Abstention, 0 Not voting. Motion carried.

15. MERVIN PACKINEAU FARM PASTURE LEASE:

Councilman Gillette moved to approve a farm pasture lease for Mervin Packineau who was the only one who bid on the lease. Councilman Phelan seconded the motion.

VOTE: 6 Ayes, 0 Nays, 1 Abstentions, 0 Not voting. Motion carried.

16. ENVIRONMENTAL TRANSFER TO NRD:

Councilman Wells moved to approve the transfer of Clifton Whitman from the Environmental Department to the Natural Resource Department at the same rate of pay. Councilman Spotted Bear seconded the motion.

VOTE: 4 Ayes, 2 Nays, 0 Abstention, 1 Not voting. Motion carried.

17. GRAVEL RATES FOR A MAXIMUM PRICE:

Councilman Wolf moved to authorize Richard Mayer, Esley Thornton, Jr. and Kyle Baker to proceed forward researching the best rate for gravel. Councilman Packineau seconded the motion.

DISCUSSION: Richard Mayer questioned if this action would allow Chairman Hall to sign off on a negotiated agreement. Chairman Hall clarified after it was researched and a recommendation for the best rate was presented to Council, he would be authorized to sign an agreement.

VOTE: 6 Ayes, 0 Nays, 0 Abstentions, 1 Not voting. Motion carried.

18. EXTENSION OF 30-DAY FOR STEPHANIE BAKER:

Councilman Phelan moved to approve a 30-day extension for Stephanie Baker, Office Assistant, in the Records Management at a rate of \$10.00 per hour beginning February 05, 2003 thru March 04, 2003. Councilman Gillette seconded the motion.

VOTE: 7 Ayes, 0 Nays, 0 Abstentions, 0 Not voting. Motion carried.

19. PENSION PLAN FOR PAST/PRESENT COUNCIL MEMBERS:

Councilman Gillette moved to adopt a Pension Plan for past and present Council members. Councilman Packineau seconded the motion.

DISCUSSION: Chairman Hall said he would have to oppose this motion and if the JTAC funds are being used, to caution the members it may jeopardize the funds. After discussing the issue, the motion and second were amended:

Councilman Gillette amended his motion to "propose" the adoption of a Pension Plan for former and current Tribal Business Council members. Councilman Packineau concurred with the amendment.

FOR THE RECORD: Councilman Phelan said he would vote for this issue, because of elders who served on previous councils would be appropriated funds of this nature.

ROLL CALL VOTE: Councilman Spotted Bear (Aye) Councilman Gillette (Aye) Councilman Wells (Nay) Chairman Hall (Nay) Councilman Wolf (Nay) Councilman Packineau (Aye) Councilman Phelan (Aye) Motion carried.

DISCUSSION: Councilman Phelan stated for the record that this is only a proposal.

20. ADJOURNMENT:

Councilman Wolf moved to adjourn the meeting at 1:29 a.m. Councilman Phalen seconded the motion.

VOTE: 7 Ayes, 0 Nays, 0 Abstentions, 0 Not voting. Motion carried.

CERTIFICATION OF MINUTES

The undersigned, as Executive 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 seven (7) members, of whom five (5) members constitute a quorum. Seven members were present at a REGULAR Meeting thereof duly called, noticed, convened, and held on the 13 day of February whereupon the Three Affiliated Tribes Recording Secretary presented the foregoing minutes for approval.

Said minutes were duly approved as amended by the affirmative vote of 7 Members, 0 Members opposed, 0 Members abstained, 0 Members not voting. Motion carried

Chairman (X) Voting () Not voting

Submitted by,

Ardel Jean Baker, Recording Secretary
Tribal Business Council, Three Affiliated Tribes

Date

Randy Phelan, Executive Secretary
Tribal Business Council, Three Affiliated Tribes

Date

ATTEST:

Tex G. Hall, Tribal Chairman
Tribal Business Council, Three Affiliated Tribes

Date