



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

**A Resolution Entitled, "Makes Cents, Inc. and Uetsa Tsakits, Inc. Shareholder  
Distributions"**

- 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,** Pursuant to Article VI, Section 5(1) of the Constitution, the Tribal Business Council has the power to adopt Resolutions regulating the procedures of the Tribal Business Council, its agencies and officials; 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 MHA Nation and to make expenditures from available Tribal funds for public purposes for the MHA Nation; and
- WHEREAS,** The Tribal Business Council has previously formed and operated Makes Cents Inc. (Makes Cents) under tribal authority and law to pursue economic development opportunities as a wholly-owned Tribal Entity; and
- WHEREAS,** Pursuant to TBC Resolution 12-060-VJB, the MHA Nation formed Makes Cents in the best interest of the MHA Nation and its members since the MHA Nation and its members have historically suffered from economic depression and slow economic growth; and
- WHEREAS,** The Tribal Business Council has previously formed and operated Uetsa Tsakits, Inc. (Uetsa Tsakits) under tribal authority and law to pursue economic development opportunities as a wholly-owned Tribal Entity; and
- WHEREAS,** Pursuant to TBC Resolution 19-226-FWF, the MHA Nation formed Uetsa Tsakits in the best interest of the MHA Nation and its members since the MHA Nation



and its members have historically suffered from economic depression and slow economic growth; and

**WHEREAS,** Pursuant to TBC Resolution 19-225-FWF, the Tribal Business Council approved the corporate reorganization of both Makes Cents and Uetsa Tsakits; and

**WHEREAS,** As wholly-owned corporate subsidiaries of the MHA Nation, Makes Cents and Uetsa Tsakits were formed with the purposes of promoting the self-sufficiency of the Three Affiliated Tribes and its members and families, and to address the socio-economic and cultural needs of the MHA Nation, its members, and its community; and

**WHEREAS,** Makes Cents and Uetsa Tsakits provide shareholder distributions to the Tribe, as the sole shareholder of both Makes Cents and Uetsa Tsakits; and

**WHEREAS,** Revenue received by the MHA Nation from Makes Cents and Uetsa Tsakits must be used for public purposes of the MHA Nation that serve the health, education, and general welfare of the MHA Nation and its members; and

**WHEREAS,** Makes Cents' and Uetsa Tsakits' have adopted policies that distribute shareholder dividends from Makes Cents' and Uetsa Tsakits' operating accounts to the MHA Nation's General Fund account as a monthly dividend totaling Two Hundred and Eighty Thousand Dollars and No Cents (\$280,000.00); and

**WHEREAS,** The monthly distributions are contingent upon Makes Cents and Uetsa Tsakits each maintaining adequate capital to pay for their operating expenses, to continue expansion and strategic planning efforts, and to pay for other financial commitments and obligations, and will be reviewed quarterly by each Companies' Board of Directors and Chief Executive Officer, with the Chief Executive Officer and the Board of Directors notifying the Tribal Council on a bi-annual basis in writing of the ability of each Company to continue the current distribution formula; and

**WHEREAS,** The Tribal Business Council has determined it appropriate to earmark the monthly shareholder distributions within the MHA Nation's General Fund account for distribution evenly across the MHA Nation's segments - White Shield; Twin Buttes; New Town/Little Shell; Mandaree; Four Bears; Parshall/Lucky Mound- and the Chairman's office, to be used by each exclusively for public purposes of the MHA Nation that serve the health, education, and general welfare of the MHA Nation and its members in order to promote greater self-determination, political and social autonomy and cultural rejuvenation and survival; and



**NOW THEREFORE BE IT RESOLVED**, The Tribal Business Council of the Three Affiliated Tribes of North Dakota acknowledges and supports Makes Cents' and Uetsa Tsakits' shareholder distribution policies.

**BE IT FURTHER RESOLVED**, The monthly dividend distributions to the MHA Nation's General Fund account in the amount of \$280,000.00, shall be distributed to each of the six segments and the Chairman's office in equal amounts of \$40,000.00 per month. The recipients of the dividends shall use the funds exclusively for projects and programs that serve the health, education, and general welfare of the MHA Nation and its members.

**BE IT FURTHER RESOLVED**, Makes Cents' and Uetsa Tsakits' distributions are contingent on sufficient net income that Makes Cents and Uetsa Tsakits generate, as well as the results of periodic financial projections that could impact Makes Cents' and Uetsa Tsakits' business operations or the overall economic wellbeing and management decisions of the business as determined by the Companies' Board of Directors and Chief Executive Officer. Should such circumstances impact the ability of Makes Cents or Uetsa Tsakits to distribute dividends to the MHA Nation on a given month, then the applicable Company's Chief Executive Officer shall inform the Tribal Business Council.

**BE IT FURTHER RESOLVED**, The Tribal Business Council acknowledges that Makes Cents' and Uetsa Tsakits' shareholder distribution policy adopted herein will automatically terminate without any further action required after three years from January 21, 2021, and that Make Cents and Uetsa Tsakits will develop a new shareholder distribution policy based on changed circumstances in revenue, the needs of the Tribes, Company revenues, and other related factors.

**BE IT FINALLY RESOLVED**, That the Tribal Chairman and Tribal Treasurer are authorized to take such action as is necessary to carry out the terms and intent of this Resolution.

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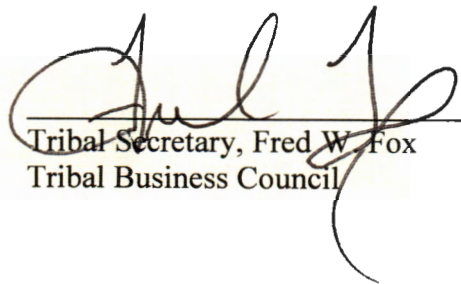
**CERTIFICATION**

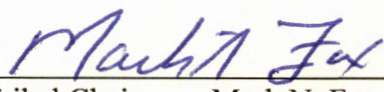
I, the undersigned, as Secretary of the Tribal Business Council of the Three Affiliated Tribes of the Fort Berthold Indian Reservation, hereby certify that the Tribal Business Council is composed of seven (7) members of whom five (5) constitute a quorum, 7 were present at a Regular Meeting thereof duly called, noticed, convened and held on the 14<sup>th</sup> day of January 2021, that the foregoing Resolution was duly adopted at such meeting by the affirmative vote of 6 members, 0 members opposed, 1 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 14<sup>th</sup> day of January, 2021.

**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