

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

- WHEREAS, This Nation having accepted the Indian Reorganization Act of June 18, 1934, and the authority under said Act; and
- WHEREAS, The Constitution of the Three Affiliated Tribes 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 VI, Section 5(a) of the Constitution specifically authorizes and empowers the Tribal Business Council to manage all economic affairs and enterprises of the Three Affiliated Tribes; and
- WHEREAS, Article VI, Section 5(c) of the Constitution specifically authorizes and empowers the Tribal Business Council to administer any funds or property within the exclusive control of the Tribes; and
- WHEREAS, The Tribal Business Council established the Fort Berthold Development Corporation (FBDC) to take the lead economic role in the development and management of Tribal enterprises on the Fort Berthold Reservation; and
- WHEREAS, By a lease and concession agreement dated April 14, 1971, the Tribal Business Council assigned to the FBDC the management responsibility for the Four Bears Complex; and
- WHEREAS, The FBDC is being reorganized in accordance with the directions of the Tribal Business Council; and
- WHEREAS, Said reorganization includes the installation of the following identified new Board members:
- John Fox, Jr.
Leo Cummings
Avallon Knight
Claryca Mandan
Ken Deane
- pursuant to Article 10 of the Charter of the FBDC; and
- WHEREAS, Certain members of the past Board of Directors have been inactive or otherwise unable to discharge their functions as corporate directors, and those inactive members should be notified that they have been replaced pursuant to Article 10 of the Bylaws of the FBDC; and
- WHEREAS, The Tribal Business Council considers it inappropriate for the new Directors to be burdened by potential liabilities for the past acts and/or omissions of the past Board of Directors.

- BE IT FURTHER RESOLVED, That the Tribal Business Council hereby directs the Legal Department to notify those former directors of the Board of the FBDC who have become inactive that they have been replaced.
- BE IT FURTHER RESOLVED, That the Tribal Business Council hereby absolves by way of indemnity the proposed Board of Directors from any liability resulting from the past acts and/or omissions of any preceding Board of Directors, acting collectively or individually under the ostensible authority of the FBDC.
- BE IT FURTHER RESOLVED, That the Legal Department is directed to obtain suitable liability insurance that will protect the new Board of Directors from liability for any acts or omissions to act that are taken consistent with the terms of the Charter and Bylaws of the FBDC.
- BE IT FURTHER RESOLVED, That the Tribal Business Council will enter into such liability insurance as recommended by the Legal Department within two (2) months of the date of this resolution.

CERTIFICATION

I, the undersigned, as 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 11 members of whom 7 constitutes a quorum, 11 were present at a Special Meeting thereof duly called, noticed, convened, and held on the 25th day of October, 1984; that the foregoing Resolution was duly adopted at such meeting by the affirmative vote of 11 members, 0 members opposed, 0 members abstained, 0 members not voting, and that said Resolution has not been rescinded or amended in any way.

Dated this 25th day of October, 1984.

John Chargin
Secretary, Tribal Business Council

ATTEST:

Alyce Colled Bear
Chairman, Tribal Business Council