

**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(c) of the Constitution of the Three Affiliated Tribes specifically authorizes and empowers the Tribal Business Council to administer the funds within the exclusive control of the Tribes and to make expenditures from available Tribal funds for the public purposes of the Tribes; and

WHEREAS, Monica M. Mayer, a member of the Three Affiliated Tribes who has recently secured her M.D. degree, has approached the Tribal Business Council with a formal request for a loan, the proceeds of which would be used to defray a portion of her living expenses incurred during her medical residency in Minot, North Dakota; and

WHEREAS, Monica M. Mayer has submitted a proposed loan agreement, titled "Memorandum of Agreement" (which document is attached hereto), wherein Ms. Mayer has set forth all of the considerations and requirements relating to the loan, including her express desire and intent to practice medicine on the Fort Berthold Reservation upon completion of her medical residency; and

WHEREAS, Based on its comprehensive review of the attached Memorandum of Agreement and in the interest of encouraging Tribal members with M.D. degrees to practice on the Reservation for the benefit of their people, it is the considered judgment of Tribal Business Council that the loan request submitted by Monica M. Mayer should be granted;

NOW, THEREFORE, BE IT RESOLVED, That the Tribal Business Council of the Three Affiliated Tribes hereby grants to Monica M. Mayer a loan in the amount of Twenty-Five Thousand Dollars (\$25,000.00) and authorizes and directs the Chairman and the Treasurer of the Council to execute on behalf of the Three Affiliated Tribes duplicate copies of the attached Memorandum of Agreement.

C E R T I F I C A T I O N

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 7 members of whom 5 constitute a quorum, 7 were present at a Regular Meeting thereof duly called, noticed, convened, and held on the 11th day of January, 1996; that the foregoing Resolution was duly adopted at such Meeting by the affirmative vote of 5 members, 1 members opposed, 1 members abstained, 0 not voting, and that said Resolution has not been rescinded or amended in any way.

Dated this 11th day of January, 1996.

Daylon Spotted Bear
Secretary, Tribal Business Council

ATTEST:



Chairman, Tribal Business Council

MEMORANDUM OF AGREEMENT

THIS AGREEMENT, made and entered into this 11th day of January 1996, by the Three Affiliated Tribes Tribal Business Council, acting for and on behalf of the Three Affiliated Tribes of North Dakota, and Monica M. Mayer, M.D., P.O. Box 634, New Town, North Dakota.

WITNESSETH:

That the Three Affiliated Tribes Tribal Business Council, hereinafter referred to as the TRIBE, hereby contracts with Monica M. Mayer, M.D., and the parties agree to the matters hereinafter mentioned:

1. That the TRIBE shall loan to Monica M. Mayer, M.D. the sum of \$25,000 (twenty-five thousand dollars), interest free, to be utilized to defray costs and expenses to maintain a domicile in Minot, North Dakota throughout the term of her medical residency with an expected completion date in December 1998.
2. That Monica M. Mayer, M.D. shall designate the Fort Berthold Indian Reservation as the site for her completion of the required four-year service payback under the Indian Health Service's P.L. 94-437 contract service.
3. That the TRIBE shall grant loan forgiveness in the amount of \$5,000 (five thousand dollars) per year for each year that Monica M. Mayer, M.D. maintains employment as a Medical Doctor on the Fort Berthold Indian Reservation.
4. That Monica M. Mayer, M.D. shall be permitted to accelerate full payment of any outstanding loan balance under this agreement at any time prior to the expiration of the agreement.
5. That this agreement shall be terminated without further obligation under the agreement on the part of Monica M. Mayer, M.D. or her estate, in the event that she should be unable to fulfill the terms of this agreement due to circumstances beyond her control. Such circumstances shall include her death or physical or mental incapacity.

6. That this agreement shall be in force throughout the period from the date set forth hereinabove to the date on which Monica M. Mayer M.D. has fully satisfied her loan repayment obligation in accordance with Clause 9 hereinbelow, as read in its entirety.

7. That commencement of the obligation to repay the loan proceeds shall be deferred until such time as Monica M. Mayer, M. D. has completed her medical residency.


8. That the loan repayment obligation shall commence upon entry into an employment agreement between Monica M. Mayer, M.D. and the Indian Health Service. All terms of such employment agreement, including supervision, shall remain within the exclusive control of Monica M. Mayer, M.D. and the Indian Health Service.

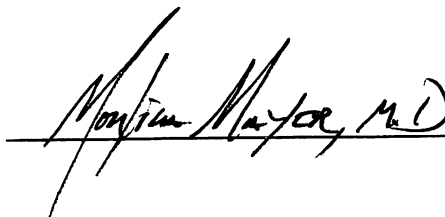
9. That, subject to Clauses 3, 4, and 5 hereinabove, Monica M. Mayer, M.D. shall repay the loan proceeds to the Tribe as follows: equal quarterly payments shall be made in the amount of \$1,250 (one thousand, two hundred, fifty dollars), the first quarterly payment to be made on the 1st day of the fourth full month after the date on which Monica M. Mayer, M.D. actually commences her employment with the Indian Health Service.

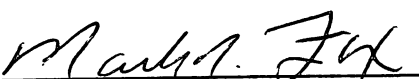
IN WITNESS WHEREOF, the parties have hereunto set their respective hands on the day and year first above written.

THREE AFFILIATED TRIBES

MONICA M. MAYER, M. D.

BY: 
RUSSELL D. MASON, SR.
CHAIRMAN, TRIBAL BUSINESS COUNCIL


MONICA M. MAYER, M.D.

BY: 
MARK N. FOX
TREASURER, TRIBAL BUSINESS COUNCIL

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