

**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,** The Tribal Business Council has chartered an independent, Tribally owned business entitled Fort Berthold Development Corporation (FBDC), whose primary business is building construction and modification; and
- WHEREAS,** FBDC has bid successfully on more than \$1 million in construction contracts on or near the Fort Berthold Reservation, and now employs generally more than 30 persons, almost all of whom are Tribal members, and is expected to provide profits back to the Three Affiliated Tribes for its efforts as these projects are completed; and
- WHEREAS,** From time to time in the course of doing business, FBDC finds it necessary to borrow funds from various sources to purchase or lease various items needed for its continued operations or for a particular project, including equipment, vehicles and tools, concrete forms or additional materials which are needed to complete a project for which FBDC has been awarded the contract; and
- WHEREAS,** Typically, because FBDC does not have an established credit history, lenders require that FBDC obtain a general guarantee by the Tribe, with a corresponding limited waiver of sovereign immunity, of such funds as FBDC needs to borrow; and
- WHEREAS,** FBDC has sufficient collateral to secure each and every loan or credit line it may wish to obtain, apart from any Tribal guarantee of such borrowed funds; and
- WHEREAS,** Often, such Tribal guarantee must be obtained quickly, prior to when the Council can meet to approve such guarantee;

**NOW, THEREFORE, BE IT RESOLVED**, that for the benefit of the Fort Berthold Development Corporation, the Tribal Business Council hereby agrees to provide a Tribal guarantee to FBDC of a total lending limit of \$500,000, limited to no more than \$100,000 per transaction, along with the necessary limited waiver of sovereign immunity and limitation of jurisdiction of disputes under such guaranty to tribal court, subject to the following: that for each transaction up to the amounts specified: 1) FBDC obtains, in writing, the approval of the Chairman and the Treasurer of the Tribe; 2) FBDC reviews the loan documents with Tribal legal counsel and abides by such legal recommendations as may be made; 3) FBDC submits, along with such request for approval of a Tribal guarantee a report to the Tribal Business Council of the total amounts requested to date and the status of such loan requests; and 4) FBDC no less than quarterly a full financial report to the Tribal Business Council, including a status report concerning all outstanding indebtedness; and

**NOW, THEREFORE BE IT FURTHER RESOLVED**, that the Tribal Business Council direct its financial advisor and legal department to assist FBDC in obtaining such financing as it may deem necessary consistent with the limits of the Tribal guarantee of such financing as are contained in 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 7 members of whom 5 constitute a quorum, 7 were present at a Regular Meeting thereof duly called, noticed, convened, and held on the 16<sup>th</sup> day of December, 1997; that the foregoing Resolution was duly adopted at such Meeting by the affirmative vote of 4 members, 3 members opposed, 0 members abstained, 0 members not voting, and that said Resolution has not been rescinded or amended in any way.

Dated this 16<sup>th</sup> day of December, 1997.

Daylon Spotted Bear  
Secretary, Tribal Business Council

ATTEST:

