

**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 public purposes of the Tribes; and
- WHEREAS,** The Tribes intend to purchase certain pieces of roads equipment, which pieces of heavy equipment are identified in Schedule A incorporated in the attached Municipal Lease-Purchase Agreement between the Three Affiliated Tribes and Government Capital Corporation ("Agreement"); and
- WHEREAS,** It is proposed that financing for the lease-purchase of the identified equipment will be provided by Government Capital Corporation through the vehicle of the attached Agreement and related documents which are attached to and made part of the Agreement; and
- WHEREAS,** The Legal Department of the Three Affiliated Tribes participated in the final development of the attached Agreement and related documents for the purpose better protecting the interests of the Tribes; and
- WHEREAS,** The Tribal Business Council has reviewed and discussed the substance of the attached Agreement and related documents and has determined that the interests of the Three Affiliated Tribes will be well-served by entry into the attached Agreement;
- NOW, THEREFORE, BE IT RESOLVED,** That the Tribal Business Council of the Three Affiliated Tribes hereby approves entry into the attached Municipal Lease-Purchase Agreement between the Three Affiliated Tribes and Government Capital Corporation.

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BE IT FURTHER RESOLVED, That the Tribal Business Council hereby authorizes and directs the Chairman of the Tribal Business Council to execute the Municipal Lease-Purchase Agreement with Government Capital Corporation, in addition to all other documents related to this transaction, on behalf of the Three Affiliated Tribes.

BE IT FURTHER RESOLVED, That the Tribal Business Council of the Three Affiliated Tribes hereby grants a limited waiver of immunity from suit in the event that the Tribes default under the Agreement and any money damages awarded or adjudged against the Tribes shall be limited to amount of the Tribes' obligation under the Agreement.

BE IT FURTHER RESOLVED, That the Tribal Business Council of the Three Affiliated Tribes hereby designates the attached Municipal Lease-Purchase Agreement between the Three Affiliated Tribes and Government Capital Corporation as a "qualified tax exempt obligation" for the purposes of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended.

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 23rd day of November, 1999; that the foregoing Resolution was duly adopted at such Meeting by the affirmative vote of 7 members, 0 members opposed, 0 members abstained, 0 not voting, and that said Resolution has not been rescinded or amended in any way.

Dated this 23rd day of November, 1999.

Daylon Spotted Bear
Secretary, Tribal Business Council

ATTEST:

[Signature]
Chairman, Tribal Business Council