



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

A Resolution entitled, “Tribal Ownership of a Financial Institution.”

WHEREAS, This Nation having accepted the Indian Reorganization Act of June 18, 1934, and the authority under said Act and having adopted a Constitution and By-Laws pursuant to said Act; and

WHEREAS, The Constitution of the Three Affiliated Tribes (“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 III of the Constitution of the Three Affiliated Tribes provides that the Tribal Business Council (“Council”) is the governing body of the Tribes; and

WHEREAS, The Three Affiliated Tribes (“Tribes”) has determined that it is in the best economic interest, pursuant to its inherent sovereignty and the Constitution and By-Laws, and on behalf of and in the interests of the welfare and benefit of the Tribes and of the enrolled members thereof to pursue Tribal economic development opportunities; and

WHEREAS, The Council has discussed that the Tribes and its members have routinely suffered from economic depression and slow economic growth,

WHEREAS, The Council has discussed that financial institutions do not effectively serve our Tribe’s communities and the needs of the Tribes’ members, do not promote the self-sufficiency of the Tribes and its members and families, and do not address the socio-economic and cultural needs of the Tribes, its members, and its community; and

WHEREAS, The Council has discussed that the Tribes’ efforts to build capital within the Tribal community can be enhanced and promoted through tribal ownership of a financial institution; and

WHEREAS, The Council has discussed that options available to acquire ownership of a financial institution include the establishment of a new institution or the purchase of an existing institution; and



WHEREAS, The Council has discussed that because of the unsettled national economy and the existing regulatory environment in the financial institutions industry, the opportunity to establish a new commercial bank is more difficult than a few years ago and although the costs of pursuing such action are not certain the amount of capital required for a new commercial bank charter and deposit insurance could be \$10 million or more, which does not include the costs associated with professional fees and related expenses; and

WHEREAS, The Council has discussed that there is presently an opportunity to have the Tribes purchase an existing commercial bank and it is estimated that the costs of doing so, including the purchase price plus the costs associated with professional fees and related expenses would equal approximately \$8 - \$8.5 million; and

WHEREAS, The Council believes that is in the best interests of the Tribes to investigate the present opportunity to have the Tribes purchase an existing commercial bank; and

NOW THEREFORE BE IT RESOLVED, that the Council hereby approves and authorizes the Tribes to investigate the present opportunity to purchase an existing commercial bank so that a determination can be made whether to pursue the opportunity and approve the funding necessary for the purchase price; and

BE IT FINALLY RESOLVED, that the Chairman is hereby directed and authorized to take such further actions as are deemed necessary or desirable to carry out the terms and intent of this resolution, including the authorization of appropriate contracts with an investment banking firm, professional recruitment firm, law firm and bank consultant(s), provided that the amount of such contracts does not exceed \$175,000 in the aggregate.



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, 6 were present at a regular Meeting thereof duly called, noticed, convened and held on the 12th day of September, 2013, that the foregoing Resolution was duly adopted at such meeting by the affirmative vote of 6 members, 0 members opposed, 0 members abstained, 0 members not voting, and that said Resolution has not been rescinded or amended in any way.

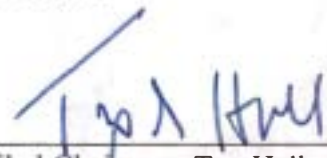
Chairman [] Voting. [] Not Voting.

Dated this 12th day of September, 2013.

ATTEST:



Executive Secretary V. Judy Brugh
Tribal Business Council
Three Affiliated Tribes



Tribal Chairman, Tex Hall
Tribal Business Council
Three Affiliated Tribes