



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

***A Resolution Entitled, "Authorizing Woodstone, Inc. as general contractor for the Construction of the Parshall Assisted Living Project and a Limited Waiver of Sovereign Immunity"***

- WHEREAS,** The Mandan Hidatsa and Arikara Nation (MHA Nation), also known as the Three Affiliated Tribes, having accepted the Indian Reorganization Act of June 18, 1934, the authority under said Act, and having adopted a Constitution and By-laws (the Constitution) under said Act, and
- WHEREAS,** Pursuant to Article III, Section 1 of the Constitution, the Tribal Business Council is the governing body of the MHA Nation; and
- WHEREAS,** The Constitution 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 MHA Nation and of the enrolled members thereof; and
- WHEREAS,** Pursuant to Article VI, Section 5(1) of the Constitution, the Tribal Business Council has the power to adopt Resolutions regulating the procedures of the Tribal Business Council, its agencies and officials; and
- WHEREAS,** Article VI, Section 5(c) of the Constitution specifically authorizes and empowers the Tribal Business Council to administer funds within the exclusive control of the Nation and to make expenditures from available Tribal funds for public purposes for the Nation; and
- WHEREAS,** The Tribal Business Council has determined it beneficial to develop an assisted living facility ("Project") in Parshall, North Dakota for the purposes of providing personal care services, program administration, health and food services to its elders and to promote the health and economic development of the Tribe and its members; and
- WHEREAS,** The Tribal Business Council authorized the use of Nelson Tremain Partnership, P.A., Inc. ("Nelson Tremain") for all architecture, engineer, and design work for the Project in the amount of \$339,344.00 plus reimbursable expenses not to exceed \$72,000 on February 13, 2020, by way of Resolution No. 20-035-FWF; and
- WHEREAS,** The Tribe engaged in open bidding with respective general contractors for the work to be conducted in the building and construction of the Project;



**WHEREAS,** Based upon all bids received, Woodstone, Inc. has presented as the apparent lower bidder with a proposed bid price of \$7,999,629.00 for their services as a construction manager contractor in the building of the Project; and,

**WHEREAS,** The Tribes have negotiated the terms of a Standard Form of Agreement between Owner and Construction Manager as Constructor and General Conditions of the Contract for Construction (“Agreement”) to provide professional services for the construction of the Project; and,

**WHEREAS,** The total Project cost, including costs for Nelson-Tremain, construction costs, Owner’s Costs and Contingencies, is estimated to not exceed Nine Million Three Hundred Ninety Three Thousand Six Hundred and Twelve Dollars and Zero Cents (\$9,393,612.00); and

**WHEREAS,** Part of the Agreement, Woodstone, Inc. seek to include a limited waiver of sovereign immunity.

**NOW THEREFORE BE IT RESOLVED,** that the Three Affiliated Tribes hereby authorizes and approves Woodstone, Inc. as the general contractor of the Project in accordance with the Standard Form of Agreement between Owner and Construction Manager as Constructor and General Conditions of the Contract for Construction, subject to legal review.

**BE IT FURTHER RESOLVED,** that the Tribal Business Council authorize the appropriation of funds for this Project not to exceed \$9,393,612.00.

**BE IT FINALLY RESOLVED,** the Tribal Chairman is authorized to take such action as necessary to carry out the terms and intent of this Resolution.

[REMAINDER OF PAGE LEFT BLANK, CERTIFICATION FOLLOWS]



**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 11<sup>th</sup> day of June, 2020, that the foregoing Resolution was duly adopted at such meeting by the affirmative vote of 6 members, 0 members opposed, 0 members abstained, 1 members not voting, and that said Resolution has not been rescinded or amended in any way.

Chairman [ X ] Voting. [ ] Not Voting.

Dated this 11<sup>th</sup> day of June, 2020.

**ATTEST:**

  
\_\_\_\_\_  
Tribal Secretary, Fred W. Fox  
Tribal Business Council

  
\_\_\_\_\_  
Tribal Chairman, Mark N. Fox  
Tribal Business Council