



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

A Resolution Entitled, “*Approval of Purchase and Sale Agreement for Real Estate in Las Vegas, Nevada*”

- 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 Tribe continually seeks new investment and economic development opportunities; and
- WHEREAS,** The Tribe authorized the purchase of 8.68 acres of vacant land in Las Vegas, Nevada that is the subject of a Bankruptcy proceeding, described as Parcels 18 through 25 (APN 162-28-202-013) and identified as Lot 4 in the Bankruptcy proceeding, and authorized a Purchase and Sale Agreement in order to become a qualified bidder for Lot 4 at the bankruptcy auction; and
- WHEREAS,** The Tribe cancelled the Purchase and Sale Agreement for Lot 4, after which the seller and bankruptcy trustee agreed to a reduced price of \$12,000,000. and agreed to delay the auction of Lot 4 in the Bankruptcy proceeding until June 16, 2020; and
- WHEREAS,** The Tribal Business Council finds it appropriate to proceed with the transaction and be a qualified bidder at the bankruptcy auction.



NOW THEREFORE BE IT RESOLVED, The Tribal Business Council authorizes and ratifies the amended Purchase and Sale Agreement for Lot 4 in the amount of \$12,000,000. and authorizes the Chairman or his authorized agent to execute such documents as are necessary for the Tribe to be a qualified bidder on Lot 4 at the Bankruptcy auction.

BE IT FURTHER RESOLVED, In the event there is a higher bid submitted at the bankruptcy auction, the Tribal Business Council authorizes the Chairman or his authorized agent to make additional bids on Lot 4, not to exceed \$17,000,000.

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

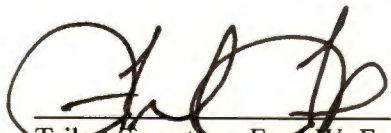
CERTIFICATION

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 11th day of June, 2020, that the foregoing Resolution was duly adopted at such meeting by the affirmative vote of 5 members, 0 members opposed, 0 members abstained, 2 members not voting, and that said Resolution has not been rescinded or amended in any way.

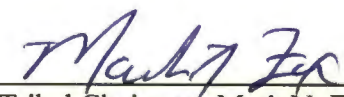
Chairman Voting. Not Voting.

Dated this 11th day of June, 2020.

ATTEST:



Tribal Secretary, Fred W. Fox
Tribal Business Council



Tribal Chairman, Mark N. Fox
Tribal Business Council