



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

**A Resolution Entitled, “*Authorizing Bond Counsel*”**

- 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 is considering offering tribal bonds as reimbursement for certain qualified capital expenditures and other qualified purposes under the Indian Tribal Government Tax Status Act; and
- WHEREAS,** The offering of bonds is a complex undertaking that requires assistance and guidance from qualified legal counsel; and
- WHEREAS,** The Tribe’s legal counsel issued a Request for Proposals to qualified law firms to serve as the Tribe’s bond counsel and has received qualified proposals from the following six attorneys and their law firms:

Kent Richie, Faegre Drinker Biddle & Reath LLP, Minneapolis  
Michael Pignato, Dorsey & Whitney LLP, Minneapolis  
Townsend Hyatt, Orrick, Portland  
Steven McSloy, Carter Ledyard & Milburn LLP, New York  
Christine Swanick, Sheppard Mullin, New York  
Randolph DelFranco | Holland & Knight, New York.



**NOW THEREFORE BE IT RESOLVED**, That the Tribal Business Council hereby authorizes the Tribal Chairman, with assistance from legal counsel and the Finance Department, to select a firm from the submitted proposals.

**BE IT FINALLY RESOLVED**, That the Tribal Chairman is authorized, subject to legal review, to execute a bond counsel agreement with the selected firm and to take such action as is necessary to carry out the terms and intent of this Resolution.

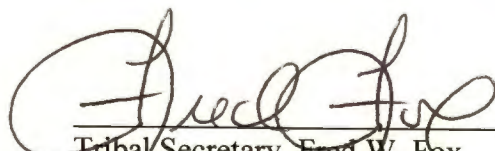
#### CERTIFICATION

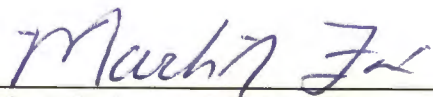
I, the undersigned, as Secretary of the Tribal Business Council of the Three Affiliated Tribes of the Fort Berthold Indian Reservation, hereby certify that the Tribal Business Council is composed of seven (7) members of whom five (5) constitute a quorum, 6 were present at a Regular Meeting thereof duly called, noticed, convened and held on the 8<sup>th</sup> day of October, 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 8<sup>th</sup> day of October, 2020.

**ATTEST:**

  
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Tribal Secretary, Fred W. Fox  
Tribal Business Council

  
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Tribal Chairman, Mark N. Fox  
Tribal Business Council