

RESOLUTION OF THE
WHITE MOUNTAIN APACHE TRIBE OF THE
FORT APACHE INDIAN RESERVATION

WHEREAS, the Tribal Council is advised by the Tribal Attorney that the Tribe's Risk Manager, Harvey Knick, has advised the Tribal Attorney that the Tribe's insurance carrier for the Tribe's Director and Officer Omissions and Errors Policy is requiring that the Tribal Council indemnify every director and officer, or his or her heirs, executors and administrators against expenses reasonably incurred by him or her in connection with any action, suit or proceeding to which he or she may be a party by reason of his or her being, or having been, director or officer of the Tribal government, except in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to be liable for negligence or misconduct. Further, that in the event of a settlement, indemnification shall be provided only in connection with such matters covered by the settlement as to which the Tribal Council is advised by Counsel that the person to be indemnified did not commit such a breach of duty. This right of indemnification shall not be exclusive of other rights to which he or she may be entitled, and further, that expenses shall include amounts of judgments, penalties or fines rendered or levied against such officer or director in the amounts paid in settlement by him or her and in such settlement shall have been approved by the Tribal Council of the White Mountain Apache Tribe; and

WHEREAS, the Tribal Council is advised that the insurance carrier upon receipt of this resolution, shall issue the directors and officers Errors and Omissions Insurance Policy.

BE IT RESOLVED by the Tribal Council of the White Mountain Apache Tribe that the Tribal Council hereby agrees as follows:

The White Mountain Apache Tribe shall indemnify every director and officer, or his or her heirs, executors and administrators against expenses reasonably incurred by him or her in connection with any action, suit or proceeding to which he or she may be a party by reason of his or her being, or having been, a Director or Officer of the Tribe

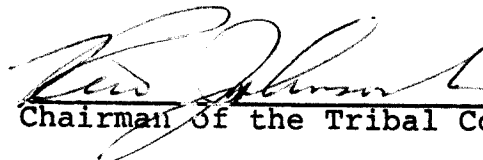
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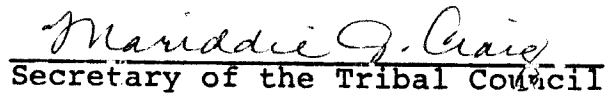
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FORT APACHE INDIAN
AGENCY
WHITERIVER, ARIZ.

except in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to be liable for negligence or misconduct. In the event of a settlement, indemnification shall be provided only in connection with such matters covered by the settlement as to which the Council is advised by counsel that the person to be indemnified did not commit such a breach of duty. This right of indemnification shall not be exclusive of other rights to which he or she may be entitled. As used in this Article, expenses shall include amounts of judgments, penalties or fines rendered or levied against such officer or director and the amounts paid in settlement by him or her in such settlement shall have been approved by the Tribal Council of the White Mountain Apache Tribe.

The foregoing resolution was on May 15, 1986, duly adopted by a vote of 10 for and 0 against by the Tribal Council of the White Mountain Apache Tribe, pursuant to authority vested in it by Article V, Section 1 (i) of the Amended Constitution and Bylaws of the Tribe, ratified by the Tribe June 27, 1958, and approved by the Secretary of the Interior on May 29, 1958, pursuant to Section 16 of the Act of June 18, 1934 (48 Stat. 984)


Chairman of the Tribal Council


Secretary of the Tribal Council