

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

**WHEREAS,** the White Mountain Apache Tribe established the White Mountain Apache Tribe Discretionary Contribution Plan ("Plan 2") in 1989 to help provide for the retirement income needs of its employees, following the termination of the White Mountain Apache Tribe Retirement Plan which was established in 1976 ("Plan 1"); and

**WHEREAS,** in 1991, when the Tribal Council evaluated possible technical and administrative irregularities with respect to Plan 1 and Plan 2, the Internal Revenue Service had not announced its Closing Agreements Program ("CAP") or its Voluntary Compliance Resolution Program ("VCR") as alternatives to disqualification in correcting technical and administrative irregularities in qualified retirement programs; and

**WHEREAS,** without the assistance of CAP or VCR, the Tribal Council had previously determined that Plan 2 should be treated as a non-qualified plan, that future contributions should be discontinued with respect to Plan 2, and that Plan 2 should comply with the requirements of Code Section 457 of the Code to the extent possible in order to best preserve the tax treatment of benefits with respect to participants and beneficiaries under Plan 2; and

**WHEREAS,** prior to restructuring Plan 2 to comply with Section 457 of the Internal Revenue Code, the IRS announced its CAP and VCR programs as an alternative to plan disqualification; and

**WHEREAS,** the Tribes pension attorneys are evaluating the impact of various administration and documentation issues on the tax qualified status of Plan 1 and Plan 2, and the possible resolution of any such issues through participation in the voluntary compliance programs currently being offered by the Internal Revenue Service; and

**WHEREAS,** in light of the CAP and VCR programs, the Tribe has continued to administer Plan 2 as a qualified plan and now desires to amend Plan 1 and Plan 2 in order to assure that the benefits provided thereunder were and will continue to be tax qualified.

**BE IT RESOLVED**, by the Tribal Council of the White Mountain Apache Tribe, that it is the intention of the Tribe that Plan 2, as previously presented to the Tribal Council, has been administered as a qualified plan since its inception and shall continue to be administered as a qualified plan pursuant to the requirements of Code Section 401 (a).

**BE IT FURTHER RESOLVED**, that Plan 2 and its associated Trust Agreement, effective May 1, 1989, as presented to the Tribal Council be, and the same hereby are, approved and adopted as a complete amendment and restatement of the provisions previously contained in the prior plan document.

**BE IT FURTHER RESOLVED**, that, pursuant to Section 4.5 of Plan 2, it is the general policy of the Tribe as Plan Administrator, to limit the number of withdrawals of Employee Voluntary Contributions to once per Plan Year, such policy to be applied on a nondiscriminatory basis.

**BE IT FURTHER RESOLVED**, that the Chairman of the Tribal Council is hereby authorized to execute said Plan 2 and its related Trust Agreement and to make such changes therein as may be suggested by the Tribe's pension attorneys, as long as said changes are merely administrative in nature and do not increase the cost of Plan 2 or seriously detract from the benefits provided to employees.

**BE IT FURTHER RESOLVED**, that the proper officers of the Tribe be, and they hereby are, authorized and empowered to file an application, together with any supporting documents, with the United States Treasury Department, with a request for a determination that said Plan 2 and its related Trust Agreement, as adopted, meet the requirements of Section 401 (a) of the Code, and to execute such powers of attorney, schedules and other documents as may be necessary or required in connection therewith.

**BE IT FURTHER RESOLVED**, that the Chairman of the Tribal Council be, and hereby is, authorized and empowered in his discretion, to execute such further amendments to said Plan 2 and its related Trust Agreement, and to Plan 1 and its-related Trust Agreement, as may be required in order to obtain the approval of the United States Treasury Department if, in his judgment, such amendments are in the best interest of the Tribe; and

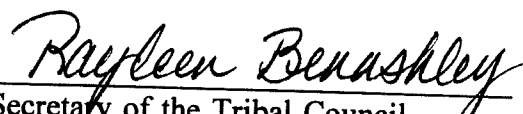
**BE IT FURTHER RESOLVED**, that the Chairman of the Tribal Council be, and hereby is, authorized and empowered to submit Plan 1 and Plan 2, and any amendments thereto or other related documents which may be requested by the Internal Revenue Service, to the Internal Revenue Service in connection with the CAP or VCR program in order to correct any and all prior technical or administrative deficiencies with respect to the plans in order to assure their qualified status under the Code.

**BE IT FURTHER RESOLVED**, that the Chairman of the Tribal Council be, and hereby is, authorized, empowered and directed to execute any documents necessary in order to appoint a successor Trustee to Plan 2, and that any financial institution selected by the Tribal Treasurer and the Tribal Chairman shall serve, subject to its consent, as Trustee, pursuant to the terms and conditions of Plan 2 and its related Trust Agreement.

**BE IT FURTHER RESOLVED**, that the acts and deeds of the members of the Tribal Council necessary to carry out the intent and purpose of these Resolutions be, and the same hereby are, ratified, confirmed and adopted as the acts and deeds of the Tribe.

The foregoing resolution was on July 14, 1994 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 IV, Section 1 (a), (b), (i), (s), (t) and (u) of the Constitution of the Tribe, ratified by the Tribe September 30, 1993, and approved by the Secretary of the Interior on November 12, 1993, pursuant to Section 16 of the Act of June 18, 1934 (48 Stat. 984).

  
Chairman of the Tribal Council

  
Secretary of the Tribal Council

A C T I N G

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