

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

HUD/NONAP TITLE VI GUARANTEE

- WHEREAS,** the White Mountain Apache Tribe of the Fort Apache Indian Reservation, Arizona (the "Tribe") is a federally recognized Indian Tribe organized pursuant to Section 16 of the Indian Reorganization Act of June 18, 1934 (48 Stat. 984); and
- WHEREAS,** the White Mountain Apache Housing Authority ("Housing Authority"), a non-profit corporate body organized and existing by virtue of the laws and ordinances of the Tribal Council of the Tribe, pursuant to the Constitution of the Tribe and the White Mountain Apache Housing and Construction Code (the "Housing Code"), is the "tribally designated housing entity" for the Tribe under NAHASDA and is authorized to issue obligations, from time to time, in furtherance of an essential public and governmental purpose; and
- WHEREAS,** the Housing Authority proposes to issue its obligations pursuant to Chapter 6 of the Housing Code, such obligations to be in the form of two loans (the "Loans") to the Authority from the Water Infrastructure Finance Authority of Arizona ("WIFA"), one (1) Loan to be in the amount of up to \$2,000,000 from WIFA's Clean Water Revolving Fund to obtain payment and reimbursement funds for upgrading and expanding the existing sewer system, and the other Loan to be in an amount of up to \$3,000,000 from WIFA's Drinking Water Revolving Fund to provide payment and reimbursement funds for upgrading and expanding the existing water system, in each case to support the affordable housing community clusters that the Housing Authority has developed and is developing, as part of its Apache Dawn Development; and
- WHEREAS,** the Loans (a) are to be payable from and secured by a pledge and assignment of, lien on, and security interest in, the administrative fees and rental payments due to the Housing Authority from all of its mutual help and rental housing units, excluding those rental payments on Apache Dawn housing units financed by HUD Section 184 mortgage loans (collectively, "Rental Payments") and (b) are to be guaranteed against default by the National Office of Native American Programs of the United States Department of Housing and Urban Development ("HUD/NONAP") under Title VI of NAHASDA; and
- WHEREAS,** there has been presented to this meeting the proposed substantially final forms of the (a) Contract for Loan Guarantee Assistance to be entered into among HUD/NONAP, the Tribe, and the Housing Authority, as Borrower ("Contract"), wherein the Tribe and the Housing Authority will pledge their Indian Housing Block Grants to HUD/NONAP pursuant to Section 602 of NAHASDA, as security for HUD/NONAP's guarantee of the Loans under Title VI of NAHASDA, and (b)

Promissory Notes ("Notes") for each of the Loans from the Housing Authority, as Maker, to WIFA, as Holder; and

WHEREAS, the Tribal Council supports the proposed transaction for the Housing Authority, and has determined that it is in the best interest of the public health, safety and welfare of the Tribe that the Contract, as part of the Housing Authority's transaction to obtain the Loans ("Loan Transaction"), be undertaken by the Tribe for the purposes described therein.

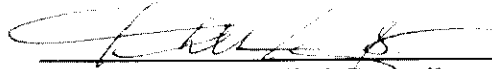
BE IT RESOLVED by the Tribal Council of the White Mountain Apache Tribe that it hereby:

- Section 1.** Endorses and ratifies the borrowing by the Housing Authority of up to \$2,000,000 from WIFA's Clean Water Revolving Fund and of up to \$3,000,000 from WIFA's Drinking Water Revolving Fund by means of the Contract, the Notes, and the other agreements, certificates, documents or instruments requiring the execution or consent of the Housing Authority in connection with the Loan Transaction (collectively, "Loan Documents"), including, without limitation, the Loans being payable from and secured by a pledge and assignment of, lien on, and security interest, in the Rental Payments, and being guaranteed by HUD/NONAP under Title VI of NAHASDA, and the limited waiver of sovereign immunity by the Housing Authority as provided in the Loan Documents, pursuant to the Housing Code.
- Section 2.** Authorizes and approves the Contract, and the pledge and assignment by the Tribe and the Housing Authority of their Indian Housing Block Grants to HUD/NONAP pursuant to Section 602 of NAHASDA, as set forth in the Contract; and authorizes and directs the Chairman of the Tribe to execute the Contract on behalf of the Tribe.
- Section 3.** Authorizes and directs the Chairman of the Tribe or other appropriate members of the Tribal Council to take such other actions or to execute such other documents, on behalf of the Tribe, as may be necessary or required in order to effectuate the intent of this Resolution and the consummation of the Loan Transaction by the Housing Authority.

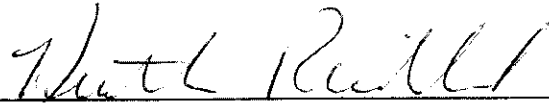
BE IT FURTHER RESOLVED by the Tribal Council of the White Mountain Apache Tribe that, except with respect to the Contract, nothing within this Resolution shall be deemed to make the Tribe a party to the Loan Transaction, nor to assume any obligations under the Notes or the Loan Documents, nor to waive the sovereign immunity of the White Mountain Apache Tribe for any purpose.

The foregoing resolution was on March 19, 2003 duly adopted by a vote of five for, four against and one abstention by the Tribal Council of the White Mountain Apache Tribe, pursuant to authority

vested in it by Article IV, Section 1 (a), (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



Aty Secretary of the Tribal Council