



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

(Approving Professional Services Agreement between White Mountain Apache Tribe and Diane M. Wilson as Chief Financial Officer)

- WHEREAS,** pursuant to Article IV, Section 1(a) of the Constitution of the White Mountain Apache Tribe, *inter alia*, the Tribal Council has the authority to represent the Tribe and act in all matters that concern the welfare of the Tribe; and
- WHEREAS,** the position of Chief Financial Officer ("CFO") has been vacant since July 16, 2008, pursuant to Resolution No. 07-2008-147; and
- WHEREAS,** Diane M. Wilson was the Accountant for the White Mountain Apache Tribe's (hereinafter "Tribe") Accounting Department for several years and is well qualified to serve as the CFO since she is a Certified Public Accountant with significant expertise and knowledge regarding the accounting Tribe's personnel, payroll and the JD Edwards financial system; and
- WHEREAS,** a Professional Services Agreement has been proposed this day effective August 18, 2008 for a 3-year term ending August 17, 2011; and
- WHEREAS,** the Agreement includes, among other things, a provision for a signing bonus of \$25,000, exclusive of the annual salary, to be paid in four equal payments as set forth below:

Wednesday, August 27, 2008	\$6,250
Wednesday, September 10, 2008	\$6,250
Wednesday, September 24, 2008	\$6,250
Wednesday, October 8, 2008	\$6,250

- WHEREAS,** the Agreement also includes an annualized salary of \$80,000 and retention of her tribal employee seniority (for 4.5 years of service) for retirement, leave accrual, and other purposes; and
- WHEREAS,** the Tribal Council finds it is in the best interest of the Tribe to enter into this Professional Services Agreement for the purpose of employing Diane M. Wilson as the Chief Financial Officer for the Tribe.

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

1. A Professional Services Agreement between Diane M. Wilson and the White Mountain Apache Tribe is hereby approved for a term of three (3) years commencing August 18, 2008, and shall include a provision for a signing bonus of \$25,000, exclusive of the annual salary, to be paid in four equal payments as set forth in #3 below.

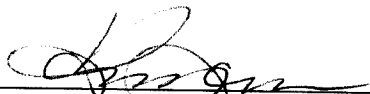
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2. The Agreement also includes an annualized salary of \$80,000 and retention of her tribal employee seniority (for 4.5 years of service) for retirement, leave accrual and other purposes, subject to any further review by the Tribe's Legal Department as may be required or otherwise negotiated.
3. The Treasurer is hereby directed to identify sufficient funds to provide the signing bonus of \$25,000 in four equal payments of \$6,250 to be paid as follows:

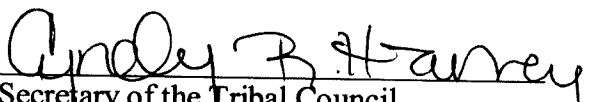
Wednesday, August 27, 2008	\$6,250
Wednesday, September 10, 2008	\$6,250
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BE IT FURTHER RESOLVED by the Tribal Council of the White Mountain Apache Tribe that the Chairman, or in his absence, the Vice Chairwoman, is hereby authorized to execute any and all document necessary to effectuate the intent of this Resolution.

The foregoing resolution was on **AUGUST 1, 2008** duly adopted by a vote of **SEVEN** for, **ONE** against, and **ONE** abstention by the Tribal Council of the White Mountain Apache Tribe, pursuant to the authority vested in it by Article IV, Section 1 (a), (b), (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