



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

(Approving Modification to Revolving Line of Credit Note and Seventh Amendment to Credit Agreement, and other transactional documents between Wells Fargo Bank, N.A. and the White Mountain Apache Tribe)

- WHEREAS,** pursuant to Article IV, Section 1(a) and 1(s) 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,** pursuant to Resolution No. 08-2006-263, the White Mountain Apache Tribe entered into a credit agreement (the "Agreement") with Wells Fargo Bank (the "Bank"), which provides the Tribe with a Line of Credit of up to \$4.5 million; and
- WHEREAS,** the Agreement was last modified pursuant to Resolution No. 11-2008-279 increasing the Line of Credit to \$5.5 million; and
- WHEREAS,** in order to meet the financial requirements of the Tribe, the Treasurer and Acting Chief Financial Officer propose an extension of the credit available provided under the Note in order for the Tribe to meet its general operating needs, such that the line of credit would be increased to \$6 million through August 1, 2010; and
- WHEREAS,** the Wells Fargo Bank, N.A. also requires a Revolving Line of Credit Note memorializing the Tribe's obligation to repay advances under the Line of Credit; and
- WHEREAS,** the Tribe has granted a security interest in the Permanent Trust Fund and in Certificates of Deposit for the purposes of collateralizing the Line of Credit provided under the Agreement and the Note, by the execution of a Security Agreement, the Addendum thereto, and the Securities Account Control Agreement between Wells Fargo Bank, N.A. and the White Mountain Apache Tribe; and
- WHEREAS,** all other terms and conditions of the underlying Agreement will remain in full force and effect, including a limited waiver of sovereign immunity originally provided pursuant to Resolution No. 01-2000-19; and
- WHEREAS,** the Tribe's Legal Department has reviewed the Seventh Amendment to the Credit Agreement and the Revolving Line of Credit Note and all other applicable documents, and has approved of said documents as to form; and
- WHEREAS,** the Tribal Council finds that the Revolving Note, the proposed amendment, and all applicable documents, are in the best interests of the Tribe.

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

Resolution No. 01-2009-41

1. The Seventh Amendment to the Credit Agreement, the Revolving Line of Credit Note, and all other applicable documents between Wells Fargo Bank, N.A. and the White Mountain Apache Tribe, are hereby approved, to effectuate the line of credit increase to \$6 million, pursuant to the terms provided herein.

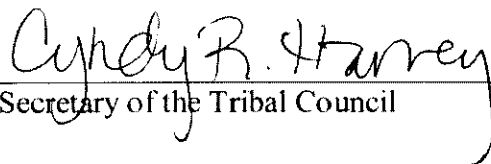
2. All other terms and conditions of the underlying Agreement shall remain in full force and effect, including a limited waiver of sovereign immunity as originally provided pursuant to Resolution No. 01-2000-19.

3. The Chairman, or in his absence, the Vice Chairwoman, is hereby authorized to execute any and all documents necessary to effectuate the intent of this Resolution, subject to review by the Tribe's Legal Department, and Budget and Finance Committee.

The foregoing resolution was on **JANUARY 28, 2009** duly adopted by a vote of **SIX** for and **TWO** against by the Tribal Council of the White Mountain Apache Tribe, pursuant to the authority vested in it by Article IV, Section 1 (a), (b), (i), (k), (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