



WHITE MOUNTAIN APACHE TRIBE

*A Sovereign Nation Exercising Self-Governance
Over the Fort Apache Indian Reservation*

Resolution No. 10-2014-171

(Authorizing A New ATICA, Inc. Management Contract For WMATCO, LLC)

WHEREAS, the Tribal Council has received a briefing from WMATCO employees and members of the WMATCO Board; and

WHEREAS, the briefing covered the operational projections through calendar year 2015 and a review of recent operational and financial performance; and

WHEREAS, the WMATCO Board has negotiated terms for a new contract agreement with ATICA, Inc., to resume professional management services at the mill, as required under the conditions of the New Market Tax Credit financing; and

WHEREAS, the Tribal Council has examined the financial projections, along with the impact from the resumption of specified management services and the funding to continue logging and necessary operations; and

WHEREAS, the WMATCO, LLC Plan of Operation requires that the company secure Tribal Council authorization to enter into a contract for management of the sawmill.

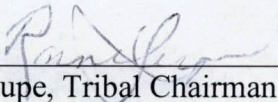
BE IT RESOLVED by the Tribal Council of the White Mountain Apache Tribe that it hereby approves and authorizes the execution of the Mill Management Agreement between WMATCO, LLC and ATICA, Inc., for management of the WMATCO sawmill in the form and content substantially similar to that reviewed this date, and which includes terms for dispute resolution and the waiver of WMATCO's immunity from suit as authorized by prior Council Resolution 08-2013-168, dated August 7, 2013.

BE IT FURTHER RESOLVED by the Tribal Council of the White Mountain Apache Tribe that it hereby directs that in the event that this Resolution conflicts with a prior Resolution or Policy, this Resolution shall supersede and govern over the conflicting subject matter.

BE IT FURTHER RESOLVED by the Tribal Council of the White Mountain Apache Tribe that it hereby directs that in the event this Resolution directly conflicts with the Tribal Constitution, Tribal Ordinances or Federal Laws, or any material facts concerning the issues presented are later found to be false, this Resolution shall be deemed null and void and have no legal effect.

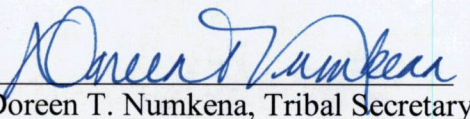
BE IT FURTHER RESOLVED by the Tribal Council of the White Mountain Apache Tribe that the Chairman, or in his absence, the Vice-Chairman, is hereby authorized to execute any and all documents necessary to effectuate the intent of this Resolution.

The foregoing resolution was on OCTOBER 23, 2014 duly adopted by a vote of NINE for, ZERO against, and ONE abstention by the Tribal Council of the White Mountain Apache Tribe, pursuant to authority vested in it under the enumerated powers listed in Article IV, Section 1 of the WMAT Constitution, so ratified on September 30, 1993, and federally recognized pursuant to Section 16 of the Indian Reorganization Act of June 18, 1934 (48 Stat. 984).



Ronnie Lupe, Tribal Chairman

11-6-21
Date



Doreen T. Numkena, Tribal Secretary

11-7-2014
Date