



COLVILLE CONFEDERATED TRIBES COLVILLE BUSINESS COUNCIL

Special Session December 4th, 2014 Resolution Index

Condensed by, Trisha Jack, CBC Recording Secretary

Council Members Present: Stevey Bylilly, Allen Hammond, Marvin Kheel, Mel Tonasket, Richard Tonasket, Edwin Marchand, Andy Joseph, Jr., Nancy Johnson, Ricky Gabriel, William Nicholson II, Jack Ferguson, and Joseph Somday

Delegation/Absent: Jim Boyd and Michael Marchand

Resolution No.	Condensed Recommendation Information	Colville Business Council Vote Tally
10-Signature 2014-754.hhs	To support a grant proposal with the Confederated Tribes of the Colville Reservation and University of Washington Schools of Public Health & Social Work and Indigenous Wellness Research Institute School of Social Work to explore the effectiveness of MBRP with our outpatient Chemical Dependency Treatment Program. Chairman or designee authorized to sign all pertinent documents.	10 FOR (AJ, JF, SB, WN, RT, RG, EM, JB, JS, NJ) 0 AGAINST 0 ABSTAINED *Rationale: Support deadline Friday, November 21, 2014.
10-Signature 2014-755.hhs	To approve an exception to the Benefits policy coverage by authorizing payment for an experimental procedure and the care associated with it in the amount of \$15,246.00 to be paid out of the medical fund (320). The medical issue at issue required attention that could have been remedied through a more intrusive procedure which is costlier. The Tribes shall not be responsible for any future medical costs associated with the non-FDA approved procedure performed, and makes this exception as a one-time, non-binding action. The granting of this exception in no way binds the Tribes to take responsibility for any future medical fees incurred by the patient, or future claims by the patient or their heirs or assignees, because of the non-FDA approved procedure; nor for any complications, failures, ineffectiveness, physical harm, death, injury or other issue suffered by patient because of the non-FDA approved experimental procedure. The Committee agreed to submit this for ten signature due to time constraints.	10 FOR (AJ, MM, RG, MT, RT, EM, SB, NJ, JS, JF) 0 AGAINST 0 ABSTAINED *Rationale: Timelines
10-Signature 2014-756.tg	To include cases 014-121, and 014-119 in the 2014 December Per Capita disbursement. These cases met the deadlines and are eligible to receive the disbursement.	10 FOR (WN, NJ, JF, RT, EM, JB, SB, AJ, MT, RG) 0 AGAINST 0 ABSTAINED *Rationale: Timelines

10-Signature 2014-757.nrc/m&b	To modify the Mid Mountain Land Survey Contract in the amount of \$78,080.00 to increase contract by \$2,400.00. Modification is needed to extend the Term of the contract and to include a modification for the Keller Church Development properties. No tribal dollars will be used in funding this contract. Chairperson or designee has the authority to sign all pertinent documents.	10 FOR (JS, JF, AJ, JB, WN, MT, RT, RG, MM, NJ) 0 AGAINST 0 ABSTAINED *Rationale: Survey needed prior to construction of the new Keller Senior Meal Site and the survey work is time sensitive
10-Signature 2014-758.l&j/m&b	To approve the hiring of Andrea George in the Associate Judge position for the Colville Tribal Court. Chairman or designee is authorized to sign all pertinent documents.	11 FOR (MK, RG, WN, JF, JS, AH, EM, MT, RT, NJ, AJ) 0 AGAINST 0 ABSTAINED *Rationale: Background checks were not completed in time for last Special Session and this needs to move forward as soon as possible due to the court staffing needs and the applicants contractual notice requirements for leaving her employment
10-Signature 2014-759.e&e	To accept the one-time supplemental funding for the Colville Confederated Tribe's Head Start program to purchase a bus in the amount of \$71,157.00. No additional dollars to allocate. Chairman or designee authorized to sign all documents pertaining to this grant application.	10 FOR (EM, MT, JS, RT, AH, JF, WN, RG, SB, NJ) 0 AGAINST 0 ABSTAINED *Rationale: Timelines
2014-760.tg	Adopt, Tyler James Kutsch, as applicant meets the requirements of Amendments III & V, Constitution and Bylaws of the Confederated Tribes of the Colville Reservation, Washington (8-1-80 & 8-1-81 Ordinance).	11 FOR (SB, MK, AH, EM, RT, NJ, AJ, RG, WN, JF, JS) 0 AGAINST 0 ABSTAINED
2014-761.tg	Adopt, Brandon Carl Kutsch, as applicant meets the requirements of Amendments III & V, Constitution and Bylaws of the Confederated Tribes of the Colville Reservation, Washington (8-1-80 & 8-1-81 Ordinance).	11 FOR (SB, MK, AH, EM, RT, NJ, AJ, RG, WN, JF, JS) 0 AGAINST 0 ABSTAINED
2014-762.tg	Adopt, Jaylynn Alana Comeslast, as applicant meets the requirements of Amendments III & V, Constitution and Bylaws of the Confederated Tribes of the Colville Reservation, Washington (8-1-80 & 8-1-81 Ordinance).	11 FOR (SB, MK, AH, EM, RT, NJ, AJ, RG, WN, JF, JS) 0 AGAINST 0 ABSTAINED
2014-763.tg	Adopt, Unique Emily Valde-Wapato, as applicant meets the requirements of Amendments III & V, Constitution and Bylaws of the Confederated Tribes of the Colville Reservation, Washington (8-1-80 & 8-1-81 Ordinance).	11 FOR (SB, MK, AH, EM, RT, NJ, AJ, RG, WN, JF, JS) 0 AGAINST 0 ABSTAINED
2014-764.e&e	To appoint Frank Andrews, Jr. to the Nespelem TERO Commissioner position for a period of four years, effective December 1, 2014. The TERO Commission supports this recommendation.	11 FOR (SB, MK, AH, EM, RT, NJ, AJ, RG, WN, JF, JS) 0 AGAINST 0 ABSTAINED
2014-765.e&e	To appoint Walt Arnold to the Keller TERO Commissioner position for a period of four years, effective December 1, 2014. The TERO Commission supports this recommendation.	9 FOR (SB, AH, EM, RT, NJ, AJ, RG, WN, JS) 0 AGAINST 2 ABSTAINED (MK and JF)
2014-766.nrc	To approve Budget Mod #12 Chief Joseph Hatchery Planning & Design for a Line Item Transfer and the contract value & dates remain the same, and the Chairman or his/her	11 FOR (SB, MK, AH, EM, RT, NJ, AJ, RG, WN, JF, JS) 0 AGAINST

	designee authorized to sign all pertinent documents. Attach is budget modification #12. No Tribal Dollars associated.	0 ABSTAINED
2014-767.nrc	To approve the new MOA with Methow Salmon Recovery Foundation in the amount of \$42,665 and the dates are from the signed document to September 30, 2018 and the chairman or his/her designee is authorized to sign all pertinent documents. Attached is the MOU and SOW. No Tribal dollars associated.	11 FOR (SB, MK, AH, EM, RT, NJ, AJ, RG, WN, JF, JS) 0 AGAINST 0 ABSTAINED
2014-768.nrc	To approve the request for permission to apply for the Grant PUD St. Maries Acclimation Pond Grant in the amount of \$245,566.00 and authorize the Chairman or his/her designee to sign all pertinent documents. Attached is Grant Application. No Tribal dollars associated.	11 FOR (SB, MK, AH, EM, RT, NJ, AJ, RG, WN, JF, JS) 0 AGAINST 0 ABSTAINED
2014-769.nrc	To approve change order #2 for sub contract 316614 Cates & Erb in the amount of \$9,315.00 and bringing total sub contract value to \$159,702.01 and the dates remain the same, and the chairman or his/her designee is authorized to sign all pertinent documents. Attached is the change order #2. No Tribal dollars associated.	11 FOR (SB, MK, AH, EM, RT, NJ, AJ, RG, WN, JF, JS) 0 AGAINST 0 ABSTAINED
2014-770.nrc	To approve the request for permission to apply for the BIA Tribal Youth Initiative Program in the amount of \$57,935.00 and authorize the Chairman or his/her designee to sign all pertinent documents. Attached is Grant Application. No Tribal dollars associated.	11 FOR (SB, MK, AH, EM, RT, NJ, AJ, RG, WN, JF, JS) 0 AGAINST 0 ABSTAINED
2014-771.nrc	To approve the new full award for Pacific States Marine Fisheries Commission in the amount of \$90,002.00 and the dates are from October 1, 2014 to September 30, 2015 and authorize the Chairman or his/her designee to sign all pertinent documents. Attach is the new full award. No Tribal dollars associated.	11 FOR (SB, MK, AH, EM, RT, NJ, AJ, RG, WN, JF, JS) 0 AGAINST 0 ABSTAINED
2014-772.nrc	To approve "Lee McLean" member, for grazing privileges on Range Unit 6, for the grazing permit cycle (2013 to 2017 grazing seasons). The grazing fees (\$1.20/AUM - Tribal, \$10.00/AUM - Allotment) are established with resolution 2012-755. The permittee shall remain in compliance with the Best Management Practices (BMP's) set forth by the Range Program for the duration of the grazing permit cycle. Failure to adhere to BMP's may subject permit cancellation. Chair or designee is authorized to sign all pertinent documents.	11 FOR (SB, MK, AH, EM, RT, NJ, AJ, RG, WN, JF, JS) 0 AGAINST 0 ABSTAINED
2014-773.nrc	To support the Range/Land Operations Program for the 2015 Competitive Invasive Species Funding Proposal Request from the Bureau of Indian Affairs to fund noxious weed treatments on the Colville Reservation in the amount of \$136,000.00. Chair or designee is authorized to sign all pertinent documents.	11 FOR (SB, MK, AH, EM, RT, NJ, AJ, RG, WN, JF, JS) 0 AGAINST 0 ABSTAINED
2014-774.nrc	To accept Mary Campbell Pasture Lease Renewal. The Colville Confederated Tribes own an undivided 75668/127008 interest (59.5%) within 101-201 described as: 101-201: The SE¼NE¼ and the NE¼SE¼ of Section 7, Township 31 North, Range 32 East, Willamette Meridian,	8 FOR (SB, MK, AH, EM, RT, WN, JF, JS) 3 AGAINST (NJ, AJ, RG) 0 ABSTAINED

	<p>Ferry County, Washington, containing 80.00 acres, more or less.</p> <p>TERM: 5 Year Lease from January 1, 2015 to December 31, 2019 Compensation: \$200.00 per year Bond: Required (Equivalent to one year rent) Lease Fee: \$15.00</p> <p>Entire term of lease will be subject to Fair Market Rental Value. Lease subject to conditions cited in IRMP Coordinator's Review. Chairman or designee has authority to sign all pertinent documents.</p>	
2014-775.nrc	<p>To accept Mary Campbell pasture Lease Renewal. The Colville Confederated Tribes own an undivided 189520/254016 interest (74%) within 101-269 described as:</p> <p>101-269: THE SOUTHWEST QUARTER OF THE NORTHEAST QUARTER, AND THE SOUTHEAST QUARTER OF THE NORTHWEST QUARTER OF SECTION 7, TOWNSHIP 31 NORTH, RANGE 32 EAST, WILLAMETTE MERIDIAN, FERRY COUNTY, WASHINGTON, CONTAINING 80.00 ACRES, MORE OR LESS.</p> <p>TERM: 5 Year Lease from January 1, 2015 to December 31, 2019 Compensation: \$220.00 per year Bond: Required (Equivalent to one year rent) Lease Fee: \$15.00</p> <p>Entire term of lease will be subject to Fair Market Rental Value. Lease subject to conditions cited in IRMP Coordinator's Review. Chairman or designee has authority to sign all pertinent documents.</p>	<p>8 FOR (SB, MK, AH, EM, RT, WN, JF, JS)</p> <p>3 AGAINST (NJ, AJ, RG)</p> <p>0 ABSTAINED</p>
2014-776.nrc	<p>To accept Mary Campbell Pasture Lease Renewal. The Colville Confederated Tribes own an undivided 1800/43200 interest (4%) within 101-299-2 described as:</p> <p>101-299-2: Lots 1 and 2 of Section 1, Township 31 North, Range 31 East, Willamette Meridian, Okanogan County, Washington, containing 79.60 acres, more or less.</p> <p>TERM: 5 Year Lease from January 1, 2015 to December 31, 2019 Compensation: \$123.00 per year Bond: Required (Equivalent to one year rent) Lease Fee: \$15.00</p> <p>Entire term of lease will be subject to Fair Market Rental Value. Lease subject to conditions cited in IRMP Coordinator's Review. Chairman or designee has authority</p>	<p>8 FOR (SB, MK, AH, EM, RT, WN, JF, JS)</p> <p>3 AGAINST (NJ, AJ, RG)</p> <p>0 ABSTAINED</p>

	to sign all pertinent documents.	
2014-777.nrc	<p>To accept Mary Campbell Pasture Lease Renew. The Colville Confederated Tribes own an undivided 2439104726/4151347200 interest (58.03%) within 101-295 described as:</p> <p>101-295: The NE$\frac{1}{4}$NW$\frac{1}{4}$ and the S$\frac{1}{2}$NW$\frac{1}{4}$ of Section 12, Township 31 North, Range 31 East, Willamette Meridian, Okanogan County, Washington, containing 120.00 acres, more or less.</p> <p>TERM: 5 Year Lease from January 1, 2015 to December 31, 2019 Compensation: \$250.00 per year Bond: Required (Equivalent to one year rent) Lease Fee: \$15.00</p> <p>Entire term of lease will be subject to Fair Market Rental Value. Lease subject to conditions cited in IRMP Coordinator's Review. Chairman or designee has authority to sign all pertinent documents.</p>	<p>8 FOR (SB, MK, AH, EM, RT, WN, JF, JS)</p> <p>3 AGAINST (NJ, AJ, RG)</p> <p>0 ABSTAINED</p>
2014-778.nrc	<p>To accept Mary Campbell Pasture Lease Renew. The Colville Confederated Tribes own an undivided 793/972 interest (81.5%) within 101-320 described as:</p> <p>101-320: The N$\frac{1}{2}$NW$\frac{1}{4}$, N$\frac{1}{2}$S$\frac{1}{2}$NW$\frac{1}{4}$, S$\frac{1}{2}$SW$\frac{1}{4}$NW$\frac{1}{4}$, of Section 13, Township 31 North, Range 31 East, Willamette Meridian, Okanogan County, Washington, containing 120.00 acres, more or less.</p> <p>TERM: 5 Year Lease from January 1, 2015 to December 31, 2019 Compensation: \$261.00 per year Bond: Required (Equivalent to one year rent) Lease Fee: \$15.00</p> <p>Entire term of lease will be subject to Fair Market Rental Value. Lease subject to conditions cited in IRMP Coordinator's Review. Chairman or designee has authority to sign all pertinent documents.</p>	<p>8 FOR (SB, MK, AH, EM, RT, WN, JF, JS)</p> <p>3 AGAINST (NJ, AJ, RG)</p> <p>0 ABSTAINED</p>
2014-779.nrc	<p>To approve and accept Martina Lussier lease application for a Home site Lease within Colville Tribal Tract No. 101-T341 (por) described as:</p> <p>Lot 1151 of Malott HUD Community Site within the SE$\frac{1}{4}$NW$\frac{1}{4}$, W$\frac{1}{2}$NE$\frac{1}{4}$ and Lot 1 (NE$\frac{1}{4}$NW$\frac{1}{4}$) of Section 16, Township 32 North, Range 25 East, Willamette Meridian, Okanogan County, Washington.</p> <p>Ms. Lussier has asked that her HUD land payments be applied towards the purchase of Lot 1151 until the Community Site has been surveyed.</p>	<p>11 FOR (SB, MK, AH, EM, RT, NJ, AJ, RG, WN, JF, JS)</p> <p>0 AGAINST</p> <p>0 ABSTAINED</p>

	<p>TERM: 25 + 25 years, from August 1, 2014 to July 31, 2064 Compensation: \$250.00 per annum, subject to Fair Market Rental Value. Bond: Waived (HUD Community Site). Lease Fee: \$15.00 (One-time fee)</p> <p>Lease subject to conditions cited in IRMP Coordinator's review. Chairman or designee has authority to sign all pertinent documents.</p>	
2014-780.nrc	<p>To designate the Colville Environmental Quality Commission (CEQC) per Tribal Code 4-23 to deal with all issues, conflicts, and appeals regarding Forest Practice Administration. This board will also perform all activities outlined in Tribal Code 4-23. The Chair of the CEQC board will be the Natural Resource Director.</p> <p>BE IT FURTHER RESOLVED, that the Chairman or his designee is authorized to sign any related documents.</p>	<p>11 FOR (SB, MK, AH, EM, RT, NJ, AJ, RG, WN, JF, JS)</p> <p>0 AGAINST</p> <p>0 ABSTAINED</p>
2014-781.nrc	<p>To approve the Contract with Womer & Associates for Design and Construction Documents associated with the Tribal Greenhouse in the amount \$84,850.00. Funding to be provided by the Restoration Plan.</p> <p>THEREFORE BE IT RESOLVED, that the Chairman or his designee is authorized to sign any related documents.</p>	<p>11 FOR (SB, MK, AH, EM, RT, NJ, AJ, RG, WN, JF, JS)</p> <p>0 AGAINST</p> <p>0 ABSTAINED</p>
2014-782.nrc	<p>To approve the Colville Tribal Corrections Facility to accept wood donated for the sole purpose use for the cultural rehabilitation sweat lodge. No Tribal dollars will be expended. Also, to authorize the Chairperson or designee to sign all pertaining documents.</p>	<p>11 FOR (SB, MK, AH, EM, RT, NJ, AJ, RG, WN, JF, JS)</p> <p>0 AGAINST</p> <p>0 ABSTAINED</p>
2014-783.nrc	<p>To approve the consulting contract with Spusmen Wilder in the amount of \$100,000.00. Work under this contract will support the Anchor Forest project by coordinating with the Forest Service, State DNR, Private Industry, and University of Washington. A long term management plan will be developed to address forest health and wildfire concerns, while supporting the local economy, logging and milling infrastructure, and forest resilience. Funding for this project has been provided by the BIA.</p> <p>THEREFORE, BE IT RESOLVED, that the Chairman or his Designee is authorized to sign any related documents.</p>	<p>11 FOR (SB, MK, AH, EM, RT, NJ, AJ, RG, WN, JF, JS)</p> <p>0 AGAINST</p> <p>0 ABSTAINED</p>
2014-784.nrc	<p>To approve Executive Director signing authority on all grant pre-applications and applications submitted to the Environmental Protection Agency by Environmental Trust upon completion of the Administrative Review Process.</p>	<p>11 FOR (SB, MK, AH, EM, RT, NJ, AJ, RG, WN, JF, JS)</p> <p>0 AGAINST</p> <p>0 ABSTAINED</p>
2014-785.nrc	<p>To approve the contract with Garrett Construction in the amount of \$31,680.20 for excavator piling on the Clark Creek Timber Sale. The contract will be paid through the Forest Project account.</p>	<p>11 FOR (SB, MK, AH, EM, RT, NJ, AJ, RG, WN, JF, JS)</p> <p>0 AGAINST</p> <p>0 ABSTAINED</p>

	BE IT FURTHER RESOLVED, that the Chairman or his Designee is authorized to sign any related documents.	
2014-786.e&e/m&b	To approve an additional \$154,000.00 to be added to the 721 budget (line item 721.63210) from Fund 1 for FY15 in order to fund an Unmet Needs Special Project. The additional dollars will be used to implement the Ultipro software. The cost of the Ultipro software may be recovered through the Indirect Cost Pool. It is further recommended that the Ultimate Software contract is approved. The contract covers the implementation of the Ultipro software and the annual cost to utilize the Ultipro software for the length of 24 months from beginning to use the software. Chairman or designee authorized to sign all relevant documents.	10 FOR (SB, MK, AH, EM, RT, AJ, RG, WN, JF, JS) 1 AGAINST (NJ) 0 ABSTAINED
2014-787.m&b	To approve the purchase of network equipment in the amount of \$302,938.43 for the Omak Casino. Chairman or designee to sign all pertinent documents. No tribal dollars will be expended.	11 FOR (SB, MK, AH, EM, RT, NJ, AJ, RG, WN, JF, JS) 0 AGAINST 0 ABSTAINED
2014-788.m&b	To approve the purchase of video conferencing equipment to be used for the DLT Grant Project in the amount of \$450,860.00. Chairman or designee to sign all pertinent documents. No tribal dollars are expended.	11 FOR (SB, MK, AH, EM, RT, NJ, AJ, RG, WN, JF, JS) 0 AGAINST 0 ABSTAINED
2014-789.m&b	To approve the purchase of network equipment in the amount of \$309,052.04 for the New Government Center. Chairman or designee to sign all pertinent documents. No tribal dollars expended.	11 FOR (SB, MK, AH, EM, RT, NJ, AJ, RG, WN, JF, JS) 0 AGAINST 0 ABSTAINED
2014-790.m&b	To approve the attached budget for the USDA Distance Learning & Telemedicine Grant Award WA0712-B17 in the amount of \$500,000.00 and requires a funding match in the amount of \$100,000.00. The identified matching funds are committed through CTCR Resolution 2013-130 for the Gold & Moon Mountain Tops Communications Sites Project in the amount of \$291,370.00 in which \$145,685.23 meets the match requirement by the USDA. Chairman or designee authorized to sign all pertinent documents.	11 FOR (SB, MK, AH, EM, RT, NJ, AJ, RG, WN, JF, JS) 0 AGAINST 0 ABSTAINED
2014-791.m&b/vet	To approve a Budget Modification to the Fiscal Year 2015 Veteran's Program budget in the amount of \$160,143.00 to provide for additional staff and the purchase of needed Guard Unit Equipment. Further, recommend that the Organization Chart for the Veteran's Program be approved the addition of these new positions.	10 FOR (SB, MK, EM, RT, NJ, AJ, RG, WN, JF, JS) 0 AGAINST 1 ABSTAINED (AH)
2014-792.m&b/e&e	To approve the attached Keller Senior Meal Site Construction Project and Budget not to exceed \$400,000.00. The Project will include a complete modular facility specifically designed and engineered for the Keller Senior Meal Site by Valley Manufactured Housing, Incorporated. The project will utilize Tribal Member trainees under a NCCI contract as a training project utilizing TERO fees generated from the Government Center Project. Chairman or designee authorized to sign all contracts for this project.	11 FOR (SB, MK, AH, EM, RT, NJ, AJ, RG, WN, JF, JS) 0 AGAINST 0 ABSTAINED
2014-793.m&b/e&e	To approve an MOA (attached) between the Colville	11 FOR (SB, MK, AH, EM, RT, NJ, AJ, RG, WN, JF, JS)

	Confederated Tribes of the Colville Indian Reservation and the Boys & Girls Clubs of Snohomish County to provide a Youth Program in accordance with the terms and conditions of the MOA in the Inchelium District. Further, to approve a budget modification to the Fiscal Year 2015 Budget in the amount of \$329,651.00 as provided for in the attached annual Budget from the General Fund. Chair or designee authorized to sign all pertinent documents.	JF, JS) 0 AGAINST 0 ABSTAINED
2014-794.m&b	To approve the Inchelium District Qwam Qwmpt' Community Projects Voters Guide Distribution information for a ballot vote of the Confederated Tribes of the Colville Reservation enrolled Inchelium tribal members. Associated costs for printing \$816.69 by FedEx and postage estimated at \$2,023.00 to be disbursed from the Inchelium District Qwam Qwmpt' Program No. 465200. The Inchelium District Colville Business Council members requests the approval for the Enrollment Office to provide the Inchelium District enrolled membership address labels for the CBC Support Staff to assist with the mail out of the community projects for confidentiality protection of the memberships' personal information. In addition, the Election Office will provide assistance counting the ballot votes and provide the results of the ballot count and post the results to the Inchelium District Tribal membership. The Colville Business Council reserves the right to further require information from the project proponents that receive the most votes by the Inchelium District membership for business planning and financial sustainability purposes.	11 FOR (SB, MK, AH, EM, RT, NJ, AJ, RG, WN, JF, JS) 0 AGAINST 0 ABSTAINED
2014-795.m&b	To amend the sixth whereas class of Resolution 2014-672 to read "Whereas, it is the recommendation of the Management & Budget Committee to ratify, affirm, and approve formation of the Colville Tribal Government Building LLC, a limited liability corporation formed under the laws of the State of Washington,".	11 FOR (SB, MK, AH, EM, RT, NJ, AJ, RG, WN, JF, JS) 0 AGAINST 0 ABSTAINED
2014-796.m&b	To approve the attached amended Revolving Note as part of the NMTC financing, previously approved as part of Resolution 2014-727. The amendments reflect that the obligations of the Borrower to the Tribe pursuant to this Note shall remain unsecured and shall be subordinate to the obligations of Borrower to certain other lenders.	11 FOR (SB, MK, AH, EM, RT, NJ, AJ, RG, WN, JF, JS) 0 AGAINST 0 ABSTAINED
2014-797.m&b	WHEREAS, the Confederated Tribes of the Colville Reservation is a Federally recognized Indian Tribe; and WHEREAS, pursuant to Article II, Section 1 of the Constitution of the Tribe ("Constitution"), the Tribal Council is the governing body of the Tribe; and WHEREAS, Waveland Sub-CDE XX, LLC, a Colorado limited liability company or an affiliate thereof (the "CDE"), received an allocation of new markets tax credits (the "New Markets Tax Credits") under Section 45D of the Internal Revenue Code of 1986, as amended (the "Code"),	11 FOR (SB, MK, AH, EM, RT, NJ, AJ, RG, WN, JF, JS) 0 AGAINST 0 ABSTAINED

	<p>and the rules and regulations promulgated thereunder, and implemented by the CDFI Fund (as defined below), with respect to which USBCDC may due to its investment as described below claim New Markets Tax Credits (collectively, the “NMTC Program”); and</p> <p>WHEREAS, Prior to the date hereof, USBCDC made an equity investment in the amount of \$20,546,116.00 (the “USBCDC Investment”) in USBCDC Investment Fund 54, LLC, a Missouri limited liability company (the “Investment Fund”), and (ii) on or about the date hereof, the Confederated Tribes of the Colville Reservation, a federally recognized, sovereign and self-governing American Indian tribe (in such capacity, the “Leverage Lender”) is making a loan to the Investment Fund in the aggregate principal amount of \$16,029,300.00 (the “Leverage Loan”). Prior to the date hereof, the Investment Fund made an equity investment in the CDE in the amount of \$20,546,116.00 (the “Equity Investment”). The Equity Investment is being designated as a “qualified equity investment” (as such term is defined in Section 45D of the Code, hereinafter a “QEI”), on account of which the Investment Fund is expected to receive, and USBCDC is expected to receive as the sole member of the Investment Fund 100% of the New Markets Tax Credits generated by such investment in 2014 and for each of the next six (6) years thereafter. Using the proceeds of the Leverage Loan, the Investment Fund will return \$13,974,788.00 of the USBCDC Investment to USBCDC and pay certain fees totalling \$2,054,512.00; and</p> <p>WHEREAS, The Equity Investment was made with the intention of making one or more investments in a “qualified active low-income community business” (as such term is defined in Section 45D of the Code, hereinafter “QALICBs”), which investments are expected to be “qualified low-income community investments” (as such term is defined in Section 45D of the Code, hereinafter “QLICIs”, and each a “QLICI”). The CDE has identified the Colville Tribal Government Building Development LLC (“Borrower”) as a QALICB to which it is prepared to make QLICIs; and</p> <p>WHEREAS, the proceeds of the Equity Investment will be used by the CDE to make loans to Borrower in the aggregate principal amount of \$20,546,116 (the “QLICI Loans”). The QLICI Loans are expected to constitute a QLICI being made to a QALICB under the NMTC Program. The documents evidencing or securing the QLICI Loans, including that certain Loan Agreement by and among Borrower and CDE, dated as of on or about the date hereof (the “CDE Loan Agreement”), are hereinafter collectively referred to as the “CDE Loan Documents”; and</p>	
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	<p>WHEREAS, to facilitate the Leverage Loan, the Colville Business Council must approve the attached Leverage Loan Pledge, Assignment, and Security Agreement which contains provisions regarding arbitration, exhaustion, and waiver of sovereign immunity; and</p> <p>WHEREAS, as a condition of making the USBCDC Investment and to consenting to the CDE making the QLICI Loans to the QALICB, USBCDC has required the Tribe to provide the indemnifications set forth in the attached New Market Tax Credit Indemnification Agreement, which contains provisions regarding arbitration, exhaustion, and waiver of sovereign immunity; and</p> <p>WHEREAS, Investment Fund may wish to dispose of its interest, including its interest in the government center following the end of the Tax Credit Investment Period, and the Tribe may wish to acquire the interest following the end of the Tax Credit Investment Period, on the terms set forth in the attached Put/Call Agreement which contains provisions regarding arbitration, exhaustion, and waiver of sovereign immunity; and</p> <p>WHEREAS, to facilitate the QLICI Loans, the Colville Business Council must approve the attached Environmental Indemnification, and Repayment and Guaranty Agreement by and between the Tribe and Waveland Sub-CDE XX LLC, which contains provisions regarding arbitration, exhaustion, and waiver of sovereign immunity; and</p> <p>WHEREAS, the Colville Business Council desires to authorize, approve, and ratify the QALICB's execution, delivery, and performance of additional New Markets Tax Credit documents and agreements to which the QALICB is expected to execute, deliver, and perform to give effect to this contemplated financing transaction; and</p> <p>WHEREAS, the Management and Budget Committee has reviewed the attached documents and recommends that the Colville Business Council approve them.</p> <p>NOW THEREFORE BE IT RESOLVED, that the Colville Business Council does hereby adopt the recommendation of the Management and Budget Committee.</p> <p>BE IT FURTHER RESOLVED, That Colville Business Council finds that (i) the Recitals in this Resolution are true and correct in all material respects; (ii) the Colville Business Council possesses full power and authority to adopt this Resolution; (iii) all members of the Colville Business</p>	
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	<p>Council were duly elected or appointed and (iv) the Colville Business Council's adoption of this Resolution and approval of the documents above are in the best interests of the Tribe and its members, and are consistent with the laws of the Tribe; and</p> <p>BE IT FURTHER RESOLVED, The Colville Business Council hereby authorizes approves, and ratifies to the extent already executed, forms of the following agreements and documents (collectively, the "New Market Tax Credit Transaction Document"), and the Tribes' execution, delivery, and performance of such documents, which New Markets Tax Credit Documents are substantially complete and will be executed and delivered at or prior to the closing of the Financing:</p> <ul style="list-style-type: none"> a. Leverage Loan Document b. Leverage Loan Pledge, Assignment and Security Agreement c. Repayment Guaranty d. QALICB Credit and Indemnity Agreement e. Put Call Option f. Environmental Indemnification g. Reimbursement Agreement <p>BE IT FURTHER RESOLVED, Substantially complete forms of the New Market Tax Credit Documents have been presented to the Colville Business Council for its consideration, and this Resolution hereby authorizes the Chairman or his designee, (collectively, the "Authorized Representatives") on behalf of Business Council and the Colville Tribe, to:</p> <ul style="list-style-type: none"> (i) Finalize, execute and deliver the New Market Tax Credit Documents to which Colville Tribe is a party, with such changes, deletions and insertions as the Chairman or his designee shall approve, and the signature of the Chairman or his designee shall constitute conclusive evidence of such approval; and (ii) Execute and deliver such other agreements , documents, certificates, orders, requests and instruments as may be required by the New Market Tax Credit documents or, in connection therewith; and 	
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	<p>(iii) Take such other actions, including any filings with federal, state or tribal governmental authorities in connection with the transactions and documents herein approved as may be necessary or desirable; and</p> <p>BE IT FURTHER RESOLVED, The New Market Tax Credit Documents include certain provisions related to the Tribe's (i) limited waivers of sovereign immunity, (ii) waivers of rights to have disputes heard first before a Tribal court or other Tribal tribunal, (iii) consents to arbitration or other forums for resolution of such disputes and proceedings for the enforcement of remedies, and (iv) consents to the application of the laws of the State of Washington or the State of Missouri (collectively, the "Dispute Resolution Provisions"). The Dispute Resolution Provisions are hereby expressly, unconditionally and irrevocably approved on behalf of the Colville Tribe. Each of the Dispute Resolution Provisions are deemed incorporated by reference into this Resolution as though set forth at length herein, and are hereby expressly, unconditionally and irrevocably made directly in this Resolution by the Tribe for the benefit of each of the parties benefited thereby independently of the New Market Tax Credit Documents, and the Colville Tribe hereby specifically undertakes that it will not assert that it has the authority to amend, repeal, modify or otherwise impair the Dispute Resolution Provisions. These Dispute Resolution Provisions shall have a preemptive and governing effect over any inconsistent or conflicting resolutions, orders, code, ordinance, statute, rule, or regulation of the Tribes or the Colville Business Council; and</p> <p>BE IT FURTHER RESOLVED, the Colville Business Council hereby authorizes, approves, and ratifies the QALICB's execution, delivery, and performance of additional New Markets Tax Credit documents and agreements to which the QALICB is expected to execute, deliver, and perform to give effect to this contemplated financing transaction; and</p> <p>BE IT FINALLY RESOLVED, The Colville Business Council hereby authorizes the Chairman of the Colville Business Council or his designee to sign any additional documents required for closing of the New Market Tax Credit Transactions including any amended or revised versions of the attached documents, or any flow of funds memorandum, so long as such documents do not materially alter the business or legal terms in the documents approved in accordance with this Resolution.</p>	
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