

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

WHEREAS, the White Mountain Apache Tribe implemented the White Mountain Apache Tribe Discretionary Contribution Plan (the "Discretionary Contribution Plan") in 1989 to help provide for the retirement income needs of its employees; and

WHEREAS, the Discretionary Contribution Plan has been administered pursuant to an unsigned document since its inception; and

WHEREAS, the Tribal Council has decided that the Discretionary Contribution Plan should not be a qualified plan under Section 401(a) of the Internal Revenue Code of 1986 but, rather, should be a plan intended to comply with the requirements of Section 457 of the Internal Revenue Code of 1986.

BE IT RESOLVED by the Tribal Council of the White Mountain Apache Tribe that the Discretionary Contribution Plan, as previously presented to the Tribal Council, which Discretionary Contribution Plan is intended to satisfy the requirements of Section 457 of the Internal Revenue Code of 1986, be and hereby is adopted.

BE IT FURTHER RESOLVED that effective January 31, 1991, all employees who are employed as of that date will have a fully vested interest in their accounts under the terms of the Discretionary Contribution Plan and all employee and Tribal contributions to the Discretionary Contribution Plan will be discontinued.

BE IT FURTHER RESOLVED that the terms of the Discretionary Contribution Plan shall allow lump sum distributions to employees, but only is the amount to be distributed does not exceed \$15,000.00.

BE IT FURTHER RESOLVED that the Chairman of the Tribal Council is hereby authorized to execute the Discretionary Contribution Plan and to make such changes in the Discretionary Contribution Plan as may be suggested by the Tribe's pension attorneys as long as said changes are merely administrative in nature and do not increase the cost of the Discretionary Contribution Plan or seriously detract from the benefits provided to the employees.

BE IT FURTHER RESOLVED that the assets of the Discretionary Contribution Plan shall be placed in a special type of trust, known as a "Rabbi Trust", which trust will be beyond the reach of the Tribe, but may be subject to the claims of the Tribe's creditors in the event of the Tribe's insolvency, all in accordance with the terms and provisions of the White Mountain Apache Tribe Discretionary Contribution Plan Trust Agreement (the "Trust Agreement").

BE IT FURTHER RESOLVED that, subject to its consent, any financial institution with trust power, shall serve as the trustee under the Trust Agreement.

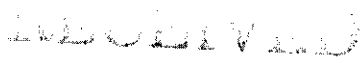
BE IT FURTHER RESOLVED that the Chairman of the Tribal Council is hereby authorized to execute the Trust Agreement and to make such changes therein as may be suggested by the Tribe's pension attorneys.

BE IT FURTHER RESOLVED that the Chairman of the Tribal Council is hereby authorized to make such further changes in the terms of the Discretionary Contribution Plan or the related Trust Agreement as may be required in order to comply with the provisions of Section 457 of the Internal Revenue Code of 1986.

The foregoing resolution was on April 11, 1991, duly adopted by a vote of nine for and zero against by the Tribal Council of the White Mountain Apache Tribe, pursuant to authority vested in it by Article V, Section 1 (i) of the Amended Constitution and Bylaws of the Tribe, ratified by the Tribe June 27, 1958, and approved by the Secretary of the Interior on May 29, 1958, pursuant to Section 16 of the Act of June 18, 1934 (48 Stat. 984).



Chairman of the Tribal Council



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Secretary of the Tribal Council

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