



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

(Terminating Diane Wilson's Professional Services Agreement)

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, Diane Wilson, the Chief Financial Officer ("CFO"), has recently decided to not approve Form Es for four recently hired FATCO employees due to cost containment measures adopted by the Tribe, however, these positions replaced existed vacated positions needed for FATCO's operation and the CFO was not willing to discuss this matter with FATCO management, even though she knew the Tribe was legally bound to pay these employees because they already worked; and

WHEREAS, this is an example of the CFO's discourteous treatment of tribal employees; and

WHEREAS, in a letter dated October 3, 2008, the CFO wrote that "[i]t is obvious that Mr. Johnson does not believe there is a financial problem. Let him spend a day dealing with the numerous phone calls from vendors demanding payment and threatening legal action against the tribe;" and

WHEREAS, this statement is grounds for disciplinary action because it is an "action that may be deemed insubordination" as Mr. Johnson is the FATCO Board Chairman and a Tribal Council Member and it is "discourteous treatment" of another tribal employee (See Personnel Policies Section IX.C.1.b and IX.C.1.o); and

WHEREAS, the CFO has entered into a Professional Services Agreement with the Tribe that provides for 30 days prior written notice before termination with or without cause; and

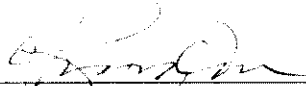
WHEREAS, the Tribal Council finds that the CFO's written statement in her letter dated October 3, 2008 is disrespectful of tribal leadership and constitutes "insubordination" and "discourteous treatment" of another tribal employee and further finds that the CFO should be terminated immediately and paid out for the remaining 30 days of her Agreement instead of remaining on the job site for the next 30 days.

BE IT RESOLVED by the Tribal Council of the White Mountain Apache Tribe that it hereby terminates Diane Wilson's Professional Services Agreement and concludes that she engaged in conduct that was insubordinate and discourteous (See Personnel Policies Section IX,C.1.b and IX.C.1.o) to a Tribal Council Member and further directs that she be terminated immediately pursuant to section 14© of her Professional Services Agreement and paid out for the remaining 30 days of her Agreement instead of her remaining on the job site for the next 30 days.

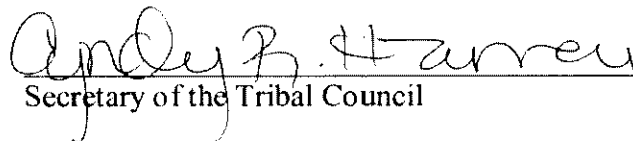
Resolution No. 10-2008-243

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 documents necessary to effectuate the intent of this Resolution.

The foregoing resolution was on October 8, 2008, 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), (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