



WHITE MOUNTAIN APACHE TRIBE

A Sovereign Tribal Nation

**(Authorizing Limited Waiver of Sovereign Immunity with
Rockefeller & Co., Inc. for Investment Management Services)**

WHEREAS, the Tribal Council of the White Mountain Apache Tribe ("Tribe") is entrusted by the Tribe's Constitution to act in all matters that concern the welfare of the Tribe, to manage all economic affairs and enterprises of the Tribe, and to regulate subordinate organizations for economic and other purposes; and

WHEREAS, the White Mountain Apache Tribe will be acquiring investment management services from Rockefeller & Co., Inc. for Preservation Funds and Carbon Trust Funds; and

WHEREAS, an Investment Management Agreement has been submitted to the Tribe for review and requires a limited waiver of sovereign immunity; and

WHEREAS, the Tribal Council finds it in the best interest of the Tribe to authorize limited waivers of the Tribe's immunity for the purposes described in the Investment Management Agreement between the Tribe and Rockefeller & Co., Inc.

BE IT RESOLVED by the Tribal Council of the White Mountain Apache Tribe that it hereby grants a limited waiver of sovereign immunity for the purpose of enforcing the terms of the Investment Management Agreement. This waiver is expressly limited to enforcement of the provisions of this Agreement. This limited waiver is not, and should not be construed as, a blanket waiver of the Tribe's sovereign immunity. Tribal Chairman is authorized to sign the agreements on behalf of the Tribe.

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 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 DECEMBER 2, 2015 duly adopted by a vote of EIGHT for, ZERO against, and ONE abstentions 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).

 12/9/2015  12/9/2015
Ronnie Lupe, Tribal Chairman Date Doreen T. Numkena, Tribal Secretary Date