



WHITE MOUNTAIN APACHE TRIBE

A Sovereign Tribal Nation

(Authorizing Limited Waiver of Sovereign Immunity for ADOT Project No. H867801D)

WHEREAS, the White Mountain Apache Tribe ("Tribe") intends to enter into an Intergovernmental Agreement ("IGA") with the State of Arizona Department of Transportation ("ADOT") for ADOT Project No. H867801D; and

WHEREAS, critical to this agreement is the protection of party rights, remedies, and other protections typically expected by parties entering into an agreement with potentially great rewards, but risks as well; and

WHEREAS, as a provision of the IGA, the Tribe must agree to a limited waiver of its sovereign immunity, which is provided by the language in the IGA as follows:

For purposes of this Agreement, and subject to the terms of this section, the WMAT consents and agrees to a limited waiver of its sovereign immunity from suit and consents to be sued on an arbitration award. The WMAT represents that this limited waiver of sovereign immunity has been duly approved by the WMAT's Tribal Council, as authorized by the Arbitration and Sovereign Immunity Acts of the WMAT. The WMAT is not waiving its right to assert the defense of sovereign immunity except as expressly set forth, referred to, and provided for, in this Agreement. This limited waiver is enforceable solely by the State as limited hereunder and does not create any additional third party beneficiary rights to suits or private causes of action in favor of third Parties. The Parties agree that this section provides a limited waiver of sovereign immunity solely for the purpose of enforcing the provisions of this Agreement and enforcing any arbitration award hereunder and for no other purpose; and

WHEREAS, the Tribal Council finds it in the best interest of the Tribe to enter into the IGA with ADOT and, in order to ensure all proper protections are in place, shall agree to authorize a limited waiver of sovereign immunity for the duration of this project.

BE IT RESOLVED by the Tribal Council of the White Mountain Apache Tribe that it hereby authorizes this IGA for ADOT Project No. H867801D, which includes a limited waiver of sovereign immunity as provided by the language as follows:

For purposes of this Agreement, and subject to the terms of this section, the WMAT consents and agrees to a limited waiver of its sovereign immunity from suit and consents to be sued on an arbitration award. The WMAT represents that this limited waiver of sovereign immunity has been duly approved by the WMAT's Tribal Council, as authorized by the Arbitration and Sovereign

Resolution No. 03-2016-44

Immunity Acts of the WMAT. The WMAT is not waiving its right to assert the defense of sovereign immunity except as expressly set forth, referred to, and provided for, in this Agreement. This limited waiver is enforceable solely by the State as limited hereunder and does not create any additional third party beneficiary rights to suits or private causes of action in favor of third Parties. The Parties agree that this section provides a limited waiver of sovereign immunity solely for the purpose of enforcing the provisions of this Agreement and enforcing any arbitration award hereunder and for no other purpose.

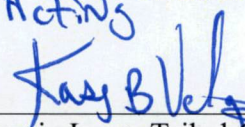
BE IT FURTHER RESOLVED by the Tribal Council of the White Mountain Apache Tribe that it hereby authorizes the Tribal Chairman or his designee to undertake any other actions necessary to enter into the IGA and execute and complete the project.

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 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.

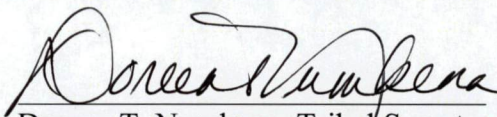
The foregoing resolution was on MARCH 2, 2016 duly adopted by a vote of TEN for, ZERO against, and ZERO abstentions by the Tribal Council of the White Mountain Apache Tribe, pursuant to authority vested in it under the enumerated powers listed in Article IV, Section 1 of the WMAT Constitution, so ratified on September 30, 1993, and federally recognized pursuant to Section 16 of the Indian Reorganization Act of June 18, 1934 (48 Stat. 984).

Acting


Ronnie Lupe, Tribal Chairman

3.10.16

Date



Doreen T. Numkena, Tribal Secretary

3/10/2016

Date