



WHITE MOUNTAIN APACHE TRIBE

A Sovereign Tribal Nation

**(Reappointing Tom Beck, Confirming the Three Year Term for
Hayden Anderson and Appointing Stephen Shriver to the
WMATCO, LLC, Board of Directors)**

- WHEREAS,** WMATCO, LLC, is a wholly owned entity of the Tribe which holds responsibility and ownership over the Tribe's commercial lumber business; and
- WHEREAS,** pursuant to Article 3.3.9 of the WMATCO Operating Agreement, the Tribal Council holds sole authority to appoint members to the Board and may accept recommendations concerning Board appointment from the Board of Directors; and
- WHEREAS,** Board Member Tom Beck was appointed to a three-year term to the WMATCO Board of Directors, beginning May, 2013; and
- WHEREAS,** Mr. Beck has indicated to the Tribal Council that he is willing to be reappointed for another term; and
- WHEREAS,** the Tribal Council finds that Mr. Beck has done a valuable service to WMATCO and should be reappointed; and
- WHEREAS,** Board Member Hayden Anderson was appointed to the WMATCO Board of Directors in June, 2014; and
- WHEREAS,** the WMATCO Board understands that Mr. Anderson's appointment was made by the Council for a full three year term, rather than for the remaining of the prior Board Member he was to replace, although the Resolution directing his appointment does not specify the term; and
- WHEREAS,** the Tribal Council hereby confirms that Hayden Anderson's appointment was for a full three year term; and
- WHEREAS,** the Tribal Council has heard a recommendation to appoint Greg Butler to fill the Board position held by Larry Vicario; and
- WHEREAS,** based on his prior experience with the former FATCO, the Tribal Council finds that Mr. Butler would make a good addition to the WMATCO Board; and
- WHEREAS,** the WMATCO Board of Directors has recommended two other qualified individuals to serve on the WMATCO Board, Stephen Shriver of Seattle Washington, and Lee Nelms of Phoenix Arizona; and

WHEREAS, by action taken today in a separate resolution, the Tribal Council has enacted an amendment to the WMATCO Operating Agreement, subject to approval by the tax credit financing investors, to expand the size of the WMATCO Board to authorize the appointment of up to seven members to the Board of Directors; and

WHEREAS, expansion of the WMATCO Board membership would make room for Mr. Shriver and Mr. Nelms to serve as new members of the WMATCO Board; and

WHEREAS, both of the new candidates are willing to serve on the Board and would bring critical expertise WMATCO needs: Mr. Shriver formerly was the Assistant General Manager of the FATCO mill and now serves as the Sales Manager of Universal Forest Products for the state of Washington, and Mr. Nelms is the CEO and part owner of Trendwood, a specialty wood products manufacturing business; and

WHEREAS, the WMATCO Board has reviewed the potential for a conflict of interest concerning Stephen Shriver and Lee Nelms, as each works for businesses which purchase materials from WMATCO, with Universal Forest Products currently one of WMATCO's largest customers, although all purchases are made in the southwest region and are unrelated to the operations under Mr. Shriver's supervision, and Trendwood is a WMATCO customer which makes purchases of approximately 3.6% of WMATCO's output, by revenue; and

WHEREAS, the WMATCO Board has advised the Council that it is satisfied that the business relationships of the two new candidates will not pose a conflict to WMATCO's interest, and in any event, neither individual would be permitted on a matter directly related to their business activity; and

WHEREAS, the Tribal Council has considered the qualifications for each of the candidates and recognizes the valuable contribution that each could bring to the WMATCO Board of Directors.

BE IT RESOLVED by the Tribal Council of the White Mountain Apache Tribe that it hereby reappoints Mr. Tom Beck to a regular three-year term on the WMATCO Board of Directors, with the recommendation to the WMATCO Board that Mr. Beck serve as Board Chairman, and that otherwise, Board member Jim Quinn be recommended to serve as Board Chairman.

BE IT FURTHER RESOLVED by the Tribal Council of the White Mountain Apache Tribe that it hereby confirms that Mr. Hayden Anderson's appointment to the WMATCO Board on June 9, 2014, was for a full three year term beginning on that date.

BE IT FURTHER RESOLVED by the Tribal Council of the White Mountain Apache Tribe that it hereby authorizes the appointment of Greg Butler to a regular term on the WMATCO Board, subject to confirmation by Mr. Butler of his acceptance of the appointment.

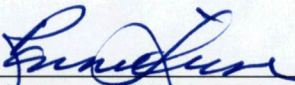
BE IT FURTHER RESOLVED by the Tribal Council of the White Mountain Apache Tribe that, on the condition that the new market tax credit investors approve the proposed Board membership expansion, it hereby appoints Mr. Stephen Shriver and Mr. Lee Nelms each to a regular term to the WMATCO Board of Directors.

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 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.

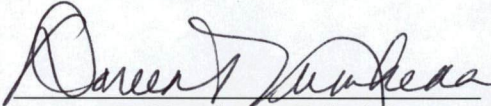
BE IT FURTHER RESOLVED by the Tribal Council of the White Mountain Apache Tribe that the Chairman, or in his absence, the Vice-Chairman, is hereby authorized to execute any and all documents necessary to effectuate the intent of this Resolution.

The foregoing resolution was on JUNE 8, 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).



Ronnie Lupe, Tribal Chairman

Date



Doreen T. Numkena, Tribal Secretary

8-1-2016

Date