



WHITE MOUNTAIN APACHE TRIBE

A Sovereign Tribal Nation

(Authorizing Limited Waiver of Sovereign Immunity For Fresenius Joint Venture Confidentiality Agreement)

WHEREAS, officials of the White Mountain Apache Tribe ("WMAT") and high-ranking members of the Fresenius Medical Care of North America ("Fresenius") organization have been working together to find solutions for Tribal members who require life-saving dialysis services and reside on or near the Fort Apache Indian Reservation ("Fort Apache"); and

WHEREAS, previously, it was the intention of Fresenius and the WMAT to reserve Tribal Land and make it available for Fresenius to develop a local site to better accommodate the many Tribal members who require dialysis and other out-patient care. With turnover and management changes at Fresenius, it has become increasingly clear that any local land and site development will require a greater investment from the WMAT or risk an indefinite delay in the building and planning process; and

WHEREAS, at the conclusion of a recent meeting at Hon-Dah Casino, Tribal Officials and Fresenius management and local White Mountain providers determined that the organizations must now consider several other possibilities, including a joint venture, partnership, or alternative investment strategy involving local Tribal agencies in order to bring Fresenius Medical Care onto Tribal Land, whether at a Whiteriver, McNary, or other convenient location; and

WHEREAS, after discussing this matter, the Tribal Council finds it in the best interest of the WMAT to support the efforts of the WMAT and Fresenius in seeking out alternative strategies and the Council believes that a limited waiver of immunity to support such alternate business strategies would be in the best interest of the Tribal Community.

BE IT RESOLVED by the Tribal Council of the White Mountain Apache Tribe that it hereby authorizes a limited waiver of sovereign immunity for the purpose of entering into a joint venture confidentiality agreement that shall make it more likely that the WMAT will have local dialysis services. The site will provide a major benefit for Tribal members in need of such life-saving services.

BE IT FURTHER RESOLVED by the Tribal Council of the White Mountain Apache Tribe that it hereby declares that this agreement is intended to protect any information shared between the parties, and should the efforts of WMAT and Fresenius result in a potential joint venture and/or alternative investment strategy, the parties will advise the Council accordingly and seek further approval to finalize any future agreements in support of the parties' efforts.

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

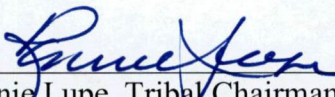
Resolution No. 09-2016-186

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.

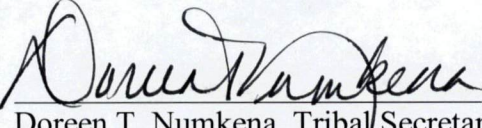
The foregoing resolution was on **SEPTEMBER 6, 2016**, duly adopted by a vote of **NINE** for, **ZERO** against, and **ONE** abstentions by the Tribal Council of the White Mountain Apache Tribe, pursuant to authority vested in it under the enumerated powers listed in Article IV, Section 1 of the WMAT 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).



Ronnie Lupe, Tribal Chairman

9/15/16

Date



Doreen T. Numkena, Tribal Secretary

9-15-2016

Date