



WHITE MOUNTAIN APACHE TRIBE

A Sovereign Tribal Nation

(Approval of Additional Long Form Non-Disclosure Agreement to the Master Plan 2018 Project Consultant Service Agreement)

WHEREAS, pursuant to *Resolution No. 02-2016-34*, the Planning Department was authorized to proceed with, complete and implement the Master Plan 2018 Project, funded through the White Mountain Apache Tribe Carbon Credit Program; and

WHEREAS, the Master Plan 2018 Project seeks to identify reservation wide economic development opportunities and community improvement needs; and

WHEREAS, Tribal Council requested through the White Mountain Apache Tribe's Office of the Attorney General, that the Master Plan 2018 Project Consultant Service Agreement between White Mountain Apache Tribe ("Tribe") and Amaktoolik Studios, LLC ("Consultant") dated February 6, 2018, be amended to include the addition of a long form Non-Disclosure Agreement; and

WHEREAS, Amaktoolik Studios will execute the same Non-Disclosure Agreement (see attached) with Amaktoolik's Consultants; and

WHEREAS, the Non-Disclosure Agreement shall apply to all requests by the Consultant for financial information from the Tribe's departments and/or business enterprises; and

WHEREAS, the Consultant shall submit individual Letters of Request through the Tribal Planning Department, requesting the previous three (3) years financial statements of the Tribe's departments and/or enterprises, including but not limited to the Office of the Tribal Treasurer, Hon-Dah Resort Casino & Conference Center, Sunrise Park Resort, Apache Enterprises, Commercial Centers – Whiteriver & Cibecue, Game & Fish Department, Community Development Corporation; and

WHEREAS, upon receipt of the financial information, the Tribal Planning Department shall securely transmit the information to the Consultant; and

WHEREAS, upon receipt of the financial information, The Consultant shall utilize the financial information to develop a detailed understanding of existing business operations, identify potential operational and market improvements for existing businesses, and prepare the following deliverables as part of the Master Plan 2018 Project:

1. Competitive market analysis including local successes and failures
2. Potential retail opportunity gaps
3. Recommendations for adjustments to the type and scale of business ventures best suited for the market
4. Business revenue and expense estimates
5. Development cost estimates
6. Return on Investment (ROI) analysis

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7. Financial analysis and strategic planning related to various financing possibilities, lender profiles, critical paths and requirements related to the Project;
8. Prepare information and analysis discussions for WMAT's review with regards to the potential financing(s)' due diligence preparation and expected structures based on current market standards including cash flow, pricing, term and covenant expectations;
9. Prepare and lead any necessary (if/as requested) financing workshops or seminars for WMAT or other related parties;
10. Assist WMAT in preparation for any anticipated capital raise for the project(s) which may include multiple financing Transaction(s);
11. Financing preparation may include identification of and introductions to WMAT to qualified professionals necessary to successfully complete a financing transaction including but not limited to securities legal counsel, rating agencies, underwriters, government entities, accountants and industry experts if/as necessary to facilitate the financing Transaction(s);
12. Assist WMAT, their management, officers and advisors to determine, recommend and establish needs and priorities as they relate to the proposed transaction(s).

BE IT RESOLVED by the Tribal Council of the White Mountain Apache Tribe that to allow the Consultant to effectively develop a detailed understanding of existing business operations and identify potential operational and market improvements, it hereby approves the additional long form Non-Disclosure Agreement to the Master Plan 2018 Project Consultant Service Agreement pursuant to applicable Tribal law.

BE IT FURTHER RESOLVED by the Tribal Council of the White Mountain Apache Tribe that it hereby directs the Planning Department to proceed with the continuation of the work on the Master Plan 2018 Project.

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 Chairwoman, or in her absence, the Vice-Chairman, is hereby authorized to execute all documents necessary to effectuate the intent of this Resolution.

The foregoing resolution was on **SEPTEMBER 12, 2018** duly adopted by a vote of **NINE** 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).


Gwendena Lee-Gatewood, Chairwoman Date 5 Dec 18


Doreen T. Numkena, Tribal Secretary Date 12-5-18