



# WHITE MOUNTAIN APACHE TRIBE

A Sovereign Tribal Nation

**(Approving \$467,863.00 Estimate and Annual Subscription Services Fee Agreement between Hon-Dah Resort Casino and Oracle American Inc. for Usage of the Management and Accounting Software Net Suite and Waiver of Sovereign Immunity)**

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- WHEREAS,** The Constitution of the White Mountain Apache Tribe (“Tribe”) of the Fort Apache Indian Reservation provides, at Article IV, Section 1(b) that the Tribal Council (“Council”) shall exercise the power, “To negotiate, make and perform contracts and agreements of every description, not inconsistent with federal law or [the] constitution, with any person, association, or corporation... ”; and
- WHEREAS,** Hon-Dah Resort-Casino (“Hon-Dah”) is a wholly-owned economic enterprise of the Tribe; and
- WHEREAS,** Hon-Dah plans to utilize a software called “Net Suite” which is a comprehensive system to help operate and manage its operations; and
- WHEREAS,** Hon-Dah’s usage of the Net Suite software will be governed by both Estimate No. 832,481 (“Estimate”) dated 3/16/2021 and the Subscription Services Agreement, both of which are attached hereto and incorporated herein; and
- WHEREAS,** The Estimate totals \$467,863.00; and
- WHEREAS,** The Subscription Services Agreement requires a waiver of the Tribe’s sovereign immunity into the courts of San Francisco or Santa Clara Counties, California, for any and all disputes arising thereunder; and
- WHEREAS,** Hon-Dah management, this day, presents these agreements for approval by the Council; and
- WHEREAS,** The Council has reviewed the agreements and finds that approving them will assist Hon Dah in efficiently managing its operations is in the best interests of the Tribe and its members.
- BE IT RESOLVED** by the Tribal Council of the White Mountain Apache Tribe that the attached Estimate No. 832,481 in the amount of \$467,863.00 is hereby approved.

***Resolution No. 02-2022-26***

**BE IT FURTHER RESOLVED** by the Tribal Council of the White Mountain Apache Tribe that the attached Net Suite Subscription Services Agreement and its waiver of sovereign immunity, as to Hon Resort-Casino only, are hereby approved.

**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 any and all documents necessary to effectuate the intent of this Resolution.

The foregoing resolution was on **FEBRUARY 14, 2022** 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).

 2.28.22  2/28/2022  
Gwendena Lee-Gatewood, Chairwoman                      Date                      Doreen T. Numkena, Tribal Secretary                      Date