



# WHITE MOUNTAIN APACHE TRIBE

## A Sovereign Tribal Nation

### (Authorizing Master Service Agreement with SCS Global Services and Approving Limited Waiver of Sovereign Immunity for the Same)

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- WHEREAS,** The Constitution of the White Mountain Apache Tribe (“Tribe”) of the Fort Apache Indian Reservation (“Constitution”) provides, at Article IV, Section 1(b) that the Tribal Council (“Council”) shall exercise the power “[t]o negotiate, make and perform contracts and agreements of every description...”; and
- WHEREAS,** The Tribe has two carbon projects, listed with California Air Resources Board’s 32 (AB 32) Cap and Trade Regulation offset program, that are subject to the California Air Resources Board’s Compliance Offset Protocol, U.S. Forest Projects (dated October 20, 2011 for Carbon Project 1 and dated November 14, 2014 for Carbon Project 2), and applicable updated versions of the Protocol; and
- WHEREAS,** Per Article 5 of California’s AB 32 Cap and Trade Regulation offset program, forestry carbon projects are required to monitor, report and verify credits for 100 years post credit sale; and
- WHEREAS,** If the Tribe fails to meet reporting, quantification, and verification requirements outlined in § 95976 and § 95977 of the Cap-and-Trade Regulation, the Tribe will be out of the compliance with California’s Regulation and be liable for replacing credits issued; and
- WHEREAS,** In order to issue California Compliance Credits for the carbon projects, the project must be third-party verified by a California-approved verification body; and
- WHEREAS,** The Tribe previously contracted with Scientific Certification Systems (“SCS”) Global Services, an approved verification body, to conduct the Tribe’s initial verification of the Tribe’s Carbon Project 2 and second verification of Carbon Project 1; and
- WHEREAS,** SCS Global Services again submitted a proposal to the Tribe to conduct verification services beyond the verification time-period previously authorized; and
- WHEREAS,** The proposed agreement requires a limited waiver of sovereign immunity to consent to the choice of the governing law of the State of California and further requires that the Tribe consent to the jurisdiction of state and federal courts in San Francisco, California; and
- WHEREAS,** The Council has reviewed the agreement, finds that approving it is in the best interest of the Tribe and its members to complete the requisite carbon verifications for its carbon projects to maintain compliance; and
- WHEREAS,** Given the urgency of the situation, the Tribal Council further finds that this needs to be considered and made outside of its regularly scheduled meeting; and

**Resolution No. 04-2022-67**

**WHEREAS,** The Council further finds that: (1) this Resolution may be voted upon by signature of a member of the Tribal Council where a signature indicates a vote for this Resolution; (2) the Tribal Council Secretary should attempt to obtain signatures for members of the Tribal Council personally; (3) no signature means that the respective Tribal Council member is against this Resolution, and; (4) the Tribal Council Secretary should wait no longer than a reasonable period of time to obtain a vote by signature or by no signature and so indicate that this Resolution was presented to the respective member of the Tribal Council for a vote.

**BE IT RESOLVED** by the Tribal Council of the White Mountain Apache Tribe that it hereby approves the SCS Master Services Agreement with its limited waiver of sovereign immunity.

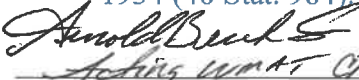
**BE IT FURTHER RESOLVED** by the Tribal Council of the White Mountain Apache Tribe that given the urgency of the request described herein, this Resolution may be voted upon as follows: (a) by signature of a member of the Tribal Council, including the Chairwoman of the Tribal Council and the Vice-Chairman of the Tribal Council, where a signature indicates a vote for this Resolution, (b) the Tribal Council Secretary shall attempt to obtain signatures for members of the Tribal Council personally, (c) no signature shall mean that the respective Tribal Council member is against this Resolution, (d) the Tribal Council Secretary should wait no longer than a reasonable period of time to obtain a vote by signature or by no signature, and so indicate that this Resolution was presented to the respective member of the Tribal Council for a vote.

**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 **APRIL 1, 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).

  
Gwendena Lee-Gatewood, Chairwoman


4-1-22  
Date

  
Doreen T. Numkena, Tribal Secretary

4-1-2022  
Date

**Resolution No. 04-2022-67**

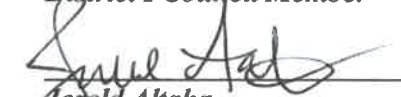
Signatures of the members of the Tribal Council represent their approval of Tribal Council Resolution No: 04-2022-67 initiated the 1st day of April 2022. Presented Personally by Tribal Council Secretary (TCS)-Indicated by Initials


4.1.22 OTN TCS Initials  
Gwendena Lee-Gatewood  
Tribal Chairwoman  
Date Signed


\_\_\_\_\_  
Jerome Kasey, III  
Vice Chairman  
Date Signed  
TCS Initials

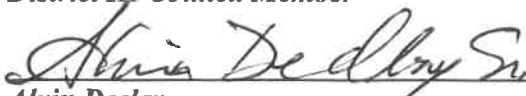
April 1, 2022 OTN TCS Initials  
Arnold Beach, Sr.  
District I Council Member  
Date Signed

\_\_\_\_\_  
Travis Tessay  
District I Council Member  
Date Signed  
TCS Initials

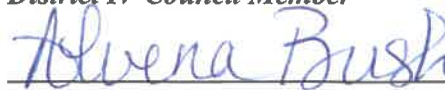
4-1-22 OTN TCS Initials  
Jerold Altaha  
District II Council Member  
Date Signed

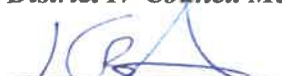
4-1-2022 OTN TCS Initials  
Renaldo Dazen  
District II Council Member  
Date Signed

4-1-2022 OTN TCS Initials  
Aubrey Addy  
District III Council Member  
Date Signed

04/01/22 OTN TCS Initials  
Alvin DeClay  
District III Council Member  
Date Signed

4-1-22 OTN TCS Initials  
Gary Alghesay  
District IV Council Member  
Date Signed

4-1-22 OTN TCS Initials  
Alvena Bush  
District IV Council Member  
Date Signed

4.1.22 OTN TCS Initials  
Kasey Velasquez  
District IV Council Member  
Date Signed

ATTEST:

  
Doreen T. Numkena, Tribal Council Secretary

4-1-2022  
Date Signed