

**SEPTEMBER 20, 2007 SPECIAL SESSION  
CROW TRIBAL LEGISLATURE**

**JOINT ACTION RESOLUTION NO. JAR07-09**

**INTRODUCED BY CARL E. VENNE, CHAIRMAN  
CROW TRIBAL EXECUTIVE BRANCH**

**JOINT ACTION RESOLUTION OF THE CROW TRIBAL LEGISLATURE  
AND THE CROW TRIBAL EXECUTIVE BRANCH ENTITLED:**

**“RESOLUTION RATIFYING APPROVAL AND LOAN DOCUMENTS  
FOR THE CROW TRIBE TO OBTAIN A \$3 MILLION TAX-EXEMPT  
LOAN FROM FIRST INTERSTATE BANK, SECURED BY INTEREST  
FROM THE 107TH SETTLEMENT TRUST FUND, TO PROVIDE  
FUNDS FOR THE COMPLETION OF ON-GOING CONSTRUCTION  
AT THE LITTLE BIG HORN COLLEGE.”**

**WHEREAS**, the Chairman of the Executive Branch has authority and responsibility pursuant to the “enumerated powers” in Article IV, Section 3 of the Constitution and Bylaws of the Crow Tribe of Indians to represent the Crow Tribe in negotiations with Federal, State and local governments and other agencies, corporations, associations, or individuals in matters of welfare affecting the Crow Tribe; to “negotiate and approve or prevent any sale, disposition, lease or encumbrance of Tribal lands, interests in lands or other Tribal assets, including buffalo, minerals, gas and oil with final approval granted by the Legislative Branch;” and to “negotiate and approve limited waivers of sovereign immunity when such a waiver is necessary for business purposes in accordance with Article V, Section 2(f) of [the] Constitution;” and

**WHEREAS**, the Legislative Branch has authority and responsibility pursuant to its “powers and duties” in Article V, Section 2(d) of the Constitution “to grant final approval or disapproval of items negotiated by the Executive Branch of Government pertinent to the sale, disposition, lease or encumbrance of Tribal lands, interests in lands or mineral assets,” and in Article V, Section 2(f) to “grant final approval or disapproval of limited waivers of sovereign immunity by the Executive Branch when waivers are necessary for business purposes;” and

**WHEREAS**, in Joint Action Resolution JAR06-07 (June 26, 2007), the Legislature granted approval for the Chairman of the Executive Branch to obtain a \$3 million tax-exempt loan for funding the construction at Little Big Horn College (the “Loan”), and to pledge and assign a portion of the interest from the Crow Tribal Trust Fund as security for the loan, all in

accordance with the Commitment Letter dated June 27, 2007 from First Interstate Bank (the "Bank"), a copy of which is attached hereto and incorporated by reference; and

**WHEREAS**, the Legislature's approval of the Loan in JAR06-07 was subject to final ratification by further Resolution of the Legislature after all the loan documents and agreements have been finalized and reviewed with the Legislature for consistency with the Commitment Letter; and

**WHEREAS**, the Chairman of the Executive Branch, with the Office of Legal Counsel and Bond Counsel retained by the Chairman, have negotiated and drafted the loan documents based on similar documents from a similar loan obtained by the Tribe in 2000, and copies of those documents as listed below have been provided to the Legislature for review and are attached hereto and incorporated by reference (the "Loan Documents"):

1. Loan Agreement;
2. Second Supplemental Pledge and Assignment Agreement (including approvals by the Bureau of Indian Affairs and the Office of the Special Trustee); and
3. Series A Note; and

**WHEREAS**, the terms specified in the Loan Documents are consistent with the Commitment Letter; and

**WHEREAS**, in JAR06-07, the Legislature also granted final approval of the limited waiver of sovereign immunity in the form set forth as Exhibit A to the Commitment letter, and such limited waiver has been duly incorporated into the Loan Documents; and

**WHEREAS**, copies of other closing documents, including a Certificate as to Organization, Certificates of Official Action, Officers' Certificate, Arbitrage Certificate, Rebate Certificate, IRS Form 8038-G, Certificate of Delivery and Payment, Lender's Certificate and Receipt, Opinion of Bond Counsel and Opinion of Office of Legal Counsel (collectively, the "Closing Documents"), have also been provided to the Legislature, and are consistent with the Loan Documents and the Commitment Letter;

**NOW, THEREFORE, BE IT RESOLVED BY THE CROW TRIBAL LEGISLATURE AND THE CROW TRIBAL EXECUTIVE BRANCH:**

**Section 1. That the approval granted by JAR06-07 of the \$3.0 million tax-exempt Loan to the Crow Tribe from First Interstate Bank for funding the construction of the Library-Archives-Administration Building for Little Big Horn College, secured by and to be repaid from interest earned on the Crow Tribal Trust Fund, all as provided in the Loan Documents, is hereby ratified;**

**Section 2. That the limited waiver of sovereign immunity approved by JAR06-07 and as set forth in the Loan Documents is hereby ratified, provided, however, that such form of limited waiver does not set a precedent for future contracts or apply to any agreements other than this transaction and the Loan Documents ratified by this Resolution;**

**Section 3. That the Chairman of the Executive Branch is hereby authorized to execute the Loan Documents on behalf of the Crow Tribe of Indians, and to take such further actions on behalf of the Crow Tribe as are necessary to complete and to administer the Loan; and the Chairman and other appropriate Tribal officials are authorized to execute the Closing Documents and such additional documents as are reasonably required to complete the Loan transaction; provided, however, that all such documents shall be consistent with and substantially conform to the Loan Documents and Closing Documents attached hereto; and**

**Section 4. That the final approval and ratification granted herein is effective on the date of approval of this Resolution, and is subject only to such further approvals or concurrences as are required by Federal law for the pledge or assignment of the Crow Tribal Trust Fund income as security and the source of repayment for the Loan.**


**CERTIFICATION**

I hereby certify that this Joint Action Resolution entitled “**RESOLUTION RATIFYING APPROVAL AND LOAN DOCUMENTS FOR THE CROW TRIBE TO OBTAIN A \$3 MILLION TAX-EXEMPT LOAN FROM FIRST INTERSTATE BANK, SECURED BY INTEREST FROM THE 107TH SETTLEMENT TRUST FUND, TO PROVIDE FUNDS FOR THE COMPLETION OF ON-GOING CONSTRUCTION AT THE LITTLE BIG HORN COLLEGE**” was duly enacted by the Crow Tribal Legislature with a vote of 17 in favor 0 opposed, and 0 abstaining and that a quorum was present on this 20<sup>th</sup>, day of September, 2007.



Speaker of the House  
Crow Tribal Legislature  
~Servant of the Apsáalooke Nation~

**ATTEST:**



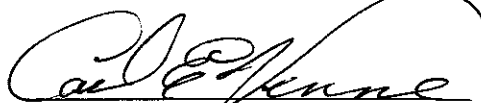
Secretary  
Crow Tribal Legislature



**EXECUTIVE ACTION**

I hereby  
 approve or  
 veto.

This Joint Action Resolution for “**RESOLUTION RATIFYING APPROVAL AND LOAN DOCUMENTS FOR THE CROW TRIBE TO OBTAIN A \$3 MILLION TAX-EXEMPT LOAN FROM FIRST INTERSTATE BANK, SECURED BY INTEREST FROM THE 107TH SETTLEMENT TRUST FUND, TO PROVIDE FUNDS FOR THE COMPLETION OF ON-GOING CONSTRUCTION AT THE LITTLE BIG HORN COLLEGE**” pursuant to the authority vested in the Chairman of the Crow Tribe by Article V, Section 8 and Article IV, Section 3(k) of the Constitution and Bylaws of the Crow Tribe or Indians, on this 20<sup>th</sup> day of Sept, 2007.



Carl E. Venne, Chairman  
Crow Tribal Executive Branch

"Ratifying Approval ? Loan Documents  
for Little Big Horn College."

Bill or Resolution Number JAR0709 Introduced by Executive Date of Vote 9-20-2007  
Branch

Representative:	Yes	No	Abstained
L. Plain Bull	✓		
O. Costa	✓		
V. Crooked Arm	✓		
M. Not Afraid	✓		
R. Iron	✓		
B. House	✓		
E. Fighter	✓		
L. Costa	✓		
L. Hogan	✓		
S. Fitzpatrick	✓		
K. Real Bird			
M. Covers Up	✓		
L. Not Afraid	✓		
B. Shane	✓		
J. Stone	✓		
D. Wilson	✓		
R. Old Crow <i>Secretary of the House</i>	✓		
D. Goes Ahead <i>Speaker of the House</i>	✓		
Totals:	<u>17</u>	<u>0</u>	<u>0</u>

Result of Vote:

Passed Not Passed Tabled Veto Override

Signature Officer: Carlton Donahoe Date: 9-20-07