

MISSISSIPPI BAND OF CHOCTAW INDIANS

RESOLUTION CHO 21-088

A RESOLUTION TO AUTHORIZE FORMATION OF, TO APPROVE AN
OPERATING AGREEMENT FOR, AND TO APPROVE A TRANSFER OF
FUNDS TO CHOCTAW INVESTMENTS, LLC

WHEREAS, the Mississippi Band of Choctaw Indians (“MBCI” or the “Tribe”) is a sovereign, federally-recognized Indian tribe with inherent authority to create, authorize and regulate corporate entities; and

WHEREAS, Section 1, Subsection (j) of Article VIII of the Revised Constitution and Bylaws of the Tribe empowers the Tribal Council to create, or to provide by ordinance for the creation of organizations, including public and private corporations, for any lawful purpose, which may be non-profit or profit-making, and to regulate the activities of such organizations by ordinance; and

WHEREAS, on September 1, 2020, the Tribal Council enacted Ordinance No. 16-CCCCC, which established a statutory framework governing the formation of limited liability companies as Title XXXV, Chapter 1 of the Choctaw Tribal Code (“Limited Liability Company Code”); and

WHEREAS, Section 35-1-5 of the Limited Liability Company Code provides that a limited liability company may be formed by an organizer who is authorized by Tribal Council resolution to sign and deliver a certificate of formation to the Secretary-Treasurer for filing; and

WHEREAS, the Tribe wishes to form Choctaw Investments, LLC to pursue potential business opportunities on behalf of the Tribe; and

WHEREAS, the Tribe has become aware of a hotel development project in Pigeon Forge, Sevier County, Tennessee, with an estimated development cost of \$55,626,000.00 that will involve three additional partners, with the MBCI tribal entity having a thirty percent (30%) interest in the Project for a capital investment of up to \$5,500,000.00 and guarantees and indemnities related to the Project of up to \$12,000,000.00; and

WHEREAS, the initial phase of the project will require the MBCI tribal entity to contribute approximately \$5,500,000.00 to the project for land acquisition and initial equity investment, and to do so via a \$5,500,000.00 transfer of funds to the MBCI tribal entity is needed to fund that initial contribution; and

WHEREAS, the Tribal Council has determined, after a review of the relative documents presented to it, that it is in the best interest of the Tribe to authorize the formation of Choctaw Investments, LLC to participate in the Project and to continue further negotiations with the partners to finalize the terms of the relationship that are needed to carry out the Project; and

WHEREAS, the Tribal Council approves the funding of Choctaw Investments, LLC in the amount of \$5,500,000.00 for use in the development of the Project; and

WHEREAS, the Economic Development Committee has reviewed this Resolution and is recommended to be forwarded to the Tribal Council for approval; now therefore be it

RESOLVED, that the Tribal Council does hereby authorize the Director of the Tribe's Office of Economic Development to act as organizer for Choctaw Investments, LLC by signing, certifying, and delivering in duplicate to the Secretary-Treasurer the Certificate of Formation attached hereto as Exhibit "A"; and be it further

RESOLVED, that the Tribal Council does hereby approve the Operating Agreement for Choctaw Investments, LLC attached hereto as Exhibit "B"; and be it further

RESOLVED, that the Tribal Council authorizes a transfer of tribal funds in the amount of \$5,500,000.00 to Choctaw Investments, LLC for purchase of equity in the Project and authorizes Choctaw Investments, LLC to negotiate and execute documents regarding the purchase of such equity and required guarantees or indemnities related to the Project financing debt, provided that any guarantee or indemnity does not exceed \$12,000,000.00; and be it further

RESOLVED, that the Tribal Council does hereby authorize the managers of Choctaw Investments, LLC to negotiate the terms of a deal with the identified partners to finalize the relationship that is needed to develop the Project, including finalization of financing for the Project, subject to the final terms of the Project being brought back to the Tribal Council for approval, if a guarantee or immunity waiver from the Tribe is required, but requiring no further Council action if the final deal terms and financing can be obtained by Choctaw Investments, LLC without any further required obligations to be assumed by the Tribe; and be it further

RESOLVED, that the Tribal Council hereby authorizes the Tribal Chief and Secretary Treasurer to sign any additional documents, forms, or contracts directly related to the funding of Choctaw Investments, LLC or which are necessary for Choctaw Investments, LLC to participate in the Project.

CERTIFICATION

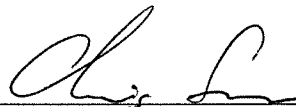
I, the undersigned, as Secretary-Treasurer of the Mississippi Band of Choctaw Indians, certify that the Tribal Council of said Band is composed of 17 members, 12 of whom, constituting a quorum were present at a Special Call meeting duly called, noticed, convened and held this the 30th day of April, 2021; and that the foregoing Resolution was duly Adopted by a vote of 12 members in favor, 0 opposed and 0 abstaining.

Dated this 30th day of April, 2021.

ATTEST:



Cyrus Ben, Tribal Chief



Christopher Eaves, Secretary-Treasurer

MISSISSIPPI BAND OF CHOCTAW INDIANS

RESOLUTION CHO 21-089

A RESOLUTION TO APPROVE A MEMORANDUM OF UNDERSTANDING BETWEEN
NESHOPA COUNTY GENERAL HOSPITAL'S WELLNESS WORKS PROGRAM AND
THE MISSISSIPPI BAND OF CHOCTAW INDIANS

WHEREAS, Section 1, Subsection (a) of Article VIII of the Revised Constitution and Bylaws of the Mississippi Band of Choctaw Indians ("MBCI" or the "Tribe") empowers the Tribal Council to approve or disapprove contracts or agreements with Federal, State or local governments, with private persons or with corporate bodies; and

WHEREAS, MBCI desires to enter into a Memorandum of Understanding ("MOU" or "Agreement") with Neshoba County General Hospital ("NCGH") in substantially the same form as attached; and

WHEREAS, MBCI seeks to enter into this Agreement with NCGH for the purposes of utilizing NCGH's Wellness Works Program located at NCGH to conduct random drug screening of MBCI tribal government employees; and

WHEREAS, the testing will include random drug and breath-alcohol testing pursuant to the Tribe's Drug and Alcohol Testing Policy Procedures as contained in the *Administrative Personnel Policy & Procedures* (as amd. May 21, 2020); and

WHEREAS, the Human Resources, Training & Development Committee has reviewed this Resolution and is recommended to be forwarded to the Tribal Council for approval; now therefore be it

RESOLVED, that the Tribal Council does hereby authorize the Tribal Chief or his designee, to enter into the attached Memorandum of Understanding between Neshoba County General Hospital's Wellness Works Program and MBCI to perform random drug and breath-alcohol testing of MBCI's tribal government employees, including all elected officials, in substantially the same form as attached; and be it further

RESOLVED, that the Tribal Council does authorize the Tribal Chief or his designee, to sign additional documents, forms, or contracts directly related to the implementation, continuance, amendment or extension of the attached Memorandum of Understanding, without further Council action.

CERTIFICATION


I, the undersigned, as Secretary-Treasurer of the Mississippi Band of Choctaw Indians, certify that the Tribal Council of said Band is composed of 17 members, 12 of whom, constituting a quorum were present at a Special Call meeting duly called, noticed, convened and held this the 30th day of April, 2021; and that the foregoing Resolution was duly Adopted by a vote of 12 members in favor, 0 opposed and 0 abstaining.

Dated this 30th day of April, 2021.

ATTEST:



Cyrus Ben, Tribal Chief



Christopher Eaves, Secretary-Treasurer

MISSISSIPPI BAND OF CHOCTAW INDIANS

RESOLUTION CHO 21-090(B)

A RESOLUTION TO ACQUIRE ± 58 ACRES OF LAND IN NESHOPA COUNTY,
MISSISSIPPI AND TO TRANSFER FEE TITLE TO THE UNITED STATES OF AMERICA
IN TRUST FOR THE MISSISSIPPI BAND OF CHOCTAW INDIANS

WHEREAS, Section 1, Subsection (a) of Article VIII of the Revised Constitution and Bylaws of the Mississippi Band of Choctaw Indians (“MBCI” or the “Tribe”) empowers the Tribal Council to negotiate with and to approve or disapprove contracts or agreements with Federal, State, or local governments, with private persons, or with corporate bodies; and

WHEREAS, the Tribe’s Dancing Rabbit Golf Club is bordered by a ± 58 acre parcel of privately-owned land, a description of which can be found in Deed Book A259, Page 273 in the Chancery Clerk’s Office of Neshoba County, Mississippi; and

WHEREAS, there exists a need for additional federal trust lands to accommodate an increase in tribal membership and to promote tribal self-determination and sovereignty; and

WHEREAS, the Tribal Council has determined that it is in the best interest of the Tribe to acquire the above-referenced private land and subsequently transfer fee title to the United States of America in trust for the Tribe; and

WHEREAS, the Natural Resources Committee has reviewed this Resolution and is recommended to be forwarded to the Tribal Council for approval; now therefore be it

RESOLVED, that the Tribal Council does hereby authorize the Tribal Chief to purchase the above-referenced private land on behalf of the Tribe for a price not to exceed \$400,000, plus closing costs, surveying, title insurance, and a Phase I Environmental Assessment to be paid from the fund balance in the Tribal Revenue Land Purchase Fund; and be it further

RESOLVED, that the Tribal Council hereby authorizes the Tribal Chief to submit an application to transfer fee title to the above-referenced private land to the United States of America in trust for the Tribe; and be it further

RESOLVED, that the Tribal Council hereby authorizes the Tribal Chief to sign any additional documents, forms, or contracts directly related to the purchase of the above-referenced private land or its transfer to the United States of America in trust for the Tribe without further Council action.

CERTIFICATION

I, the undersigned, as Secretary-Treasurer of the Mississippi Band of Choctaw Indians, certify that the Tribal Council of said Band is composed of 17 members, 12 of whom, constituting a quorum were present at a Special Call meeting duly called, noticed, convened and held this the 30th day of

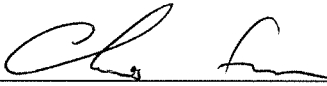
April, 2021; and that the foregoing Resolution was duly Adopted by a vote of 12 members in favor, 0 opposed and 0 abstaining.

Dated this 30th day of April, 2021.

ATTEST:



Cyrus Ben, Tribal Chief

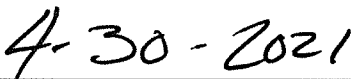


Christopher Eaves, Secretary-Treasurer

RECOMMENDED:



Superintendent, Choctaw Agency



Date

MISSISSIPPI BAND OF CHOCTAW INDIANS

RESOLUTION CHO 21-091

A RESOLUTION TO TRANSFER FUNDS TO THE CHOCTAW HOUSING & LAND MORTGAGE PROGRAM FOR NEW HOUSING LOANS AND TO AUTHORIZE THE CONTINUED USE OF EXCESS INTEREST, FEES AND PRINCIPAL COLLECTED FOR THE ISSUANCE OF NEW LOANS TO TRIBAL MEMBERS

WHEREAS, the Choctaw Housing & Land Mortgage Program was established in October 1996 for the purpose of providing direct loans to enrolled tribal members for the purchase and construction of homes; and

WHEREAS, the Tribe has contributed nearly \$10 million dollars for purchasing and constructing homes through the Choctaw Housing & Land Mortgage Program; and

WHEREAS, the Choctaw Loan Program has been successful in helping tribal members in purchasing and constructing homes through the Choctaw Housing & Land Mortgage Program with 90 active loans that are currently revolving; and

WHEREAS, the Choctaw Housing & Land Mortgage Program has six approved loans totaling \$834,182.00 and a current cash balance of \$1.3 million dollars; and

WHEREAS, there is a need for funds to be transferred to the Choctaw Housing & Land Mortgage Program to issue new loans to Tribal members for the purchase and construction of homes; and

WHEREAS, any excess interest, fees and principal collected by current loans will be used by the Choctaw Housing & Land Mortgage Program to issue new loans to Tribal members for the purchase and construction of homes; and

WHEREAS, the Budget & Finance Committee has reviewed this Resolution and is recommended to be forwarded to the Tribal Council for approval; now therefore be it

RESOLVED, that the Tribal Council does hereby authorize the transfer to \$2 million dollars to the Choctaw Housing & Land Mortgage Program from the Tribe's General Fund for the issuance of new loans in accordance with approved program policies, and


RESOLVED, that the Tribal Council does hereby authorize the Choctaw Housing & Land Mortgage Program to use excess funds collected from principal and interest payments for issuance of Choctaw Housing & Land Mortgage Program in accordance with approved program policies.

CERTIFICATION

I, the undersigned, as Secretary-Treasurer of the Mississippi Band of Choctaw Indians, certify that the Tribal Council of said Band is composed of 17 members, 12 of whom, constituting a quorum, were present at a Special Call meeting duly called, noticed, convened and held this the 30th day of April, 2021; and that the foregoing Resolution was duly Adopted by a vote of 12 members in favor, 0 opposed and 0 abstaining.

Dated this 30th day of April, 2021.

ATTEST:



Cyrus Ben, Tribal Chief



Christopher Eaves, Secretary-Treasurer