

CROW CREEK SIOUX



TRIBAL RESOLUTION

RECEIVED
CROW CREEK AGENCY
FORT THOMPSON, SD

2013 JUN 10 AM 9:50

NUMBER: #CC-13-06-05-01

SUBJECT: MOTION TO AUTHORIZE & APPROVE A CROW CREEK
SIOUX TRIBE BUSINESS CORPORATION ORDINANCE
RESOLUTION

WHEREAS: THE CROW CREEK SIOUX TRIBAL COUNCIL IS THE OFFICAL AND GOVERNING BODY OF AND FOR THE
CROW CREEK SIOUX RESERVATION; AND,

WHEREAS: UNDER THE CONSTITUTION AND BY LAWS OF THE CROW CREEK SIOUX TRIBE, THE TRIBAL COUNCIL IS
EMPOWERED AND AUTHORIZED TO ENACT RESOLUTIONS AND ORDINANCES GOVERNING THE
MANAGEMENT OF ALL ECONOMIC AND EDUCATIONAL AFFAIRS AND ENTERPRISES OF THE TRIBE; AND

WHEREAS: THE CROW CREEK SIOUX TRIBAL COUNCIL HAS THE AUTHORITY AND RESPONSIBILITY TO OVERSEE ALL
TRIBAL MATTERS ON THE CROW CREEK SIOUX INDIAN RESERVATION; AND,

WHEREAS: THE CROW CREEK SIOUX TRIBAL COUNCIL HEREBY, MADE THE MOTION TO AUTHORIZE & APPROVE A
CROW CREEK SIOUX TRIBE BUSINESS CORPORATION ORDINANCE RESOLUTION; AND,

NOW THEREFORE BE IT RESOLVED: THAT THE CROW CREEK SIOUX TRIBAL COUNCIL ASSEMBLED IN
SPECIAL SESSION THIS 5TH DAY OF JUNE, 2013, DO HEREBY MOTION TO AUTHORIZE & APPROVE A CROW CREEK SIOUX
TRIBE BUSINESS CORPORATION ORDINANCE RESOLUTION..

MOTION: T. ABERNATHY

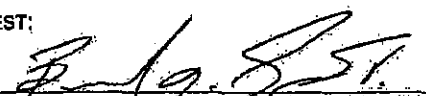
SECOND: L. PEASE, JR.

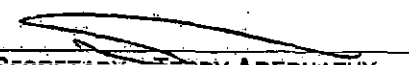
VOTE: -8- FOR: R. HAWK, SR., T. ABERNATHY, WAYNE MCGHEE, L. PEASE, JR.
-3- ABSENT: E. BIG EAGLE, SR. (ONE TRAVEL STATUS) - W. BIG EAGLE (EXCUSED)
ALSO PRESENT: CHAIRMAN B. SAZUE, SR., CHAIRING THE MEETING

CERTIFICATION

THIS FOREGOING RESOLUTION WAS DULY ADOPTED BY THE CROW CREEK SIOUX TRIBAL COUNCIL ON THE 5TH
DAY OF JUNE, 2013 IN A SPECIAL SESSION BY A VOTE OF -8- FOR, -0- AGAINST, -3- ABSENT, -0- NOT
VOTING FOR THE CROW CREEK SIOUX TRIBE, PURSUANT TO AUTHORITY VESTED IN IT BY ARTICLE VI, SECTION 1 OF THE
CONSTITUTION OF THE TRIBE, RATIFIED BY THE TRIBE ON MARCH 11, 1949 AND APPROVED BY THE SECRETARY OF THE
INTERIOR ON APRIL 26, 1949 AND WITH AMENDMENTS APPROVED BY THE COMMISSIONER OF INDIAN AFFAIRS ON JUNE 22,
1961, FEBRUARY 25, 1963 AND BY THE AREA DIRECTOR ON JUNE 23, 1980.

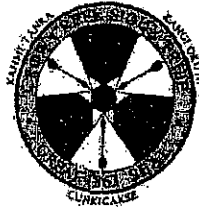
ATTEST:


CHAIRMAN—BRANDON SAZUE, SR.

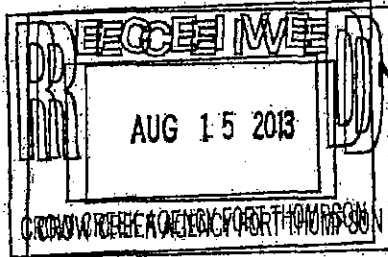

TRIBAL SECRETARY—TERRY ABERNATHY
Prepared by: 
Deb Attikal, Recording Secretary



CROW CREEK SIOUX



TRIBAL RESOLUTION



NUMBER:

#CC-13-07-29-01

SUBJECT: MOTION AUTHORIZING THE MERGER OF NATIVE
AMERICAN TELECOM, LLC INTO CROW CREEK
TELECOM, LLC, A TRIBAL CORPORATION

- WHEREAS:** THE CROW CREEK SIOUX TRIBAL COUNCIL IS THE OFFICIAL AND GOVERNING BODY OF AND FOR THE CROW CREEK SIOUX RESERVATION; AND,
- WHEREAS:** UNDER THE CONSTITUTION AND BY LAWS OF THE CROW CREEK SIOUX TRIBE, THE TRIBAL COUNCIL IS EMPOWERED AND AUTHORIZED TO ENACT RESOLUTIONS AND ORDINANCES GOVERNING THE MANAGEMENT OF ALL ECONOMIC AND EDUCATIONAL AFFAIRS AND ENTERPRISES OF THE TRIBE; AND
- WHEREAS:** THE CROW CREEK SIOUX TRIBAL COUNCIL HAS THE AUTHORITY AND RESPONSIBILITY TO OVERSEE ALL TRIBAL MATTERS ON THE CROW CREEK SIOUX INDIAN RESERVATION; AND,
- WHEREAS:** CROW CREEK TELECOM, LLC ("TELECOM") IS A LIMITED LIABILITY COMPANY MAJORITY-OWNED BY THE CROW CREEK HOLDINGS, LLC, AND CREATED UNDER THE AUTHORITY GRANTED BY ITS CONSTITUTION AND THE CROW CREEK LLC ORDINANCE; AND,
- WHEREAS:** THE OPERATING AGREEMENT FOR TELECOM AUTHORIZES ITS BOARD OF DIRECTORS TO TAKE ACTION IN WRITING; AND,
- WHEREAS:** THE ARTICLES FOR TELECOM AUTHORIZES IT TO EXERCISE ALL POWERS DELEGATED TO IT BY ITS BOARD OF DIRECTORS LANDS AND BUSINESSES ENTRUSTED TO TELECOM; AND,
- WHEREAS:** NATIVE AMERICAN TELECOM, LLC IS A LIMITED LIABILITY COMPANY CREATED UNDER THE LAWS OF ANOTHER JURISDICTION; AND,
- WHEREAS:** TELECOM HAS ACQUIRED ALL MEMBERSHIP INTERESTS IN NATIVE AMERICAN TELECOM; AND,
- WHEREAS:** THE BOARD OF DIRECTORS OF TELECOM ARE OF THE OPINION THAT TELECOM SHOULD MERGE WITH NATIVE AMERICAN TELECOM, LLC (HEREINAFTER CALLED THE "MERGING COMPANY"); AND,
- WHEREAS:** IT IS ALSO THE OPINION OF THIS BOARD THAT SUCH MERGER SHOULD BE MADE PURSUANT TO AN AGREEMENT BETWEEN TELECOM AND THE MERGING COMPANY WHEREBY TELECOM WILL ASSUME THE MEMBERSHIP INTERESTS OF SAID MERGING COMPANY IN CONSIDERATION OF THE TRANSFER TO TELECOM OF ALL OF THE ASSETS, RIGHTS, PROPERTY, AND TRADE NAME OF SAID MERGING COMPANY AND WHEREBY TELECOM WILL CONTINUE IN BUSINESS AS THE SURVIVING ENTITY; AND,

NOW THEREFORE BE IT RESOLVED: THAT THE CROW CREEK SIOUX TRIBAL COUNCIL ASSEMBLED IN SPECIAL SESSION THIS 29TH DAY OF JULY, 2013, DO HEREBY MOTION THAT THE BOARD OF DIRECTORS OF TELECOM HEREBY APPROVES AND ADOPTS THE ATTACHED AGREEMENT AND PLAN OF MERGER ("MERGER AGREEMENT") BETWEEN TELECOM AND NATIVE AMERICAN TELECOM, LLC AND DIRECTS THE CHIEF EXECUTIVE OFFICER OF TELECOM, TO EXECUTE SAID AGREEMENT AND,

BE IT FURTHER RESOLVED: THAT THE BOARD OF DIRECTORS OF TELECOM HEREBY FURTHER AUTHORIZE ITS OFFICERS TO EXECUTE ALL OTHER AGREEMENTS, DOCUMENTS, CERTIFICATES AND OTHER PAPERS, AND TO SEEK ALL FURTHER APPROVALS AND CERTIFICATIONS THAT MAY BE REQUIRED TO CONSUMMATE THE PROPOSED MERGER; AND,

BE IT FURTHER RESOLVED: THAT ANY ACTIONS TAKEN BY ANY OF THE OFFICERS OF TELECOM PRIOR TO THE ADOPTION OF THESE RESOLUTIONS WHICH ARE WITHIN THE AUTHORITY CONFERRED HEREBY ARE HEREBY RATIFIED, CONFIRMED, AND APPROVED.

CROW CREEK SIOUX



TRIBAL RESOLUTION

NUMBER: # CC-13-07-29-01-A

SUBJECT: MOTION AUTHORIZING THE APPOINTMENT OF THE
BOARD OF DIRECTORS OF CROW CREEK HOLDINGS,
LLC

WHEREAS: THE CROW CREEK SIOUX TRIBAL COUNCIL IS THE OFFICAL AND GOVERNING BODY OF AND FOR THE CROW CREEK SIOUX RESERVATION; AND,

WHEREAS: UNDER THE CONSTITUTION AND BY LAWS OF THE CROW CREEK SIOUX TRIBE, THE TRIBAL COUNCIL IS EMPOWERED AND AUTHORIZED TO ENACT RESOLUTIONS AND ORDINANCES GOVERNING THE MANAGEMENT OF ALL ECONOMIC AND EDUCATIONAL AFFAIRS AND ENTERPRISES OF THE TRIBE; AND

WHEREAS: THE CROW CREEK SIOUX TRIBAL COUNCIL HAS THE AUTHORITY AND RESPONSIBILITY TO OVERSEE ALL TRIBAL MATTERS ON THE CROW CREEK SIOUX INDIAN RESERVATION; AND,

WHEREAS: THE TRIBAL COUNCIL DOES HEREBY APPOINT ITSELF AS THE INITIAL BOARD OF DIRECTORS FOR CROW CREEK HOLDINGS, LLC, UNTIL SUCH NEW APPOINTMENTS ARE MADE BY THE TRIBAL COUNCIL; AND,

WHEREAS: THAT EACH MEMBER OF THE CROW CREEK HOLDINGS, LLC BOARD OF DIRECTORS SHALL SERVE A TERM COMMENSURATE WITH THEIR TERMS AS AN ELECTED REPRESENTATIVE OF THE TRIBAL COUNCIL

NOW THEREFORE BE IT RESOLVED: THAT THE CROW CREEK SIOUX TRIBAL COUNCIL ASSEMBLED IN SPECIAL SESSION THIS 29TH DAY OF JULY, 2013. DO HEREBY MOTION AUTHORIZING THE APPOINTMENT OF THE BOARD OF DIRECTORS HOLDINGS, LLC, WAS DULY ADOPTED BY THE CROW CREEK SIOUX TRIBAL COUNCIL; AND,

BE IT FURTHER RESOLVED: THAT THE TRIBAL COUNCIL HEREBY APPROVES THE BOARD OF DIRECTORS OF CROW CREEK HOLDINGS, LLC, AS SET FORTH IN ATTACHMENT "A".

MOTION: L. PEASE, JR.

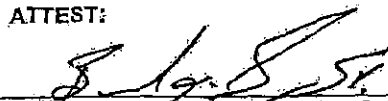
SECOND: T. ABERNATHY

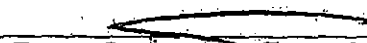
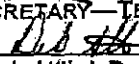
VOTE: -8- FOR: R. HAWK, SR., T. ABERNATHY, W. MCGHEE, L. PEASE, JR.
-3- ABSENT: E. BIG EAGLE, SR. (EXCUSED) - W. BIG EAGLE (EXCUSED)
ALSO PRESENT: CHAIRMAN B. SAZUE, SR., CHAIRING THE MEETING

CERTIFICATION

THIS FOREGOING RESOLUTION WAS DULY ADOPTED BY THE CROW CREEK SIOUX TRIBAL COUNCIL ON THE 29TH DAY OF JULY, 2013 IN A SPECIAL SESSION BY A VOTE OF -8- FOR, -0- AGAINST, -3- ABSENT, -0- NOT VOTING FOR THE CROW CREEK SIOUX TRIBE, PURSUANT TO AUTHORITY VESTED IN IT BY ARTICLE VI, SECTION 1 OF THE CONSTITUTION OF THE TRIBE, RATIFIED BY THE TRIBE ON MARCH 11, 1949 AND APPROVED BY THE SECRETARY OF THE INTERIOR ON APRIL 26, 1949 AND WITH AMENDMENTS APPROVED BY THE COMMISSIONER OF INDIAN AFFAIRS ON JUNE 22, 1961, FEBRUARY 25, 1963 AND BY THE AREA DIRECTOR ON JUNE 23, 1980.

ATTEST:


TRIBAL CHAIRMAN—BRANDON SAZUE, SR.


TRIBAL SECRETARY—TERRY ABERNATHY
Prepared: 
Deb Attikai, Recording Secretary

**Organizational Meeting of the Board of Directors
of
Crow Creek Holdings, LLC**

Date: 7-25-13

Board Members Present:

1. Brandon Sazue, Sr.	Present ☒	Absent ☐
2. Eric Big Eagle	Present ☒	Absent ☐
3. Terry Abernathy	Present ☒	Absent ☐
4. Roland Hawk	Present ☐	Absent ☒
5. Wayne Big Eagle	Present ☒	Absent ☐
6. Wayne McGhee	Present ☒	Absent ☐
7. Leonard Pease, Jr.	Present ☒	Absent ☐

Others Present:

Call to Order

The meeting was called to order at 4:09 a.m. / 6.m. by Brandon Sazue, Sr., acting Chairperson of Crow Creek Holdings, LLC ("the Company").

MOTIONS—Appointment of Board Officers

MOTION: EBE made a motion to appoint Brandon Sazue, Sr. as Chairperson of the Board of Directors and President of the Company.
Seconded by LC

Vote: Yes () 0; No (); Abstain (1) 0. Motion carried.

MOTION: EBE LP made a motion to appoint Eric Big Eagle as the Vice-Chairperson of the Board of Directors and Vice-President of the Company.

Seconded by UBC
Vote: Yes () 0; No (); Abstain (1) 0. Motion carried.

MOTION: EBE made a motion to appoint Terry Abernathy as Secretary of the Board of Directors.

Seconded by LP

Vote: Yes () 0; No () 0; Abstain (1) 0. Motion carried.

RESOLUTIONS—APPOINTMENT OF TREASURER/CFO & APPROVAL OF CORPORATE BANKING

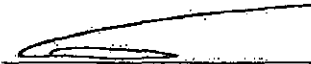
MOTION: EBE 2nd LP made a motion to pass a RESOLUTION 13- , appointing Roland Hawk as Treasurer and Chief Financial Officer ("C.F.O.") of the Company directing and authorizing Roland Hawk, as the Treasurer and C.F.O. to set up Company bank accounts and to have access to information pertaining thereto and authorizing signatories for said accounts.

Adjourn

MOTION: EBE made a motion to adjourn.

Seconded by LP. Motion carried by unanimous consent.

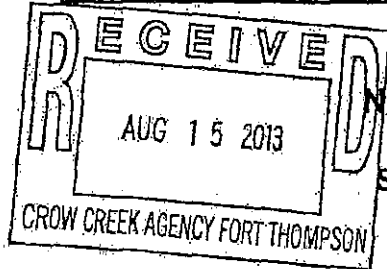
Respectfully Submitted,


Terry Abernathy, Secretary
Crow Creek Holdings, LLC

CROW CREEK SIOUX



TRIBAL RESOLUTION



NUMBER:

#CC-13-07-29-02

SUBJECT:

**MOTION AUTHORIZING THE PURCHASE AGREEMENT
BETWEEN NATIVE AMERICAN TELECOM, LLC AND
CROW CREEK TELECOM, LLC, A TRIBAL LLC**

WHEREAS: THE CROW CREEK SIOUX TRIBAL COUNCIL IS THE OFFICAL AND GOVERNING BODY OF AND FOR THE CROW CREEK SIOUX RESERVATION; AND,

WHEREAS: UNDER THE CONSTITUTION AND BY LAWS OF THE CROW CREEK SIOUX TRIBE, THE TRIBAL COUNCIL IS EMPOWERED AND AUTHORIZED TO ENACT RESOLUTIONS AND ORDINANCES GOVERNING THE MANAGEMENT OF ALL ECONOMIC AND EDUCATIONAL AFFAIRS AND ENTERPRISES OF THE TRIBE; AND

WHEREAS: THE CROW CREEK SIOUX TRIBAL COUNCIL HAS THE AUTHORITY AND RESPONSIBILITY TO OVERSEE ALL TRIBAL MATTERS ON THE CROW CREEK SIOUX INDIAN RESERVATION; AND,

WHEREAS: CROW CREEK TELECOM, LLC ("TELECOM") IS AN LLC MAJORITY-OWNED BY THE CROW CREEK HOLDINGS, LLC, AND CREATED UNDER THE AUTHORITY GRANTED BY THE CONSTITUTION OF THE CROW CREEK SIOUX TRIBE AND THE CROW CREEK SIOUX TRIBE'S LLC ORDINANCE; AND,

WHEREAS: THE OPERATING AGREEMENT FOR TELECOM AUTHORIZES ITS BOARD OF DIRECTORS TO TAKE ACTION IN WRITING; AND,

WHEREAS: THE ARTICLES FOR TELECOM AUTHORIZES IT TO EXERCISE ALL PWOERS DELEGATED TO IT BY ITS BOARD OF DIRECTORS, WITH RESPECT TO THE TRIBAL ASSETS, LANDS AND BUSINESSES ENTRUSTED TO TELECOM; AND,

WHEREAS: NATIVE AMERICAN TELECOM, LLC ("NAT") IS A LIMITED COMPANY CREATED UNDER THE LAWS OF ANOTHER JURISDICTION; AND,

WHEREAS: THE BOARD OF DIRECTORS OF TELECOM HAVE IDENTIFED NAT AS A BUSINESS ENTITY TELECOM SHOULD ACQUIRE; AND,

WHEREAS: THE BOARD OF DIRECTORS OF TELECOM HAVE DEEMED IT IS DESIRABLE AND IN THE BEST INTERESTS OF TELECOM TO ACQUIRE SUCH MEMBERSHIP INTERESTS OF NAT THROUGH A PURCHASE AGREEMENT, ATTACHED HERETO; AND,

NOW THEREFORE BE IT RESOLVED: THAT THE CROW CREEK SIOUX TRIBAL COUNCIL ASSEMBLED IN SPECIAL SESSION THIS 29TH DAY OF JULY, 2013. DO HEREBY MOTION THAT THE BOARD OF DIRECTORS OF TELECOM HEREBY APPROVES AND ADOPTS THE PURCHASE AGREEMENT TO ACQUIRE THE MEMBERSHIP INTERESTS OF NAT; AND,

BE IT FURTHER RESOLVED: THAT THE BOARD OF DIRECTORS OF TELECOM HEREBY DIRECTS ITS OFFICERS AND DIRECTORS TO EXECUTE SAID AGREEMENT; AND,

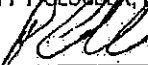
BE IT FURTHER RESOLVED: THAT THE BOARD OF DIRECTORS OF TELECOM HEREBY FURTHER AUTHORIZE ITS OFFICERS AND DIRECTORS TO EXECUTE ALL OTHER AGREEMENTS, DOCUMENTS, CERTIFICATES AND OTHER PAPERS, AND TO SEEK ALL FURTHER APPROVALS AND CERTIFICATIONS THAT MAY BE REQUIRED TO CONSUMMATE THE PROPOSED PURCHASE; AND,

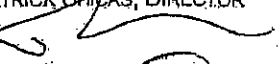
BE IT FURTHER RESOLVED: THAT ANY ACTIONS TAKEN BY ANY OF THE OFFICERS OF TELECOM PRIOR TO THE ADOPTION OF THESE RESOLUTIONS WHICH ARE WITHIN THE AUTHORITY CONFERRED HEREBY ARE HEREBY RATIFIED, CONFIRMED, AND APPROVED.

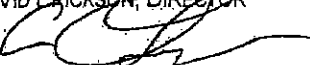
THIS RESOLUTION MAY BE EXECUTED IN CONTEMPORARIES AND THE UNDERSIGNED WAIVES AND ALL NOTICE REQUIREMENTS AS TO THE TIME, PLACE AND PURPOSE OF ANY AND ALL BUSINESS SET FORTH HEREIN. APPROVED, EXECUTED, AND ACKNOWLEDGED BY A MAJORITY OF THE BOARD OF DIRECTORS OF TELECOM.

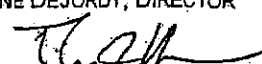
PASSED AND APPROVED BY THE BOARD OF DIRECTORS OF TELECOM ON THIS 29TH DAY OF JULY, 2013.


CHAIRPERSON,
JEFF HOLOUBEK, DIRECTOR

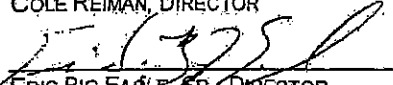

PATRICK CHICAS, DIRECTOR

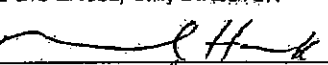

DAVID ERICKSON, DIRECTOR

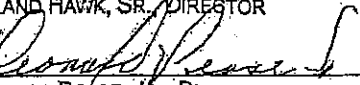

GENE DEJORDY, DIRECTOR


THOMAS REIMAN, DIRECTOR


COLE REIMAN, DIRECTOR


ERIC BIG EAGLE, SR., DIRECTOR


ROLAND HAWK, SR., DIRECTOR


LEONARD PEASE, JR., DIRECTOR

MOTION: R. HAWK, SR.

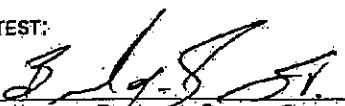
SECOND: L. PEASE, JR.

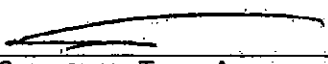
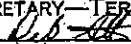
VOTE: -8- FOR: R. HAWK, SR., T. ABERNATHY, W. MCGHEE, L. PEASE, JR.
-3- ABSENT: E. BIG EAGLE, SR. (EXCUSED) - W. BIG EAGLE (EXCUSED)
ALSO PRESENT: CHAIRMAN B. SAZUE, SR., CHAIRING THE MEETING

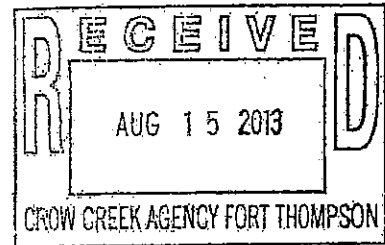
CERTIFICATION

THIS FOREGOING RESOLUTION WAS DULY ADOPTED BY THE CROW CREEK SIOUX TRIBAL COUNCIL ON THE 29TH DAY OF JULY, 2013 IN A SPECIAL SESSION BY A VOTE OF -8- FOR, -0- AGAINST, -3- ABSENT, -0- NOT VOTING FOR THE CROW CREEK SIOUX TRIBE, PURSUANT TO AUTHORITY VESTED IN IT BY ARTICLE VI, SECTION 1 OF THE CONSTITUTION OF THE TRIBE, RATIFIED BY THE TRIBE ON MARCH 11, 1949 AND APPROVED BY THE SECRETARY OF THE INTERIOR ON APRIL 26, 1949 AND WITH AMENDMENTS APPROVED BY THE COMMISSIONER OF INDIAN AFFAIRS ON JUNE 22, 1961, FEBRUARY 25, 1963 AND BY THE AREA DIRECTOR ON JUNE 23, 1980.

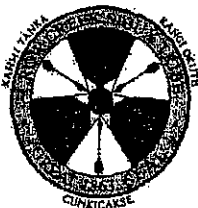
ATTEST:


CHAIRMAN—BRANDON SAZUE, SR.


TRIBAL SECRETARY—TERRY ABERNATHY
Prepared: 
Deb Attikal, Recording Secretary



CROW CREEK SIOUX



TRIBAL RESOLUTION

NUMBER: #CC-13-07-29-02-A

SUBJECT: MOTION APPOINTING BRANDON SAZUE, SR., AS
CHAIRMAN OF THE BOARD

WHEREAS: THE CROW CREEK SIOUX TRIBAL COUNCIL IS THE OFFICIAL AND GOVERNING BODY OF AND FOR THE CROW CREEK SIOUX RESERVATION; AND,

WHEREAS: UNDER THE CONSTITUTION AND BY LAWS OF THE CROW CREEK SIOUX TRIBE, THE TRIBAL COUNCIL IS EMPOWERED AND AUTHORIZED TO ENACT RESOLUTIONS AND ORDINANCES GOVERNING THE MANAGEMENT OF ALL ECONOMIC AND EDUCATIONAL AFFAIRS AND ENTERPRISES OF THE TRIBE; AND

WHEREAS: THE CROW CREEK SIOUX TRIBAL COUNCIL HAS THE AUTHORITY AND RESPONSIBILITY TO OVERSEE ALL TRIBAL MATTERS ON THE CROW CREEK SIOUX INDIAN RESERVATION; AND,

WHEREAS: THE CROW CREEK SIOUX TRIBAL COUNCIL HAS APPROVED AND AUTHORIZED APPOINTING BRANDON SAZUE, SR., AS CHAIRMAN OF THE BOARD; AND,

NOW THEREFORE BE IT RESOLVED: THAT THE CROW CREEK SIOUX TRIBAL COUNCIL ASSEMBLED IN SPECIAL SESSION THIS 29TH DAY OF JULY, 2013.. DO HEREBY MOTION TO AUTHORIZE & APPROVE APPOINTING BRANDON SAZUE, SR., AS CHAIRMAN OF THE BOARD.

MOTION: L. PEASE, JR.

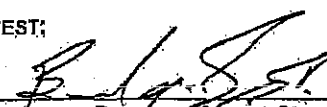
SECOND: W. MCGHEE

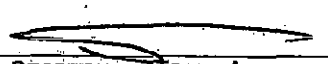
VOTE: -8- FOR: R. HAWK, SR., T. ABERNATHY, W. MCGHEE, L. PEASE, JR.
-3- ABSENT: E. BIG EAGLE, SR. (EXCUSED) -- W. BIG EAGLE (EXCUSED)
ALSO PRESENT: CHAIRMAN B. SAZUE, SR., CHAIRING THE MEETING

CERTIFICATION

THIS FOREGOING RESOLUTION WAS DULY ADOPTED BY THE CROW CREEK SIOUX TRIBAL COUNCIL ON THE 29TH DAY OF JULY, 2013 IN A SPECIAL SESSION BY A VOTE OF -8- FOR, -0- AGAINST, -3- ABSENT, -0- NOT VOTING FOR THE CROW CREEK SIOUX TRIBE, PURSUANT TO AUTHORITY VESTED IN IT BY ARTICLE VI, SECTION 1 OF THE CONSTITUTION OF THE TRIBE, RATIFIED BY THE TRIBE ON MARCH 11, 1949 AND APPROVED BY THE SECRETARY OF THE INTERIOR ON APRIL 26, 1949 AND WITH AMENDMENTS APPROVED BY THE COMMISSIONER OF INDIAN AFFAIRS ON JUNE 22, 1961, FEBRUARY 25, 1963 AND BY THE AREA DIRECTOR ON JUNE 23, 1980.

ATTEST:

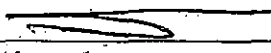

CHAIRMAN—BRANDON SAZUE, SR.


TRIBAL SECRETARY—TERRY ABERNATHY
Prepared: 
Deb Attikal, Recording Secretary

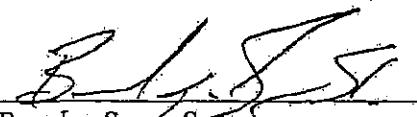
CERTIFICATION

THE FOREGOING RESOLUTION No. CC-13-07-27-02A authorizing the formation of Crow Creek Holdings, LLC, approving the Articles of Organization of Crow Creek Holdings, LLC, approving the Operating Agreement of Crow Creek Holdings, LLC, and authorizing the Appointment of the Board of Directors of Crow Creek Holdings, LLC was duly adopted by the Crow Creek Sioux Tribal Council on the day of July, 2013, in a SPECIAL Session by a vote of 1 FOR, 0 AGAINST 3 ABSENT, and 0 NOT VOTING for the Crow Creek Sioux Tribe, pursuant to authority vested in it by Article VI, Section 1 of the Constitution and Bylaws of the Tribe, ratified by the Tribe on March 11, 1949 and approved by the Secretary of the Interior on April 26, 1949 and with amendments approved by the Commissioner of Indian Affairs on June 22, 1961, February 25, 1963 and by the Area Director on June 23, 1980.

Dated this day of June, 2013.


Terry Abernathy
Secretary of the Crow Creek Sioux Tribe

ATTEST:


Brandon Sazue, Sr.
Chairperson of the Crow Creek Sioux Tribe

In accordance with Article VI Section 1(j) of the Crow Creek Sioux Tribe Constitution, I have reviewed and hereby approve the foregoing Resolution No. CC-13-07-27-02A

CROW CREEK SIOUX



TRIBAL RESOLUTION

NUMBER: #CC-13-07-29-03

SUBJECT: MOTION ADOPTING THE CROW CREEK SIOUX TRIBE
LIMITED LIABILITY COMPANY ORDINANCE

WHEREAS: THE CROW CREEK SIOUX TRIBE IS A FEDERALLY RECOGNIZED INDIAN TRIBE AND ORGANIZED PURSUANT TO ITS CONSTITUTION AND BYLAWS ADOPTED ON APRIL 26, 1949 AND SUBSEQUENTLY AMENDED; AND,

WHEREAS: THE CROW CREEK SIOUX TRIBAL COUNCIL IS THE OFFICIAL GOVERNING BODY OF AND FOR THE TRIBE; AND,

WHEREAS: THE TRIBAL COUNCIL, UNDER THE AUTHORITY OF ARTICLE VI SECTION 1(F) OF THE CONSTITUTION AND BYLAWS OF THE TRIBE, HAS THE POWER AND RESPONSIBILITY TO ADOPT RESOLUTIONS AND ORDINANCES GOVERNING THE MANAGEMENT OF ALL ECONOMIC AFFAIRS AND ENTERPRISES OF THE TRIBE; AND,

WHEREAS: THE TRIBAL COUNCIL IS COMMITTED TO TRIBAL ECONOMIC DEVELOPMENT OF THE EXPANSION OF THE PRIVATE BUSINESS SECTOR ON THE RESERVATION FOR THE BENEFIT OF THE TRIBE AND ITS MEMBERS; AND,

WHEREAS: THE TRIBAL COUNCIL HAS DETERMINED THAT IT IS IN THE BEST INTEREST OF THE TRIBE TO ADOPT A LIMITED LIABILITY COMPANY ORDINANCE FOR THE PURPOSE OF PROVIDING AN ADDITIONAL LEGAL FRAMEWORK FOR ORGANIZING INDIVIDUALLY-OWNED AND TRIBALLY-OWNED BUSINESS ENTITIES; AND,

NOW THEREFORE BE IT RESOLVED: THAT THE CROW CREEK SIOUX TRIBAL COUNCIL ASSEMBLED IN SPECIAL SESSION THIS 29TH DAY OF JULY, 2013, DO HEREBY ADOPT THE CROW CREEK SIOUX TRIBE LIMITED LIABILITY COMPANY ORDINANCE, AS SET FORTH IN THE ATTACHMENT HERETO.

MOTION: R. HAWK, SR.

SECOND: L. PEASE, JR.

VOTE: -8- FOR: R. HAWK, SR., T. ABERNATHY, W. MCGHEE, L. PEASE, JR.

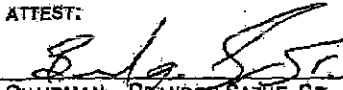
-3- ABSENT: E. BIG EAGLE, SR. (EXCUSED) - W. BIG EAGLE (EXCUSED)

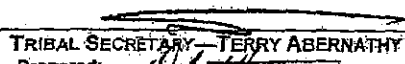
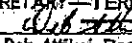
ALSO PRESENT: CHAIRMAN B. SAZUE, SR., CHAIRING THE MEETING

CERTIFICATION

THIS FOREGOING RESOLUTION WAS DULY ADOPTED BY THE CROW CREEK SIOUX TRIBAL COUNCIL ON THE 29TH DAY OF JULY, 2013 IN A SPECIAL SESSION BY A VOTE OF -8- FOR, -0- AGAINST, -3- ABSENT, -0- NOT VOTING FOR THE CROW CREEK SIOUX TRIBE, PURSUANT TO AUTHORITY VESTED IN IT BY ARTICLE VI, SECTION 1 OF THE CONSTITUTION OF THE TRIBE, RATIFIED BY THE TRIBE ON MARCH 11, 1949 AND APPROVED BY THE SECRETARY OF THE INTERIOR ON APRIL 26, 1949 AND WITH AMENDMENTS APPROVED BY THE COMMISSIONER OF INDIAN AFFAIRS ON JUNE 22, 1961, FEBRUARY 25, 1963 AND BY THE AREA DIRECTOR ON JUNE 23, 1980.

ATTEST:


CHAIRMAN—BRANDON SAZUE, SR.


TRIBAL SECRETARY—TERRY ABERNATHY
Prepared: 
Deb Attkai, Recording Secretary

CROW CREEK SIOUX TRIBE
FORT THOMPSON, SOUTH DAKOTA 57339

Page 1 of 1

000777

CROW CREEK SIOUX



TRIBAL RESOLUTION

NUMBER: #CC-13-07-29-03-A

SUBJECT: MOTION TO APPOINT VICE-CHAIRMAN ERIC BIG EAGLE, SR., TO BE THE VICE-CHAIRMAN OF THE BOARD

WHEREAS: THE CROW CREEK SIOUX TRIBAL COUNCIL IS THE OFFICAL AND GOVERNING BODY OF AND FOR THE CROW CREEK SIOUX RESERVATION; AND,

WHEREAS: UNDER THE CONSTITUTION AND BY LAWS OF THE CROW CREEK SIOUX TRIBE, THE TRIBAL COUNCIL IS EMPOWERED AND AUTHORIZED TO ENACT RESOLUTIONS AND ORDINANCES GOVERNING THE MANAGEMENT OF ALL ECONOMIC AND EDUCATIONAL AFFAIRS AND ENTERPRISES OF THE TRIBE; AND

WHEREAS: THE CROW CREEK SIOUX TRIBAL COUNCIL HAS THE AUTHORITY AND RESPONSIBILITY TO OVERSEE ALL TRIBAL MATTERS ON THE CROW CREEK SIOUX INDIAN RESERVATION; AND,

WHEREAS: THE CROW CREEK SIOUX TRIBAL COUNCIL HAS APPROVED AND AUTHORIZED TO APPOINT VICE-CHAIRMAN ERIC BIG EAGLE, SR., TO BE THE VICE-CHAIRMAN OF THE BOARD; AND,

NOW THEREFORE BE IT RESOLVED: THAT THE CROW CREEK SIOUX TRIBAL COUNCIL ASSEMBLED IN SPECIAL SESSION THIS 29TH DAY OF JULY, 2013. DO HEREBY MOTION TO AUTHORIZE & APPROVE TO APPOINT VICE-CHAIRMAN ERIC BIG EAGLE, SR., TO BE THE VICE-CHAIRMAN OF THE BOARD.

MOTION: L. PEASE, JR.

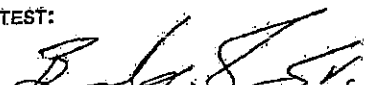
SECOND: T. ABERNATHY

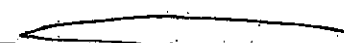
VOTE: -8- FOR: R. HAWK, SR., T. ABERNATHY, W. MCGHEE, L. PEASE, JR.
-3- ABSENT: E. BIG EAGLE, SR. (EXCUSED) - W. BIG EAGLE (EXCUSED)
ALSO PRESENT: CHAIRMAN B. SAZUE, SR., CHAIRING THE MEETING

CERTIFICATION

THIS FOREGOING RESOLUTION WAS DULY ADOPTED BY THE CROW CREEK SIOUX TRIBAL COUNCIL ON THE 29TH DAY OF JULY, 2013 IN A SPECIAL SESSION BY A VOTE OF -8- FOR, -0- AGAINST, -3- ABSENT, -0- NOT VOTING FOR THE CROW CREEK SIOUX TRIBE, PURSUANT TO AUTHORITY VESTED IN IT BY ARTICLE VI, SECTION 1 OF THE CONSTITUTION OF THE TRIBE, RATIFIED BY THE TRIBE ON MARCH 11, 1949 AND APPROVED BY THE SECRETARY OF THE INTERIOR ON APRIL 26, 1949 AND WITH AMENDMENTS APPROVED BY THE COMMISSIONER OF INDIAN AFFAIRS ON JUNE 22, 1961, FEBRUARY 25, 1963 AND BY THE AREA DIRECTOR ON JUNE 23, 1980.

ATTEST:

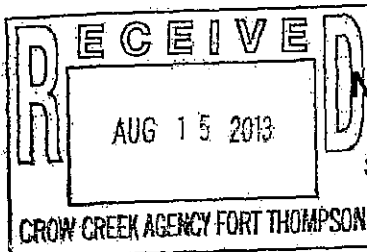

CHAIRMAN—BRANDON SAZUE, SR.


TRIBAL SECRETARY—TERRY ABERNATHY
Prepared: 
Deb Attikal, Recording Secretary

CROW CREEK SIOUX



TRIBAL RESOLUTION



NUMBER:

#CC-13-07-29-04

SUBJECT:

MOTION AUTHORIZING THE FORMATION AND APPROVING THE ARTICLES OF ORGANIZATION OF CROW CREEK TELECOM, LLC.

WHEREAS: THE CROW CREEK SIOUX TRIBAL COUNCIL IS THE OFFICIAL AND GOVERNING BODY OF AND FOR THE CROW CREEK SIOUX RESERVATION; AND,

WHEREAS: UNDER THE CONSTITUTION AND BY LAWS OF THE CROW CREEK SIOUX TRIBE, THE TRIBAL COUNCIL IS EMPOWERED AND AUTHORIZED TO ENACT RESOLUTIONS AND ORDINANCES GOVERNING THE MANAGEMENT OF ALL ECONOMIC AND EDUCATIONAL AFFAIRS AND ENTERPRISES OF THE TRIBE; AND

WHEREAS: THE CROW CREEK SIOUX TRIBAL COUNCIL HAS THE AUTHORITY AND RESPONSIBILITY TO OVERSEE ALL TRIBAL MATTERS ON THE CROW CREEK SIOUX INDIAN RESERVATION; AND,

WHEREAS: THE CROW CREEK SIOUX TRIBE IS A FEDERALLY RECOGNIZED INDIAN TRIBE AND ORGANIZED PURSUANT TO ITS CONSTITUTION AND BYLAWS ADOPTED ON APRIL 26, 1949 AND SUBSEQUENTLY AMENDED; AND,

WHEREAS: THE CROW CREEK SIOUX TRIBAL COUNCIL IS THE OFFICIAL GOVERNING BODY OF AND FOR THE TRIBE; AND,

WHEREAS: THE TRIBAL COUNCIL, UNDER THE AUTHORITY OF ARTICLE VI SECTION 1(F) OF THE CONSTITUTION AND BYLAWS OF THE TRIBE, HAS THE POWER AND RESPONSIBILITY TO ADOPT RESOLUTIONS AND ORDINANCES GOVERNING THE MANAGEMENT OF ALL ECONOMIC AFFAIRS AND ENTERPRISES OF THE TRIBE; AND,

WHEREAS: THE TRIBAL COUNCIL IS COMMITTED TO TRIBAL ECONOMIC DEVELOPMENT OF THE EXPANSION OF THE PRIVATE BUSINESS SECTOR ON THE RESERVATION FOR THE BENEFIT OF THE TRIBE AND ITS MEMBERS; AND,

WHEREAS: THE TRIBAL COUNCIL HAS DETERMINED THAT IT IS IN THE BEST INTEREST OF THE TRIBE TO FORM A PROJECT COMPANY PURSUANT TO SECTION 9.15 OF THE CROW CREEK SIOUX TRIBE LIMITED LIABILITY COMPANY ORDINANCE ("LLO ORDINANCE"); AND,

NOW THEREFORE BE IT RESOLVED: THAT THE CROW CREEK SIOUX TRIBAL COUNCIL ASSEMBLED IN SPECIAL SESSION THIS 29TH DAY OF JULY, 2013, DO HEREBY AUTHORIZE THE FORMATION OF CROW CREEK TELECOM, LLC AS A PROJECT COMPANY, UNDER THE LLO ORDINANCE; AND,

BE IT FURTHER RESOLVED: THAT THE TRIBE HEREBY APPROVES THE ARTICLES OF ORGANIZATION OF CROW CREEK TELECOM, LLC AS SET FORTH IN THE ATTACHMENT HERETO; AND,

BE IT FINALLY RESOLVED: THAT THE TRIBAL COUNCIL HEREBY AUTHORIZES CHAIRMAN SAZUE, SR., TO TAKE ALL NECESSARY ACTION TO FILE THE ATTACHED ARTICLES OF ORGANIZATION OF CROW CREEK TELECOM, LLC WITH THE OFFICE OF THE TRIBAL COUNCIL SECRETARY.

MOTION: R. HAWK, SR.

SECOND: L. PEASE, JR.

VOTE: -8- FOR: R. HAWK, SR., T. ABERNATHY, W. MCGHEE, L. PEASE, JR.

-3- ABSENT: E. BIG EAGLE, SR. (EXCUSED) - W. BIG EAGLE (EXCUSED)

ALSO PRESENT: CHAIRMAN B. SAZUE, SR., CHAIRING THE MEETING

CERTIFICATION

THIS FOREGOING RESOLUTION WAS DULY ADOPTED BY THE CROW CREEK SIOUX TRIBAL COUNCIL ON THE 29TH DAY OF JULY, 2013 IN A SPECIAL SESSION BY A VOTE OF -8- FOR, -0- AGAINST, -3- ABSENT, -0- NOT VOTING FOR THE CROW CREEK SIOUX TRIBE, PURSUANT TO AUTHORITY VESTED IN IT BY ARTICLE VI, SECTION 1 OF THE CONSTITUTION OF THE TRIBE, RATIFIED BY THE TRIBE ON MARCH 11, 1949 AND APPROVED BY THE SECRETARY OF THE INTERIOR ON APRIL 26, 1949 AND WITH AMENDMENTS APPROVED BY THE COMMISSIONER OF INDIAN AFFAIRS ON JUNE 22, 1961, FEBRUARY 25, 1963 AND BY THE AREA DIRECTOR ON JUNE 23, 1980.

ATTEST:

CHAIRMAN - BRANDON SAZUE, SR.

TRIBAL SECRETARY - TERRY ABERNATHY

Prepared:

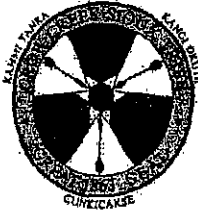
Deb Attikai, Recording Secretary

CROW CREEK SIOUX TRIBE
FORT THOMPSON, SOUTH DAKOTA 57339

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CROW CREEK SIOUX



TRIBAL RESOLUTION

NUMBER: #CC-13-07-29-04-A

SUBJECT: MOTION TO APPOINT TERRY ABERNATHY TO THE
BOARD OF DIRECTORS AS SECRETARY

WHEREAS: THE CROW CREEK SIOUX TRIBAL COUNCIL IS THE OFFICAL AND GOVERNING BODY OF AND FOR THE CROW CREEK SIOUX RESERVATION; AND,

WHEREAS: UNDER THE CONSTITUTION AND BY LAWS OF THE CROW CREEK SIOUX TRIBE, THE TRIBAL COUNCIL IS EMPOWERED AND AUTHORIZED TO ENACT RESOLUTIONS AND ORDINANCES GOVERNING THE MANAGEMENT OF ALL ECONOMIC AND EDUCATIONAL AFFAIRS AND ENTERPRISES OF THE TRIBE; AND,

WHEREAS: THE CROW CREEK SIOUX TRIBAL COUNCIL HAS THE AUTHORITY AND RESPONSIBILITY TO OVERSEE ALL TRIBAL MATTERS ON THE CROW CREEK SIOUX INDIAN RESERVATION; AND,

WHEREAS: THE CROW CREEK SIOUX TRIBAL COUNCIL HAS APPROVED AND AUTHORIZED TO APPOINT TERRY ABERNATHY TO THE BOARD AS SECRETARY; AND,

NOW THEREFORE BE IT RESOLVED: THAT THE CROW CREEK SIOUX TRIBAL COUNCIL ASSEMBLED IN SPECIAL SESSION THIS 29TH DAY OF JULY, 2013. DO HEREBY MOTION TO AUTHORIZE & APPROVE TO APPOINT TERRY ABERNATHY TO THE BOARD OF DIRECTORS AS SECRETARY.

MOTION: L. PEASE, JR.

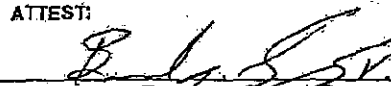
SECOND: W. MCGHEE

VOTE: -8- FOR: R. HAWK, SR., T. ABERNATHY, W. MCGHEE, L. PEASE, JR.
-3- ABSENT: E. BIG EAGLE, SR. (EXCUSED) - W. BIG EAGLE (EXCUSED)
ALSO PRESENT: CHAIRMAN B. SAZUE, SR., CHAIRING THE MEETING

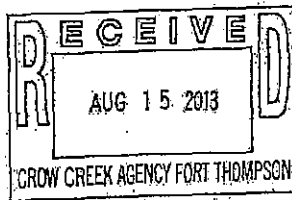
CERTIFICATION

THIS FOREGOING RESOLUTION WAS DULY ADOPTED BY THE CROW CREEK SIOUX TRIBAL COUNCIL ON THE 29TH DAY OF JULY, 2013 IN A SPECIAL SESSION BY A VOTE OF -8- FOR, -0- AGAINST, -3- ABSENT, -0- NOT VOTING FOR THE CROW CREEK SIOUX TRIBE, PURSUANT TO AUTHORITY VESTED IN IT BY ARTICLE VI. SECTION 1 OF THE CONSTITUTION OF THE TRIBE, RATIFIED BY THE TRIBE ON MARCH 11, 1949 AND APPROVED BY THE SECRETARY OF THE INTERIOR ON APRIL 26, 1949 AND WITH AMENDMENTS APPROVED BY THE COMMISSIONER OF INDIAN AFFAIRS ON JUNE 22, 1961, FEBRUARY 25, 1963 AND BY THE AREA DIRECTOR ON JUNE 23, 1980.

ATTEST:


CHAIRMAN—BRANDON SAZUE, SR.


TRIBAL SECRETARY—TERRY ABERNATHY
Prepared: 
Deb Attikai, Recording Secretary

CROW CREEK SIOUX**TRIBAL RESOLUTION**NUMBER: **#CC-13-07-29-05**

SUBJECT: MOTION AUTHORIZING THE FORMATION OF CROW CREEK HOLDING, LLC, APPROVING THE ARTICLES OF ORGANIZATION OF CROW CREEK HOLDINGS, LLC, APPROVING THE OPERATING AGREEMENT OF CROW CREEK HOLDINGS, LLC.

- WHEREAS: THE CROW CREEK SIOUX TRIBE IS A FEDERALLY RECOGNIZED INDIAN TRIBE AND ORGANIZED PURSUANT TO ITS CONSTITUTION AND BYLAWS ADOPTED ON APRIL 26, 1949 AND SUBSEQUENTLY AMENDED; AND,
- WHEREAS: THE CROW CREEK SIOUX TRIBAL COUNCIL IS THE OFFICIAL GOVERNING BODY OF AND FOR THE TRIBE; AND,
- WHEREAS: THE TRIBAL COUNCIL, UNDER THE AUTHORITY OF ARTICLE VI SECTION 1(F) OF THE CONSTITUTION AND BYLAWS OF THE TRIBE, HAS THE POWER AND RESPONSIBILITY TO ADOPT RESOLUTIONS AND ORDINANCES GOVERNING THE MANAGEMENT OF ALL ECONOMIC AFFAIRS AND ENTERPRISES OF THE TRIBE; AND,
- WHEREAS: THE TRIBAL COUNCIL IS COMMITTED TO TRIBAL ECONOMIC DEVELOPMENT OF THE EXPANSION OF THE PRIVATE BUSINESS SECTOR ON THE RESERVATION FOR THE BENEFIT OF THE TRIBE AND ITS MEMBERS; AND,
- WHEREAS: AT A MEETING OF THE TRIBAL COUNCIL, THE TRIBAL COUNCIL ADOPTED THE CROW CREEK SIOUX TRIBE LIMITED LIABILITY ORDINANCE ("LLC ORDINANCE"); AND,
- WHEREAS: PURSUANT TO SECTION 9.11 OF THE LLC ORDINANCE, THE TRIBAL COUNCIL IS CHARGED WITH APPROVING THE ARTICLES OF ORGANIZATION OF LIMITED LIABILITY COMPANIES WHOLLY-OWNED BY THE TRIBE; AND,
- WHEREAS: THE LLC ORDINANCE FURTHER CONTEMPLATES THE ADOPTION OF AN OPERATING AGREEMENT GOVERNING OPERATION OF SUCH WHOLLY-OWNED TRIBAL LIMITED LIABILITY COMPANY; AND,
- WHEREAS: SECTION 9.32(5) OF THE LLC ORDINANCE SETS FORTH THAT FOR ANY TRIBALLY-OWNED LLC'S ESTABLISHED WITHIN ONE YEAR OF ENACTMENT OF THE LLC ORDINANCE, THE INITIAL BOARD OF DIRECTORS FOR THAT TRIBALLY-OWNED LLC SHALL CONSIST OF THE MEMBERS OF THE TRIBAL COUNCIL AS ELECTED AT THE TIME OF COMPANY ORGANIZATION; AND,
- WHEREAS: SECTION 9.32(5) OF THE LLC ORDINANCE FURTHER STATES THAT THE TRIBAL COUNCIL SHALL SERVE IN THE CAPACITY AS THE INITIAL BOARD FOR A PERIOD NOT TO EXCEED THREE (3) YEARS; AND THEREAFTER, THE TRIBAL COUNCIL SHALL APPOINT A BOARD OF DIRECTORS IN CONFORMITY WITH SECTION 9.32(1) OF THE LLC ORDINANCE; AND,
- WHEREAS: THE TRIBAL COUNCIL HAS DETERMINED THAT IT IS IN THE BEST INTEREST OF THE TRIBE TO CREATE A LIMITED LIABILITY COMPANY WHOLLY-OWNED BY THE TRIBE FOR THE PURPOSE OF CARRYING OUT AUTHORITIES AND RESPONSIBILITIES OF THE TRIBAL COUNCIL FOR ECONOMIC DEVELOPMENT OF THE TRIBE AND THE ADVANCEMENT OF ITS TRIBAL MEMBERS; AND,
- WHEREAS: THE TRIBAL COUNCIL HAS DETERMINED THAT IT IS IN THE BEST INTEREST OF THE TRIBE TO APPROVE AND ADOPT AN OPERATING AGREEMENT OF CROW CREEK HOLDINGS, LLC; AND,
- WHEREAS: THE TRIBAL COUNCIL HAS DETERMINED THAT IT IS IN THE BEST INTEREST OF THE TRIBE TO APPOINT THE TRIBAL COUNCIL AS THE INITIAL BOARD OF DIRECTORS OF CROW CREEK HOLDINGS, LLC; AND,

NOW THEREFORE BE IT RESOLVED: THAT THE CROW CREEK SIOUX TRIBAL COUNCIL ASSEMBLED IN SPECIAL SESSION THIS 29TH DAY OF JULY, 2013, DO HEREBY MOTION TO APPROVE THE FORMATION OF CROW CREEK HOLDINGS, LLC PURSUANT TO THE CROW CREEK SIOUX TRIBAL LIMITED LIABILITY COMPANY ORDINANCE; AND,

BE IT FURTHER RESOLVED: THAT THE TRIBAL COUNCIL HEREBY APPROVES THE ARTICLES OF ORGANIZATION OF CROW CREEK HOLDINGS, LLC AS SET FORTH IN THE ATTACHMENT "A" HERETO; AND,

BE IT FURTHER RESOLVED: THAT TRIBAL COUNCIL HEREBY AUTHORIZES CHAIRMAN BRANDON SAZUE, SR., TO TAKE ALL NECESSARY ACTION TO FILE THE ATTACHED ARTICLES OF ORGANIZATION FOR CROW CREEK HOLDINGS, LLC WITH OFFICE OF THE TRIBAL COUNCIL SECRETARY; AND,

BE IT FURTHER RESOLVED: THAT THE TRIBAL COUNCIL HEREBY APPROVES AND ADOPTS THE CROW CREEK HOLDINGS, LLC OPERATING AGREEMENT AS SET FORTH IN THE ATTACHMENT "B" HERETO; AND,

MOTION: R. HAWK, SR.

SECOND: L. PEASE, JR.

VOTE: -1- FOR: R. HAWK, SR., T. ABERNATHY, W. MCGHEE, L. PEASE, JR.
 -3- ABSENT: E. BIG EAGLE, SR. (EXCUSED) - W. BIG EAGLE (EXCUSED)
 ALSO PRESENT: CHAIRMAN B. SAZUE, SR., CHAIRING THE MEETING

CERTIFICATION

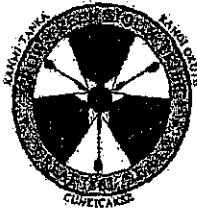
THIS FOREGOING RESOLUTION WAS DULY ADOPTED BY THE CROW CREEK SIOUX TRIBAL COUNCIL ON THE 29TH DAY OF JULY, 2013 IN A SPECIAL SESSION BY A VOTE OF -1- FOR, -0- AGAINST, -3- ABSENT, -1- NOT VOTING FOR THE CROW CREEK SIOUX TRIBE, PURSUANT TO AUTHORITY VESTED IN IT BY ARTICLE VI SECTION 1 OF THE CONSTITUTION OF THE TRIBE, RATIFIED BY THE TRIBE ON MARCH 11, 1949 AND APPROVED BY THE SECRETARY OF THE INTERIOR ON APRIL 26, 1949 AND WITH AMENDMENTS APPROVED BY THE COMMISSIONER OF INDIAN AFFAIRS ON JUNE 22, 1961, FEBRUARY 25, 1963 AND BY THE AREA DIRECTOR ON JUNE 23, 1980.

ATTEST:

CHAIRMAN - BRANDON SAZUE, SR.

TRIBAL SECRETARY - TERRY ABERNATHY
 Prepared: Deb Attikal, Recording Secretary

CROW CREEK SIOUX



TRIBAL RESOLUTION

NUMBER: #CC-13-07-29-05-A

SUBJECT: MOTION APPOINTING ROLAND HAWK, SR., AS
TREASURER/C.F.O., TO THE BOARD

WHEREAS: THE CROW CREEK SIOUX TRIBAL COUNCIL IS THE OFFICIAL AND GOVERNING BODY OF AND FOR THE CROW CREEK SIOUX RESERVATION; AND,

WHEREAS: UNDER THE CONSTITUTION AND BY LAWS OF THE CROW CREEK SIOUX TRIBE, THE TRIBAL COUNCIL IS EMPOWERED AND AUTHORIZED TO ENACT RESOLUTIONS AND ORDINANCES GOVERNING THE MANAGEMENT OF ALL ECONOMIC AND EDUCATIONAL AFFAIRS AND ENTERPRISES OF THE TRIBE; AND

WHEREAS: THE CROW CREEK SIOUX TRIBAL COUNCIL HAS THE AUTHORITY AND RESPONSIBILITY TO OVERSEE ALL TRIBAL MATTERS ON THE CROW CREEK SIOUX INDIAN RESERVATION; AND,

WHEREAS: THE CROW CREEK SIOUX TRIBAL COUNCIL HAS APPROVED AND AUTHORIZED APPOINTING ROLAND HAWK, SR., AS TREASURER/C.F.O., TO THE BOARD; AND,

NOW THEREFORE BE IT RESOLVED: THAT THE CROW CREEK SIOUX TRIBAL COUNCIL ASSEMBLED IN SPECIAL SESSION THIS 29TH DAY OF JULY, 2013. DO HEREBY MOTION TO AUTHORIZE & APPROVE APPOINTING ROLAND HAWK, SR., AS TREASURER/C.F.O., TO THE BOARD.

MOTION: L. PEASE, JR.

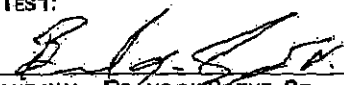
SECOND: W. MCGHEE

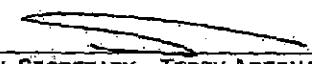
VOTE: -8- FOR: R. HAWK, SR., T. ABERNATHY, W. MCGHEE, L. PEASE, JR.
-3- ABSENT: E. BIG EAGLE, SR. (EXCUSED) - W. BIG EAGLE (EXCUSED)
ALSO PRESENT: CHAIRMAN B. SAZUE, SR., CHAIRING THE MEETING

CERTIFICATION

THIS FOREGOING RESOLUTION WAS DULY ADOPTED BY THE CROW CREEK SIOUX TRIBAL COUNCIL ON THE 29TH DAY OF JULY, 2013 IN A SPECIAL SESSION BY A VOTE OF -8- FOR, -0- AGAINST, -3- ABSENT, -0- NOT VOTING FOR THE CROW CREEK SIOUX TRIBE, PURSUANT TO AUTHORITY VESTED IN IT BY ARTICLE VI, SECTION 1 OF THE CONSTITUTION OF THE TRIBE, RATIFIED BY THE TRIBE ON MARCH 11, 1949 AND APPROVED BY THE SECRETARY OF THE INTERIOR ON APRIL 26, 1949 AND WITH AMENDMENTS APPROVED BY THE COMMISSIONER OF INDIAN AFFAIRS ON JUNE 22, 1961, FEBRUARY 25, 1963 AND BY THE AREA DIRECTOR ON JUNE 23, 1980.

ATTEST:


CHAIRMAN—BRANDON SAZUE, SR.


TRIBAL SECRETARY—TERRY ABERNATHY
Prepared: 
Deb Attikai, Recording Secretary

CROW CREEK SIOUX



TRIBAL RESOLUTION

NUMBER: #CC-13-07-29-06-A

SUBJECT: RESOLUTION OF THE APPOINTMENT OF THE
TREASURER/CFO & APPROVAL OF CORPORATE
BANKING

- WHEREAS: THE CROW CREEK SIOUX TRIBAL COUNCIL IS THE OFFICIAL GOVERNING BODY OF AND FOR THE TRIBE; AND,
- WHEREAS: UNDER THE CONSTITUTION AND BYLAWS OF THE CROW CREEK SIOUX TRIBE, THE TRIBAL COUNCIL IS EMPOWERED AND AUTHORIZED TO ENACT RESOLUTIONS AND ORDINANCES GOVERNING THE MANAGEMENT OF ALL ECONOMIC AND EDUCATIONAL AFFAIRS AND ENTERPRISES OF THE TRIBE; AND,
- WHEREAS: THE CROW CREEK SIOUX TRIBAL COUNCIL HAS THE AUTHORITY AND RESPONSIBILITY TO OVERSEE ALL TRIBAL MATTERS ON THE CROW CREEK SIOUX INDIAN RESERVATION; AND,
- WHEREAS: CROW CREEK HOLDINGS, LLC (THE "COMPANY") IS A LIMITED COMPANY WHOLLY OWNED BY THE CROW CREEK SIOUX TRIBE AND ORGANIZED UNDER THE CROW CREEK SIOUX TRIBE LIMITED LIABILITY COMPANY ORDINANCE ("LLC ORDINANCE"); AND,
- WHEREAS: SECTION 7.3 OF THE COMPANY'S OPERATING AGREEMENT AUTHORIZES THE BOARD OF DIRECTORS TO TAKE WRITTEN ACTION; AND,
- WHEREAS: THE COMPANY SEEKS TO ESTABLISH CORPORATE BANK ACCOUNTS NECESSARY FOR THE OPERATION OF THE COMPANY; AND,

NOW THEREFORE BE IT RESOLVED: THAT THE CROW CREEK SIOUX TRIBAL COUNCIL ASSEMBLED IN SPECIAL SESSION THIS 29TH DAY OF JULY, 2013, DO HEREBY MOTION THAT THE BOARD OF DIRECTORS OF CROW CREEK HOLDINGS, LLC HEREBY DIRECTS AND AUTHORIZES ROLAND HAWK, SR., CHIEF FINANCIAL OFFICER OF CROW CREEK HOLDINGS, LLC, TO ESTABLISH CORPORATE BANK ACCOUNTS NECESSARY IN THE OPERATION OF CROW CREEK HOLDINGS, LLC AND ROLAND HAWK, SR., SHALL BE A SIGNATORY OF THESE ACCOUNTS AND HAVE REGULAR ACCESS TO INFORMATION PERTAINING TO THESE ACCOUNTS; AND,

BE IT FURTHER RESOLVED: THAT BRANDON SAZUE, SR., CHAIRMAN OF THE BOARD OF DIRECTORS AND PRESIDENT OF THE COMPANY, SHALL BE AN ADDITIONAL AUTHORIZED SIGNATORY ON SAID COMPANY CORPORATE BANK ACCOUNTS.

MOTION: L. PEASE, JR.

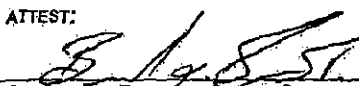
SECOND: W. MCGHEE

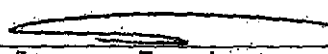
VOTE: -8- FOR: R. HAWK, SR., T. ABERNATHY, W. MCGHEE, L. PEASE, JR.
-3- ABSENT: E. BIG EAGLE, SR. (EXCUSED) - W. BIG EAGLE (EXCUSED)
ALSO PRESENT: CHAIRMAN B. SAZUE, SR., CHAIRING THE MEETING

CERTIFICATION

THIS FOREGOING RESOLUTION WAS DULY ADOPTED BY THE CROW CREEK SIOUX TRIBAL COUNCIL ON THE 29TH DAY OF JULY, 2013, IN A SPECIAL SESSION BY A VOTE OF -8- FOR, -0- AGAINST, -3- ABSENT, -0- NOT VOTING FOR THE CROW CREEK SIOUX TRIBE, PURSUANT TO AUTHORITY VESTED IN IT BY ARTICLE VI, SECTION 1 OF THE CONSTITUTION OF THE TRIBE, RATIFIED BY THE TRIBE ON MARCH 11, 1949 AND APPROVED BY THE SECRETARY OF THE INTERIOR ON APRIL 26, 1949 AND WITH AMENDMENTS APPROVED BY THE COMMISSIONER OF INDIAN AFFAIRS ON JUNE 22, 1961, FEBRUARY 25, 1963 AND BY THE AREA DIRECTOR ON JUNE 23, 1980.

ATTEST:


CHAIRMAN - BRANDON SAZUE, SR.


TRIBAL SECRETARY - TERRY ABERNATHY
Prepared: 
Deb Attikal, Recording Secretary