



SQUAXIN ISLAND TRIBE

RESOLUTION No. 01- 42

of the

SQUAXIN ISLAND TRIBAL COUNCIL

WHEREAS, the Squaxin Island Tribal Council is the Governing Body of the Squaxin Island Tribe (the "**Tribe**"), its members, its lands, its enterprises and its agencies by authority of the Constitution and Bylaws of the Squaxin Island Tribe, as approved and adopted by the General Body and the Secretary of the Interior on July 8, 1965; **and**

WHEREAS, the Tribe is a federally recognized Indian Tribe possessing reserved powers, including the powers of self-government; **and**

WHEREAS, under the Constitution, Bylaws, and inherent sovereignty of the Tribe, the Squaxin Island Tribal Council is charged with the duty of protecting the health, security, education, and general welfare of tribal members, and with protecting and managing the lands and treaty resources and rights of the Tribe; **and**

WHEREAS, the Squaxin Island Tribal Council has been entrusted with the creation of ordinances and resolutions in order to fulfill their duty of protecting the health, security, education, and general welfare of tribal members; and with protecting and managing the lands and treaty resources and rights of the Tribe; **and**

WHEREAS, the Tribe and Bank of America, N.A. (the "**Bank**") are parties to that certain Construction Loan Agreement dated as of October 9, 2000 (the "**Loan Agreement**") pursuant to which the Bank agreed to make a loan (the "**Loan**") to the Tribe in the amount of \$1,000,000 for the purpose of financing certain buildings, improvements and equipment associated with the construction, furnishing and outfitting of 13,000 square foot multi-purpose building situated on the lands of the Tribe in, Shelton, Washington; **and**

WHEREAS, the Tribe has requested that the Bank increase the amount of the Loan by \$250,000 from \$1,000,000 to \$1,250,000 and provide the Tribe with an option to extend the maturity date of the Loan from February 1, 2002 to May 1, 2002, which the Bank has agreed to do as set forth and upon the terms and conditions, including a loan fee and extension fee contained in that certain Amendment to Loan Documents to be dated June 15, 2001 (the "**Amendment**") substantially in the form of Attachment A attached hereto;

BE IT RESOLVED, that (a) any one (1) **Dave Lopeman**, in his capacity as Chairman of the Indian Tribe, or **Robert Whitener, Jr.**, in his capacity as Executive Director of the Indian Tribe (each, an "**Authorized Person**") are authorized and empowered to execute

and deliver to the Bank the Amendment and (b) any one (1) of the Authorized Persons are authorized and empowered to execute and deliver to the Bank such other documents and take such other actions as may be required by the Bank to document the increase in the Loan as set forth in the Amendment and otherwise to carry out the intent of the Amendment; **and**

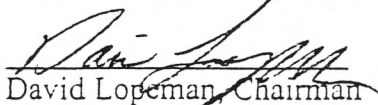
BE IT FURTHER RESOLVED, that the Tribe hereby acknowledges and confirms that the limited waivers of sovereign immunity, the mandatory arbitration and exhaustion provisions, the elections to apply Washington law, and the stipulations that actions will be brought in a Superior Court of the State of Washington or the Tribe's Tribal Court, each as set forth in the Loan Agreement and the other Loan Documents (as defined in the Loan Agreement), remain enforceable and unmodified by the execution and delivery of the Amendment; **and**

BE IT FURTHER RESOLVED, that all acts authorized pursuant to this Resolution and performed prior to the passage of this Resolution are hereby ratified and approved, that this Resolution shall remain in full force and effect until written notice of its revocation shall have been delivered to and received by the Bank. Any such notice shall not affect any of the Tribe's agreements or commitments in effect at the time notice is given.

This Resolution may be executed in counterparts, each of which shall be an original, but all of which together shall constitute the same document. Delivery of an originally executed signature page or pages hereto, a counterpart signature page, or a photocopy thereof transmitted by telephone facsimile transmission, shall be as effective as delivery of a manually signed counterpart of these Resolutions.

CERTIFICATION

The Squaxin Island Tribal Council does hereby certify that the foregoing Resolution was adopted at the regular meeting of the Squaxin Island Tribal Council, held on this 14th day of June, 2001, at which time a quorum was present and was passed by a vote of ____ for and ____ against with ____ abstentions.


David Lopeman, Chairman

Attested by: 
Pete Kruger, Sr., Secretary


Andy Whitener, Vice Chairman