

**RESOLUTION OF THE TOHONO O'ODHAM LEGISLATIVE COUNCIL
(Approving Limited Waiver of Sovereign Immunity in Tohono O'odham
Farming Authority 2003 Financing Arrangements)**

RESOLUTION NO. 03-157

1 **WHEREAS, the Tohono O'odham Farming Authority ("TOFA") has negotiated with ACCO Finance**
2 **Co. ("AFC") amendments to:**

3 **(1) the TOFA Multiple Year Revolving Line of Credit Loan Agreement, executed on**
4 **November 27, 2000, in the amount of \$3,166,143, as amended on December 3,**
5 **2002, February 6, 2003, and March, 2003 ("Crop Loan Agreement"), and the related**
6 **TOFA Multiple Year Revolving Secured Promissory Note; and**

7 **(2) the TOFA Multiple Year Revolving Line of Credit Loan Agreement, executed on**
8 **November 27, 2000, in the amount of \$300,000 and as amended on April 25, 2002**
9 **("Vegetable Loan Agreement"), and the related TOFA Multiple Year Revolving**
10 **Secured Promissory Note; and**

11 **WHEREAS, as amended, the Crop Loan Agreement and the Vegetable Loan Agreement will**
12 **require that TOFA execute the attached Anderson-Clayton Business Agreement with**
13 **Anderson Clayton Corp. related to ginning of seed cotton grown by TOFA during the**
14 **2003-2004 crop year (the "Business Agreement"); and**

15 **WHEREAS, as amended, the Crop Loan Agreement, Vegetable Loan Agreement, and the Business**
16 **Agreement each contain a limited waiver of TOFA's sovereign immunity with respect**
17 **to disputes arising thereunder; and**

18 **WHEREAS, as amended, the Crop Loan Agreement and the Vegetable Loan Agreement require**
19 **that TOFA deliver to ACF the attached Non-Disturbance and Subordination**
20 **Agreement (the "Non-Disturbance Agreement") executed by the Nation and including**
21 **the terms set out in the attached document; and**

22 **WHEREAS, on December 5, 2000, the Tohono O'odham Nation ("Nation") Legislative Council**
23 **adopted the attached Resolution No. 2000-559, which approved limited waivers of the**
24 **sovereign immunity as provided in the Crop Loan Agreement, Vegetable Loan**
25 **Agreement, and the Business Agreement, and authorized the Nation's Chairman or**
26 **Vice Chairman to execute the Non-Disturbance Agreement; and**

27 **WHEREAS, the amendments to the Crop Loan Agreement and Vegetable Loan Agreement do not**
28 **amend the provisions with respect to the limited waivers of sovereign immunity; and**

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1 **WHEREAS, the Business Agreement for the 2003-2004 crop year is substantially similar to the**
2 **agreement TOFA executed in 2000; and**

3 **WHEREAS, the Non-Disturbance Agreement for the 2003-2004 crop year is substantially similar**
4 **to the agreement the Nation's Legislative Council authorized the Nation's Chairman**
5 **or Vice Chairman to execute in Resolution 2000-559; and**

6 **WHEREAS, subparagraph 9.2.2(A) of the TOFA's Second Restated Plan of Operation requires**
7 **approval by the Tohono O'odham Nation Legislative Council for waivers of sovereign**
8 **immunity in connection with crop production and related financing; and**

9 **WHEREAS, in TOFA Board Resolution, "Recommending and Requesting Tohono O'odham Nation**
10 **Legislative Council Action and Authorizing Execution of Amendments to TOFA-ACCO**
11 **Financing Documents and of Related Documents," the Management Board of TOFA**
12 **recommended and requested the Nation's approval of the limited waivers of**
13 **sovereign immunity in the Crop Loan Agreement and Vegetable Loan Agreement, as**
14 **amended, and the Business Agreement, as amended and requested that the Nation**
15 **authorize the Chairman or the Vice Chairman of the Nation to execute the Non-**
16 **Disturbance Agreement; and**

17 **WHEREAS, the Agriculture Committee and the Budget and Finance Committee recommend**
18 **approval by the Nation Legislative Council of the limited waivers of sovereign**
19 **immunity in the Crop Loan Agreement, Vegetable Loan Agreement, as amended, and**
20 **the Business Agreement, as amended and recommend that the Nation Legislative**
21 **Council authorize the Chairman or Vice Chairman to execute the Non-Disturbance**
22 **Agreement.**

23 **NOW, THEREFORE, BE IT RESOLVED THAT:**

- 24 **1. The Tohono O'odham Legislative Council approves the limited waivers of the**
25 **sovereign immunity as provided in the Crop Loan Agreement and Vegetable**
26 **Loan Agreement, as amended, and the Business Agreement, as amended.**
- 27 **2. The Chairman of the Nation or, in his absence, the Vice Chairman of the Nation,**
28 **is authorized and directed to execute the Non-Disturbance Agreement in**
29 **substantially the form and on the terms set forth in the attached Non-**
30 **Disturbance Agreement.**

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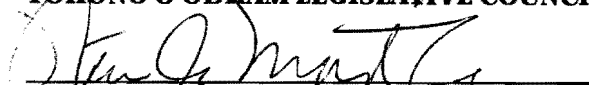
(Approving Limited Waiver of Sovereign Immunity in Tohono O'odham Farming Authority 2003 Financing Arrangements)

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The foregoing Resolution was passed by the Tohono O'odham Legislative Council on the 07TH Day of APRIL, 2003 at a meeting at which a quorum was present with a vote of 2,256.8 FOR; -0- AGAINST; 160.7 NOT VOTING; and [01] ABSENT, pursuant to the powers vested in the Council by Section 1 (d)(2) & (f) of Article VI of the Constitution of the Tohono O'Odham Nation, adopted by the Tohono O'Odham Nation on January 18, 1986; and approved by the Acting Deputy Assistant Secretary - Indian Affairs (Operations) on March 6, 1986, pursuant to Section 16 of the Act of June 18, 1934 (48 Stat. 984).

TOHONO O'ODHAM LEGISLATIVE COUNCIL


Rita A. Martinez, Legislative Chairwoman

14th day of April, 2003

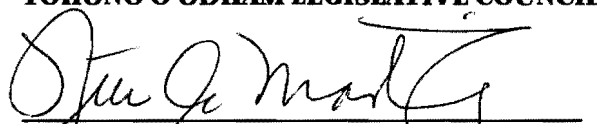
ATTEST:


Julianna Saraficio, Acting Legislative Secretary

07 day of April, 2003


Said Resolution was submitted for approval to the office of the Chairman of the Tohono O'Odham Nation on the 14th day of April, 2003 at 9:14 o'clock, A .M., pursuant to the provisions of Section 5 of Article VII of the Constitution and will become effective upon his approval or upon his failure to either approve or disapprove it within 48 hours of submittal.

TOHONO O'ODHAM LEGISLATIVE COUNCIL


Rita A. Martinez, Legislative Chairwoman

APPROVED on the 16th day of April, 2003

DISAPPROVED at 8:21 o'clock, A .M.


EDWARD D. MANUEL, Chairman
TOHONO O'ODHAM NATION

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Returned to the Legislative Secretary on the 14th day of

April, 20 13, at 8:39 o'clock, A.M.

Julianna Saraficio
Julianna Saraficio, Acting Legislative Secretary

ACTION: APPROVING LIMITED WAIVER OF SOVEREIGN IMMUNITY IN TOHONO O'ODHAM FARMING AUTHORITY
2003 FINANCING ARRANGEMENTS

MOVED: COUNCILMAN KENNETH WILLIAMS

SECOND: COUNCILWOMAN FRANCES ANTONE

DATE: APRIL 07, 2003

DISTRICT	LEGISLATIVE REPRESENTATIVES	# OF VOTES	FOR	AGAINST	NOT VOTING	ABSENT
BABOQUIVARI 317.7	1. FRANCES MIGUEL ()	158.85	X			
	2. FRANCES G. ANTONE (Lucilda Norris-Valenzuela)	158.85	X			
CHUKUT KUK 248.1	1. KENNETH WILLIAMS (Juanita Homer)	124.05	X			
	2. DAVID GARCIA (Mary Audrey Juan)	124.05	X			
GU ACHI 188.3	1. CAMILLUS LOPEZ ()	115.35			X	
	2. JEROME JOAQUIN ()	115.35	X			
GU VO 188.3	1. FERN SALCIDO ()	94.15		X		
	2. EMILIO LEWIS (Michael Flores)	94.15		X		
HICKIWAN 167.3	1. SHIRLEY MOLINA ()	83.65			X	
	2. SANDRA ORTEGA ()	83.65			X	
PISINEMO 174.7	1. BARBARA SALVICIO (Alex Antone)	87.35	X			
	2. PATRICIA CRUZ (Johnson Jose)	87.35	X			
SAN LUCY 160.7	1. ALBERT MANUEL JR.** (Johnson W. Larson)	80.35		X		
	2. GLORIA RAMIREZ ()	80.35		X		
SAN XAVIER 184.7	1. FELICIA NUÑEZ ()	92.35		X		
	2. DENNIS RAMON ()	92.35	X			
SCHUK TOAK 144.5	1. MARY FLORES ()	72.25	X			
	2. AMBROSE ENCINAS (Frances B. Conde(Francisco))	72.25		X		
SELLS 416.1	1. DENNIS E. JOSE ()	208.05		X		
	2. EVELYN JUAN** ()	208.05		X		
SIF OIDAK 184.7	1. ISIDRO LOPEZ (Nicholas Jose)	92.35	X			
	2. RITA A. MARTINEZ ()	92.35	X			
TOTAL		2,417.5	1,205.15	929.7	282.65	-0-

**PASSED VOTES