

**RESOLUTION OF THE TOHONO O'ODHAM LEGISLATIVE COUNCIL  
(Approving Limited Waiver of Sovereign Immunity in Tohono O'odham Farming  
Authority 2004 Financing Arrangements)**

**RESOLUTION NO. 04-069**

- 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, March, 2003, and April 15, 2003 ("Crop Loan Agreement"),**  
6 **and the related 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 **and April 15, 2003 ("Vegetable Loan Agreement"), and the related TOFA Multiple**  
10 **Year Revolving Secured Promissory Note; and**
- 11 **WHEREAS, TOFA has negotiated with AFC the Equipment Loan Agreement, in the amount of**  
12 **\$750,000, and the related Promissory Note; and**
- 13 **WHEREAS, as amended, the Crop Loan Agreement and the Vegetable Loan Agreement will**  
14 **require that TOFA execute the Anderson-Clayton Business Agreement with Anderson**  
15 **Clayton Corp. related to ginning of seed cotton grown by TOFA during the 2004 crop**  
16 **year (the "Business Agreement"); and**
- 17 **WHEREAS, as amended, the Crop Loan Agreement, Vegetable Loan Agreement, the Equipment**  
18 **Loan Agreement, and the Business Agreement each contain a limited waiver of TOFA's**  
19 **sovereign immunity with respect to disputes arising thereunder; and**
- 20 **WHEREAS, the amended Crop Loan Agreement, the amended Vegetable Loan Agreement, and the**  
21 **Equipment Loan Agreement require that TOFA deliver to AFC the Non-Disturbance**  
22 **Agreement executed by the Nation; and**
- 23 **WHEREAS, on December 5, 2000, the Tohono O'Odham Nation Legislative Council adopted the**  
24 **attached Resolution No. 2000-559; and**
- 25 **WHEREAS, on April 14, 2003, the Tohono O'Odham Nation Legislative Council adopted the**  
26 **attached Resolution No. 03-157; and**
- 27 **WHEREAS, Resolution No. 2000-559 and Resolution No. 03-157 approved limited waivers of**  
28 **sovereign immunity as provided in the Crop Loan Agreement, Vegetable Loan**  
29 **Agreement, and the Business Agreement, and authorized the Nation's Chairwoman**

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- 1                   **or Vice Chairman to execute the Non-Disturbance Agreement; and**
- 2 **WHEREAS, the Business Agreement for the 2004 crop year is substantially similar to the**
- 3 **agreement TOFA executed in 2003 and 2000; and**
- 4 **WHEREAS, the Equipment Loan Agreement contains a limited waiver of sovereign immunity that**
- 5 **is substantially similar to the limited waivers of sovereign immunity in the amended**
- 6 **Crop Loan Agreement and the amended Vegetable Loan Agreement; and**
- 7 **WHEREAS, the Non-Disturbance Agreement for the 2004 crop year is substantially similar to the**
- 8 **agreement the Nation's Legislative Council authorized the Nation's Chairman or Vice**
- 9 **Chairman to execute in Resolution No. 2000-559 and Resolution No. 03-157; and**
- 10 **WHEREAS, subparagraph 9.2.2(A) of the TOFA's Second Restated Plan of Operation requires**
- 11 **approval by the Tohono O'Odham Nation Legislative Council for waivers of sovereign**
- 12 **immunity in connection with crop production and related financing; and**
- 13 **WHEREAS, by resolution dated February 5, 2004 and entitled "Resolution of the Tohono O'odham**
- 14 **Farming Authority Board (Recommending and Requesting Tohono O'odham Nation**
- 15 **Legislative Council Action and Authorizing Execution of Amendments to TOFA-ACCO**
- 16 **Financing Documents and of Related Documents)", the TOFA Management Board has**
- 17 **recommended and requested the Nation's approval of the limited waivers of**
- 18 **sovereign immunity in the Crop Loan Agreement and Vegetable Loan Agreement, as**
- 19 **amended, the Equipment Loan Agreement, and the Business Agreement, as amended**
- 20 **and requested that the Nation authorize the Chairwoman or the Vice Chairman of the**
- 21 **Nation to execute the Non-Disturbance Agreement; and**
- 22 **WHEREAS, the Agriculture Committee and the Budget and Finance Committee have reviewed**
- 23 **the limited waivers of sovereign immunity in the Crop Loan Agreement, Vegetable**
- 24 **Loan Agreement, as amended, the Equipment Loan Agreement, and the Business**
- 25 **Agreement, as amended and the TOFA Management Board's request that the Nation**
- 26 **Legislative Council authorize the Chairwoman or Vice Chairman to execute the Non-**
- 27 **Disturbance Agreement.**
- 28 **NOW, THEREFORE, BE IT RESOLVED THAT:**
- 29                   **1. The Tohono O'odham Legislative Council approves the limited waivers of**
- 30 **sovereign immunity as provided in the amended Crop Loan Agreement, the**

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amended Vegetable Loan Agreement, the Equipment Loan Agreement, and the Business Agreement, as amended.

2. The Chairwoman of the Nation or, in her absence, the Vice Chairman of the Nation, is authorized and directed to execute the Non-Disturbance Agreement in substantially the form and on the terms set forth in the attached Non-Disturbance Agreement.

The foregoing Resolution was passed by the Tohono O'odham Legislative Council on the 01<sup>ST</sup> Day of MARCH, 2004 at a meeting at which a quorum was present with a vote of 1,635.5 FOR; 262.6 AGAINST; 731.6 NOT VOTING; and [02] 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

  
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Dennis Ramon, Legislative Chairman

4<sup>th</sup> day of March, 2004

ATTEST:

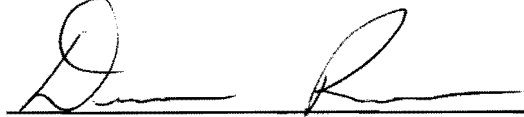
  
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Lucille Lopez, Acting Legislative Secretary

01<sup>st</sup> day of March, 2004.

Said Resolution was submitted for approval to the office of the Chairwoman of the Tohono O'Odham Nation on the 4<sup>th</sup> day of March, 2004 at 10:04 o'clock, A.M., pursuant to the provisions of Section 5 of Article VII of the Constitution and will become effective upon her approval or upon her failure to either approve or disapprove it within 48 hours of submittal.

TOHONO O'ODHAM LEGISLATIVE COUNCIL

  
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Dennis Ramon, Legislative Chairman

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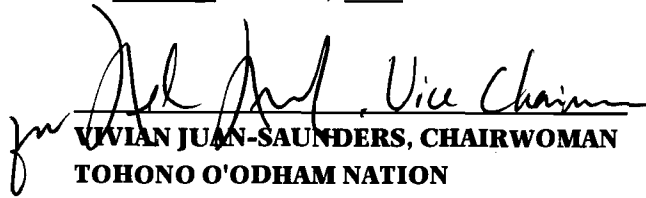
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APPROVED

on the 08 day of March, 2004

DISAPPROVED

at 9:41 o'clock, A.M.

  
VIVIAN JUAN-SAUNDERS, CHAIRWOMAN  
TOHONO O'ODHAM NATION

Returned to the Legislative Secretary on the 08<sup>th</sup> day of

March, 2004, at 9:55 o'clock, A.M.

  
Lucille Lopez, Acting Legislative Secretary

ACTION: APPROVING LIMITED WAIVER OF SOVEREIGN IMMUNITY IN TOHONO O'ODHAM FARMING AUTHORITY  
2004 FINANCING ARRANGEMENTS

MOVED: COUNCILMAN VERLON JOSE

SECOND: COUNCILWOMAN FRANCES MIGUEL

DATE: MARCH 01, 2004

DISTRICT	LEGISLATIVE REPRESENTATIVES	# OF VOTES	FOR	AGAINST	NOT VOTING	ABSENT
<b>SIF OIDAK</b> 192.6	1. ISIDRO LOPEZ (Nicholas Jose)	96.30		X		
	2. DARLENE ANDREW (Rita Martinez)	96.30	X			
<b>SELLS</b> 465.6	1. DENNIS E. JOSE ( )	232.80			X	X
	2. EVELYN JUAN ( )	232.80			X	
<b>SCHUK TOAK</b> 176.1	1. FRANCES B. CONDE ( )	88.05	X			
	2. PHYLLIS JUAN ( )	88.05	X			
<b>SAN XAVIER</b> 215.4	1. FELICIA NUÑEZ (Olivia Liston)	107.70	X			
	2. DENNIS RAMON (Eleanor Hunter)	107.70	X			
<b>SAN LUCY</b> 166.3	1. JOHN W. LAWSON, SR. ( )	83.15		X		
	2. GLORIA RAMIREZ ( )	83.15		X		
<b>PISINEMO</b> 175.4	1. BARBARA SALVICIO ( )	87.70	X			X
	2. PATRICIA CRUZ ( )	87.70	X			
<b>HICKIWAN</b> 170.3	1. DELMA GARCIA (Mary E. Sam)	85.15			X	
	2. SANDRA ORTEGA ( )	85.15			X	
<b>GU VO</b> 191.4	1. RAYMOND VICTOR ( )	95.70			X	
	2. MICHAEL FLORES (Willard Manuel)	95.70	X			
<b>GU ACHI</b> 253.6	1. TIMOTHY L. JOAQUIN ** (Jonas Robles)	126.80	X			
	2. JEROME JOAQUIN (Roberta Picard)	126.80	X			
<b>CHUKUT KUK</b> 258.9	1. KENNETH WILLIAMS (Juanita Homer)	129.45	X			
	2. VERLON M. JOSE (David Garcia)	129.45	X			
<b>BABOQUIVARI</b> 364.1	1. FRANCES MIGUEL (Lucilda Norris-Valenzuela)	182.05	X			
	2. FRANCES G. ANTONE ( )	182.05	X			
<b>TOTAL</b>		<b>2,629.7</b>	<b>1,635.5</b>	<b>262.6</b>	<b>731.6</b>	<b>[02]</b>

\*\*PASSED VOTES