

RESOLUTION OF THE TOHONO O'ODHAM LEGISLATIVE COUNCIL
(Approving Execution of Commitment Letter)

RESOLUTION NO. 15-420

1 **WHEREAS, the Constitution of the Tohono O'odham Nation vests the Legislative Council**
2 **with the power "to manage any funds within the exclusive control of the Tohono**
3 **O'odham Nation, including proceeds derived from lands and resources of the**
4 **Tohono O'odham Nation, and to appropriate these funds for the benefit of the**
5 **nation and its members." (Constitution, Article VI, Section 1(d)(2)); and**

6 **WHEREAS, the Gaming Enterprise currently is indebted to Bank of America, N.A., a national**
7 **banking association ("BofA"), and is negotiating with BofA as administrative**
8 **agent on behalf of itself and others, to obtain a syndicated loan to fund new**
9 **construction, to pay fees and expenses associated with the financing, and to**
10 **repay the Nation for any investment in construction; and**

11 **WHEREAS, the Nation has also discussed the BofA the availability of a margin loan to**
12 **provide short-term funding prior to the closing of the syndicated loan; and**

13 **WHEREAS, in order to begin negotiations for the Nation's margin loan, the execution of a**
14 **commitment letter with BofA is necessary; and**

15 **WHEREAS, the Commitment Letter requires a limited waiver of the sovereign immunity of**
16 **the Nation in favor of BofA to allow the terms of the Commitment Letter to be**
17 **enforced in accordance with its terms; and**

18 **WHEREAS, the Budget and Finance and Commerce Committees of the Legislative Council**
19 **have reviewed the terms of the Commitment letter, including the limited waiver**
20 **of sovereign immunity; and**

21 **WHEREAS, the Budget and Finance and Commerce Committees of the Legislative Council**
22 **recommend that the Nation grant a limited waiver of the sovereign immunity of**
23 **the Nation in favor of BofA to allow the Commitment Letter to be enforced in**
24 **accordance with its terms; and**

25 **WHEREAS, the Nation's best interests will be served entering into the Commitment Letter.**

26 **NOW, THEREFORE, BE IT RESOLVED that the Tohono O'odham Legislative Council approves**
27 **and authorizes the following:**

- 28 **1. Waiver of the Nation's Sovereign Immunity. The Legislative Council grants a**
29 **waiver of the sovereign immunity of the Nation from suit or action in favor of**
30 **BofA on the terms set forth in the Commitment Letter.**

TOHONO O'ODHAM LEGISLATIVE COUNCIL



Timothy Joaquin, Legislative Chairman

APPROVED

on the 16 day of November, 2015

DISAPPROVED


at 12:15 o'clock, P.m.



EDWARD D. MANUEL, CHAIRMAN
TOHONO O'ODHAM NATION

Returned to the Legislative Secretary on the 16 day of

November, 2015, at 2:07 o'clock, P.m.



Evonne Wilson, Legislative Secretary

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ACTION: APPROVING EXECUTION OF COMMITMENT LETTER

MOVED: COUNCILWOMAN FRANCES MIGUEL

SECOND: COUNCILWOMAN ETHEL GARCIA

DATE: NOVEMBER 05, 2015

DISTRICT	LEGISLATIVE REPRESENTATIVES	# OF VOTES	FOR	AGAINST	NOT VOTING	ABSENT
BABOQUIVARI 367.2	1. FRANCES MIGUEL (Roberta E. Harvey)	183.60	X			
	2. VERNON J. SMITH (<i>Absent</i>) (Gloria Zazueta) (<i>Present</i>)	183.60	X			
CHUKUT KUK 332.1	1. ETHEL GARCIA (Marlakay K. Henry)	166.05	X			
	2. BILLMAN LOPEZ (Patricia Vicenti)	166.05	X			
GUACHI 265.0	1. TIMOTHY L. JOAQUIN (Louis L. Johnson)	132.50	X			
	2. LORETTA LEWIS ()	132.50	X			
GU VO 250.6	1. GRACE MANUEL (Dallas Lewis)	125.30	X			
	2. PAMELA ANGHILL (Jeffery Antone, Sr.)	125.30	X			
HICKIWAN 205.8	1. LOUIS R. LOPEZ (Shirley Molina)	102.90	X			
	2. SANDRA ORTEGA ()	102.90	X			
PISINEMO 219.9	1. CHESTER ANTONE ()	109.95	X			X
	2. MONICA K. MORGAN ()	109.95	X			
SAN LUCY 226.5	1. DIANA MANUEL ()	113.25	X			
	2. JANA MONTANA (Gloria Ramirez)	113.25	X			
SAN XAVIER 228.6	1. DANIEL L.A. PRESTON III ()	114.30	X			
	2. RACHEAL VILSON-STONER (Olivia Villegas-Liston)	114.30	X			
SCHUK TOAK 180.6	1. ANTHONY J. FRANCISCO JR. ()	90.30	X			
	2. QUINTIN C. LOPEZ (John Fendenheim)	90.30	X			
SELLS 513.5	1. ARTHUR WILSON (Beverly Rivas)	256.75	X			
	2. BARBARA HAVIER ()	256.75	X			
SIF OIDAK 231.6	1. LUCINDA ALLEN (Nicholas Jose)	115.80	X			
	2. MARY LOPEZ ()	115.80	X			X
TOTAL		3,021.4	3,021.4	-0-	-0-	[02]