

**RESOLUTION OF THE TOHONO O'ODHAM LEGISLATIVE COUNCIL**  
**(Approving a Purchase and Sale Agreement for Long Term Storage Credits**  
**between the Tohono O'odham Nation and Vihrea Development LLC)**

**RESOLUTION NO. 21-105**

1 **WHEREAS,** the Constitution of the Tohono O'odham Nation vests the Legislative Council with  
2 the power “[t]o consult, negotiate and conclude agreements and contracts on  
3 behalf of the Tohono O'odham Nation with Federal, State and local governments  
4 and other Indian tribes or their departments, agencies or political subdivisions,  
5 or with private persons or organizations on all matters within the authority of the  
6 Tohono O'odham Council.” (Constitution of the Tohono O'odham Nation, Article  
7 VI, Section 1(f)); and

8 **WHEREAS,** the Constitution of the Tohono O'odham Nation further vests the Legislative  
9 Council with the power to “[e]nter into agreements, compacts or other contracts  
10 for the beneficial use, sale, or lease or distribution” of all waters that originate in  
11 or flow in, into or through the Tohono O'odham Nation (Constitution of the  
12 Tohono O'odham Nation, Article XVII, Section 1 and Section 2(b)); and

13 **WHEREAS,** by Resolution No. 19-372, the Legislative Council approved the Tohono O'odham  
14 Nation Long-Term Storage Credit Marketing Plan that authorized Headwaters  
15 Consulting, LLC to market long-term storage credits held by the Nation; and

16 **WHEREAS,** Headwaters Consulting, LLC has negotiated a Purchase and Sale Agreement for  
17 Long Term Storage Credits between the Tohono O'odham Nation and Vihrea  
18 Development LLC; and

19 **WHEREAS,** the Professional Service Agreement with Headwaters Consulting, LLC provides  
20 that a Transaction Success Fee be paid out of the gross proceeds of the sales  
21 transaction; and

22 **WHEREAS,** the Water Resources Committee has reviewed the Purchase and Sale Agreement  
23 for Long Term Storage Credits between the Tohono O'odham Nation and Vihrea  
24 Development LLC and recommends its approval.

25 **NOW, THEREFORE, BE IT RESOLVED** that the Tohono O'odham Legislative Council approves the  
26 Purchase and Sale Agreement for Long Term Storage Credits between the Tohono  
27 O'odham Nation and Vihrea Development LLC, in substantially the form  
28 attached, and authorizes the Nation's chairperson to execute the Agreement.

29 **BE IT FURTHER RESOLVED** by the Tohono O'odham Legislative Council that the funds generated  
30 by this sale will be added to the Water Revenue Account established by Resolution  
31 No. 14-525.

32 **BE IT FINALLY RESOLVED** by the Tohono O'odham Legislative Council that funds for payment of  
33 the Headwaters Consulting LLC's Transaction Success Fee shall come from the  
34 Water Revenue Account established by Resolution No. 14-525.

**RESOLUTION NO. 21-105**

**(Approving a Purchase and Sale Agreement for Long Term Storage Credits between the Tohono O'odham Nation and Vihrea Development LLC)**

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The foregoing Resolution was passed by the Tohono O'odham Legislative Council on the 06<sup>TH</sup> day of APRIL, 2021 at a meeting at which a quorum was present with a vote of 2,807.65 FOR; 368.05 AGAINST; -0- NOT VOTING; and [02] ABSENT, pursuant to the powers vested in the Council by Article VI, Section 1(f) and Article XVII, Section 1 and 2(b) 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

Timothy C. Joaquin, Jr.  
Timothy Joaquin, Legislative Chairman  
18 day of April, 2021

ATTEST:

Evonne Wilson  
Evonne Wilson, Legislative Secretary  
8 day of April, 2021

Said Resolution was submitted for approval to the office of the Chairman of the Tohono O'odham Nation on the 13 day of April, 2021 at 12:55 o'clock, P .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

Timothy C. Joaquin, Jr.  
Timothy Joaquin, Legislative Chairman

APPROVED

DISAPPROVED

on the 13 day of April, 2021  
at 2:25 o'clock, P .m.

Ned Norris, Jr.  
NED NORRIS, JR., CHAIRMAN  
TOHONO O'ODHAM NATION

**RESOLUTION NO. 21-105**

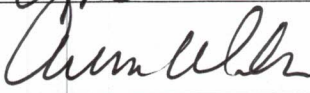
**(Approving a Purchase and Sale Agreement for Long Term Storage Credits between the Tohono O'odham Nation and Vihrea Development LLC)**

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Returned to the Legislative Secretary on the 13 day of

April, 2021, at 3:30 o'clock, P.m.

  
Evonne Wilson, Legislative Secretary

**ACTION: APPROVING A PURCHASE AND SALE AGREEMENT FOR LONG TERM STORAGE CREDITS BETWEEN THE TOHONO O'ODHAM NATION AND VIHREA DEVELOPMENT LLC**

**Moved: COUNCILWOMAN LUCINDA ALLEN**

**SECOND: COUNCILWOMAN ALBERTA J. RAY**

**DATE: APRIL 06, 2021**

DISTRICT	LEGISLATIVE REPRESENTATIVES	# OF VOTES	FOR	AGAINST	NOT VOTING	ABSENT
BABOQUIVARI 384.8	1. LEANDER MASE (Francine Schooling)	192.40	X			
	2. ALBERTA J. RAY (Frances G. Antone)	192.40	X			
CHUKUT KUK 347.5	1. VIVIAN JUAN-SAUNDERS (Juanita Homer)	173.75	X			
	2. MARLAKAY HENRY (Billman Lopez)	173.75	X			
GU ACHI 279.3	1. VICTORIA HOBBS ( )	139.65	X			
	2. TIMOTHY L. JOAQUIN ( <i>Absent</i> ) (Louis L. Johnson) ( <i>Present</i> )	139.65	X			X
GU VO 264.5	1. DALLAS LEWIS (Nacho Flores)	132.25	X			
	2. GRACE MANUEL ( )	132.25	X			
HICKIWAN 213.8	1. SANDRA D. ORTEGA ( )	106.90	X			
	2. LOUIS R. LOPEZ (Delma M. Garcia)	106.90	X			
PISINEMO 230.7	1. MONICA K. MORGAN ( )	115.35	X			
	2. MARIETTA MARTIN ( )	115.35	X			
SAN LUCY 235.6	1. GLORIA RAMIREZ ( )	117.80	X			
	2. JANA MONTANA (Lorraine M. Eiler)	117.80	X			
SAN XAVIER 238.9	1. JANICE FELIX (Adam Andrews)	119.45	X			
	2. DANIEL L.A. PRESTON III (Racheal Vilson-Stoner)	119.45	X			X
SCHUK TOAK 189.0	1. QUINTIN C. LOPEZ (Agnes V. Joaquin)	94.50		X		
	2. TERESA F. DONAHUE (Alberta Espinoza)	94.50	X			
SELLS 547.1	1. EVELYN JUAN MANUEL ( )	273.55		X		
	2. ARTHUR WILSON ( )	273.55	X			
SIF OIDAK 244.5	1. LUCINDA ALLEN (Yolonda Garcia)	122.25	X			
	2. MARY LOPEZ ( <i>Absent</i> ) (Ann M. Garcia) ( <i>Present</i> )	122.25	X			
<b>TOTAL</b>		<b>3,175.7</b>	<b>2,807.65</b>	<b>368.05</b>	<b>-0-</b>	<b>[02]</b>