

**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 the Central Arizona Water
Conservation District ("CAWCD"))**

RESOLUTION NO. 23-220

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 "[a]ll waters which**
11 **originate in or flow in, into or through the Tohono O'odham Nation" (Constitution**
12 **of the 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 authorizing 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 CAWCD,**
18 **including a limited waiver of sovereign immunity, as set out in Exhibit A, which is**
19 **attached hereto and incorporated herein by this reference; and**

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

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

26 **NOW, THEREFORE, BE IT RESOLVED that the Tohono O'odham Legislative Council approves the**
27 **Purchase and Sale Agreement for Long Term Storage Credits between the Tohono**
28 **O'odham Nation and CAWCD in substantially the form attached as Exhibit A and**
29 **authorizes the Nation's chairperson to execute a formal legal agreement**
30 **memorializing these terms.**

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RESOLUTION NO. 23-220

(Approving a Purchase and Sale Agreement for Long Term Storage Credits Between the Tohono O'odham Nation and the Central Arizona Water Conservation District ("CAWCD"))

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1 **BE IT FURTHER RESOLVED** by the Tohono O'odham Legislative Council that funds generated by
2 this sale will be deposited into the Water Revenue Account established by
3 Resolution No. 14-525.

4 **BE IT FINALLY RESOLVED** by the Tohono O'odham Legislative Council that funds for payment of
5 the Headwaters Consulting, LLC Transaction Success Fee shall be appropriated
6 from the Water Revenue Account established by Resolution No. 14- 525.

7 The foregoing Resolution was passed by the Tohono O'odham Legislative Council on the 20TH
8 day of JUNE, 2023 at a meeting at which a quorum was present with a vote of 2,661.5 FOR;
9 556.5 AGAINST; -0- NOT VOTING; and [01] ABSENT, pursuant to the powers vested in the Council
10 by, Article VI, Section 1(f) and Article XVII, Section 1 and 2(b) of the Constitution of the Tohono
11 O'odham Nation, adopted by the Tohono O'odham Nation on January 18, 1986; and approved by
12 the Acting Deputy Assistant Secretary - Indian Affairs (Operations) on March 6, 1986, pursuant
13 to Section 16 of the Act of June 18, 1934 (48 Stat.984).

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16 **TOHONO O'ODHAM LEGISLATIVE COUNCIL**

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20 Alberta J. Ray, Legislative Vice Chairwoman

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22 22 day of June, 2023

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26 **ATTEST:**

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29 Evonne Wilson, Legislative Secretary

30 22 day of June, 2023

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33 Said Resolution was submitted for approval to the office of the Chairman of the Tohono
34 O'odham Nation on the 22 day of June, 2023 at 4:43 o'clock, 0 p.m.,
35 pursuant to the provisions of Section 5 of Article VII of the Constitution and will become
36 effective upon his approval or upon his failure to either approve or disapprove it within 48
37 hours of submittal.

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39 **TOHONO O'ODHAM LEGISLATIVE COUNCIL**

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43 Alberta J. Ray, Legislative Vice Chairwoman

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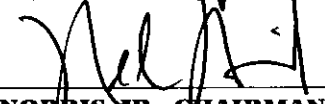
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APPROVED

on the 26 day of June, 2023

DISAPPROVED

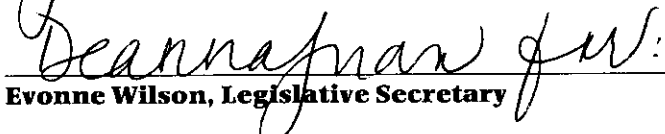
at 4:35 o'clock, P .m.



**NED NORRIS, JR., CHAIRMAN
TOHONO O'ODHAM NATION**

Returned to the Legislative Secretary on the 26 day of

June, 2023, at 4:40 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 THE CENTRAL ARIZONA WATER CONSERVATION DISTRICT ("CAWCD")

Moved: COUNCILWOMAN LUCINDA ALLEN

SECOND: COUNCILWOMAN MARY LOPEZ

DATE: JUNE 20, 2023

DISTRICT	LEGISLATIVE REPRESENTATIVES	# OF VOTES	FOR	AGAINST	NOT VOTING	ABSENT
SIF Oidak 245.6	1. MARY LOPEZ (Ann M. Garcia) 2. LUCINDA ALLEN (Francis Homewytewa)	122.8 122.8	X X			
SELLS 556.5	1. ARTHUR WILSON (<i>Absent</i>) (Shelia Espino) (<i>Present</i>) 2. EVELYN JUAN MANUEL (Arvada Liston)	278.25 278.25		X X		
SCHUK TOAK 190.5	1. TERESA F. DONAHUE (Alberta Espinoza) 2. DELISA M. RAMON (Sharon A. Francisco)	95.25 95.25	X X			
SAN XAVIER 242.6	1. DANIEL L.A. PRESTON III (Racheal Vilson-Stoner) 2. JANICE FELIX ()	121.3 121.3	X X			X
SAN LUCY 243.8	1. LORRAINE M. EILER () 2. ROGER MANUEL (Christina Andrews)	121.9 121.9	X X			
PISINEMO 232.7	1. MARIETTA MARTIN () 2. EDWARD D. MANUEL (Monica Morgan)	116.35 116.35	X X			
HICKIWAN 216.6	1. LOUIS R. LOPEZ () 2. DELMA M. GARCIA ()	108.3 108.3	X X			
GU VO 270.7	1. GRACE MANUEL () 2. CYNTHIA SAAVEDRA (Dallas Lewis)	135.35 135.35	X X			
GU ACHI 278.5	1. TIMOTHY L. JOAQUIN () 2. VICTORIA HOBBS (Tonya L. Joaquin)	139.25 139.25	X X			
CHUKUT KUK 351.6	1. MARLAKAY HENRY (Billman Lopez) 2. VIVIAN JUAN-SAUNDERS (Cornelius Antone)	175.8 175.8	X X			
BABOQUIVARI 388.9	1. ALBERTA J. RAY (Frances G. Antone) 2. LEANDER MASE (Francine Schooling)	194.45 194.45	X X			
	TOTAL	3,218.0	2,661.5	556.5	-0-	[01]