

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 Assured Water Builders I LLC)

RESOLUTION NO. 25-042

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"
12 (Constitution of the Tohono O'odham Nation, Article XVII, Section 1 and Section
13 2(b)); and

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

17 **WHEREAS,** Headwaters Consulting, LLC has negotiated a Purchase and Sale Agreement for
18 Long Term Storage Credits between the Tohono O'odham Nation and Assured
19 Water Builders I LLC which is 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 Assured
25 Water Builders I LLC 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 the Assured Water Builders I LLC and authorizes the
29 Nation's chairperson to execute a formal legal agreement memorializing these
30 terms.

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1 **BE IT FURTHER RESOLVED** that the Legislative Council authorizes the limited waiver of
2 **sovereign immunity included in the Purchase and Sale Agreement.**

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

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

9 **The foregoing Resolution was passed by the Tohono O'odham Legislative Council on the 12TH**
10 **day of FEBRUARY 2025 at a meeting at which a quorum was present with a vote of 2.442.6 FOR;**
11 **282.7 AGAINST; 558.0 [02] NOT VOTING; and -0- ABSENT, pursuant to the powers vested in the**
12 **Council by Article VI, Section 1(f) and Article XVII, Section 1 and 2(b) of the Constitution of the**
13 **Tohono O'odham Nation, adopted by the Tohono O'odham Nation on January 18, 1986; and**
14 **approved by the Acting Deputy Assistant Secretary - Indian Affairs (Operations) on March 6,**
15 **1986, pursuant to Section 16 of the Act of June 18, 1934 (48 Stat.984).**

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18 **TOHONO O'ODHAM LEGISLATIVE COUNCIL**

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20 **Wavalene M. Saunders, Legislative Chairwoman**

21 18 day of February, 2025

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27 **ATTEST:**

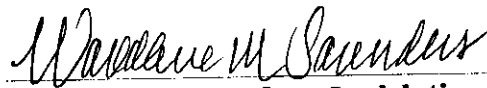
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29 **Evonne Wilson, Legislative Secretary**

30 18 day of February, 2025

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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 18 day of February, 2025 at 10:40 o'clock, a .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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42 **Wavalene M. Saunders, Legislative Chairwoman**

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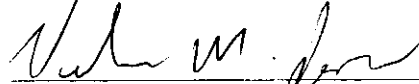
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APPROVED

on the 18 day of February, 2025

DISAPPROVED

at 5:58 o'clock, P.m.



**VERLON M. JOSE, CHAIRMAN
TOHONO O'ODHAM NATION**

Returned to the Legislative Secretary on the 18 day of

February, 2025, at 4:24 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 ASSURED WATER BUILDERS I LLC

Moved: VICE CHAIRWOMAN MARLAKAY HENRY

SECOND: COUNCILMAN DANIEL L.A. PRESTON III

DATE: FEBRUARY 12, 2025

DISTRICT	LEGISLATIVE REPRESENTATIVES	# OF VOTES	FOR	AGAINST	NOT VOTING	ABSENT
BABOQUIVARI 394.2	1. LEANDER MASE (Francine Schooling) 2. JESSE NAVARRO (Alberta J. Ray)	197.1 197.1	X X			
CHUKUT KUK 354.7	1. VIVIAN JUAN-SAUNDERS (Cornelius Antone) 2. MARLAKAY HENRY ()	177.35 177.35	X X			
GUACHI 282.7	1. VICTORIA HOBBS (Tonya L. Joaquin) 2. JEROME F. JOAQUIN ()	141.35 141.35		X X		
GU VO 276.0	1. DALLAS LEWIS () 2. LESLIE LUNA ()	138.0 138.0	X X			
HICKIWAN 220.5	1. DELMA M. GARCIA () 2. LOUIS R. LOPEZ (Loretta A. Ortega)	110.25 110.25	X X			
PISINEMO 236.2	1. EDWARD D. MANUEL () 2. PAMELA J. BENAVIDEZ (Nora J. Ruelas)	118.1 118.1	X X			
SAN LUCY 257.6	1. ROGER MANUEL (Christina Andrews) 2. GLORIA M. RAMIREZ (Lorraine M. Eiler)	128.8 128.8	X X			
SAN XAVIER 244.5	1. JANICE FELIX () 2. DANIEL L.A. PRESTON III ()	122.25 122.25	X X			
SCHUK TOAK 191.8	1. DELISA M. RAMON (Sharon A. Francisco) 2. THEORIA CAMPILLO (Rebecca Ann Valentine)	95.9 95.9	X X			
SELLS 558.0	1. EVELYN JUAN MANUEL (Arvada Liston) 2. JANET B. ELEANDO ()	279.0 279.0			X X	
SIF OIDAK 247.1	1. FRANCIS HOMEWYTEWA () 2. WAVALENE M. SAUNDERS (Mary Lopez)	123.55 123.55	X X			
	TOTAL	3,263.3	2,422.6	282.7	558.0 [02]	-0-