

RESOLUTION OF THE TOHONO O'ODHAM LEGISLATIVE COUNCIL
(Resolution Identifying the Tohono O'odham Nation as the Sole Member of
Wo'oshan Land LLC an Arizona Limited Liability Company)

RESOLUTION NO. 25-148

1 **WHEREAS, the Constitution of the Tohono O'odham Nation vests the Legislative Council with**
2 **the power to administer land and other public property, and by law, ordinance or**
3 **resolution to "purchase or otherwise acquire property" (Constitution, Article VI,**
4 **Section 1(i)(3)); and**

5 **WHEREAS, Wo'oshan Land LLC was formed on September 26, 2003 as an Arizona Limited**
6 **Liability Company, (the "Company") to facilitate the purchase of land by the**
7 **Nation in Sonora Mexico (the "Property"); and**

8 **WHEREAS, because of Mexican disclosure laws impacting who can become a member of a**
9 **Mexican Civil Association and who can purchase property near the border in**
10 **Mexico, Roger Manuel, in his capacity as the Chair of the Agriculture and Natural**
11 **Resources Committee, was identified as the sole member of the Company at its**
12 **formation; and**

13 **WHEREAS, the Company successfully provided a legal vehicle for the Nation to control the**
14 **funds for purchase of the Property and the deeds for the Property were recorded**
15 **on or about June 5, 2024, finalizing the purchase of the Property and transferring**
16 **ownership of the Property to a Civil Association organized under the laws of**
17 **Mexico; and**

18 **WHEREAS, The Company was made a member of the Mexican Civil Association so that it**
19 **could, in part, protect the Nation's interests in the Property; and**

20 **WHEREAS, the Mexican disclosure requirements that applied at the time of purchase of the**
21 **Property and the creation of the Civil Association no longer apply once the**
22 **transaction is finalized; and**

23 **WHEREAS, the Nation's interests can best be served by replacing Roger Manuel as the sole**
24 **member of the Company and making the Nation the sole member of the Company**
25 **and by appointing the Chair of the Agricultural and Natural Resources**
26 **Committee and the Chairman of the Nation to act as agents on behalf of the**
27 **Company, as set forth in greater detail in the documents attached hereto; and**

28 **WHEREAS, the Agricultural and Natural Resources Committee has reviewed this resolution**
29 **and the proposed change to the corporate structure of the Company and**
30 **recommends that this resolution be passed.**

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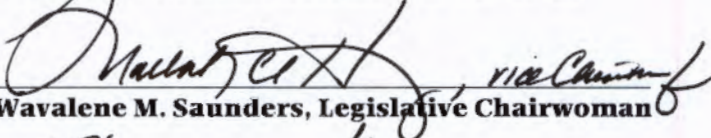
NOW, THEREFORE, BE IT RESOLVED by the Tohono O'odham Legislative Council that the Nation be made the sole member of Wo'oshan Land LLC, an Arizona Limited Liability Company.

BE IT FURTHER RESOLVED that the Chairman of the Agricultural and Natural Resources Committee and the Chairman of the Nation be identified as agents who are authorized to act on behalf of Wo'oshan Land LLC.

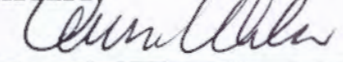
BE IT FINALLY RESOLVED by the Legislative Council that the Nation's Chairperson, the Attorney General for the Nation, and/or Roger Manuel are hereby authorized to execute all necessary paperwork/agreements to help effectuate this resolution.

The foregoing Resolution was passed by the Tohono O'odham Legislative Council on the 14TH day of MAY, 2025 at a meeting at which a quorum was present with a vote of 3,263.3 FOR; -0- AGAINST; -0- NOT VOTING; and [04] ABSENT, pursuant to the powers vested in the Council by Article VI, Section 1(i)(3) 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

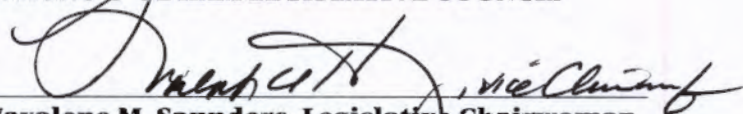

Wavalene M. Saunders, Legislative Chairwoman
16TH day of May, 2025

ATTEST:


Evonne Wilson, Legislative Secretary
16 day of May, 2025

Said Resolution was submitted for approval to the office of the Chairman of the Tohono O'odham Nation on the 16TH day of May, 2025 at 2:08 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


Wavalene M. Saunders, Legislative Chairwoman

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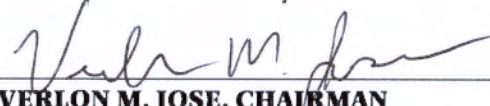
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☒ APPROVED

on the 16 day of May, 2025

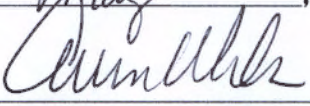
☐ DISAPPROVED

at 2:38 o'clock, p. .m.


VERLON M. JOSE, CHAIRMAN
TOHONO O'ODHAM NATION

Returned to the Legislative Secretary on the 16 day of

May, 2025, at 3:27 o'clock, p. .m.


Evonne Wilson, Legislative Secretary

ACTION: RESOLUTION IDENTIFYING THE TOHONO O'ODHAM NATION AS THE SOLE MEMBER OF WO'OSHAN LAND LLC AN ARIZONA LIMITED LIABILITY COMPANY

MOVED: COUNCILMAN ROGER MANUEL

SECOND: COUNCILWOMAN GLORIA M. RAMIREZ

DATE: MAY 14, 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			X
CHUKUT KUK 354.7	1. VIVIAN JUAN-SAUNDERS (<i>Absent</i>) (Cornelius Antone) (<i>Present</i>) 2. MARLAKAY HENRY ()	177.35 177.35	X X			
GU ACHI 282.7	1. VICTORIA HOBBS (Tonya L. Joaquin) 2. JEROME F. JOAQUIN (<i>Absent</i>) (Gloria Johnson) (<i>Present</i>)	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			X
PISINEMO 236.2	1. EDWARD D. MANUEL () 2. PAMELA J. BENAVIDEZ (Nora J. Ruelas)	118.1 118.1	X 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			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	3,263.3	-0-	-0-	[04]