

RESOLUTION OF THE TOHONO O'ODHAM LEGISLATIVE COUNCIL
(Approving a Limited Waiver of Sovereign Immunity in a Vendor Contract
Between the Tohono O'odham Gaming Enterprise and UKG Inc.)

RESOLUTION NO. 26-007

1 **WHEREAS**, the Tohono O'odham Nation (the "Nation") is a federally recognized Indian tribe
2 organized pursuant to Section 16 of the Indian Reorganization Act of June 18,
3 1934 (48 Stat. 984; 25 U.S.C. § 476), which exercises sovereignty over both its
4 members and its lands; and

5 **WHEREAS**, the Tohono O'odham Constitution vests the Legislative Council with all of the
6 legislative powers of the Nation and the power to enact laws, ordinances, and
7 resolutions necessary or incidental to the exercise of its legislative powers
8 (Constitution, Article VI, Sections 1(c) and 1(l)); and

9 **WHEREAS**, the Tohono O'odham Gaming Enterprise (the "Enterprise") is a tribal
10 governmental enterprise of the Nation established pursuant to Article VI, Section
11 1(e) of the Nation's Constitution as the tribal enterprise responsible for operating
12 the Nation's gaming facilities and conducting gaming activities; and

13 **WHEREAS**, the Legislative Council adopted the Charter of the Gaming Enterprise (the
14 Charter") by Resolution No. 93-311 and amended the Charter by Resolution 02-
15 294, Resolution No. 03-231, Resolution No. 04-513, Resolution No. 15-062,
16 Resolution No. 17-408, Resolution No. 21-278, Resolution No. 21-437, Resolution
17 No. 23-070, Resolution No. 23-293, and Resolution No. 24-033 (16 T.O.C. Chapter 2);
18 and

19 **WHEREAS**, Section 8(a) of the Charter provides that nothing in the Charter shall be construed
20 as a waiver of, or limitation on, the sovereign immunity of the Nation; and

21 **WHEREAS**, Section 8(b)(2) of the Charter contains a limited waiver of the Enterprise's
22 sovereign immunity with respect to claims based upon a written contract to
23 which the Enterprise is a party; and

24 **WHEREAS**, Section 8(b)(2)(A) of the Charter provides that the Enterprise's immunity is only
25 waived to the lesser of the amount of the Enterprise's payment obligation under
26 such a contract or \$500,000, unless the amount and nature of such claims are
27 within the express coverage of a policy of insurance procured and maintained
28 pursuant to the Charter; and

29 **WHEREAS**, the Enterprise would like to enter into written contracts with UKG Inc. ("UKG"),
30 for the purpose of obtaining enterprise management software for use in the
31 Enterprise's businesses (the "Contracts"); and

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2 **(Approving a Limited Waiver of Sovereign Immunity in a Vendor Contract Between the Tohono
3 O'odham Gaming Enterprise and UKG Inc.)**

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5 **WHEREAS, the Contracts with UKG were the result of significant negotiation between the
6 parties and are expressly conditioned upon a modification to Section 8(b)(2) of the
7 Enterprise's Charter solely for purposes of the Contracts; and**

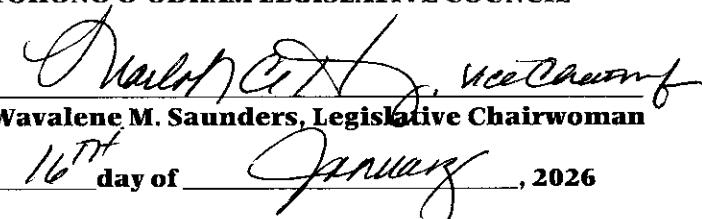
8 **WHEREAS, the Enterprise seeks to broaden the scope of the waiver of the Enterprise's
9 immunity in accordance with the terms of the new agreement; and**

10 **WHEREAS, the interests of the Enterprise will be served by the Tohono O'odham Legislative
11 Council modifying the scope of the existing limited waiver of immunity for the
12 limited purpose of the Enterprises' new agreement and any future agreements
13 with UKG.**

14 **NOW, THEREFORE, BE IT RESOLVED** that the Tohono O'odham Legislative Council hereby grants
15 a limited waiver of the sovereign immunity of the Tohono O'odham Gaming
16 Enterprise in favor of UKG Inc. in the form attached hereto and authorizes the
17 Enterprise to enter into agreements with UKG containing language in
18 substantially the form attached hereto.

19 The foregoing Resolution was passed by the Tohono O'odham Legislative Council on the 13TH
20 day of JANUARY 2026 at a meeting at which a quorum was present with a vote of 3,121.65 FOR;
21 199.45 AGAINST; -0- NOT VOTING; and [01] ABSENT, pursuant to the powers vested in the Council
22 by Article VI, Sections 1(c), 1(l) of the Constitution of the Tohono O'odham Nation, adopted by the
23 Tohono O'odham Nation on January 18, 1986; and approved by the Acting Deputy Assistant
24 Secretary - Indian Affairs (Operations) on March 6, 1986, pursuant to Section 16 of the Act of June
25 18, 1934 (48 Stat.984).

26 **TOHONO O'ODHAM LEGISLATIVE COUNCIL**

27 
28 **Wavalene M. Saunders, Legislative Chairwoman**

29 16TH day of January, 2026

30 **ATTEST:**

31 
32 **Evonne Wilson, Legislative Secretary**

33 15 day of January, 2026

34 Said Resolution was submitted for approval to the office of the Chairman of the Tohono
35 O'odham Nation on the 16TH day of January, 2026 at 1:33 o'clock, p.m.,
36 pursuant to the provisions of Section 5 of Article VII of the Constitution and will become
37 effective upon his approval or upon his failure to either approve or disapprove it within 48
38 hours of submittal.

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TOHONO O'ODHAM LEGISLATIVE COUNCIL

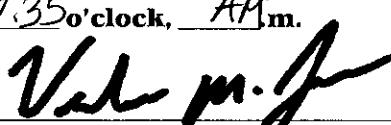

Wavalene M. Saunders, Legislative Chairwoman

APPROVED

on the 20 day of January, 2026

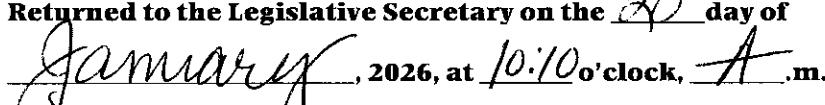
DISAPPROVED

at 9:35 o'clock, AM, m.


VERLON M. JOSE, CHAIRMAN

TOHONO O'ODHAM NATION

Returned to the Legislative Secretary on the 20th day of


January, 2026, at 10:10 o'clock, AM, m.


Evonne Wilson, Legislative Secretary

ACTION: APPROVING A LIMITED WAIVER OF SOVEREIGN IMMUNITY IN A VENDOR CONTRACT BETWEEN THE TOHONO O'ODHAM GAMING ENTERPRISE AND UKG INC.

MOVED: COUNCILWOMAN THEORIA CAMPILLO

SECOND: COUNCILWOMAN EVELYN JUAN MANUEL

DATE: JANUARY 13, 2026

DISTRICT	LEGISLATIVE REPRESENTATIVES	# OF VOTES	FOR	AGAINST	NOT VOTING	ABSENT
SIF OIDAK 251.2	1. WAVALENE M. SAUNDERS (<i>Absent</i>) (Mary Lopez) (<i>Present</i>) 2. FRANCIS HOMEWYTEWA ()	125.6 125.6	X X			X
SELLS 565.7	1. JANET B. ELEANDO () 2. EVELYN JUAN MANUEL (Juan Buendia)	282.85 282.85	X X			
SCHUK TOAK 195.3	1. THEORIA CAMPILLO (Rebecca Ann Valentine) 2. DELISA M. RAMON (Quintin C. Lopez)	97.65 97.65	X X			
SAN XAVIER 249.8	1. DANIEL L.A. PRESTON III () 2. JANICE FELIX ()	124.9 124.9	X X			
SAN LUCY 266.3	1. GLORIA M. RAMIREZ (Lorraine M. Eiler) 2. ROGER MANUEL (Christina Andrews)	133.15 133.15	X X			
PISINEMO 240.3	1. PAMELA J. BENAVIDEZ (Nora J. Ruelas) 2. NAOMI MONTE (Edward D. Manuel)	120.15 120.15	X X			
HICKIWAN 222.9	1. LOUIS R. LOPEZ (Loretta A. Ortega) 2. DELMA M. GARCIA ()	111.45 111.45	X X			
GU VO 279.6	1. LESLIE LUNA () 2. BENNETT CHEWING ()	139.8 139.8	X X			
GUACHI 289.2	1. JEROME F. JOAQUIN (Gloria Johnson) 2. LUCIUS E. LOPEZ (<i>Absent</i>) (Victoria A. Hobbs) (<i>Present</i>)	144.6 144.6	X X			
CHUKUT KUK 361.9	1. MARLAKAY HENRY () 2. VIVIAN JUAN-SAUNDERS (Cornelius Antone)	180.95 180.95	X X			
BABOQUIVARI 398.9	1. JESSE NAVARRO (Alberta J. Ray) 2. NED NORRIS, JR. (Leander Mase)	199.45 199.45	X X			
TOTAL		3,321.1	3,121.65	199.45	-0-	[01]