

RESOLUTION OF THE TOHONO O'ODHAM LEGISLATIVE COUNCIL
(Approving a Limited Waiver of Sovereign Immunity by the Tohono O'odham Farming
Authority Management Board in the 2026 Bayer Cotton Seed Grower Agreement)

RESOLUTION NO. 26-063

1 **WHEREAS,** the Constitution of the Tohono O'odham Nation vests the Legislative Council with
2 the authority to "authorize, charter and regulate public or private corporations
3 and associations" (Constitution, Article VI, Section 1(e)); and
4 **WHEREAS,** the Tohono O'odham Farming Authority ("TOFA") is a wholly-owned enterprise of
5 the Tohono O'odham Nation ("Nation"), authorized to operate the San Lucy, Schuk
6 Toak, and Vaiva Vo Farms on behalf of the Nation; and
7 **WHEREAS,** by Resolution No. 99-060, the Legislative Council approved and adopted the
8 Tohono O'odham Farming Authority Second Restated Plan of Operation ("TOFA
9 Plan of Operation") (TOFA Second Restated Plan of Operation, 2 Tohono O'odham
10 Code Chapter 1); and
11 **WHEREAS,** a purpose of TOFA is to "make as much profit for the benefit of the Nation as
12 possible, consistent with good business ethics and [TOFA's] Plan of Operation"
13 (TOFA Second Restated Plan of Operation, Section 3.1.2); and
14 **WHEREAS,** under the TOFA Plan of Operation, the Tohono O'odham Farming Authority
15 Management Board ("Board") is authorized and empowered to act on behalf of
16 TOFA, has authority to make financial and contractual decisions on behalf of
17 TOFA, and is responsible for the effective management and operation of the
18 Nation's agricultural activities (TOFA Second Restated Plan of Operation, Section
19 4.20, 4.20.1, and 4.20.18); and
20 **WHEREAS,** under TOFA's authority to make contracts that assist the operation of TOFA, the
21 Board has engaged in contract negotiations with Bayer that would allow TOFA to
22 grow cotton seed under a 2026 Bayer Cotton Seed Grower Agreement and related
23 documents, which is incorporated by this reference, (collectively, the
24 "Agreement"); and
25 **WHEREAS,** in order to enter the Agreement, Bayer requires that TOFA provide a limited
26 waiver of its sovereign immunity that exceeds the scope of authority in TOFA's
27 Plan of Operation; and
28 **WHEREAS,** the Tohono O'odham Legislative Council ("Legislative Council") has the power to
29 modify the limited waiver of TOFA's sovereign immunity, either generally or with
30 respect to certain circumstances (TOFA Second Restated Plan of Operation,
31 Section 9.4); and

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1 **WHEREAS, the Board has determined that an Agreement with Bayer is in the best interest of**
2 **the Nation and has adopted a resolution requesting a limited waiver of sovereign**
3 **immunity from Legislative Council (TOFA Management Board Resolution No. 26-**
4 **01); and**

5 **WHEREAS, the Board requests that the Legislative Council approve a limited waiver of TOFA's**
6 **sovereign immunity, as set forth in the Agreement, so that TOFA may enter into**
7 **the 2026 Bayer Cotton Seed Grower Agreement with Bayer;**

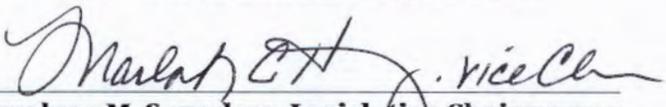
8 **WHEREAS, the Agricultural and Natural Resources Committee has reviewed the Agreement**
9 **and recommends its approval.**

10 **NOW, THEREFORE, BE IT RESOLVED that the Legislative Council,**

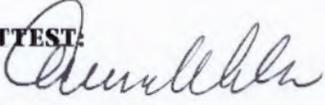
- 11 1. **approves a waiver of TOFA's sovereign immunity, limited to any dispute**
12 **arising from the contract with Bayer as set forth in the attached 2026 Bayer**
13 **Cotton Seed Grower Agreement and related documents.**

14 **The foregoing Resolution was passed by the Tohono O'odham Legislative Council on the 12TH**
15 **day of FEBRUARY 2026 at a meeting at which a quorum was present with a vote of 3,321.1 FOR;**
16 **-0- AGAINST; -0- NOT VOTING; and [04] ABSENT, pursuant to the powers vested in the Council by**
17 **Article VI, Section 1(b); Article VI, Section 1(e) of the Constitution of the Tohono O'odham Nation,**
18 **adopted by the Tohono O'odham Nation on January 18, 1986; and approved by the Acting Deputy**
19 **Assistant Secretary - Indian Affairs (Operations) on March 6, 1986, pursuant to Section 16 of the**
20 **Act of June 18, 1934 (48 Stat.984).**

21
22 **TOHONO O'ODHAM LEGISLATIVE COUNCIL**

23
24 
25 **Wavalene M. Saunders, Legislative Chairwoman**
26
27 18TH day of February, 2026

30
31 **ATTEST:**

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34 **Evonne Wilson, Legislative Secretary**

35 18 day of February, 2026

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38 **Said Resolution was submitted for approval to the office of the Chairman of the Tohono**
39 **O'odham Nation on the 18TH day of February, 2026 at 4:53 o'clock, p .m.,**
40 **pursuant to the provisions of Section 5 of Article VII of the Constitution and will become**
41 **effective upon his approval or upon his failure to either approve or disapprove it within 48**
42 **hours of submittal.**

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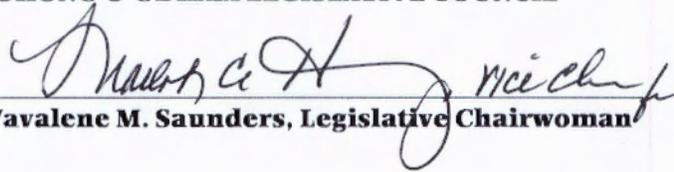
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TOHONO O'ODHAM LEGISLATIVE COUNCIL

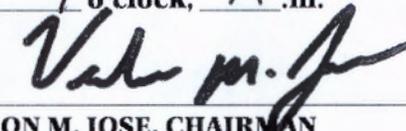

Wavalene M. Saunders, Legislative Chairwoman

APPROVED

on the 19 day of February, 2026

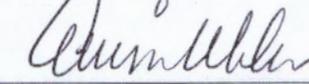
DISAPPROVED

at 9 o'clock, A.m.


VERLON M. JOSE, CHAIRMAN
TOHONO O'ODHAM NATION

Returned to the Legislative Secretary on the 19 day of

February, 2026, at 9:40 o'clock, a.m.


Evonne Wilson, Legislative Secretary

ACTION: APPROVING A LIMITED WAIVER OF SOVEREIGN IMMUNITY BY THE TOHONO O'ODHAM FARMING AUTHORITY MANAGEMENT BOARD IN THE 2026 BAYER COTTON SEED GROWER AGREEMENT

MOVED: COUNCILMAN ROGER MANUEL

SECOND: COUNCILWOMAN JANET B. ELEANDO

DATE: FEBRUARY 12, 2026

DISTRICT	LEGISLATIVE REPRESENTATIVES	# OF VOTES	FOR	AGAINST	NOT VOTING	ABSENT
SIF OIDAK 251.2	1. WAVALENE M. SAUNDERS (Mary Lopez) 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. Ruclas) 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			X
GU VO 279.6	1. LESLIE LUNA () 2. BENNETT CHEWING ()	139.8 139.8	X X			X
GU ACHI 289.2	1. JEROME F. JOAQUIN (Gloria Johnson) 2. LUCIUS E. LOPEZ (Victoria A. Hobbs)	144.6 144.6	X X			
CHUKUT KUK 361.9	1. MARLAKAY HENRY () 2. VIVIAN JUAN-SAUNDERS (Absent) (Cornelius Antone) (Present)	180.95 180.95	X X			
BABOQUIVARI 398.9	1. JESSE NAVARRO () 2. NED NORRIS, JR. (Absent) (Leander Mase) (Present)	199.45 199.45	X X			X
	TOTAL	3,321.1	3,321.1	-0-	-0-	[04]