

FEDERAL CORPORATE CHARTER OF
THE SAC AND FOX NATION

FILED
DATE September 12, 1937

SECRETARY
SAC & FOX NATION
Mary J. McConnel

Whereas, the Sac and Fox Nation constitutes a recognized tribe of Indians residing in Oklahoma, organized under a constitution approved by the Secretary of the Interior or his authorized agent on the 27th day of October 1937, and ratified by the voters of the Sac and Fox Tribe of Indians of Oklahoma on the 7th day of December 1937, pursuant to Section 3 of the Oklahoma Indian Welfare Act of June 26, 1936, (49 Stat. 1967), as amended; and,

Whereas, the said tribe, by resolution of the Business Committee of the Sac and Fox Tribe of Indians of Oklahoma duly authorized, has requested that a Charter of Incorporation be issued to the said tribe, subject to ratification by a majority vote of the members of the tribe.

NOW, THEREFORE, I, IS/ Ross O. Swimmer, Assistant Secretary of the Interior, by virtue of the authority conferred upon me by the said Act of June 26, 1936, (49 Stat. 1967), as amended, do hereby issue this Charter of Incorporation to the Sac and Fox Nation, to be effective from and after such time as it may be ratified by a majority vote of the adult members of the Sac and Fox Nation voting: Provided, however, that such election shall be void unless the total vote cast be at least thirty per cent (30%) of those entitled to vote.

ARTICLE I
CORPORATE PURPOSES

The Corporate purposes of the Sac and Fox Tribe, Inc. shall be:

- a. To further and safeguard the rights and powers of the Sac and Fox Nation and its members.
- b. To advance the standard of living of the tribe through the development of tribal resources, the acquisition of new tribal land, the preservation of existing land holdings, the better utilization of land, the development of a credit program for the tribe, and the furtherance of economic and industrial development within the tribal jurisdiction.
- c. To promote in any other way the general welfare of the members of the Sac and Fox Nation.

ARTICLE II
NAME, MEMBERSHIP, AND ORGANIZATION

The name of this corporation shall be "The Sac and Fox Tribe, Inc." The membership of the corporation shall consist of all members of the Sac and Fox Nation. Membership and any individual rights which may exist in corporate property, including the right to receive dividends or other payments upon disbursement, may not be alienated or otherwise transferred. The corporation shall not issue any capital stock. The officers, government, and management of The Sac and Fox Tribe, Inc. shall be as provided in the constitution and laws of the Sac and Fox Nation.

ARTICLE III CORPORATE POWERS

The Sac and Fox Tribe, Inc., subject to any restrictions contained in the constitution and laws of the Sac and Fox Nation, the statutes of the Congress of the United States, and subject to the limitation of Articles IV and V of this charter, shall have the following corporate powers as provided by Section 3 of the Oklahoma Indian Welfare Act of June 26, 1936, (49 Stat. 1967), as amended.

- a. To have succession by its corporate name perpetually.
- b. To sue and allow the corporation or its agents to be sued by granting an express and unequivocal waiver of sovereign immunity; to complain and defend in any court at its discretion; Provided however, that the grant or exercise of such power shall not be deemed a consent by the tribe or by the United States to the levy of any judgment, lien, or attachment upon the property of the corporation other than income or chattels specially pledged or assigned, subject to and with the consent of the tribal government.
- c. To make and use a common seal and alter the same at pleasure.
- d. To appoint such subordinate officers and agents as the business of the corporation may from time to time require, and to allow them suitable compensation.
- e. To enter into any obligations or contracts necessary or convenient to the transaction of its ordinary affairs or for the corporate purposes herein set forth or for the creation and operation of economic enterprises.
- f. To borrow money from the Indian Credit Fund in accordance with the terms of Section 10 of the Act of June 18, 1934, (48 Stat. 984), and Section 6 of the Act of June 26, 1936, (49 Stat. 1967), and its successor, or supplemental funds or authorities, or from any other governmental agency, or other lending institution or agency, including private persons.
- g. To deposit corporate funds in any national, tribal, or state bank whose deposits are insured by any agency of the Federal Government; Provided, that funds advanced from the Indian Credit Fund administered by the Bureau of Indian Affairs, or other Federal loan funds shall be deposited with a bonded disbursing officer of the United States when required to do so.
- h. To purchase, take by gift, bequest or otherwise, own, hold, manage, operate, and dispose of property of every description, real and personal.
- i. To delegate to subordinate bodies, committees, or officers, or to any cooperative association which is open to all members of the tribe, any of the foregoing powers, reserving the right to review any actions taken by virtue of such delegated powers and to rescind such delegations.
- j. To issue bonds, scrip, or other interests in corporate property in exchange for trust or restricted Indian lands, subject to Secretarial approval, or other lands owned by tribal members or other persons or agencies within the tribal jurisdiction.

- k. To exercises such further powers as may in the future be delegated to the corporation by the government of the Sac and Fox Nation.
- l. To exercise such further incidental powers, not inconsistent with the tribal constitution and laws, as may be reasonable and proper to the conduct of corporate business.
- m. To engage in any business that will further the economic well-being of the members of the tribe not inconsistent with law or any provisions of the tribal constitution or this charter, and to exercise all of the powers and authority of a body corporate organized under the laws of the State of Oklahoma or the laws of the Sac and Fox Nation.

ARTICLE IV LIMITATIONS OF CORPORATE POWERS

The foregoing corporate powers shall be subject to the following limitations:

- a. Any lease, grazing permit, or timber sale contract covering land owned by the corporation shall provide that the person to whom such lease, permit, or contract is awarded, must conform with regulations issued by the Secretary of the Interior, the laws of the tribe, and the term of such leases shall not exceed the term allowed by Federal law.
- b. No assignment of future corporate income, other than assignments to the Sac and Fox Nation, shall be made for more than five (5) years in advance, provided, that assignments of future income from specific operations may be made for no more than thirty (30) years in advance if such assignment is given to secure a note or mortgage for the purchase or improvement of the specific operation whose income is assigned.
- c. No distribution of corporate property among the members of the tribe shall be made, except out of the net profits of corporate enterprises after all corporate debts then due have been paid, and due consideration given to future expenses.

ARTICLE V DEPARTMENTAL REVIEW OF CORPORATE ACTS

Until ten (10) years from the date of ratification of this charter, or such other date as may be fixed pursuant to Article VI, the following corporate acts or transactions shall be valid only after approval by the Secretary of the Interior or his duly authorized representative:

- a. Any contract by the corporation of more than \$50,000,000 or any contract which involves a total payment of more than \$25,000,000 in any one year.
- b. Any transaction by which the corporation borrows money where such borrowing brings the total indebtedness of the corporation, aside from loans from the Indian Credit Fund, to an amount in excess of \$200,000,000.

- c. Any lease, grazing permit, or other contract effective for a period in excess of five years affecting corporate land, corporate minerals, or other corporate interests in land, and including land or interests therein owned by the Sac and Fox Nation assigned to the use of the corporation, unless such contract is revocable at will by the corporation without penalty, or is made pursuant to and enforceable only as provided in the laws of the Sac and Fox Nation.
- d. Any per capita distribution of corporate income to members of the tribe, in excess of \$2,000 each in any one year.

ARTICLE VI EXTENSION AND TERMINATION OF SUPERVISORY POWERS

At any time within ten (10) years after the ratification of this charter, any power of review established by Article V may be terminated by the Secretary of the Interior with the consent of the Sac and Fox Governing Council. At or before the expiration of this ten-year period, the Secretary may propose a further extension of this period. Such proposed extension shall be effective unless disapproved by a two-third (2/3) vote of those voting at any duly called election of the Sac and Fox Governing Council within one (1) year from the date of receipt of the Secretary's proposal, or prior to the expiration of the ten (10) year supervisory period, whichever is later.

ARTICLE VII INDIAN REORGANIZATION ACT PROVISIONS

Pursuant to Section 3 of the Act of June 26, 1936, (49 Stat. 1967), and in addition to those powers and authorities vested in the Sac and Fox Nation by existing law, the following essential governmental powers, rights, and privileges secured to organized Indian tribes pursuant to the Act of June 18, 1934, (48 Stat. 984), are hereby conveyed to the Government of the Sac and Fox Nation.

- a. Sections 2, 4, 7, 16, and 17 of the Act of June 18, 1934, (48 Stat. 984), are hereby extended to, and shall be in full force and effect as to the Sac and Fox Nation, and the Sac and Fox Nation shall in all respects be deemed upon equal footing, and shall be entitled to all the authority, rights, and privileges of a tribe organized pursuant to the Act of June 18, 1934, (48 Stat. 984).
- b. The Sac and Fox Nation shall have the right, power, and privilege to negotiate with the Federal, tribal, state, or local governments and to advise or consult with the representatives of the Interior Department on all activities of the Department that may affect the Sac and Fox Nation.
- c. The Sac and Fox Nation shall have the right, power, and privilege to employ legal counsel for the protection and advancement of the rights of the Sac and Fox Nation and its members, the choice of counsel and fixing of fees to be subject to the approval of the Secretary of the Interior so long as such approval is required by Federal law.

- d. The Sac and Fox Nation shall have the right, power, and privilege to prevent any sale, disposition, lease, or encumbrance of tribal lands, corporate lands, interests in such lands, or other tribal or corporate assets, and to protect such lands and the interest of the tribe in such lands.
- e. The Sac and Fox Nation shall have the right, power, and privilege to be advised by the Secretary of the Interior with regard to appropriation estimates for Federal projects for the benefit of the Sac and Fox Nation prior to the submission of such estimates to the Office of Management and Budget, or its successor, and to Congress.
- f. The Sac and Fox Nation shall have the right, power, and privilege to make revocable or irrevocable assignments of tribal land pursuant to tribal law to members of the Sac and Fox Nation to tribal agencies, and to corporations wholly owned by the tribe, to make revocable or irrevocable assignments of tribal land pursuant to tribal law to any other person or entity if the land assigned was not owned by the Sac and Fox Nation at the time of ratification of this charter nor purchased by the tribe after the date of ratification of this charter with tribal claims monies held in trust by the United States or the interest earned on such tribal claims monies, except that assignments of such land may be made with the consent of two-thirds (2/3) of the Governing Council, and to regulate by law the use and disposition of all such assignments.
- g. The Sac and Fox Nation shall have the right, power, and privilege to appropriate available tribal funds and to borrow money for public and governmental purposes of the Sac and Fox Nation, to spend available funds appropriated for the use of the tribe by the United States or any other funding agency, and to invest such parts of such appropriated or borrowed funds as are not necessary for immediate expenditure and available for investment in any federally insured investment or any investment guaranteed and insured by any surety or insurance company authorized to give surety bonds to the United States pursuant to Federal law or to insure accounts of trustees, or in notes secured by first mortgages, at not more than ninety percent of appraised value, upon any real property located within the jurisdictional boundaries of the Sac and Fox Nation.
- h. The Sac and Fox Nation shall have the right, power, and privilege to protect and preserve by law the property, natural resources, crafts, customs, traditions, health, peace, welfare, and safety of the Sac and Fox Nation, its members, and other persons associated with the tribe.
- i. The Sac and Fox Nation shall have the right, power, and privilege to purchase, take by gift, bequest or otherwise, own, hold, manage, operate, and dispose of property of every description, real, personal or mixed, provided, that the Indian title to real property owned by the tribe may be sold, disposed of, or encumbered only pursuant to, and in conformance with, the provisions of an Act of Congress authorizing such sale, disposition, or encumbrance.
- j. The Sac and Fox Nation shall have the right, power, and privilege to exercise such further powers as may in the future be delegated to the tribe by the Secretary of the Interior or by any duly authorized officer or agency of the Federal government.

The Sac and Fox Nation shall have the right, power, and privilege to enjoy, possess, and exercise any other right or privilege secured to an Indian tribe organized under the Act of June 18, 1934, (48 Stat. 984), as incorporated by reference through Section 3 of the Oklahoma Indian Welfare Act of June 26, 1936, (49 Stat. 1967), including all of those statutory or inherent rights and powers vested or recognized in such Indian tribes by existing law, and any powers and authority vested in a body corporate under the laws of the State of Oklahoma not inconsistent with the tribal constitution or this charter.

l. The Sac and Fox Nation shall have the right, power, and privilege to charter financial institutions and other business organizations and entities, and to authorize and license the doing of business by such institutions, organizations, and entities within the tribal jurisdiction in order to promote the use of the provisions of the Indian Financing Act of April 12, 1974, P.L. 93-262, (88 Stat. 78), the Snyder Act of November 2, 1921, (42 Stat. 208), the Indian Self-Determination Act of January 4, 1975, (88 Stat. 2206), and other Federal laws intended to promote industrial and economic development within the Indian Country, to otherwise promote economic and industrial development, and to tax and regulate by law such institutions, organizations, and entities.

m. To acquire land or any interest therein within the tribal jurisdiction and have such acquisition taken in trust for the Sac and Fox Nation pursuant to Section 5 of the Act of June 18, 1934, (48 Stat. 984).

The foregoing express delegation of authorities is supplemental to, and expressive of, a portion of the general authorities delegated to the Business Committee in the Constitution of the Sac and Fox Nation and is designed and intended to take advantage of all of the delegations of authority from the Federal government to the government of the Sac and Fox Nation pursuant to the within noted, and all other Acts of Congress. This article shall therefore be interpreted in accordance with this intent, and shall not be deemed to constitute a limitation upon any power or authority which could be exercised by the government of the Sac and Fox Nation pursuant to this constitution without delegation of authority from the Federal government, nor to allow any of the powers and authorities stated herein to be exercised in a manner prohibited by the tribal constitution.

ARTICLE VIII
TRIBAL RIGHTS AND PROPERTY

Any rights and powers heretofore or hereafter vested in the Sac and Fox Nation, not referred to generally, expressly, or by implication in the constitution or charter of said tribe, shall not be abridged, but may be exercised by the members of the Sac and Fox

Nation, through the ratification of appropriate amendments to the constitution or charter of the said tribe. No property rights or claims, nor the governmental authority of the Sac and Fox Nation, existing prior to the ratification of this charter shall be in any way impaired by anything contained in this charter. The tribal ownership of unallotted lands, whether or not occupied by any particular individual or agency, is hereby expressly recognized.

ARTICLE IX AMENDMENTS

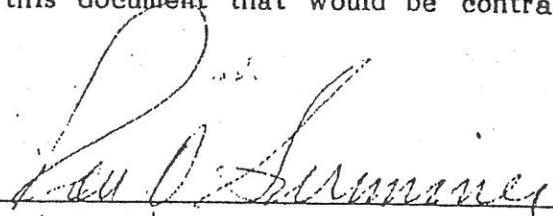
This charter shall not be revoked or surrendered except by an Act of Congress, but amendments not inconsistent with the tribal constitution may be proposed by a majority vote of the Business Committee, or by a petition signed by thirty percent (30%) of the adult members of the Governing Council. Such amendments, if approved by the Secretary of the Interior, shall be submitted to referendum vote of all adult members of the tribe entitled to vote, and shall be effective if ratified by a majority vote.

ARTICLE X RATIFICATION

This charter, when approved by the Secretary of the Interior, shall be effective from and after the date of its ratification by a majority vote of the adult members of the Sac and Fox Nation provided, that at least thirty percent (30%) of the eligible voters shall vote.

ARTICLE XI CERTIFICATE OF APPROVAL

I, [S] Ross O. Swimmer, Assistant Secretary - Indian Affairs, by virtue of the authority granted to the Secretary of the Interior by the Act of June 26, 1936, (49 Stat. 1967), and redelegated to me by 209 DM 8.3, do hereby approve this Federal Corporate Charter to the Sac and Fox Nation. It shall become effective upon ratification by the qualified voters of the tribe in an election in which at least thirty percent (30%) of those entitled to vote cast ballots; provided, that nothing in this approval shall be construed as authorizing any action under this document that would be contrary to Federal law.



Ross O. Swimmer

Assistant Secretary - Indian Affairs

Washington, DC

Date: June 19, 1987

FILED

DATE 6-23-87
SECRETARY-TREASURER,
SAC AND FOX TRIBE
OF INDIANS OF OKLAHOMA

RESOLUTION
SF-87-67

SAC AND FOX TRIBE OF INDIANS OF OKLAHOMA
SPECIAL BUSINESS COMMITTEE MEETING
SAC AND FOX RESERVATION
STROUD, OKLAHOMA

BY Alice M. Grant

JUNE 23, 1987

A RESOLUTION APPROVING THE MODIFICATIONS TO THE CHARTER OF INCORPORATION APPROVED BY THE SECRETARY OF THE INTERIOR AND REQUESTS THAT THE SECRETARY OF THE INTERIOR, THROUGH HIS AUTHORIZED REPRESENTATIVES CALL AND CONDUCT AN ELECTION FOR THE RATIFICATION THEREOF AS SOON AS POSSIBLE.

WHEREAS, the Business Committee met in a regular called meeting held the 23rd day of June 23, 1987, there being a quorum present, and

WHEREAS the Business Committee is authorized to transact business and act on behalf of the Tribe pursuant to the Constitution and Laws of the Sac and Fox Tribe, and

WHEREAS, the Sac and Fox Tribe of Indians of Oklahoma is a federally recognized Indian Tribe, organized under a Constitution pursuant to The Oklahoma Indian Welfare Act of June 26, 1936, (49 Stat 1967); and

WHEREAS, by Resolution SF-86-14 The Business Committee submitted for secretarial approval a Charter of Incorporation for The Sac and Fox Nation, requested same to be approved, and requested a referendum vote to ratify the said Charter of Incorporation; and

WHEREAS, the Secretary of the Interior through his authorized representatives have reviewed and approved and issued said Charter of Incorporation with certain minor modifications and ordered an election for the ratification thereof, pursuant to the rules and regulations in such cases made and provided and subject to approval by The Business Committee; and

WHEREAS, certain typographical errors and minor wording modifications have been noted as necessary, and by telephone conversation with The Central Office Bureau of Indian Affairs June 22, 1987, The correction of such errors and making of such changes have been agreed upon and The Central Office has agreed to transmit copies of corrected pages, as agreed, for inclusion in said document in place of those pages affected thereby,

NOW THEREFORE BE IT RESOLVED THAT that The Business Committee approves the modifications to the Charter of Incorporation approved and issued by The Secretary of The Interior and with the further corrections and modifications as agreed to in the referenced telephone conversation, and requests that The

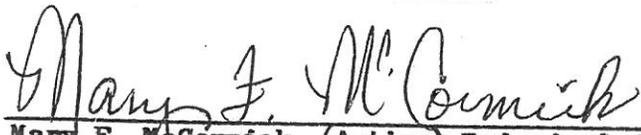
SAC AND FOX BUSINESS COMMITTEE MEETING
JUNE 23, 1987
RESOLUTION SF-87-67

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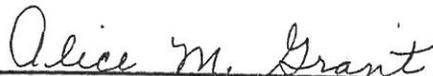
Secretary of the Interior, through his authorized representatives call and conduct an election for the ratification, with the corrected pages reflecting the correction of errors and agreed modifications, as soon as possible.

C E R T I F I C A T I O N

WE, Mary F. McCormick, Acting Principal Chief and Alice Grant, Acting Secretary/Treasurer of the Sac and Fox Tribe of Indians of Oklahoma, do hereby certify Resolution SF-87-67 to be true and exact as approved by the Business Committee in a special called meeting held the 23rd day of June, 1987 at the Sac and Fox Reservation, Stroud, Oklahoma by a vote of: Mary Yes, Thomas Yes, and Alice Yes.



Mary F. McCormick, (Acting) Principal Chief
Sac and Fox Tribe of Indians of
Oklahoma



Alice M. Grant (Acting) Sec/Treas
Sac and Fox Tribe of Indians of
Oklahoma