



SAC AND FOX NATION

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IN THE DISTRICT COURT

RESOLUTION SF – 07 – 157

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**SAC AND FOX NATION
REGULAR BUSINESS COMMITTEE MEETING
SAC AND FOX RESERVATION
STROUD, OKLAHOMA**

SECRETARY
SAC & FOX NATION

[Signature] COURT CLERK
BY _____ DEPUTY

July 23 , 2007

A PUBLIC LAW AUTHORIZING THE SAC AND FOX TRIBE, INC. TO BEGIN OPERATIONS.

WHEREAS, the Business Committee of the Sac and Fox Nation met at a duly called, noticed, convened, and held meeting at the date and place aforesaid, there being a quorum present; and

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

WHEREAS, the advancement of the Sac and Fox Nation and its people requires that the Sac and Fox Tribe, Inc. begin operations and exercise its authorities pursuant to the Charter issued by the Secretary of the Interior; and

WHEREAS, the enactment of this Act is in the best interest of the Sac and Fox Nation;

NOW, THEREFORE,

Be it resolved and enacted, that PUBLIC LAW #SF-84-05 dated October 14, 1983, as amended by Public Law #SF-85-53, dated May 17, 1985, now codified at Title 17 of the Sac and Fox Code of Laws, is hereby repealed, and the following new Title 17 of the Sac and Fox Code of Laws is hereby enacted in its stead:

TITLE 17
THE SAC AND FOX TRIBE, INC.

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THE SAC AND FOX TRIBE, INC.

Section 1. Citation

This Title may be cited as the Enabling Act of the Sac and Fox Tribe, Inc.

[History: Public Law No. SF-07-157, July 23, 2007.]

Section 2. Authorization to Begin Operations.

The Sac and Fox Tribe, Inc. shall hereafter conduct its business operations as provided in its federal corporate charter and this title.

[History: Public Law No. SF-07-157, July 23, 2007.]

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**CHAPTER ONE
GENERAL PROVISIONS**

Section 101. Declaration of Need and Legislative Findings

It is hereby declared and found:

(A) That the tribal jurisdictional area of the Sac and Fox Nation is an area of chronic and substantial economic underdevelopment, and there exists a critical need for the development of economic and industrial activities within the jurisdiction of the Sac and Fox Nation in order to address the disproportionate and persistent unemployment rate which detrimentally affects the tribal membership and other persons within the jurisdiction of the Sac and Fox Nation;

(B) That active and planned participation in economic endeavors by the Sac and Fox Tribe, Inc. in its business capacity, and the Sac and Fox Nation in its governmental capacity, can have a significant and positive impact on the long-term economic stimulation of the economy;

(C) That an economic strategy maintaining a sound balance between the development of economic and industrial opportunities by the Sac and Fox Tribe, Inc. – tribal businesses – and the development of a private business sector – privately owned business – and the acquisition of land for these purposes, is essential to the prosperity, peace and welfare of those within the jurisdiction of the Sac and Fox Nation;

(D) That a critical need exists for the Sac and Fox Nation to focus its considerable energies and strengths on the development of diversified and stable economic endeavors that includes and emphasizes the development of the Sac and Fox Tribe, Inc. as business initiator, planner, and manager of tribal enterprises, and the Sac and Fox Nation as government creating the legal infrastructure and programmatic structure necessary to support, enhance, and encourage the creation of a heretofore non-existent private business sector within the Sac and Fox Nation;

(E) That it is vital to establish a focal point for economic development activities within the tribal structure to which the Business Committee can delegate specific duties, and with which the Business Committee can work in creating tribal enterprises and developing the legal infrastructure necessary to support the development of a private business sector within the Sac and Fox Nation;

(F) That it is vital for the Sac and Fox Nation to address the legacy of the failed federal allotment policy, including the lands lost through the direct process of allotment, the forced sale of “surplus” lands of the Nation, the loss of allotted lands by the individual allottees through various processes of the allotment policy, the loss of the ability to make good use of much of the lands remaining in the hands of the allottees’ heirs due to fractionated heirship, and the application of property rules which are not necessarily compatible with the wants and needs of the Sac and Fox people by instituting a process which will eventually result in the consolidation of the ownership of all lands within the tribal reservation in the Sac and Fox Nation;

THE SAC AND FOX TRIBE, INC.

(G) That in order to address these identified needs and to establish a focal point through which solutions can be analyzed, proposed and initiated, the Sac and Fox Nation finds it is necessary in the public interest that it authorize the Sac and Fox Tribe, Inc. to operate in accordance with its federal corporate charter and this Title;

(H) That the operation of the Sac and Fox Tribe, Inc. serves an essential governmental function of the Sac and Fox Nation by allowing the Nation to address the serious economic, social, and health problems associated with the disproportionately high unemployment and underemployment within the Sac and Fox Nation, the general lack of tribal funds available to address these problems, the general lack of a sufficient land base for the economic development needs of the Nation, and the attendant impact upon the public health, safety, and welfare;

(I) That the operation of the Sac and Fox Tribe, Inc. addresses a situation which has not, and cannot, be wholly relieved through the operation of private sector enterprises alone, and that providing job training and relief from critical unemployment and underemployment rates, the development of revenue generating public and private sectors, the acquisition of land by the Sac and Fox Nation for development purposes, and developing sources of financing economic development and land acquisition are public uses and purposes that are essential governmental functions of the Sac and Fox Nation, for which public monies can be spent and private property acquired;

(J) That the necessity in the public interest for the provisions hereinafter enacted is hereby declared as a matter of legislative determination.

[History: Public Law No. SF-07-157, July 23, 2007.]

Section 102. Chartered Purposes

The Sac and Fox Tribe, Inc., shall be operated:

(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;

in accordance with the federal corporation charter approved by the authorized representative of the Secretary of the United States Department of the Interior on June 19, 1987, and ratified by the people of the Sac and Fox Nation on July 24, 1987.

[History: Public Law No. SF-07-157, July 23, 2007.]

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Section 103. Additional Purposes

In furtherance of its chartered purposes and the related needs of the Sac and Fox Nation, the Sac and Fox Tribe, Inc., shall also be operated for:

- (A) The additional general purposes of:
 - (1) Remediating the disproportionate unemployment and underemployment rate of tribal members and other persons residing within the tribal jurisdiction;
 - (2) Providing revenues with which the Sac and Fox Nation may address essential functions of the Tribal Government, including the public health, safety, and welfare;
 - (3) Attracting private industry to the Sac and Fox Nation, and the creation of a Tribal tax base;
 - (4) Engaging in foreign and domestic commerce, identifying, planning, initiating, and developing tribal economic and industrial activities on behalf of the Sac and Fox Nation;
 - (5) Acting as a catalyst within the tribal structure to provide for the orderly creation and management of tribal business enterprises, and business enterprises in the private sector;
 - (6) Consolidating fractionated Indian land holdings and the acquisition of additional lands on behalf of the Sac and Fox Nation;
- (B) The additional specific purposes of:
 - (1) Encouraging and promoting agriculture, commerce, and industry, for creating a fund to be known as the real estate bond payment and purchase fund to be used for the acquisition of real property for economic development and other purposes, including the purposes of providing land to members of the Sac and Fox Nation and other eligible persons, for the provision of income and the creation of a sound economic and industrial tax base for the support of the Government of the Sac and Fox Nation as guaranteed to the Sac and Fox Nation in the various treaties between the United States and the Sac and Fox Nation, and the rights of self-government and social advancement recognized and provided for by the laws of the United States, and the right of the people of the Sac and Fox Nation to self-determination as provided by the law of nations;
 - (2) Providing land, borrowing money, and issuing loans for the acquisition of land for the Sac and Fox Nation, other Indian Tribes, and individual Indians or groups of Indians pursuant to Section 5 of the Act of June 18, 1934, 48 Stat. 985 (25 U.S.C. §465), to Section 1 and 2 of the Act of June 26, 1936, 49 Stat. 1967 (25 U.S.C. §501, 502), the insurance of loans for such acquisitions pursuant to the Act of April 11, 1970 (25 U.S.C.

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§§488 et. seq.) and other Federal laws providing for the acquisition of land for Indian individuals and Indian Tribes;

(3) Furthering Indian industry, labor, and economic development as provided for in the Act of June 25, 1910, 36 Stat. 861 (25 U.S.C. §47), Section 1 of the Act of May 9, 1938, 52 Stat. 302 (25 U.S.C. §306) and other Federal laws supporting the economic development of Indian Country;

(4) Furthering the investment of Indian tribal and individual funds as provided in the Act of June 24, 1938, 25 Stat. 1037 (25 U.S.C. §162a);

(5) Furthering irrigation projects within the Sac and Fox Reservation needed to make agricultural land productive to complement the provisions of Chapter 11 of Title 25 of the United States Code;

(6) Providing income and a taxable economic and industrial base in order for the Sac and Fox Nation to operate its Courts and its law enforcement systems in a manner sufficient to meet the requirements of Title 11 of the Act of April 11, 1968, 82 Stat. 77 (25 U.S.C. §§1301 et. seq.);

(7) Providing income and a taxable economic and industrial base in order for the Sac and Fox Nation to further the purpose of Congress expressed in Section 1 of the Act of April 12, 1974, 88 Stat. 77 (25 U.S.C. §1451), and the balance of said Act. (Indian Financing Act);

(8) Providing income and a taxable economic and industrial base in order for the Sac and Fox Nation to further the purpose of Congress expressed in Section 3 of the Act of September 30, 1976, 90 Stat. 1401 (25 U.S.C. §1602), and the balance of said Act. (Health Care);

(9) Providing income and a taxable economic and industrial base in order for the Sac and Fox Nation to further the purpose of Congress expressed in Section 101 of the Act of October 17, 1978, 92 Stat. 1325 (25 U.S.C. §1802) and the balance of said Act. (Higher Education);

(10) Providing income and a taxable economic and industrial base in order for the Sac and Fox Nation to further the policy of Congress expressed in Section 3 of the Act of November 8, 1978, 92 Stat. 3069 (25 U.S.C. §1902) and the balance of said Act. (Child and Family Service Programs);

(11) Providing funds for the further Tribal development of Indian owned mineral resources pursuant to the Act of December 22, 1982, 96 Stat. 1938 (25 U.S.C. §§2101 et. seq.);

(12) Providing funds for Indian Land Consolidation pursuant to the Act of January 12, 1983, 96 Stat. 2517 (25 U.S.C. §§2201 et. seq.);

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(13) Providing income and a taxable economic and industrial base in order for the Sac and Fox Nation to further the policy of Congress expressed in the Act of January 4, 1975, 88 Stat. 2206 (25 U.S.C. §450 et. seq.) and particularly in Section 102 of Title I of that Act (25 U.S.C. §450f) (Indian Self-Determination) and the Act of November 2, 1921, 42 Stat. 208 (25 U.S.C. §13) (Snyder Act);

[History: Public Law No. SF-07-157, July 23, 2007.]

Section 104. Definitions

The following terms whenever used or referred to in this ordinance, shall have the respective meanings stated, unless a different meaning clearly appears from the context:

(A) “Business Committee” means the Business Committee established by the Constitution of the Sac and Fox Nation;

(B) “Claim” means a demand for redress for personal injury, death, property damage, or recovery of property arising pursuant to the tort laws of the Sac and Fox Nation, which is compensable pursuant to the laws of the Sac and Fox Nation, and for which a policy of insurance was in full force and effect which would cover all damages asserted in said claim;

(C) “Contract” means any express agreement, for the exchange of consideration, which is enforceable pursuant to the laws of the Sac and Fox Nation;

(D) “District Court” means the District Court of the Sac and Fox Nation.

(E) “Obligation” means any notes, bonds, interim certificates, debentures, or other forms of indebtedness issued by the Sac and Fox Tribe, Inc. pursuant to this ordinance;

(F) “Obligee” includes any holder of an obligation, an agent or trustee for any holder of an obligation, or a lessor letting property to the Sac and Fox Tribe, Inc., in connection with a project, or any assignee(s) of such lessor's interest or any part thereof, and the federal government, or any agency thereof, when it is a party to any contract with the Sac and Fox Tribe, Inc. in respect to a project;

(G) “Supreme Court” means the Supreme Court of the Sac and Fox Nation.

(H) “Tribal Jurisdiction” means the Tribal Reservation, all Indian Country (as defined at 18 U.S.C. §1151) subject to the jurisdiction of the Sac and Fox Nation, all lands owned by the Sac and Fox Nation or by the United States in trust for the Sac and Fox Nation or the Sac and Fox Tribe, Inc. and any other lands subject to the jurisdiction of the Sac and Fox Nation wherever located;

(I) “Tribal Reservation” or “reservation” means all land located within the exterior boundaries of the reservation described in the Act of February 13, 1891, Ch. 165, 26 Stat. 749, all

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lands added to said reservation, and all lands acquired by or for the Sac and Fox Nation as an additional reservation pursuant to law.

[History: Public Law No. SF-07-157, July 23, 2007.]

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**CHAPTER TWO
CORPORATE MANAGEMENT**

Section 201. Board of Directors Created

(A) Pursuant to Article II of the Federal Corporate Charter and this Act, all rights, powers, and authorities of the Sac and Fox Tribe, Inc., and the governance of all its affairs, shall be exercised by a Board of Directors composed of at least five persons.

(B) In its absolute discretion, the Business Committee may appoint additional regular members of the Board of Directors when the business need for such additional directors exists. Such additional regular directors shall have the same rights, authorities, and responsibilities as the five directors mentioned in subsection (A) of this section, and shall serve subject to the same terms and conditions. In the event that such additional directors are appointed, and the business need for such directors ceases to exist, the policy of the Sac and Fox Nation is that such persons shall serve out the remainder of their existing terms in the absence of fiscal exigency as determined by the Business Committee, or resignation of said member.

(C) The governmental authorities delegated in, or recognized by, the Federal Corporate Charter shall continue to be exercised by the Business Committee on behalf of the Sac and Fox Nation.

(D) Except as otherwise expressly provided, the authority delegated to the Sac and Fox Tribe, Inc. by the laws of the Sac and Fox Nation shall not be deemed to be exclusive of any other entity authorized by the laws of the Sac and Fox Nation to exercise similar authority.

(E) The Acts of the Board of Directors of the Sac and Fox Tribe, Inc. are subordinate to all lawful actions of the Governing Council and the Business Committee within their respective Constitutional authority.

[History: Public Law No. SF-07-157, July 23, 2007.]

Section 202. Qualifications of Board Members

(A) A Board Member may be a member or non-member of the Sac and Fox Nation.

(B) Each Board Member shall be at least twenty-one (21) years of age and legally competent to enter into a binding contract.

(C) Persons with one or more college degrees or business management experience shall be preferred for appointment to the Board of Directors.

(D) No person shall be barred from serving on the Board because s/he is an employee of an enterprise of the Sac and Fox Nation or the Sac and Fox Tribe, Inc., has a business contractual relationship with Sac and Fox Nation or the Sac and Fox Tribe, Inc., or operates a

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private business within the jurisdiction of the Sac and Fox Nation. However, no Board Member shall be entitled (or permitted) to participate in, or be present at, any portion of a meeting (except in his capacity as a member of the public or as an employee), or to be counted or treated as a member of the Board, concerning any matter involving that Board member's individual rights, obligations or status.

(E) No person who has been finally convicted in any court of competent jurisdiction of a serious criminal offense including, but not limited to, embezzlement, fraud, or moral turpitude shall serve on the Board of Directors.

(F) Each Director shall, upon oath (or affirmation) executed in writing, pledge to support and defend the Constitution and laws of the Sac and Fox Nation.

[History: Public Law No. SF-07-157, July 23, 2007.]

Section 203. Appointment of Board Members

Board Members shall be appointed, and may be reappointed, by resolution of the Business Committee. A resolution of the Business Committee signed by the Principal Chief and attested by the Secretary as to the appointment or reappointment of any Board Member shall be evidence of the due and proper appointment and qualifications of the Board Member, and a certified copy of the Board Member's oath of office shall be evidence of the due installation in office of that Board Member which shall be conclusive as against all but the government of the Sac and Fox Nation.

[History: Public Law No. SF-07-157, July 23, 2007.]

Section 204. Term of Office

The term of office shall be five years and staggered, and the first appointment of Board members shall be for terms of one, two, three, four and five years. Thereafter, all appointments shall be for five years beginning from the date following the regular expiration of the particular seat on the Board. In the case of a vacancy occurring prior to the expiration of a regular term, an appointment to that seat shall be only for the length of the unexpired term. Each member of the Board shall hold office until his successor has been appointed and has qualified.

[History: Public Law No. SF-07-157, July 23, 2007.]

Section 205. Compensation to be Paid

The Board of Directors shall receive compensation for their services at a rate to be established by the Business Committee, and reimbursement for travel and other reasonable and necessary business expenses when incurred in the discharge of their duties. Expenses may be advanced with the approval of the Board.

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[History: Public Law No. SF-07-157, July 23, 2007.]

Section 206. Officers of the Board

(A) The Board of Directors shall elect from among its members a Chairman and a Vice-Chairman of the Board.

(B) The Chairman of the Board of Directors shall preside at all meetings of the Board, and shall generally be responsible for the efficient and orderly functioning of the Board.

(C) The Vice-Chairman of the Board of Directors shall assume the duties of the Chairman in the event of the Chairman's absence, neglect, failure, or refusal to undertake the duties required or delegated to the Chairman by law, and may be assigned additional duties by the Board of Directors not inconsistent with law.

(D) The officers of the Board of Directors shall serve as officers at the pleasure of the Board of Directors.

[History: Public Law No. SF-07-157, July 23, 2007.]

Section 207. Ex Officio Directors

(A) Each member of the Business Committee who is not a regular member of the Board shall be an *ex Officio* Director of the Sac and Fox Tribe, Inc. while they hold office as a member of the Business Committee.

(B) The Business Committee may appoint additional *ex Officio* Directors who shall be persons of special knowledge and discretion who agree to provide valuable counsel to the Sac and Fox Tribe, Inc. regarding its business and affairs, and who shall serve at the pleasure of the Business Committee.

(C) Appointed *ex Officio* Directors shall, upon oath (or affirmation) executed in writing, pledge to support and defend the Constitution and laws of the Sac and Fox Nation.

(D) Appointed *ex Officio* Directors may receive such compensation and reimbursement of their reasonable expenses as may be approved by the Business Committee from time to time.

(E) *Ex Officio* Directors shall be accorded notice of meetings and other corporate acts, shall have the right to attend all meetings of the Board of Directors, to have access to corporate documents and records, and may participate in matters related to the business of the Sac and Fox Tribe, Inc., to the same extent as a regularly appointed member of the Board of Directors, but shall have no vote.

[History: Public Law No. SF-07-157, July 23, 2007.]

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Section 208. Officers and Employees of the Corporation

(A) The Board of Directors shall annually appoint the primary officers of the Corporation. The primary officers of the Corporation include:

- (1) A corporate President; and
- (2) A corporate Treasurer; and
- (3) A corporate Secretary; and
- (4) Such Vice-Presidents, and other primary officers, assistants, and deputies, as may be authorized from time to time by the Board of Directors.

(B) The Board of Directors may authorize the primary officers of the Corporation to employ such subordinate officers and employees as the business of the Corporation may from time to time require.

(C) Primary officers of the Corporation shall serve at the pleasure of the Board of Directors notwithstanding any contract of employment to the contrary. An employment contract which does not exceed one year in length may entitle the officer to payment for the balance of the officer's term if that officer is dismissed prior to the expiration of the annual contract term for reasons other than serious inefficiency, neglect of duty, or misconduct in office.

(D) Employment rights of subordinate officers and employees of the Corporation shall be governed by the personnel policies applicable to the Sac and Fox Tribe, Inc.

[History: Public Law No. SF-07-157, July 23, 2007.]

Section 209. Duties Of Primary Officers and Employees

(A) Subject to the Constitution and laws of the Sac and Fox Nation, the Charter of the Sac and Fox Tribe, Inc., this Title, and the rules, regulations, policies, and directives established by the Board of Directors, the President shall be responsible for the overall administration of the Corporation, and shall have management of the day to day affairs of the Corporation as its Chief Executive Officer.

(B) The corporate Secretary shall keep complete and accurate records of all meetings and actions taken by the Corporation, and shall have management and custody of the records of the Corporation as its Chief Recording Officer. One copy of the record of the meetings and actions taken by the Corporation shall be filed in the office of the Secretary of the Sac and Fox Nation. The corporate Secretary, as well as the Secretary of the Sac and Fox Nation, shall have power to attest to all actions of the Corporation, and to administer oaths with respect to any such attestation, or with respect to the execution of any document by the Corporation, or respecting any of the business or affairs of the Corporation.

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(C) The corporate Treasurer shall have management of the day to day fiscal affairs of the Corporation as its Chief Financial Officer. The corporate Treasurer shall be responsible for the management, custody, safekeeping, and lawful expenditure of all funds and monetary equivalents of the Corporation, keep full and accurate financial records, make periodic reports to the Board of Directors, and the President of the Corporation, safeguard the moneys and monetary equivalents of the Corporation against unauthorized, fraudulent, or other unlawful expenditure or loss, and submit complete quarterly and annual written reports to the Business Committee of the Sac and Fox Nation.

(D) The Vice-Presidents, and other primary officers, assistants, and deputies, shall have such duties as may be provided from time to time by the Board of Directors.

[History: Public Law No. SF-07-157, July 23, 2007.]

Section 210. Removal Of Board Members

(A) A member of the Board of Directors may be removed by the Business Committee for serious inefficiency, neglect of duty, or misconduct in office, after a hearing before the Business Committee. At least twenty (20) days prior to the hearing, the board member shall be given written notice of the specific charges to be addressed. At the hearing, the board member shall have the opportunity to be heard in person or by counsel, and to present witnesses and documentary evidence. A record shall be made of the proceedings. In the event the board member is removed from office, the record of the proceedings, together with the charges and finding thereon, shall be filed with the office of the Secretary of the Sac and Fox Nation, and a certified copy thereof filed with the Clerk of the Supreme Court.

(B) A member of the Board of Directors against whom removal proceedings have been filed may be suspended immediately from the Board of Directors when the available evidence provides probable cause that the allegations are true, and that continued participation by that Director in the affairs of the Corporation would create a significant risk to the assets or rights of the Corporation or the Nation. An order of suspension is immediately appealable to the Supreme Court.

(C) Any board member suspended or removed from the Board of Directors may appeal such removal by filing, a notice of appeal with the clerk of the Supreme Court within twenty (20) days after the order of the Business Committee is served upon the board member. The notice of appeal shall name the Business Committee as respondent, and the matter shall thereafter proceed as in the case of a civil appeal from a judgement of the District Court. The Supreme Court shall review the record of the removal proceedings, and if prejudicial error was committed, or if no just cause is shown therein for the removal, the court may vacate the removal and declare that such person is still a member of the Board. Upon such order, said person shall be reinstated, and the Business Committee shall decide whether further action is appropriate or necessary.

(D) The court shall not vacate the order of the Business Committee if it determines that any error found in the proceedings was harmless.

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[History: Public Law No. SF-07-157, July 23, 2007.]

Section 211. Meetings

(A) Regular meetings of the Board of Directors for the conduct of corporate business shall be held at least once each calendar quarter on such day as may be established by the Board of Directors. Special or emergency meetings may be held upon such notice as the Board of Directors may determine.

(B) The use of telephone, internet, or other technological devices in order to allow members of the Board of Directors to participate in meetings when they cannot be physically present is approved.

(C) The Board of Directors may take corporate action without a meeting if a memorandum or resolution authorizing the action is signed by a quorum of the Board of Directors. The sponsor of the action to be taken shall make reasonable efforts to notify every member of the Board of Directors of the proposed action and to obtain their input and vote upon such action.

[History: Public Law No. SF-07-157, July 23, 2007.]

Section 212. Quorum

A majority of the duly appointed, qualified, and acting regular members of the Board of Directors shall constitute a quorum.

[History: Public Law No. SF-07-157, July 23, 2007.]

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**CHAPTER THREE
POWERS OF THE SAC AND FOX TRIBE, INC.**

Section 301. Period Of Existence

The Sac and Fox Tribe, Inc. shall have perpetual existence and succession in its own name in accordance with its federal corporate Charter. Said Charter may not be revoked except by Act of Congress pursuant to Section 3 of the Act of June 26, 1936, (49 Stat. 1967), and Section 17 of the Act of June 18, 1934, (48 Stat. 984), although it may be amended as provided by law.

[History: Public Law No. SF-07-157, July 23, 2007.]

Section 302. Power To Sue And Be Sued

(A) In accordance with its Charter, the Sac and Fox Tribe, Inc. shall have the power 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 Sac and Fox Nation or by the United States to the levy of any judgement, 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 government of the Sac and Fox Nation, and no legal process may be issued to enforce authorized judgements except as expressly provided in this Title.

(B) The Sac and Fox Tribe, Inc. may be sued in its own name, in the District Court only, upon any contract or obligation arising out of its activities pursuant to this act, and the immunity from suit which it has as an agency of the Sac and Fox Nation due to the doctrine of sovereign immunity is hereby expressly waived for such purposes to the extent herein stated, *provided*, that if the contract or obligation at issue is not in writing, then the amount claimed shall not exceed the amount authorized to be claimed in Section 1601(a) of Title 6 of the Sac and Fox Code of Laws. In any authorized proceeding, any party aggrieved by a decision of the District Court shall have the right to any appeal to the Supreme Court of the Sac and Fox Nation authorized by law in similar suits involving private parties.

(C) The Sac and Fox Tribe, Inc. may be sued in its own name, in the District Court only, upon any claim arising out of an act or omission of the Corporation, or an act or omission of any of its officers, agents, or employees within the scope of their authority, resulting in a wrongful injury to the person or property of another, and the immunity from suit which it has as an agency of the Sac and Fox Nation due to the doctrine of sovereign immunity is hereby expressly waived for such purposes to the extent herein stated, *provided that*, the claimant has satisfied the following conditions precedent to bringing such claim:

(1) the claimant has given written notice of the claim by certified mail, return receipt requested, to the Principal Chief and the Attorney General of the Sac and Fox Nation within 90 days after the claimant knew, or should reasonably have known, the facts giving rise to the claim; and

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(2) the claimant has, in their notice, identified the legal nature of their claim, presented facts sufficient to show their right to recover, including the names, addresses, and telephone numbers of all factual witnesses who will be called on their behalf, the total amount of damages claimed, and any additional relief to which the claimant believes themselves entitled; and

(3) the Sac and Fox Tribe, Inc., has 180 days after the proper presentation of the claim to investigate the matter, during which time it may deny said claim, pay said claim, or make an offer to compromise said claim. If no action is taken within this 180 day period, the claim shall be deemed denied unless both parties agree in writing to an extension of the settlement period; and

(4) The claim has been filed by the claimant who is the real party in interest, or if they be legally incapable of bringing such claim, by their guardian or next friend; and

(5) The claim is filed not more than one year after the proper presentation of the claim to the Principal Chief and the Attorney General of the Sac and Fox Nation or such lesser period as may be established by a generally applicable statute of limitations; and

(6) The claim does not exceed amounts available to pay said claim from a policy of insurance which is in effect and liable for payment of such claim; and

(7) The claim does not include any punitive, consequential, or other speculative damages.

In any authorized proceeding, any party aggrieved by a decision of the District Court shall have the right to any appeal to the Supreme Court authorized by law in similar suits involving private parties.

(D) To the extent required by the statutes of the United States as a condition of receiving financial assistance, or the award of any federal or state contract, the Sac and Fox Tribe, Inc. may be sued, in the courts of the United States, in its own name upon any contract or obligation by or through which the Sac and Fox Tribe, Inc. received such contract, financial assistance, or support.

(E) Neither the Sac and Fox Nation, nor any of its property, shall be liable for any of the debts, liabilities, contracts or obligations of the Sac and Fox Tribe, Inc., or any claim against it, nor may any Court make or enforce any order concerning execution upon, or the right to possession of, any tribally owned property assigned to the use of the Corporation unless the Business Committee gives its consent to such order.

(F) No officer, director, agent, or employee of the Sac and Fox Tribe, Inc. or the Sac and Fox Nation, nor any of their property, shall be liable for any of the debts, liabilities, contracts

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or obligations of the Sac and Fox Tribe, Inc., or for any claim against it or them, by reason of any act or omission occurring in the course of the discharge of their official duties.

(G) As required by the Charter and subsection (a) of this section, the consent of the Tribal Government is hereby given for the Sac and Fox Tribe, Inc. to pledge, in strict compliance with this subsection, the following property set out herein, and the pledge may be enforced in any suit authorized by this Title:

(1) Real or personal property pledged, mortgaged, or encumbered pursuant to tribal law to secure an obligation issued to acquire the purchase money for that property, and including any continued or substituted pledge, mortgage, or encumbrance agreed to as to such property upon a refunding or refinancing of a purchase money obligation;

(2) Real property or related personal property pledged, mortgaged, or encumbered pursuant to tribal law to secure an obligation issued to construct, rehabilitate, reconstruct, or expand any improvement upon that real property, and including any pledge, mortgage, or encumbrance agreed to upon a refunding or refinancing of such obligation;

(3) With respect to any discreet business activity operated or managed by the Sac and Fox Tribe, Inc., the corporation may pledge the related personal property of that discreet business activity as security for a business line of credit to finance the business operations of that specific discreet business activity;

(4) With respect to any obligation issued pursuant to Chapter Four of this Title, any property authorized to be pledged or encumbered as security for such obligation;

(5) As used in this subsection, the term “related personal property” means the furniture, fixtures, inventory, stock in trade, and income generated by a discreet business enterprise or located upon specified real property.

(H) The authority provided in this section is subject to provisions of the Constitution of the Sac and Fox Nation, the Charter of the Sac and Fox Tribe, Inc., and the restrictions imposed by federal law.

(I) Persons who have issued policies of insurance protecting the Sac and Fox Tribe, Inc., its directors, officers, agents, and employees from loss or liability due to any cause or causes have no authority to defend upon the grounds of the sovereign immunity of such persons in any legal action authorized by this Title if such action is brought in the court specified, and all conditions precedent to the authorization to bringing such action are satisfied.

[History: Public Law No. SF-07-157, July 23, 2007.]

THE SAC AND FOX TRIBE, INC.

Section 303. Chartered Powers

In accordance with its Charter, the Sac and Fox Tribe, Inc. shall have power:

- (A) To make and use a common seal and alter the same at pleasure.
- (B) 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.
- (C) 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.
- (D) 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.
- (E) 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.
- (F) To purchase, take by gift, bequest or otherwise, own, hold, manage, operate, and dispose of property of every description, real and personal.
- (G) 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.
- (H) 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.
- (I) To exercises such further powers as may in the future be delegated to the corporation by the government of the Sac and Fox Nation.
- (J) 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.
- (K) 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 its 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.

[History: Public Law No. SF-07-157, July 23, 2007.]

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Section 304. General Powers

In furtherance of its chartered purposes and the related needs of the Sac and Fox Nation, the Sac and Fox Tribe, Inc. shall have the following additional powers which it may exercise consistent with the purpose for which it is established:

(A) To enter into agreements, contracts, and undertakings with any governmental agency, federal, state, or local (including any tribe) or with any person, partnership, corporation, or other entity, and to agree to any lawful conditions attached to federal financial assistance;

(B) To lease property from or to the tribe and others for such periods as are authorized by law, and to hold and manage or sublease the same;

(C) To borrow or lend money, to issue temporary or long term evidence of indebtedness, and to repay the same. Obligations shall be issued and repaid in accordance with this Title;

(D) To undertake and carry out studies and analysis of employment and job training needs within the tribal jurisdiction, to operate economic development projects and tribal businesses, to aid and assist private sector businesses in locating within the tribal jurisdiction including assistance with achieving compliance with appropriate tribal laws and regulations;

(E) To make rules and regulations regarding its activities pursuant to this act as the Board may deem necessary and desirable to effectuate the powers granted by its Charter and this Title, *provided*, that all such rules and regulations shall be filed for record in the tribal Secretary's office and the District Court Clerk's office prior to being given any force or effect;

(F) To purchase insurance from any stock or mutual company for any property or against any risk or hazards, and the sovereign immunity of the Sac and Fox Tribe, Inc. is hereby waived to the limit of the scope and extent of such insurance as may be in force as to any claim payable by such insurance;

(G) To invest such funds as are not required for immediate disbursements;

(H) To enter into partnerships, joint ventures, and other business arrangements with any legal entity;

(I) To adopt such rules and regulations for the government of its internal affairs as it deems necessary or appropriate;

(J) To pay over yearly to the tribe such percentage of its profits which, according to sound business practices, will be available for general expenditure for purposes other than business development, due regard being had for further expansion of tribal business enterprises, contingencies, bad debts, and the like;

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(K) To exercise any and all powers of a domestic corporation under the Sac and Fox Business Corporation Act, and any and all powers of an Oklahoma municipal corporation not inconsistent with this Title;

(L) To exercise, in conformance with Tribal law, the power of eminent domain excepting land or interests therein held by any other agency of the Sac and Fox Nation, in order to further the purposes and powers expressed in this Title;

(M) To engage in commerce with foreign nations, peoples, and entities, including other Indian Nations within this hemisphere, and Indigenous nations or peoples throughout the world, to enter into, conclude, execute, and enforce trade agreements, and to request assistance from the appropriate officers of the United States or competent international bodies in furtherance of such transactions;

(N) To undertake any other business, commerce, or economic development activity from time to time for the Sac and Fox Nation;

(O) To promulgate rules and regulations not inconsistent with other Tribal law, which rules and regulations shall have the force of statute, and to provide penalties for the violation thereof not in excess of Two Hundred Fifty Dollars (\$250.00) for each violation or day of violation, for the administration or enforcement of this Title and the zoning of areas conveyed to the Corporation by the Business Committee into such subcategories of use as may be necessary to protect the public and environment and to further the highest and best use of the property; *provided that*, such rules and regulations shall not be effective until a certified copy or original thereof have been filed in the office of the District Court Clerk and the Tribal Secretary;

(P) To engage in Gaming upon any Indian lands of the Sac and Fox Nation;

and to exercise of each and every essential power or function which is necessary and proper to further the purposes and policies of the corporation, and the powers authorized to it.

[History: Public Law No. SF-07-157, July 23, 2007.]

Section 305. Securing Financial Assistance

It is the purpose and intent of this Title to authorize any and all things necessary or desirable, and not prohibited, to secure the financial aid or cooperation of the Federal government or private sources of capital in the undertaking, construction, maintenance, or operation of any project, subject to the limitations contained in this Title.

[History: Public Law No. SF-07-157, July 23, 2007.]

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Section 306. Application of Certain Property Laws

All ordinances and enactments of the Sac and Fox Nation with respect to the acquisition, operation, or disposition of tribal property shall be applicable to the Sac and Fox Tribe, Inc. in its operations pursuant to this Title, until and unless a different rule or regulation is adopted by the Corporation for its internal governance.

[History: Public Law No. SF-07-157, July 23, 2007.]

Section 307. Lands to be held in Trust

(A) All lands acquired by the Sac and Fox Tribe, Inc., shall be taken in the name of the United States in trust for the Sac and Fox Nation pursuant to Sections 5 and 17 of the Act of June 18, 1934, 48 Stat. 985 (25 U.S.C. §§465, 477) and are subject to the restrictions imposed by said Section 17 and the corporate charter.

(B) The Sac and Fox Attorney General shall approve all conveyance documents for legal sufficiency. Prior to the expenditure of any funds appropriated to the corporation by the Sac and Fox Nation, or the expenditure of any funds belonging to or borrowed by the corporation in payment for any interest in lands, the Attorney General, or some attorney authorized by him, shall issue their opinion that the corporation will receive the title to the real property at issue which it expects to receive, unless a policy of title insurance has been obtained in an amount not less than the actual purchase price naming the Sac and Fox Nation as a named insured.

(C) Upon approval of the conveyance documents, and the legal title where tribal or corporate funds are being paid for said lands, the corporation is authorized to pay sums due, execute any note, mortgage, or other financing instrument for the purchase money for said property, and receive the approved documents conveying title to the property to the United States in trust for the Sac and Fox Nation, which documents shall be promptly delivered to the tribal realty office for acceptance and processing.

(D) The tribal realty office shall accept and execute the approval of such conveyances pursuant to Sections 5 and 17 of the Act of June 18, 1934, 48 Stat. 985, cause the approved conveyance instruments to be filed of record in the appropriate state or federal land title recording system, cause the approved conveyance instruments to be filed of record in the land title recording system of the Sac and Fox Nation, issue a general patent to said lands to the Sac and Fox Tribe, Inc. pursuant to the property laws of the Sac and Fox Nation, and record the general patent in the land title recording system of the Sac and Fox Nation.

(E) One copy of each conveyance recorded in a state or federal land title system shall be forwarded by the tribal realty office to the Secretary of the Interior in order for the Secretary to enforce the restrictions against certain transfers of the American title to such properties contained in Section 17 of the Act of June 18, 1934, 48 Stat. 985.

(F) If the lands acquired were donated without cost to the corporation, the corporation shall promptly issue its deed pursuant to tribal property law to the person who donated said lands

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or their nominee, unless that person expressly waives their right to receive such deed in writing. Any lands so acquired shall remain subject to any rights of third parties which are of record in the state or federal title recording system applicable to said lands on the date of conveyance.

[History: Public Law No. SF-07-157, July 23, 2007.]

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**CHAPTER FOUR
OBLIGATIONS**

Section 401. Authority to Issue Obligations

The Sac and Fox Tribe, Inc. may issue obligations from time to time in its discretion for any of its purposes, and may also issue refunding obligations for the purposes of paying or retiring obligations previously issued by it. The Sac and Fox Tribe, Inc. may issue such types of obligations as it may determine, including obligations on which the principal and interest are payable.

(A) Exclusively from the income and revenues for the project financed with the proceeds of such obligations, or with such income and revenues together with a grant from the federal government;

(B) Exclusively from the income and revenues of certain designed projects – whether or not they are financed in whole or in part with the proceeds of such obligations – or with such income and revenues together with a grant from the federal government; or

(C) From its income and revenues generally, or with such income and revenues together with a grant from the federal government.

All such obligations shall be subject to the exclusive jurisdiction of the District Court for enforcement of their provisions wherever they may be physically located.

[History: Public Law No. SF-07-157, July 23, 2007.]

Section 402. No Personal Liability on Obligations

Neither the Directors, nor any person executing the obligations shall be personally liable on the obligations by reason of issuance thereof.

[History: Public Law No. SF-07-157, July 23, 2007.]

Section 403. No Tribal Liability on Obligations

The notes and other obligations of the Sac and Fox Tribe, Inc. shall not be a debt of the Sac and Fox Nation, and the obligations shall so state on their face.

[History: Public Law No. SF-07-157, July 23, 2007.]

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Section 404. Obligations are Tax Exempt

Obligations of the Sac and Fox Tribe, Inc. are declared to be issued for an essential public and governmental purpose, and to be public instrumentalities and, together with interest thereon and income therefrom, shall be exempt from taxes imposed by the Sac and Fox Nation. The tax exemption provisions of this Title shall be considered part of the security for the repayment of obligations, and shall constitute, by virtue of this Title and without necessity of being restated in the obligations, a contract between (a) the Sac and Fox Tribe, Inc. and the Tribe, and (b) the holders of obligations and each of them, including all transferees of the obligation from time to time.

[History: Public Law No. SF-07-157, July 23, 2007.]

Section 405. Manner of Issuance and Sales

Obligations shall be issued and sold in the following manner:

(A) Obligations of the Sac and Fox Tribe, Inc. shall be authorized by a resolution adopted by the vote of a majority of the full Board and may be issued in one or more series.

(B) The obligations shall bear such dates, mature at such times, bear interest at such rates, be in such denominations, be in such form, either coupon or registered, carry such conversion or registration privileges, have such rank or priority, be executed in such manner, be payable in such medium of payment, and at such places, and be subject to such terms of redemption, with or without premium, as such resolution may provide.

(C) The obligations may be sold at public or private sale at not less than par value, less normal discounts generally offered with respect to the issuance of such obligations.

(D) In case any of the Directors of the Sac and Fox Tribe, Inc. whose signatures appear on any obligations cease to be Directors before the delivery of such obligations, the signatures shall, nevertheless, be valid and sufficient for all purposes, the same as if the Directors had remained in office until delivery.

(E) Whenever necessary, the Sac and Fox Tribe, Inc. shall comply in the issuance of its obligations with the Securities laws of the United States federal government.

[History: Public Law No. SF-07-157, July 23, 2007.]

Section 406. Obligations are Negotiable

Obligations of the Sac and Fox Tribe, Inc. shall be fully negotiable unless otherwise stated on their face. In any suit, action or proceeding involving the validity or enforceability of any obligation of the Sac and Fox Tribe, Inc. or the security therefore, any such obligations to aid in financing a project pursuant to this Title shall be conclusively deemed to have been issued for such purpose in the absence of fraud by the holder, or with the knowledge of the holder thereof, in the procurement of

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the obligations, and the project for which such obligation was issued shall be conclusively deemed to have been planned, located and carried out in accordance with the purposes and provisions of this Title, in the absence of fraud in the procurement of such obligation or security.

[History: Public Law No. SF-07-157, July 23, 2007.]

Section 407. Security for Obligations

In connection with the issuance of obligations or incurring of obligations under leases and to secure the payment of such obligations, the Sac and Fox Tribe, Inc. , subject to the limitations in this Title, may:

(A) Pledge all or part of its gross or net rents, fees, or revenues to which its right then exists or may thereafter come into existence.

(B) Provide for the powers and duties of obligees, and limit their liabilities; and provide the terms and conditions on which such obligees may enforce any covenant or their rights securing or relating to the obligations.

(C) Covenant against pledging all or any part of its rents, fees and revenues or personal property to which its title or right then exists or may thereafter come into existence or permitting or suffering any lien on such revenues or property.

(D) Covenant with respect to limitations on its right to sell, lease, or otherwise dispose of any project or any part thereof.

(E) Covenant as to the obligations to be issued and as to the issuance of such obligations in escrow or otherwise, and as to the use and dispositions of the proceeds thereof.

(F) Provide for the replacement of lost, destroyed, or mutilated obligations.

(G) Covenant against extending the time for the payment of its obligations or interest thereon.

(H) Redeem the obligations and covenant for their redemption and provide the terms and conditions thereof.

(I) Covenant concerning the rents and fees to be charged in the operation of a project or projects, the amount to be raised each year or other period of time by rents, fees and other revenues, and as to the use and disposition to be made thereof.

(J) Create or authorize the creation of special funds for monies held for construction or operating costs, debt service, reserves or other purposes, and covenant as to the use and disposition of the monies held in such funds.

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(K) Prescribe the procedure, if any, by which the terms of any contract with holders of obligations may be amended or abrogated, the proportion of outstanding obligations the holders of which must consent thereto, and the manner in which such consent may be give.

(L) Covenant as to the use, maintenance, and replacement of its real or personal property, the insurance to be carried thereon, and the use and disposition of insurance monies.

(M) Covenant as to the rights, liabilities, powers, and duties arising upon the breach by it of any covenant, condition or obligation.

(N) Covenant and prescribe as to events of default and terms and conditions upon which any or all of its obligations may become, or may be declared, due before maturity, and as to the terms and conditions upon which such declaration and its consequences may be waived.

(O) Vest in any obligees or any proportion of them the right to enforce the payment of the obligations or any covenants, security or relating to the obligations.

(P) Exercise all or any part of combination of the powers granted in this Section.

(Q) Make covenants other than, and in addition to the covenants expressly authorized in this section, or of like or different character.

(R) Make any covenants and do any acts and things necessary or convenient or desirable in order to secure its obligations, or, in the absolute discretion of the Board of Directors, tending to make the obligations more marketable although the covenants, acts, or things are not enumerated in this section.

[History: Public Law No. SF-07-157, July 23, 2007.]

Section 408. Actions to be Filed for Record

The minutes and record of all action of the Sac and Fox Tribe, Inc. with respect to obligations issued by it shall be filed for record in the Office of the Tribal Secretary, and 'the Office of the Clerk of the District Court.

[History: Public Law No. SF-07-157, July 23, 2007.]

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**CHAPTER FIVE
MISCELLANEOUS PROVISIONS**

Section 501. Reports

The President of the Sac and Fox Tribe, Inc. shall submit quarterly and annual reports to the Business Committee showing:

- (A) A summary of the period activities;
- (B) The financial condition of the Sac and Fox Tribe, Inc.;
- (C) The condition of the properties under the Sac and Fox Tribe, Inc.'s management or control;
- (D) A summary of any unprofitable ventures and plans for correction;
- (E) Any significant problems and accomplishments;
- (F) Plans for the future;
- (G) Such other information as the President shall deem pertinent, or as may be requested by the Business Committee.

[History: Public Law No. SF-07-157, July 23, 2007.]

Section 502. Acquisition of Interests Prohibited

(A) During his tenure and for three (3) years thereafter, no Director or executive officer of the Sac and Fox Tribe, Inc. or any other public official who exercises any responsibilities or functions with regard to a project of the Sac and Fox Tribe, Inc. shall voluntarily acquire any interest, direct or indirect, in any matter or in any property included or planned to be included in any project, or in any contract or proposed contract relating to the project; unless, prior to such acquisition, he discloses his interest in writing to the Sac and Fox Tribe, Inc. and such disclosure is entered upon the minutes of the Sac and Fox Tribe, Inc., and the Director, executive officer, or the public official shall not participate in any action by the Sac and Fox Tribe, Inc. relating to the property or contract in which he has an interest.

(B) If a Director, executive officer, or the public official involuntarily acquires any such interest, or voluntarily or involuntarily acquired any such interest prior to appointment or employment, in any such event, the person shall immediately disclose his interest in writing to the Sac and Fox Tribe, Inc., such disclosure shall be entered upon the minutes of the Sac and Fox Tribe, Inc., and that person shall not participate in any action by the Sac and Fox Tribe, Inc. relating to the property or contract in which he has any such interest.

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(C) Any violation of the foregoing provisions of this Section shall constitute misconduct in office and a violation of the public trust, and shall subject the party to removal from the Board or other office held, and make such party liable to the Sac and Fox Tribe, Inc. for any and all profits of any kind or character which he may have obtained by virtue of the violation of his trust. This section shall not be applicable to the acquisition of any interest in obligations of the Sac and Fox Tribe, Inc. issued in connection with any project, or to the execution of agreements by banking institutions for the deposit or handling of funds in connection with a project, or to act as trustee under any trust indenture, or to utility service rates which are fixed or controlled by a governmental agency.

[History: Public Law No. SF-07-157, July 23, 2007.]

Section 503. Compliance With Federal Law

Each project developed or operated under a contract providing for Federal financial assistance shall be developed and operated in compliance with all requirements of such contract, and applicable federal legislation, and with all regulation and requirements proscribed from time to time by the federal government in connection with such assistance.

[History: Public Law No. SF-07-157, July 23, 2007.]

Section 504. Fidelity Bonds

The Sac and Fox Tribe, Inc. shall obtain or provide for the obtaining of adequate fidelity bonds for all officers and employees handling cash, or authorized to sign checks or obligations or to certify vouchers.

[History: Public Law No. SF-07-157, July 23, 2007.]

Section 505. Property of the Sac and Fox Tribe, Inc. as Public Property

The property of the Sac and Fox Tribe, Inc. is declared to be public property used for essential public and governmental purposes of the Sac and Fox Nation.

[History: Public Law No. SF-07-157, July 23, 2007.]

Section 506. Personnel Policies to be Enacted

There shall be a Personnel Policy Manual which shall be approved by the Business Committee. Until the adoption of a corporate Personnel Policy, the Personnel Policies of the Sac and Fox Nation shall be applicable to the employees of the Corporation.

[History: Public Law No. SF-07-157, July 23, 2007.]

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Section 507. Judicial Notice

The Courts of the Sac and Fox Nation shall take judicial notice of this Title, and of all rules and regulations of the Sac and Fox Tribe, Inc.

[History: Public Law No. SF-07-157, July 23, 2007.]

Section 508. Separability of Provisions

It is hereby declared to be the intent of the Sac and Fox Business Committee that if any provision of this Title or the application thereof to any persons or circumstances shall be adjudged by any court of competent jurisdiction to be invalid, such judgment shall not affect, impair, or invalidate the remainder of this Title or its application to other persons and circumstances, but shall be confined in its operation to the provisions of this Title or the application thereof to the persons and circumstances directly involved in the controversy in which such judgment shall have been rendered.

[History: Public Law No. SF-07-157, July 23, 2007.]

Section 511. Records and Audit

The Sac and Fox Tribe, Inc. shall keep such records as will facilitate an effective audit.

[History: Public Law No. SF-07-157, July 23, 2007.]

Section 512. Authorization of Appropriations

There is authorized to be appropriated such funds as may be necessary to carry out this Title.

[History: Public Law No. SF-07-157, July 23, 2007.]

**CHAPTER SIX
MANAGEMENT OF TRIBAL ENTERPRISES**

Section 601. General Management Provisions

All tribal enterprises not separately established by legislation, organized pursuant to tribal laws regulating corporations, partnerships, or joint ventures, or having a different management structure provided by law, shall be managed by the Sac and Fox Tribe, Inc.

[History: Public Law No. SF-07-157, July 23, 2007.]

Section 602. Chartering Subordinate Enterprises

(A) The Sac and Fox Tribe, Inc. shall have authority to subcharter subordinate bodies, to which it may delegate any or all of the authorities of the Sac and Fox Tribe, Inc. under its federal corporate charter or this Title respecting, but limited to, the business of such subordinate entity. The subcharter of any such subordinate enterprise shall provide for the management of such entity, including whether and to what extent private persons may share in the equity and management of such subordinate entity.

(B) Regardless of the form of the management, or the division of ownership of equity interests in any subordinate entities which may be granted a subcharter by the Sac and Fox Tribe, Inc., the intent of this Act is to create, by any subordinate charter granted, a personality *de jure* having its own rights and obligations, and capable of enforcing its rights and fulfilling its obligations in its own name.

(1) Neither the Sac and Fox Nation, the Sac and Fox Tribe, Inc. nor any officer, director, partner, participant in equity ownership, agent, or employee of a subchartered entity, nor any other person whatsoever, shall be in any way responsible for any debt or obligation of a subchartered entity absent their express written agreement to the contrary.

(2) All subchartered entities shall remain subject to the jurisdiction of the Sac and Fox Nation in all respects, and the rules and regulations which may be established by the Sac and Fox Tribe, Inc. for the governance of such entities from time to time, *provided however*, that such rules and regulations may not repeal or revoke any charter so issued absent the consent of the chartered entity, and property belonging to such entity shall not be taken for any public purpose without payment of just compensation to the subchartered entity if any entity other than the Sac and Fox Tribe, Inc. owns an equity interest in such entity, or if so doing would violate any security given upon any obligation of the entity.

(C) A subcharter granted to any subordinate body of the Sac and Fox Tribe, Inc., may convey to that subordinate entity any of the powers which may lawfully exist in an entity organized pursuant to the Sac and Fox Corporation Act, Partnership Act, Limited Liability

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Company Act, or any other law of the Sac and Fox Nation providing for the organization of a business entity.

[History: Public Law No. SF-07-157, July 23, 2007.]

Section 603. Achieving Independent Status as a Tribal Enterprise

Whenever a project or enterprise of the Sac and Fox Tribe, Inc. has attained such measure of stability and profitability that it has attained the capacity to function and grow as a separate self-sustaining entity, it may be incorporated pursuant to the Business Corporation Act, or a new entity, partnership, joint venture, or other form of business organization suitable for such project or enterprise may be formed, or special legislation from the Business Committee may authorize or create a new business form for said project or enterprise.

[History: Public Law No. SF-07-157, July 23, 2007.]

CERTIFICATION

WE, Kay Rhoads, Principal Chief, and George Thurman, Secretary, of the Sac and Fox Nation, do hereby certify Resolution: **P.L. #SF-07-157**, to be a true, complete, and exact copy of the resolution as approved by the Business Committee in a properly called, noticed, and convened regular meeting held at the Sac and Fox Capital Grounds, Sac and Fox Reservation, Oklahoma on the day and year above stated, a quorum being present, by a vote of: Kay Rhoads - Yes, Darrell Gray - No, George Thurman - Yes, Michael W. Hackbarth - Yes, and Austin Grant, Jr. - Yes.



Kay Rhoads, Principal Chief
Sac and Fox Nation



George Thurman, Secretary
Sac and Fox Nation

