



Saint Regis Mohawk Tribe

Chief Michael Conners
Chief Eric Thompson
Chief Beverly Cook
Sub-Chief Agnes Jacobs
Sub-Chief Benjamin Herne
Sub-Chief Kenneth Jock

TRIBAL COUNCIL RESOLUTION

2020 - 20

APPROVE EXECUTION OF A GRANT AGREEMENT WITH NATIVE AMERICAN AGRICULTURE FUND (NAAF) AND THE LIMITED WAIVER OF SOVEREIGN IMMUNITY

WHEREAS, the Saint Regis Mohawk Tribal Council (the "Tribal Council") is the duly recognized governing body of the Saint Regis Mohawk Tribe (the "Tribe") and is responsible for the health, safety, education and welfare of all community members; and

WHEREAS, the Tribe has sovereign powers that are inherent in Tribal tradition, derived from a history of organized self-governance since time immemorial, and recognized by treaties with the United States and recognized in the Constitution of the United States; and

WHEREAS, in TCR 2013-32 adopting the Tribal Procedures Act (the "Act"), it enables Tribal Council to act as both the executive and legislative branch; and

WHEREAS, more specifically in the Act, Section IV.C. "Powers and Duties of the Council," it states that the three (3) Chiefs shall exercise all legislative and executive powers of the Tribe including, but not limited to, apply for and accept grants, cooperative agreements, and donations from any persons, firm, corporation, foundation, foreign country, organization, state and local government, or the United States and any subdivision or component thereof; and

WHEREAS, the Tribal Council is authorized to enter into legally binding agreements, and to sign all documents on behalf of the Tribe, including the Grant Agreement with the Native American Agriculture Fund (NAAF), including but not limited to the Limited Waiver of Sovereign Immunity contained therein.

NOW, THEREFORE BE IT RESOLVED, the Saint Regis Mohawk Tribal Council hereby:

1. Approves execution of the Grant Agreement with the Native American Agriculture Fund in the amount of seventy-five thousand dollars (\$75,000.00); and
2. Enters into an irrevocable Limited Waiver of Sovereign Immunity in the amount of seventy-five thousand dollars (\$75,000.00); and
3. Authorizes the execution of the Limited Waiver of Sovereign Immunity on behalf of the Tribe, as

attached hereto, and to provide therein an independent, irrevocable Limited Waiver of Sovereign Immunity on the same basis for the same purpose.

SAINT REGIS MOHAWK TRIBAL COUNCIL



Michael Conners
Tribal Chief



Eric Thompson
Tribal Chief



Beverly Cook
Tribal Chief

CERTIFICATION: This is to certify that the Saint Regis Mohawk Tribal Council pursuant to the authority vested therein duly passed the above resolution.



Summer Bero, Tribal Clerk

Deputy Tribal Clerk

Ennisko:wa / March 21, 2020

Date

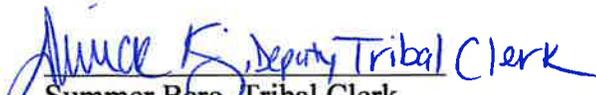


LIMITED WAIVER OF SOVEREIGN IMMUNITY

Limited Waiver of Sovereign Immunity. Nothing herein shall be deemed to be a general waiver of the Saint Regis Mohawk Tribe (the “Tribe” or “SRMT”) immunity from suit, except that the SRMT hereby provides an irrevocable limited waiver of sovereign immunity in the amount of \$75,000.00, and consents to suit, enforcement, and collection of judgement and award, injunction, specific performance or declaratory relief, as to any right, obligation or duty arising out of or under the Grant Agreement. The purpose of this explicit waiver of tribal sovereign immunity is to allow NAAF to enter into the Grant Agreement whereby NAAF will transfer grant funds in the amount of \$75,000.00 to the Tribe. The Tribe understands that NAAF is not allowed to enter into any Grant Agreement with the Tribe without the limited waiver of sovereign immunity described herein, as per the terms of the Trust Agreement under which NAAF is created and is authorized to conduct all business related to its purpose and mission. The Tribe understands that NAAF would not enter into this Grant Agreement without this limited waiver of sovereign immunity. NAAF is governed under its Trust Agreement, which explicitly requires that all tribes and tribal instrumentalities are required to grant a limited waiver of sovereign immunity to NAAF in order to enter into the Grant Agreement that governs transfer of grant funds to the Tribe in furtherance of NAAF’s charitable and educational mission. It is expressly understood and agreed that regardless of any court that may hear any dispute or suit arising out of any or relating to the Grant Agreement shall be governed by and construed in accordance with the laws of applicable courts. The waiver that is described in this document shall inure to the benefit of NAAF and each other entity entitled to the benefits of this Grant Agreement. NAAF shall have and be entitled to all available legal and equitable remedies.

CERTIFICATION

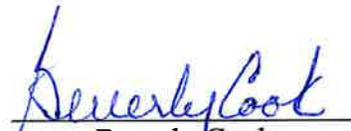
The Saint Regis Mohawk Tribal Clerk hereby certifies that the above is a true and correct copy of Tribal Council Resolution (TCR 2020- 20) is attached hereto, as approved on the 27th day of, March 2020.


Summer Bero, Tribal Clerk

EXECUTIVE APPROVAL


Michael Connors
Tribal Chief


Eric Thompson
Tribal Chief


Beverly Cook
Tribal Chief



January 14, 2020

NOTE TO NAAF GRANTEES:

We have received requests for clarification on several issues related to waivers of sovereign immunity. We offer the following discussion for your review and use, as appropriate. The language provided below is a DRAFT for review by the applicable Tribal authorities (Tribal governments and instrumentalities of Tribal governments). For all Tribal governments or Tribal instrumentalities, the Trust Agreement governing NAAF requires a waiver of sovereign immunity be received and inure to the benefit of NAAF in order to receive funds provided by NAAF in furtherance of its mission. This waiver should be limited to the amount of the grant and the duration of the grant relationship. The information below is provided to the potential Grantee for their review and consideration.

The DRAFT “Limited Waiver of Sovereign Immunity” provided immediately below is offered to potential Grantees as draft language that should be included within the documents provided by the Tribe/instrumentality and be provided on letterhead of the Tribe/instrumentality. The signed document will be included in the Grantee’s records on file with NAAF and become a component of the Grant Agreement executed before transfer of funds will occur.

The next draft language is a DRAFT Resolution. Should the Tribe/instrumentality require a resolution in order to authorize execution of a limited waiver, resolution draft language below is offered as an appropriate example. Your own internal requirements may include a different process; we offer language below as several potential Grantees have requested an example.

The draft language provided below (or a suitable substitution) must be included with the Grant Agreement and signed/dated by the appropriate authorities and submitted to NAAF along with the signed Grant Agreement. **No grant funds will be transmitted until this step in the process is completed.**

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