



WHITE MOUNTAIN APACHE TRIBE

A Sovereign Tribal Nation

(Approving Term Sheets between US Bank and Fort Apache Heritage Foundation, Inc., for Financing of Home of Harmony Project with Federal New Markets Tax and Historic Rehabilitation Tax Credits)

-
- WHEREAS,** The Constitution of the White Mountain Apache Tribe (“Tribe”) of the Fort Apache Indian Reservation provides, at Article IV, Section 1(a) that the Tribal Council (“Council”) shall exercise the power, “[t]o represent the Tribe and act in all matters that concern the welfare of the Tribe”, and in Section 1(s), “to regulate subordinate organizations for economic or other purposes”; and
- WHEREAS,** The Fort Apache Heritage Foundation, Inc., (“Foundation”) administers the Fort Apache Preservation Fund established pursuant to the April 7, 2005, Settlement Agreement between the United States and the White Mountain Apache Tribe for the repair, rehabilitation, maintenance, restoration, and preservation of the Fort Apache Property Site, which include buildings and improvements located on the site; and
- WHEREAS,** The Foundation is currently overseeing the Home of Harmony Project which will entail the rehabilitation of the former boy’s dorm located within Fort Apache to serve as a town center, with the former dorm and storage rooms being converted into offices, meeting and studio spaces, and six “live-work” residences” for purposes of promoting economic development and Apache traditional and historic culture preservation within the Fort Apache Indian Reservation; and
- WHEREAS,** The Foundation plans to finance a portion of the total price for the Home of Harmony Project with Federal New Markets Tax Credits and Federal Historic Rehabilitation Tax Credits; and
- WHEREAS,** The Federal New Markets Tax Credits Program assists economically distressed communities in attracting private capital to finance a wide range of businesses, while the Federal Historic Rehabilitation Tax Credit Program supports projects that rehabilitate historic buildings while maintaining their historic character; and
- WHEREAS,** To meet the funding requirements for both federal tax credits programs, the Council, pursuant to Resolution No. 01-2024-011, approved the creation of the Home of Harmony QALICB, LLC and the Home of Harmony Manager, LLC; and
- WHEREAS,** The Foundation’s Chief Executive Officer (“CEO”) this day advises the Council that U.S. Bancorp Community Development Corporation (“USB CDC”), a subsidiary of U.S. Bank National Association, has proposed making equity investments in the Home of Harmony Project, in the total amount of \$6,327,460, under the Federal New Markets Tax Credit Program and the Federal Historic Rehabilitation Tax Credit Program; and
- WHEREAS** the Foundation, as the “Sponsor” of the Home of Harmony Project, accordingly requests approval by the Council to sign term sheets, as attached and incorporated by this reference,

with USBCDC for its proposed equity investment to begin negotiations of the proposed transaction; and

WHEREAS, Each of the USBCDC term sheets provides that its “terms and conditions does not constitute or create, and shall not be deemed to constitute or create, any legally binding or enforceable obligation on the part of [USBCDC or the Foundation] and is for discussion purposes only and should not be construed as a commitment to provide loans or equity to the [Home of Harmony] Project” until the Parties have prepared all necessary agreements and proceed to the closing of the proposed transactions, which will require approval by the Council; and

WHEREAS, Article III of the Foundation’s bylaws requires approval by the Council to authorize the Foundation to sign the USBCDC term sheets; and

WHEREAS, the Tribal Council finds that approving the Foundation to sign and deliver the term sheets with USBCDC is central to the Foundation obtaining funds to finance the rehabilitation and development of the Home of Harmony Project using New Markets Tax Credits and Historic Rehabilitation Tax Credits, and therefore is in the best interests of the Tribe and its members.

BE IT RESOLVED by the Tribal Council of the White Mountain Apache Tribe hereby authorizes the Foundation to sign each of the USBCDC term sheets, as attached and incorporated by reference herein.

BE IT FURTHER RESOLVED by the Tribal Council of the White Mountain Apache Tribe that the USBCDC term sheets shall not be interpreted or construed to waive the Tribe’s or the Foundation’s sovereign immunity, expressed or implied, from suit nor that of its officers nor employees, for any purpose in any forum or jurisdiction, as may be related to any action filed against both organizations in any court of law.

BE IT FURTHER RESOLVED by the Tribal Council of the White Mountain Apache Tribe that it hereby directs that in the event this Resolution directly conflicts with the Tribal Constitution, Tribal Ordinances, or any material facts concerning the issues presented are later found to be false, this Resolution shall be deemed null and void and have no legal effect.

BE IT FURTHER RESOLVED by the Tribal Council of the White Mountain Apache Tribe that it hereby directs that in the event that this Resolution conflicts with a prior Resolution or Policy, this Resolution shall supersede and govern over the conflicting subject matter.

BE IT FURTHER RESOLVED by the Tribal Council of the White Mountain Apache Tribe that the Chairman, or in his absence, the Vice-Chairman, is hereby authorized to execute and deliver any and all other documents, and to take or cause to be taken such further actions as such individual deems necessary or appropriate to effectuate the intent of this Resolution.

The foregoing resolution was on MAY 8, 2024 duly adopted by a vote of NINE for, ZERO against, and TWO abstentions by the Tribal Council of the White Mountain Apache Tribe, pursuant to authority vested in it under the enumerated powers listed in Article IV, Section 1, of the WMAT Constitution, so ratified on November 10, 2021, and federally recognized pursuant to Section 16 of the Indian Reorganization Act of June 18, 1934 (48 Stat. 984).

Kasey Velasquez 5.10.2024 Vaneyssa Johnson 05/13/2024
Kasey Velasquez, Chairman Date Vaneyssa Johnson, Tribal Secretary Date