



**RESOLUTION OF THE DELAWARE TRIBE OF
INDIANS APPROVING AMENDED ARTICLES OF
ORGANIZATION FOR DELAWARE FACILITIES
MANAGEMENT SOLUTIONS**

RESOLUTION 2014-23

WHEREAS, the Constitution of the Delaware Tribe adopted in November 2008 vested in the Tribal Council the general governmental authority of the affairs of the Delaware Tribe, including the authority to establish, manage, and control business entities for the benefit of the Delaware Tribe of Indians and its members, and

WHEREAS, it is the policy of the Delaware Tribe to engage in economic development to raise revenue to provide for the health, safety, education, and welfare of its citizens while protecting the assets and property of the Tribe, and

WHEREAS, on March 19, 2007, the Delaware Tribal Council approved Resolution No. 2007-02 authorizing the creation of a Tribally Chartered Holding Company, "Delaware Enterprise Authority", to establish and oversee the management and operation of all Tribal business and industrial development projects and said Council adopted and approved the Delaware Enterprise Authority (Tribal Holding Company), Charter, and the Delaware Tribe of Indians Enterprise Act of 2007; and

WHEREAS, the Tribal Council approved the establishment and development of the start-up business Delaware Facilities Management Solutions, LLC to pursue government contracts, commercial, and residential clients in the area of facility management in 2012; and

WHEREAS, the Tribal Council as Member of the LLC on behalf of the Delaware Tribe of Indians does amend the Articles of Organization for Delaware Facilities Management Solutions as outlined in the attached document entitled "DELAWARE FACILITIES MANAGEMENT SOLUTIONS, LLC AMENDMENT TO ARTICLES OF ORGANIZATION".

NOW THEREFORE BE IT RESOLVED the Tribal Council does hereby approve to adopt this Amended Articles of Organization for Delaware Facilities Management Solutions, LLC.

CERTIFICATION

I do hereby certify that the foregoing Resolution was duly considered and approved during a meeting of the Tribal Council; with a quorum present on May 13, 2014 by a majority vote yes 6, no 0, and 0 abstaining.


Paula Pechonick, Chief


Verna Crawford, Secretary

**AMENDED ARTICLES OF ORGANIZATION
OF
DELAWARE FACILITIES MANAGEMENT SOLUTIONS, LLC**

TO: SECRETARY, DELAWARE TRIBE OF INDIANS
170 NE Barbara Ave.
Bartlesville, OK 74006

The undersigned, for the purpose of amending the articles of organization of Delaware Tribe of Indians limited liability company pursuant to the provisions of Delaware Tribe of Indians Limited Liability Companies Act 2012, does hereby execute the following amended articles:

1. **ARTICLE VI Management** is amended as follows:

The business of the Limited Liability Company shall be managed by one or more managers who shall be appointed by the Delaware Tribe of Indians, Enterprise Authority (DEA). ~~The DEA Board will appoint a separate Board of Directors to provide oversight to the Chief Executive Officer (CEO). The CEO will oversee the day to day operations of the Company.~~

2. **ARTICLE IX Purpose** is amended to add the following language:

The Limited Liability Company has been formed under the Delaware Tribe of Indians Limited Liability Companies Act, for the purpose of engaging in any lawful business for which limited liability companies may be organized under the Act.

The Delaware Tribe of Indians Tribal Council, the sole member of the Limited Liability Company, agrees that the Limited Liability Company may sue and be sued in any of the United States Federal courts, which are hereby designated to be among the courts of competent jurisdiction, for all matters relating to SBA's programs including, but not limited to, 8(a) program participation, loans and contract performance. The authority provided herein is not intended to, nor shall it be construed to, waive the immunity of the Company, its Member, the Delaware Tribe of Indians, or any agency thereof, for any other purposes not specifically mentioned herein. This waiver is granted solely for the purposes required by 13 CFR 124.109, and it shall not be interpreted to grant any rights to parties other than those intended by this regulation. Further, any recovery under this waiver of sovereign immunity shall be limited to the assets of the Limited Liability Company.

Dated: May 13, 2014

Delaware Facilities Management Solutions, Inc.

Amendment approved by the Delaware Tribe of Indians Tribal Council May 13, 2014.

By: Paula Pechonick
Paula Pechonick, Chief