WHEREAS, the Delaware Tribal Council is authorized by Article V of the Constitution and Bylaws of the Delaware Tribe of Indians to represent and act in all matters that concern the general welfare of the Tribe; and,

WHEREAS, on January 6, 2015, the Delaware Tribal Council approved the Operating Agreement to form under the Delaware Tribe of Indians Limited Liability Companies Act (the “Act”) Tahkox e2, LLC, a Tribally-chartered Limited Liability Company for the purpose of engaging in any lawful business for which limited liability companies may be organized under the Act; and

WHEREAS, in accordance with the Operating Agreement, the Delaware Tribal Council on behalf of the Delaware Tribe of Indians was established as the sole Member of Tahkox e2, LLC owning one-hundred percent (100.0%) of the Membership Interest and providing for management to be one or more individuals appointed by the Member to oversee the day-to-day operations of Tahkox e2, LLC; and

WHEREAS, on August 21, 2021, the Delaware Tribal Council approved the Operating Agreement to form under the Act the Delaware Tribe Holding Company, LLC, a Tribally-chartered Limited Liability Company, to carry on and develop tribal business ventures and/or economic development projects for the benefit of the Tribe and its members; and

WHEREAS, in accordance with the Operating Agreement, the Delaware Tribe of Indians was established as the sole Member of Delaware Tribe Holding Company, LLC owning one-hundred percent (100.0%) of the Membership Interest and providing for management to be conducted through a three (3) member Board of Directors selected by the Tribe through a duly enacted Tribal Resolution; and

WHEREAS, on September 18, 2021, the Delaware Tribal Council approved and enacted Tribal Resolution 2021-36 selecting three (3) members to serve on the Board of Directors for Delaware Tribe Holding Company, LLC; and
WHEREAS, pursuant to Section 914 of the Act, no membership interest in any LLC in which the Tribe is the sole member may be alienated unless approved by a Resolution of the Delaware Tribal Council; and

WHEREAS, in accordance with the Act and in furtherance of the Tribe’s long-term business development strategy, the Delaware Tribal Council proposes through this Resolution to assign, transfer, and convey all rights and interests of its one-hundred percent (100.0%) Membership Interest in Tahkox e2, LLC to Delaware Tribe Holding Company, LLC; and

WHEREAS, the Delaware Tribal Council expressly consents for Delaware Tribe Holding Company, LLC to be admitted as the sole member of Tahkox e2, LLC in accordance with Section 606 of the Act and shall have all the rights, obligations and responsibilities of the member arising or accruing after the date hereof under the Operating Agreement for Tahkox e2, LLC granted to the member.

WHEREAS, the Delaware Tribal Council expressly consents for the Operating Agreement for Tahkox e2, LLC to be amended to reflect that the sole member of Tahkox e2, LLC shall be the Delaware Tribe Holding Company, LLC.

NOW, THEREFORE, BE IT RESOLVED BY THE DELAWARE TRIBAL COUNCIL, that the Delaware Tribal Council hereby assigns, transfers, and conveys all rights and interests of its one-hundred percent (100.0%) Membership Interest in Tahkox e2, LLC to Delaware Tribe Holding Company, LLC, in accordance with the Act and subject to the terms and conditions of the Operating Agreement for Delaware Tribe Holding Company, LLC; and

BE IT FURTHER RESOLVED BY THE DELAWARE TRIBAL COUNCIL that Delaware Tribe Holding Company, LLC is hereby admitted as the sole member of Tahkox e2, LLC in accordance with Section 606 of the Act and shall have all the rights, obligations and responsibilities of the member arising or accruing after the date hereof under the Operating Agreement for Tahkox e2, LLC granted to the member; and

BE IT FURTHER RESOLVED BY THE DELAWARE TRIBAL COUNCIL that the Operating Agreement for Tahkox e2, LLC is hereby amended to reflect that the sole member of Tahkox e2, LLC is the Delaware Tribe Holding Company, LLC.

CERTIFICATION

I hereby certify that the foregoing was considered by the Delaware Tribal Council of the Delaware Tribe of Indians and adopted this 8th day of NOVEMBER 2021 with a vote of 5 yes, 0 no, and 0 abstaining.

Brad KillsCrow, Chief

Attested by: Nicky Michael, Secretary