



# THE MILLE LACS BAND OF OJIBWE INDIANS

*Legislative Branch of Tribal Government*

## JOINT RESOLUTION 10-04-12-04

### A RESOLUTION DESIGNATING MORGAN STANLEY DW INC. AS DEPOSITORY FOR DECEMBER 2003 DISTRIBUTION- MINOR TRUST ACCOUNT.

WHEREAS, the Mille Lacs Band Assembly is a duly elected governing body of the Mille Lacs Band of Ojibwe, a Federally-recognized Indian Tribe; and,

WHEREAS, the Mille Lacs Band Assembly is empowered by 3 MLBSA Sub. Section 2 to adopt resolutions which promote the general welfare of the people; and,

WHEREAS, the Mille Lacs Band Assembly has approved the accounts of specifically appropriated funds to the investment firm of Morgan Stanley DW Inc.

<u>Date</u>	<u>Name</u>	<u>Account Number</u>	<u>Description</u>
11/24/03			Minor Trust

NOW THEREFORE BE IT RESOLVED, that the Morgan Stanley DW Inc. is designated as a depository for the minor trust funds of the Mille Lacs Band of Ojibwe; and,

- (1) This resolution shall continue to have effect until express written notice of its rescission or modification has been received and recorded by Morgan Stanley DW Inc.
- (2) All transactions, if any, with respect to any deposit, withdrawals, by or on behalf of the Mille Lacs Band with Morgan Stanley DW Inc. prior to the adoption of this resolution are hereby ratified, approved and confirmed.
- (3) Any of the persons named below, so long as they act in a representative capacity as agents of the Mille Lacs Band, are authorized to make any and all other contracts, agreements, stipulations and orders which they may deem advisable for the effective exercise of the powers indicated below, from time to time with Morgan Stanley DW Inc. concerning funds deposited in Morgan Stanley DW Inc. or any other Business transacted by and between the Mille Lacs Band and Morgan Stanley DW Inc. subject to any restrictions stated below.

DISTRICT I

43408 Oolena Drive • Onamia, MN 56359

DISTRICT II

36666 State Hwy 65 • McGregor, MN 55760

DISTRICT III

Route 2 • Box 233-N • Sandstone, MN 55072

- (4) Any and all prior resolutions adopted by the Mille Lacs Band and certified to Morgan Stanley DW Inc. as governing the operation of the Mille Lacs Band's account(s) are in full force and effect, unless supplemented or modified by this authorization.
- (5) The Mille Lacs Band agrees to the terms and conditions of any account agreement, properly opened by any authorized representative(s) of the Mille Lacs Band, and authorizes Morgan Stanley DW Inc. named above, at any time, to charge the Mille Lacs Band for all checks, drafts, or other orders, for the payment of money, that are drawn on this Financial Institution regardless of by whom or by what means the facsimile signature(s) may have been affixed as long as they resemble the facsimile signature specimens in section C, (or the facsimile signature specimens that the Mille Lacs Band files with Morgan Stanley DW Inc. from time to time) and contain the required number of signatures for this purpose.

BE IT FURTHER RESOLVED, if indicated, any person listed below (subject to any expressed restrictions) is authorized to:

Exercise all of the powers listed in (2) through (3).

<u>Name and Title</u>	<u>Signature</u>	<u>Facsimile Signature</u> (if used)
Melanie Benjamin, Chief Executive		
Herb Weyaus, Secretary/Treasurer		
Angella Roby, Commissioner of Finance		

Secr/Treas./Chief Exec./Commissioner of Finance

- (2) Open any deposit or checking account(s) in the name of the Mille Lacs Band. Number of authorized signatures required for this purpose 2.

Secr/Treas./ Chief Exec./Commissioner of Finance

- (3) Endorse checks and orders for the payment of money and withdraw funds on deposit with Morgan Stanley DW Inc. Number of authorized signatures required for this purpose 2.

BE IT FURTHER RESOLVED, that Morgan Stanley DW Inc. may deal with any and all of the persons directly or indirectly by the foregoing resolution empowered, as though they were dealing with the Band directly.

BE IT FURTHER RESOLVED, that the Secretary/Treasurer of the Band be and hereby is authorized, empowered and directed to certify, under the seal of the Band, to Morgan Stanley DW Inc.: (a) a true copy of this Resolution; (b) specimen signatures of each and every person by this Resolution empowered; and (c) a certificate (which, if required by Morgan Stanley DW Inc., shall be supported by an opinion of legal counsel of the Band, or other counsel satisfactory to Morgan Stanley DW Inc.) that the Band is duly organized and existing, that its statutes empower it to transact the business by this Resolution, and that no limitation has been imposed upon such powers by the laws of the Band or otherwise.

BE IT FURTHER RESOLVED, that Morgan Stanley DW Inc. may rely upon the certified copy of the resolutions, specimen signatures, and certificate, as continuing fully effective unless and until Morgan Stanley DW Inc. shall receive due written notice of change or rescission, and the dispatch or receipt of any other form of notice shall not constitute a waiver of this provision, nor shall the fact that any person hereby empowered ceases to be an officer of the Band or becomes an officer under some other title, in any way affect the powers hereby conferred, but the failure to supply a specimen signature shall not invalidate any transaction where the party authorizing the same has been actually empowered thereto by or in conformity with these resolutions; and,

NOW BE IT FURTHER RESOLVED, that the minor trust funds shall be a Cash Account for the purpose of purchasing, selling, transferring, exchanging and generally dealing in any and all forms of securities and financial instruments of every kind or nature whatsoever. All orders and instructions, written or oral, relating to the Securities Accounts shall be given to Morgan Stanley DW Inc. by **two** of the individuals designated under the heading "Authorized Individuals", and **two** individuals are hereby authorized and directed to purchase and/or sell and/or deal in any and all securities and financial instruments for the Mille Lacs Band, including the power to deliver, accept delivery of, endorse, and direct the transfer of record title of any accounts assets beneficially owned by the Mille Lacs Band, without obligation on your part to inquire into the reasons for said orders or instructions; and,

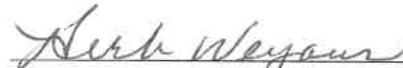
BE IT FURTHER RESOLVED, that in the event of any change in the office or powers of persons hereby empowered, the Secretary/Treasurer shall certify such changes to Morgan Stanley DW Inc. in writing in the manner herein above provided, which notification, when received, shall be adequate both to terminate the powers of the persons theretofore authorized, and to empower the persons thereby substituted; and,

BE IT FURTHER RESOLVED, that the Chief Executive, the Secretary/Treasurer and Commissioner of Finance of the Band be, and hereby are, authorized and empowered to countersign items as aforesaid; and,

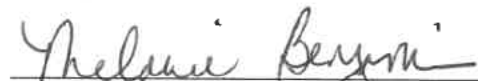
BE IT FURTHER RESOLVED, that this resolution and the certificates actually furnished to Morgan Stanley DW Inc. by the Secretary/Treasurer of the Band pursuant thereto, be and they hereby are made irrevocable until written notice of the revocation thereof shall have been received by Morgan Stanley DW Inc. and;

WE DO HEREBY CERTIFY, that the foregoing resolution was duly concurred with and adopted at a special session of the Band Assembly in Legislative Council assembled, a quorum of legislators being present held on the 25<sup>th</sup> day of November, 2003 at Duluth, Minnesota by a vote of 2 FOR, 0 AGAINST, 0 SILENT.

IN WITNESS WHEREOF, we, the Band Assembly hereunto cause to have set the signature of the Speaker of the Assembly to be affixed to this resolution and forwarded to the Chief Executive for Concurrence.

  
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Herb Weyaus, Speaker of the Assembly

IN CONCURRENCE, with the action of the Speaker of the Assembly, I, set my hand to this resolution.

  
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Melanie Benjamin, Chief Executive

**OFFICIAL SEAL OF THE BAND**