



# THE MILLE LACS BAND OF OJIBWE INDIANS

*Legislative Branch of Tribal Government*

## JOINT RESOLUTION 15-01-134-12

### A JOINT RESOLUTION DESIGNATING MORGAN STANLEY SMITH BARNEY AS DEPOSITORY FOR AUGUST 2012 DISTRIBUTION AND MASTER 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 § 2 (d) 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 Smith Barney

<u>Date</u>	<u>Name</u>	<u>Account Number</u>	<u>Description</u>
8-2-12	[REDACTED]	[REDACTED]	Minor Trust
10-1-12	[REDACTED]	[REDACTED]	Minor Trust

NOW THEREFORE BE IT RESOLVED, that Morgan Stanley Smith Barney is designated as the 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 Smith Barney.
- (2) 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 Smith Barney concerning funds deposited in Morgan Stanley Smith Barney or any other Business transacted by and between the Mille Lacs Band and Morgan Stanley Smith Barney subject to any restrictions stated below.
- (3) Any and all prior resolutions adopted by the Mille Lacs Band and certified to Morgan Stanley Smith Barney 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.

#### DISTRICT I

43408 Oodena Drive • Onamia, MN 56359  
(320) 532-4181 • Fax (320) 532-4209

#### DISTRICT II

36666 State Highway 65 • McGregor, MN 55760  
(218) 768-3311 • Fax (218) 768-3903

#### DISTRICT IIA

2605 Chimnising Drive • Isle, MN 56342  
(320) 676-1102 • Fax (320) 676-3432

#### DISTRICT III

45749 Grace Lake Road • Sandstone, MN 55072  
(320) 384-6240 • Fax (320) 384-6190

#### URBAN OFFICE

1404 E. Franklin Avenue • Minneapolis, MN 55404  
(612) 872-1424 • Fax (612) 872-1257

(4) 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 Smith Barney 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 below 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 (1) through (3).

<u>Name and Title</u>	<u>Signature</u>	<u>Facsimile Signature</u> (if used)
Marge Anderson, Chief Executive		
Curt Kalk, Secretary/Treasurer		
John G. Gerdener, Commissioner of Finance		
Sandra Blake, District I Representative		
Marvin Bruneau, District II Representative		
Diane Gibbs, District III Representative		

Secretary/Treasurer / Chief Executive / Commissioner of Finance

(1) Open any deposit or checking account(s) in the name of the Mille Lacs Band. Number of authorized signatures required for this purpose 2 of the above and a District Representative (selected by the Secretary-Treasurer).

Secretary/Treasurer / Chief Executive / Commissioner of Finance

(2) Transfer, convert, endorse, buy, sell, assign, set over and deliver any and all shares of bonds, debentures, notes, or other securities now or hereafter standing in the name of or owned by the Band or to make, execute and deliver, under the seal of the Band, any and all written instruments of assignment and transfer necessary or proper to effectuate hereby conferred. Securities cannot be used as collateral. Number of authorized signatures required for this purpose 2 of the above and a District Representative (selected by the Secretary-Treasurer).

Secretary/Treasurer / Chief Executive /Commissioner of Finance

(3) Endorse checks and orders for the payment of money and withdraw funds on deposit with Morgan Stanley Smith Barney. Number of authorized signatures required for this purpose 2 of the above and a District Representative (selected by the Secretary-Treasurer).

BE IT FURTHER RESOLVED, that Morgan Stanley Smith Barney 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; and

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 Smith Barney: (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 Smith Barney, shall be supported by an opinion of legal counsel of the Band, or other counsel satisfactory to Morgan Stanley Smith Barney) 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; and

BE IT FURTHER RESOLVED, that Morgan Stanley Smith Barney may rely upon the certified copy of the resolutions, specimen signatures, and certificate, as continuing fully effective unless and until Morgan Stanley Smith Barney shall receive 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

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 Smith Barney by **three** of the individuals designated under the heading "Authorized Individuals," and **three** 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 account assets beneficially owned by the Mille Laes Band, without obligation to inquire into the reasons for said orders or instructions; and

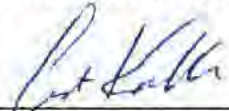
BE IT FURTHER RESOLVED, that in the event of any change in the office or powers of persons hereby empowered, the Secretary/Treasurer shall certify such changes to Morgan Stanley Smith Barney in writing in the manner herein above provided, which notification, when received, shall be adequate both to terminate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

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

BE IT FURTHER AND FINALLY RESOLVED, that this resolution and the certificates actually furnished to Morgan Stanley Smith Barney 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 Smith Barney.

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 26<sup>th</sup> day of June, 2012 at Vineland, 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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Curt Kalk, Speaker of the Assembly

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

  
\_\_\_\_\_  
Marge Anderson, Chief Executive

**OFFICIAL SEAL OF THE BAND**