



CENTRAL COUNCIL
Tlingit and Haida Indian Tribes of Alaska
Edward K. Thomas Building
9097 Glacier Highway • Juneau, Alaska 99801

Executive Council of the Central Council
TLINGIT AND HAIDA INDIAN TRIBES OF ALASKA

Resolution EC/ 16-46

Title: Limited Waivers of Sovereign Immunity for Leases of Thane Site and Adjacent Property
for Development of Cultural Immersion Park

WHEREAS, Central Council of Tlingit and Haida Indian Tribes of Alaska (Central Council) is a federally recognized tribe of more than 30,000 tribal citizens worldwide and Central Council has designated the General Assembly or the Executive Council when not in session (“Executive Council”) as the governing body of Central Council; and

WHEREAS, the Executive Council has the sovereign and plenary power to conduct and manage the affairs and property of the Tribe, which, pursuant to Article VII, Section 1.b. of the Constitution, includes authority to purchase or lease real property; and

WHEREAS, Central Council plans to establish a cultural immersion park on land leased from the City and Borough of Juneau (“CBJ”) at Alaska Tidelands Survey 1328 (the “Thane Site”); and

WHEREAS, Central Council formed T&H Immersion Park, LLC, (“the LLC”) a limited liability company, under Central Council’s Tribal Code, Title 3, Chapter II, to manage and operate the cultural immersion park; and

WHEREAS, Central Council has negotiated a long-term commercial lease between the LLC and CBJ for the Thane Site, which requires a limited waiver of the LLC’s tribal sovereign immunity for contract and tort disputes with CBJ arising out of the lease, strictly limited to actions by CBJ for money damages or for specific performance of the terms and conditions of the lease; and

WHEREAS, Central Council has also negotiated a short-term commercial lease between Central Council and AJT Mining Properties, Inc. (“AJT”) for land adjacent to the Thane Site at Alaska Tidelands Survey No. 1570 (“the Adjacent Land”), which requires a limited waiver of Central Council’s tribal sovereign immunity for contract and tort disputes with AJT arising out of the lease, strictly limited to actions by AJT for money damages or for specific performance of the terms and conditions of the lease; and

WHEREAS, neither limited waiver of sovereign immunity is to be construed as a waiver or consent to the levy of any judgment, lien, attachment or encumbrance upon any real property or interest in any real property of Central Council or its sub-entities, or the LLC, whether held in fee, trust for the benefit of Central Council or any tribal citizen by the United States or as restricted fee

land or in fee simple, nor as to any restricted federal funds held by or to be received by Central Council, nor as to any funds or property owned by any other tribe or tribal citizen and held by Central Council, in trust or otherwise, nor does it waive the sovereign immunity of Central Council's or the LLC's employees, officers, agents and members; and

NOW THEREFORE BE IT RESOLVED, the Executive Council hereby determines that it is necessary and in the best interest of Central Council that, in the event that Central Council executes the above-described, long-term commercial lease between the LLC and CBJ for the Thane Site, and the above-described, short-term commercial lease between Central Council and AJT for the Adjacent Land, Central Council waives its tribal sovereign immunity and that of the LLC only to the extent described in this Resolution and the individual leases.

BE IT FURTHER RESOLVED, the Executive Council authorizes President Richard J. Peterson to execute the above described leases with the limited waivers of sovereign immunity.

ADOPTED this 18th day of August 2016, by the Executive Council of the Central Council of Tlingit and Haida Indian Tribes of Alaska, by a vote of 5 yeas, 0 nays, 1 abstentions and 0 absence(s).

CERTIFY



President Richard J. Peterson

ATTEST



Tribal Secretary Ralph Wolfe