RESOLUTION

WHEREAS, the Pawnee Business Council is the supreme governing body of the Pawnee Nation and is authorized to conduct business on behalf of the Pawnee Nation in accordance with Article IV, Sections 1 and 2 of the Pawnee Nation Constitution and By-Laws; and

WHEREAS, the Pawnee Business Council met in special session on October 9, 2019, at the Pawnee Nation Roam Chief Event Center, duly authorized, with a quorum present; and

WHEREAS, the Pawnee Business Council asserts that it is in the best interest of the Pawnee Nation to hire an attorney to review and represent the Pawnee Business Council Treasurer in the litigation filed in Pawnee Tribal Court; and

WHEREAS, the Pawnee Nation wishes to retain G. Steven Stidham with StidhamLaw, P.C. (the "Attorneys") as Special Counsel; and

WHEREAS, the Attorneys have submitted a proposed engagement letter for the consideration of the Pawnee Nation, a copy of which is attached hereto and incorporated by reference herein;

NOW, THEREFORE BE IT RESOLVED the Pawnee Business Council does hereby contracts with, retains, and employs the Attorneys to act as special counsel for and on behalf of the Pawnee Nation; and

BE IT FURTHER RESOLVED that the engagement between the Attorneys and the Pawnee Nation shall be effective as of October 9, 2019; and

BE IT FURTHER RESOLVED that the Attorneys shall be reimbursed for all necessary and proper expenses incurred in connection with the performance of their duties for the Pawnee Nation as provided in the Engagement Letter.

CERTIFICATION

I, Patricia McCray, Secretary of the Pawnee Business Council, certify that a Special Meeting of the Pawnee Business Council was held on the 9th day of October 2019 and that the Pawnee Business Council is composed of eight members, of whom _8_ were present, _0_ absent, comprising a quorum, and the foregoing resolution was duly adopted by a vote of _5_ for, _1_ against, _1_ abstaining, and _1_ not voting.

Signed this 9th day of October 2019

ATTEST:

[Signature]
Patricia McCray, Secretary
Pawnee Nation Business Council

[Signature]
Darrell Wildcat, Vice-President
Pawnee Nation Business Council