

**RESOLUTION OF THE
HEALTH, EDUCATION AND HUMAN SERVICES COMMITTEE
OF THE NAVAJO NATION COUNCIL**

23rd NAVAJO NATION COUNCIL - First Year, 2015

AN ACTION

RELATING TO HEALTH, EDUCATION AND HUMAN SERVICES COMMITTEE; APPOINTING DELEGATE MEMBERS FROM THE HEALTH, EDUCATION AND HUMAN SERVICES COMMITTEE AS SHAREHOLDER AND MEMBER REPRESENTATIVES TO THE NAVAJO OIL AND GAS COMPANY, THE NAVAJO TIMES PUBLISHING COMPANY, INC., THE DINE DEVELOPMENT CORPORATION, AND AS MEMBER REPRESENTATIVE TO THE NAVAJO TRANSITIONAL ENERGY COMPANY, LLC

BE IT ENACTED:

Section One. Findings

A. NAVAJO NATION OIL & GAS , INC.: The Charter of the Navajo Nation Oil and Gas Corporation at Article V (D) states "All rights of the shareholder of the Corporation shall be exercised by eleven (11) shareholder representatives, composed of one member from each of the eleven (11) standing committees of the Navajo Nation Council or *their successor committee...*" (emphasis added)

1. Although though Navajo Nation Council has been composed of twelve (12) standing committees at the time Article V (D) was implemented, Article V (D) only named eleven (11) and not twelve (12) standing committee Shareholder Representatives. The Intergovernmental Relations Committee did not have a shareholder representative on the Navajo Nation Oil and Gas, Inc. Navajo Nation Oil and Gas Corporation Article V.
2. The Navajo Nation Council was reduced in membership from 88 delegates to 24 delegates; this necessitated a reduction in the numbers of standing committee from twelve (12) to five (5), Resolution CO-45-12, and determined the Charter, Article V(D) composition as follows:
 - a. The Naabik'iyati Committee took the place of the Government Services Committee Intergovernmental Relations Committee and the Ethics and Rules Committee. Resolution CO-45-12, Sections 5(A and E). The Intergovernmental Relations Committee did not have a shareholder representative on the Navajo Nation Oil and Gas Company, Inc. (Navajo Nation Oil and Gas Corporation Article V); therefore, the Naabik'iyati Committee is permitted two (2) Navajo Oil and Gas Corporation Shareholder Representatives.

b. The Resources and Development Committee took the place of the Resources Committee, the Transportation and Community Development Committee and the Economic Development Committee. Resolution CO-45-12, Section 5(B). Therefore, the Resources and Development Committee is permitted three (3) Navajo Oil and Gas Corporation Shareholder Representatives.

c. The Law and Order Committee took the place of the Public Safety Committee and the Judiciary Committee. Resolution CO-45-12, Section 5(C). Therefore, the Law and Order Committee is permitted two (2) Navajo Oil and Gas Corporation Shareholder Representatives.

d. The Health, Education and Human Services Committee took the place of the Health and Social Services Committee, the Human Services Committee and Education Committee. Resolution CO-45-12, Section 5(D). Therefore, the Health, Education and Human Services Committee is permitted three (3) Navajo Oil and Gas Corporation Shareholder Representatives.

e. The Budget and Finance Committee did not take the place of another standing committee. Resolution CO-45-12. Therefore, the Budget and Finance Committee is permitted one (1) Navajo Oil and Gas Corporation Shareholder Representative.

B. NAVAJO TIMES PUBLISHING: The By-Laws of the Navajo Times Publishing Company, Inc. at Section 1.01 states "As the sole shareholder, the Navajo Nation's shares in the Corporation shall be exercised by five (5) standing committees of the Navajo Nation Council or their successor committees..." The Health, Education and Human Services Committee is permitted one Navajo Times Publishing Company Shareholder Representative.

C. DINE DEVELOPMENT CORPORATION: The By-Laws of the Dine Development Corporation at Section 1.01 states "As the sole shareholder, the Navajo Nation's shares in the Corporation shall be exercised by five (5) standing committees of the Navajo Nation Council or their successor committees..." The Health, Education and Human Services Committee is permitted one Dine Development Corporation Shareholder Representative.

D. NAVAJO TRANSITIONAL ENERGY COMPANY (NTEC): The Operating Agreement of the Navajo Transitional Energy Company, LLC, at Article III (C) states that the membership interest in the Company "be exercised by five (5) "member representatives," composed of one (1) member from each of the five (5) standing committees of the Navajo Nation Council (or their successor committees)..." The Health, Education and Human Services Committee is permitted one Navajo Transitional Energy Company Member Representative.

E. It is in the best interest of the Navajo Nation that the Health, Education and Human Services Committee designate members of its committee to be Shareholder Representatives to the Navajo Nation Oil and Gas Company, the Navajo Times Publishing Company, the Dine Development Corporation and designate a committee member to be the Member Representative to the Navajo Transitional Energy Company, LLC.

Section Two. Health, Education and Human Services Committee Shareholder Representatives and Member Representative Designees

A. The following member Delegate is hereby designated by the Health, Education and Human Services Committee as its Shareholder Representative to the Navajo Nation Oil and Gas Company;

Delegate: Nelson BeGaye

Delegate: Norman M. Begay

Delegate: none

B. The following member Delegate is hereby designated by the Health, Education and Human Services Committee as its Shareholder Representative to the Navajo Times Publishing Company, Inc.;

Delegate: none

C. The following member Delegate is hereby designated by the Health, Education and Human Services Committee as its Shareholder Representative to the Dine Development Corporation;

Delegate: Norman M. Begay

D. The following member Delegate is hereby designated by the Health, Education and Human Services Committee as its Shareholder Representative to the Navajo Transitional Energy Company, LLC;

Delegate: none

E. The appointments of the Health, Education and Human Services Committee's Shareholder Representatives and Member Representative to the Navajo Nation Oil and Gas Corporation, the Navajo Times Publishing Company, Inc., the Dine Development Corporation and the Navajo Transitional Company, LLC, shall become effective upon adoption of this resolution by this Committee.

C E R T I F I C A T I O N

I hereby certify that the foregoing resolution was duly considered by the Health, Education and Human Services Committee of the Navajo Nation Council at a duly called meeting at Window Rock, Navajo Nation (Arizona), at which a quorum was present and that the same was passed by a vote of 3 in favor and 2 opposed and 1 abstained, this 25th day of March, 2015.

N-M B.

Honorable Norman M. Begay, Vice-Chairperson
Health, Education and Human Services Committee

Tabled 2/23/15 by:

Motion: Honorable Nelson BeGaye

Second: Honorable Norman M. Begay

Vote: 5 in favor: 0 Opposed and 0 Abstain

Recall 3/25/15 Motion by:

Motion: Honorable Nathaniel Brown

Second: Honorable Nelson BeGaye

Vote: 3 in favor: 1 Opposed and 0 Abstain

Amendment to add names by:

Motion: Honorable Nathaniel Brown

Second: Honorable Jonathan L. Hale

Vote: 3 in favor: 2 Opposed and 0 Abstain

Main Motion by:

Motion: Honorable Norman M. Begay

Second: Honorable Nelson BeGaye