

TRIBAL LAND ENTERPRISE

A sub-chartered Corporation of the
Rosebud Sioux Tribe
Incorporated under Act of June 18, 1943 (49 stat 984)
Telephone (605) 747-2371 or (605) 747-2372

Rescheduled Board Meeting

Tribal Land Enterprise
October 18, 2012

The Tribal Land Enterprise Rescheduled Board of Directors Meeting was called to order by Amos Prue, Chairman on October 18, 2012, at 1:30 am in the conference room of the Tribal Land Enterprise building in Rosebud, South Dakota.

Board Members Present:

Amos Prue
Joe Ford
Pam Kills In Water
Cyril Scott
Steve Denoyer

TLE Staff Present:

Vernon Schmidt, Ex. Dir.
Phyllis Y. E. - Cadue, Bd Sec.
Steph Blacksmith, Fee to Trust
Michelle Kramer, Acquisitions

Roll Call: 5 present

Board Member(s) Late: 0

Board Member(s) Absent: 2 - Scott Herman & Leroy Greaves

Called to Order: by Amos Prue. We cannot stick to the agenda at this time but we can identify them.

Discussion on July 10, 2012 minutes.

Motion made by Pamela Kills In Water to approve the July 10, 2012 minutes. Seconded by Steve Denoyer. Vote 3 in favor, 0 opposed, 2 not voting. MOTION CARRIED.

Discussion on August 31, 2012 minutes.

Motion made by Pamela Kills In Water to approve the August 31, 2012 minutes with questions on White River Restaurant & Youth Center and having research done and report at next TLE Board meeting on October 29, 2012. Seconded by Steve Denoyer. Vote 3 in favor, 0 opposed, 2 not voting. MOTION CARRIED.

Discussion on September 11, 2012 and September 17, 2012 minutes.

Motion made by Steve Denoyer to approve minutes dated September 11, 2012. Seconded by Pamela Kills In Water. Vote 3 in favor, 0 opposed, 2 not voting. MOTION CARRIED.

Motion made by Steve Denoyer to approve minutes dated September 17, 2012 as amended and inserted to read:

Motion made by Joe Ford to authorize Tribal Land Enterprise to allocate earnest money in the amount of \$900,000.00 (nine hundred thousand dollars) for the Reynolds land (Pe Sla) and the money transaction be incorporated by the Tribal Land Enterprise By-Laws pursuant and in accordance with the processes described in the Tribal Land Enterprise By-Laws that refers to relinquishments of the Rosebud Sioux Tribe's TLE Certificates share procedures or payment of dividends that the Rosebud Sioux Tribe be allocated money for the earnest payment in the amount of \$900,000.00 to be utilized toward the purchase of Reynolds land (Pe Sla). Seconded by Steve Denoyer. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Fee To Trust - Steph Blacksmith

1. Discussion on Paul and Jackie Heinert land sale.

Motion made by Pamela Kills In Water to reject the offer of Paul and Jackie Heinert for the two (2) lots for sale in Mission, S.D. Seconded by Joe Ford. Vote 3 in favor, 0 opposed, 2 not voting. MOTION CARRIED.

2. Discussion on Free Spirit Campground in Sturgis, SD.

Motion made by Steve Denoyer to refer to RST Council for discussion. Seconded by Pamela Kills In Water. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Motion made by Pamela Kills In Water to do an appraisal on Free Spirit Campground in Sturgis, SD. Seconded by Steve Denoyer. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

3. Discussion on auction in Mellette County. In litigation so the TLE Board is requesting Ron Hutchinson to check on it periodically.

4. Discussion on Frantz land in Tripp County.

Motion made by Steve Denoyer to have the TLE Executive Director negotiate with Frantz in Tripp County and bring back report to next TLE Board Meeting, also find out what TLE financial analyses in the next five (5) years. Seconded by Cyril Scott. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

5. Discussion on Schoenhard Land.
Motion made by Joe Ford to refer Schoenhard Land to RST Council, TLE Resolution 2012-017. Seconded by Steve Denoyer. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.
6. Discussion on lease proposal from J. Glynn for White River Restaurant & Youth Center. Have TLE Board Secretary check into any and all pertinent information pertaining to this.
7. Information regarding on stock assignment.
8. More info on Bear Butte Valley Water, Inc.
9. Fee to Trust status report.
Motion made by Steve Denoyer to approve report on Fee to Trust. Seconded by Pamela Kills In Water. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Certificate Department - Darlene Crow Eagle

Discussion on probate of Frances T. Gordon-Moran on TLE Certificates

Motion made by Steve Denoyer to reaffirm the Petition Letter on probate of Frances T. Gordon-Moran on TLE Certificates. Seconded by Pamela Kills In Water. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Executive Director - Vernon J. Schmidt

1. CFO interviews
2. Discussion on complaint from Soldier Creek Community taken to RST Council
3. Discussion on Hardgrass lease
4. Discussion by Vernon Schmidt on annual report passed out to TLE Board Members.
5. Discussion on scheduling a date for Shareholders.
Motion made by Pamela Kills In Water for a Special Shareholders meeting to seat a Councilperson for one vacant seat. Seconded by Joe Ford. Vote 3 in favor, 0 opposed, 2 not voting. MOTION CARRIED.

Acquisitions - Michelle Kramer

Motion made by Steve Denoyer to approve Acquisitions for the month of October, 2012 in the amount of \$37,442.67. Seconded by Pamela Kills In Water. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Discussion by Executive Director, Vernon J. Schmidt to pay past due bills.

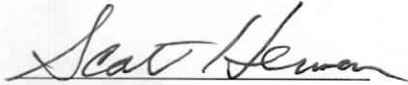
Motion made by Pamela Kills In Water to pay past attorney bills and past due bills. Seconded by Joe Ford. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Discussion by TLE Board on Special Board meeting on October 29, 2012, at 10:00 am.

Recessed.



Amos Prue, Chairman
Tribal Land Enterprise
Board of Director



Scott Herman, Secretary
Tribal Land Enterprise
Board of Directors

Date of Approval: 031014