

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

Tribal Land Enterprise Continued Board of Directors Meeting June 15, 2011

The Tribal Land Enterprise Continued Board of Directors Meeting was called to order by Chairman Amos Prue on June 15, 2011, at 10:33 am in the conference room of the Tribal Land Enterprise building in Rosebud, South Dakota.

Board Members Present:

Amos Prue
Richard "Smokey" Whipple
Clayton Wright Jr.
Rose Cordier
Rodney Bordeaux
Joe Ford

TLE Staff Present:

Vernon Schmidt, Exec. Dir
Phyllis YE-Cadue, Bd Secretary
Steph Blacksmith-Fee to Trust
Patty Jones-Assignment
Franki Kills In Water-L. Clerk
Darlene Crow Eagle
Certificates
Robert Wood-CFO

Roll Call: 6 present

Board Member(s) Late: 0

Board Member(s) Absent: 1-Dominic Harmon

Called to Order: by Amos Prue

Invocation by: Clayton Wright Jr.

Continued Staff Report.

Executive Director

Information by Director, Vernon Schmidt regarding a letter submitted by John Whiting to address the TLE Board of Directors to present a proposal regarding utilizing timber resources on a Tribal tract of land.

Motion made by Clayton Wright Jr. to put Mr. Whiting on the July 12, 2011 agenda. Seconded by Richard "Smokey" Whipple. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

When Director Schmidt and Ernie Blacksmith recently met with Troy Swee from Farmers National they asked Troy for information and clarification on the current contracts with the center pivots and Mustang Meadows. It was not certain how TLE derives our payment off the center pivots, was it from the annual lease payment or was it from a percentage of the crop yield? The payment for the pivots are deviled from the lease and in the past one pivot was set up on a cost share bases.

Clayton Wright Jr. commented that we need to ask for updated financial statement completed on the Farmers National activities.

Amos Prue commented that the current contract terms with Farmers National is on a dead line and written notice to terminate the contract must be submitted between August 01, 2011 and September 30, 2011 so this needs to be executed in a timely manner.

Comment by Rodney Bordeaux. We need to set up an exit report from Farmers National so we know what remains to be done in the existing contract. We also need to request an updated report.

Discussion by Executive Director, Ike Schmidt. We received a letter from Charlie Spotted Tail requesting donation for gas to help youth at risk and having trail rides in the communities.

Motion made by Rodney Bordeaux to approve Charlie Spotted Tail request for \$600.00 for gas for the youth trail rides and a \$600.00 purchase order to set up at Paul Mart for gas pending a modification to this effect. Second by Joe Ford. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Discussion by Amos Prue. In regards to donations given out by TLE we need to limit them to youth related activities only. The TLE administration should set a dollar amount limit per donation request so we can follow up on them.

Discussion by Executive Director Ike Schmidt. At the present time all the lease income that is paid into the BIA lock box system, weather it is TLE's or the Tribes through the BIA TAMM's accounting system and once the money gets to the Proceeds of Labor Account the funds are a drawn down directly to TLE. At the present time the Tribes share is not separated out and sent to the Tribe. This has been going on for the last five years.

Comment on the issue was made by Rodney Bordeaux and Amos Prue.

FTR: Cleve Her Many Horses enters the meeting at 11:13 am.

FEE TO TRUST:

Discussion by Steph Blacksmith on Crazy Hole Creek Ranch. Suggest borrowing on Isolated Tracts Act (ITA).

Comment by Director. To my knowledge based on information given to me by Ernie Blacksmith the Isolated Tracts Act tracks of land for future mortgage are maxed out.

Discussion by Steph Blacksmith. Maybe we need to buy more land in Tripp and Gregory.

Discussion by Rodney Bordeaux. Now that interest rates are at an all time low maybe we can get a lower interest rate loan from Wells Fargo bank.

Discussion by Amos Prue. In purchase of the Crazy Hole Creek Ranch and Hard Grass Ranch the TLE administration needs to determine what financial resources we have available and what kind of land buying plan do we have in place so we can find financial resources. My question is does TLE have the capability to set up a line of credit to pay the loan back and what would be the length of time for the loan pay back?

Comment by Executive Director.

Motion made by Joe Ford to look for financial resources for the purchase of the Crazy Hole Creek Ranch and Hard Grass Ranch including the possibility of pursuing an FMHA loan. Second by Rodney Bordeaux. Vote 5 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Motion made by Rodney Bordeaux to approve a long form appraisal for Crazy Hole Creek Ranch. Second by Joe Ford. Vote 5 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Motion made by Rodney Bordeaux to approve a long form appraisal for Hard Grass Ranch acreage. Second by Joe Ford. Vote 5 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Discussion by Steph Blacksmith on Tipton interest going under ILCA regs.

Motion made by Rodney Bordeaux to approve by Resolution 2011-012, Second by Joe Ford. Vote 4 in favor, 0 opposed, 2 not voting. MOTION CARRIED.

Discussion by Steph Blacksmith on Whetham Realtor indicting those 320 acres of land in Todd County was for sale.

Motion made by Clayton Wright Jr. for a long form appraisal Whetham Realtor on 320 acres northeast of O'kreek. Second by Joe Ford. Vote 5 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Discussion by Steph Blacksmith on old Texaco lots.

Motion made by Rodney Bordeaux to cancel Red Hawk Lease of the building and the lots for non-compliance with lease department. Second by Richard "Smokey" Whipple. Vote 5 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

FTR: In-house attorney Steven Sandven enters meet at 11:50 am.

Motion made by Clayton Wright Jr. to direct Steven Sandven to research liability issues associated with the Old Texaco Lots. Second by Rose Cordier. Vote 3 in favor, 1 opposed, 2 not voting. MOTION CARRIED.

Motion made by Clayton Wright Jr. to direct the Executive Director to initiate the process of demolition and clean-up of the Old Texaco Building. Second by Rose Cordier. Vote 5 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Discussion by Cleve Her Many Horses to withdraw from Fee to Trust process until management addresses present issues.

Question by Amos Prue. Do we need a motion or a resolution?

Discussion by Steph Blacksmith. We probably need RST Council approval. I can do a resolution.

Motion made by Clayton Wright Jr. to authorize Steph Blacksmith to do a resolution 2011-013 to RST Council. Second by Richard "Smokey" Whipple. Vote 4 in favor, 0 opposed, 2 not voting. MOTION CARRIED.

Discussion by Steph Blacksmith. Request to record all of Grimm fee patents for TLE purchase due to Mr. Grimm being elderly and doesn't understand he needs to record the original fee patents before we can purchase his interests. Twenty nine (29) fee patents recorded at \$12.00 for each patent total amount is \$348.00 which will be deducted from sale price to Mr. Grimm.

Motion made by Joe Ford to pay for the twenty nine (29) fee patents and will be taken off the purchase price. Second by Clayton Wright Jr. Vote 4 in favor, 0 opposed, 2 not voting. MOTION CARRIED.

Discussion by Steph Blacksmith. On NAHA lot 9 donated to the Tribe. Does the Tribe want to keep this? Give back to Alex Lunderman heirs or go through quiet title action process and put into trust status. Irene Clairmont-McDaniels trailer is on this lot with no lease to the Tribe.

Motion made by Joe Ford to forward this information to Land & Natural Committee on NAHA Lot 9. Second by Richard "Smokey" Whipple. Vote 4 in favor, 0 opposed, 2 not voting. MOTION CARRIED.

Motion made by Joe Ford to allow Ron Hutchinson in this matter of Crazy Hole Ranch and due diligence for the loan. Second by Clayton Wright Jr. Vote 5 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Lunch break at 12:17 pm
Reconvene from lunch at 1:15 pm.

ASSIGNMENT DEPARTMENT

Discussion by Patty Jones. Colleen Leroy is requesting to relinquish TLE assignment #1941-B/Ref. #2268 containing 80 acres - 240 shares at current value \$37.58 = \$9,019.20.

Motion made by Clayton Wright Jr. to accept Colleen F. LeRoy request for relinquishment of assignment #1941-B/Ref. #2268, E1/2SW1/4 of 19-37-28 containing 80 acres more or less and 240 certificates of interest deposited on this assignment. Second by Joe Ford. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Appraisals Returned:

Discussion by Patty Jones regarding Kathryn Arcoren, on T-3881/Ref. #3657 containing 70 acres more or less and appraised at \$42,000.00.

Motion made by Joe Ford for approval for Kathryn Arcoren to buy shares in eighteen (18) months. Second by Rodney Bordeaux. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Gift Transfer:

Discussion by Patty Jones regarding Elsie Huber on a gift transfer to her son William J. Huber.

Motion made by Joe Ford to approve Elsie Larvie Huber's request to transfer assignment #2047, Ref. #799 to her son William J. Huber as a Gift along with the 336 certificates of interest deposited on this assignment. Second by Rodney Bordeaux. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

HOME SITES:

Discussion by Ernie Blacksmith. Home site Marvin Standing Bear in Corn Creek Community containing 2.5 acres on Ref. #3692-02/T2473.5.

Motion made by Clayton Wright Jr. to approve home site for Marvin Standing Bear in Corn Creek Community containing 2.5 acres on Ref. #3692-02/T2473.5. Second by Joe Ford. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Discussion by Ernie Blacksmith on home site for William Whiting in Antelope community containing 2.5 acres on Ref. #3418/T6183.

Motion made by Richard "Smokey" Whipple to approve home site for William Whiting in Antelope community containing 2.5 acres on Ref. #3418/T6183. Second by Joe Ford. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Discussion by Ernie Blacksmith on home site for Leona White Hat in Antelope Community containing 2.5 acres on Ref. #334/T5260.

Motion made by Clayton Wright Jr. to approve home site for Leona White Hat in Antelope community containing 2.5 acres on Ref. #334/T5260. Second by Joe Ford. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Discussion by Ernie Blacksmith on a home site for Ethel Black Spotted Horse in St Francis community containing 2.5 acres on Ref. #3931/1009.

Motion made by Clayton Wright Jr. to approve home site for Ethel Black Spotted Horse in St Francis community containing 2.5 acres on Ref. #3931/1009. Second by Richard "Smokey" Whipple. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Discussion by Franki Kills In Water on a home site for Valentino Sierra II in Ring Thunder Community containing 2.5 acres on SW4 of Section 33, T.39N. R.29W. 6th P.M., Todd County, South Dakota.

Motion made by Richard "Smokey" Whipple to approve home site for Valentino Sierra II in Ring Thunder Community containing 2.5 acres on SW4 of Section 33, T.39N. R.29W. 6th P.M., Todd County, South Dakota. Second by Joe Ford. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Discussion by Franki Kills In Water on a home site for Marlene J. Iron Shell in St Francis Community containing 2.5 acres on Ref. #259.

Motion made by Clayton Wright Jr. to approve a home site for Marlene J. Iron Shell in St Francis Community containing 2.5 acres on Ref. #259. Second by Rodney Bordeaux. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Modification:

Discussion by Franki Kills In Water on Wilda J. Wooden Knife and her home site is paid for in full and would like to remove SWA from Home site lease and add her name to the lease.

Motion made by Clayton Wright Jr. to approve Wilda J. Wooden Knife and her home site is paid for in full and would like to remove SWA from Home site lease

and add her name to the lease. Second by Joe Ford. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Cancellation:

Discussion by Franki Kills In Water on Bernadine Waln cancelling her home site lease no. 57562 containing 2.5 acres.

Motion made Clayton Wright Jr. to approve Bernadine Waln cancelling her home site lease no. 57562 containing 2.5 acres. Second by Joe Ford. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Discussion:

Discussion by Ernie Blacksmith on receiving a letter from Edd Charging Elk requesting a Home/Business site at Taylor Ranch for the full 7.79 acres with an option to renew another 25 years. Edd Charging Elk is also requesting a life assignment.

Motion made by Rodney Bordeaux to deny Edd Charging Elk's request for a home site at Taylor Ranch. Second by Clayton Wright Jr. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

CERTIFICATE DEPARTMENT:

Discussion by Darlene Crow Eagle on monthly reports submitted to TLE Board for April and May, 2011.

Motion made by Clayton Wright Jr. to approve monthly reports submitted by Certificate Department for April & May, 2011. Second by Joe Ford. Vote 5 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Discussion by Darlene Crow Eagle on Aloysius Red Bird requesting to sell his remaining certificates of 214 X 37.58 (current value) = \$8,042.12 + \$29.88 cash balance = \$8,072.00 final payment.

Motion made by Joe Ford to approve on Aloysius Red Bird to sell his remaining certificates of 214 X \$37.58 = \$8,042.12 + \$29.88 cash balance = \$8,072.00 final payment. Second by Clayton Wright Jr. Vote 5 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Discussion by Darlene Crow Eagle on Carol Whipple Parkhurst who is requesting to sell her TLE certificates through a Probate of Frank Stanly Whipple whose TLE certificates were probated in Tribal Court. Carol J. Whipple, Parkhurst, daughter received 79 certificates plus cash balance \$8.14. 79 Certificates X 37.58 (current value) = \$2,968.82 + \$8.14 = \$2,976.96.

Motion made by Joe Ford to approve the sale of Probated certificate sale of Frank Stanley Whipple issues to his heir Carol J. Whipple Parkhurst of 79 certificates X \$37.48 (current value) = \$2,968.82 + \$8.14 (cash value) = \$2,976.96. Second by

Rodney Bordeaux. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Discussion by Darlene Crow Eagle on Resolution No.00-230 (Range Unit #20) which she received 06-08-11. It's the Timber Reserve. If you decide to proceed with this Resolution or not then the Certificate Department will transfer the total amount of Certificates of 7,937 from the RST ledger. Sonny Farmer from Bureau of Indian Affairs stated that no lease rental has been issued to TLE/Tribe for the last two years.

Discussion by Clayton Wright Jr. Joe Cordier from Land & Natural had brought this to my attention and nothing has been done so he's inquiring about this.

Comment by Rodney Bordeaux on certificates removed from RST Ledger.

Discussion by Amos Prue. On this Council Resolution No. 00-230 we need to proceed forward to identify payments whereby certificates may have to be relinquished by the Rosebud Sioux Tribe and provide it into one report to RST Council and present to Council at one setting with the understanding on what was done.

Comment by Clayton Wright Jr. Council voting on shares they don't have.

Discussion by Darlene Crow Eagle. That's the actual shares that the Tribe has that they have been voting because of the tracts FMHA tracts that were put into trust like Mustang Meadows, Edwards and Fernons.

Discussion by Director, Vernon Schmidt. We received a TLE certificate research proposal request from Fenenga, DeSmet & Company; this is the company out of Winner who recently did some pre-audit work for TLE. They presented a list of findings they encountered while they were looking at random TLE certificate files. I asked Darlene Crow Eagle to respond in writing to each finding to the best of her knowledge. I feel we need to decide at TLE once and for all if we want to do an audit of the TLE Certificates and how far do we go back? I'm following up on a previous Board Directive.

FTR: Joe Ford left the meeting at 1:55 PM.

Comment by Clayton Wright Jr. I think Fenenga & Co. is creditable to me. My point of view is that they need to come out here and go through the audit.

Discussion by Amos Prue. I think there should be a meeting with you the auditors on the certificates in term of findings. We have to sit down and talk about it. What are the short falls are and meet with the BIA staff for actual research. We need to lay the ground work on how to resolve this.

Question by Director, Vernon Schmidt. Does the Board want us to meet with the auditors before the July Board meeting so we can better explain what the findings were? Darlene are we automated in the certificate department where as we are automatically transferring all the certificate information into the AS-400 data computer.

Discussion by Director, Vernon Schmidt. I think this is another step that needs to be taken and get the whole department automated. We need to get an IT person aboard at TLE to help all the departments because better computer data base trained.

Discussion by Darlene Crow Eagle. Amos I had asked previously to the Board of Directors I had submitted written requests to the Board and past Directors asking for assistance in my department and was always refused because we had staff here that could help me in my department but that never happened. I needed to have certificates scanned in because of the overload work I had. I was always denied. I never received any help from other employees. I do need help. I asked for overtime but I have been denied.

Comment by Rose Cordier. I will vouch for Darlene in recent months and has come to the Board and asked for help and was always denied from the Board and has asked for overtime but always got refused and it's getting better. Find some software for everyone to use.

TLE Board goes into Executive session at 2:21 pm.
Reconvene at 2:35 pm.

Discussion by Director, Vernon Schmidt. On donation for the youth by Charlie Spotted Tail for youth and requesting six hundred (\$600.00) dollars.

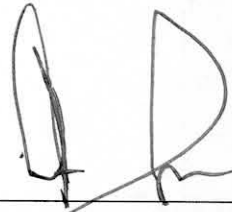
Discussion by Robert Wood-CFO on future donations for youth activities. There needs to be guidelines set up for donations for future youth and elderly activities. We need to set up a donation line item and develop the criteria we are going to follow and we should cap the dollar amount at one hundred fifty (\$150.00) dollars per activity. Maybe we could identify the activities as wellness functions in general. These are just my ideas for future donations and I would like to suggest we start at four thousand five hundred (\$4,500.00) dollars to be budgeted for this fiscal year.

Discussion by Amos Prue. I think we need to be more specific on these youth and elderly wellness activities and go ahead and adjust the budget and put the four thousand five hundred (\$4,500.00) dollars into a line item and take the funding out of Board travel.

Motion made by Clayton Wright Jr. to take the donation funding out of Board Travel and go with Robert's recommendation for selecting the criteria and cap it at the amount suggested and set how many donations we can do per month and we identify the donations for only Youth & Elder Wellness activities. Second by Richard "Smokey" Whipple. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.

Adjourn

Motion made by Clayton Wright Jr. to adjourn. Second by Richard "Smokey" Whipple. Vote 4 in favor, 0 opposed, 1 not voting. MOTION CARRIED.



Amos Prue, Chairman
Tribal Land Enterprise
Board of Directors



Rose Cordier, Secretary
Tribal Land Enterprise
Board of Direct

Date of Approval: 031014

Tribal Land Enterprise

A Sub-ordinate Organization of the
Rosebud Sioux Tribe

Incorporated Under Act of June 18, 1934, (48 Stat 984)

10 Legion Ave. P.O. Box 159
Rosebud, S.D. 57570
Telephone 605 747-2371
Fax # 605 747-2400

DATE: June 14, 2011

TO: Board of Directors
Richard "Smokey" Whipple, Vice-Chairman
Rose Cordier, Secretary, At-large Member
Dominic Harmon, Treasurer
Rodney M. Bordeaux, Board Member
Clayton Wright Jr., Board Member
Joe Ford, Board Member

FROM: Amos Prue
TLE Board Chairperson

RE: Continued TLE Board of Directors Meeting

Pursuant to Section (14) of the By-laws of the Tribal Land Enterprise, there will be a Continued TLE Board of Directors meeting on Wednesday, June 15, 2011 at 10:00 am in the Tribal Land Enterprise Conference Room, Rosebud, SD.

VERBAL BY AMOS PRUE, TLE Board Chairman on meeting for June 15, 2011 to ALL of TLE Board of Directors.