

**MINUTES OF
YAVAPAI-APACHE NATION
Special Business Meeting
October 15, 2020**

Amended on 11-5-2020

1. CALL TO ORDER: Chairman Jon Huey called the meeting to order at 9:02 a.m., Middle Verde Administration Building and via zoom.

2. INVOCATION: Darlene Rubio

3. ROLL CALL: Germania Jones, Nancy Guzman, Tanya Lewis, Ricardo Pacheco, Darlene Rubio and Henry Smith were present. Amanda Honwyteawa, Apphia Shirley and Jon Huey were present via zoom.

4. APPROVAL OF AGENDA:

Darlene Rubio requested to add the following under 15. New Business b. Post Minutes on Website and c. Amerind Insurance and the 2021 Budget to discuss employee wage increases.

Henry Smith motioned to approve the agenda with the additions seconded by Ricardo Pacheco; 9 For, 0 Against, 0 Abstained, motion passed.

5. MINUTES OF 4-2, 4-17, 8-11 & 9-24-2020

MINUTES OF 4-2-2020

Amanda Honwyteawa motioned to approve the minutes seconded by Apphia Shirley; 8 For, 0 Against, 1 Abstained, motion passed.

MINUTES OF 4-17-2020

Darlene Rubio requested a correction on Page 1, under 5. In the motion include the 5th whereas, 7th whereas and the first Now Therefore Be It Resolved.

Amanda Honwyteawa requested the following corrections:

Page 4, second to last paragraph, 2nd line, remove "We should open up the learning centers for the people to sign up for unemployment and students to have access to their homework. She wants communication. Chairman said he was going to follow up with the departments. Are our" insert "She asked if all tribal"; remove "There is a door on every department" insert "She added posting flyers on the doors"; after "call" insert "for services." remove "We still have check distribution at Administration. We need"; insert "She appreciates Thomasene Cardona wanting"; after "schoolwork." insert "However she questions the Stay-At-Home-Order in place and the safety of allowing groups of students to come into the Learning Centers. She supports"; remove

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“in” and “the”; change “member” to “members”; after “unemployment insert “, however”; after “public” insert “, but they allow customers to schedule an appointment.”; after “You” remove “should” insert “can”; after “computers” remove “due to we have limited amount of computers” insert “by appointment.”; after “employee” insert “and consider their safety as well. Chairman said he was going to follow up with the departments.”

Apphia Shirley motioned to approve the minutes with the corrections seconded by Henry Smith; 8 For, 0 Against, 1 Abstained, motion passed.

MINUTES OF 8-11-2020

Amanda Honwytewa requested the following corrections:

Page 4, 2nd paragraph, 1st line, remove “Some don’t want the money. We aren’t able to submit the form for them.”; after “opportunity” insert “we do not know the circumstances that prevented them from applying. We amend resolutions. Why not amend this resolution for the people that will benefit from this?”

Ricardo Pacheco motioned to approve the minutes with the corrections seconded by Apphia Shirley; 8 For, 0 Against, 1 Abstained, motion passed.

MINUTES OF 9-24-2020

Amanda Honwytewa requested the following corrections:

Page 4, 8th paragraph, 2nd line, remove “if they found” insert “about”; remove “? Is” insert “and possibly”

Henry Smith motioned to approve the minutes with the corrections seconded by Ricardo Pacheco; 8 For, 0 Against, 1 Abstained, motion passed.

6. RESOLUTION AUTHORIZING THE NATION TO PURCHASE FOUR STEEL GARAGE DOORS FROM HARRIS GARAGE DOOR FOR INSTALLATION ON THE CLOVERLEAF RANCH HAY BARN – Yolanda Trujillo

Darlene Rubio motioned to approve the resolution for the Quote from Harris Garage Door offering to fabricate and install the four barn doors required for the Nation’s Cloverleaf Hay Barn which quote constitutes a Purchase Agreement in accordance with its terms and conditions, the Nation will purchase the fabrication, delivery and installation of the four barn doors for a total purchase price of \$14,960 with an initial deposit of \$8,000 due upon signing of the Purchase

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Agreement and the final payment in the amount of \$6,960 due upon final completion of the 4-door installation to be paid from the Nation's Economic Development Fund as previously provided by the Council for the Cloverleaf Barn Project and the Nation's acting Treasurer/Finance Director is directed to pay out said appropriated funds in accordance with the approved payment schedule per Version 1 (10-15-2020) seconded by Ricardo Pacheco; 8 For, 0 Against, 1 Abstained, motion passed.

7. RESOLUTION APPROVING AMENDMENT NO. ONE TO YANTH'S CONSTRUCTION AGREEMENT WITH RAYBURN ELECTRIC LLC, TO CONSTRUCT THE OFF-RESERVATION WATER MAIN CONNECTING THE KWAIL HEIGHTS TAX CREDIT VII HOUSING PROJECT INTO THE TOWN OF CLARKDALE'S WATER SYSTEM – David Schreiner

David Schreiner recommended an Amendment to the Agreement to approve Change Order No. 1 authorizing changes in the work of the Agreement by increasing the Scope of Work to include work necessary to achieve a realignment of the water line at the main intersection within Cement Plant Road and the addition of 2 ARV fittings as called for by the Nation's Utility Department 2) Increasing the Contract Time by extending the time for completion of other Work through October 30, 2020, solely for the purpose of allowing payment of the additional costs for the added Scope of Work, as previously requested by Contractor; and 3) Increasing the original Contract Amount from \$305,500 to a new total contract amount of \$311,845.00 and increase of \$6,345. The work is completed and was requested to be paid by the Contractor. He dropped the ball due to the emails were down.

Henry Smith motioned to approve the resolution per Version 1 (10-15-2020) seconded by Nancy Guzman; 9 For, 0 Against, 0 Abstained, motion passed.

8. RESOLUTION APPROVING AMENDMENT NO. TWO TO THE CONSTRUCTION AGREEMENT BETWEEN THE YAVAPAI-APACHE NATION TRIBAL HOUSING DEPARTMENT AND MARTENSON CONSTRUCTION LLC, FOR WORK UNDER THE YAVAPAI-APACHE HOMES TAX CREDIT 7 PROJECT – David Schreiner

Nancy Guzman stepped out at 9:50 a.m.

Darlene Rubio motioned to approve the resolution per Council Resolution No. 54-20, the Council approved Amendment No. One to the Agreement, authorizing an increase in the Contract Amount of \$6,328 to pay the increased cost of purchasing lumber for roof trusses as part of the framing Work, during the Work Contractor has continued to encounter lumber price increase resulting from changes in local lumber market prices, thereby increasing Contractor's

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costs to provide lumber for the Project, as specified in Amendment No. Two and Change Order No. 2 to the Agreement and YANTH's Director recommends approval of Amendment No. One to the Agreement approving Change Order No. One as follows: (1) authorizing an increase in the previously amended and current contract amount of \$1,296,552 by an additional \$7,986 to pay the increased costs of purchasing lumber for the Project, resulting in an amended total contract amount of \$1,304,538.00 per Version 1 (10-15-2020) seconded by Ricardo Pacheco; 8 For, 0 Against, 0 Abstained, motion passed.

9. RESOLUTION DETERMINING THERE WILL BE NO HOLIDAY BONUS DISTRIBUTION OF FUNDS FROM THE NATION TO ITS MEMBERSHIP FOR FY2020

Chairman Huey explained due to the lack of gaming revenue coming to the Nation we had to use the non-gaming revenue funds to operate. A letter will go out to all tribal members. We have been blessed in the past but this has affected us financially.

Nancy Guzman requested placing this resolution on the website.

Henry Smith added the Council is working on things for the future to increase revenue. The members elected us to do this. He thanked the Chairman on handling this during the pandemic.

Darlene Rubio mentioned we are trying to bounce back as quick as possible and recover from this pandemic.

Amanda Honwyteawa also requested to place this on the website. She would like the resolution included in the letter to the members. The members also need to receive the quarterly financial report. She brought this up last week. They need to understand the financial hardship the Nation is facing due to COVID-19. It is unfortunate that we aren't able to provide the Holiday Bonus.

Germania Jones was totally in agreement that we need to get a financial report out to the people. We have CARES Act money and they don't know the balance and they don't know the requirements of the money. The financial report needs to get done. She is disappointed we didn't have it together before this happened.

Chairman Huey will include the resolution.

Henry Smith motioned to approve the resolution attached per Version 1 (10-15-2020) seconded by Apphia Shirley; 9 For, 0 Against, 0 Abstained, motion passed. The following is the resolution:

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- WHEREAS:** The Yavapai-Apache Tribal Council (“Council”) is authorized to represent the Yavapai-Apache Nation (“Nation”) and act on all matters that concern the health and welfare of the Nation, and to make decisions not inconsistent with or contrary to the Constitution of the Yavapai-Apache Nation (“Constitution”), as provided by Article V (a) of the Constitution; and
- WHEREAS:** The Council is authorized to manage all tribal economic affairs and enterprises and to appropriate and regulate the use of tribal funds, as provided by Articles V(i) and (k), respectively, of the Constitution; and
- WHEREAS:** The distribution of a “Holiday Bonus” or other “gift” from non-gaming general revenues of the Nation is determined by the Council on a periodic basis depending upon the availability of such non-gaming revenues, and nothing in prior resolutions providing such a distribution vests, or is intended to vest, any Yavapai-Apache Nation Tribal Member with an entitlement to any future holiday bonus, gift or amount thereof; and
- WHEREAS:** On March 13, 2020, the President of the United States declared a National emergency concerning the Coronavirus (COVID-19), and declarations of emergency were thereafter issued by state, local and tribal governments nationwide; and
- WHEREAS:** On March 19, 2020, the Council adopted Council Resolution No. 60-20, declaring a State of Emergency within the Yavapai-Apache Nation due to the COVID-19 public health emergency; and
- WHEREAS:** The COVID-19 public health emergency has required the imposition of stay at home orders and the necessity of social distancing, which have greatly curtailed business activity on the Nation and across Arizona in general; thereby reducing business and tax revenues in all economic sectors of the economy; and
- WHEREAS:** The COVID-19 public health emergency has continued unabated over the intervening months since the declarations of emergency and has caused tremendous economic harm to the Yavapai-Apache Nation, forcing closure of the Nation’s Casino, which even now is operating just over half capacity, reducing the Nation’s tax revenues and the revenues of the Nation’s non-gaming businesses, forcing employee layoffs due to reduced revenues, and in general forcing the Nation to drastically reduce its governmental operations and operating budget; and
- WHEREAS:** The Council has determined that, because of the severe economic harm caused to the Nation by the COVID-19 public health emergency, it is not

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economically feasible and not advisable for the Nation to distribute a Holiday Bonus for FY2020.

NOW THEREFORE BE IT RESOLVED that the Yavapai-Apache Tribal Council, in Council assembled, at which a quorum is present, hereby determines that, after careful consideration of the current state of the Nation's economy, including existing business and tax revenues and the overall economic condition of the Nation and its business enterprises and tax base in the devastating wake of the COVID-19 public health emergency, it is not economically feasible, nor is it economically prudent or advisable for the Nation to distribute a Holiday Bonus for FY2020, and therefore the Council hereby determines that no Holiday Bonus will be distributed by the Nation to its membership for FY2020.

BE IT FURTHER RESOLVED that the Chairman shall immediately send a letter to the Nation's membership advising them of the Council's decision on the FY2020 Holiday Bonus as set forth in this Resolution.

BE IT FINALLY RESOLVED that the Chairman and Vice-Chairwoman, or either of them, are hereby authorized to take such further action as deemed necessary to carry out the intent and purposes of this Resolution.

10. RESOLUTION APPROVING THE SIXTH MODIFICATION AGREEMENT RELATING TO THE LOAN AGREEMENT AMONG THE NATION AS "BORROWER", BOKF, NA DBA BOK FINANCIAL ("ADMINISTRATIVE AGENT"), AS ADMINISTRATIVE AGENT AND LENDER, AND U.S. BANK NATIONAL ASSOCIATION ("US BANK"), AS LENDER (ADMINISTRATIVE AGENDA AND US BANK TOGETHER THE "LENDERS") – Scott Canty, Aaron Moss & Kim Miranda

Henry Smith thanked them for all of their work.

Kim Miranda explained the Casino has been paying the debt. They paid the old hotel loan off in 2008.

Apphia Shirley motioned to approve the resolution per Version 1 (10-15-2020) seconded by Ricardo Pacheco; 9 For, 0 Against, 0 Abstained, motion passed.

11. RESOLUTION APPROVING A RETAIL SALES AGREEMENT BETWEEN JACKSON ENERGY AND YAVAPAI-APACHE WHITEHILLS PROVIDING FOR THE SUPPLY BY JACKSON ENERGY OF CHEVRON-BRANDED FUELS FOR RESALE BY WHITEHILLS – Mirna Molina & Scott Canty

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Scott Canty explained the Retail Sales Agreement with Jackson Energy expired in August with the fuel delivers continuing to be supplied by Jackson to Whitehills on an interim month-to-month basis under the terms of the expired contract pending the negotiation of a new agreement. The agreement has been negotiated under which Whitehills will continue to purchase Chevron-Branded fuels from Jackson for a new term of 10 years commencing upon the Council's approval of this resolution and in accordance with terms and conditions of the Retail Sales Agreement. The Agreement will expire October 31, 2030.

Henry Smith motioned to approve the resolution per Version 1 (10-15-2020) seconded by Ricardo Pacheco; 9 For, 0 Against, 0 Abstained, motion passed.

12. RESOLUTION APPROVING AN INCREASE IN THE PREMIUM RATES FOR THE NATION'S MEDICAL BENEFITS

The Council met with the Benefits Committee during work sessions. They discussed the increasing costs to the Nation of providing medical benefits to its employees along with the rising costs of health care generally, the Nation's Benefit Plans Administrative Committee has recommended that the Council approve a ten percent increase in the medical premium rates paid by the Nation's Departments and Subordinate economic Organizations and the employees of the Nation's Departments and Subordinate Economic Organization.

Ricardo Pacheco motioned to approve the resolution per Version 1 (10-15-2020) seconded by Henry Smith; 9 For, 0 Against, 0 Abstained, motion passed.

Nancy Guzman mentioned we have to look at all of the needs of the Nation. She was glad the Committee went with the Council's decision.

Darlene Rubio spoke on October 12th and if the Council would have went with Option 1 the out of pocket would have been higher but there would have been more savings for the Nation.

13. RESOLUTION APPROVING PLAN AMENDMENT #3 TO THE YAVAPAI-APACHE NATION EMPLOYEE HEALTH BENEFIT PLAN

The Council met with the Benefit's Committee. Due to the increasing costs to the Nation of providing medical benefits to its employees along with the rising costs of health care generally, the Nation's Benefit Plan Administrative Committee has recommended that the Council amend the Employee Health Benefit Plan as it was previously adopted on January 1, 2020 as follows:

- Increase the In-network deductible for individual coverage to \$750 and the family deductible to \$1,500

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- Increase the out-of-network deductible for individual coverage to \$1,500 and the family deductible to \$3,000
- Increase the in-network out-of-pocket maximum for individual coverage to \$2,000
- Reduce the in-network coinsurance to 70%
- Reduce the out-of-network coinsurance to 50%

Darlene Rubio explained she was for Option 1.

Amanda Honwytewa added she also was for Option 1. We faced a real hardship and we had to cut the budget. We offer a lot in our benefits packet. They say it is a rich plan. We had to cut employees' wages, cut the higher education assistance to our members and clothing allowance. There were estimated claims in the amount of \$5 million. After salaries, benefits is the next highest cost for the Nation. She appreciates the Committee and Council. She appreciated Nancy Guzman looking at our member's services. The Council needs to look at the total picture.

Henry Smith motioned to approve the resolution per Version 1 (10-15-2020) seconded by Ricardo Pacheco; 7 For, 2 Against, 0 Abstained, motion passed.

14. OLD BUSINESS – none

15. NEW BUSINESS

a. Council Reports – None

b. Post Minutes on the Website – Darlene Rubio asked about allowing the minutes to be posted on the website. We can have Karla Reimer look at the minutes to make sure nothing crucial is included.

Amanda Honwytewa thanked Councilwoman Rubio she supports her request. She added the Camp Verde Town Council have their minutes on the website. It is beneficial.

Nancy Guzman supported it.

Chairman Huey mentioned he will get with Strategy 48, research other municipalities and get back with the Council.

c. Amerind Insurance – Chairman Huey suggested placing this under Housing and have the Council discuss this during the training next week. We can refer to Housing and decide where to allocate insurance costs.

Nancy Guzman mentioned this cost was in Housing's Operating Budget. We can take it from the HIP Program and place it under Finance or the General Fund Budget. We need to do this before we approve the 2021 Budget.

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Henry Smith motioned to adjourn at 11:40 a.m. seconded by Ricardo Pacheco; 9 For, 0 Against, 0 Abstained, motion passed.

YAVAPAI-APACHE TRIBAL COUNCIL

Karla Reimer

Karla Reimer, Secretary

