

RESOLUTION NO. 154-23  
OF THE GOVERNING BODY OF THE  
YAVAPAI-APACHE NATION

A Resolution Approving the First Amendment to the Business Site Lease  
Agreement between the Nation and the Russell Family Trust as Provided in  
the Attached Amendment to the Lease Agreement

- 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 under Article V(a) of the Constitution; and
- WHEREAS:** The Council is authorized to regulate the use and disposition of all land within the jurisdiction of the Nation and to veto the disposition, lease or encumbrance of tribal lands made without the consent of the Nation; as provided under Article V (e) and (f), respectively, of the Constitution; and
- WHEREAS:** The Council, by Resolution No.194-13, adopted October 31, 2013, authorized a Business Site Lease Agreement between the Nation and The Russell Family Revocable Trust, acting through Siera Russell, Trustee (“the Trust”), under which the Trust operates a smoke shop and convenience market within the Nation’s Reservation lands at Clarkdale Arizona (“Lease Agreement”); and
- WHEREAS:** The Nation and the Trust now wish to renew the Lease Agreement for an additional ten-year term, to be effective from November 1, 2023, and expiring on October 31, 2033; and
- WHEREAS:** The Council has determined that it is in the Nation’s best interests to renew the Business Site Lease Agreement between the Nation and The Russell Family Trust in accordance with the terms and conditions of the First Amendment to the Business Site Lease Agreement Between the Yavapai-Apache Nation and The Russell Family Trust, a copy of which is attached to this resolution as **Exhibit A**.

**NOW THEREFORE BE IT RESOLVED** that the Yavapai-Apache Tribal Council, in Council assembled, at which a quorum is present, hereby approves the First Amendment to the Business Site Lease Agreement Between the Yavapai-Apache Nation and The Russell Family Trust, a copy of which is attached to this resolution as **Exhibit A** and the terms and conditions of which are incorporated into this resolution by this reference.

**BE IT FURTHER RESOLVED** that, in accordance with the Nation’s authority to decide the rental amount under the Lease Agreement independent of any BIA determination of such rental amount, as such authority is provided by the federal regulations at 25 CFR Section 162.420(a), the Council hereby determines that, subject to the requirements of the Lease Agreement -

requiring that a BIA Appraisal ("Valuation") be prepared and the rent under the Lease Agreement be adjusted accordingly - the annual rent to be paid under the Renewed Term of the attached Lease Agreement shall be Five Thousand Five Hundred Seventy-Six and 75/100 Dollars (\$5,576.75) and the renewed Term of the Lease Agreement shall commence on November 1, 2023 and shall run for a ten-year term through October 31, 2033, subject to renewal as provided in the attached First Amendment to the Lease Agreement.

**BE IT FURTHER RESOLVED** that the Tribal Council hereby makes the following determinations as to the adequacy of certain provisions of the Lease Agreement:

- (1) The Council acknowledges that the BIA Regulations at 25 CFR 162.420(a) provide that the BIA will defer to the Nation's determination of the adequacy of the rent to be paid under the Lease Agreement; and therefore the Council finds that, pending completion of the BIA Appraisal ("valuation") required under the attached Lease Agreement, the above stated rental amount under the Lease Agreement is satisfactory and in the Nation's best interest during the Initial Term of the Lease and until such time as the required BIA valuation is completed and any change in the rental amount is made applicable as provided under the Lease Agreement; and
- (2) The Council hereby determines that, in accordance with 25 CFR Section 162.411(b), the provisions of the Lease Agreement (as amended) providing for the Lease Term and any authorized Renewals are reasonable and in the Nation's best interest; and
- (3) The Council has determined that, in accordance with 25 CFR Section 162.434 (a), the Nation's requirement of bonding under the attached Lease Agreement in an amount equivalent to one year's annual rent is reasonable and in the Nation's best interest.

**BE IT FURTHER RESOLVED** That the Council hereby requests that the BIA, upon its receipt of this Resolution and the fully executed attached First Amendment to the Business Site Lease Agreement between the Nation and the Russell Family Trust, approve and record the same in the title records of the BIA as authorized and required under applicable federal law and regulations.

**BE IT FURTHER RESOLVED** that nothing in this Resolution or in the attached Lease Agreement shall be construed to grant any right to the Russell Family Trust to sell, lease, or encumber the land that is the subject of the attached Lease Agreement or to take any action with respect to the leased land other than such limited uses as are expressly authorized in the attached Lease Agreement.

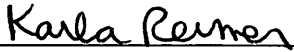
**BE IT FINALLY RESOLVED** that the Chairwoman, and Vice-Chairman, or either of them, are hereby authorized to execute the attached Amendment to the Lease Agreement on behalf of the Nation and to take all such further action as deemed necessary to carry out the intent and purposes of this Resolution.

### CERTIFICATION

I hereby certify that the foregoing resolution was adopted by an affirmative vote of the Tribal Council, with a quorum in attendance, presented for approval on September 14 2023, by a vote of 8 8 in favor, 0 opposed and 0 abstaining, pursuant to the authority contained under the Constitution of the Yavapai-Apache Nation as cited above.

  
Tanya Lewis, Chairwoman

**ATTEST:**

  
Karla Reimer, Council Secretary

Approved as to Form:

  
Office of the Attorney General

# **EXHIBIT A**

**Yavapai-Apache Nation  
First Amendment to Business Site Lease Agreement  
Russell Family Trust  
Extending Lease Term an Additional Ten-Years  
November 1, 2023 – October 31, 2033  
And For Other Purposes as Stated in the Amendment**

**September 14, 2023**

**FIRST AMENDMENT TO THE BUSINESS SITE LEASE AGREEMENT  
BETWEEN THE YAVAPAI-APACHE NATION AND THE RUSSELL FAMILY TRUST**

THIS FIRST AMENDMENT to the above-referenced Lease Agreement (the “Amendment”) is made and entered into on this 14th day of September 2023, by and between the Yavapai-Apache Nation (“Lessor”) and The Russell Family Trust (“Lessee”).

**RECITALS**

A. By Tribal Council Resolution No. 194-13, adopted on October 31, 2013, the Yavapai-Apache Nation (“Nation”) authorized and entered into that certain Business Site Lease Agreement (“Lease Agreement”) between the Nation as Lessor and The Russell Family Irrevocable Trust as Lessee, under which Lessee is leasing a parcel of land within the Nation’s Reservation Lands at Clarkdale Arizona, as more particularly described in the Lease Agreement, for the purpose of operating a smoke shop and convenience market.

B. During the initial Term of the Lease Agreement, as authorized by the above-referenced resolution, lessee has kept all his obligations under the Lease Agreement.

C. During the Initial Term of the Lease Agreement, and by operation of the Terms of the Russell Family Revocable Trust (the “Trust”), the Trust has become irrevocable and the Lessor and Lessee desire to acknowledge that the Trust shall now be referred to as simply “The Russell Family Trust.”

D. In accordance with Section 5 of the Lease Agreement, the Rental Rate has been periodically adjusted and the Lessor and Lessee now wish to state the current base Rental amount as the Rental Rate that will serve as the base rental rate under the renewed Lease Agreement.

E. In accordance with the Terms and Conditions of the Lease Agreement, Lessee now wishes to renew the Lease Agreement for an additional ten-year Term as specified herein, and the Nation, acting through its Tribal Council is willing to renew the Lease Agreement in accordance with the terms and conditions of this First Amendment to the Lease Agreement.

NOW THEREFORE, the Nation and The Russell Family Trust, in consideration of the terms and conditions of this Amendment, hereby agree to amend the Lease Agreement to provide for renewal of the Term of Lease, and such other matters as are set forth as follows:

**AGREEMENT**

1. Recitals A, B, C, D, and E above are incorporated herein as part of this First Amendment.
2. Under Section 4 of the Lease Agreement, “TERM OF LEASE AND RENEWAL”, the Term of the Lease Agreement under this First Amendment to the Lease Agreement is hereby renewed for an additional ten-year term effective from November 1, 2023, through October



31, 2033. Upon the expiration of this ten-year renewal term, Lessee shall be eligible for an additional lease renewal as determined by the Tribal Council.

3. Lessor and Lessee acknowledge that the Russell Family Revocable Trust is now irrevocable in accordance with its terms and the Lessor shall henceforth be referred to as simply The Russell Family Trust under the Lease Agreement.
4. Under Section 5 of the Lease Agreement, "RENTAL," the Lessor and Lessee acknowledge that the base rental rate for purposes of renewal term is \$5,576.75.
5. Except as expressly set forth in this First Amendment to the Lease Agreement, all provisions of the Lease Agreement as originally approved by Tribal Council Resolution No. 194-13, shall remain unchanged and in full force and effect.
6. The provisions of this First Amendment to the Lease Agreement shall inure to the benefit of and be binding upon the Parties hereto, and their respective successors and assigns.

IN WITNESS WHEREOF, the Parties have executed this First Amendment to the Lease Agreement on the day and year first above written.

**LESSOR:**

Yavapai-Apache Nation

**LESSEE:**

Siera Russell, for the Russell Family Trust

By:   
Tanya Lewis, Chairwoman

By: \_\_\_\_\_  
Siera Russell

Approved As To Form:

  
Office of Attorney General