



# KIOWA TRIBE

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OFFICE OF THE LEGISLATURE

## KIOWA TRIBE RESOLUTION NO. KL-CY-2018-003

### ECONOMIC DEVELOPMENT DUE DILIGENCE ACT OF 2018

At a duly called Session of the Legislature of the Kiowa Tribe held this 13<sup>th</sup> day of January 2018, the following Resolution and Law were adopted.

**WHEREAS;** the Legislature is vested with the authority to pass laws and resolutions pursuant to Article VI, Section 6(a) of the Constitution of the Kiowa Tribe; and,

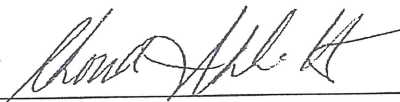
**WHEREAS;** the Tribe was recently presented with an investment opportunity involving the potential purchase of a health clinic building in Carnegie, Oklahoma, and convenience store near Lone Wolf, Oklahoma (“Clinic Project”); and,

**WHEREAS;** the Legislature has determined that it is in the best interests of the Tribe to establish a process to evaluate potential economic development projects, including the Clinic Project, to determine their viability, and investment and revenue potential.

**NOW THEREFORE IT BE IT RESOLVED;** that the Legislature hereby enacts the attached law entitled, “ECONOMIC DEVELOPMENT DUE DILIGENCE ACT OF 2017”.

### CERTIFICATION

The foregoing resolution KL-CY-2018-003 was duly voted upon by the Legislature on January 13, 2018, at a Session with a vote of ( 7 ) in favor and ( 0 ) opposed, ( 0 ) abstaining, and ( 0 ) absent, pursuant to the authority vested in the Legislature by the Constitution of the Kiowa Tribe.

  
Rhonda J. Ahhaitty  
Secretary of the Legislature



LEGISLATURE - RESOLUTION NO. KL-CY-2018-003:

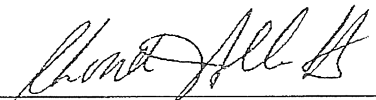
SPONSOR: Modina Waters, Legislator

CO-SPONSOR(S): \_\_\_\_\_

LEGISLATORS	YES	NO	ABSTAIN	ABSENT
Renee M. Plata	X			
Rhonda J. Ahhaitty	X			
Ronald C. Poolaw, Sr.	X			
Dave Geimausaddle	X			
Anita Onco Johnson	X			
Modina Waters	X			
Ben Wolf	X			

DELIVERY OF THE RESOLUTION AND LAW TO THE CHAIRMAN

Resolution No. KL-CY-2018-003 was presented to the Chairman of the Kiowa Tribe on the 18<sup>th</sup> day of January 2018, pursuant to the Article VI, Section 8(a)(iv) of the Constitution of the Kiowa Tribe, and will become effective after signature by the Chairman or veto override by the Legislature, and as otherwise required by the Constitution.

  
\_\_\_\_\_  
Rhonda J. Ahhaitty  
Secretary of the Legislature

**CHAIRMAN'S ACTION:**

APPROVED

VETO - RETURNED TO LEGISLATURE WITH EXPLANATION:

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On this \_\_\_\_ day of \_\_\_\_\_, 2018.

\_\_\_\_\_  
Matthew M. Komalty  
Chairman of the Kiowa Tribe

Presented by the Chairman to the Legislature on the \_\_\_\_ day of \_\_\_\_\_, 2018.

**LEGISLATURE'S ACTION:**

**Override of Chairman's veto:**

YES

NO

LEGISLATORS	YES	NO	ABSTAIN	ABSENT
Renee M. Plata				
Rhonda J. Ahhaitty				
Ronald C. Poolaw, Sr.				
Dave Geimausaddle				
Anita Onco Johnson				
Modina Waters				
Ben Wolf				

## CERTIFICATION

The foregoing resolution KL-CY-2018-003 was duly voted upon by the Legislature on \_\_\_\_\_, 2018, at a meeting with a vote of \_\_\_\_\_ in favor and \_\_\_\_\_ opposed, and \_\_\_\_\_ abstaining pursuant to the authority vested in the Legislature by the Constitution of the Kiowa Tribe.

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Rhonda J. Ahhaity  
Secretary of the Legislature

### Section 1.1 Short Title

This enactment shall be known as the "ECONOMIC DEVELOPMENT DUE DILIGENCE ACT OF 2017" ("Act").

### Section 1.2 Purpose

The purpose of this Act is to establish a process to evaluate and conduct due diligence for potential economic development projects, including the proposed purchase by the Tribe of the health clinic in Carnegie, Oklahoma and a convenience store near Lone Wolf, Oklahoma to determine if the proposed project or purchase represents a sound financial investment.

### Section 1.3 Findings

The Legislature finds that:

- (a) The Legislature has determined that it is in the best interests of the Tribe to identify, promote, and pursue economic development projects; and,
- (b) The Tribe was recently presented with an investment opportunity involving the potential purchase of a health clinic building in Carnegie, Oklahoma, and convenience store near Lone Wolf, Oklahoma ("Clinic Project"); and,
- (c) The Tribe should establish a process to evaluate potential economic development projects, including the Clinic Project, to determine their viability, and investment and revenue potential in order to minimize risk and the loss of investment funds.

### Section 1.4 Due Diligence

- (a) The Director of the Planning Office ("Director"), or in the absence of a Director, the Chairman or his designee shall conduct a thorough due diligence investigation and evaluation including preparation of a written report ("Due Diligence Report") analyzing each potential economic development project under consideration by the Tribe.
- (b) The Director, or in the absence of a Director, the Chairman or his designee shall conduct a thorough due diligence investigation and evaluation including preparation of a Due Diligence Report analyzing the proposed Clinic Project, which shall include but not be limited to the following:
  - (i) Identification of funding to acquire and complete the Clinic Project;
  - (ii) A feasibility study analyzing the viability of the businesses;
  - (iii) A thorough analysis of the audited financial statements and audits of the existing businesses for last three years;
  - (iv) Projections of revenue for the businesses;
  - (v) A schedule of accounts payable and accounts receivable for the businesses

- (vi) Other financial information including assets, inventory, debts, liabilities, strategic plan, credit reports, and any internal controls;
- (vii) The existing businesses and their organizational structure including any organic documents, meeting minutes, resolutions, and annual reports;
- (viii) Any reports provided to the Secretary of State where the business is incorporated, if any, including a Certificate in Good Standing issued by the respective State;
- (ix) A list of Board of Directors
- (x) All assets including physical assets, real property, buildings, equipment;
- (xi) All existing leases, contracts, and other legal documents involving the businesses
- (xii) A list of employees and their qualifications, salaries, benefits, personnel policies, ;
- (xiii) Copies of all litigation documents involving the businesses, including any arbitration decisions, during the last five years, and any ongoing litigation or disputes, or threatened litigation;
- (xiv) Insurance policies in effect and claim history of the businesses;
- (xv) Copies of any permits or licenses;
- (xvi) Detailed reports on any environmental hazards, liabilities, litigation, and any related Federal, State, or local regulatory notices;
- (xvii) Status of any tax disputes, audits, settlements, liens, and tax filings for the last five years;
- (xviii) A list of professional advisors for the businesses including accounting firms, law firms, consulting firms, and other professionals used by the businesses;
- (xix) Any customer information maintained by the businesses;
- (xx) The identification and estimated costs for realtor services necessary for acquiring the property; and,
- (xxi) Any other pertinent information that will assist the Tribe in determining the economic viability of the Clinic Project.