

Committee: Rules Committee

Author: Jennifer Pigeon

Date: 05-16-18

Committee Date: 05-31-18

Sponsor: Mike Shambaugh

**RESOLUTION NO. 23-18**

**COUNCIL OF THE CHEROKEE NATION**

**A RESOLUTION EXPRESSLY AGREEING TO CHOICE OF LAW AND VENUE AND  
AUTHORIZING A WAIVER OF SOVEREIGN IMMUNITY OF THE CHEROKEE  
NATION IN CONNECTION WITH A SOFTWARE AGREEMENT  
WITH MUNICIPAL ACCOUNTING SYSTEMS, INC.**

**WHEREAS**, the Cherokee Nation (“Nation”) since time immemorial has exercised the sovereign rights of self-government in behalf of the Cherokee people;

**WHEREAS**, the Nation is a federally recognized Indian Nation with a historic and continual government to government relationship with the United States of America;

**WHEREAS**, the Nation enjoys governmental immunity from suit under federal and state law;

**WHEREAS**, the Nation has through inherent sovereign authority and by constitution and tribal law, the authority to enter into contractual agreements and execute such waivers, pledges, etc. necessary for such agreements;

**WHEREAS**, waivers of sovereign immunity must be approved the Cherokee Nation Tribal Council;

**WHEREAS**, the Tsunadeloquasdi Cherokee Immersion Charter School (“Charter School”) is owned and operated by the Cherokee Nation;

**WHEREAS**, the Charter School must report certain financial information to the State of Oklahoma in the required Oklahoma Cost Accounting System (“OCAS”);

**WHEREAS**, the Charter School wishes to enter into a contractual agreement with Municipal Accounting Systems, Inc. for certain computer software that will transmit the necessary financial information to the OCAS;

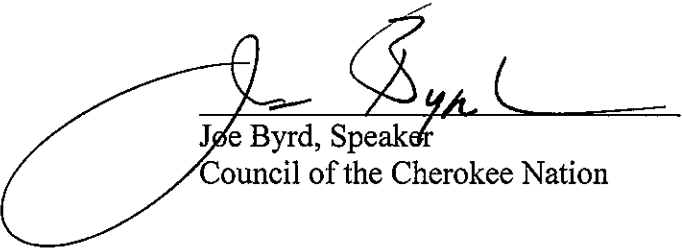
**WHEREAS**, the Principal Chief and/or his designee has determined that it would be fiscally advantageous to contract with Municipal Accounting Systems, Inc. and has negotiated the terms of the Software Services Order Agreement and Privacy Policy and Terms of Service, which include both choice of law and venue provisions, along with a waiver of the Nation’s sovereign immunity.

**BE IT RESOLVED BY THE CHEROKEE NATION**, that the Principal Chief and/or his designee is hereby authorized and directed to execute all documents relating to the choice of law, venue and waiver of the Cherokee Nation’s sovereign immunity for the Software Services Order Agreement and Privacy Policy Terms of Service and any other obligations and transaction

documents authorized or required pursuant to the provisions of the choice of law, venue and waiver agreement.

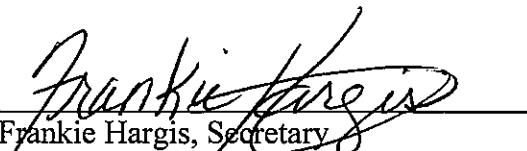
### CERTIFICATION

The foregoing resolution was adopted by the Council of the Cherokee Nation at a duly called meeting on the 11<sup>th</sup> day of June, 2018, having 15 members present, constituting a quorum, by the vote of 15 yea; 0 nay; 0 abstaining.



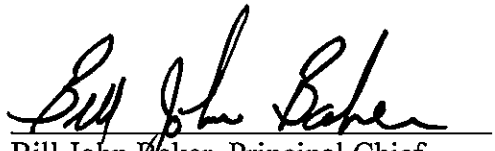
Joe Byrd, Speaker  
Council of the Cherokee Nation

**ATTEST:**



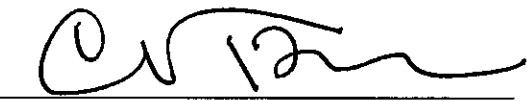
Frankie Hargis, Secretary  
Council of the Cherokee Nation

Approved and signed by the Principal Chief this 15 day of June, 2018.



Bill John Baker, Principal Chief  
Cherokee Nation

**ATTEST:**



Chuck Hoskin, Jr., Secretary of State  
Cherokee Nation

# Cherokee Nation Act/Resolution Proposal Form

Act       Resolution

A RESOLUTION EXPRESSLY AGREEING TO  
CHOICE OF LAW AND VENUE AND AUTHORIZING  
A WAIVER OF SOVEREIGN IMMUNITY OF THE  
CHEROKEE NATION IN CONNECTION WITH A  
SOFTWARE AGREEMENT  
WITH MUNICIPAL ACCOUNTING SYSTEMS, INC.

**TITLE:**

DEPARTMENT CONTACT: Jennifer Pigeon x5367

RESOLUTION PRESENTER: Jennifer Pigeon x5367

COUNCIL SPONSOR: Mike Shambaugh

**NARRATIVE:**

Tsunadeloquasdi Cherokee Immersion Charter School ("Charter School") is owned and operated by the Cherokee Nation. The Charter School must report certain financial information to the State of Oklahoma in the required Oklahoma Cost Accounting System ("OCAS"). The Charter School wishes to enter into a contractual agreement with Municipal Accounting Systems, Inc. for certain computer software that will transmit the necessary financial information to the OCAS. Tribal Council approval and authorization of the agreement is necessary because of the terms of the Software Service Order Agreement and Privacy Policy Terms of Service include both choice of law and venue provisions, along with a waiver of the Nation's sovereign immunity.

<b><u>ADMINISTRATIVE CLEARANCE</u></b>	
Dept/Program:	
Dept/Program Name	
Executive Director:	
Signature/Initial	Date
Finance: (Required: Grants/Contracts/Budgets)	
Signature/Initial	Date
Government Relations Approval:	
Signature/Initial	Date
Administration Approval:	
Signature/Initial	Date

*A. J. Giddens* 5/16/18

*Shambaugh* 5/16/18  
*Hules* 5/31/18  
*Byrd*