

Committee: Rules Committee

Author: Jennifer Pigeon

Date: 03/12/2019

Committee Date: 03/28/2019

Sponsor: Mike Shambaugh

**RESOLUTION NO. 18-19**

**COUNCIL OF THE CHEROKEE NATION**

**A RESOLUTION EXPRESSLY AGREEING TO CHOICE OF LAW AND VENUE AND  
AUTHORIZING A LIMITED 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 on 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 sovereign immunity from suit under federal and state law;

**WHEREAS**, the Nation has inherent sovereign power by virtue of its constitution and tribal law to enter into contractual agreements and execute such waivers necessary for such agreements;

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

**WHEREAS**, the Tsunadeloquasdi Cherokee Immersion Charter School (“Charter School”) is 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;

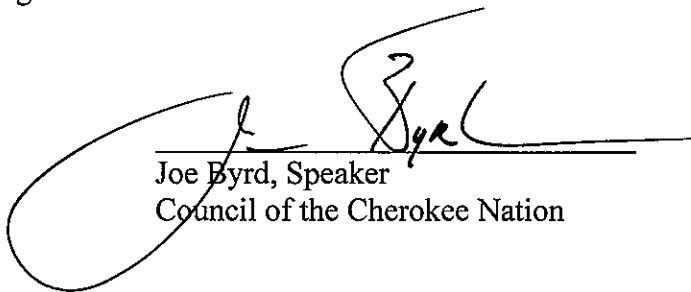
**WHEREAS**, the Principal Chief and/or his designee has determined that it would be fiscally advantageous to contract with Municipal Accounting Systems, Inc. and have negotiated the terms of the Software Services Order Agreement, which includes choice of law and venue provisions, along with a limited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

**BE IT RESOLVED BY THE CHEROKEE NATION** that the Principal Chief and/or his designee are hereby authorized and directed to execute all documents relating to the choice of law, venue and a limited waiver of the Cherokee Nation’s sovereign immunity for the Software Services Order Agreement, and any other necessary obligations associated therewith.

**PROVIDED**, any such waiver is hereby limited insofar as necessary to fulfill the Software Services Order Agreement. Absent express authorization by the Tribal Council, nothing contained herein shall be interpreted as creating any additional claim, cause of action or remedy against the Cherokee Nation. All other rights, privileges and incidences of the Cherokee Nation's sovereign immunity are hereby reserved.

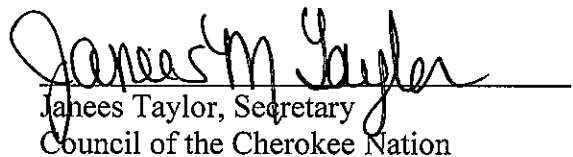
**CERTIFICATION**

The foregoing resolution was adopted by the Council of the Cherokee Nation at a duly called meeting on the 15<sup>th</sup> day of April, 2019, having 16 members present, constituting a quorum, by the vote of 16 yea; 0 nay; 0 abstaining.



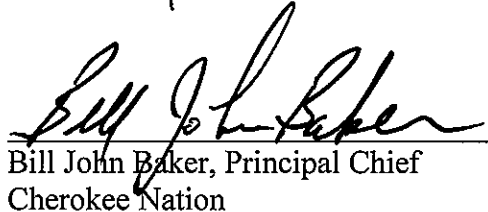
Joe Byrd, Speaker  
Council of the Cherokee Nation

**ATTEST:**



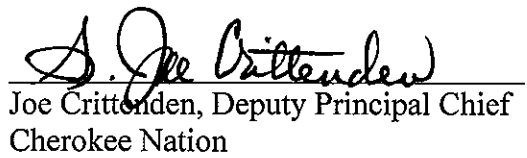
Jahees Taylor, Secretary  
Council of the Cherokee Nation

Approved and signed by the Principal Chief this 18<sup>th</sup> day of April, 2019.



Bill John Baker, Principal Chief  
Cherokee Nation

**ATTEST:**



Joe Crittenden, Deputy Principal Chief  
Cherokee Nation

**ADMINISTRATIVE CLEARANCE**

Dept/Program:

Education/Immersion

Dept/Program Name

Executive Director:

Ron Etheridge

Signature/Initial                      Date

Finance: (Required:  
Grants/Contracts/Budgets)

*Greg D... 3.13.19*  
Signature/Initial                      Date

Government Relations  
Approval:

*Bill John Baker 3/13/19*  
Signature/Initial                      Date

Administration Approval:

Signature/Initial                      Date

**Cherokee Nation  
Act/Resolution Proposal Form**

Act                       Resolution

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A SOFTWARE AGREEMENT  
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**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 limited waiver of the Nation's sovereign immunity.

*Mike  
3/13/19  
Baker 3/28/19  
Byrd*

MAR 13 '19 PM 1:19