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**CHEROKEE COUNCIL HOUSE**  
**CHEROKEE, NORTH CAROLINA**

Date: \_\_\_\_\_

**RESOLUTION NO. \_\_\_\_\_ (2026)**

*A resolution confirming three interim appointments to the Board of Managers of Qualla Enterprises, LLC.*

WHEREAS, on April 2, 2026, Tribal Council passed Resolution No. 181 (2026), which suspended four members of the Board of Managers of Qualla Enterprises, LLC, and called for the appointment of three persons to constitute an interim Board of Managers for the company; and

WHEREAS, Resolution No. 181 called for the Principal Chief to nominate two persons to the interim board and Tribal Council to nominate one person, so that combined there will be a three-person interim board, which is the minimum required to establish a quorum; and

WHEREAS, Tribal Council has received a letter from Principal Chief Hicks in which he has nominated the following two persons for appointment to the interim board:

- (1) \_\_\_\_\_
- (2) \_\_\_\_\_

WHEREAS, Tribal Council hereby nominates the following person for appointment to the interim board:

- (1) \_\_\_\_\_

WHEREAS, Tribal Council desires that the nominees identified in this resolution shall be confirmed promptly, to avoid disruption at Qualla Enterprises, LLC, and therefore Tribal Council should, by motion on the record, suspend the confirmation rules as provided in C.C. Section 117-44.8.

NOW THEREFORE BE IT RESOLVED, by the Tribal Council of the Eastern Band of Cherokee Indians, in Council assembled, at which a quorum is present, that pursuant to Resolution No. 181 (2026), the following three persons are appointed and confirmed to the interim Board of Managers of Qualla Enterprises, LLC

- :
- (1) \_\_\_\_\_ (nominated by Principal Chief Hicks)
  - (2) \_\_\_\_\_ (nominated by Principal Chief Hicks)
  - (3) \_\_\_\_\_ (nominated by Tribal Council)

BE IT FURTHER RESOLVED, that the persons identified above are well known to the Executive Office and Tribal Council; that they are capable, qualified and experienced candidates for appointment to the Board of Managers; and that they should be confirmed immediately to fill the gap created by the suspension of Board members imposed in Resolution No. 181 (2026), and to effect this prompt appointment, Tribal Council has suspended, by proper motion, duly made and passed, and the appointment confirmation rules pursuant to C.C.

1 Section 117-44.8, and the persons identified above are hereby appointed and confirmed to  
2 take their positions as the interim Board of Managers of Qualla Enterprises, LLC.  
3

4 BE IT FURTHER RESOLVED, that these appointments shall be temporary, and Tribal Council's intent  
5 is that they shall last only for so long as is necessary for the Tribe's Office of Internal  
6 Audit and Ethics to perform the investigation referenced in Resolution No. 181, and for a  
7 reasonable time thereafter, so that Tribal Council may consider the results of the  
8 investigation and re-evaluate the suspensions imposed in Resolution No. 181.  
9

10 BE IT FURTHER RESOLVED, that the three persons appointed to the Board of Managers by this  
11 resolution shall have all of the authorities, obligations and privileges provided to  
12 Managers in Tribal law and in the Operating Agreement of Qualla Enterprises, LLC.  
13

14 BE IT FURTHER RESOLVED, that the persons appointed to the interim Board of Managers shall not  
15 receive compensation for their service, but Qualla Enterprises, LLC, shall pay, or provide  
16 reimbursement, for reasonable and necessary expenses incurred by the interim Board  
17 members in the performance of their official duties.  
18

19 BE IT FURTHER RESOLVED, that Qualla Enterprises, LLC, or the Tribe, whichever is appropriate  
20 shall, through insurance or other means, provide for indemnification and shall hold  
21 harmless for claims made against the interim Board members for actions and decisions  
22 they may make regarding Qualla Enterprises, LLC, that are within the course and scope  
23 of their official authority as members of the Board.  
24

25 BE IT FINALLY RESOLVED that all resolutions that are inconsistent with this resolution are rescinded,  
26 and that this resolution shall become effective when it is enacted into law.  
27

28  
29 *Submitted by Michell Hicks, Principal Chief, and by the Tribal Council of the Eastern Band of Cherokee*  
30 *Indians.*