



## Mashpee Wampanoag Tribe

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**2020-RES-034**

### **APPROVAL OF AGREEMENT BETWEEN MASHPEE WAMPANOAG TRIBE AND WAL-MART STORES EAST, LP**

**WHEREAS**, the Mashpee Wampanoag Tribe (the "Tribe") is a federally-recognized Indian tribe with a duly-enacted Constitution;

**WHEREAS**, the Mashpee Wampanoag Tribal Council (the "Tribal Council"), the governing body of the Tribe, deems it essential under Article VI, § 2.A. of the Mashpee Wampanoag Tribal Constitution ("Constitution") to promote and protect the political integrity, economic security and general welfare of the Tribe and members of the Tribe;

**WHEREAS**, Article VI, § 2.D. of the Constitution empowers the Tribal Council to negotiate and enter into contracts and agreements with state and local governments, private persons and corporate entities;

**WHEREAS**, Wal-Mart Stores, East, LP has offered to donate to the Tribal community fresh bananas as a "Product Donation" ("Walmart Donation") that requires the Tribe to execute a Hold Harmless Agreement to benefit Walmart and its entities and employees (the "Agreement");

**WHEREAS**, the Agreement in pertinent part requires the Tribe to indemnify and hold harmless Walmart and its affiliated entities and employees from any claims arising out of possession of the bananas;

**WHEREAS**, the Agreement will serve as a release for Walmart against any and all claims or demands arising from any "defective condition in the product or from its possession, transportation, use or disposal; and

**WHEREAS**, the Agreement contains other conditions as set forth in the Agreement attached hereto as Exhibit A;

**WHEREAS**, the Mashpee Wampanoag Tribe desires to accept the Walmart Donation and execute the Agreement;

**WHEREAS**, the Tribal Council finds it in the best interests of the Tribe to express its authorization for the Tribal Council Chairman, or other authorized Tribal Council Chairman designee, to execute the Agreement, and to take such other actions as are reasonable or necessary in furtherance of the execution or performance of such agreement.



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**WHEREAS**, the Mashpee Wampanoag Tribe desires to accept the Walmart Donation and execute the Agreement;

**WHEREAS**, the Tribal Council finds it in the best interests of the Tribe to express its authorization for the Tribal Council Chairman, or other authorized Tribal Council Chairman designee, to execute the Agreement, and to take such other actions as are reasonable or necessary in furtherance of the execution or performance of such agreement.

**NOW, THEREFORE, BE IT RESOLVED**, that the Tribal Council hereby approves of and authorizes in substantial conformity the Hold Harmless Agreement with Walmart Stores East, LP attached hereto as Exhibit A; and

**BE IT FURTHER RESOLVED**, nothing in this resolution or the Agreement shall be read or construed to effect, modify, limit, or waive the sovereign immunity of the MWT, its departments, agencies, organizations, officers, agents, employees and/or instrumentalities; and

**BE IT FINALLY RESOLVED**, that the Tribal Council authorizes the Tribal Council Chairman, or other Tribal Council Chairman designee, to execute the Agreement and to take such other actions as are reasonable and necessary in furtherance of the execution or performance of the Agreement; and

All resolutions or parts of resolutions inconsistent with this resolution are repealed. This resolution is effective immediately and shall continue pursuant to the authority vested in the Tribal Council pursuant to Article VI, §§ 2.A. and D. of the Constitution.



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### CERTIFICATION

We, the undersigned Chairperson and Secretary of the Mashpee Wampanoag Tribal Council, do hereby certify that the Tribal Council is composed of 13 members of whom 9, constituting a quorum, were present at a meeting thereof, duly and regularly called, noticed, convened, and held on the 6<sup>th</sup> day of May, 2020, and that the foregoing resolution was duly adopted by the affirmative vote of 9 members, with 0 opposing, and with 1 not voting.

DATED this 6<sup>th</sup> day of May, 2020.

A handwritten signature in cursive script that reads "Cedric Cromwell".

Cedric Cromwell, CHAIRMAN  
Mashpee Wampanoag Tribal Council

ATTEST:

A handwritten signature in cursive script that reads "Ann Marie Askew".

Ann Marie Askew, SECRETARY  
Mashpee Wampanoag Tribal Council