

TO APPROVE THE RECONCILING OF CAPITAL PROJECTS AND BILLS FOR FY15 & FY16

IN THE TRIBAL COUNCIL OF THE CHOCTAW NATION

ANTHONY DILLARD INTRODUCED THE FOLLOWING COUNCIL BILL

A COUNCIL BILL

TO APPROVE the reconciliation of the Capital Projects Bills for FY15 (CB – 111-14) and FY16 (CB 141-15) to appropriately fund actual projects started in those years.

WHEREAS, the Tribal Council (the “Council”) of the Choctaw Nation of Oklahoma (the “Nation”) has determined that it is in the best interests of the Nation to revisit and restate the actual projects completed on each of the aforementioned bills to accurately fund FY15 and FY16 projects that were strategically completed or started by the Nation (each a “Project” and collectively the “Projects”), which Projects are shown on Exhibit A attached hereto and incorporated herein by reference; and

WHEREAS, this reconciliation will require an additional funding approval of \$60,295,058 to fully fund all Projects completed or underway.

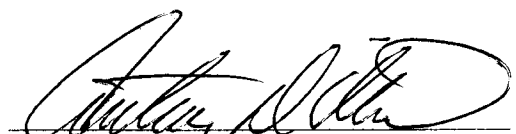
THEREFORE BE IT ENACTED by the Council that this Bill be cited as approval for the Nation to complete all Projects and consider them approved by the Council.

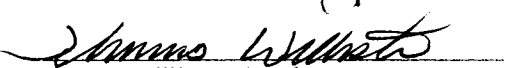
BE IT FURTHER ENACTED by the Council that additional funding in the amount of \$60,295,058 to fully fund all Projects completed or underway is hereby approved, with such amount coming from the Nation’s unrestricted cash reserves.

BE IT FURTHER ENACTED by the Council that the Chief of the Nation (the “Chief”), or his designee, shall have the authority to manage the progress of each Project with a Project variance of up to 5%+/- of the Project’s approved amount shown on Exhibit A.

CERTIFICATION

I, the undersigned, as speaker of the Tribal Council of the Choctaw Nation of Oklahoma, do hereby certify that the Tribal Council is composed of twelve (12) seats. Eight (8) members must be present to constitute a quorum. I further certify that eleven (11) members answered roll call and that a quorum was present at the Regular Session of the Tribal Council at Tuskahoma, Oklahoma on September 10, 2016. I further certify that the foregoing Council Bill CB- 152-16 was adopted at such meeting by the affirmative vote of eleven (11) members, zero (0) negative votes, and zero (0) abstaining.

  
Anthony Dillard, Secretary  
Choctaw Nation Tribal Council

  
Thomas Williston, Speaker  
Choctaw Nation Tribal Council

  
Gary Batten, Chief  
Choctaw Nation of Oklahoma

Date 9-14-16

**Exhibit A**

Capital Projects FY15 and FY 16 Reconciliation

**Funding Needed****60,295,058**

|   |                    |
|---|--------------------|
| <b>FY15 Capital Council Bill Approved</b> | <b>132,302,377</b> |
| Actual FY15 Projects                      | 68,420,435         |
| <b>Surplus in FY15 Funding</b>            | <b>63,881,942</b>  |

**Actual FY15 Projects**

|   |                   |
|---|-------------------|
| Chili's - Atoka                                     | 3,800,000         |
| Chili's - Poteau (includes parking expansion)       | 3,300,000         |
| Expand Poteau Health Clinic Complex                 | 7,500,000         |
| Food Distribution Center - Broken Bow               | 3,350,000         |
| Head Start - Antlers Remodel                        | 500,000           |
| Head Start - Atoka                                  | 3,300,000         |
| Head Start - Bethel                                 | 3,000,000         |
| Maintenance Capital                                 | 14,000,000        |
| Travel Plaza - Hugo                                 | 5,900,000         |
| Travel Plaza and Casino Too - Antlers               | 6,400,000         |
| Travel Plaza and Casino Too - Heavener              | 6,300,000         |
| Wellness Center - Antlers                           | 2,856,240         |
| Wellness Center - McAlester                         | 1,400,000         |
| Wellness Center - Stigler                           | 2,714,195         |
| Wellness Center - Wilburton                         | 1,400,000         |
| Winding Stair Equipment and Cattle - Start Up Costs | 2,700,000         |
| <b>Total</b>  | <b>68,420,435</b> |

|   |                      |
|---|----------------------|
| <b>FY16 Capital Council Bill Approved</b> | <b>401,450,000</b>   |
| Actual FY16 Projects                      | 525,627,000          |
| <b>Deficit in FY16 Funding</b>            | <b>(124,177,000)</b> |

**Actual FY16 Projects**

|   |           |
|---|-----------|
| Acquisition - Joy's Pecan Operation                         | 1,300,000 |
| Acquisition - Wilburton Tractor Supply Building             | 1,900,000 |
| Atoka Casino Too Expansion                                  | 2,750,000 |
| Castle Hill Loan  | 5,000,000 |
| Cattle Purchase - 250 Heifers and 50 Bulls total March 2016 | 800,000   |

|   |                    |
|---|--------------------|
| Choctaw Country Market - Boswell  | 2,600,000          |
| Choctaw Country Market - Clayton  | 4,650,000          |
| Choctaw Nation Headquarters   | 198,000,000        |
| Community Center - Hugo   | 3,300,000          |
| Community Center - Talihina (Kenny's District)                            | 4,000,000          |
| Durant Clinic   | 98,000,000         |
| Grant Casino Expansion - 100 Rooms and Amenity Growth                     | 45,500,000         |
| Head Start - Poteau   | 4,400,000          |
| Head Start - Wright City  | 4,400,000          |
| Independent Living - Smithville   | 1,900,000          |
| Jones Academy Trailers for Member Services                                | 167,000            |
| Land - Acreage east of Silverado  | 540,000            |
| Land - Billy Perrin (2 additional tracts)                                 | 700,000            |
| Land - Broken Bow Trailer Park  | 1,800,000          |
| Land - Harley's Restaurant south of Grant Casino                          | 330,000            |
| Land - Joe Gary tract in Durant (9th Street)                              | 6,000,000          |
| Land - Lancaster Property   | 5,000,000          |
| Land - Wells Property (9th Street Durant)                                 | 5,500,000          |
| Maintenance Capex - Commerce and CMDC                                     | 32,000,000         |
| Maintenance Capex - Government  | 11,000,000         |
| McAlester Retail Development  | 10,000,000         |
| Silverado Trailers and Furniture  | 500,000            |
| Talihina Facilities Maintenance Building                                  | 4,000,000          |
| Talihina Hospital Refresh   | 13,000,000         |
| Travel Plaza - Stigler  | 4,000,000          |
| Travel Plaza - Talihina   | 4,200,000          |
| Travel Plaza Facility Refresh Initiative - 4 Stores Per Year @\$500k each | 2,000,000          |
| Tribal Construction, Facilities and Central Supply Building               | 13,800,000         |
| Tribal Data Center  | 7,575,000          |
| Tribal Public Safety Building   | 7,500,000          |
| Tuska Homma Cabins - Staff Cabins (5) and main hut (1)                    | 500,000            |
| Wellness Center - Durant  | 16,000,000         |
| Wellness Center - McAlester Expansion                                     | 500,000            |
| Wildlife High Fence Hunting Operation                                     | 515,000            |
| <b>Total FY16 Projects</b>  | <b>525,627,000</b> |

TO APPROVE THE FY15 CAPITAL PROJECTS BUDGET

IN THE TRIBAL COUNCIL OF THE CHOCTAW NATION

THOMAS WILLISTON INTRODUCED THE FOLLOWING COUNCIL BILL

A COUNCIL BILL

TO APPROVE the attached FY2015 Capital Projects Budget in the amount of \$132,302,377.00.

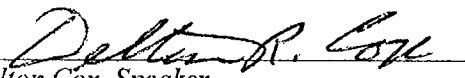
WHEREAS, the budget includes all estimated spending amount not previously approved by Council for construction activities for the fiscal year beginning October 1, 2014, through September 30, 2015, and


WHEREAS, any modification to previously approved projects will serve as an addendum to prior year Council Bills, and the included amounts are the best estimates attainable at the present time and due to numerous variables may fluctuate up to five percent. This budget will be funded by, but not limited to, Tribal revenues/funds, reserve portfolios, and/or margin borrowing as per the Revenue Allocation Plan-Revised (CB-85-14),

THEREFORE BE IT ENACTED by the Tribal Council of the Choctaw Nation of Oklahoma that this Act be cited as approval for the FY2015 Capital Projects Budget in the amount of \$132,302,377.00, under the conditions described herein, and in compliance with the attached budget.

CERTIFICATION

I, the undersigned, as Speaker of the Tribal Council of the Choctaw Nation of Oklahoma, do hereby certify that the Tribal Council is composed of twelve (12) seats. Eight (8) members must be present to constitute a quorum. I further certify that twelve (12) members answered roll call and that a quorum was present at the Special Session of the Tribal Council at Tuskahoma, Oklahoma on September 22, 2014. I further certify that the foregoing Council Bill CB-111-14 was adopted at such meeting by the affirmative vote of twelve (12) members, zero (0) negative votes, and zero (0) abstaining.

  
Delton Cox, Speaker  
CHOCTAW NATION TRIBAL COUNCIL

  
Thomas Williston, Secretary  
CHOCTAW NATION TRIBAL COUNCIL

  
Gary Batten, Chief  
CHOCTAW NATION OF OKLAHOMA

DATE: 9-25-14

**CHOCTAW NATION OF OKLAHOMA**  
**Capital Projects Allocation**  
**FY 2015 Budget**

|   |  | <b>FY15</b>        | <b>Estimated Total<br/>Project Costs</b> |
|---|--|--------------------|--|
| Business                                | McAlester Retail Development                       | 5,000,000          | 20,000,000                               |
| Business                                | Acquire two businesses                             | 10,000,000         | 20,000,000                               |
| Business                                | Tuskahoma Development - Hotel, Gaming, Tourism     | 5,000,000          | 15,000,000                               |
| Business                                | Winding Stair                                      | 2,700,000          | 5,155,000                                |
| Business                                | Casino Too, Travel Plaza, Food Venue - Antlers     | 8,000,000          | 8,000,000                                |
| Business                                | Commissary for Travel Plaza Food Prep              | 8,000,000          | 8,000,000                                |
| Business                                | Franchise - Poteau (Includes gaming expansion)     | 6,000,000          | 6,000,000                                |
| Business                                | Franchise - Atoka                                  | 4,000,000          | 4,000,000                                |
| Business                                | Franchise - Grant                                  | 4,000,000          | 4,000,000                                |
| Business                                | Travel Plaza - Hugo                                | 4,000,000          | 4,000,000                                |
| Business                                | Casino Too - Heavener - Remodel                    | 1,000,000          | 1,000,000                                |
| Business                                | Maintenance Capital                                | 14,000,000         | -  |
| Government                              | Member Services Complex (Clinic Included)          | 10,000,000         | 112,000,000                              |
| Government                              | New Cultural Center                                | 1,097,727          | 75,000,000                               |
| Government                              | New Tribal Headquarters                            | 19,504,650         | 50,950,736                               |
| Government                              | McAlester Campus (Community Center, Food Dist, HS) | 9,700,000          | 9,700,000                                |
| Government                              | Head Start - Bethel                                | 3,000,000          | 3,000,000                                |
| Government                              | Community Center - Bethel                          | 2,500,000          | 2,500,000                                |
| Government                              | Recycling Center - McAlester                       | 2,000,000          | 2,000,000                                |
| Government                              | Food Distribution Warehouses - Broken Bow          | 2,000,000          | 2,000,000                                |
| Government                              | Head Start - Antlers Remodel                       | 500,000            | 500,000                                  |
| Health                                  | Expand Poteau Health Clinic Complex                | 7,500,000          | 7,500,000                                |
| Health                                  | Wellness Center - McAlester                        | 1,400,000          | 1,400,000                                |
| Health                                  | Wellness Center - Wilburton                        | 1,400,000          | 1,400,000                                |
| <b>Total Capital Project Allocation</b> |  | <b>132,302,377</b> | <b>363,105,736</b>                       |

**TO APPROVE THE FY2016 CAPITAL PROJECTS BUDGET**

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**IN THE TRIBAL COUNCIL OF THE CHOCTAW NATION**

**THOMAS WILLISTON INTRODUCED THE FOLLOWING COUNCIL BILL**

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**A COUNCIL BILL**

**TO APPROVE** the attached FY2016 Capital Projects Budget in the amount of \$401,450,000.

**WHEREAS**, each fiscal year the Tribal Council (the "Tribal Council") of the Choctaw Nation of Oklahoma (the "Nation") must approve a capital projects budget for all estimated spending amounts for construction and other business activities (each a "Project") not previously approved by the Tribal Council; and

**WHEREAS**, the FY2016 Capital Projects Budget, attached hereto and incorporated herein as Exhibit A (the "FY2016 Capital Projects Budget"), includes all estimated spending amounts not previously approved by the Tribal Council for Projects for the fiscal year beginning October 1, 2015; and

**WHEREAS**, the FY2016 Capital Projects Budget will be funded through the Nation's Tribal revenues/funds, reserve portfolios, margin borrowing and/or other revenue sources in accordance with the Nation's Revenue Allocation Plan-Revised (CB-85-14); and

**WHEREAS**, the Tribal Council recognizes that certain of the Projects contained in the FY2016 Capital Projects Budget may not come to realization and that pursuing certain other Projects not contained in the FY2016 Capital Projects Budget may be in the best interests of the Nation; and

**WHEREAS**, the Tribal Council believes it is in the best interests of the Nation to approve the FY2016 Capital Projects Budget; and

**WHEREAS**, the Tribal Council believes it is in the best interests of the Nation for the Chief of the Nation, or his designee, to have the authority to reallocate funds throughout the fiscal year between Projects funded under the FY2016 Capital Projects Budget, or to remove or add Projects to the FY2016 Capital Projects Budget and allocate funds accordingly, as deemed necessary by the Chief of the Nation, or his designee, so long as the total amount spent on Projects does not exceed the amount set forth in the FY2016 Capital Projects Budget, unless such excess has been otherwise approved by the Tribal Council.

**THEREFORE BE IT ENACTED** by the Tribal Council of the Choctaw Nation of Oklahoma that this Act be cited as approval of the FY2016 Capital Projects Budget in the amount of \$401,450,000, under the conditions described herein, and in compliance with the attached FY2016 Capital Projects Budget.

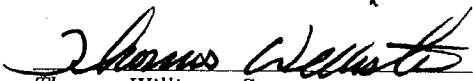
**THEREFORE BE IT FURTHER ENACTED** by the Tribal Council of the Choctaw Nation of Oklahoma that this Act be cited as approval that the FY2016 Capital Projects Budget will be funded

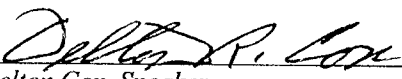
through the Nation's Tribal revenues/funds, reserve portfolios, margin borrowing and/or other revenue sources in accordance with the Nation's Revenue Allocation Plan-Revised (CB-85-14).


**THEREFORE BE IT FURTHER ENACTED** by the Tribal Council of the Choctaw Nation of Oklahoma that this Act be cited as approval that the Chief of the Nation, or his designee, shall have the authority to reallocate funds throughout the fiscal year between Projects funded under the FY2016 Capital Projects Budget, or to remove or add Projects to the FY2016 Capital Projects Budget and allocate funds accordingly, as deemed necessary by the Chief of the Nation, or his designee, so long as the total amount spent on Projects does not exceed the amount set forth in the FY2016 Capital Projects Budget, unless such excess has been otherwise approved by the Tribal Council.

**CERTIFICATION**

*I, the undersigned, as Speaker of the Tribal Council of the Choctaw Nation of Oklahoma, do hereby certify that the Tribal Council is composed of twelve (12) seats. Eight (8) members must be present to constitute a quorum. I further certify that eleven (11) members answered roll call and that a quorum was present at the Regular Session of the Tribal Council at Tuskahoma, Oklahoma on Sept. 12, 2015. I further certify that the foregoing Council Bill CB-141-15 was adopted at such meeting by the affirmative vote of eleven (11) members, zero (0) negative votes and zero (0) abstaining.*

  
Thomas Williston, Secretary  
CHOCTAW NATION TRIBAL COUNCIL

  
Delton Cox, Speaker  
CHOCTAW NATION TRIBAL COUNCIL

  
Gary Batton, Chief  
CHOCTAW NATION OF OKLAHOMA

DATE: 9-15-15

| Capital Projects Council Bill FY '16                                      | Capital Projects   | Allocation of Cash |                    |                    |
|---|--------------------|--------------------|--------------------|--------------------|
|   | Total              | 2016               | 2017               | 2018               |
| <b>Business Division</b>  |                    |                    |                    |                    |
| Lumber Yard Acquisition   | 1,300,000          | 1,300,000          |                    |                    |
| Quick serve Breakfast Grant - Travel Plaza Endcap                         | 2,000,000          | 2,000,000          |                    |                    |
| Quick serve Breakfast Pocola - End cap to travel plaza                    | 2,000,000          | 2,000,000          |                    |                    |
| Travel Plaza Facility Refresh Initiative - 4 Stores Per Year @\$500k each | 2,000,000          | 2,000,000          |                    |                    |
| Indian Nations Turnpike   | 3,100,000          | 310,000            | 2,790,000          |                    |
| Chili's Grant - Casino build out  | 4,000,000          | 4,000,000          |                    |                    |
| Castle Hill Equity Investment (debt in FY16)                              | 5,000,000          | 5,000,000          |                    |                    |
| Wildlife Initiative   | 6,000,000          | 3,000,000          | 3,000,000          |                    |
| Talihina Travel Plaza and Casino Too                                      | 6,300,000          | 6,300,000          |                    |                    |
| Medical Partnership   | 7,500,000          | 3,750,000          | 3,750,000          |                    |
| Acquire Pecan Processing Company  | 8,000,000          | 8,000,000          |                    |                    |
| Pocola Travel Plaza - Relocate to Main Entrance                           | 8,000,000          | 6,000,000          | 2,000,000          |                    |
| Acquire Durant Restaurant and Relocate TP                                 | 10,000,000         | 4,000,000          | 6,000,000          |                    |
| McAlester Retail Development  | 10,000,000         | 10,000,000         |                    |                    |
| Ron's Lumber  | 12,000,000         | 12,000,000         |                    |                    |
| Poteau Casino and Retail Development                                      | 15,000,000         | 1,500,000          | 13,500,000         |                    |
| Start Home Building Company - Residential Community Development           | 15,000,000         | 1,500,000          | 7,500,000          | 6,000,000          |
| Tuska Homma Cabins - Council and Commercial                               | 15,000,000         | 15,000,000         |                    |                    |
| Maintenance Capex   | 32,000,000         | 32,000,000         |                    |                    |
| Grant Casino Expansion - 100 Rooms and Amenity Growth                     | 35,000,000         | 1,750,000          | 17,500,000         | 15,750,000         |
| Broken Bow Resort   | 200,000,000        | 2,000,000          | 80,000,000         | 118,000,000        |
| <b>Health</b>   |                    |                    |                    |                    |
| Wellness Center - McAlester   | 500,000            | 500,000            |                    |                    |
| Wellness Center - Antlers   | 1,400,000          | 1,400,000          |                    |                    |
| Wellness Center - Stigler   | 1,400,000          | 1,400,000          |                    |                    |
| Talihina Facilities Maintenance Building                                  | 4,000,000          | 4,000,000          |                    |                    |
| Talihina Hospital Refresh   | 13,000,000         | 13,000,000         |                    |                    |
| Wellness Center - Durant  | 14,000,000         | 14,000,000         |                    |                    |
| Clinic - Durant   | 100,000,000        | 85,000,000         | 15,000,000         |                    |
| <b>Housing</b>  |                    |                    |                    |                    |
| Independent Living - Smithville   | 1,900,000          | 1,900,000          |                    |                    |
| <b>Government</b>   |                    |                    |                    |                    |
| Head Start - Poteau   | 3,300,000          | 3,300,000          |                    |                    |
| Head Start - Wright City  | 3,300,000          | 3,300,000          |                    |                    |
| Community Center - Hugo   | 4,000,000          | 4,000,000          |                    |                    |
| Community Center - Talihina (Kenny's District)                            | 4,000,000          | 4,000,000          |                    |                    |
| Tribal Public Safety Building   | 5,000,000          | 5,000,000          |                    |                    |
| Tribal Data Center  | 7,500,000          | 7,500,000          |                    |                    |
| Maintenance Capex   | 11,000,000         | 11,000,000         |                    |                    |
| Tribal Construction, Facilities and Central Supply Building               | 14,000,000         | 14,000,000         |                    |                    |
| Cultural Center - Cost Estimated  | 75,000,000         | 1,000,000          | 33,750,000         | 40,250,000         |
| Tribal Headquarters   | 140,000,000        | 63,000,000         | 77,000,000         |                    |
| <b>Land</b>   |                    |                    |                    |                    |
| Land North of Durant  | 540,000            | 540,000            |                    |                    |
| 2 Additional Tracts - Perrin  | 700,000            | 700,000            |                    |                    |
| Broken Bow Trailer Park   | 1,000,000          | 1,000,000          |                    |                    |
| Future Land   | 5,000,000          | 5,000,000          |                    |                    |
| Durant Property (9th Street)  | 5,500,000          | 5,500,000          |                    |                    |
| Durant Property (9th Street)  | 6,000,000          | 6,000,000          |                    |                    |
| <b>Other</b>  |                    |                    |                    |                    |
| Community Development - Infrastructure                                    | 10,000,000         | 10,000,000         |                    |                    |
| Diversification - Acquisitions  | 10,000,000         | 10,000,000         |                    |                    |
| Entrepreneurship - Choctaw Members Business Investments                   | 2,000,000          | 2,000,000          |                    |                    |
| <b>Total</b>  | <b>843,240,000</b> | <b>401,450,000</b> | <b>261,790,000</b> | <b>180,000,000</b> |