

TO GRANT A LIMITED WAIVER OF SOVEREIGN IMMUNITY IN FAVOR OF BOKF, NA IN CONNECTION WITH THE CHOCTAW NATION OF OKLAHOMA SUPPLEMENTAL RETIREMENT INCOME PLAN AND THE CHOCTAW NATION OF OKLAHOMA EXECUTIVE DEFERRED COMPENSATION PLAN

IN THE TRIBAL COUNCIL OF THE CHOCTAW NATION

RONALD PERRY INTRODUCED THE FOLLOWING COUNCIL BILL

A COUNCIL BILL

TO GRANT a limited waiver of sovereign immunity in favor of BOKF, NA, the proposed Trustee of the Choctaw Nation of Oklahoma (the “Nation”) Supplemental Retirement Income Plan (the “SRIP”) and the Nation’s Executive Deferred Compensation Plan (the “Executive DCP”).

WHEREAS, the Tribal Council of the Choctaw Nation of Oklahoma (the “Council”) previously adopted the SRIP for the benefit of the Chief, Assistant Chief, Tribal Council Members and the Judges of the Legislative Authority;

WHEREAS, the Nation intends to adopt the Executive DCP effective as of January 1, 2023 for the benefit of certain highly paid and key management employees of the Nation;

WHEREAS, the Nation intends to engage BOKF, NA (“BOKF”) to serve as the directed Trustee for both the SRIP and the Executive DCP effective as of January 1, 2023, provided that appropriate Trust Agreements can be negotiated by the Nation and BOKF;

WHEREAS, the Tribal Council has determined it is in the best interests of the Nation, in order to ensure the proper administration and efficient operation of the SRIP and the Executive DCP, that the Nation grant a limited waiver of sovereign immunity to BOKF to allow for specified enforcement of the Trust Agreements for the SRIP and the Executive DCP through the United States District Court for the Eastern District of Oklahoma or the Oklahoma State District Court sitting in Muskogee County, Oklahoma.

THEREFORE BE IT ENACTED by the Tribal Council of the Choctaw Nation of Oklahoma that this Bill be cited as granting a limited waiver of the sovereign immunity of the Nation for the sole purpose of permitting BOKF to enforce the express terms of the Trust Agreements to be entered into by the Nation and BOKF with regard to the SRIP and the Executive DCP. For avoidance of doubt, the Nation does not waive sovereign immunity in respect of claims arising in tort or for extra contractual damages, including, but not limited to, attorneys’ fees, consequential and incidental damages, punitive and exemplary damages, and statutory penalties. The limited waiver called for herein shall be enforceable solely in the United States District Court for the Eastern District of Oklahoma or, if such Court determines that it lacks jurisdiction, in the Oklahoma State District Court sitting in Muskogee County, Oklahoma. This limited waiver shall be narrowly construed and is expressly contingent on the successful negotiation and full execution of the SRIP and Executive DCP Trust Agreements.

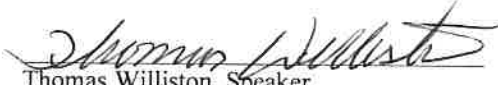
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CERTIFICATION

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 December 8, 2022. I further certify that the foregoing Council Bill CB- 39 -23 was adopted at such meeting by the affirmative vote of twelve (12) members, zero (0) negative votes, and zero (0) abstaining.



Ronald Perry, Secretary
Choctaw Nation Tribal Council


Thomas Williston, Speaker
Choctaw Nation Tribal Council



Gary Batton, Chief
Choctaw Nation of Oklahoma

Date 12-13-22

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Purpose/Need of Council Bill: To grant a limited waiver of sovereign immunity in favor of BOKF in connection with the Trust Agreements to be entered into by the Nation and BOKF in relation to the SRIP and the Executive DCP.

Title of Council Bill: TO GRANT A LIMITED WAIVER OF SOVEREIGN IMMUNITY IN FAVOR OF BOKF, NA IN CONNECTION WITH THE CHOCTAW NATION OF OKLAHOMA SUPPLEMENTAL RETIREMENT INCOME PLAN AND THE CHOCTAW NATION OF OKLAHOMA EXECUTIVE DEFERRED COMPENSATION PLAN

Choctaw Nation Department: Human Resources

Federal Award: N/A

Match Required: N/A

Request by Project Director/SEO: Duane Winship, Senior Director, Human Resources; Gary Burrus, Executive Officer, Human Resources; Kelly McKaughan, SEO Integrated Services