

**TO APPROVE THE FORMATION OF CHOCTAW MISSION OPERATIONS, LLC AND THE INCLUSION OF A LIMITED WAIVER OF SOVEREIGN IMMUNITY IN ITS ARTICLES OF ORGANIZATION ALLOWING IT TO SUE AND BE SUED, AND TO AUTHORIZE THE SUBMISSION OF AN APPLICATION FOR CERTIFICATION AS A SMALL BUSINESS ADMINISTRATION'S 8(A) BUSINESS DEVELOPMENT PROGRAM PARTICIPANT**

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

**RONALD PERRY INTRODUCED THE FOLLOWING COUNCIL BILL**

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**A COUNCIL BILL**

**TO APPROVE** the formation of Choctaw Mission Operations, LLC and the inclusion of a limited waiver of sovereign immunity in its Articles of Organization allowing it to sue and be sued, and to authorize the submission of an application for certification as a Small Business Administration's 8(a) Business Development Program participant.

**WHEREAS**, the Choctaw Nation of Oklahoma (the "Nation") is the sole member of Choctaw Global, LLC ("Global"), a limited liability company formed under the Choctaw Nation Limited Liability Company Act (the "Act");

**WHEREAS**, Global will be the sole member of Choctaw Mission Operations, LLC (the "Company"), which will be a limited liability company formed under the Act;

**WHEREAS**, the Company will hold the same immunity from suit as the Nation because it will be a Tribal limited liability company wholly-owned, through Global, by the Nation;

**WHEREAS**, the Managers of Global, pursuant to Section 7.1(i) of the Global Operating Agreement, have determined that it is in the best interest of Global to form the Company, and submit an application to the Small Business Administration's (the "SBA") 8(a) Business Development Program (the "8(a) Program");

**WHEREAS**, the Tribal Council of the Nation (the "Tribal Council") is required to approve all waivers of sovereign immunity of the Nation and any wholly-owned subsidiaries thereof, such as the limited waiver required to be included in the organizational documents of all 8(a) Program participants which allows such participant to sue and be sued in the Federal Courts of the United States on matters relating to SBA's programs, including 8(a) Program participation, loans, advance payments, and contract performance;

**WHEREAS**, the Managers of Global approved the formation of the Company, subject to approval by the Nation's Chief, and the inclusion of a limited waiver of sovereign immunity in the Company's Articles of Organization that allows it to have the power to sue and be sued in the United States Federal Courts for all matters relating to the 8(a) Program, including but not limited to, 8(a) Program participation, loans, and contract performance pursuant to 13 C.F.R. §

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124.109(c)(1), as per SBA requirements, to enable the Company to seek designation as an 8(a) Program participant in contracts with Federal Government agencies;

**WHEREAS**, the Nation desires to comply with the requirements of the 8(a) Program and acquire the certificate for the Company to participate in the 8(a) Program in accordance with 8(a) Program rules and regulations, including providing a limited waiver of sovereign immunity as described above; and

**WHEREAS**, the Tribal Council has determined that it is in the best interest of the Nation to grant such a limited waiver of sovereign immunity for the Company.

**THEREFORE, BE IT ENACTED** by the Tribal Council that this Bill be cited as approval of the formation of the Company, and the inclusion of a limited waiver of sovereign immunity in the Company's Articles of Organization that allows it to have the power to sue and be sued in the United States Federal Courts for all matters relating to the 8(a) Program, including but not limited to, 8(a) Program participation, loans, and contract performance pursuant to 13 C.F.R. § 124.109(c)(1), as per SBA requirements, to enable the Company to seek designation as an 8(a) Program participant in contracts with Federal Government agencies.

**BE IT FURTHER ENACTED** by the Tribal Council that this Bill be cited as approval and authority for the execution and submission of the Company's application for certification as an 8(a) Program participant in accordance with the provisions of this Bill.


**BE IT FURTHER ENACTED** by the Tribal Council that this Bill be cited as approval and authority that except as specifically set forth herein, nothing contained herein is intended to, nor shall it be construed to, waive the sovereign immunity of (i) the Nation, Global, or the Company (ii) any other affiliate or agency thereof, or (iii) any official acting on behalf of the Nation, Global or the Company, or any other affiliate or agency, and within the scope of his or her official authority.


**BE IT FURTHER ENACTED** by the Tribal Council that this Bill be cited as approval and authority that any monetary recovery obtained through judicial action under this limited waiver of sovereign immunity shall be limited to the assets of the Company and shall not give any party any right to recover from the assets of the Nation, Global, or any other affiliate or agency thereof.

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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 Regular Session of the Tribal Council at Tuskahoma, Oklahoma, on January 13, 2024.. I further certify that the foregoing Council Bill CB- 23 -24 was adopted at such meeting by the affirmative vote of twelve ( 12 ) members, zero ( 0 ) negative votes, and zero ( 0 ) abstaining.*

  
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Thomas Williston, Speaker  
Choctaw Nation Tribal Council

  
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Ronald Perry, Secretary  
Choctaw Nation Tribal Council

  
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Gary Banton, Chief  
Choctaw Nation Tribal Council

Date: 1-18-24\_\_\_\_\_

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**Purpose/Need of Council Bill:** To approve the formation of Choctaw Mission Operations, LLC and the inclusion of a limited waiver of sovereign immunity in compliance with the laws and regulations of the SBA's 8(a) Business Development Program, which limited waiver of sovereign immunity shall approve the power of Choctaw Mission Operations, LLC to sue and be sued in the United States Federal Courts for all matters relating to SBA's program, and authorizing the submission of an application for certification as an SBA 8(a) Business Development Program participant. This Council Bill supports the Nation's Tribal Strategy: Strengthen Financial Growth and Economic Sustainability.

**Title of Council Bill:** To approve the formation of Choctaw Mission Operations, LLC and the inclusion of a limited waiver of sovereign immunity in its Articles of Organization allowing it to sue and be sued, and to authorize the submission of an application for certification as a Small Business Administration's 8(a) Business Development Program participant.

**Company:** Choctaw Global, LLC

**Budget:** None.

**Match Required:** None

**Requestor:** Janie Dillard, Senior Executive Officer, Division of Commerce