

**RESOLUTION OF THE
RESOURCES AND DEVELOPMENT COMMITTEE
Of the 23rd Navajo Nation Council---First Year 2015**

AN ACTION

RELATING TO RESOURCES AND DEVELOPMENT; CONFIRMING THE REAPPOINTMENT OF WILLIAM H. CLAGETT TO SERVE ON THE NAVAJO TRIBAL UTILITY AUTHORITY MANAGEMENT BOARD OF DIRECTORS FOR A THREE YEAR TERM THAT WILL EXPIRE IN OCTOBER 2017

BE IT ENACTED:

Section One. Findings

- A. Pursuant to 2 N.N.C. §501(B)(9), the Resources and Development Committee has authority to grant final confirmation of appointments to enterprise boards.
- B. Pursuant to 21 N.N.C. §2, there is established an enterprise of the Navajo Nation known as the Navajo Tribal Utility Authority (NTUA) whose general purpose, in accordance with 21 N.N.C. § 5(A)(1-6), is to operate, maintain and promote existing utility systems furnishing electric, gas, water, sewer utility services, generation, and telecommunications and information services for the benefit of residents of the Navajo Nation, including the establishment, ownership, operation and maintenance of Electric generating, telecommunications and information services on or off the Navajo Reservation; and to provide utility generation, telecommunications and information services on a no-profit basis and at a reasonable cost to residents of the Navajo Nation consistent with the economical operation of the Enterprise.
- C. Pursuant to 21 N.N.C. §7(A)(1) the NTUA Management Board shall have the authority and responsibility for the management and operation of the Enterprise, among other powers and duties. See 21 N.N.C. §7(A)(2-13); 21 N.N.C. §7(B)1-13); 2 N.N.C. §7(C).

- D. Pursuant to 21 N.N.C. §9(A) the management board shall consist of seven persons, all of whom were formerly appointed by the Government Services Committee of the Navajo Nation Council, whose authority to confirm appointments to enterprise boards has since been delegated to the Resources and Development Committee pursuant to 2 N.N.C. §501(B)(9), *see also* CO-45-12.
- E. Pursuant to 21 N.N.C. §9(C)(1), directors appointed to the Management Board are eligible for reappointment.
- F. Pursuant to 21 N.N.C. §9(B)(2), four of the directors shall be persons having not less than 10 years of experience in business management of substantial character and at least two of such persons shall have had such experience in management and operation of a utility business. See Letter of Interest and Resume attached as Exhibit A.
- G. On October 27, 2014, the Management Board of NTUA passed resolution NTUA-33-14 recommending the reappointment of William H. Clagett for a three (3) year term to commence at the annual meeting in October 2014. See NTUA-33-14 attached as Exhibit B.
- H. Pursuant to 21 N.N.C. §9(C)(3), vacancies in the management board may be filled for the unexpired term of the vacant office. Mr. Clagett has been acting as a director in the interim from the end of his previous appointment until present. Therefore, pursuant to 21 N.N.C. §9(C)(2), the reappointment would be for a period of three (3) years and the term would expire with the annual board meeting in October of 2017.

Section Two. Approval

The Navajo Nation Council's Resources and Development Committee find that Mr. William H. Clagett meets the qualifications required of Management Board of Directors as set forth in 21 N.N.C. §9(B)(2), and hereby confirms the reappointment of Mr. William H. Clagett to serve on the Navajo

Tribal Utility Authority's Management Board of Directors for a term of three (3) years, with the term expiring at the annual board meeting in October 2017 pursuant to 21 N.N.C. §9(C)(2).

CERTIFICATION

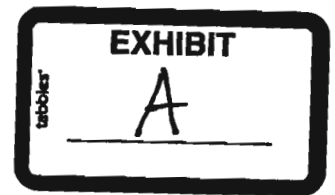
I, hereby, certify that the foregoing resolution was duly considered by the Resources and Development Committee of the 23rd Navajo Nation Council at a duly called meeting at Navajo Nation Council Chambers, Window Rock, Navajo Nation (Arizona), at which quorum was present and that same was passed by a vote of 4 in favor, 0 opposed, 0 abstained this 11th day of August, 2015.

A handwritten signature in black ink, appearing to read 'Ben Bennett', with a stylized flourish at the end.

Benjamin Bennett, Vice Chairperson
Resources and Development Committee
Of the 23rd Navajo Nation Council

Motion: Honorable Leonard Tsosie
Second: Honorable Davis Filfred
Vote: 4-0 (Vice Chairman Not Voting)

WILLIAM H. CLAGETT
LONE TREE, CO 80124-5419
TEL. :



27 August 2014

Mr. Walter W. Haase, P. E., General Manager
Navajo Tribal Utility Authority
P. O. Box 170
Ft. Defiance AZ 86504-0170

Dear Mr. Haase:

This letter and attached resume is in response to the advertisement for expressions of interest for Management Board Positions. Please accept it as my expression of interest to be appointed to another term on the Navajo Tribal Utility Authority Management Board.

I believe my 19 years of experience on the NTUA Management Board and over 49 years working in the utility industry would be valuable to NTUA and to the Navajo Nation.

It would be an honor and a privilege to serve the Navajo people and NTUA for another term.

Thank you for your consideration.

Very truly yours,

A handwritten signature in black ink, appearing to read "William H. Clagett", with a long horizontal flourish extending to the right.

William H. Clagett



RESUME
WILLIAM H. CLAGETT

Bill Clagett was Administrator of Western Area Power Administration (WAPA) from 1985 until September 30, 1994 (WAPA owns and operates a transmission grid of over 16,000 miles of high voltage line in 15 states and over 200 system interconnections); Deputy Administrator from 1978 to 1985; Assistant Administrator for Bonneville Power Administration's Washington D. C. office from 1971 to 1978. Prior to going to Washington D. C. he had various responsibilities including transmission system studies, wholesale customer service engineering design, power contract negotiations, and transmission design standards.

Electric utility industry activities include being elected Chairman of the Western Systems Coordinating Council (1984-86), Chairman of the North American Electric Reliability Council Board of Trustees (1989-91), serving on the NERC Blue Ribbon Panel (1997), a member of the Board of Trustees for the Electric Power Research Institute and serving on The Directorate Advisory Committee for the Pacific Northwest National Lab.

He presently serves on the Management Board for the Navajo Tribal Utility Authority (past Chairman), and the New York State Reliability Council Executive Committee (past Chairman).

Bill graduated from Oregon State University in 1963 with a BS degree in Business Administration and a minor in Engineering.

Bill and his wife, Brenda, live in Lone Tree, Colorado.



**RESOLUTION
OF THE MANAGEMENT BOARD
OF THE NAVAJO TRIBAL UTILITY AUTHORITY**

NTUA-33-14

**Recommending the Reappointment of William H. Clagett to the
Management Board of the Navajo Tribal Utility Authority**

WHEREAS:

1. The Management Board ("Board") of the Navajo Tribal Utility Authority ("NTUA" or "Authority") has been advised that the term of William H. Clagett will expire in October 2014; and
2. The Plan of Operation for the NTUA at 21 NNC § 9, provides that the Management Board shall consist of seven (7) persons serving staggered 3-year terms; and
3. The Plan of Operation provides for the reappointment of members and Mr. William H. Clagett was previously selected by the Resources and Development Committee for his qualifications to be appointed to the NTUA Board; and
4. In view of the complexities of the utility industry and the challenges facing NTUA and to maintain continuity of experience and leadership on the Board, it is important to the Board that Mr. William H. Clagett be reappointed.

NOW THEREFORE BE IT RESOLVED THAT:

The Management Board of the Navajo Tribal Utility Authority strongly recommends to the Resources and Development Committee of the Navajo Nation Council that William H. Clagett be reappointed as a member of the Management Board for a 3-year term, which shall commence at the annual meeting of the Management Board in October 2014.

CERTIFICATION

I hereby certify that the foregoing Resolution was duly considered by the Management Board of the Navajo Tribal Utility Authority at a duly called meeting held in Ft. Defiance, Arizona, at which a quorum was present and the same was passed by a vote of 4 in favor, 0 opposed, and 1 abstaining, this 27th day of October, 2014.


Arash N. Moalemi, Secretary