

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

AN ACTION

RELATING TO RESOURCES AND DEVELOPMENT COMMITTEE; CONFIRMING
THE REAPPOINTMENT OF JACKSON SLIM BROSSY TO SERVE ON THE
NAVAJO TRIBAL UTILITY AUTHORITY MANAGEMENT BOARD OF
DIRECTORS FOR A TERM EXPIRING IN OCTOBER 2017 AND
CONFIRMING IS INTERIM TERM OF OFFICE

BE IT ENACTED:

Section One. Findings

- A. The Resources and Development Committee is a standing committee of the Navajo Nation Council with authority to grant final confirmation of appointments to enterprise boards. 2 N.N.C. § 501(B)(9).
- B. The Navajo Tribal Utility Authority (hereinafter NTUA) is an enterprise of the Navajo Nation established pursuant to 21 N.N.C. § 2.
- C. NTUA's purpose 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 on a non-profit basis at a reasonable cost to residents of the Navajo Nation consistent with the economical operation of the Enterprise. 21 N.N.C. §§ 5(A)(1-6).
- D. The NTUA Management Board is delegated the authority and responsibility for the management and operation of the Enterprise as well as other powers and duties. 21

N.N.C. § 7(A)(1); see also 21 N.N.C. § 7(A)(2-13); 21 N.N.C. §§ 7(B)(1-13); 21 N.N.C. § 7(C).

- E. Pursuant to 21 N.N.C. § 9(A), the NTUA Management Board shall consist of seven people appointed by the Government Services Committee of the Navajo Nation Council which is now the Naabik'íyáti' Committee whose authority to confirm appointments to enterprise boards has since been delegated to the Resources and Development Committee. 2 N.N.C. § 501(B)(9); see also CO-45-12.
- F. The NTUA plan of operation provides for the reappointment of its Management Board of Directors. 21 N.N.C. § 9(C)(1).
- G. Mr. Jackson Slim Brossy was previously selected by the Resources and Development Committee to be appointed to the NTUA Management Board on July 11, 2012 with his term expiring in October 2014. Resources and Development Resolution RDCJY-117-12 attached as Exhibit "A".
- H. The NTUA Management Board of Directors believe "[i]n 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. Jackson Slim Brossy be reappointed." NTUA Management Board Resolution NTUA-32-14 attached as Exhibit "B".
- I. Pursuant to 21 N.N.C. § 9(B)(1), four of the directors shall be members of the Navajo Nation who speak English with fluency and who have sufficient education and

experience to qualify them for learning utility business practices and procedures and making sound judgments.

- J. 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 Jackson Slim Brossy's Letter of Interest and Résumé attached as Exhibit "C".
- K. The NTUA Management Board of Directors strongly recommends the Resources and Development Committee reappoint Jackson Slim Brossy to the NTUA Management Board of Directors for a term commencing from the October 2014 annual meeting and recognizing his interim term. NTUA Management Board Resolution NTUA-32-14 attached as Exhibit "B".
- L. Mr. Brossy has been acting as a director in the interim from the end of his appointment in October 2014 until present. 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. Therefore, the reappointment would be for a period of three (3) years and the term would expire with the annual board meeting in October 2017 pursuant to 21 N.N.C. § 9(C)(2).

Section Two. Approval of Appointment

The Navajo Nation Council's Resources and Development Committee finds that Mr. Jackson Slim Brossy meets the qualifications for NTUA's Management Board of Directors as set

forth in 21 N.N.C. §§ 9(B)(1-2), and hereby confirms the reappointment of Mr. Jackson Slim Brossy 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)(2-3) and further confirms his interim term of office.

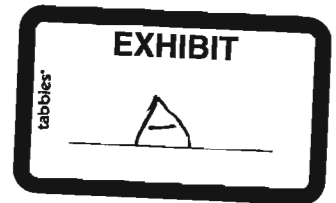
CERTIFICATION

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 Department of Transportation, Tse Bonito, Navajo Nation (New Mexico), at which quorum was present and that same was passed by a vote of 3 in favor, 0 opposed, 0 abstained this 1st day of September, 2015.



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

Motion: Honorable Leonard Tsosie
Second: Honorable Leonard Pete



RESOLUTION OF THE
RESOURCES AND DEVELOPMENT COMMITTEE
OF THE NAVAJO NATION COUNCIL

22nd OF THE NAVAJO NATION COUNCIL - SECOND YEAR, 2012

AN ACTION

RELATING TO RESOURCES AND DEVELOPMENT COMMITTEE; CONFIRMING THE
APPOINTMENT OF MR. JACKSON SLIM BROSSY TO THE NAVAJO TRIBAL UTILITY
AUTHORITY BOARD OF DIRECTORS

BE IT ENACTED:

1. The Navajo Nation finds that Mr. Jackson Slim Brossy meets the qualifications required of Management Board of Directors as set forth in 21 N.N.C. §9 (B)-(2); upon certification of the Resources and Development Committee, and pursuant to 21 N.N.C. §9(C)(2), the Navajo Nation finds that Mr. Jackson Slim Brossy's term of appointment shall end with the annual meeting of the Navajo Tribal Utility Authority Management board in October 2014.

2. The Navajo Nation confirms the appointment of Mr. Jackson Slim Brossy to the Navajo Tribal Utility Authority Management Board of Directors.

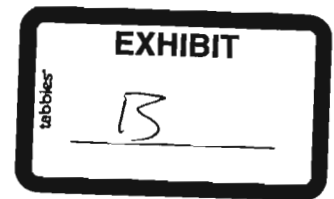
CERTIFICATION

I hereby certify that the foregoing resolution was duly considered by the Resources and Development Committee of the 22nd Navajo Nation Council at a duly called meeting held at Window Rock, Navajo Nation (Arizona), at which a quorum was present and that the same was passed by a vote of 03 in favor, 00 opposed and 00 abstained, on this 11th day of July, 2012.

A handwritten signature in black ink, appearing to read "Roscoe Smith".

Roscoe Smith, Vice Chairperson
Resources and Development Committee

Motion: Leonard Pete
Second: Leonard Tsosie



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

NTUA-32-14

**Recommending the Reappointment of Jackson Slim Brossy 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 Jackson Slim Brossy will expire in October 2014; and
2. The Plan of Operation for the NTUA, at 21 NNC § 9, provides that the 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. Jackson Slim Brossy 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. Jackson Slim Brossy 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 Jackson Slim Brossy 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



Jackson Slim Brossv

Alexandria, VA 22314

September 5, 2014

Navajo Tribal Utility Authority
Board Selection Committee
P.O. Box 170
Fort Defiance, AZ 86504
928.729.5721

Yá'at'ééh Board Selection Committee:

I am writing to apply for re-appointment to my current position with the NTUA Management Board. Since my initial appointment I have gained significant and valuable knowledge of the utility industry and NTUA operations in particular. Therefore I believe I am now better qualified and will be an even more effective board member. I will build upon this knowledge gained since my appointment and help continue to grow an already strong and resilient Navajo Nation enterprise. As a management consultant with several years of experience in Native American economic development initiatives, I believe that NTUA is an unsung yet very important leader in building Native economies. I hope to continue to advise and oversee management for this important Diné Nation enterprise – one that has proved reliable since 1959 and currently employs more than 600 Diné people.

I have several years experience as a management consultant focused primarily on financial advisory work on behalf of Native American tribal governments and tribally-owned enterprises. I believe this work background has and will continue to prove helpful to the management board decisions. I have worked on engagements on behalf of several tribal governments, half a dozen tribally-owned enterprises, and two large national Native American advocacy organizations. I have significant experience conducting financial deal due diligence, strategic planning, individual business optimization and accounting for tribal governments, budgets and enterprises.

My interest in growing Native economies stems from my upbringing. I am an enrolled Diné Nation member raised on the reservation and a proud graduate of Red Mesa High School. Thanks to the Chief Manuelito Scholarship, I am also a graduate of Stanford University and have earned a Masters in Public Policy from the Harvard Kennedy School of Government where I studied with the Harvard Project on American Indian Economic Development. I have always believed that Native people should be economic leaders in this country and thanks to the many opportunities I have been afforded, I have been able to see much growth in this sector. I know that the Navajo Nation will continue to exert economic influence and the basic utilities NTUA provides are the foundation for growing the Diné economy.



I have made NTUA a priority in my professional and personal life and have made a point to make every meeting either in person, or via the telephone. As mentioned previously, I have gained a great deal of knowledge about this enterprise with more than \$100 million in revenue and more than 600 full-time and fully compensated employees. If re-appointed, I plan to build upon this knowledge base and continue to make every effort to make every meeting. Over my appointment I have participated in many meetings, discussions and decisions – I would like to highlight three additional duties I have engaged in.

First, after being nominated, I volunteered to serve as one of two Co-Managers for the New Markets III, LLC entity. The New Markets III entity was created to help fund the Window Rock Wastewater Treatment Facility by taking advantage of federal New Market Tax Credit incentives for economic development designed for in-need areas such as the Navajo Nation. I am happy and proud to serve as one of the Co-Managers for the NTUA Board.

Second, I was nominated to serve on the Federal Communications Commission (FCC) Native Nations Broadband Taskforce. On the FCC Taskforce I will represent NTUA and the Navajo Nation's interests in expanding broadband reach throughout the Navajo Nation, and doing so cost-effectively.

Third, I have accompanied the General Manager and Counsel to several Washington, D.C. meetings with federal and legislative stakeholders. I have spent the better part of a week each year meeting with Senators, Congressmen, FCC officials and USDA officials on behalf of NTUA and the management board. The General Manager and Counsel have used these meetings to effectively advocate for NTUA and support the enterprise's many initiatives.

I am humbled by my initial selection to serve on the NTUA Board of Directors. I have gained significant knowledge of the utility industry, and NTUA's multifaceted operations in particular. I know NTUA is doing a great job providing utilities to the Navajo people and I hope to continue to build my board management expertise and serve NTUA and the Nation.

Sincerely,

A handwritten signature in black ink, appearing to read "Jackson Brossy", with a stylized, flowing script.

Jackson Slim Brossy

JACKSON BROSSY

, Alexandria, VA 22314 - 650

EXPERIENCE

BLUE STONE STRATEGY GROUP

Washington, DC

Senior Strategist

2011-Present

- Performed investment analysis and deal due diligence for more than a dozen multimillion dollar deals on behalf of tribal government and business clients (akin to sovereign wealth funds) including business plan review, financial projections, loan documentation, management interviews)
- PM for investment principle, process and due diligence design for \$100+M public/private corporation
- Analyzed tribal corp. budget and accounting documents for synergistic improvements and unnecessary expenses
- Worked to help create a 10-year strategic plan and organizational restructure design for a government

NAVAJO TRIBAL UTILITY AUTHORITY (NTUA)

Ft. Defiance, AZ

Board of Directors

2012-Present

- Jointly responsible for determining rate changes for utilities
- Jointly responsible for budget priorities
- Nominated to FCC Tribal Nations Broadband Taskforce
- One of two executors for \$12M New Markets Tax Credit transaction to fund a wastewater plant

HO-CHUNK INC. (HCI) – SUBSIDIARY ALL NATIVE SERVICES

Arlington, VA &

Summer MBA Associate

Winnebago, NE

Summer 2011

- Assisted business development and strategy for an Integrated Logistics Support contract
- Prepared pitches and PowerPoint decks for meetings with several large federal contractors

SOL-R ENERGY, LLC

Washington, DC

Summer Graduate Associate

Summer 2010

- Created financial models for solar projects ROI for former Solyndra downstream affiliate

NATIONAL CONGRESS OF AMERICAN INDIANS

Washington, DC

Legislative Fellow and Legislative Associate

2006-2008

- Advised and lobbied Congress on gaming and economic development policies and regulations
- Project manager for national media campaign with distinct federal, private and nonprofit stakeholders

EDUCATION

UNIVERSITY OF PENNSYLVANIA, THE WHARTON SCHOOL

Philadelphia, PA

Completed 1st year MBA training; departed for personal reasons and to pursue opportunity

2010-2011

- Awarded the merit-based Howard E. Mitchell Fellowship, the school's largest scholarship contribution
- Studied corporate finance, portfolio theory, operations, financial accounting, managerial accounting, GAAP
- Completed Training the Street's (TTS) Corporate Valuation

HARVARD UNIVERSITY, KENNEDY SCHOOL OF GOVERNMENT

Cambridge, MA

Master of Public Policy Graduate; Business and Government Policy concentration

2008-2010

- Studied finance, government accounting, business regulation, statistics, real estate finance, negotiations
- Wrote thesis for Rio Tinto on maximizing benefits from tribal government-private partnerships
- Teaching Fellow for Harvard Project on American Indian Economic Development's Nation Building II Course

STANFORD UNIVERSITY

Stanford, CA

BA in Public Policy, Minor in Native American Studies

2002-2006

- Studied microeconomics, statistics, econometrics, cost-benefit analysis, memo-writing, public-speaking
- Elected head of the 60-member Stanford American Indian Organization three consecutive years
- Walked-on and lettered for the Stanford freshman crew team that finished 5th nationally
- Senior applied microeconomics paper on gaming success regressed on membership, market distance, competition

ADDITIONAL INFORMATION

- **Skills:** thorough understanding of GAAP; mastery of Excel pivot tables; significant modeling in Excel; STATA
- **Awards:** Native American Financial Officers Association, PPIA Fellowship, Navajo Nation's Chief Manuelito Scholar
- **Candidate:** 2014 Level I CFA Candidate, actively studying for December Level I examination
- **Languages:** intermediate Navajo (reading, writing, speaking)
- **GMAT:** 700 (90th percentile)