

RESOLUTION OF THE  
BUDGET AND FINANCE COMMITTEE  
OF THE NAVAJO NATION COUNCIL

23<sup>RD</sup> NAVAJO NATION COUNCIL - Third Year, 2017

AN ACTION

RELATING TO RESOURCES AND DEVELOPMENT AND BUDGET AND FINANCE  
COMMITTEES; CONFIRMING THE APPOINTMENT OF MR. TIMOTHY  
MCLAUGHLIN TO THE NAVAJO TRANSITIONAL ENERGY COMPANY BOARD OF  
DIRECTORS

BE IT ENACTED:

SECTION ONE. AUTHORITY

- A. The Resources and Development Committee of the Navajo Nation Council exercises oversight authority over water, land, environment, economic and community development, commerce and trade, minerals, public utilities for the following purpose: to oversee regulation of activities on Navajo Nation lands for disposition or acquisition of resources, surface disturbance, or alteration of the natural state of the resource, including the enforcement and administration of applicable Navajo Nation and federal laws, regulations, guidelines, and administrative procedures in the development and use of resources as a good steward. See 2 N.N.C. § 500 (C) (2).
- B. The Navajo Nation Council established the Budget and Finance Committee of the Navajo Nation as a standing committee and the Budget and Finance Committee exercises oversight authority over finance, investment, loans for the following purpose: to coordinate, oversee (and) regulate the fiscal, financial, investment, contracting and audit policies of the Navajo Nation. 2 N.N.C. §§ 300 (A), (C) (1).

SECTION TWO. FINDINGS

- A. Navajo Transitional Energy Company is created, in part, to promote the development of the Navajo Nation's resources and new sources of energy, power, transmission and attendant resources to develop the economic,

financial, social and cultural well-being of the Navajo People and the Navajo Nation. See CAP-20-13.

- B. Navajo Transitional Energy Company's authority for management of the business affairs, operations, and functions of the company is vested in the Management Committee Members, who shall be and are selected pursuant to the Navajo Transitional Energy Company, LLC's creating & enabling legislation and Operating Agreement. See Articles of Incorporation of The Limited Liability Company, Navajo Transitional Energy Company, LLC, Article Five - Member Management.
- C. Navajo Transitional Energy Company's Management Committee Members shall have substantial knowledge, understanding, and competency in the energy industry; with particular knowledge, understanding, and competency in coal and solar resources for power and energy. See Operating Agreement of Navajo Transitional Energy Company, LLC., Article III - Nature of the Business; Powers and Authorities of the Company, Management Committee, and Management Committee Executive, (D)(iv).
- D. The President of the Navajo Nation recommends the selection of a qualified individual to the Management Committee of the Navajo Nation Navajo Transitional Energy Company. See Operating Agreement of Navajo Transitional Energy Company, LLC., Article I - Formation, (F)(iv).
- E. The Resources and Development Committee and Budget and Finance Committee confirm the President's recommended selection to the Management Committee. See Operating Agreement of Navajo Transitional Energy Company, LLC., Article I - Formation, (F)(iv).
- F. The Navajo Nation President recommends the selection of Mr. Timothy McLaughlin to the Management Committee for the Navajo Transitional Energy Company. See **Exhibit A** (Appointment Letter); See also **Exhibit B** (Letter of Interest); See also **Exhibit C** (Resume).

**SECTION THREE. CONFIRMING APPOINTMENT**

The Navajo Nation confirms the selection of Mr. Timothy McLaughlin to the Management Committee for the Navajo Transitional Energy Company. Mr. Timothy McLaughlin's term shall be for three (3) years beginning on May 5, 2017 and ending on May 4, 2020.

**CERTIFICATION**

I hereby certify that the foregoing resolution was duly considered by the Budget and Finance Committee of the 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 5 in favor and 0 opposed, this 3<sup>rd</sup> day of October, 2017.

A handwritten signature in blue ink, appearing to read "Seth Damon", is written over the printed name.

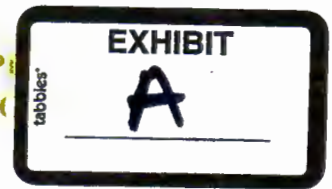
Seth Damon, Chairperson  
Budget and Finance Committee

Motion: Honorable Lee Jack, Sr.  
Second: Honorable Leonard Tsosie



THE NAVAJO NATION

RUSSELL BEGAYE, President  
JONATHAN NEZ, Vice President



August 30, 2017

Timothy McLaughlin

**RE: Official Appointment to the Navajo Transitional Energy Company ("NTEC")**

Mr. McLaughlin,

It is our distinct pleasure to appoint you to the Board of Directors for NTEC. You have extensive experience and education in energy related matters. **You are hereby *appointed* to represent the Board for a term of three (3) years beginning on May 5, 2017 to May 4, 2020.** Your appointment to the Board is subject to confirmation by the Resources and Development Committee and the Budget and Finance Committee of the Navajo Nation Council.

Thank you for your desire to serve as a Board member with NTEC. If you have any questions relating to your appointment, please contact Karis N. Begaye, Legal Counsel, Office of the President and Vice President at (928) 871-7812.

Sincerely,

THE NAVAJO NATION

  
Russell Begaye, *President*

  
Jonathan M. Nez, *Vice President*

Timothy H. McLaughlin



July 10, 2017

Honorable Russell Begaye, President,  
Office of the President and Vice President  
P.O. Box 7440  
Window Rock, AZ 86515



Dear Mr. President,

I am writing to express my interest to be nominated and recommended to continue to serve on the Navajo Transitional Energy Company's ("NTEC") Management Committee. My term as a member of the NTEC Management Committee expired in May 2017. As in 2013, I still meet all necessary qualification requirements to serve on the NTEC Management Committee as provided and outlined in the NTEC Operating Agreement with the Nation. Additionally, I am a member of the Navajo Nation and grew up on the Navajo Nation where my family still lives today. Accordingly, I request to be considered for a new term.

Regarding my qualifications, NTEC's Operating Agreement provides that each Management Committee Member shall have substantial knowledge, understanding, and competency in the energy industry; with knowledge, understanding, and competency in coal and solar resources for power and energy. I have this necessary understanding, knowledge, and competency which is described in my resume attached to this letter.

Specifically, regarding understanding and competency, for nearly a decade of my legal career I have worked on legal matters directly related to the energy industry from assisting United States agencies with regulatory jurisdictional analyses of uranium mining on the Navajo Nation to negotiating mineral development leases to ensuring that tribes were paid the proper amount of royalties and taxes. In 2014, I was also recognized by the former Secretary of Interior Sally Jewell for my work on the Indian Oil Negotiated Rulemaking Committee. Regarding education, I possess a Juris Doctorate degree as well as a Natural Resources Certificate of Law from the University of New Mexico School of Law. Accordingly, I also still satisfy the education requirement to serve on the NTEC Management Committee that requires at least a Bachelor's degree from a recognized and accredited four-year institution of higher learning; with advanced degrees being preferred.

In addition to these qualification requirements, my tenure on the NTEC Management Committee as Vice Chairman of the Management Committee, Chairman of NTEC's Audit & Finance Subcommittee and former Chairman of NTEC's Compensation Committee all demonstrates my understanding of the energy, mining, legal and business aspects of vital NTEC

1-THM Letter of Interest  
NTEC Management Committee

mining operations as well as my competency in these areas. However, more important is a short discussion of what NTEC has overcome since its creation.

While Vice Chairman of the Management Committee, NTEC has fulfilled milestones set by the Navajo Nation. First, we purchased the Navajo mine from BHP Billiton. In doing so the Navajo Nation became the first Indian tribe that I am aware of to successfully take direct control through a tribal company to successfully develop a major mineral resource. Second, we hired a new contract miner to replace BHP Billiton that would retain and hire Navajo tribal members as well as incorporate Navajo values. Third, NTEC secured financing to purchase the Navajo mine without having to appeal to the Navajo Nation for a financial guarantee. Forth, over the last three years NTEC has paid the Navajo Nation approximately \$100 million in royalties and tax payments, which would have ceased if NTEC had not purchased the Navajo mine. Finally, NTEC operations and its contract miner continue to offer valuable jobs to Navajo tribal members.

Please know that I am not an official or employee of the Navajo Nation government, federal, state, county or other municipality or have been convicted of a felony or misdemeanor involving dishonesty or moral turpitude, extortion, embezzlement, theft, violation of a fiduciary duty, bribery, perjury, or fraud in any court.

Your attention to this letter of interest and consideration for recommendation to serve as an NTEC Management Committee member is greatly appreciated.

Sincerely,

A handwritten signature in black ink, appearing to read 'T. McLaughlin', with a horizontal line extending to the right.

Tim McLaughlin

CC: Navajo Nation Council Delegates and NTEC Member Representatives Seth Damon, Leonard Tsosie, Dwight Witherspoon, and Tuchoney Slim, Jr.

2-THM Letter of Interest  
NTEC Management Committee

**TIMOTHY H. MCLAUGHLIN****EDUCATION**

- University of New Mexico School of Law** (J.D. & Nat. Res. Law Certificate). 8/04-4/07
- *Editor (Coordinating/Processing), Natural Resources Journal.*
  - *Member, National Native American Law Students Association; Selected '2L of the Year'.*
  - *Participant, NNALSA Moot Court Competitions in 2004 and 2005.*
  - *Participant, Southwest Indian Law Clinic.*
- American Indian Law Center**, Albuquerque, NM. 6/04-8/04
- *Graduate, Pre-Law Summer Institute for American Indians (PLSI).*
- Fort Lewis College**, Durango, CO (B.A. in Southwest Studies). 5/02

**NAVAJO NATION TRIBAL MEMBER**

- Enrolled member of the Navajo Nation.

**BAR ASSOCIATIONS & COURT ADMITTANCE**

- *Member in good standing, New Mexico Bar Assoc.* Current
- *Member in good standing, Washington State Bar. Assoc.* Current
- *Member in good standing, Colville Tribal Bar Assoc.* Current
- *Admitted, Shoalwater Bay Tribal Court.*
- *President, Native American Bar Assoc., Washington, D.C.* 2009  
(Vice-president and Member-at-large in the two years prior)

**LEGAL & ENERGY EXPERIENCE**

- Vice Chairman of Management Committee. Navajo Transitional Energy Company (NTEC),** 2013-Present  
Navajo Nation.
- Vice Chairman of NTEC as well as Chairman of NTEC's Audit & Finance Subcommittee and former Chairman of NTEC's Compensation Subcommittee since company was formed in May 2013.
  - In 2013 oversaw and assisted with the purchase of the Navajo Mine from BHP Billiton as directed by Navajo Nation to preserve valuable coal related Navajo jobs and the Navajo Nation's royalty and tax based revenue stream.
  - From 2013 through present oversaw and directed the payment of approximately \$100 million to the Navajo Nation in royalty and tax payments and secured approximately 350 jobs for Navajo tribal members.
  - In 2015, directed and oversaw the selection of Bisti Fuels, a subsidiary of North American Coal Company, as NTEC's new contract miner to replace BHP Billiton.
  - In 2016, directed and oversaw NTEC secure financing to ensure the long-term viability of NTEC's future, without a Navajo Nation guarantee.
- Partner. Rey-Bear McLaughlin, LLP.** 09/2016-Present
- In 2016, established own practice with law partner specifically serving tribes, tribal members and tribal corporations.
  - Currently represents Indian tribes, members, and corporations in litigation in federal, state, and tribal courts regarding tribal sovereignty, jurisdiction, trust asset management, employment and labor, natural resources, oil and gas, and other matters.

## TIMOTHY H. MCLAUGHLIN

### **Associate. Nordhaus Law Firm.**

12/10-08/16

- Received special recognition from Sally Jewell, Secretary of Interior, for his assistance with the Negotiated Rule-Making of the proposed federal rule on Indian oil valuation.
- Worked closely on various tax and mineral development royalty related matters, which included working with mineral development companies, revising code provisions, and working with the Office of Natural Resources Revenue in Denver, CO as well as the BIA Solicitor's Office in Washington, DC.
- Assisted on amicus briefs to the United States Supreme Court namely in *Jicarilla Apache Nation v. United States*, 100 Fed. Cl. 726 (2011) (briefed and argued as amicus curiae), holding that claims for failure to maximize and pool tribal trust funds are within Indian Tucker Act jurisdiction.
- Assisted with establishing and proving claims in Navajo Nation's trust lawsuit against the United States that settled for \$554 million.
- Represented clients in tribal administrative court and provided legal assistance to tribal courts themselves. Also assisted tribal clients in revising tribal code provisions, enforcing tribal regulations, in addition to other matters.

### **Honors Trial Attorney. U.S. Department of Justice Honors Program, Environment & Nat.**

**Resources Div., Indian Resources Section, Washington, D.C.**

03/09-11/10

- Selected from a highly competitive U.S. D.O.J. Honors Program applicant pool of which only a handful have been Native American since the program's inception.
- Placed in the Indian Resources Section, within the Environment & Natural Resources Division, which represents the United States in its trust capacity for Indian tribes.
- Focused on water law, treaty rights, jurisdiction, and cultural patrimony repatriation.
- Appeared in the United States District Courts of Arizona and Montana; assisted in water rights case before the Oregon State Water Resources Administrative Agency.
- Assigned cases and matters that required me to work closely with U.S. admin. agency counsel, counsel of Indian tribes, hired expert witnesses, and opposing counsel. This included work on large complex water rights cases that involved large litigation teams and complex scientific and technical issues.
- Drafted and filed numerous court-related documents, memoranda, and correspondence with opposing counsel, client agencies and Indian tribes as a regular part of my duties.
- Conducted and attended more than numerous depositions of various fact and expert witnesses.
- Completed Basic Civil Trial Advocacy Seminar at the National Advocacy Center as well as the other advocacy related seminars and training sessions refining my advocacy skills as a regular part of my duties.

### **Attorney-Advisor. U.S. Environmental Protection Agency, Office of General Counsel.**

Washington, D.C.

08/07-02/09

- Selected to work for the chief legal advisor to the U.S. EPA. Placed in the Cross-Cutting Issues Law Office; wrote, analyzed, researched, and presented issues to the chief legal advisor to the U.S. EPA focusing on Indian law, international law, and rule-making.
- Worked on various treatment-as-state applications, jurisdictional and permitting disputes, and enforcing compliance with the EPA Indian policy and E.O. requiring consultation with tribal governments when appropriate, as well as other Indian law issues.
- Assisted with EPA's jurisdictional determination of uranium mining on Navajo Nation Indian Country in the Eastern Agency of the Navajo Nation.