

**RESOLUTION TO AMEND THE PURPOSE CLAUSE OF THE  
ARTICLES OF ORGANIZATION OF THE  
MASHPEE OLD INDIAN MEETING HOUSE AUTHORITY, INC.**

**WHEREAS**, the Mashpee Old Indian Meeting House Authority, Inc. (the “MOIMHA”) is a Massachusetts nonprofit corporation organized pursuant to Chapter 180 of the Massachusetts General Laws.

**WHEREAS**, the Board of Directors (the “Board”), after due consideration, has determined that it is in the best interests of the MOIMHA to amend the “Purpose Clause” of the Articles of Organization of the MOIMHA (the “By-Laws”) as follows:

“The purposes of the corporation are as follows:

To provide for educational, cultural, religious, housing and other civic, charitable and/or benevolent programs and opportunities for Mashpee Wampanoag tribal members, including, without limitation, acquiring, holding, developing and disposing of real property related to, or in furtherance of, such tribal programs and opportunities, and to do all other lawful things incidental to the achievement of the above purpose, consistent with the provisions of Chapter 180 of the General Laws of the Commonwealth.”

**WHEREAS**, pursuant to the By-Laws, the By-Laws may be amended at any regular meeting of the MOIMHA, upon recommendation of the Trustees, by a two-thirds vote of the members of the MOIMHA who are present and voting, provided that due notice of such amendments has been previously given by the secretary in the call for such meeting.

**WHEREAS**, pursuant to Chapter 180, Section 3 of the Massachusetts General Laws, if a corporation does not have members, any action required or permitted to be taken by members may be taken by the board of directors of such corporation.

**WHEREAS**, there are no members of the MOIMHA.

**WHEREAS**, Article IV of the Constitution of the Mashpee Wampanoag Indian Tribe provides that the Board of Directors for the MOIMHA shall be comprised of the current members of the Mashpee Wampanoag Tribal Council.

**WHEREAS**, due notice of the proposed amendment has been previously given by the Clerk of the MOIMHA.

**NOW, THEREFORE, BE IT RESOLVED**, that, pursuant to the By-Laws and the Massachusetts General Laws, the “Purpose Clause” of the By-Laws shall be amended as set forth above, and, the same shall be added to the By-Laws as “Article X.”

## CERTIFICATION

I, the undersigned, as President of the Mashpee Old Indian Meeting House Authority, Inc. (the "MOIMHA"), hereby certify that at a duly called and convened regular meeting of the members of the MOIMHA, the foregoing Resolution was passed by those members present and voting by a vote of \_\_\_ **For**, \_\_\_ **Against**, and \_\_\_ **Abstentions**.

DATED this 11th day of May, 2011.

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Cedric Cromwell, PRESIDENT  
Mashpee Old Indian Meeting House Authority, Inc.

ATTEST:

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Marie Stone, CLERK  
Mashpee Old Indian Meeting House Authority, Inc.