



CENTRAL COUNCIL
Tlingit and Haida Indian Tribes of Alaska
Office of the President • Edward K. Thomas Building
9097 Glacier Highway • Juneau, Alaska 99801

Executive Council of the Central Council
TLINGIT & HAIDA INDIAN TRIBES OF ALASKA

Resolution EC 21-40

Title: Limited Waiver of Sovereign Immunity for a Non-Disclosure Agreement

WHEREAS, the Central Council of Tlingit & Haida Indian Tribes of Alaska (Tlingit & Haida) is a federally recognized tribe with more than 32,000 citizens; and

WHEREAS, under Article X of the Tlingit & Haida Constitution, the Executive Council is the governing body of Tlingit & Haida when the Tribal Assembly is not in session; and

WHEREAS, the Tribal Assembly is not in session; and

WHEREAS, Tlingit & Haida has initiated work to improve broadband access and deployment in Alaska; and

WHEREAS, Tlingit & Haida needs to exchange information with GCI Communication Corp. (GCI) to pursue its broadband work; and

WHEREAS, GCI requires the execution of a mutual nondisclosure agreement in order to exchange the necessary information in a manner that will protect both GCI and Tlingit & Haida; and

WHEREAS, Tlingit & Haida has determined the execution of the mutual nondisclosure agreement, which includes a limited waiver of sovereign immunity, is necessary to secure the substantial advantage or benefit to Tlingit & Haida of exchanging information with GCI for the purpose of continued pursuit of broadband access and deployment; and

WHEREAS, the waiver of sovereign immunity shall be limited to GCI and no other party, to the circumstances of a breach or threatened breach of confidential information not otherwise excluded from the obligation of confidentiality and restriction pursuant to the mutual nondisclosure agreement, further limited to the pursuit of equitable relief and to five years in duration; and

WHEREAS, the waiver of sovereign immunity shall be finally be limited by only being triggered in the event of the actual exchange of information between Tlingit & Haida and GCI;

NOW THEREFORE BE IT RESOLVED, in the event that non-excluded, confidential information is exchanged between Tlingit & Haida and GCI, the Executive Council of the Central Council of Tlingit & Haida Indian Tribes of Alaska hereby expressly, unequivocally and irrevocably waives its sovereign immunity from suit in the courts of the State of Alaska as to GCI Communications Corp. only and only in the event of a breach or threatened breach of confidential information, only for the pursuit of equitable relief and only for a period of five years from the date this resolution is adopted.

ADOPTED this 21st day of July 2021, by the Executive Council of the Central Council of Tlingit & Haida Indian Tribes of Alaska, by a vote of 5 yeas, 0 nays, 0 abstentions and 1 absence.

CERTIFY



President Richard J. Peterson

ATTEST



Tribal Secretary Ralph Wolfe