

MEMORANDUM

TO: Crystal Carr, Director
Legislative Affairs & Special Projects
Office of President, Diné College

DATE: November 14, 2022

FROM: Michael P. Upshaw, General Counsel

RE: Dilkon Chapter Memorandum of Lease Agreement

I have reviewed the Memorandum of Lease Agreement and Dilkon Chapter Resolution you provided.

This is a brief but sufficient Memorandum of Lease Agreement that is a legally binding agreement between Dilkon Chapter and Diné College, as Lessor and Lessee and both are entities of the Navajo Nation. The purpose of the agreement is for the College to operate a micro-campus using Chapter facilities. The Memorandum of Lease Agreement is identical to the agreements used for similar purposes with Newcomb and Aneth Chapters. At this time, the Memorandum of Lease Agreement does not require any modification or updating.

Under this Lease Agreement, the Chapter will lease a building and fenced-in area that was formerly leased by the Navajo Nation Headstart Program. We presume the building is the property of the Chapter and the fenced-in area is within the Chapter premises. Pursuant to 26 N.N.C. § 103 D. (2) and (3), the Chapter has authority to lease property of the Chapter and to enter into agreements for goods and services.

The term of this lease is four years beginning October 1, 2022 and ending September 30, 2026. Thereafter, the lease term will automatically renew for another term with the same terms and conditions, unless either party provides the other party a four months prior notice of nonrenewal. In addition, either party may cancel the lease upon sixty days written notice. There is no rent to be paid by the College under this Lease Agreement, instead the College will, for the first term, provide educational services to the community.

The College is obligated to establish and operate a micro campus and provide internet access, a professional tutor and video conferencing facilities. In addition, the College is obligated to assist Navajo students from grades kindergarten through twelve and those enrolled in post-

secondary education with tutoring services. In addition, the College will work with the Chapter to develop other educational programs. Under the Lease, the College is responsible for all operations of the micro campus and maintenance of the leased premises.

The governing law and dispute resolution provisions are appropriate and sufficient for this type of memorandum agreement. Navajo law will govern its construction and interpretation and any disputes will be resolved through the use of the Navajo Nation Peacemaking Program.

Dilkon Chapter by its Resolution DIL-292209003 has approved the lease of its building and the associated fenced-in area to the College. We recommend the approval of this Memorandum of Lease Agreement.