

**Oneida Tribe of Indians of Wisconsin  
BUSINESS COMMITTEE**



Oneidas bringing several hundred bags of corn to Washington's starving army at Valley Forge, after the colonists had consistently refused to aid them.



UGWA DEMOLUM YATEHE  
Because of the help of this Oneida Chief in cementing a friendship between the six nations and the colony of Pennsylvania, a new nation, the United States was made possible.

**P.O. Box 365 • Oneida, WI 54155  
Telephone: 920-869-4364 • Fax: 920-869-4040**

**ONEIDA BUSINESS COMMITTEE  
RESOLUTION # 4-11-07-J**

*ONEIDA TOTAL INTEGRATED ENTERPRISES, LLC*

- WHEREAS,** the Oneida Tribe of Indians of Wisconsin is a federally recognized Indian Tribe and a Treaty Tribe recognized by the laws of the United States; and
- WHEREAS,** the Oneida General Tribal Council is the governing body of the Oneida Tribe of Indians of Wisconsin; and
- WHEREAS,** the Oneida Business Committee has been delegated the authority of Article IV, Section 1 of the Oneida Constitution by the Oneida General Tribal Council; and
- WHEREAS,** the Oneida Business Committee desires to establish a diverse economic base in order to promote the best interests and well-being of the Oneida Tribe and its members; and
- WHEREAS,** the Oneida Business Committee, through the Business Development Unit of the Development Division, has worked to form a limited liability company to perform environmental consulting, environmental remediation and environmental engineering services; and
- WHEREAS,** the Business Development Unit has worked with the law firm PilieroMazza PLLC to develop Articles of Organization and the Operating Agreement for the limited liability company to be known as Oneida Total Integrated Enterprises, LLC (OTIE, LLC); and
- WHEREAS,** the Business Development Unit recommends that OTIE, LLC apply for participation in the United States Small Business Administration ("SBA") Section 8(a) Program; and
- WHEREAS,** the Oneida Business Committee finds it to be in the best interest of the Oneida Tribe of Indians of Wisconsin and its members to proceed with forming OTIE, LLC;

**NOW THEREFORE BE IT RESOLVED**, that the Oneida Business Committee hereby directs PilieroMazza PLLC and the Business Development Unit to file Articles of Organization and take such other actions as may be necessary to establish OTIE, LLC as a Nevada limited liability company; and

**BE IT FURTHER RESOLVED**, that the Oneida Business Committee hereby appoints the following individuals to the OTIE, LLC Board of Managers: Wilbert Rentmeester for a one-year term; Bruce Danforth for a one-year term; Larry Barton for a one-year term; and

**BE IT FURTHER RESOLVED**, that the Oneida Business Committee hereby approves the Operating Agreement of Oneida Total Integrated Enterprises, LLC and authorizes and directs the Chairman or Vice Chairperson of the Oneida Business Committee to execute the Operating Agreement on behalf of the Oneida Tribe; and

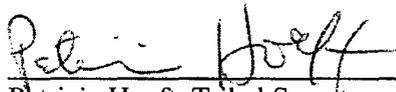
**BE IT FURTHER RESOLVED**, that the Oneida Business Committee hereby authorizes and directs PilieroMazza PLLC and the Business Development Unite to file an application and take such other actions as may be necessary to enroll OTIE, LLC in the United States Small Business Administration Section 8(a) Program; and

**BE IT FURTHER RESOLVED**, the Oneida Business Committee hereby waives the sovereign immunity of OTIE, LLC and its divisions from suit in federal courts of competent jurisdiction in the event of a dispute arising from the relationship of OTIE, LLC or any of its divisions with the SBA, including OTIE, LLC's participation in SBA's Section 8(a) Program, and any SBA contracts to which OTIE, LLC or a division may be a party; and

**BE IT FINALLY RESOLVED**, that the Oneida Business Committee hereby approves the immediate transfer of \$180,000 from the FY07 budget from the Oneida Tribe to OTIE, LLC upon the execution of the Operating Agreement, as the Oneida Tribe's capital contribution to the OTIE, LLC.

#### CERTIFICATION

I, the undersigned, as Secretary of the Oneida Business Committee, hereby certify that the Oneida Business Committee is composed of 9 members of whom 5 members constitute a quorum. 7 members were present at a meeting duly called, noticed and held on the 11 day of April 2007; that the foregoing resolution was duly adopted at such meeting by a vote of 6 members for; 0 members against, and 0 members not voting; and that said resolution has not been rescinded or amended in any way.

  
Patricia Hoelt, Tribal Secretary,  
Oneida Business Committee