



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

Oneida Tribe of Indians of Wisconsin

BUSINESS COMMITTEE



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.

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*Special BC Resolution # 03-26-08-A
Authorizing a Limited Waiver of Sovereign Immunity, and
Specifying Governing Law and Forum for Resolution of Disputes*

- WHEREAS,** the Oneida General Tribal Council is the duly recognized governing body of the Oneida Tribe of Indians of Wisconsin, and
- WHEREAS,** the General Tribal Council has delegated the authority of Article IV of the Oneida Tribal Constitution to the Oneida Business Committee, and
- WHEREAS,** the Oneida Business Committee may be delegated additional duties and responsibilities by the Oneida General Tribal Council and is at all times subject to the review powers of the Oneida General Tribal Council, and
- WHEREAS,** the Oneida Business Committee adopted a charter creating the Oneida Airport Hotel Corporation which has been amended from time to time, most recently on September 17, 2007; and
- WHEREAS,** the Oneida Airport Hotel Corporation is authorized to conduct business under its charter and desires to enter into financing to expand the business activities of the corporation and to consolidate existing loans; and
- WHEREAS,** the financing institution has requested the Oneida Tribe of Indians of Wisconsin, through the Oneida Land Commission, to enter into a Consent, Non-Disturbance, and Attornment Agreement, hereinafter "Contract"; and
- WHEREAS,** the Oneida Land Commission, having reviewed the Contract, believes that entering into the Contract is in the best interests of the Tribe; and
- WHEREAS,** although the parties to the Contract intend to perform their obligations in good faith, it is possible that a dispute as to the parties' performance or the terms of the Contract may arise in the future and it is therefore advisable that the parties specify the governing law and the forum for resolution of such disputes; and
- WHEREAS,** the Contract contains a limited waiver of the Tribe's sovereign immunity and specifies the Oneida Appeals Commission as the forum for resolution of disputes arising under the Contract; and

WHEREAS, there are questions as to the scope and extent of the Oneida Appeals Commission's jurisdiction to hear disputes of this nature, and the Tribe lacks substantive law governing such matters;

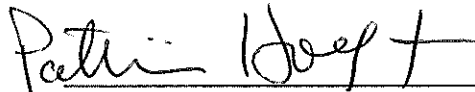
NOW THEREFORE IT IS RESOLVED THAT the Oneida Business Committee authorizes a limited waiver of sovereign immunity as identified in the Contract.

IT IS FURTHER RESOLVED THAT the Oneida Business Committee authorizes the Oneida Appeals Commission to hear cases which may arise under the Contract and further adopts common law principles of contract interpretation and enforcement as set forth in Wisconsin state and federal case law solely for purposes of adjudicating claims which may arise under the Contract.

IT IS FINALLY RESOLVED THAT all claims arising under the Contract must be brought within six (6) years of the date the claim accrues.

CERTIFICATION

I, the undersigned, as Secretary of the Oneida Business Committee, hereby certify that the Oneida Business Committee is comprised of 9 members of whom 5 constitute a quorum. 5 members were present at a meeting duly called, noticed and held on the 6th day of February, 2008; that the foregoing resolution was duly adopted at such meeting by a vote of 4 members for; 0 members against; and 0 members not voting; and that said resolution has not been rescinded or amended in any way.



Patricia Hoeft, Tribal Secretary
Oneida Business Committee

*According to the By-Laws, Article I, Section 1, the Chair votes "only in the case of a tie."