

Oneida Tribe of Indians of Wisconsin



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.

BC Resolution 06-12-13-A

To Extend and Renew the Board of Managers' Terms of Oneida Total Integrated Enterprises, LLC

- WHEREAS,** the Oneida Tribe of Indians of Wisconsin is a federally recognized Indian government and a treaty tribe recognized by the laws of the United States of America, 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 Tribal Constitution by the Oneida General Tribal Council, and
- WHEREAS,** the Oneida Business Committee created Oneida Total Integrated Enterprises, LLC (OTIE), pursuant to OBC Resolution 4-11-07-J, to perform environmental engineering, science and construction management services under the U.S. Small Business Administration 8(a) program, and
- WHEREAS,** the Oneida Business Committee created Oneida ESC Group, LLC (OESC), pursuant to OBC Resolution 3-14-12-C, for purposes of operating the NAICS code Section 8(a) arena regarding engineering, science and construction, and
- WHEREAS,** the Oneida Total Integrated Enterprises, LLC (OTIE) 2nd Quarter Report for 2012 Strategic Planning section provided an outline for a detailed corporate structure establishing a holding company with separate subsidiary limited liability companies to utilize different to utilize different North American Industry Classification System (NAICS) codes and maximize the benefits of the SBA 8(a) Program, and
- WHEREAS,** the Oneida Business Committee recognizes that a holding company structure is part of the OTIE and OESC long-term strategic plans to create streamlined management and cost-effective operations that are sustainable and increase profitability through the use of established resources such as credit and trusting relationships with financial organizations, surety companies, federal and commercial clients, and key management employees, and
- WHEREAS,** the OTIE and OESC long-term strategic plans contemplate that OESC will acquire OTIE as a subsidiary limited liability company of OESC, and that such plan provides for a transition period while OTIE prepares to become a subsidiary of OESC, which is to occur no later than December 31, 2017, and
- WHEREAS,** upon the OESC acquisition of OTIE as a subsidiary company, and as part of the acquisition process, OTIE will transfer its general management and administrative staff to manage OESC, provided that all technical and business units will remain with OTIE, and
- WHEREAS,** the strategic plan and transition period contemplate that the current OTIE Board of Managers composition will remain the same throughout the transition period to preserve the continuity and consistency of Board leadership throughout the transition period, and
- WHEREAS,** the OTIE Board of Managers currently consists of Wilbert Rentmeester, Wayne Metoxen, Leslie Wheelock, Jeff House, and Jacquelyn Zalim whom each serve staggered terms ending May 11, 2014; May 11, 2014, July 2, 2015; August 11, 2013 and June 23, 2013 respectively, and
- WHEREAS,** the OESC Board of Managers currently consists of Jacquelyn Zalim, Jeff House and Wilbert Rentmeester who are serving their initial terms of five (5) years that expire March 14, 2017, and

WHEREAS, Section 3.3 of the OTIE Operating Agreement provides that a Manager's term can be extended or renewed with the Member's approval, and

WHEREAS, it is recommended that the current terms of Board of Managers Leslie Wheelock, Wilbert Rentmeester, Wayne Metoxen and Jeff House be extended by four (4) years, and the expiring term of current Board of Manager Jacquelyn Zalim be renewed and extended by four (4) years to implement the strategic plan and ensure sufficient time for their Board leadership during the transition period and acquisition process of OTIE becoming a subsidiary company of OESC, as reflected in the chart below, and

Board Member	Current Term Expiration	New Term Expiration
Leslie Wheelock	7/2/2015	7/2/2019
Wilbert Rentmeester	5/11/2014	5/11/2018
Wayne Metoxen	5/11/2014	5/11/2018
Jeff House	8/11/2013	8/11/2017
Jacquelyn Zalim	6/23/2013	6/23/2017

WHEREAS, renewing and extending the term of OTIE Board of Manager Jacquelyn Zalim by four (4) years will ensure that her OTIE Board term will remain consistent with her current OESC Board of Manager term during implementation of the strategic plan, the transition period and acquisition process, and

WHEREAS, extending the OTIE Board of Managers' terms by four (4) years will preserve the staggered term schedule as required by the Operating Agreement, and

WHEREAS, the Oneida Business Committee as Member recognizes the importance of maintaining a consistent Board composition for purposes of OESC acquiring OTIE as a subsidiary company, and the necessity for renewing and extending the OTIE Board member terms for the duration of the transition period and the acquisition process.

NOW THEREFORE BE IT RESOLVED, that the Oneida Tribe of Indians of Wisconsin, as represented by the Oneida Business Committee, does hereby determine that the composition of the Board of Managers for Oneida Total Integrated Enterprises, LLC, should be consistent with the composition of the Board of Managers for Oneida ESC Group, LLC, for purposes of the transition period and the OESC acquisition of OTIE.

BE IT FINALLY RESOLVED, that the Oneida Business Committee hereby extends the OTIE Board of Managers' terms of Leslie Wheelock, Wilbert Rentmeester, Wayne Metoxen, and Jeff House by four (4) years to serve throughout the implementation of the strategic plan, the transition period and the OESC acquisition of OTIE, with those extended terms to end July 2, 2019; May 11, 2018; May 11, 2018; and August 11, 2017 respectively; and hereby renews and extends the expiring term of OTIE Board of Manager Jacquelyn Zalim by four (4) years to serve throughout the implementation of the strategic plan, the transition period and the OESC acquisition of OTIE, with her extended term to end June 23, 2017.

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 12th day of June, 2013; that the forgoing resolution was duly adopted at such meeting by a vote of 4 members for; 2 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."