



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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BC RESOLUTION 11-26-08-C

Financing Oneida Total Integrated Enterprises Acquisition of TN & Associates

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 of the Oneida Tribal Constitution by the General Tribal Council; and

WHEREAS, the Oneida Business Committee on April 11, 2007 approved the formation of Oneida Total Integrated Enterprises, LLC (OTIE); and

WHEREAS, OTIE has acquired 8(a) certification under the Small Business Administration; and

WHEREAS, OTIE has negotiated a purchase agreement for the acquisition of TN & Associates; and

WHEREAS, such purchase is in furtherance of the purpose of the creation of OTIE, the economic diversity of the Oneida Tribe of Indians of Wisconsin, and generally in the economic interests of the Oneida Tribe of Indians of Wisconsin to pursue; and

WHEREAS, OTIE has been unable to acquire sufficient investment funding to finance the purchase of TN & Associates; and

WHEREAS, the Oneida Tribe of Indians of Wisconsin has drafted a letter of consent for lenders so that the Oneida Nation of Wisconsin may guarantee a third party loan for the acquisition of TN & Associates by OTIE.

NOW THEREFORE BE IT RESOLVED, that the Oneida Business Committee does hereby approve a direct loan from the Oneida Tribe of Indians of Wisconsin to OTIE pursuant to the attached promissory note in the amount of \$6,200,000; and

BE IT FURTHER RESOLVED, that the Oneida Business Committee approves signature of the letter of consent prepared by the Oneida Nation of Wisconsin for its lenders to consent to financial guarantees related to this acquisition; and

BE IT FINALLY RESOLVED, the Oneida Tribe of Indians of Wisconsin will serve as guarantor to lines of credit between TN & Associates and M & I Bank or other viable creditors in order to maintain solvency and profitability as a subordinate corporation of OTIE.

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. 8 members were present at a meeting duly called, noticed and held on the 26th day of November 2008; that the foregoing resolution was duly adopted at such meeting by a vote of 7 members for, 0 members against, and 1 member 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 I, the Chair votes "only in the case of a tie."