

# ***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 Meeting Materials September 9, 2015**

### **Open Session**

### **CERTIFICATION**

I, the undersigned, as Secretary of the Oneida Business Committee, hereby certify that the following 491 pages are the Open Session meeting materials presented at a meeting duly called, noticed and held on the 9<sup>th</sup> day of SEPTEMBER, 2015.

A handwritten signature in blue ink that reads "Lisa Summers". The signature is written in a cursive, flowing style.

Lisa Summers, Tribal Secretary  
Oneida Business Committee



## **Oneida Business Committee**

**Executive Session**  
**9:00 a.m. Tuesday, September 8, 2015**  
**Executive Conference Room, 2<sup>nd</sup> floor, Norbert Hill Center**

**Regular Meeting**  
**9:00 a.m. Wednesday, September 9, 2015**  
**BC Conference Room, 2<sup>nd</sup> floor, Norbert Hill Center**

### **Agenda**

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To get a copy of the agenda, go to: <http://oneida-nsn.gov/>

**I. CALL TO ORDER AND ROLL CALL**

**II. OPENING**

**III. ADOPT THE AGENDA**

**IV. OATHS OF OFFICE**

- A. Oneida Land Claims Commission and Oneida Land Commission – Jay Rasmussen**
- B. Oneida Arts Board – Patricia Moore**

**V. MINUTES**

- A. Approve August 26, 2015 regular meeting minutes**

**VI. RESOLUTIONS**

- A. Adopt resolution titled Oneida Nation Gaming Ordinance Amendments**  
Sponsor: Brandon Stevens, Councilman
- B. Adopt resolution titled Designating Representatives for the Wisconsin Tribal Conservation Advisory Council (WTCAC)**  
Sponsor: Tehassi Hill, Councilman

**VII. APPOINTMENTS**

- A. Appoint John Brueninger to the Oneida Nation Veterans Affairs Committee**  
Sponsor: Tina Danforth, Tribal Chairwoman

**VIII. STANDING COMMITTEES****A. Legislative Operating Committee**

Sponsor: Councilman Brandon Stevens, Chair

1. **Accept Legislative Operating Committee meeting minutes of August 19, 2015**

**B. Finance Committee**

Sponsor: Treasurer Trish King, Chair

1. **Approve Finance Committee meeting minutes of August 31, 2015**

**C. Community Development Planning Committee (No Requested Action)****D. Quality of Life**

Sponsor: Councilwoman Fawn Billie, Chair

1. **Accept Quality of Life meeting minutes of June 11, 2015**

**IX. GENERAL TRIBAL COUNCIL****A. Petitioner Madelyn Genskow: Special GTC meeting to address six resolutions**

- 1) **Completed Scheduling General Tribal Council Meetings**
- 2) **Fee to Trust Process**
- 3) **In Progress Elder Services Means Testing**
- 4) **In Research Record Subcommittee Meetings**
- 5) **Governmental Services Chain of Command**
- 6) **Unclaimed Per Capita Payments**

Sponsor: Lisa Summers, Tribal Secretary

*EXCERPT FROM AUGUST 26, 2015: (1) Motion by Brandon Stevens to accept the legal analyses for resolution 3) In Progress Elder Services Means Testing, resolution 4) In Research Record Subcommittee Meetings, and resolution 6) Unclaimed Per Capita Payments, seconded by Lisa Summers. Motion carried unanimously. (2) Motion by Lisa Summers to defer the legal analysis for resolution 5) Governmental Services Chain of Command to be completed by the next September 9, 2015 Business Committee meeting and to defer the financial analyses for resolution 3) In Progress Elder Services Means Testing, resolution 4) In Research Record Subcommittee Meetings, and resolution 6) Unclaimed Per Capita Payments to the September 23, 2015 Business Committee meeting, seconded by Fawn Billie. Motion carried unanimously.*

*EXCERPT FROM JULY 8, 2015: Motion by David Jordan to defer the remaining legal and financial analyses to the second regular Business Committee meeting in August 2015, seconded by Brandon Stevens. Motion carried unanimously.*

*EXCERPT FROM JUNE 24, 2015: Motion by David Jordan to accept the legal analysis for resolution 1 of the petition, regarding GTC meetings, and note that the remaining analyses are due back at the July 8, 2015 regular Business Committee meeting, seconded by Tehassi Hill. Motion carried unanimously.*

*EXCERPT FROM MAY 13, 2015: Motion by David Jordan to accept the legal analysis for resolution 2 of the petition, regarding Fee to Trust, seconded by Trish King. Motion carried unanimously.*

*EXCERPT FROM APRIL 22, 2015: Motion by Motion by Lisa Summers to accept the legislative analyses for Resolutions 1-6 and provide an additional 60 days for the Law and Finance offices to complete their portions of the analyses, seconded by Jennifer Webster. Motion carried unanimously.*

*EXCERPT FROM FEBRUARY 25, 2015: (1) Motion by Tehassi Hill to accept the verified petitions from Petitioner Madelyn Genskow: Request Special GTC meeting to address 6 resolutions seconded by Jennifer Webster. Motion carried unanimously. (2) Motion by Tehassi Hill to send the verified petitions to the Law, Finance, Legislative Reference and Direct Report offices for the legal, financial,*

legislative, and administrative analyses to be completed, seconded by Fawn Billie. Motion carried unanimously. **(3)** Motion by Jennifer Webster to direct Law Office, Finance, and Legislative Reference Offices to submit the analyses to the Secretary's office within 60 days and that a progress report be submitted in 45 days, seconded by Lisa Summers. Motion carried unanimously. **(4)** Motion by Lisa Summers to direct our Direct Report offices to submit appropriate administrative analyses to the Secretary's office within 30 days, seconded by Fawn Billie. Motion carried unanimously.

**B. Petitioner Madelyn Genskow: Special GTC meeting to address three resolutions**

- 1) Oneida Business Committee Accountability**
- 2) Repeal Judiciary Law**
- 3) Open Records and Open Meetings Law**

Sponsor: Lisa Summers, Tribal Secretary

EXCERPT FROM JUNE 24, 2015: Motion by David Jordan to accept the legislative analyses for resolutions 1-3 of the petition and to provide an additional 60 days for the Law and Finance Offices to submit the appropriate analyses, seconded by Tehassi Hill. Motion carried unanimously.

EXCERPT FROM JUNE 10, 2015: Motion by Tehassi Hill to accept the status report from the LOC as information, seconded by Jennifer Webster. Motion carried unanimously.

EXCERPT FROM APRIL 8, 2015: Motion by Jennifer Webster to accept the verified petition submitted by Madelyn Genskow; to send the verified petition to the Law, Finance, Legislative Reference and Direct Report offices for the legal, financial, legislative and administrative analyses to be completed; to direct the Law, Finance, and Legislative Reference offices to submit the analyses to the Tribal Secretary's office within 60 days, and that a progress report is submitted in 45 days; to direct the Direct Report offices to submit the appropriate administrative analyses to the Tribal Secretary's office within 30 days, seconded by Lisa Summers.

**C. Petitioner Frank Cornelius: Special GTC meeting to address four resolutions**

- 1) Audit of Oneida Seven Generations Corporation**
- 2) Oneida Seven Generations Corporation Return Money to Tribe**
- 3) Freedom of the Press, Tax OBC for failure to dissolve Oneida Seven Generations Corporation**
- 4) Tax Oneida Business Committee for Failure to Dissolve Oneida Seven Generations Corporation**

Sponsor: Lisa Summers, Tribal Secretary

EXCERPT FROM AUGUST 26, 2015: Motion by David Jordan to accept the legislative analyses for resolution 1) Audit of Oneida Seven Generations Corporation, resolution 2) Oneida Seven Generations Corporation Return Money to Tribe, resolution 3) Freedom of the Press, resolution 4) Tax Oneida Business Committee for Failure to Dissolve Oneida Seven Generations Corporation, seconded by Jennifer Webster. Motion carried unanimously.

EXCERPT FROM AUGUST 17, 2015: **(1)** Motion by Lisa Summers to take this item from the table, seconded by David Jordan. Motion carried unanimously. **(2)** Motion by Jennifer Webster to forward the four resolutions to the Legislative, Law, Finance offices for the appropriate analyses and for those analyses to be due at the September 9, 2015 regular Business Committee meeting, seconded by Lisa Summers. Motion carried unanimously. **(3)** Motion by Lisa Summers to request the Law Office provide a legal opinion about what occurs when a petition is submitted which does not have all the appropriate documentation that would go with the petition, seconded by Tehassi Hill. Motion carried with one abstention.

EXCERPT FROM AUGUST 12, 2015: Motion by Lisa Summers to adjourn at 2:06 p.m. and to direct the Tribal Secretary to coordinate Business Committee special meeting date for the remainder of this agenda, seconded by Brandon Stevens. Motion carried unanimously.

EXCERPT FROM JULY 22, 2015: Motion by Brandon Stevens to table this item to next regular Business Committee meeting, seconded by David Jordan. Motion carried unanimously.

EXCERPT FROM JULY 8, 2015: Motion by Tehassi Hill to accept the update as information and defer this item to the July 22, 2015, regular Business Committee meeting as agreed upon by the Business Committee members and the petitioner, seconded by David Jordan. Motion carried unanimously.

EXCERPT FROM JUNE 24, 2015: Motion by Fawn Billie to defer this item to the next regular Business Committee meeting and direct the Secretary to work with the petitioner to find a solution to the concerns, seconded by Tehassi Hill. Motion carried unanimously.

EXCERPT FROM MAY 27, 2015: Motion by David Jordan to direct the Secretary to reach out to Petitioner Frank Cornelius to request the four resolutions mentioned in the petition be submitted in 30 days, seconded by Lisa Summers. Motion carried unanimously.

EXCERPT FROM MAY 13, 2015: (1) Motion by Trish King to acknowledge receipt of the petition submitted by Frank Cornelius, seconded by Fawn Billie. Motion carried unanimously. (2) Motion by Trish King to send the verified petition to the Law, Finance, Legislative Reference and Direct Report Offices for legal, financial, legislative and administrative analyses to be completed; to direct the Law, Finance and Legislative Offices to submit the analyses to the Secretary within 60 days and a that a progress report is submitted in 45 days, seconded by David Jordan. Motion carried unanimously. (3) Motion by David Jordan to direct the Direct Report Offices to submit the appropriate administrative analyses to the Secretary within 30 days, seconded by Trish King. Motion carried unanimously.

**D. Petitioner John E. Powless Jr: Per capita payments**

Sponsor: Lisa Summers, Tribal Secretary

EXCERPT FROM AUGUST 17, 2015: Motion by David Jordan to accept the legislative analysis for the regarding per capita payments submitted by petitioner John E. Powless Jr., seconded by Trish King. Motion carried unanimously.

EXCERPT FROM AUGUST 12, 2015: Motion by Lisa Summers to adjourn at 2:06 p.m. and to direct the Tribal Secretary to coordinate Business Committee special meeting date for the remainder of this agenda, seconded by Brandon Stevens. Motion carried unanimously.

EXCERPT FROM JUNE 24, 2015: Motion by David Jordan to acknowledge receipt of the verified petition submitted by John E. Powless, Jr.; to send the verified petition to the Law, Finance, Legislative Reference and Direct Report Offices for the legal, financial, legislative and administrative analyses to be completed; to direct the Law, Finance and Legislative Reference Offices to submit the analyses to the Tribal Secretary's office within 60 days, and that a progress report be submitted in 45 days; and to direct the Direct Report Offices to submit the appropriate administrative analyses to the Tribal Secretary's office within 30 days, seconded by Tehassi Hill. Motion carried unanimously.

**X. UNFINISHED BUSINESS**

**A. Accept Legislative Operating Committee update on Tribal Hearing Bodies/Administrative Court**

Sponsor: Brandon Stevens, Councilman

EXCERPT FROM AUGUST 12, 2015: (1) Motion by Jennifer Webster to accept the action plan for the Tribal Hearing Bodies/Administrative Court and to direct the Oneida Child Protective Board, the Oneida Election Board, the Oneida Environmental Resource Board, the Oneida Land Commission, the Oneida Personnel Commission, the Oneida License Commission and the Oneida Trust/Enrollment Committee to retrieve their financial expenses for the last three (3) years (including, but not limited to, the amount of stipends received, training costs and other expenses) and turn the information over to OBC to help in evaluating which entities should retain their hearing body authority, seconded by David Jordan. Motion carried unanimously. (2) Amendment to the main motion by Lisa Summers that the information be provided by Friday, September 4, 2015, seconded by Fawn Billie. Motion carried unanimously.

**XI. TABLED BUSINESS (No Requested Action)**

**XII. NEW BUSINESS**

- A. Approve Limited Waiver of Sovereign Immunity – LexisNexis – Time Matters Maintenance contract # 2015-0837**  
Sponsor: Jo Anne House, Chief Counsel
- B. Approve Oneida Personnel Commission one (1) vacancy post and for the term to be carried out until July 27, 2016**  
Sponsor: Lisa Summers, Tribal Secretary
- C. Approve Anna John Resident Centered Care Community Board one (1) vacancy post and for the term to be carried out until November 12, 2017**  
Sponsor: Lisa Summers, Tribal Secretary
- D. Approve Limited Waiver of Sovereign Immunity – EFI PrintSmith contract # 2015-0823**  
Sponsor: Joanie Buckley, Division Director/Internal Services
- E. Approve Limited Waiver of Sovereign Immunity – Solar Deployment on Tribal Facilities Project contract # 2015-0692**  
Sponsor: Tehassi Hill, Councilman
- F. Approve authorization to utilize information from the Governmental Services Division-Transit in regards to Master's program Capstone project titled "The Oneida Nation of WI Transit System: Effect of change from a Demand-Response/Dial-a-Ride service to a Point Deviation Service"**  
Sponsor: Jo Anne House, Chief Counsel
- G. Enter E-poll results into the record for approval of amended FY '16 Budget meeting packet which includes corporate audits**  
Sponsor: Lisa Summers, Tribal Secretary
- H. Request Governmental Services Division Director bring forward Standard Operating Procedures for Southeastern Oneida Tribal Services at the October 14, 2015 Business Committee meeting**  
Sponsor: Tina Danforth, Tribal Chairwoman

**XIII. TRAVEL**

- A. Travel Reports**
  - 1. Councilman Tehassi Hill – Meijer Ladies Professional Golf Association event – Belmont, MI – July 20-23, 2015**
- B. Travel Requests**
  - 1. Councilman Tehassi Hill – National Tribal Energy Summit – Washington, DC – September 23-24, 2015**
  - 2. Secretary Lisa Summers and Councilwoman Fawn Billie – Inter-tribal Criminal Justice Organizational meeting – Lac du Flambeau, WI – October 5-6, 2015**
  - 3. Vice-Chairwoman Melinda J. Danforth – ACF Litigation – Chicago, IL – September 30, 2015**

**XIV. REPORTS** *(This section of the agenda is scheduled at 1:30 p.m.)***A. Operational Reports**

1. **Accept Organizational Development Specialist FY '15 3<sup>rd</sup> quarter report** – Melanie Burkhart, Organizational Development Specialist
2. **Accept Self-Governance FY '15 3<sup>rd</sup> quarter report** – Chis Johns, Self-Governance Coordinator
3. **Accept Internal Services FY '15 3<sup>rd</sup> quarter report** – Joanie Buckley, Division Director/Internal Services
4. **Accept Emergency Management FY '15 1<sup>st</sup> quarter report** – Kaylynn Gresham, Director/Emergency Management
5. **Accept Emergency Management FY '15 2<sup>nd</sup> quarter report** – Kaylynn Gresham, Director/Emergency Management
6. **Accept Emergency Management FY '15 3<sup>rd</sup> quarter report** – Kaylynn Gresham, Director/Emergency Management

**B. Corporate Reports**

1. **Accept Bay Bancorporation Inc. FY '15 3<sup>rd</sup> quarter report** – Jeff Bowman, President  
Liaison: Tina Danforth, Tribal Chairwoman
2. **Accept Oneida Seven Generations Corporation FY '15 3<sup>rd</sup> quarter report** – Pete King, Agent  
Liaison: Tina Danforth, Tribal Chairwoman
3. **Accept Oneida Golf Enterprise FY '15 3<sup>rd</sup> quarter report** – Janice Skenandore Hirth, Agent  
Liaison: Trish King, Tribal Treasurer
4. **Accept Oneida Airport Hotel Corporation FY '15 3<sup>rd</sup> quarter report** – Janice Skenandore Hirth, President  
Liaison: Trish King, Tribal Treasurer
5. **Accept Oneida Total Integrated Enterprise FY '15 3<sup>rd</sup> quarter report** – Butch Rentmeester, Chair  
Liaison: Tehassi Hill, Councilman
6. **Accept Oneida Engineering Science & Construction Group, LLC FY '15 3<sup>rd</sup> quarter report** – Jacquelyn Zalim, Board Chair  
Liaison: Tehassi Hill, Councilman

**C. Boards, Committees, and Commissions**

1. **Accept Environmental Resource Board's revisions/additions to Prohibitions under Public Use of Tribal Lands Law**  
Liaison: Tehassi Hill, Councilman

**XV. EXECUTIVE SESSION****A. Reports**

1. **Accept Bay Bancorporation Inc. FY '15 3<sup>rd</sup> quarter report** – Jeff Bowman, President  
Liaison: Tina Danforth, Tribal Chairwoman
2. **Accept Oneida Seven Generations Corporation FY '15 3<sup>rd</sup> quarter report** – Pete King, Agent  
Liaison: Tina Danforth, Tribal Chairwoman
3. **Accept Oneida Golf Enterprise FY '15 3<sup>rd</sup> quarter report** – Janice Skenandore Hirth, Agent  
Liaison: Trish King, Tribal Treasurer
4. **Accept Oneida Airport Hotel Corporation FY '15 3<sup>rd</sup> quarter report** – Janice Skenandore Hirth, President  
Liaison: Trish King, Tribal Treasurer
5. **Accept Oneida Total Integrated Enterprise FY '15 3<sup>rd</sup> quarter report** – Butch Rentmeester, Chair  
Liaison: Tehassi Hill, Councilman
6. **Accept Oneida Engineering Science & Construction Group, LLC FY '15 3<sup>rd</sup> quarter report** – Jacquelyn Zalim, Board Chair  
Liaison: Tehassi Hill, Councilman
7. **Chief Counsel Report** – Jo Anne House, Chief Counsel
8. **Intergovernmental Affairs & Communication Report** – Nathan King, Intergovernmental Affairs & Communications Director *(This item is scheduled at 1:30 p.m. on September 8, 2015)*

**B. Standing Items**

1. **Land Claims Strategy** *(No updates)*  
Sponsor: Nathan King, Intergovernmental Affairs & Communications Director
2. **Goldwater suit – Indian Child Welfare case** *(No updates)*  
Sponsor: Nathan King, Intergovernmental Affairs & Communications Director
3. **Stadium Tax Update**  
Sponsor: Melinda J. Danforth, Tribal Vice-Chairwoman

**C. Audit Committee****D. Unfinished Business**

1. **Review complaint # 2015-CC-07**  
Sponsor: Lisa Summers, Tribal Secretary

*EXCERPT FROM AUGUST 26, 2015: Motion by Lisa Summers to defer complaint dated August 3, 2015 to the September 9, 2015 Business Committee meeting, seconded by David Jordan. Motion carried unanimously.*



**2. Review concern # 2015-CC-08**

Sponsor: Lisa Summers, Tribal Secretary

*EXCERPT FROM AUGUST 26, 2015: Motion by Lisa Summers to defer concern dated August 18, 2015 to the September 9, 2015 Business Committee meeting, seconded by David Jordan. Motion carried unanimously.*

**E. Tabled Business**

**F. New Business**

**1. Approve 62 new enrollments**

Sponsor: Brandon Stevens, Councilman

**2. Approve Limited Waiver of Sovereign Immunity – LocatePlus.com contract # 2015-0622**

Sponsor: Louise Cornelius, Gaming General Manager

**3. Approve First Amendment to contract # 2015-0831 (*This item is scheduled at 9:30 a.m. on September 8, 2015*)**

Sponsor: Tina Danforth, Tribal Chairwoman

**4. Review complaint # 2015-CC-09**

Sponsor: Lisa Summers, Tribal Secretary

**5. Approve update and memo regarding complaint # 2015-CC-06**

Sponsor: Lisa Summers, Tribal Secretary

**6. Review Print Shop – Mail Center Operational plan**

Sponsor: Melinda J. Danforth, Tribal Vice-Chairwoman

**7. Assign OBC Members to investigate complaint # 2015-DR13-01**

Sponsor: Melinda J. Danforth, Tribal Vice-Chairwoman

**8. Accept Judiciary interpretation of case #14-AC-013**

Sponsor: Melinda J. Danforth, Tribal Vice-Chairwoman

**XVI. ADJOURN**

Posted on the Tribe's official website, [www.oneida-nsn.gov](http://www.oneida-nsn.gov), at 3:00 p.m. Friday, September 4, 2015, pursuant to the Open Records and Open Meetings Law, section 7.17-1. For additional information, please call the Business Committee Support Office at (920) 869-4364.

The meeting packet of the open session materials for this meeting is available to Tribal members by going to the Members-Only section of the Tribe's official website at: [www.oneida-nsn.gov/MembersOnly](http://www.oneida-nsn.gov/MembersOnly)

For information about this meeting, please call the Business Committee Support Office at (920) 869-4364 or (800) 236-2214.

### Oneida Business Committee Agenda Request

#### IV.A. Oneida Land Claims Commission and Oneida Land Commission – Jay Rasmussen

1. Meeting Date Requested: 09 / 09 / 15

2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Agenda Header:

Accept as Information only

Action - please describe:

Administer Oath of Office to Jay Rasmussen to the Oneida Land Claims Commission and Oneida Land Commission. He was elected at the July 11, 2015 elections.

3. Supporting Materials

Report  Resolution  Contract

Other:

1.  3.

2.  4.

Business Committee signature required

4. Budget Information

Budgeted - Tribal Contribution  Budgeted - Grant Funded  Unbudgeted

5. Submission

Authorized Sponsor / Liaison:

Primary Requestor: Kathleen M. Metoxen, Executive Tribal Clerk  
Your Name, Title / Dept. or Tribal Member

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

## Oneida Business Committee Agenda Request

### 6. Cover Memo:

Describe the purpose, background/history, and action requested:

The elections were held on July 11, 2015. There was a recount request on July 13, 2015, the recount was done on July 14, 2015 with the results staying the same. The results of the election were accepted and approved on the August 17, 2015 Special BC meeting. The following people:

Oneida Land Commission:

Amelia Cornelius

Racquel Hill

Jay Rasmussen

Oneida Land Claims Commission:

Jay Rasmussen

1) Save a copy of this form for your records.

2) Print this form as a \*.pdf OR print and scan this form in as \*.pdf.

3) E-mail this form and all supporting materials in a **SINGLE** \*.pdf file to: [BC\\_Agenda\\_Requests@oneidanation.org](mailto:BC_Agenda_Requests@oneidanation.org)

# Oneida Business Committee Agenda Request

## IV.B. Oneida Arts Board – Patricia Moore

1. Meeting Date Requested: 09 / 09 / 15

### 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Agenda Header:

Accept as Information only

Action - please describe:

Administer Oath of Office to Patricia Moore to the Oneida Arts Board.

### 3. Supporting Materials

Report  Resolution  Contract

Other:

1.

3.

2.

4.

Business Committee signature required

### 4. Budget Information

Budgeted - Tribal Contribution

Budgeted - Grant Funded

Unbudgeted

### 5. Submission

Authorized Sponsor / Liaison:

Primary Requestor:

Kathleen M. Metoxen, Executive Tribal Clerk

Your Name, Title / Dept. or Tribal Member

Additional Requestor:

\_\_\_\_\_  
Name, Title / Dept.

Additional Requestor:

\_\_\_\_\_  
Name, Title / Dept.

## Oneida Business Committee Agenda Request

**6. Cover Memo:**

Describe the purpose, background/history, and action requested:

The posting was in the June 4, 2015 issue of the Kalihwisaks for one (1) vacancy on the Oneida Arts Board for a three (3) year term with the deadline of July 2, 2015. There was one (1) applicant for the one (1) vacancy on the Oneida Arts Board. The appointment was made on the July 22, 2015 BC Agenda. She couldn't make it the last to BC meetings in August.

- 1) Save a copy of this form for your records.
- 2) Print this form as a \*.pdf OR print and scan this form in as \*.pdf.
- 3) E-mail this form and all supporting materials in a **SINGLE** \*.pdf file to: [BC\\_Agenda\\_Requests@oneidanation.org](mailto:BC_Agenda_Requests@oneidanation.org)

# Oneida Business Committee Agenda Request

V.A. Approve August 26, 2015 regular meeting minutes

1. Meeting Date Requested: 9 / 9 / 15

## 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Agenda Header:

Accept as Information only

Action - please describe:

Approve August 26, 2015 regular meeting minutes

## 3. Supporting Materials

Report  Resolution  Contract

Other:

1.  3.

2.  4.

Business Committee signature required

## 4. Budget Information

Budgeted - Tribal Contribution  Budgeted - Grant Funded  Unbudgeted

## 5. Submission

Authorized Sponsor / Liaison:

Primary Requestor: Heather Heuer, Information Management Specialist/BC Support Staff  
Your Name, Title / Dept. or Tribal Member

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.



## Oneida Business Committee

### Executive Session

2:20 p.m. Thursday, August 27, 2015  
BC Conference Room, 2<sup>nd</sup> floor, Norbert Hill Center

### Regular Meeting

9:00 a.m. Wednesday, August 26, 2015  
BC Conference Room, 2<sup>nd</sup> floor, Norbert Hill Center

### Minutes – DRAFT

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#### EXECUTIVE SESSION

**Present:** Chairwoman Tina Danforth, Treasurer Trish King, Secretary Lisa Summers, Council members: Fawn Billie, Tehassi Hill, David Jordan, Brandon Stevens, Jennifer Webster;

**Not Present:** Vice-Chairwoman Melinda J. Danforth;

**Arrived at:** ;

**Others present:** ;

#### REGULAR MEETING

**Present:** Treasurer Trish King, Secretary Lisa Summers, Council members: Fawn Billie, Tehassi Hill, David Jordan, Jennifer Webster;

**Not Present:** Vice-Chairwoman Melinda J. Danforth;

**Arrived at:** Councilman Brandon Stevens arrives at 9:06 a.m., Chairwoman Tina Danforth arrives at 9:07 a.m.;

**Others present:** Jo Anne House, Chris Johnson, Mike Debraska, Madelyn Genskow, Danelle Wilson, Jessica Wallenfang, MaryAnn Kruckeberg, Patricia Lassila, Lois Powless, Sunshine Wheelock, Debra Powless, Todd Hill, Racquel Hill, Geraldine Danforth, Bev Summers, Louann Green, Carol Elm, Amelia Cornelius, Nancy Barton, Mike Troge, Melinda K. Danforth, Carole Liggins, Sue Johnson, Reynold Danforth, Tracy Metoxen, Debra Danforth, Sandra Schuyler, Frank Cornelius, Fred Muscavitch, Vicki Cornelius, Mary Graves, Larry Barton, Chad Wilson, Cathy Metoxen, Fawn Cottrell, Ed Delgado, Doug McIntyre, Taniquelle Thurner, Bill Graham, Brad Graham, Troy Parr, James Wildenberg, Rhiannon Metoxen, Paul Witek, Heather Heuer, Lisa Liggins, Gene Schubert, Tom Danforth, Pat Pelky, Don White, Marsha Danforth, Matt W. Denny, Leanne Doxtator, Melissa Nuthals, Jeff Witte, Michele Doxtator, Nicolas Reynolds, Nate King;

For the record: Chairwoman Tina Danforth stated Vice Chairwoman Melinda J. Danforth is out on funeral time/person time. She will be out for the rest of the week. Again, thank you for your patience this morning. At 1:30 p.m., there is a storm water litigation hearing in Green Bay and I will also need to be excused at 1:30 p.m. for a doctor appointment. So, we will recess probably from 1:30-3:30 p.m. So, if any committee members are interested you can attend that 1:30 p.m. hearing in Green Bay.

**I. Call to Order and Roll Call** by Chairwoman Tina Danforth at 9:09 a.m.

**II. Opening** by Councilman Tehassi Hill

### III. Adopt the agenda

Motion by Trish King to adopt the agenda with one deletion (VI.B. resolution titled No Trade Back for Cash for Fiscal Year 2016), one addition (XV.F.03. Approve limited waiver of sovereign immunity for Service Stations Computer Systems, Inc. contract # 2015-0844), and to go into Executive Session at 11:45 a.m. to address item XV.F.03. Approve limited waiver of sovereign immunity for Service Stations Computer Systems, Inc. contract # 2015-0844, seconded by David Jordan. Motion carried with one opposed:

Ayes:	Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens, Jennifer Webster
Opposed:	Lisa Summers
Not Present:	Melinda J. Danforth
For the record:	Lisa Summers stated my first comment for the record is that I just generally oppose additions to the agenda regardless of the nature of them. So, just making it sure it is known that I am sticking to my no additions position for the Business Committee agenda, even though I do understand the nature of the request and it's important. My second for the record comment is in regards to my intent around today's Business Committee meeting. For the past several Business Committee meetings, there have been individuals in attendance who have chosen to go beyond a reasonable approach to presenting questions or concerns about issues to the government; these individuals have chosen a disposition that creates an unwelcome atmosphere of discord. My intent at today's Business Committee meeting and each meeting forward for the remainder of my term is to ensure there is a safe meeting environment for all staff and participants of the government's meetings. I am 1 of 9 persons at this table who has this responsibility. Therefore, I am making it known up front that I will not tolerate any further deliberate behaviors which purposefully undermine the Good Mind principles or the established principles we as a Business Committee committed to uphold throughout our term; for those who do not know what they are, they are located here on the wall to my left.

### IV. Oaths of Office administered by Secretary Lisa Summers

- A. **Oneida Land Commission** – Amelia Cornelius, Racquel Hill , and Jay Rasmussen (*Jay Rasmussen not present*)
- B. **Oneida Land Claims** – Jay Rasmussen (*Not present*)
- C. **Oneida Nation Commission on Aging** – Carol Elm, Lois Powless, and Patricia Lassila
- D. **Oneida Election Board** – Racquel Hill, Vicki Cornelius, and Sunshine Wheelock
- E. **Oneida Gaming Commission** – Reynold Danforth
- F. **Oneida Trust/Enrollment Committee** – Debra Powless, Carole Liggins, and Tracy Metoxen
- G. **Oneida School Board-At-Large** – Fred Muscavitch and Melinda K. Danforth
- H. **Oneida School Board-Parent** – Todd Hill and Debra Danforth



**V. Minutes****A. Approve August 12, 2015 regular meeting minutes**

Motion by Lisa Summers to approve minutes from the August 12, 2015 regular meeting, seconded by Trish King. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens,  
Lisa Summers, Jennifer Webster  
Not Present: Melinda J. Danforth

**B. Approve August 17, 2015 special meeting minutes**

Motion by Lisa Summers to approve minutes from the August 17, 2015 regular meeting, seconded by Jennifer Webster. Motion carried with one abstention:

Ayes: Tehassi Hill, David Jordan, Trish King, Brandon Stevens, Lisa Summers,  
Jennifer Webster  
Abstained: Fawn Billie  
Not Present: Melinda J. Danforth

**VI. Resolutions****A. Adopt resolution titled Special Diabetes Program for Indians (SDPI) for CY2016 and beyond through CY2020**

Sponsor: Melinda J. Danforth, Tribal Vice-Chairwoman

Motion by Lisa Summers to adopt resolution 08-26-15-A Special Diabetes Program for Indians (SDPI) for CY2016 and beyond through CY2020 with the following corrections; replace "Oneida Nation" with "Oneida Tribe of Indians of Wisconsin", twice in the fourth 'Whereas', and once in the final resolve, seconded by Brandon Stevens. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens,  
Lisa Summers, Jennifer Webster  
Not Present: Melinda J. Danforth

**~~B. Adopt resolution titled No Trade Back for Cash for Fiscal Year 2016~~**

~~Sponsor: Trish King, Tribal Treasurer~~

~~Item deleted upon adoption of the agenda.~~

*Secretary Lisa Summers departs at 10:06 a.m.*

*Secretary Lisa Summers returns at 10:11 a.m.*

*Treasurer Trish King departs at 10:24 a.m.*

*Treasurer Trish King returns at 10:27 a.m.*

*Councilman David Jordan departs at 10:42 a.m.*

**C. Adopt resolution titled Amending Resolution 09-29-14-A Supporting the Application for a U.S. Department of Energy Grant: Deployment of Clean Energy Efficiency Projects on Indian Lands Funding Opportunity Announcement #: DE-FOA-0001021**

Sponsor: Tehassi Hill, Councilman

Motion by Tehassi Hill to adopt resolution 08-26-15-B Amending Resolution 09-29-14-A Supporting the Application for a U.S. Department of Energy Grant: Deployment of Clean Energy Efficiency Projects on Indian Lands Funding Opportunity Announcement #: DE-FOA-0001021, seconded by Fawn Billie. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, Trish King, Brandon Stevens, Lisa Summers,  
Jennifer Webster  
Not Present: Melinda J. Danforth, David Jordan

*Councilman Tehassi Hill departs at 10:46 a.m.*  
*Councilman Tehassi Hill returns at 10:53 p.m.*  
*Councilman David Jordan returns at 10:55 a.m.*

**D. Adopt resolution titled Administrative Procedures Act Amendments Emergency Adoption Extension**

Sponsor: Brandon Stevens, Councilman

Motion by Brandon Stevens to adopt resolution 08-26-15-C Administrative Procedures Act Amendments Emergency Adoption Extension, seconded by Jennifer Webster. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens,  
Lisa Summers, Jennifer Webster  
Not Present: Melinda J. Danforth

**VII. Appointments (No Requested Action)**

**VIII. Standing Committees**

**A. Legislative Operating Committee**

Sponsor: Councilman Brandon Stevens, Chair

**1. Accept Legislative Operating Committee meeting minutes of August 5, 2015**

Motion by Trish King to accept Legislative Operating Committee meeting minutes of August 5, 2015, seconded by Fawn Billie. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens,  
Lisa Summers, Jennifer Webster  
Not Present: Melinda J. Danforth

**B. Finance Committee**

Sponsor: Treasurer Trish King, Chair

**1. Approve Finance Committee meeting minutes of August 21, 2015**

Motion by David Jordan to approve Finance Committee meeting minutes of August 21, 2015, seconded by Trish King. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens,  
Lisa Summers, Jennifer Webster  
Not Present: Melinda J. Danforth

*Councilwoman Jennifer Webster departs at 11:06 a.m.*  
*Councilman Tehassi Hill departs at 11:06 a.m.*  
*Councilwoman Jennifer Webster returns at 11:09 a.m.*  
*Councilman Brandon Stevens departs at 11:09 a.m.*  
*Councilman Brandon Stevens returns at 11:19 a.m.*  
*Councilman Tehassi Hill returns at 11:26 a.m.*  
*Secretary Lisa Summers departs at 11:53 a.m.*

**C. Community Development Planning Committee (*This item is scheduled at 11:00 a.m.*)**

Sponsor: Vice-Chairwoman Melinda J. Danforth, Chair

**1. Receive Economic Development presentation and dialogue about recommendations**

Motion by Trish King to accept the presentation regarding the economic component of the Community Development Planning Committee initiative and to defer the item to a Business Committee work meeting to set the next steps for community input meetings, seconded by Jennifer Webster. Motion carried unanimously:

- Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens, Lisa Summers, Jennifer Webster
- Not Present: Melinda J. Danforth, Lisa Summers
- For the record: Chairwoman Tina Danforth stated I really feel that the Community Development Planning Committee plan needs to have more community efforts than it does economic development efforts.

Motion by Tehassi Hill to go into Executive Session to address add-on item XV.F.03. Approve limited waiver of sovereign immunity for Service Stations Computer Systems, Inc. contract # 2015-0844 at 12:13 p.m., seconded by David Jordan. Motion carried unanimously:

- Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens, Jennifer Webster
- Not Present: Melinda J. Danforth, Lisa Summers

*Secretary Lisa Summers returns at 12:14 p.m.*

Motion by Lisa Summers to come out of Executive Session at 12:27 p.m., seconded by Trish King. Motion carried unanimously:

- Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens, Lisa Summers, Jennifer Webster
- Not Present: Melinda J. Danforth

Motion by Lisa Summers to recess at 12:30 p.m. and reconvene at 3:30 p.m., seconded by Tehassi Hill. Motion carried unanimously:

- Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens, Lisa Summers, Jennifer Webster
- Not Present: Melinda J. Danforth

*Called to order by Chairwoman Tina Danforth at 3:34 p.m.*

**D. Quality of Life (*No Requested Action*)**

**IX. General Tribal Council**

**A. Petitioner Madelyn Genskow: Special GTC meeting to address six resolutions**

- 1) Completed Scheduling General Tribal Council Meetings
- 2) Fee to Trust Process
- 3) In Progress Elder Services Means Testing
- 4) In Research Record Subcommittee Meetings
- 5) Governmental Services Chain of Command
- 6) Unclaimed Per Capita Payments

Sponsor: Lisa Summers, Tribal Secretary

Excerpt from July 8, 2015: Motion by David Jordan to defer the remaining legal and financial analyses to the second regular Business Committee meeting in August 2015, seconded by Brandon Stevens. Motion carried unanimously.

Excerpt from June 24, 2015: Motion by David Jordan to accept the legal analysis for resolution 1 of the petition, regarding GTC meetings, and note that the remaining analyses are due back at the July 8, 2015 regular Business Committee meeting, seconded by Tehassi Hill. Motion carried unanimously.

Excerpt from May 13, 2015: Motion by David Jordan to accept the legal analysis for resolution 2 of the petition, regarding Fee to Trust, seconded by Trish King. Motion carried unanimously.

Excerpt from April 22, 2015: Motion by Motion by Lisa Summers to accept the legislative analyses for Resolutions 1-6 and provide an additional 60 days for the Law and Finance offices to complete their portions of the analyses, seconded by Jennifer Webster. Motion carried unanimously.

Excerpt from February 25, 2015: **(1)** Motion by Tehassi Hill to accept the verified petitions from Petitioner Madelyn Genskow: Request Special GTC meeting to address 6 resolutions seconded by Jennifer Webster. Motion carried unanimously. **(2)** Motion by Tehassi Hill to send the verified petitions to the Law, Finance, Legislative Reference and Direct Report offices for the legal, financial, legislative, and administrative analyses to be completed, seconded by Fawn Billie. Motion carried unanimously. **(3)** Motion by Jennifer Webster to direct Law Office, Finance, and Legislative Reference Offices to submit the analyses to the Secretary's office within 60 days and that a progress report be submitted in 45 days, seconded by Lisa Summers. Motion carried unanimously. **(4)** Motion by Lisa Summers to direct our Direct Report offices to submit appropriate administrative analyses to the Secretary's office within 30 days, seconded by Fawn Billie. Motion carried unanimously.

Motion by Brandon Stevens to accept the legal analyses for resolution 3) In Progress Elder Services Means Testing, resolution 4) In Research Record Subcommittee Meetings, and resolution 6) Unclaimed Per Capita Payments, seconded by Lisa Summers. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens,  
Lisa Summers, Jennifer Webster

Not Present: Melinda J. Danforth

Motion by Lisa Summers to defer the legal analysis for resolution 5) Governmental Services Chain of Command to be completed by the September 9, 2015 Business Committee meeting and to defer the financial to the September 23, 2015 Business Committee meeting, seconded by Fawn Billie. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens,  
Lisa Summers, Jennifer Webster

Not Present: Melinda J. Danforth

## **B. Petitioner Frank Cornelius: Special GTC meeting to address four resolutions**

- 1) Audit of Oneida Seven Generations Corporation**
- 2) Oneida Seven Generations Corporation Return Money to Tribe**
- 3) Freedom of the Press**
- 4) Tax Oneida Business Committee for Failure to Dissolve Oneida Seven Generations Corporation**

Sponsor: Lisa Summers, Tribal Secretary

Excerpt from August 17, 2015: **(1)** Motion by Lisa Summers to take this item from the table, seconded by David Jordan. Motion carried unanimously. **(2)** Motion by Jennifer Webster to forward the four resolutions to the Legislative, Law, Finance offices for the appropriate analyses and for those analyses to be due at the September 9, 2015 regular Business Committee meeting, seconded by Lisa Summers. Motion carried unanimously. **(3)** Motion by Lisa Summers to request the Law Office provide a legal opinion about what occurs when a petition is submitted which does not have all the appropriate documentation that would go with the petition, seconded by Tehassi

Hill. Motion carried with one abstention.

Excerpt from August 12, 2015: Motion by Lisa Summers to adjourn at 2:06 p.m. and to direct the Tribal Secretary to coordinate Business Committee special meeting date for the remainder of this agenda, seconded by Brandon Stevens. Motion carried unanimously.

Excerpt from July 22, 2015: Motion by Brandon Stevens to table this item to next regular Business Committee meeting, seconded by David Jordan. Motion carried unanimously.

Excerpt from July 8, 2015: Motion by Tehassi Hill to accept the update as information and defer this item to the July 22, 2015, regular Business Committee meeting as agreed upon by the Business Committee members and the petitioner, seconded by David Jordan. Motion carried unanimously.

Excerpt from June 24, 2015: Motion by Fawn Billie to defer this item to the next regular Business Committee meeting and direct the Secretary to work with the petitioner to find a solution to the concerns, seconded by Tehassi Hill. Motion carried unanimously.

Excerpt from May 27, 2015: Motion by David Jordan to direct the Secretary to reach out to Petitioner Frank Cornelius to request the four resolutions mentioned in the petition be submitted in 30 days, seconded by Lisa Summers. Motion carried unanimously.

Excerpt from May 13, 2015: **(1)** Motion by Trish King to acknowledge receipt of the petition submitted by Frank Cornelius, seconded by Fawn Billie. Motion carried unanimously. **(2)** Motion by Trish King to send the verified petition to the Law, Finance, Legislative Reference and Direct Report Offices for legal, financial, legislative and administrative analyses to be completed; to direct the Law, Finance and Legislative Offices to submit the analyses to the Secretary within 60 days and a that a progress report is submitted in 45 days, seconded by David Jordan. Motion carried unanimously. **(3)** Motion by David Jordan to direct the Direct Report Offices to submit the appropriate administrative analyses to the Secretary within 30 days, seconded by Trish King. Motion carried unanimously.

Motion by David Jordan to accept the legislative analyses for resolution 1) Audit of Oneida Seven Generations Corporation, resolution 2) Oneida Seven Generations Corporation Return Money to Tribe, resolution 3) Freedom of the Press, resolution 4) Tax Oneida Business Committee for Failure to Dissolve Oneida Seven Generations Corporation, seconded by Jennifer Webster. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens,  
Lisa Summers, Jennifer Webster

Not Present: Melinda J. Danforth

## **X. Unfinished Business (No Requested Action)**

## **XI. Tabled Business (No Requested Action)**

Secretary Lisa Summers departs at 4:28 p.m.

Treasurer Trish King departs at 4:29 p.m.

Treasurer Trish King returns at 4:31 p.m.

## **XII. New Business**

### **A. Accept Oneida Health Center No Show policy as information**

Sponsor: Debra Danforth, Division Director/Comprehensive Health

Motion by Jennifer Webster to accept Oneida Health Center No Show policy as FYI, seconded by Brandon Stevens. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens,  
Jennifer Webster

Not Present: Melinda J. Danforth, Lisa Summers

Secretary Lisa Summers returns at 4:33 p.m.  
Councilwoman Jennifer Webster excused at 4:34 p.m.

**B. Approve the Oneida Golf Enterprise Remodel-Phase II CIP # 14-014 and activate \$235,000**

Sponsor: Troy Parr, Asst. Development Division Director/Development

Motion by Tehassi Hill to approve the Oneida Golf Enterprise Remodel-Phase II CIP # 14-014 and activate \$235,000, seconded by David Jordan. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens,  
Lisa Summers

Not Present: Melinda J. Danforth, Jennifer Webster

**C. Approve limited waiver of sovereign immunity for Dentemax contract # 2014-0880**

Sponsor: Debra Danforth, Division Director/Comprehensive Health

Motion by David Jordan to approve limited waiver of sovereign immunity for Dentemax contract # 2014-0880, seconded by Tehassi Hill. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens,  
Lisa Summers

Not Present: Melinda J. Danforth, Jennifer Webster

**D. Approve limited waiver of sovereign immunity for Faronic Technologies USA contract # 2015-0779**

Sponsor: Fawn Billie, Councilwoman

Motion by David Jordan to approve limited waiver of sovereign immunity for Faronic Technologies USA contract # 2015-0779, seconded by Fawn Billie. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens,  
Lisa Summers

Not Present: Melinda J. Danforth, Jennifer Webster

**E. Approve limited waiver of sovereign immunity for rSchoolToday contract # 2015-0790**

Sponsor: Fawn Billie, Councilwoman

Motion by David Jordan to approve limited waiver of sovereign immunity for rSchoolToday contract # 2015-0790, seconded by Fawn Billie. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens,  
Lisa Summers

Not Present: Melinda J. Danforth, Jennifer Webster

**F. Approve November 11, 2015 Business Committee meeting options or alternatives**

Sponsor: Lisa Summers, Tribal Secretary

Motion by David Jordan to approve Option A: to reschedule the November 11, 2015 Business Committee Executive Session meeting to November 9, 2015 and the Business Committee Regular Session to Tuesday November 10, 2015, seconded by Fawn Billie. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens,  
Lisa Summers

Not Present: Melinda J. Danforth, Jennifer Webster

Motion by David Jordan to recess at 4:45 p.m. until tomorrow August 27, 2015 at 1:30 p.m., seconded by Fawn Billie. Motion carried with one opposed and one abstention:

Ayes: Fawn Billie, David Jordan, Trish King, Lisa Summers

Opposed: Tehassi Hill

Abstained: Brandon Stevens

Not Present: Melinda J. Danforth, Jennifer Webster

*Called to order by Chairwoman Tina Danforth at 1:34 p.m. on August 27, 2015.  
Vice-Chairwoman Melinda J. Danforth and Councilman Brandon Stevens not present.*

### **XIII. Travel**

#### **A. Travel Reports**

##### **1. Councilman Brandon Stevens – Haskell Board of Regents Spring 2015 meeting – Lawrence, KS – May 6-9, 2015**

Motion by David Jordan to accept travel report for Councilman Brandon Stevens – Haskell Board of Regents Spring 2015 meeting – Lawrence, KS – May 6-9, 2015, seconded by Fawn Billie. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Lisa Summers,  
Jennifer Webster  
Not Present: Melinda J. Danforth, Brandon Stevens

##### **2. Councilman Brandon Stevens – Board of Regents/Southwestern Indian Polytechnic Institute joint meeting – July 14-17, 2015**

Motion by David Jordan to accept travel report for Councilman Brandon Stevens – Board of Regents/Southwestern Indian Polytechnic Institute joint meeting – July 14-17, 2015, seconded by Trish King. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Lisa Summers,  
Jennifer Webster  
Not Present: Melinda J. Danforth, Brandon Stevens

##### **3. Chairwoman Tina Danforth – WEWIN Conference – Quapaw, OK – August 16-21, 2015**

Motion by Lisa Summers to accept travel report for Chairwoman Tina Danforth – WEWIN Conference – Quapaw, OK – August 16-21, 2015, seconded by Tehassi Hill. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Lisa Summers,  
Jennifer Webster  
Not Present: Melinda J. Danforth, Brandon Stevens

#### **B. Travel Requests**

##### **1. Councilman Brandon Stevens – United Tribes 19<sup>th</sup> Annual Tribal Leaders Summit – Bismarck, ND – September 8-11, 2015**

Motion by David Jordan to accept travel request for Councilman Brandon Stevens – United Tribes 19<sup>th</sup> Annual Tribal Leaders Summit – Bismarck, ND – September 8-11, 2015, seconded by Fawn Billie. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Lisa Summers,  
Jennifer Webster  
Not Present: Melinda J. Danforth, Brandon Stevens

### **XIV. Reports**

**A. Operational Reports****1. Governmental Services Division FY '15 3<sup>rd</sup> quarter report**

Sponsor: Don White, Division Director/Governmental Services Division

*Excerpt from August 17, 2015: Motion by Jennifer Webster to defer the Governmental Services Division FY '15 3<sup>rd</sup> quarter report to the next regular Business Committee meeting, seconded by Brandon Stevens. Motion carried unanimously.*

*Excerpt from August 12, 2015: Motion by Lisa Summers to adjourn at 2:06 p.m. and to direct the Tribal Secretary to coordinate Business Committee special meeting date for the remainder of this agenda, seconded by Brandon Stevens. Motion carried unanimously.*

Motion by David Jordan to accept Governmental Services Division FY '15 3<sup>rd</sup> quarter report, seconded by Tehassi Hill. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Lisa Summers,  
Jennifer Webster

Not Present: Melinda J. Danforth, Brandon Stevens

**B. Corporate Reports (No Requested Action)**

Treasurer Trish King departs at 2:01 p.m.

**C. Boards Committees and Commissions****1. Oneida Nation Arts Board FY '15 3<sup>rd</sup> quarter report – Nicolas Reynolds, Chairman**

Liaison: Jennifer Webster, Councilwoman

*Excerpt from August 17, 2015: Motion by Brandon Stevens to defer the Oneida Nation Arts Board FY '15 3<sup>rd</sup> quarter report to the next regular Business Committee meeting, and direct the Oneida Nation Arts Board liaison, Councilwoman Jennifer Webster, to follow up with the Board, seconded by Tehassi Hill. Motion carried unanimously.*

*Excerpt from July 22, 2015: Motion by Jennifer Webster to defer the rest of the agenda items to the next regularly scheduled Business Committee meeting, seconded by Brandon Stevens. Motion carried unanimously.*

*Excerpt from July 8, 2015: Motion by Fawn Billie to defer the Oneida Nation Arts Board FY '15 3<sup>rd</sup> quarter report to the next regular Business Committee meeting and direct the Oneida Nation Arts Board liaison, Councilwoman Jennifer Webster, to follow up with the Board, seconded by Tehassi Hill. Motion carried unanimously.*

Motion by David Jordan to accept Oneida Nation Arts Board FY '15 3<sup>rd</sup> quarter report, seconded by Lisa Summers. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Lisa Summers, Jennifer Webster

Not Present: Melinda J. Danforth, Brandon Stevens, Trish King

Treasurer Trish King returns at 2:08 p.m.

**2. School Board FY '15 3<sup>rd</sup> quarter report – Debbie Danforth, Chairwoman**

Liaison: Fawn Billie, Councilwoman

Motion by Jennifer Webster to accept School Board FY '15 3<sup>rd</sup> quarter report, seconded by Lisa Summers. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Lisa Summers,  
Jennifer Webster

Not Present: Melinda J. Danforth, Brandon Stevens

**3. Land Claims Commission FY '15 3<sup>rd</sup> quarter report – Amelia Cornelius, Chairwoman**

Liaison: Brandon Stevens, Councilman



Motion by David Jordan to accept Land Claims Commission FY '15 3rd quarter report, seconded by Trish King. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Lisa Summers,  
Jennifer Webster  
Not Present: Melinda J. Danforth, Brandon Stevens

Motion by David Jordan to go into Executive Session at 2:20 p.m., seconded by Tehassi Hill. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Lisa Summers,  
Jennifer Webster  
Not Present: Melinda J. Danforth, Brandon Stevens

*Councilman Brandon Stevens arrives at 2:35 p.m.*

Motion by David Jordan to come out of Executive Session at 4:44 p.m., seconded by Fawn Billie. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens,  
Lisa Summers, Jennifer Webster  
Not Present: Melinda J. Danforth

## **XV. Executive Session**

### **A. Reports**

#### **1. Chief Counsel report – Jo Anne House, Chief Counsel**

Motion by Tehassi Hill to accept Chief Counsel report, seconded by Trish King. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens,  
Lisa Summers, Jennifer Webster  
Not Present: Melinda J. Danforth

Motion by Lisa Summers to reject the presented settlement offer and to add the information to the litigation update at the September 12, 2015 General Tribal Council meeting, seconded by Tehassi Hill. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens,  
Lisa Summers, Jennifer Webster  
Not Present: Melinda J. Danforth

#### **2. Intergovernmental Affairs and Communications report – Nathan King, Director/ Intergovernmental Affairs & Communications**

Motion by Lisa Summers to accept Intergovernmental Affairs and Communications report and that the tax question identified be a standing item until noted otherwise, seconded by David Jordan. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens,  
Lisa Summers, Jennifer Webster  
Not Present: Melinda J. Danforth

#### **3. Chief Financial Officer report – Larry Barton, Chief Financial Officer**

Motion by David Jordan to accept Chief Financial Officer report, seconded by Jennifer Webster. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens,  
Lisa Summers, Jennifer Webster

Not Present: Melinda J. Danforth

**B. Standing Items**

**1. Land Claims Strategy**

Sponsor: Nathan King, Intergovernmental Affairs & Communications Director

Motion by Lisa Summers to approve the Land Claims Strategy update and have Intergovernmental Affairs & Communications office work with Chairwoman Tina Danforth's office to finalize the proposed correspondence, seconded by Trish King. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens,  
Lisa Summers, Jennifer Webster

Not Present: Melinda J. Danforth

**2. Goldwater suit – Indian Child Welfare case (*No Requested Action*)**

Sponsor: Nathan King, Intergovernmental Affairs & Communications Director

**C. Audit Committee**

Sponsor: Councilman Tehassi Hill, Chair

**1. Accept Audit Committee meeting minutes of June 11, 2015**

Motion by David Jordan to accept Audit Committee meeting minutes of June 11, 2015, seconded by Fawn Billie. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens,  
Lisa Summers, Jennifer Webster

Not Present: Melinda J. Danforth

**2. Accept Audit Committee meeting minutes of August 13, 2015**

Motion by Jennifer Webster to approve Audit Committee meeting minutes of August 13, 2015, seconded by David Jordan. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens,  
Lisa Summers, Jennifer Webster

Not Present: Melinda J. Danforth

**3. Accept Table Games Compliance audit and lift confidentiality requirement**

Motion by Tehassi Hill to accept Table Games Compliance audit and lift confidentiality requirement, seconded by Fawn Billie. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens,  
Lisa Summers, Jennifer Webster

Not Present: Melinda J. Danforth

**4. Accept Surveillance (All Tiers) Compliance audit and lift confidentiality requirement**

Motion by Tehassi Hill to accept Surveillance (All Tiers) Compliance audit and lift confidentiality requirement, seconded by David Jordan. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens,  
Lisa Summers, Jennifer Webster

Not Present: Melinda J. Danforth

**5. Accept Let it Ride Rules of Play audit and lift confidentiality requirement**

Motion by Brandon Stevens to accept Let it Ride Rules of Play audit and lift confidentiality requirement, seconded by Fawn Billie. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens,  
Lisa Summers, Jennifer Webster  
Not Present: Melinda J. Danforth

**6. Accept Golf Enterprises Final Summary report and lift confidentiality requirement**

Motion by Jennifer Webster to accept Golf Enterprises Final Summary report and lift confidentiality requirement, seconded by Tehassi Hill. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens,  
Lisa Summers, Jennifer Webster  
Not Present: Melinda J. Danforth

**7. Accept Land Management/Land Commission Real Estate Acquisition Function Final Summary Report, lift confidentiality requirement, and lift land acquisition moratorium**

Motion by Tehassi Hill to accept Land Management/Land Commission Real Estate Acquisition Function Final Summary Report, lift confidentiality requirement, and lift land acquisition moratorium, seconded by Trish King. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens,  
Lisa Summers, Jennifer Webster  
Not Present: Melinda J. Danforth

**D. Unfinished Business (No Requested Action)**

**E. Tabled Business (No Requested Action)**

**F. New Business**

**1. Review complaint dated August 3, 2015**

Sponsor: Lisa Summers, Tribal Secretary

Motion by Lisa Summers to defer complaint dated August 3, 2015 to the September 9, 2015 Business Committee meeting, seconded by David Jordan. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Lisa Summers,  
Jennifer Webster  
Abstained: Brandon Stevens  
Not Present: Melinda J. Danforth

**2. Review concern dated August 18, 2015**

Sponsor: Lisa Summers, Tribal Secretary

Motion by Lisa Summers to defer concern dated August 18, 2015 to the September 9, 2015 Business Committee meeting, seconded by David Jordan. Motion carried unanimously:

Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens,  
Lisa Summers, Jennifer Webster  
Not Present: Melinda J. Danforth

**3. Approve limited waiver of sovereign immunity for Service Stations Computer Systems, Inc. contract # 2015-0844**

Sponsor: Michele Doxtator, Area Manager/Retail Profits

Motion by Trish King to approve limited waiver of sovereign immunity for Service Stations Computer Systems, Inc. contract # 2015-0844 with the procedural exception for the finance committee to approve contract next, seconded by Jennifer Webster. Motion carried with one opposed:

- Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens, Jennifer Webster
- Opposed: Lisa Summers
- Not Present: Melinda J. Danforth

**XVI. Adjourn**

Motion by David Jordan to adjourn meeting at 4:51 p.m., seconded by Trish King. Motion carried unanimously:

- Ayes: Fawn Billie, Tehassi Hill, David Jordan, Trish King, Brandon Stevens, Lisa Summers, Jennifer Webster
- Not Present: Melinda J. Danforth

Minutes prepared by Heather Heuer, Information Management Specialist  
Minutes approved as presented/corrected on \_\_\_\_\_.

\_\_\_\_\_  
Lisa Summers, Secretary  
ONEIDA BUSINESS COMMITTEE

# Oneida Business Committee Agenda Request

## VI.A. Adopt resolution titled Oneida Nation Gaming Ordinance Amendments

1. Meeting Date Requested: 9 / 9 / 15

### 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Agenda Header:

Accept as Information only

Action - please describe:

Approve Resolution: ONGO Amendments

### 3. Supporting Materials

Report  Resolution  Contract

Other:

1.

3.

2.

4.

Business Committee signature required

### 4. Budget Information

Budgeted - Tribal Contribution

Budgeted - Grant Funded

Unbudgeted

### 5. Submission

Authorized Sponsor / Liaison:

Primary Requestor:

Krystal John, Staff Attorney/Legislative Reference Office

Your Name, Title / Dept. or Tribal Member

Additional Requestor:

\_\_\_\_\_  
Name, Title / Dept.

Additional Requestor:

\_\_\_\_\_  
Name, Title / Dept.


# Oneida Tribe of Indians of Wisconsin

**Legislative Reference Office**  
 P.O. Box 365  
 Oneida, WI 54155  
 (920) 869-4376  
 (800) 236-2214  
<http://oneida-nsn.gov/LOC>



**Committee Members**  
 Brandon Stevens, Chairperson  
 Tehassi Hill, Vice Chairperson  
 Fawn Billie, Councilmember  
 David P. Jordan, Councilmember  
 Jennifer Webster, Councilmember

## Memorandum

**TO:** Oneida Business Committee  
**FROM:** Brandon Stevens, LOC Chairperson   
**DATE:** September 9, 2015  
**RE:** ONGO Amendments

Please find the following attached backup documentation for your consideration of the Oneida Nation Gaming Ordinance (ONGO) Amendments:

1. Resolution: ONGO Amendments
2. Statement of Effect: ONGO Amendments
3. Fiscal Impact Statement: ONGO Amendments
4. ONGO Amendments (redline)
5. ONGO Amendments (clean)

### *Overview*

The attached Resolution will adopt permanent amendments to ONGO that are necessary to keep it in compliance with the NIGC's requirements. Amendments to the Law were adopted on an emergency basis through Resolution BC 10-08-14-C and were extended for a period of six (6) months through Resolution BC-04-22-15-B. The said emergency amendments expire November 1, 2015 and there are no further extensions available pursuant to the Legislative Procedures Act. The Legislative Procedures Act requires that a law be permanently adopted in the emergency law's place before the emergency law expires in order for the contents of said emergency law to remain in effect.

The permanent amendments to ONGO:

- require the identity of each person interviewed in the course of a background investigation is kept confidential;
- require certain documents from the Oneida Gaming Commission to be retained for at least three years from the date of an employee's employment being terminated;
- require that if the Oneida Gaming Commission suspends, conditions or revokes a license based on information from NIGC, the Commission must forward that decision to NIGC within forty-five (45) days of NIGC's notification that an employee is not eligible for a License;
- identify the Oneida Gaming Commission as the agency that will take fingerprints;
- include the process for determining an applicant's eligibility for a license and notice to NIGC;
- clarify when an applicant may be issued a License;
- include a section that allows for NIGC review of a License and actions that will or may be taken based on that review;
- require the Oneida Gaming Commission to forward a hearing decision regarding a License to NIGC if the License was suspended, conditioned or revoked based on a notification from NIGC;

- require an approved revenue allocation plan before per capita payments are made using gaming revenues; and
- clarify how the Rules of Play and Oneida Gaming Minimum Internal Controls are adopted and when they become effective.

A public meeting was held on July 30, 2015 in accordance with the Legislative Procedures Act and the comments were received and were accepted by the Legislative Operating Committee on August 19, 2015, at which time the consideration of such comments was deferred to a work meeting. The Legislative Operating Committee considered the comments in a work meeting held on August 24, 2015. Based on the comments, minor revisions were made to ONGO. The Legislative Operating Committee determined that the content of the revisions was not significant enough to require an additional public meeting period.

**Requested Action**

Approve the Resolution: Oneida Nation Gaming Ordinance Amendments

# 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 \_\_\_\_\_ Oneida Nation Gaming Ordinance Amendments

- 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,** Resolution GTC-07-05-04-A adopted the Oneida Nation Gaming Ordinance (ONGO) and it was subsequently amended by the following Resolutions: BC-10-06-04-D, BC-03-23-05-C, BC-09-23-09-D, and BC-06-25-14-B; and
- WHEREAS,** the Legislative Procedures Act (LPA) authorizes the Oneida Business Committee to enact legislation on an emergency basis, to be in effect for a period of six (6) months, renewable for an additional six (6) months; and
- WHEREAS,** the Oneida Business Committee adopted the latest emergency amendments to ONGO that brought it into compliance with the National Indian Gaming Commission's (NIGC) regulations through Resolution BC-10-08-14-C and extended the said emergency amendments for a six (6) month period through Resolution BC-04-22-15-B; and
- WHEREAS,** the said emergency amendments to ONGO expire November 1, 2015 and no further extensions are available pursuant to the LPA; and
- WHEREAS,** the LPA requires that a law be permanently adopted in the emergency law's place before the emergency law expires in order for the contents of said emergency law to remain in effect; and
- WHEREAS,** the permanent amendments to ONGO are required to keep it in compliance with the NIGC's regulations; and
- WHEREAS,** the permanent ONGO amendments (1) add requirements to keep the identity of each person interviewed in the course of a background investigation confidential; (2) require certain documents from the Oneida Gaming Commission to be retained for at least three years from the date of an employee's employment being terminated; (3) require that if the Oneida Gaming Commission suspends, conditions or revokes a license based on information from NIGC, the Commission must forward that decision to NIGC within forty-five (45) days of NIGC's notification that an employee is not eligible for a License; (4) identify the Oneida Gaming Commission as the agency that will take fingerprints; (5) include the process for determining an applicant's eligibility for a license and notice to NIGC; (6) clarify when an applicant may be issued a License; (7) include a section that allows for NIGC review of a License and actions that will or may be taken based on that



review; (8) require the Oneida Gaming Commission to forward a hearing decision regarding a License to NIGC if the License was suspended, conditioned or revoked based on a notification from NIGC; (9) require an approved revenue allocation plan before per capita payments are made using gaming revenues; and (10) clarify how the Rules of Play and Oneida Gaming Minimum Internal Controls are adopted and when they become effective; and

**WHEREAS,** a public meeting on the amendments was held on July 30, 2015 in accordance with the requirements of the LPA; and

**NOW THEREFORE BE IT RESOLVED,** that the attached amendments to ONGO are hereby adopted on a permanent basis pursuant to the LPA's requirements in order to allow the Tribe to partake in gaming activities in compliance with the NIGC's regulations and that any current rules, standards or regulations currently promulgated pursuant to ONGO remain in effect until revisions are sought, at which time to new procedures contained in these ONGO amendments must be followed.

**BE IT FINALLY RESOLVED,** that the attached amendments are effective immediately.

**Oneida Tribe of Indians of Wisconsin  
Legislative Reference Office**

Krystal L. John, Staff Attorney  
Douglass A. McIntyre, Staff Attorney  
Taniquele J. Thurner, Legislative Analyst  
Candice E. Skenandore, Legislative Analyst



P.O. Box 365  
Oneida, WI 54155  
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<https://oneida-nsn.gov/Laws>

**Statement of Effect**

*Resolution: Oneida Nation Gaming Ordinance Emergency Amendments*

**Summary**

This Resolution adopts permanent amendments to the Oneida Nation Gaming Ordinance (ONGO). The permanent amendments to ONGO:

- require the identity of each person interviewed in the course of a background investigation is kept confidential;
- require certain documents from the Oneida Gaming Commission to be retained for at least three years from the date of an employee's employment being terminated;
- require that if the Oneida Gaming Commission suspends, conditions or revokes a license based on information from the National Indian Gaming Commission (NIGC), the Commission must forward that decision to NIGC within forty-five (45) days of NIGC's notification that an employee is not eligible for a License;
- identify the Oneida Gaming Commission as the agency that will take fingerprints;
- include the process for determining an applicant's eligibility for a license and notice to NIGC;
- clarify when an applicant may be issued a License;
- include a section that allows for NIGC review of a License and actions that will or may be taken based on that review;
- require the Oneida Gaming Commission to forward a hearing decision regarding a License to NIGC if the License was suspended, conditioned or revoked based on a notification from NIGC;
- require an approved revenue allocation plan before per capita payments are made using gaming revenues; and
- clarify how the Rules of Play and Oneida Gaming Minimum Internal Controls are adopted and when they become effective.

Submitted by: Krystal L. John, Staff Attorney, Legislative Reference Office

***Analysis from Legislative Reference Office***

This Resolution adopts amendments to ONGO to attain compliance with the NIGC's regulations, requires an approved revenue allocation plan before per capita payments are made using gaming revenues and clarifies how the Rules of Play and Oneida Gaming Minimum Internal Controls are adopted and when they become effective. The amendments become effective immediately.

On June 25, 2014, pursuant to GTC resolution 07-01-13-A, amendments were made to ONGO which replaced references to the "Appeals Commission" with the "Judiciary." The amendments

were sent to the NIGC for approval. On September 9, 2014, NIGC sent notice to the Commission identifying discrepancies between ONGO and NIGC regulations. NIGC provided a deadline of October 21, 2014, to submit the necessary amendments or to withdraw the request to amend ONGO.

Section 16.9-5 of the Legislative Procedures Act (LPA) allows the Oneida Business Committee (OBC) to take emergency action to amend a law where it is “necessary for the immediate preservation of the public health, safety, or general welfare of the reservation population” and when enactment or amendment of legislation is required sooner than would be possible under the LPA. Through Resolution BC-10-08-14-C, the OBC enacted emergency amendments to ONGO to obtain compliance with NIGC regulations, which were extended by Resolution BC-04-22-14-B. These emergency amendments expire November 1, 2015.

The emergency amendments brought ONGO into compliance with NIGC’s regulations by implementing the following revisions suggested by NIGC:

1. Requiring that the identity of any person interviewed in order to conduct a background investigation shall be confidential [*see ONGO § 21.10-2*];
2. Requiring that all applications, background investigations, investigative reports, suitability determinations, findings and decisions of the Commission shall be retained in the Commission’s files for a period of at least three (3) years from the date the applicant’s employment is terminated [*see ONGO § 21.12-5(e)*]; and
3. Requiring that if the license was suspended, conditioned or revoked based on information from the NIGC under 21.12-8(a)(1), the Commission shall forward a copy of its decision to NIGC within forty-five (45) days of NIGC’s notification that an employee shall not be eligible for a license [*see ONGO § 21.12-8(e)*].

Since the emergency amendments were adopted, NIGC submitted six (6) additional recommendations for revisions to ONGO which would allow it to comply with NIGC regulations. The additional six (6) recommendations:

1. Identify the agency (the Oneida Gaming Commission) that will take fingerprints [*see ONGO § 21.12-2(m)*];
2. Require the Oneida Gaming Commission to create and maintain an investigative report on each background investigation [*see ONGO § 21.12-5(c)*];
3. Require the Oneida Gaming Commission to submit a notice of results of the applicant’s background investigation to the NIGC no later than sixty (60) days after the applicant begins work [*see ONGO § 21.12-5(d)*];
4. Require the Oneida Gaming Commission to notify the NIGC of the issuance of a license to a primary management official of key employee within thirty (30) days [*see ONGO § 21.12-6*];
5. If the Oneida Gaming Commission decides not to issue a license to an applicant, require the Oneida Gaming Commission to forward copies of its eligibility determination and notice of results to the NIGC for inclusion in the Indian Gaming Individual Record System [*see ONGO § 21.12-5(d)*]; and
6. Upon receipt of notification from NIGC that a primary management official or a key employee is not eligible for employee, require the Oneida Gaming Commission to immediately suspend the license, provide the licensee with written notification of the

suspension and proposed revocation, and provide the licensee with notice of a time and place for a hearing on the proposed revocation of the license [see *ONGO §21.12-8(d)*].

The permanent amendments to *ONGO* include all nine (9) revisions suggested by the NIGC to attain compliance with their regulations. In addition, the amendments also (1) require that an approved revenue allocation plan is in place before per capita payments are made using gaming revenues [see *ONGO §21.12-8(d)*] and (2) clarify how the Rules of Play and Oneida Gaming Minimum Internal Controls are adopted and when they become effective [see *ONGO §21.6-14(d)*].

***Conclusion***

The adoption of this Resolution does not conflict with any current law or policy of the Tribe.

# ONEIDA TRIBE OF INDIANS Page 36 of 488 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.

ONEIDA FINANCE OFFICE  
Office: (920) 869-4325 • Toll Free: 1-800-236-2214  
FAX # (920) 869-4024

## MEMORANDUM

DATE: August 27, 2015

FROM: Rae Skenandore, Project Manager

TO: Larry Barton, Chief Financial Officer  
Ralinda Ninham-Lamberies, Assistant Chief Financial Officer

RE: **Fiscal Impact of the Oneida Nation Gaming Ordinance (ONGO) Amendments**

### **I. Background**

The Oneida Tribal Judicial System was created by GTC Resolution # 01-07-13-B. Transitioning from the Appeals Commission to the Judiciary required changes to the terminology in ONGO. Amendments to ONGO were submitted to the National Indian Gaming Commission (NIGC) for approval and discrepancies between ONGO, Federal Law and NIGC regulations were brought to Oneida's attention. Emergency amendments were adopted on October 8, 2014 and extended on April 22, 2015. The amendments will expire on November 1st, 2015.

The amendments to ONGO are;

1. To comply with Federal law and NIGC regulations.
2. Requested by the Gaming Commission to clarify existing processes.

### **II. Executive Summary of Findings**

The amendments appear to simply reinforce and clarify existing practices, correct terminology and identify appropriate authorities for reviews and approvals. According to the Gaming Commission Chairman, there are no financial effects associated with implementing the amendments. There are no startup costs, additional personnel needed, office space added or expenses needed for documentation. The legislation can be implemented immediately upon approval utilizing existing in-house resources.

### **III. Financial Impact**

No fiscal impact

### **IV. Recommendation**

The Finance Department does not make a recommendation in regards to course of action in this matter. Rather, it is the purpose of this report to disclose potential financial impact of an action, so that General Tribal Council has sufficient information to render a decision.

**Chapter 21**  
**Oneida Nation Gaming Ordinance**  
**Thatiwi-’Stunya·tha Olihwa’ke**  
Matters of interest to where they make the money

21.1. Purpose and Policy	21.11. Licenses, Generally
21.2. Adoption, Amendment, Repeal	21.12. Gaming Employee License
21.3. Jurisdiction	21.13. Gaming Services Licensing and Non-Gaming Services Permitting
21.4. Definitions	21.14. Gaming Facility License
21.5. Oneida Business Committee: Powers and Duties	21.15. Gaming Operator License
21.6. Oneida Gaming Commission	21.16. Games
21.7. Gaming Surveillance: Powers, Duties and Limitations	21.17. Allocation of Gaming Funds
21.8. [Reserved for future use.]	21.18. Audits
21.9. Gaming Security Department	21.19. Enforcement and Penalties
21.10. Background Investigations	

---

**21.1. Purpose and Policy**

21.1-1. *Purpose.* The purpose of this Ordinance is to set forth the laws of the Oneida Tribe of Indians of Wisconsin regarding all Gaming Activities conducted within the jurisdiction set forth in this Ordinance. It is intended to govern the Gaming Activities of all persons, Gaming Employees, consultants, business entities, vendors, boards, committees, commissions and hearing bodies. This Ordinance does not authorize the operation of Gaming by a private person or private entity for gain. This Ordinance shall govern all Gaming Activities occurring on lands under the jurisdiction set forth in this Ordinance and all individuals or entities engaged in Gaming Activities, including those providing goods or services to any person or entity engaged in Gaming Activities.

21.1-2. *Policy.* It is the policy of this Ordinance to ensure that the Oneida Tribe is the primary beneficiary of its Gaming Operations and has the sole proprietary interest, and that Gaming Activities within the jurisdiction set forth in this Ordinance are conducted fairly and honestly, and that all internal departments, enterprises, officials and employees of the Oneida Tribe work cooperatively to advance the best interests of the Oneida Tribe to protect the Tribe’s gaming resources, protect the integrity of all Gaming Activities operated under the jurisdiction set forth in this Ordinance and to ensure fairness of all games offered to the Tribe’s gaming patrons.

**21.2. Adoption, Amendment, Repeal**

21.2-1. *Adoption.* This Ordinance was adopted by the Oneida General Tribal Council by resolution GTC-07-05-04-A and amended by resolutions BC-10-06-04-D, BC-3-23-05-C, BC-9-23-09-D, BC-06-25-14-B and \_\_\_\_\_.

21.2-2. *Amendment.* This Ordinance may be amended or repealed by the Oneida Business Committee or the Oneida General Tribal Council pursuant to the procedures set out in the Legislative Procedures Act.

21.2-3 *Severability.* Should a provision of this Ordinance or the application thereof to any person or circumstances be held as invalid, such invalidity shall not affect other provisions of this Ordinance which are considered to have legal force without the invalid portions.

21.2-4. In the event of a conflict between a provision of this Ordinance and a provision of another law, the provisions of this Ordinance shall control. Provided that, this Ordinance repeals the following:

- (a) BC-04-21-89-D (Adoption of the Oneida Gaming Control Ordinance);
- (b) GTC-03-04-91-A (Establishing 7 elected Gaming Commissioners and Bingo standards);

- 36 (c) GTC-07-06-92-A (Amendments to Gaming SOP Manual);  
37 (d) GTC-07-06-92-B (Adoption of the Comprehensive Gaming Ordinance);  
38 (e) BC-03-16-94-A; (Comprehensive Gaming Ordinance Interpretation); and  
39 (f) BC-04-5-95-D (Amendments to the Comprehensive Gaming Ordinance).

40 21.2-5. This Ordinance is adopted under authority of the Constitution of the Oneida Tribe of  
41 Indians of Wisconsin.

42 21.2-6. *Name.* This Ordinance is to be known as the Oneida Nation Gaming Ordinance or  
43 ONGO.

44 21.2-7. *Preemptive Authority.* The Gaming Commission shall be the original hearing body  
45 authorized to hear licensing decisions as set forth in this Ordinance.  
46

### 47 **21.3. Jurisdiction**

48 21.3-1. *Territorial Jurisdiction.* This Ordinance extends to all land within the exterior  
49 boundaries of the Reservation of the Tribe, as established pursuant to the 1838 Treaty with the  
50 Oneida, 7 Stat. 566, and any lands added thereto pursuant to federal law.

51 21.3-2. *Subject Matter Jurisdiction.* This Ordinance applies to all Gaming conducted within the  
52 territorial jurisdiction of the Oneida Tribe as set forth in section 21.3-1.

53 21.3-3. *Personal Jurisdiction.* This Ordinance governs:

- 54 (a) the Tribe;  
55 (b) tribal members; and  
56 (c) individuals and businesses leasing, occupying, or otherwise using Tribal Fee Land on  
57 the Reservation and all Tribal Trust Land.  
58

### 59 **21.4. Definitions**

60 21.4-1. This section shall govern the definitions of words and phrases used within this  
61 Ordinance. Words and phrases capitalized throughout this document refer to the defined words  
62 and phrases in this section. All words or phrases not defined herein shall be used in their  
63 ordinary and everyday sense.

64 21.4-2. *Applicant* means any person or entity who has applied for a License from the Oneida  
65 Gaming Commission or the Oneida Business Committee.

66 21.4-3. *Background Investigation* means a standard and thorough investigation conducted by the  
67 Oneida Tribe in compliance with this Ordinance, Commission regulations, Oneida Gaming  
68 Minimum Internal Controls, the IGRA and the Compact. Such investigations may be in  
69 cooperation with federal, state, or Tribal law enforcement agencies.

70 21.4-4. *Class I Gaming* means social games solely for prizes of minimal value or traditional  
71 forms of Indian gaming engaged in by individuals as a part of, or in connection with, Tribal  
72 ceremonies or celebrations.

73 21.4-5. *Class II Gaming* means:

74 (a) The game of chance commonly known as bingo (whether or not electronic, computer  
75 or other technologic aids are used in connection therewith) in which:

76 (1) The game is played for prizes, including monetary prizes, with cards bearing  
77 numbers or other designations.

78 (2) The holder of the card covers such numbers or designations when objects,  
79 similarly numbered or designated, are drawn or electronically determined.

80 (3) The game is won by the first person covering a previously designated  
81 arrangement of numbers or designation on such cards, including (if played in the

82 same location) pull-tabs, lotto, punch boards, tip jars, instant bingo and other  
83 games similar to bingo.

84 (b) Card games that:

85 (1) Are explicitly authorized by the laws of the State; or

86 (2) Are not explicitly prohibited by the laws of the State and are played at any  
87 location in the State, but only if such card games are played in conformity with  
88 laws and regulations (if any) of the State regarding hours or periods of operation  
89 of such card games or limitations on wagers or pot sizes in such card games.  
90 Class II Gaming does not include any banking card games, including baccarat,  
91 chemin de fer, or blackjack (twenty-one), or electronic or electro-mechanical  
92 facsimiles of any game of chance or slot machines of any kind.

93 21.4-6. *Class III Gaming* means all forms of Gaming that are not Class I or Class II.

94 21.4-7. *Commission* means the Oneida Gaming Commission as established by this Ordinance.

95 21.4-8. *Commissioner* means a duly elected member of the Oneida Gaming Commission.

96 21.4-9. *Compact* means the 1991 Tribe-State Gaming Compact between the Tribe and the State  
97 of Wisconsin as amended and any future amendments or successor compact entered into by the  
98 Tribe and State and approved by the Secretary of the United States Department of Interior.

99 21.4-10. *Compliance Certificate* means a certificate issued by an agency with the authority and  
100 responsibility to enforce applicable environmental, health or safety standards, which states that a  
101 Gaming Facility complies with these standards.

102 21.4-11. *Environmental Assessment* means a document prepared and issued in compliance with  
103 the National Environmental Policy Act of 1969, 42 U.S.C. sec. 4321 et seq., and all related  
104 Federal regulations.

105 21.4-12. *Fraud* means any act of trickery or deceit used to or intended to gain control or  
106 possession of the property of another.

107 21.4-13. *Games, Gaming, or Gaming Activity* means all forms of any activity, operation, or  
108 game of chance that is considered Class II or Class III Gaming, provided that this definition does  
109 not include Class I Gaming.

110 21.4-14. *Gaming Employee* means any person employed by a Gaming Operation.

111 21.4-15. *Gaming Facility* or *Gaming Facilities* means any location or structure, stationary or  
112 movable, wherein Gaming is permitted, performed, conducted, or operated. Gaming Facility  
113 does not include the site of a fair, carnival, exposition, or similar occasion.

114 21.4-16. *Gaming Operation* means the conduct of Gaming Activities and related business  
115 activities in Gaming Facilities and areas where Gaming Employees are employed or assigned.

116 21.4-17. *Gaming Operator* means the Tribe, an enterprise owned by the Tribe, or such other  
117 entity of the Tribe as the Tribe may from time to time designate as the wholly-owned entity  
118 having full authority and responsibility for the operation and management of Gaming  
119 Operations.

120 21.4-18. *Gaming Services* means the provision of any goods and services, except legal services  
121 and accounting services, to a Gaming Operation, including, but not limited to, equipment,  
122 transportation, food, linens, janitorial supplies, maintenance, or security services.

123 21.4-19. *Indian Gaming Regulatory Act* or *IGRA* means Public Law 100-497, 102 Stat. 2426, 25  
124 U.S.C. sec. 2701, et seq., as amended.

125 21.4-20. *Judiciary* means the judicial system that was established by Oneida General Tribal  
126 Council resolution GTC #1-07-13-B to administer the judicial authorities and responsibilities of  
127 the Tribe.



- 128 21.4-21. *License* means a certificate or other document that represents the grant of a revocable  
129 authorization to conduct the licensed activity. A License must be supported by a physical  
130 document, badge, certification or other physical manifestation of the issuance of the revocable  
131 authorization to conduct the licensed activity.
- 132 21.4-22. *Licensee* means a person or entity issued a valid License.
- 133 21.4-23. *NIGC* means the National Indian Gaming Commission.
- 134 21.4-24. *Oneida Business Committee* means the elected governing body of the Tribe exercising  
135 authority delegated from the Oneida General Tribal Council of the Oneida Tribe of Indians of  
136 Wisconsin under Article IV of the Constitution and By-laws for the Oneida Tribe of Indians of  
137 Wisconsin, approved December 21, 1936, as thereafter amended.
- 138 21.4-25. *Oneida General Tribal Council* means the governing body of the Oneida Tribe of  
139 Indians of Wisconsin as determined by the Tribe's Constitution.
- 140 21.4-26. *Ordinance or ONGO* means the Oneida Nation Gaming Ordinance as it may from time  
141 to time be amended.
- 142 21.4-27. *Regulatory Incident* means the occurrence of any event giving rise to a potential or  
143 alleged non-compliance with a gaming regulation, ordinance, law or policy involving any person  
144 or Licensee on the premises of a Gaming Facility.
- 145 21.4-28. *Remediation* means efforts taken to reduce the source and migration of environmental  
146 contaminants at a site.
- 147 21.4-29. *Reservation* means all lands within the exterior boundaries of the Reservation of the  
148 Oneida Tribe of Indians of Wisconsin, as created pursuant to the 1838 Treaty with the Oneida, 7  
149 Stat. 566, and any lands added thereto pursuant to federal law.
- 150 21.4-30. *Senior Gaming Management* means the gaming general manager, assistant gaming  
151 general managers, gaming directors and assistant gaming directors.
- 152 21.4-31. *State* means the State of Wisconsin, its authorized officials, agents and representatives.
- 153 21.4-32. *Tribe* means the Oneida Tribe of Indians of Wisconsin.
- 154 21.4-33. *Tribal Fee Land* means all land to which the Tribe holds title in fee simple.
- 155 21.4-34. *Tribal Trust Land* means all land to which the United States holds title for the benefit  
156 of the Tribe pursuant to federal law.

157

### 158 **21.5. Oneida Business Committee: Powers and Duties**

159 21.5-1. The Oneida Business Committee retains the power and duty to enter into agreements or  
160 compacts with the State under the Indian Gaming Regulatory Act.

161 21.5-2. The Oneida Business Committee retains the power and duty to enter into agreements  
162 with local governments and other Tribal governments for services or cooperative ventures for the  
163 Gaming Operations.

164 21.5-3. The Oneida Business Committee has the exclusive power and duty to enter into  
165 contracts and agreements affecting the assets of the Tribe, except for those assets that were  
166 placed under the responsibility of the Oneida Land Commission under Chapter 67, Real Property  
167 Law.

168 21.5-4. The Oneida Business Committee delegates to the Commission, as set out in section 21.6-  
169 14, certain authorities and responsibilities for the regulation of Gaming Activities, Gaming  
170 Operations, Gaming Operators, Gaming Employees, Gaming Facilities, Gaming Services, and  
171 enforcement of laws and regulations, as identified in this Ordinance.

172 21.5-5. The Oneida Business Committee retains the duty and responsibility to safeguard all  
173 funds generated by the Gaming Operations and all other authorities and responsibilities not

174 delegated by a specific provision of this Ordinance.

175 21.5-6. The Chairperson of the Tribe must be the designated and registered agent to receive  
176 notice of violations, orders, or determinations which are issued pursuant to the Indian Gaming  
177 Regulatory Act and the Compact.

178

## 179 **21.6. Oneida Gaming Commission**

180 21.6-1. *Establishment and Purpose.* The Oneida Business Committee has established the  
181 Oneida Gaming Commission for the purpose of regulating all Gaming Activities. The  
182 Commission is an elected body comprised of four (4) members, provided that, the Oneida  
183 Business Committee may, upon request of the Commission, increase the number of  
184 Commissioners by resolution without requiring amendment of this Ordinance.

185 21.6-2. *Location and Place of Business.* The Commission shall maintain its offices and  
186 principal place of business within the Reservation.

187 21.6-3. *Duration and Attributes.* The Commission will have perpetual existence and succession  
188 in its own name, unless dissolved by Tribal law. Operations of the Commission must be  
189 conducted on behalf of the Tribe for the sole benefit of the Tribe and its members. The Tribe  
190 reserves unto itself the right to bring suit against any person or entity in its own right, on behalf  
191 of the Tribe, or on behalf of the Commission, whenever the Tribe considers it necessary to  
192 protect the sovereignty, rights, and interests of the Tribe or the Commission.

193 21.6-4. *Sovereign Immunity of the Tribe.*

194 (a) All inherent sovereign rights of the Tribe with regard to the existence and activities of  
195 the Commission are hereby expressly reserved.

196 (b) The Tribe confers upon the Commission sovereign immunity from suit as set forth in  
197 the Tribe's Sovereign Immunity Ordinance.

198 (c) Nothing in this Ordinance nor any action of the Commission may be construed to be  
199 a waiver of its sovereign immunity or that of the Tribe, or consent by the Commission or  
200 the Tribe to the jurisdiction of the Judiciary, the United States, any state, or any other  
201 tribe, or consent by the Tribe to any suit, cause of action, case or controversy, or the levy  
202 of any judgment, lien, or attachment upon any property of the Commission or the Tribe.

203 21.6-5. *Requirements of Commission Membership.*

204 (a) *Qualifications.* Candidates for election or appointment to the Commission must be at  
205 least twenty-one (21) years of age on the day of the election or on the day of  
206 appointment. In addition, candidates for election to the Commission shall meet the  
207 following qualifications within five (5) business days after a caucus for elected positions  
208 on the Commission. Candidates for appointment to the Commission shall meet the  
209 following qualifications on the day of appointment to a vacancy on the Commission  
210 under section 21.6-13:

211 (1) Be an enrolled member of the Tribe;

212 (2) Have a minimum of three (3) years of education experience, employment  
213 experience and/or regulatory experience in Gaming Operations related to Gaming  
214 Activity, Gaming law, Gaming control or regulation, or Gaming accounting or of  
215 any combination of the foregoing; and

216 (3) Meet all other qualifications set forth in this Ordinance.

217 (b) *Conflict of Interest.* No person may be considered for election or appointment as a  
218 Commissioner until the candidate has disclosed all conflicts of interest as defined by the  
219 Oneida Conflict of Interest Policy.

220 (c) *Background Investigation.* No person may be considered for election or appointment  
221 as a Commissioner until a preliminary Background Investigation has been completed and  
222 the person has been found to meet all qualifications.

223 (d) Swearing into office is subject to a Background Investigation regarding the  
224 qualifications set forth in sections 21.6-5 and 21.6-6 upon being elected or appointed to  
225 office.

226 21.6-6. Unless pardoned for activities under subsection (a) and/or (d) by the Tribe, or pardoned  
227 for an activity under subsection (a) and/or (d) by another Federally-recognized Indian Tribe for  
228 an action occurring within the jurisdiction of the Federally-recognized Indian Tribe, or pardoned  
229 for an activity under subsection (a) and/or (d) by the State or Federal government, no individual  
230 may be eligible for election or appointment to, or to continue to serve on, the Commission, who:

231 (a) Has been convicted of, or entered a plea of guilty or no contest to, any of the  
232 following:<sup>1</sup>

233 (1) Any gambling-related offense;

234 (2) Any offense involving Fraud or misrepresentation;

235 (3) Any offense involving a violation of any provision of chs. 562 or 565, Wis.  
236 Stats., any rule promulgated by the State of Wisconsin Department of  
237 Administration, Division of Gaming or any rule promulgated by the Wisconsin  
238 Racing Board;

239 (4) A felony not addressed in paragraphs 1, 2, or 3, during the immediately  
240 preceding ten (10) years; or

241 (5) Any offense involving the violation of any provision of Tribal law regulating  
242 the conduct of Gaming Activities, or any rule or regulation promulgated pursuant  
243 thereto.

244 (b) Has been determined by the Tribe to be a person whose prior activities, criminal  
245 record if any, or reputation, habits, and associations pose a threat to the public interest or  
246 to the effective regulation and control of Gaming, or create or enhance the dangers of  
247 unsuitable, unfair, or illegal practices, methods, or activities in the operation of Gaming  
248 or the carrying on of the business and financial arrangements incidental thereto;

249 (c) Possesses a financial interest in or management responsibility for any Gaming  
250 Activity or Gaming Services vendor;

251 (d) Has been convicted of a crime involving theft, Fraud, or conversion against the  
252 Tribe;

253 (e) Has been removed from any office pursuant to the Oneida Removal Law within the  
254 past five (5) years; or

255 (f) Is a sitting Commissioner whose term is not concluded at the time of that election or  
256 appointment action.

257 21.6-7. *Term of Office.* Commissioners shall serve five (5) year terms and shall serve until a  
258 successor takes the oath of office. Terms of office must be staggered.

259 21.6-8. *Official Oath.* Each Commissioner shall take the official oath at a regular or special  
260 Oneida Business Committee meeting prior to assuming office. Upon being administered the oath

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<sup>1</sup> This section taken substantially from Section IX of the Tribe-State Gaming Compact.

261 of office, a Commissioner shall assume the duties of office and must be issued a security card  
262 setting forth his or her title and term of office.

263 21.6-9. *Full-time Status.* The Commission shall identify the appropriate work schedule for its  
264 members. Each Commissioner shall perform his or her duties and responsibilities on a full-time  
265 basis and shall devote his or her entire work and professional time, attention and energies to  
266 Commission business, and may not, during his or her tenure in office, be engaged in any other  
267 profession or business activity that may impede the Commissioner's ability to perform duties on  
268 behalf of the Commission or that competes with the Tribe's interests.

269 21.6-10. *Bylaws.* The Commission shall adopt bylaws subject to review and approval by the  
270 Oneida Business Committee.

271 21.6-11. *Budget and Compensation.* The Commission shall function pursuant to an annual  
272 budget. The Oneida Business Committee shall submit the operating budget of the Commission  
273 for approval in the same fashion as all other Tribal budgets. Compensation of Commissioners is  
274 not subject to the Tribe's Comprehensive Policy Governing Boards, Committees, and  
275 Commissions, but must be established by the Commission in a manner consistent with the  
276 Commission's internal rules and bylaws. The Commission shall adopt internal rules consistent  
277 with the existing Tribal accounting practices to verify its budgetary expenditures.

278 21.6-12. *Removal.* Removal of Commissioners must be pursuant to the Oneida Removal Law.

279 21.6-13. *Vacancies.* Any vacancy in an unexpired term of office, however caused, must be  
280 filled by appointment by the Oneida Business Committee of a person qualified pursuant to  
281 sections 21.6-5 and 21.6-6 pursuant to the Comprehensive Policy Governing Boards,  
282 Committees and Commissions.

283 21.6-14. *Authority and Responsibilities.* Subject to any restrictions contained in this Ordinance  
284 or other applicable law, the Commission is vested with powers including, but not limited to the  
285 following:

286 (a) To exercise all power and authority necessary to effectuate the gaming regulatory  
287 purposes of this Ordinance, IGRA, Oneida Gaming Minimum Internal Controls, and the  
288 Compact. Unless otherwise indicated in this Ordinance or Commission regulation, or  
289 authorized by majority vote of the Commission, no Commissioner may act independently  
290 of the Commission. Any such action may constitute grounds for removal.

291 (b) To promote and ensure the integrity, security, honesty, and fairness of the regulation  
292 and administration of Gaming.

293 (c) To draft, and approve, subject to review and adoption by the Oneida Business  
294 Committee, regulations pursuant to this Ordinance for the regulation of all Gaming  
295 Activity, including processes for enforcement of such regulations consistent with Tribal  
296 law.

297 (d) To draft and approve the Rules of Play and Oneida Gaming Minimum Internal  
298 Controls; provided that, Rules of Play and Oneida Gaming Minimum Internal Controls  
299 require review and comment by Senior Gaming Management prior to approval by the  
300 Commission and are subject to review by the Oneida Business Committee.

301 (1) Rules of Play and Oneida Gaming Minimum Internal Controls are minimum  
302 standards with which the Gaming Operations are required to comply and are  
303 audited against.

304 (2) Comments received from Senior Gaming Management must be included in  
305 any submission to the Oneida Business Committee.

306 (3) Rules of Play and Oneida Gaming Minimum Internal Controls are effective

307 upon adoption by the Commission. The Commission shall provide notice of  
308 adoption of the Rules of Play and/or Oneida Gaming Minimum Internal Controls  
309 to the Oneida Business Committee at the next available regularly scheduled  
310 Oneida Business Committee meeting following such adoption. If the Oneida  
311 Business Committee has any concerns and/or requested revisions upon review of  
312 the Rules of Play and Oneida Gaming Minimum Internal Controls, the  
313 Commission shall work with the Oneida Business Committee to address such  
314 concerns and/or requested revisions.

315 (A) Unless the Oneida Business Committee repeals the Rules of Play  
316 and/or the Oneida Gaming Minimum Internal Controls adopted by the  
317 Commission, they will remain in effect while the Commission and the  
318 Oneida Business Committee jointly work to amend the Rules of Play  
319 and/or the Oneida Gaming Minimum Internal Controls adopted by the  
320 Commission.

321 (i) Should the Oneida Business Committee repeal the Rules of  
322 Play and/or the Oneida Gaming Minimum Internal Controls  
323 adopted by the Commission, the Rules of Play and/or the Oneida  
324 Gaming Minimum Internal Controls that were in effect  
325 immediately previous to those repealed will be automatically  
326 reinstated and effective immediately upon the repeal of the Rules  
327 of Play and/or the Oneida Gaming Minimum Internal Controls  
328 adopted by the Commission.

329 (B) If the Commission does not receive written notice from the Oneida  
330 Business Committee of intent to repeal or amend the Rules of Play and/or  
331 the Oneida Gaming Minimum Internal Controls within thirty (30) days of  
332 the date the Oneida Business Committee is provided notice of the Rules of  
333 Play and/or the Oneida Gaming Minimum Internal Controls adopted by  
334 the Commission, they will remain in effect as adopted by the Commission.

335 (C) Should the Oneida Business Committee pursue amendments to the  
336 Rules of Play and/or the Oneida Gaming Minimum Internal Controls  
337 adopted by the Commission, the amendments must be completed through  
338 one (1) of the following actions within six (6) months from the date the  
339 amendments are initiated by the Oneida Business Committee:

340 (i) if the Commission and the Oneida Business Committee reach  
341 an agreement as to the content of the amendments, the  
342 Commission must adopt revised Rules of Play and/or the Oneida  
343 Gaming Minimum Internal Controls that have been discussed with  
344 and agreed upon by the Oneida Business Committee; or

345 (ii) if the Commission and the Oneida Business Committee do not  
346 reach an agreement as to the content of the amendments, the  
347 Oneida Business Committee may adopt revised Rules of Play  
348 and/or the Oneida Gaming Minimum Internal Controls that  
349 incorporate the amendments it deems necessary.

350 (D) If revised Rules of Play and/or Oneida Gaming Minimum Internal  
351 Controls are not adopted by either the Commission or the Oneida Business  
352 Committee within six (6) months from the date the amendments are

- 353 initiated by the Oneida Business Committee, the Rules of Play and/or the  
354 Oneida Gaming Minimum Internal Controls originally adopted by the  
355 Commission will remain in effect.
- 356 (e) To prepare proposals, including budgetary and monetary proposals, which might  
357 enable the Tribe to carry out the purpose and intent of this Ordinance, and to submit the  
358 same for consideration by the Oneida Business Committee; provided, however, that no  
359 such proposal shall have any force or effect unless it is approved by the Oneida Business  
360 Committee.
- 361 (f) To monitor and enforce all laws and regulations governing the operation and conduct  
362 of all Gaming Activities, including the ongoing monitoring of Licenses, subject to this  
363 Ordinance and/or regulations setting forth hearing or enforcement processes.
- 364 (g) To monitor and investigate all Gaming Operators for compliance with internal audits,  
365 and external audits.
- 366 (h) To inspect, examine, and photocopy all papers, books, and records of Gaming  
367 Activities and any other matters necessary to carry out the duties pursuant hereto,  
368 provided that, all photocopies of documents must be maintained in a confidential manner  
369 or in the same manner as the original.
- 370 (i) To grant, deny, revoke, condition, suspend or reinstate the Licenses of Gaming  
371 Employees, Gaming Services vendors, and Gaming Operators.
- 372 (j) To conduct hearings relating to Licenses issued under this Ordinance by the  
373 Commission.
- 374 (k) To review all vendors doing business with the Gaming Operator to verify that such  
375 persons or entities hold a valid License, where required, to do business with a Gaming  
376 Operator.
- 377 (l) To retain professional advisors such as attorneys, law enforcement specialists, and  
378 Gaming professionals consistent with Tribal law and practices.
- 379 (m) To arbitrate, negotiate, or settle any dispute to which it is a party and which relates  
380 to its authorized activities.
- 381 (n) To act as the designated agent to receive all regulatory notices not included in section  
382 21.5-6.
- 383 (o) To investigate all Regulatory Incidents.
- 384 (p) To issue warnings or notices of violation, in accordance with regulations, to Gaming  
385 Operators and Licensees for non-compliance with the Compact, Oneida Gaming  
386 Minimum Internal Controls, Rules of Play, IGRA, or this Ordinance.
- 387 (q) To make determinations regarding suitability for licensing.
- 388 (r) To establish an administrative structure by regulation to carry out its authority and  
389 responsibilities.
- 390 (s) To establish, where needed, additional processes for conducting licensing hearings by  
391 regulation.
- 392 (t) To establish and collect fees for processing License applications by regulation.
- 393 (u) To establish and impose a point system for findings of regulatory violations by any  
394 Gaming Employee by regulation.
- 395 (v) To establish and impose a fine system for findings of regulatory violations by any  
396 Gaming Services vendor or permittee by regulation.
- 397 (w) To approve procedures that provide for the fair and impartial resolution of patron  
398 complaints.

399 21.6-15. *Reporting Requirements.* The Commission shall adhere to the following reporting  
400 requirements:

401 (a) A true, complete and accurate record of all proceedings of the Commission must be  
402 kept and maintained;

403 (b) Complete and accurate minutes of all Commission meetings must be filed with the  
404 Secretary of the Oneida Business Committee within thirty (30) days of their approval by  
405 the Commission;

406 (c) Quarterly, or as may be directed by the Oneida Business Committee, reports of the  
407 Commission's activities, including information regarding funding, income and expenses  
408 and any other matters to which the parties may agree, must be submitted to the Oneida  
409 Business Committee.

410 21.6-16. *Oneida Gaming Commission Personnel.* The Commission shall hire an Executive  
411 Director who is responsible for hiring and managing the personnel of the Commission. The  
412 Executive Director shall hire such personnel as is necessary to assist the Commission to fulfill its  
413 responsibilities under this Ordinance, the IGRA, and the Compact, and all regulations including  
414 the Oneida Gaming Minimum Internal Controls. The Executive Director and personnel of the  
415 Commission must be hired through the Tribe's regular personnel procedure and are subject to its  
416 personnel policies and salary schedules. The Executive Director and personnel shall meet the  
417 requirements set forth in section 21.12-3 at hiring and during employment.

418

#### 419 **21.7. Gaming Surveillance: Powers, Duties and Limitations**

420 21.7-1. *Purpose.* The purpose of Gaming Surveillance is to observe and report Regulatory  
421 Incidents to the Commission and Gaming General Manager to provide for the regulation,  
422 operation, and compliance of Gaming Activities under this Ordinance. Gaming Surveillance is a  
423 department within the Commission's administrative structure and supervision must be identified  
424 within the organizational chart adopted by the Commission, provided that nothing in the  
425 designation of supervisory responsibility may be deemed to prohibit the responsibility of Gaming  
426 Surveillance to provide information and/or video and/or audio records to the parties identified in  
427 section 21.7-3.

428 21.7-2. Gaming Surveillance shall be responsible for all Gaming surveillance activities  
429 including, but not limited to, equipment and maintenance of equipment, observation and  
430 reporting of all persons to include Gaming Employees, customers, consultants, and Gaming  
431 Services vendors.

432 21.7-3. Surveillance personnel shall provide to Senior Gaming Management, the Commission,  
433 or Gaming Security a copy of any time-recorded video and accompanying audio (if available)  
434 within twenty-four (24) hours of request.

435 21.7-4. Gaming Surveillance shall:

436 (a) Develop, implement and maintain written policies and procedures for the conduct and  
437 integrity of the Surveillance Department.

438 (b) Develop, implement and maintain additional procedures governing the use and  
439 release of the surveillance recordings or reports.

440 (c) Work cooperatively with the Gaming Security Department to carry out its official  
441 duties and to coordinate its activities in order to effectuate the protection of patrons and  
442 the assets of the Gaming Operation.

443 (d) Develop, implement and maintain written policies and procedures for implementation  
444 of duties and responsibilities identified with the Oneida Gaming Minimum Internal

445 Controls, subject to approval by the Commission.

446

447 **21.8. [Reserved for future use.]**

448

449 **21.9. Gaming Security Department**

450 21.9-1. *Purpose.* The Gaming Security Department is a department within the Oneida Police  
451 Department. The purpose of the Gaming Security Department is to protect Gaming assets,  
452 patrons and Gaming Employees from an activity, repeat activity, or ongoing activities which  
453 could injure or jeopardize Gaming assets, patrons and Gaming Employees and report these  
454 activities to the Oneida Police Department for further review and/or investigation. Provided that,  
455 all reports of the Gaming Security Department must be copied to the Commission.

456 21.9-2. *Reporting.* The Oneida Police Department, Gaming General Manager and the  
457 Commission shall enter into an agreement, subject to ratification by the Oneida Business  
458 Committee, which describes their responsibilities and reporting requirements under this  
459 Ordinance.

460 21.9-3. The Gaming Security Department shall:

461 (a) Develop, implement and maintain written policies and procedures for the conduct and  
462 integrity of Gaming Security, as identified in the Oneida Gaming Minimum Internal  
463 Controls and subject to approval by the Commission.

464 (b) Develop, implement and maintain additional procedures governing the use and  
465 release of the investigation reports.

466 (c) Work cooperatively with Gaming Surveillance to carry out its official duties and to  
467 coordinate activities between the departments.

468 21.9-4. *Investigations.* This section is intended to authorize report gathering, information  
469 gathering, and preliminary review, to be conducted by the Gaming Security Department.

470

471 **21.10. Background Investigations**

472 21.10-1. The Human Resources Department and the Commission shall enter into an agreement,  
473 subject to ratification by the Oneida Business Committee, for carrying out Background  
474 Investigations for employees as required under this Ordinance.

475 21.10-2. Background Investigations must be conducted on all persons or entities as specified  
476 under this Ordinance. All Background Investigations must be conducted to ensure that the Tribe  
477 in its Gaming Operations may not employ or contract with persons whose prior activities, or  
478 reputation, habits and associations pose a threat to the public interest or to the effective  
479 regulation of Gaming, or create or enhance the dangers of unsuitable, unfair or illegal practices  
480 and methods in the conduct of such Gaming. The identity of any person interviewed in order to  
481 conduct a Background Investigation must be confidential.

482

483 **21.11. Licenses, Generally**

484 21.11-1. The Commission shall adopt procedures that ensure the efficient and orderly processing  
485 of all applications for a License. All Gaming Employees, Gaming Services vendors, and  
486 Gaming Operators shall apply for a License from the Commission prior to their participation in  
487 any Gaming Activity. All Gaming Facilities must be licensed by the Oneida Business  
488 Committee.

489 21.11-2. *Temporary License.* All Applicants, upon receipt by the Commission of a completed  
490 application for a License and completion of a preliminary Background Investigation, may



491 receive a temporary license for a ninety (90) day period, unless a Background Investigation of  
492 the application demonstrates grounds to disqualify the Applicant. Such temporary license, as  
493 defined in this section, permits the Licensee to engage in such activities and pursuant to any  
494 terms and conditions imposed and specified by the Commission. The temporary license is valid  
495 until either replaced by a License, the ninety (90) day temporary license period has concluded, or  
496 the temporary license is cancelled by the Commission, whichever occurs first.

497 21.11-3. *Revocable*. A License is revocable only in accordance with the procedures set forth in  
498 this Ordinance. A Licensee has only those rights and protections regarding a License granted in  
499 this Ordinance.

500 21.11-4. All Applicants:

501 (a) Consent to the release of any information relevant to the Applicant's Background  
502 Investigation by any person or entity in possession of such information.

503 (b) Consent to the jurisdiction of the Tribe and are subject to all applicable Tribal,  
504 Federal, and State laws, regulations, and policies.

505 21.11-5. All Licensees are subject to ongoing review at least every two (2) years by the  
506 Commission.

507 21.11-6. *Status of Licenses*. The Commission shall notify the Gaming Operation of the status of  
508 all Licenses, whether temporary or permanent, including all Commission action to revoke,  
509 suspend, or condition a License.

510 21.11-7. *Commission Licensing Actions*. The Commission may grant, deny, revoke, condition,  
511 suspend or reinstate all Licenses, except for Gaming Facilities Licenses, in accordance with this  
512 Ordinance. Authority to place conditions on a License may be exercised only upon  
513 promulgation of regulations.

514 21.11-8. *Noncompliance*. The Commission may issue a notice of noncompliance when the  
515 Commission has developed regulations that identify procedures that notices of noncompliance  
516 may be issued to Licensees and permittees which provide an opportunity to correct actions. Such  
517 regulations must include procedures for appeal of such notices. Regulations may include the  
518 ability to issue fines not to exceed one thousand dollars (\$1000.00) per violation for Gaming  
519 Services vendors and permittees.

520

## 521 **21.12. Gaming Employee License**

522 21.12-1. *Scope of Section*. This section applies only to Gaming Employee Licenses and  
523 licensing actions.

524 21.12-2. *License Application*. Every Applicant for a License shall file with the Commission a  
525 written application in the form prescribed by the Commission, duly executed and verified, which  
526 must certify:

527 (a) Applicant's full name and all other names used (oral or written), Social Security  
528 Number(s), place of birth, date of birth, citizenship, gender, and all languages (spoken or  
529 written).

530 (b) Currently, and for the previous five (5) years: business and employment positions  
531 held, ownership interests in those businesses, business and residence addresses, and  
532 driver's license number(s).

533 (c) The names and current addresses, of at least three (3) personal references, including  
534 one (1) personal reference, who were acquainted with the Applicant during each period of  
535 residence listed in subsection (b) above.

536 (d) Current business and residence telephone numbers.

- 537 (e) A description of any existing and previous business relationships with Indian Tribes,  
538 including ownership interest in those businesses.
- 539 (f) A description of any existing and previous business relationship with the Gaming  
540 industry generally, including ownership interest in those businesses.
- 541 (g) The name and address of any licensing or regulatory agency with which the  
542 Applicant has filed an application for a license or permit related to Gaming, whether or  
543 not such license or permit was granted.
- 544 (h) The name and address of any licensing or regulatory agency with which the  
545 Applicant has filed an application for an occupational license or permit, whether or not  
546 such license or permit was granted.
- 547 (i) For each felony conviction or ongoing prosecution or conviction, the charge, the  
548 name and address of the court involved, and the date and disposition if any.
- 549 (j) For each misdemeanor or ongoing misdemeanor prosecution (excluding violations for  
550 which jail time is not part of the potential sentence) within ten (10) years of the date of  
551 the application, the name and address of the court involved, and the date and disposition.
- 552 (k) For each criminal charge (excluding charges for which jail time is not part of the  
553 potential sentence) whether or not there is a conviction, if such criminal charge is within  
554 ten (10) years of the date of the application and is not otherwise listed pursuant to  
555 subsections (i) or (j) of this section, the criminal charge, the name and address of the  
556 court involved and the date and disposition.
- 557 (l) A photograph.
- 558 (m) Fingerprints consistent with procedures adopted by the Commission which meet the  
559 criteria set forth in 25 C.F.R. section 522.2(h). The Commission is the agency that takes  
560 the fingerprints.
- 561 (n) Any other information the Commission deems relevant for a Gaming Employee  
562 License.
- 563 (o) A statement that each Applicant has read and understands notices and NIGC  
564 requirements relating to:
- 565 (1) The Privacy Act of 1974;  
566 (2) Fraud and False Statements Act; and  
567 (3) Fair Credit Reporting Act.
- 568 21.12-3. *License Qualifications.* No License may be granted if the Applicant:
- 569 (a) Is under the age of eighteen (18).
- 570 (b) Unless pardoned for activities under this subsection by the Tribe, or pardoned for  
571 activities under this subsection by another Federally-recognized Indian Tribe for an  
572 action occurring within the jurisdiction of the Federally-recognized Indian Tribe, or  
573 pardoned for activities under this subsection by the state or Federal government, has been  
574 convicted of, or entered a plea of guilty or no contest to, any of the following:
- 575 (1) Any gambling-related offense;  
576 (2) Any offense involving Fraud or misrepresentation;  
577 (3) Any offense involving a violation of any provision of chs. 562 or 565, Wis.  
578 Stats., any rule promulgated by the State of Wisconsin Department of  
579 Administration, Division of Gaming or any rule promulgated by the Wisconsin  
580 Racing Board;  
581 (4) A felony not addressed in paragraphs (1), (2), or (3), during the immediately  
582 preceding ten (10) years; or

583 (5) Any offense involving the violation of any provision of Tribal law regulating  
584 the conduct of Gaming Activities, or any rule or regulation promulgated pursuant  
585 thereto.

586 (c) Is determined to be a person whose prior activities, criminal record, reputation,  
587 habits, or associations pose a threat to the public interest or to the effective regulation and  
588 control of Gaming or create or enhance the dangers of unsuitable, unfair, or illegal  
589 practices, methods, or activities in the operation of Gaming Activities or the carrying on  
590 of the business and financial arrangements incidental thereto.

591 (d) Possesses a financial interest in or management responsibility for any Gaming  
592 Activity or Gaming Services vendor, or he or she has any personal, business, or legal  
593 relationship which places him or her in a conflict of interest as defined in this Ordinance  
594 or the Conflict of Interest Policy.

595 (e) Each person licensed as a Gaming Employee has a continuing obligation to inform  
596 the Commission immediately upon the existence of any circumstance or the occurrence  
597 of any event which may disqualify him or her from being licensed as a Gaming  
598 Employee. Failure to report any such occurrence may result in suspension or revocation  
599 of the Gaming Employee's License.

600 21.12-4. *Initial Eligibility Determination.*

601 (a) Based on the results of the preliminary Background Investigation, the Commission  
602 shall make an initial determination regarding an Applicant's eligibility and either:

- 603 (1) Grant a temporary license, with or without conditions, to the Applicant; or  
604 (2) Deny the License application and provide notice to the Applicant that he or  
605 she may request a hearing regarding the decision consistent with subsection (b)  
606 below.

607 (b) If the Commission determines that an Applicant is ineligible for a License, the  
608 Commission shall notify the Applicant. The Commission shall set forth regulations for  
609 an Applicant to review any information discovered during the preliminary Background  
610 Investigation prior to scheduling a hearing under section 21.12-10. The suspension or  
611 revocation hearing provisions set forth at section 21.12-9 do not apply to Initial  
612 Eligibility Determinations.

613 21.12-5. *Eligibility Determination and Notification to NIGC.* When a Gaming Employee begins  
614 employment at a Gaming Operation, the Commission shall:

615 (a) Require the Gaming Employee to submit a completed application for employment  
616 that contains the notices and information listed in section 21.12-2;

617 (b) Review the Background Investigation of the Gaming Employee. Within sixty (60)  
618 days after a Gaming Employee begins employment at a Gaming Facility under a  
619 temporary license, the Commission shall make an eligibility determination regarding  
620 whether the Gaming Employee may receive a License based upon the results of the  
621 Background Investigation.

622 (c) Create an investigative report based on each Background Investigation performed.  
623 The investigative report must include the steps in conducting the Background  
624 Investigation, results obtained, conclusions reached and the basis for those conclusions.

625 (d) Prior to issuing a License to a Gaming Employee and within sixty (60) days after the  
626 Gaming Employee begins employment at a Gaming Facility, submit a notice of results of  
627 the Background Investigation to the NIGC for inclusion in the Indian Gaming Individual  
628 Record System. The notice of results must include the following, provided that any

629 additional or alternate information must be forwarded as directed in regulations or rules  
630 adopted by NIGC:

- 631 (1) The Gaming Employee's name, date of birth and social security number.  
632 (2) The date on which the Gaming Employee began employment.  
633 (3) A summary of the information presented in the investigative report,  
634 including:  
635 (A) License(s) that have previously been denied;  
636 (B) Gaming licenses that have been revoked, even if subsequently  
637 reinstated;  
638 (C) Every known criminal charge brought against the Gaming Employee  
639 within the last ten (10) years of the date of the application;  
640 (D) Every felony of which the Gaming Employee has been convicted or  
641 any ongoing prosecution.  
642 (4) a copy of the eligibility determination made under section 21.12-5(b).  
643 (e) All applications, Background Investigations, investigative reports, suitability  
644 determinations, findings and decisions of the Commission must be retained in the  
645 Commission's files for a period of at least three (3) years from the date the Gaming  
646 Employee's employment is terminated.

647 21.12-6. *License Issuance.* The Commission may issue a License to a Gaming Employee at any  
648 time after providing NIGC with a notice of results as required under section 21.12-5(d);  
649 however, a Gaming Employee who does not have a License ninety (90) days after the start of  
650 employment must have his or her employment terminated. The Commission shall notify the  
651 NIGC of the issuance or denial of a License to a Gaming Employee within thirty (30) days after  
652 the License is issued or denied.

653 (a) Any Gaming Employee License issued under this section is effective from the date of  
654 issuance and must contain the Gaming Employee's photograph, the Gaming Employee's  
655 name, and the date that the License became effective. If a Gaming Employee is  
656 promoted, transferred, reassigned, or the position is reclassified, the Gaming Employee  
657 shall notify in writing the Commission, and the Commission shall review the Gaming  
658 Employee's License. The Commission retains the right to grant, deny, revoke, condition,  
659 suspend, or reinstate Licenses subject to the right to appeal the decision under the  
660 processes set forth in this Ordinance.

661 21.12-7. *Requirement to Wear License.* During working hours, all Licensees shall wear their  
662 License in a conspicuous place that is plainly visible by all employees, the Nation's Gaming  
663 patrons and surveillance.

664 21.12-8. *NIGC Review.*

665 (a) During a thirty (30) day period, beginning when the NIGC receives a notice of results  
666 submitted pursuant to section 21.12-5(d) above, the Chairman of the NIGC may request  
667 additional information from the Commission concerning the Gaming Employee. Such a  
668 request suspends the thirty (30) day period until the Chairman receives the additional  
669 information.

670 (b) If, within the thirty (30) day period after NIGC receives the notice of results, the  
671 NIGC notifies the Commission that it has no objection to the issuance of a License, and  
672 the Commission has not yet issued a License to the Gaming Employee, the Commission  
673 may grant the License to the Gaming Employee.

674 (c) If, within the thirty (30) day period after NIGC receives the notice of results, the

675 NIGC provides the Commission with a statement itemizing objections to the issuance of  
676 a License, the Commission shall reconsider the application, taking into account the  
677 objections itemized by the NIGC. The Commission shall make the final decision whether  
678 to issue a License to the Gaming Employee, or if the Gaming Employee has already been  
679 licensed, whether to suspend or revoke the License in accordance with section 21.12-9.

680 (d) Upon receipt of notification from the NIGC that a Gaming Employee who has  
681 already been licensed is not eligible for employment, the Commission shall immediately  
682 suspend the License in accordance with section 21.12-9.

683 21.12-9. *Suspension or Revocation of Licenses.* Except as provided in section 21.12-8(d) or  
684 21.12-9(c), no License may be suspended or revoked except after notice and opportunity for  
685 hearing.

686 (a) *Basis for Licensing Action.* The Commission may suspend, condition, or revoke any  
687 License issued under this Ordinance if:

688 (1) After the issuance of a License, the Commission receives from the NIGC or  
689 other source reliable information indicating that a Gaming Employee is not  
690 eligible for a License under section 21.12-3 or such information would justify the  
691 denial of the renewal of any License, the Commission shall issue a written notice  
692 of suspension;

693 (2) The Commission issues a written notice of suspension demonstrating that the  
694 Licensee:

695 (A) Has knowingly made a materially false or misleading statement in  
696 any application for a License, in any amendment thereto, or in response to  
697 a request by the Commission for supplemental information or in  
698 connection with any investigation of the Commission;

699 (B) Has knowingly promoted, played, or participated in any gaming  
700 activity operated in violation of the Compact, Tribal or federal law, and  
701 this Ordinance;

702 (C) Has bribed or attempted to bribe, or has received a bribe from, a  
703 Commissioner or any other person in an attempt to avoid or circumvent  
704 any applicable law;

705 (D) Has falsified any books or records relating to any transaction  
706 connected with the operation of Gaming Activity;

707 (E) Has refused to comply with any lawful directive of the Tribe, the  
708 Federal government, or any court of competent jurisdiction; or

709 (F) Has been convicted of, or entered a plea of guilty or no contest to, a  
710 crime involving the sale of illegal narcotics or controlled substances.

711 (b) *Suspension Notice.* The Commission's notice of suspension must be in writing and  
712 must, at a minimum, notify the Licensee of the following:

713 (1) The Licensee's right to review a file prior to any hearing regarding the notice  
714 of suspension, and to make copies of any documents contained in that file;

715 (2) The Licensee's right to request a hearing on the proposed licensing action, to  
716 present documents and witness testimony at that hearing to be represented by  
717 counsel;

718 (3) The specific grounds upon which the proposed licensing action is based,  
719 including citations to relevant sections of this Ordinance, the IGRA, any  
720 applicable Regulations and/or the Compact; and

721 (4) The time and place set by the Commission for the Licensee’s hearing.  
722 (c) *Immediate Suspension.* If, in the judgment of the Commission, the public interest,  
723 and effective regulation and control of Gaming Activities requires the immediate  
724 exclusion of a Licensee, the Commission may immediately suspend a License prior to the  
725 conduct of a hearing on the matter. Such an immediate suspension may take effect upon  
726 service of the notice of immediate suspension.  
727 (d) Any notice of suspension or notice of immediate suspension must set forth the times  
728 and dates for when the Licensee may review his or her file and the date for a hearing on  
729 any proposed licensing action.  
730 (e) Within fifteen (15) business days after a hearing, the Commission shall issue a final  
731 written licensing decision and decide whether to suspend, uphold an immediate  
732 suspension, revoke, or take other action concerning a License. If the License was  
733 suspended, conditioned or revoked based on information from the NIGC or other source  
734 under section 21.12-8(d) or 21.12-9(a)(1), the Commission shall forward a copy of its  
735 decision to NIGC within forty-five (45) days of receiving NIGC’s or the other source’s  
736 notification indicating that a Gaming Employee is not eligible for a License.  
737 (f) If a Licensee fails to appear for his or her hearing before the Commission, that right is  
738 deemed to have been waived and the Commission will proceed on the proposed licensing  
739 action by default.  
740 (g) Unless identified in this Ordinance or regulations of the Commission, the hearing  
741 processes set forth in the Tribe’s administrative procedures law apply.  
742 21.12-10. *Original Hearing Body.* Any person aggrieved by a licensing decision of the  
743 Commission may appeal the decision by filing a request for an original hearing before the  
744 Commission. The Licensee may file any such request with the Commission in writing on or  
745 before the fifteenth (15th) day following receipt of the Commission’s decision. The Commission  
746 shall certify the record, developed in section 21.12-4 or 21.12-9(a), within thirty (30) days of the  
747 date of the filing of the request for an original hearing. The Commissioners serving on the  
748 original hearing body may not include the Commissioners who participated in the licensing  
749 decision from which the original hearing is scheduled. The Commission may determine to  
750 review the decision solely on the licensing decision record and briefs filed regarding the request  
751 for reconsideration. The Commission may also, in its sole discretion, grant oral argument. The  
752 Commission shall issue a written decision determining whether to uphold the Commission’s  
753 licensing decision, including whether to revoke or reinstate a License, within one hundred twenty  
754 (120) days from receipt of the request for the original hearing. The Commission’s decision is  
755 considered an original hearing decision and an appeal may be made to the Judiciary as an appeal  
756 of an original hearing body.  
757 21.12-11. *Notice to Oneida Business Committee.* Prior to any suspension or revocation of a  
758 License of the gaming general manager, the Commission shall provide notice to the Oneida  
759 Business Committee twenty-four (24) hours prior to the issuance of the suspension or revocation.  
760 21.12-12. *Record of Proceedings.* The Commission shall maintain a complete and accurate  
761 record of all licensure proceedings.  
762 21.12-13. Revocation of a License is solely limited to the licensing matter. Employment related  
763 processes resulting from revocation of a License are determined solely through the personnel  
764 processes and procedures of the Tribe and are not licensing matters governed by this Ordinance.  
765

766 **21.13. Gaming Services Licensing and Non-Gaming Services Permitting**

767 21.13-1. *Scope of Section.* This section applies to all individuals and entities providing Gaming  
768 Services. The requirements of this Section are in addition to, and do not alter or amend any  
769 requirements imposed by the Oneida Vendor Licensing Law.<sup>2</sup>

770 21.13-2. *Gaming Services License or Non-Gaming Services Permit Required.*

771 (a) *Gaming Services License.* Any Gaming Services vendor providing Gaming related  
772 contract goods or services as defined under Article VII(A) of the Compact to the Gaming  
773 Operation shall possess a valid Gaming Services License.

774 (b) *Non-Gaming Services Permit.* Any vendor providing non-gaming related goods or  
775 services to the Gaming Operation shall possess a valid Non-Gaming Services permit.

776 (c) Determinations regarding the issuance of a License or permit under this section must  
777 be made by the Commission which may be subject to requests for reconsideration by the  
778 Gaming Services vendor within fourteen (14) business days of receipt by the Gaming  
779 Services vendor of the notice of License or permit determination.

780 21.13-3. *Approved Gaming Services Vendor List.* The Commission shall maintain an updated  
781 and complete list of all Gaming Services vendors that possess current and valid Gaming Services  
782 Licenses or Non-Gaming Services permits from the Commission, which is known as the  
783 Approved License and Permit List. Gaming Operations may only do business with vendors that  
784 possess valid and current Gaming Services Licenses or Non-Gaming Services permits and who  
785 appear on the Approved License and Permit List.

786 21.13-4. *Gaming Services License/Permit Application.* Every Applicant for a License or permit  
787 shall file with the Commission a written application in the form prescribed by the Commission,  
788 duly executed and verified which must provide and certify the following. Provided that, Non-  
789 Gaming Services vendors with less than two thousand five hundred dollars (\$2,500.00) in  
790 services for the prior fiscal year are only required to file a notice of doing business with the  
791 Commission.

792 (a) The Applicant's name and mailing address;

793 (b) The names and addresses of each officer or management official of the Applicant;

794 (c) A copy of the Applicant's articles of incorporation and by-laws, or if not a  
795 corporation, the Applicant's organizational documents;

796 (d) Identification of an agent of service for the Applicant;

797 (e) The name and address of each person having a direct or indirect financial interest in  
798 the Applicant;

799 (f) The nature of the License or permit applied for, describing the activity to be engaged  
800 in under the License or permit;

801 (g) Explicit and detailed disclosure of any criminal record, including any delinquent  
802 taxes owed to the United States, or any state, of the Applicant, any person involved in the  
803 organization, and any person of interest whose name appears or is required to appear on  
804 the application;

805 (h) Whether the Applicant is or has been licensed by the state of Wisconsin Office of  
806 Indian Gaming Regulation and Compliance and, if applicable, proof of current licensure;

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<sup>2</sup> See also Appendix 1. Vendor Licensing/Permit.

- 807 (i) Whether the Applicant has been licensed in the state of New Jersey, Nevada, or by  
808 any other gaming jurisdiction, including any Indian Tribe or Tribal governmental  
809 organization and, if so, proof of such licensure and the status of any such License;
- 810 (j) Whether the Applicant has been denied a License by any gaming jurisdiction and, if  
811 so, the identity of the jurisdiction, the date of such decision and the circumstances  
812 surrounding that decision;
- 813 (k) Whether any License held by the Applicant has been refused renewal, conditioned,  
814 suspended or revoked by an issuing authority and, if so, the circumstances surrounding  
815 that action;
- 816 (l) A statement of waiver allowing the Tribe to conduct a Background Investigation of  
817 the Applicant and any person whose name appears or is required to appear on the  
818 application;
- 819 (m) Whether the Applicant or any person whose name appears or is required to appear  
820 on the application has or has had any business with the Tribe or any business or personal  
821 relationship with any of the Tribe's officers or employees;
- 822 (n) The name and contact information for all Tribes or Tribal organizations with whom  
823 the Applicant or any person whose name appears or is required to appear on the  
824 application has done business;
- 825 (o) Whether the Applicant or any person whose name appears or is required to appear on  
826 the application maintains any involvement in the business of wholesale distribution of  
827 alcoholic beverages;
- 828 (p) A statement that the Applicant has read and understands notices and NIGC  
829 requirements relating to:
- 830 (1) The Privacy Act of 1974;
- 831 (2) False statements; and
- 832 (3) The Fair Credit Reporting Act.
- 833 (q) All additional information necessary to allow the Commission to investigate the  
834 Applicant and any person whose name appears or is required to appear on the application.
- 835 21.13-5. *Signature on Application.* Applications for Licenses or permits must be signed by the  
836 following person:
- 837 (a) For companies and corporations (both for profit and non-profit), the highest ranking  
838 official of the corporation, or another person to whom the authority to execute the  
839 Application has been properly delegated.
- 840 (b) For a sole proprietorship, the principal owner.
- 841 (c) For a partnership, all partners.
- 842 (d) For a limited partnership, the general partner or partners.
- 843 21.13-6. *Incomplete Applications.* Applications that do not contain all information requested,  
844 including proper signatures, will be considered incomplete. Incomplete applications will not be  
845 considered by the Commission. The Commission shall notify an Applicant if an application is  
846 incomplete and what additional information is necessary to complete the application. If an  
847 Applicant who has submitted an incomplete application, and been notified of the deficiency in  
848 that application, fails to provide the information requested by the Commission, the application  
849 will be returned to the Applicant and the file closed.
- 850 21.13-7. *Supplemental Information.* The Commission may, in its discretion, request  
851 supplemental information from the Applicant. Supplemental information requested by the  
852 Commission must be promptly submitted by the Applicant. An Applicant's failure or refusal to



853 submit supplemental information requested by the Commission may constitute grounds for the  
854 denial of the application.

855 21.13-8. *Continuing Duty to Provide Information.* Applicants, permittees, and Licensees owe a  
856 continuing duty to provide the Commission with information and materials relevant to the  
857 Applicant's, permittee's, or Licensee's character or fitness to be licensed, including but not  
858 limited to any change in the licensing or permitting status of the Applicant, permittee, or  
859 Licensee in any foreign jurisdiction. An Applicant's, permittee's, or Licensee's failure to notify  
860 the Commission promptly of inaccuracies on an application or new information or materials  
861 relevant to the Applicant may constitute grounds to deny, suspend or revoke a License or permit.

862 21.13-9. *Background Investigations.* Background Investigations for Gaming Services vendors  
863 must be conducted as follows.

864 (a) *Gaming Related Equipment Gaming Services Vendors under Fifty Thousand Dollars*  
865 *(\$50,000.00) in Goods and/or Services Annually.* The Commission shall conduct the  
866 Background Investigations that are sufficient to determine the eligibility for licensing of  
867 all Gaming Services vendors that provide or anticipate providing under fifty thousand  
868 dollars (\$50,000.00) in goods and services annually.

869 (b) *Gaming Related Equipment Gaming Services Vendors over Fifty Thousand Dollars*  
870 *(\$50,000.00) in Goods and/or Services Annually.* The Commission shall review the  
871 background investigation conducted by the Wisconsin Office of Indian Gaming  
872 Regulation, and shall conduct any necessary additional Background Investigation to  
873 ensure that the state background investigation is complete and current.

874 (c) *Other Non-Gaming Related Goods and/or Services Gaming Services Vendors.* The  
875 Commission shall conduct Background Investigations on a sufficient number of  
876 randomly selected applications in order to verify the accuracy of all applications. The  
877 random selection process must be identified by regulation of the Commission.

878 21.13-10. *Licensing Action in a Foreign Jurisdiction.* If the states of Wisconsin, New Jersey,  
879 Nevada or any other gaming jurisdiction refuses to renew a License or permit or conditions,  
880 suspends, or revokes the License or permit of an Applicant, permittee, or Licensee, such action  
881 may constitute grounds for similar action by the Commission.

882 21.13-11. *Claim of Privilege.* At any time during the licensing or permitting process, the  
883 Applicant may claim any privilege afforded by law. An Applicant's claim of privilege with  
884 respect to the production of requested information or documents or the provision of required  
885 testimony or evidence may constitute grounds for the denial, suspension or revocation of a  
886 License or permit.

887 21.13-12. *Withdrawal of an Application.* An Applicant may request to withdraw an application  
888 by submitting a written request to the Commission. The Commission retains the right, in its  
889 exclusive discretion, to grant or deny a request for withdrawal. An Applicant who withdraws an  
890 application is precluded from reapplying for a Gaming Services License or Non-Gaming  
891 Services permit for a period of one (1) year from the date the application was withdrawn.

892 21.13-13. *Suspension or Revocation of Gaming Services Licenses or Permits.* Except as  
893 provided in section 21.13-13(c), no License or permit may be suspended or revoked except after  
894 notice and opportunity for hearing.

895 (a) *Basis for Licensing or Permitting Action.* The Commission may suspend, modify, or  
896 revoke any Gaming Services License or Non-Gaming Services permit issued under this  
897 Ordinance if, after issuance of the License or permit, the Commission receives reliable  
898 information that would justify denial of the issuance or renewal of a License or permit, or

- 899 if the Commission determines that the Licensee or permittee has:
- 900 (1) Knowingly made a materially false or misleading statement in any application
- 901 for a License or permit, in any amendment thereto, or in response to a request by
- 902 the Commission for supplemental information or in connection with any
- 903 investigation of the Commission;
- 904 (2) Knowingly promoted, played, or participated in any Gaming Activity
- 905 operated in violation of the Compact, or any Tribal or other applicable law;
- 906 (3) Bribed or attempted to bribe a Commissioner or any other person in an
- 907 attempt to avoid or circumvent any applicable law;
- 908 (4) Falsified any books or records relating to any transaction connected with
- 909 operation of Gaming Activity;
- 910 (5) Refused to comply with a lawful directive of the Tribe, the federal
- 911 government, or any court of competent jurisdiction; or
- 912 (6) Been convicted of, or entered a plea of guilty or no contest to, a crime
- 913 involving the sale of illegal narcotics or controlled substances.
- 914 (b) *Suspension Notice.* The Commission shall provide a Licensee or permittee with
- 915 written notice of suspension, which must, at a minimum, notify the Licensee or permittee
- 916 of the following:
- 917 (1) The Licensee's or permittee's right to conduct a file review prior to any
- 918 hearing regarding the notice of suspension, and to make copies of any documents
- 919 in that file;
- 920 (2) The Licensee's or permittee's right to present documents and witness
- 921 testimony at the hearing and to be represented by counsel;
- 922 (3) The specific grounds upon which the suspension is based, including citations
- 923 to relevant sections of this Ordinance, the IGRA, any applicable regulations
- 924 and/or the Compact; and
- 925 (4) The time and place set by the Commission for the Licensee's or permittee's
- 926 file review and hearing.
- 927 (c) *Immediate Suspension.* If, in the judgment of the Commission, the public interest,
- 928 and effective regulation and control of others require the immediate exclusion of a
- 929 Licensee or permittee, the Commission may immediately suspend a License or permit
- 930 prior to a hearing on the matter. Such an immediate suspension takes effect upon service
- 931 of the notice of immediate suspension.
- 932 (d) *File Review and Hearing.* Any notice of suspension or notice of immediate
- 933 suspension must set forth the time and date for the Licensee or permittee to conduct a file
- 934 review and for a hearing.
- 935 (e) *Final Written Decision.* Within fifteen (15) business days after a hearing, the
- 936 Commission shall issue a final written decision and decide whether to suspend, uphold an
- 937 immediate suspension, revoke, or take other action concerning a License or permit.
- 938 (f) *Default.* If a Licensee or permittee fails to appear for his or her hearing before the
- 939 Commission, that right is deemed to have been waived and the Commission will proceed
- 940 on the proposed licensing action by default.
- 941 (g) Unless identified in this Ordinance or regulations of the Commission, the hearing
- 942 processes set forth in the Oneida Administrative Procedures Act apply.
- 943 21.13-14. *Original Hearing Body.* Any person aggrieved by a licensing or permitting decision
- 944 of the Commission may appeal the decision by filing a request for an original hearing before the

945 Commission. The Applicant, Licensee or permittee may file such request with the Commission  
946 in writing on or before the fifteenth (15<sup>th</sup>) day following the receipt of the Commission's  
947 decision. The Commission shall certify the record, developed in section 21.13-9 or 21. 13 -  
948 13(a), within thirty (30) days of the date of the filing on the request for an original hearing. The  
949 Commissioners participating in the initial licensing or permitting decision may not participate in  
950 the original hearing. The Commission may determine to review the decision solely on the  
951 licensing or permitting decision record and briefs filed regarding the request for reconsideration.  
952 The Commission may also, in its sole discretion, grant oral argument. The Commission shall  
953 issue a written decision within one hundred twenty (120) days from receipt of the request for the  
954 original hearing. The Commission's decision is considered an original hearing decision and an  
955 appeal may be made to the Judiciary as an appeal of an original hearing body.  
956

#### 957 **21.14. Gaming Facility License**

958 21.14-1. The construction and maintenance of any Gaming Facility, and the operation of  
959 Gaming Activities, must be conducted in a manner which adequately protects the environment  
960 and the public health and safety, and must comply with requirements of the Compact and all  
961 other applicable health, safety, and environmental standards.

962 21.14-2. The Oneida Business Committee must receive, review and grant or deny any  
963 application for licensing any Gaming Facilities located within the Reservation. Applicants shall  
964 provide the Oneida Business Committee sufficient information to show the following:

965 (a) The Gaming Facility meets all applicable Federal and Tribal health and safety  
966 standards.

967 (1) To show compliance with applicable health and safety standards, Gaming  
968 Operator shall submit certified copies of Compliance Certificates issued by the  
969 agencies responsible for the enforcement of the health and safety standards.

970 (2) If health and safety standards are not met, proof must be submitted by  
971 Gaming Operator that the Gaming Facility is in the process of improvements  
972 which will place the Gaming Facility in compliance with the applicable standards.

973 (b) The Gaming Facility meets applicable federal and Tribal environmental standards.

974 (1) To show compliance with applicable environmental standards, Gaming  
975 Operator shall submit certified copies of an Environmental Assessment of the  
976 Gaming Facility which were prepared by the agency responsible for the  
977 enforcement of applicable environmental standards.

978 (2) If the applicable environmental standards are not met, proof must be  
979 submitted by Gaming Operator that Remediation of the Gaming Facility is being  
980 actively sought which will place the Gaming Facility in compliance with the  
981 applicable standards.

982 21.14-3. Upon receipt and review of the above information, the Oneida Business Committee  
983 shall deliberate and either grant or deny for failure to meet the requirements of protecting the  
984 health and safety of patrons, public and employees of a Gaming Facility License to the  
985 Applicant. The Oneida Business Committee shall submit to the NIGC a copy of each Gaming  
986 Facility License issued.

987 21.14-4. If the Oneida Environmental, Health and Safety Department notifies the Oneida  
988 Business Committee that a Gaming Facility will be closed by a governmental agency with proper  
989 authority due to environmental, health or safety concerns, the Oneida Business Committee shall  
990 suspend the License of the Gaming Facility. The Oneida Business Committee shall re-License

991 the Gaming Facility after receiving the information required in section 21.14-2.

992

993 **21.15. Gaming Operator License**

994 21.15-1. *Consent to Jurisdiction.* The application for License and the conduct of Gaming within  
995 the jurisdiction of the Tribe is considered consent to the jurisdiction of the Tribe in all matters  
996 arising from the conduct of Gaming, and all matters arising under any of the provisions of this  
997 Ordinance or other Tribal laws.

998 21.15-2. *License Required.* No Gaming Operator may conduct Gaming Activity unless such  
999 entity holds a valid and current Gaming Operator License issued by the Commission.

1000 21.15-3. *Types of Licenses.* The Commission may issue each of the following types of Gaming  
1001 Operator Licenses:

1002 (a) *Tribally-Owned or Tribally-Operated Class II.* This License is required of all  
1003 Tribally-owned or Tribally-operated Gaming Operations operating one or more Class II  
1004 Gaming Activities.

1005 (b) *Tribally-Owned or Tribally-Operated Class III.* This License is required for all  
1006 Tribally-owned or Tribally-operated Gaming Operations operating one or more Class III  
1007 Gaming Activities.

1008 21.15-4. *Gaming Operator License Qualifications.* The Commission shall issue a Gaming  
1009 Operator License to any Gaming Operation if:

1010 (a) The Gaming Operation is to be located within the Reservation, or land taken into  
1011 trust after October 17, 1988, for Gaming purposes;

1012 (b) The Gaming Activity proposed to be played at the Gaming Operation is Class II or  
1013 Class III Gaming as defined by this Ordinance and IGRA; and

1014 (c) The proposed Gaming Operation is authorized by a resolution of the Oneida Business  
1015 Committee.

1016 21.15-5. *Provisions of General Applicability to All Gaming Operators.*

1017 (a) *Site and Gaming Operator Specified.* Each Gaming Operator License may be  
1018 applicable only to one (1) Gaming Operation and the Gaming Facility named on the  
1019 License.

1020 (b) *License Not Assignable.* No Gaming Operator License may be sold, lent, assigned or  
1021 otherwise transferred.

1022 (c) *Regulations Posted or Available.* Each Gaming Operator must have a copy of this  
1023 Ordinance and any regulations promulgated thereunder available for inspection by any  
1024 person at each Gaming Facility.

1025 (d) *Display of License.* Each Gaming Operator must prominently display its License at  
1026 each Gaming Facility.

1027 21.15-6. *Grandfathered Gaming Facilities.* All Gaming Operators operating on the effective  
1028 date of July 5, 2007, are hereby granted a License under this section.

1029 21.15-7. *License Application Fees and License Taxes.* No application fees or License taxes may  
1030 be required by the Tribe for a Gaming Operator License.

1031 21.15-8. *Closure of a Gaming Operation.* If the Commission finds that any Gaming Operation  
1032 is operating in violation of this Ordinance, or otherwise presents a threat to the public, the  
1033 Commission shall immediately notify the Oneida Business Committee. The Oneida Business  
1034 Committee may close any Gaming Operation temporarily or permanently at any time with or  
1035 without cause, at its sole discretion.

1036

1037 **21.16. Games**

1038 21.16-1. Class II and Class III Games are hereby authorized by this Ordinance.

1039 21.16-2. *Gaming Procedures*. Games operated under this Ordinance must be consistent with the  
1040 Compact and any amendments thereto and the Internal Control Standards and Rules of Play of  
1041 the Gaming Operation.

1042 21.16-3. *Who May Not Play*. It is the policy of the Tribe that particular Gaming Employees,  
1043 employees of the Commission, particular governmental officials, and consultants who directly  
1044 advise the Commission or employees at Gaming Facilities regarding gaming related activities  
1045 may not participate in Gaming Activities conducted at Gaming Operations. At a minimum,  
1046 members of the Oneida Business Committee, the Commission, the gaming general manager,  
1047 assistant gaming general managers, directors of individual Games and assistant directors of  
1048 individual Games may not participate in any Gaming Activity within the Reservation.

1049 (a) The Oneida Business Committee may identify by resolution additional positions  
1050 restrictions on Gaming Activity conducted at Gaming Facilities. Such resolution must be  
1051 on file with the Commission.

1052 (b) The Commission and Senior Gaming Management shall each develop and maintain  
1053 their own standard operating procedure identifying other positions and any applicable  
1054 restrictions on Gaming Activity conducted at Gaming Facilities. The standard operating  
1055 procedure and the list of positions must be on file with the Commission.  
1056

1057 **21.17. Allocation of Gaming Funds**

1058 21.17-1. Net Gaming revenues may only be used for the following purposes:

1059 (a) To fund Tribal government operations, programs, or services.

1060 (b) To provide for the general welfare of the Tribe and its members; provided that per  
1061 capita payments may only be made pursuant to an approved revenue allocation plan.

1062 (c) To promote Tribal economic development.

1063 (d) To contribute to charitable organizations.

1064 (e) To assist in funding operations of other local governments.

1065 (f) To fund programs designed to provide education, referrals, and treatment of Gaming  
1066 addiction disorders.

1067 (g) Any other purpose as determined by the Oneida General Tribal Council or the  
1068 Oneida Business Committee which is not inconsistent with the Constitution of the Tribe  
1069 and IGRA.  
1070

1071 **21.18. Audits**

1072 21.18-1. *Annual Audit*. An annual audit of each Gaming Operation must be conducted by an  
1073 independent, certified public accounting firm according to generally accepted accounting  
1074 principles. Copies of the annual audit must be provided to the Oneida Business Committee, the  
1075 Oneida Audit Committee, the Commission, and the NIGC by said certified public accounting  
1076 firm.

1077 (a) All contracts for supplies, services, or concessions for the Gaming Operations in  
1078 excess of twenty-five thousand dollars (\$25,000.00) are subject to audit as prescribed in  
1079 this section. Contracts for legal services and accounting services are exempt from this  
1080 requirement.

1081 21.18-2. *Other Audits*. All audits, other than the annual audit under section 21.18-1, must be  
1082 conducted pursuant to the Oneida Audit Law or any other applicable law of the Tribe, and other

1083 audits authorized under the Compact.  
1084 21.18-3. *Request for Audits.* Any audit, except the annual audit which is mandated by IGRA,  
1085 may be authorized at any time by the Oneida General Tribal Council, the Oneida Business  
1086 Committee or the Oneida Audit Committee.

1087  
1088 **21.19. Enforcement and Penalties**

1089 21.19-1. No individual or entity may own or operate a Gaming Facility unless specifically  
1090 authorized to do so pursuant to this Ordinance.

1091 21.19-2. *Violations/Prosecutions.* Violators of this Ordinance may be subject to disciplinary  
1092 action and civil and/or criminal prosecutions.

1093 21.19-3. *Remedies.* The Oneida Business Committee may authorize commencement of an  
1094 action in any court of competent jurisdiction to recover losses, restitution, and forfeitures  
1095 resulting from violations of this Ordinance.

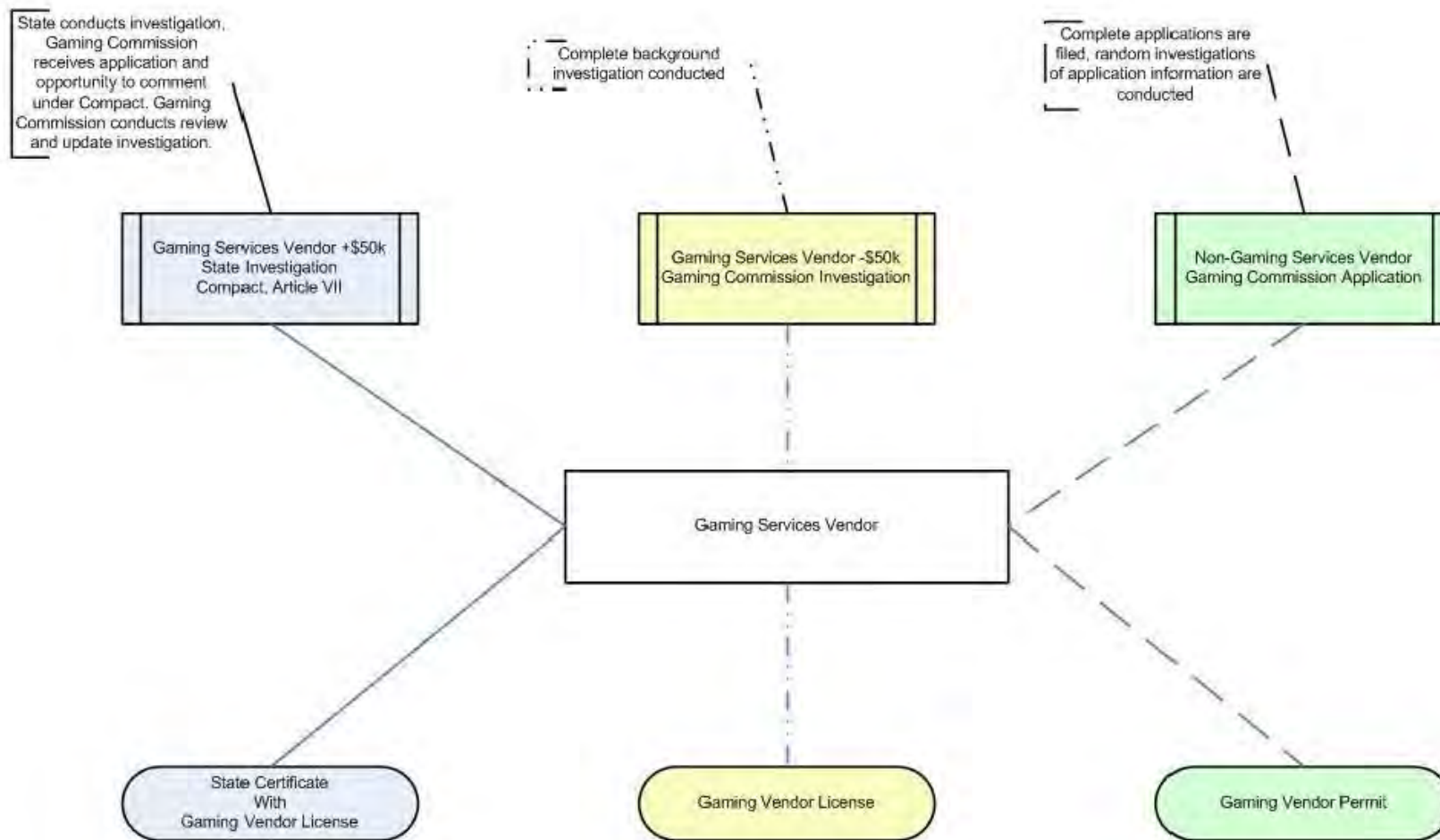
1096  
1097 *End.*

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1098		
1100	Adopted	GTC-7-05-04-A
1101	Emergency Amended	BC-7-14-04-A
1102	Amendment	BC-10-06-04-D
1103	Emergency Amended	BC-11-03-04-A
1104	Permanent Adoption	BC-3-23-05-C
1105	Amended	BC-9-23-09-D
1106	Amended	BC-06-25-14-C (effective 11 01 2014)
1107	Emergency Amended	BC-10-08-14-C (effective 11 01 2014)

For OBC Consideration – Clean Version  
09/02/15

### Appendix 1. Vendor License/Permit



**Chapter 21**  
**Oneida Nation Gaming Ordinance**  
**Thatiwi⇒Stunya=tha Olihwa=ke**  
Matters of interest to where they make the money

[21.1. Purpose and Policy](#)  
[21.2. Adoption, Amendment, Applicability, Repeal](#)  
[21.3. Jurisdiction](#)  
[21.4. Definitions](#)  
[21.5. Oneida Business Committee: Powers and Duties](#)  
[21.6. Oneida Gaming Commission](#)  
[21.7. Gaming Surveillance: Powers, Duties and Limitations](#)  
[21.8. \[Reserved for future use.\]](#)  
[21.9. Gaming Security Department](#)  
[21.10. Background Investigations](#)  
[21.11. Licenses, Generally](#)  
[21.12. Gaming Employee License](#)  
[21.13. Gaming Services Licensing and Non-Gaming Services-  
Permitting](#)  
[21.14. Gaming Facility License](#)  
[21.15. Gaming Operator License](#)  
[21.16. Games](#)  
[21.17. Allocation of Gaming Funds](#)  
[21.18. Audits](#)  
[21.19. Enforcement and Penalties](#)

[21.1. Purpose and Policy](#)  
[21.2. Adoption, Amendment, Repeal](#)  
[21.3. Jurisdiction](#)  
[21.4. Definitions](#)  
[21.5. Oneida Business Committee: Powers and Duties](#)  
[21.6. Oneida Gaming Commission](#)  
[21.7. Gaming Surveillance: Powers, Duties and Limitations](#)  
[21.8. \[Reserved for future use.\]](#)  
[21.9. Gaming Security Department](#)  
[21.10. Background Investigations](#)  
[21.11. Licenses, Generally](#)  
[21.12. Gaming Employee License](#)  
[21.13. Gaming Services Licensing and Non-Gaming Services-  
Permitting](#)  
[21.14. Gaming Facility License](#)  
[21.15. Gaming Operator License](#)  
[21.16. Games](#)  
[21.17. Allocation of Gaming Funds](#)  
[21.18. Audits](#)  
[21.19. Enforcement and Penalties](#)

1

<i>Analysis by the Legislative Reference Office</i>					
Title	Oneida Nation Gaming Ordinance (ONGO)				
Requester	Tamara Vanschyndel (Oneida Gaming Commission)	Drafter	Lynn Franzmeier, Krystal John	Analyst	Taniquele Thurner
Reason for Request	<p>On June 25, 2014, the Oneida Business Committee (OBC) adopted minor terminology amendments to ONGO, which replaced references to the Oneida Appeals Commission/Tribal Judicial System with the Tribal Judiciary. Those amendments were then submitted to the National Indian Gaming Commission (NIGC) for approval, as required. However, NIGC returned the submission after three discrepancies were found between ONGO and federal law/NIGC regulations. To address those discrepancies, the OBC adopted emergency amendments to ONGO on October 8, 2014, and extended the emergency adoption on April 22, 2015. The emergency amendments are set to expire on November 1<sup>st</sup>, 2015.</p> <p>Now, this draft is being presented for permanent adoption. The amendments include the changes adopted on an emergency basis, as well as additional changes made based on a request from the Oneida Gaming Commission and based on public meeting comments.</p>				
Purpose	Governs Oneida Tribal gaming				
Authorized/ Affected Entities	NIGC, Oneida Gaming Commission, the Oneida Tribal Judiciary				
Due Process	The Gaming Commission hears appeals of licensing decisions, then Judiciary				
Related Legislation	Gaming SOPs, an agreement between HRD and the Gaming Commission for conducting background investigations (as required by ONGO 21.10-1)				
Policy Mechanism	Licensing				
Enforcement	Licensing Suspension, Revocation				

2



### Overview

The proposed amendments make permanent the changes that were adopted on an emergency basis in 2014 in order to comply with NIGC requirements. Additional changes are made to one of those proposed amendments, and to:

- Clarify that the Oneida Gaming Commission (the Commission) may issue a Gaming License (hereinafter: license) to new employees after they have notified the National Indian Gaming Commission (NIGC) of the determination of eligibility, without needing to wait for approval, objections, or any other a response from NIGC.
- Clarify requirements pertaining to Rules of Play and Oneida Gaming Minimum Internal Controls (Minimum Internal Controls), and how they are reviewed and adopted. The main change in this section is that the OBC will no longer adopt the Rules of Play and Minimum Internal Controls; instead the Commission would have authority to adopt those, subject to a newly-added review process for the OBC.
- Add detail, and improve clarity and consistency throughout the Law.

### *Emergency Amendments*

The proposed amendments permanently adopt the changes adopted on an emergency basis on October 8, 2014, which were extended on April 22, 2015; which made in order to comply with federal law and NIGC requirements. These changes include:

1. Clarifying that the identity of any person interviewed in order to conduct a background investigation, is confidential. [21.10-2]
2. Requiring the Commission to retain various records for three years after a Gaming Employee's (hereinafter: employee) employment is terminated, instead of for seven years after the employee begins employment. [21.12-5(e)]
3. Adding that when the Commission makes a final decision to suspend, place a condition on or revoke a license based on information from NIGC that the employee is not eligible; the Commission must forward a copy of the decision to NIGC within 45 days. [21.12-9(e)]. These proposed permanent amendments also require the Commission to forward a copy of a final decision to suspend, place a condition on, or revoke a license when that action was taken based on information from another source besides NIGC. This additional change to ONGO is being made to reflect the Commission's current practice of doing so. [21.12-9(e)]

### *Eligibility Determinations and Notifying NIGC*

When a new employee begins working at a Gaming Operation, his or her employment application, along with specific other information listed in the Law, must be submitted by the employee to the Commission, instead of from the Commission to the NIGC. [21.12-5(a)]

Within 60 days after a new employee starts, the Commission is still required to review the employee's background investigation, make a determination of whether the employee is eligible for a license, and to provide this information and determination to NIGC. However, the amendments add more detail - instead of just requiring the Commission to submit a "report" to NIGC, the amended Law requires the Commission to create an Investigative Report based on the employee's background investigation, and then, to submit to NIGC a Notice of Results of Background Investigation (Notice of Results). The amendments also identify the purpose for submitting this notice/information to NIGC: it is submitted for inclusion in the Indian Gaming Individual Record System. [21.12-5(b) and (c)]

New language identifies specific information that must be included in the Investigative

## 49 Report and/or Notice of Results:

- 50 • The Investigative Report must identify the steps taken in conducting the employee’s  
51 background investigation, the results obtained, the conclusions reached and the basis for  
52 those conclusions. It must also identify:
- 53 ○ License(s) that have previously been denied;
  - 54 ○ Gaming licenses that have been revoked, even if subsequently reinstated;
  - 55 ○ Every known criminal charge brought against the employee within the 10 years  
56 before the application;
  - 57 ○ Every felony conviction or any ongoing prosecution. [21.12-5(c) and (d)(3)]
- 58 • The Notice of Results must include a copy of the Commission’s eligibility determination  
59 for that employee, a summary of the Investigative Report, and the employee’s name, date  
60 of birth, social security number, and start date. The amendments also add that additional  
61 or alternate information will be forwarded as directed in NIGC regulations or rules.  
62 [21.12-5(d)]

63

64 *Issuing a License to New Employees*

65 Amendments clarify that the Commission does not need to wait for a response from  
66 NIGC before issuing a license to the employee – after submitting the Notice of Results to NIGC,  
67 the Commission may issue the license at any time. [21.12-6] To support this, new language is  
68 added to clarify that the Commission not only makes the final decision on whether to issue a  
69 license, but also on whether to suspend or revoke a license, if one has already been issued.  
70 [21.12-8]

71 New requirements are added to reflect this change:

- 72 • Now, whenever the Commission issues or denies the issuance of a license to an employee,  
73 the Commission must notify NIGC within 30 days. [21.12-6]
- 74 • Any employee who does not have a license 90 days after the start of employment shall have  
75 his or her employment terminated. [21.12-6]
- 76 • If the NIGC notifies the Commission that an employee is not eligible for employment, the  
77 Commission must immediately suspend the employee’s license and provide the employee  
78 with written notice of the suspension and revocation, and notice of a time and place for a  
79 hearing on the proposed revocation. [21.12-8(d).]

80

81 **Rules of Play and Oneida Gaming Minimum Internal Controls**

82 The amendments change some of the requirements relating to Rules of Play and Oneida  
83 Gaming Minimum Internal Controls (Minimum Internal Controls), as follows:

- 84 • Rules of Play and Minimum Internal Controls are adopted by the Commission, instead of  
85 by the OBC; and still become effective upon adoption. The amendments add that the  
86 Rules of Play and Minimum Internal Controls adopted by the Commission are subject to  
87 review by the OBC. [21.6-14(d)] Provisions are added to the law to set out a process for  
88 that OBC review, as follows:
  - 89 ○ After the Commission adopts the Rules of Play/Minimum Internal Controls, the  
90 Commission must provide notice of the adoption to the OBC at the next available  
91 regularly scheduled OBC meeting. [21.6-14(d)(3)]
  - 92 ○ After reviewing the Rules of Play/Minimum Internal Controls, if the OBC has any  
93 concerns/requested revisions, the Commission is required to “work with” the  
94 OBC to address them. While doing so, the Rules of Play and Minimum Internal

95 Controls adopted by the Commission remain in effect, unless the OBC repeals  
96 them - in which case, the Rules/Minimum Internal Controls that were previously  
97 in effect immediately before those that were repealed, will be automatically  
98 reinstated and effective.[21.6-14(d)(3)(A)]

- 99 ○ Within 30 days after the notice of adoption is provided to the OBC, if the  
100 Commission does not receive written notice that the OBC intends to repeal or  
101 amend the Rules of Play/ Minimum Internal Controls, then they will remain in  
102 effect as adopted by the Commission. [21.6-14(d)(3)(A)]
- 103 ○ If the OBC pursues amendments to the Rules of Play and Minimum Internal  
104 Controls, there are three possible outcomes:
  - 105 ▪ If the Commission and OBC agree upon the amendments, the Commission  
106 must adopt revised Rules of Play/Minimum Internal Controls as  
107 discussed/agreed upon by the OBC.
  - 108 ▪ If the Commission and OBC do not agree on what amendments to make,  
109 the OBC may adopt revised Rules of Play/Minimum Internal Controls that  
110 incorporate the amendments the OBC deems necessary.
  - 111 ▪ After six months have passed since the OBC initiates amendments, if  
112 neither the Commission nor the OBC has adopted revised Rules of  
113 Play/Minimum Internal Controls, the Rules of Play and Minimum Internal  
114 Controls adopted by the Commission remain in effect. [21.6-14(d)(3)(C)]
- 115 ● To clarify responsibilities, the amended Law makes Senior Gaming Management, instead  
116 of Gaming Operations, responsible for reviewing and providing comments on any  
117 proposed Rules of Play or Minimum Internal Controls.
- 118 ● The amendments change the explanation of what Rules of Play and Minimum Internal  
119 Controls are. Instead of “adopted and approved industry standards,” they are identified as  
120 “minimum standards.” And instead of stating that these standards are “for Gaming  
121 Operations,” the amendments identify them as standards “with which the Gaming  
122 Operations are required to comply and are audited against.” [21.6-14]

#### 124 **Other**

125 Additional changes made to the Law include:

- 126 ● Adding that when the OBC makes an appointment to fill a vacancy on the Commission  
127 for an unexpired term of office, it must be done pursuant to the Comprehensive Policy  
128 Governing Boards, Committees and Commissions. [21.6-13]
- 129 ● Deleting a reference to the Administrative Procedures Act (APA) and replacing it with a  
130 reference to the Tribe’s “administrative procedures law.” This would resolve potential  
131 conflict with future changes to (or repeal of) the APA. [21.12-9(g)]
- 132 ● Clarifying responsibilities by identifying the Commission as responsible for taking the  
133 fingerprints required for a license application. [21.12-2(m)]
- 134 ● Specifically identifying what must be included in the Commission’s written decision  
135 when a licensing decision is appealed: a determination of whether to uphold their original  
136 licensing decision, including whether to revoke or reinstate a license. [21.12-10]
- 137 ● Adding that per capita payments can only be made pursuant to an approved revenue  
138 allocation plan. [21.17-1(b)]

#### 140 **Miscellaneous**

141 Sections 21.2 and 21.4 were updated to comply with the requirements of the Legislative  
142 Procedures Act. Various other minor amendments were made to ensure compliance with tribal  
143 drafting and formatting standards. These changes did not affect the content of the Law.

144 A public meeting has not been held.

145  
146

#### Considerations

147 1. Although both Federal Law [25 CFR 558.4] and this Law [21.12-9(e)] require certain  
148 licensing/hearing decisions to be sent to NIGC within 45 days, 21.12-10 also provides that any  
149 person aggrieved by a licensing decision of the Commission may appeal the decision by filing a  
150 request for an original hearing before the Commission, within 15 days after receiving the  
151 decision. The Commission must certify the record within 30 days, and issue a written decision  
152 within 120 days after receiving the request, and then that decision may be appealed to the  
153 Judiciary on another timeline. These timelines exceed the 45 day-requirement and the Law does  
154 not identify whether any later decision would also need to be submitted to NIGC.

155

156 *Recommendation:* The LOC may want to consider identifying a timeline for notifying NIGC of  
157 any later decisions, and/or a requirement for notifying NIGC when any decisions that are  
158 submitted to NIGC are appealed.

159

160 2. Currently, the after the Commission determines that an applicant is eligible to be licensed,  
161 they notify NIGC, and then wait for a response from NIGC before issuing licenses. The Law sets  
162 out a 30-day period for NIGC to respond after receiving notification. The current requirements  
163 are that, within 30 days after receiving notice from the Commission about a new employee:

- 164 • The NIGC Chairman may request additional information from the Commission  
165 concerning the employee, and such a request suspends the 30-day period until the NIGC  
166 Chairman receives the additional information.
- 167 • If NIGC notifies the Commission that it has no objection to issuing the license, the  
168 Commission may grant the license to the employee.
- 169 • If the NIGC objects to issuing a license to the employee, the Commission must  
170 reconsider, but still makes the final decision.

171 By comparison, under the amendments, the Commission may issue or suspend a license without  
172 waiting for NIGC approval. However, the proposed amended Law still identifies this 30-day  
173 period for NIGC to respond after being notified of the Commission’s determination of eligibility  
174 for an employee to be licensed – specifically, it now says that if NIGC notifies the Commission  
175 that it has no objection, the Commission may grant the license if it hasn’t already done so. And if  
176 NIGC objects to the issuance of a license to the employee, the Commission still makes the final  
177 decision as to whether to issue a license, or if a license has already been issued, whether to  
178 suspend/revoke the license.

179 Now that the Commission does not have to wait for a response from NIGC before issuing a  
180 license, this 30-day deadline does not serve a purpose. It was identified in the current law so that  
181 there would be direction on what happens if NIGC does not respond in a timely manner. As  
182 written, this amended section may be confusing - for example, the Chairman of NIGC may  
183 request more information about an applicant during that 30 day period – but what happens if they  
184 request that information after the 30 day period? This could be interpreted as meaning that the  
185 Commission does not need to comply with a request from the NIGC chair for more information,  
186 after those 30 days. Also, a request from the Chairman “tolls” (pauses) the 30 day period, and

187 there does not seem to be a reason to toll a 30-day period since the Commission no longer has to  
188 wait for a response from NIGC before making a licensing decision.

189  
190 *Recommendation:* The LOC may want to consider deleting the 30-day requirement or more  
191 clearly identifying when or how it is still necessary.

192  
193 3. It may be beneficial to review the language regarding amendments to the Rules of Play and  
194 Minimum Internal Controls, for consistency and clarity:

- 195 • [21.6-14(d)(3)(B)]- “within thirty (30) days of the date the Oneida Business Committee is  
196 provided notice of the Rules of Play and Oneida Gaming Minimum Internal Controls  
197 adopted by the Commission.” – to ensure there is no confusion, and so that readers don’t  
198 have to refer to other sections to find out when this date might be, it may be beneficial to  
199 revise that to clarify that it means within 30 days after the OBC meeting at which the  
200 Commission provided such notice, or within 30 days after the Commission submits  
201 notice of adoption.
- 202 • [21.6-14(d)(3)(C)] “the date the amendments are initiated by the Oneida Business  
203 Committee” may not be sufficiently clear, because the Law does not identify specifically  
204 how the OBC initiates amendments (*i.e.* does it mean the date the OBC gives a directive  
205 to the LOC to process amendments, the date the OBC submits notice to the Commission  
206 of intent to amend/pepeal; or the date the item is added to the Legislative Operating  
207 Committee’s Active Files List?) To ensure clarity, it is recommended that this provision  
208 be revised to refer to the date the Commission receives notice from the OBC of intent to  
209 repeal; or any other date that might be intended.

211  
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## Chapter 21 Oneida Nation Gaming Ordinance

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### 21.1. Purpose and Policy

216 21.1-1. *Purpose.* The purpose of this Ordinance is to set forth the laws of the Oneida Tribe of  
217 Indians of Wisconsin regarding all Gaming Activities conducted within the jurisdiction set forth  
218 in this Ordinance. It is intended to govern the Gaming Activities of all persons, Gaming  
219 Employees, consultants, business entities, vendors, boards, committees, commissions and  
220 hearing bodies. This Ordinance does not authorize the operation of Gaming by a private person  
221 or private entity for gain. This Ordinance shall govern all Gaming Activities occurring on lands  
222 under the jurisdiction set forth in this Ordinance and all individuals or entities engaged in  
223 Gaming Activities, including those providing goods or services to any person or entity engaged  
224 in Gaming Activities.

225 21.1-2. *Policy.* It is the policy of this Ordinance to ensure that the Oneida Tribe is the primary  
226 beneficiary of its Gaming Operations and has the sole proprietary interest, and that Gaming  
227 Activities within the jurisdiction set forth in this Ordinance are conducted fairly and honestly,  
228 and that all internal departments, enterprises, officials and employees of the Oneida Tribe work  
229 cooperatively to advance the best interests of the Oneida Tribe to protect the Tribe’s gaming  
230 resources, protect the integrity of all ~~gaming activities~~Gaming Activities operated under the  
231 jurisdiction set forth in this Ordinance and to ensure fairness of all games offered to the Tribe’s  
232 gaming patrons.

233

234 **21.2. Adoption, Amendment, ~~Applicability,~~ Repeal**

235 21.2-1. *Adoption.* This Ordinance ~~is~~was adopted ~~under the authority of the Constitution of by~~ the  
 236 Oneida ~~Tribe of Indians of Wisconsin by Oneida~~ General Tribal Council ~~Resolution # 7~~by  
 237 resolution GTC-07-05-04-A and amended by resolutions BC-10-06-04-D, BC-3-23-05-C, BC-9-  
 238 23-09-D and BC-06-25-14-B; and

239 21.2-2. *Amendment.* This Ordinance may be amended or repealed by the Oneida Business  
 240 Committee or the Oneida General Tribal Council pursuant to the procedures set out in  
 241 accordance with Tribal law the Legislative Procedures Act.

242 21.2-3. *Severability.* Should a provision of this Ordinance or the application ~~of this Ordinance~~  
 243 thereof to any person or circumstances be held as invalid, ~~the~~such invalidity shall not ~~effect~~affect  
 244 other provisions of this Ordinance.

245 ~~21.2-4. All other Oneida laws, policies, regulations, rules, resolutions, motions and all other~~  
 246 ~~similar actions~~ which are considered to have legal force without the invalid portions.

247 21.2-4. In the event of a conflict between a provision of this Ordinance and a  
 248 provision of another law are hereby repealed unless specifically re-enacted after adoption, the  
 249 provisions of this law. Specifically, Ordinance shall control. Provided that, this Ordinance  
 250 repeals the following ~~resolutions are repealed by this law:~~

- 251 (a) BC-~~404~~-21-89-D (Adoption of the Oneida Gaming Control Ordinance);  
 252 (b) GTC-03-04-91-A (Establishing 7 elected Gaming Commissioners and Bingo  
 253 standards);  
 254 (c) GTC-~~7-607-06~~-92-A (Amendments to Gaming SOP Manual);  
 255 (d) GTC-~~7-607-06~~-92-B (Adoption of the Comprehensive Gaming Ordinance);  
 256 (e) BC-~~303~~-16-94-A; (Comprehensive Gaming Ordinance Interpretation); and  
 257 (f) BC-~~404~~-5-95-D (Amendments to the Comprehensive Gaming Ordinance).

258 21.2-5. ~~Name.~~ This Ordinance is adopted under authority of the Constitution of the Oneida  
 259 Tribe of Indians of Wisconsin.

260 21.2-6. Name. shall This Ordinance is to be known as the Oneida Nation Gaming Ordinance or  
 261 ONGO.

262 21.2-~~67~~. *Preemptive Authority.* The Gaming Commission shall be the original hearing body  
 263 authorized to hear licensing decisions as set forth in this Ordinance.

264

265 **21.3. Jurisdiction**

266 21.3-1. *Territorial Jurisdiction.* This Ordinance extends to all land within the exterior  
 267 boundaries of the Reservation of the Tribe, as established pursuant to the 1838 Treaty with the  
 268 Oneida, 7 Stat. 566, and any lands added thereto pursuant to federal law.

269 21.3-2. *Subject Matter Jurisdiction.* This Ordinance applies to all Gaming conducted within the  
 270 territorial jurisdiction of the Oneida Tribe as set forth in section 21.3-1.

271 21.3-3. *Personal Jurisdiction.* This Ordinance ~~shall govern~~governs:

- 272 ———(a) the Tribe;  
 273 ———(b) tribal members; and  
 274 (c) individuals and businesses leasing, occupying, or otherwise using Tribal ~~fee land~~Fee  
 275 Land on the Reservation and all Tribal Trust ~~Lands~~Land.

276

277 **21.4. Definitions**

278 21.4-1. This section shall govern the definitions of words and phrases used ~~in~~within this

279 | Ordinance. Words and phrases capitalized ~~through-out~~throughout this document refer to the  
280 | defined words and phrases in this section. All words or phrases not defined ~~in this section~~herein  
281 | shall be ~~interpreted based on~~used in their plain-ordinary and everyday ~~meaning~~sense.

282 | ~~21.4.2.~~ (a) *Applicant* means any person or entity who has applied for a License from  
283 | the Oneida Gaming Commission or the Oneida Business Committee.

284 | ~~21.4.3.~~ (b) *Background Investigation* means a standard and thorough investigation  
285 | conducted by the Oneida Tribe in compliance with this Ordinance, Commission  
286 | regulations, Oneida Gaming Minimum Internal Controls, the IGRA and the Compact.  
287 | Such investigations may be in cooperation with federal, state, or Tribal law enforcement  
288 | agencies.

289 | ~~21.4.4.~~ (c) *Class I Gaming* means social games solely for prizes of minimal value or  
290 | traditional forms of Indian gaming engaged in by individuals as a part of, or in  
291 | connection with, Tribal ceremonies or celebrations.

292 | ~~21.4.5.~~ (d) *Class II Gaming* means:

293 | (a1) The game of chance commonly known as bingo (whether or not electronic,  
294 | computer or other technologic aids are used in connection therewith) in which:

295 | (1A) The game is played for prizes, including monetary prizes, with cards  
296 | bearing numbers or other designations.

297 | (2B) The holder of the card covers such numbers or designations when  
298 | objects, similarly numbered or designated, are drawn or electronically  
299 | determined.

300 | (3C) The game is won by the first person covering a previously  
301 | designated arrangement of numbers or designation on such cards,  
302 | including (if played in the same location) pull-tabs, lotto, punch boards, tip  
303 | jars, instant bingo and other games similar to bingo.

304 | ~~(b)~~ (2) Card games that:

305 | (1A) Are explicitly authorized by the laws of the State; or

306 | (2B) Are not explicitly prohibited by the laws of the State and are played  
307 | at any location in the State, but only if such card games are played in  
308 | conformity with laws and regulations (if any) of the State regarding hours  
309 | or periods of operation of such card games or limitations on wagers or pot  
310 | sizes in such card games. Class II Gaming does not include any banking  
311 | card games, including baccarat, chemin de fer, or blackjack (twenty-one),  
312 | or electronic or electro-mechanical facsimiles of any game of chance or  
313 | slot machines of any kind.

314 | ~~21.4.6.~~ (e) *Class III Gaming* means all forms of Gaming that are not Class I or Class  
315 | II.

316 | ~~21.4.7.~~ (f) *Commission* means the Oneida Gaming Commission as established by this  
317 | Ordinance.

318 | ~~21.4.8.~~ (g) *Commissioner* means a duly elected member of the Oneida Gaming  
319 | Commission.

320 | ~~21.4.9.~~ (h) *Compact* means the 1991 Tribe-State Gaming Compact between the Tribe  
321 | and the State of Wisconsin as amended and any future amendments or successor compact  
322 | entered into by the Tribe and State and approved by the Secretary of the United States  
323 | Department of Interior.

324 | ~~21.4.10.~~ (i) *Compliance Certificate* means a certificate issued by an agency with the

325 authority and responsibility to enforce applicable environmental, health or safety  
326 standards, which states that a Gaming Facility complies with these standards.

327 | ~~21.4-11.~~ (j) *Environmental Assessment* means a document prepared and issued in  
328 compliance with the National Environmental Policy Act of 1969, 42 U.S.C. sec. 4321 et  
329 seq., and all related Federal regulations.

330 | ~~21.4-12.~~ (k) *Fraud* means any act of trickery or deceit used to or intended to gain  
331 control or possession of the property of another.

332 | ~~21.4-13.~~ (l) *Games, Gaming, or Gaming Activity* means all forms of any activity,  
333 operation, or game of chance that is considered Class II or Class III Gaming, provided  
334 that this definition does not include Class I Gaming.

335 | ~~21.4-14.~~ (m) *Gaming Employee* means any person employed by a Gaming Operation.

336 | ~~21.4-15.~~ (n) *Gaming Facility* or *Gaming Facilities* means any location or structure,  
337 stationary or movable, wherein Gaming is permitted, performed, conducted, or operated.  
338 Gaming Facility does not include the site of a fair, carnival, exposition, or similar  
339 occasion.

340 | ~~21.4-16.~~ (o) *Gaming Operation* means the conduct of Gaming Activities and related  
341 business activities in Gaming Facilities and areas where Gaming Employees are  
342 employed or assigned.

343 | ~~21.4-17.~~ (p) *Gaming Operator* means the Tribe, an enterprise owned by the Tribe, or  
344 such other entity of the Tribe as the Tribe may from time to time designate as the wholly-  
345 owned entity having full authority and responsibility for the operation and management  
346 of Gaming Operations.

347 | ~~21.4-18.~~ (q) *Gaming Services* means the provision of any goods and services, except  
348 legal services and accounting services, to a Gaming Operation, including, but not limited  
349 to, equipment, transportation, food, linens, janitorial supplies, maintenance, or security  
350 services.

351 | ~~21.4-19.~~ (r) *Indian Gaming Regulatory Act* or *IGRA* means Public Law 100-497, 102  
352 Stat. 2426, 25 U.S.C. sec. 2701, *et seq.*, as amended.

353 | ~~21.4-20.~~ (s) *Judiciary*<sup>2</sup> means the judicial system that was established by Oneida  
354 General Tribal Council resolution GTC #1-07-13-B to administer the judicial authorities  
355 and responsibilities of the Tribe.

356 | ~~21.4-21.~~ (t) *License* means a certificate or other document that represents the grant of a  
357 revocable authorization to conduct the licensed activity. A ~~License~~License must be  
358 supported by a physical document, badge, certification or other physical manifestation of  
359 the issuance of the revocable authorization to conduct the licensed activity.

360 | ~~21.4-22.~~ (u) *Licensee* means a person or entity issued a valid License.

361 | ~~21.4-23.~~ (v) *NIGC* means the National Indian Gaming Commission.

362 | ~~21.4-24.~~ (w) *Oneida Business Committee* means the elected governing body of the  
363 Tribe exercising authority delegated from the Oneida General Tribal Council of the  
364 Oneida Tribe of Indians of Wisconsin under Article IV of the Constitution and By-laws  
365 for the Oneida Tribe of Indians of Wisconsin, approved December 21, 1936, as thereafter  
366 amended.

367 | ~~21.4-25.~~ (x) *Oneida General Tribal Council* means the governing body of the Oneida  
368 Tribe of Indians of Wisconsin as determined by the Tribe's Constitution.

369 | ~~21.4-26.~~ (y) *Ordinance or ONGO* means the Oneida Nation Gaming Ordinance as it  
370 may from time to time be amended.



371 | ~~21.4-27. (z)~~ Regulatory Incident means the occurrence of any event giving rise to a  
372 | potential or alleged non-compliance with a gaming regulation, ordinance, law or policy  
373 | involving any person or Licensee on the premises of a Gaming Facility.

374 | ~~21.4-28. (aa)~~ Remediation means efforts taken to reduce the source and migration of  
375 | environmental contaminants at a site.

376 | ~~21.4-29. (bb)~~ Reservation means all lands within the exterior boundaries of the  
377 | Reservation of the Oneida Tribe of Indians of Wisconsin, as created pursuant to the 1838  
378 | Treaty with the Oneida, 7 Stat. 566, and any lands added thereto pursuant to federal law.

379 | ~~21.4-30. (cc)~~ Senior Gaming Management means the gaming general manager, assistant  
380 | gaming general managers, gaming directors and assistant gaming directors.

381 | ~~21.4-31. (dd)~~ State means the State of Wisconsin, its authorized officials, agents and  
382 | representatives.

383 | ~~21.4-32. (ee)~~ Tribe means the Oneida Tribe of Indians of Wisconsin.

384 | ~~21.4-33. (ff)~~ Tribal Fee Land means all land to which the Tribe holds title in fee  
385 | simple.

386 | ~~21.4-34. (gg)~~ Tribal Trust Land means all land to which the United States holds title for  
387 | the benefit of the Tribe pursuant to federal law.  
388 |

### 389 | **21.5. Oneida Business Committee: Powers and Duties**

390 | 21.5-1. The Oneida Business Committee retains the power and duty to enter into agreements or  
391 | compacts with the State under the Indian Gaming Regulatory Act.-

392 | 21.5-2. The Oneida Business Committee retains the power and duty to enter into agreements  
393 | with local governments and other Tribal governments for services or cooperative ventures for the  
394 | Gaming Operations.

395 | 21.5-3. The Oneida Business Committee has the exclusive power and duty to enter into  
396 | contracts and agreements affecting the assets of the Tribe, except for those assets that were  
397 | placed under the responsibility of the Oneida Land Commission under Chapter 67, Real Property  
398 | Law.-

399 | 21.5-4. The Oneida Business Committee delegates to the Commission, as set out in section 21.6-  
400 | 14, certain authorities and responsibilities for the regulation of Gaming Activities, Gaming  
401 | Operations, Gaming Operators, Gaming Employees, Gaming Facilities, Gaming Services, and  
402 | enforcement of laws and regulations, as identified in this Ordinance.

403 | 21.5-5. The Oneida Business Committee retains the duty and responsibility to safeguard all  
404 | funds generated by the Gaming Operations and all other authorities and responsibilities not  
405 | delegated by a specific provision of this Ordinance.

406 | 21.5-6. The Chairperson of the Tribe ~~shall~~must be the designated and registered agent to receive  
407 | notice of violations, orders, or determinations which are issued pursuant to the Indian Gaming  
408 | Regulatory Act and the Compact.  
409 |

### 410 | **21.6. Oneida Gaming Commission**

411 | 21.6-1. Establishment and Purpose. The Oneida Business Committee has established the  
412 | Oneida Gaming Commission for the purpose of regulating all Gaming Activities. The  
413 | Commission is an elected body comprised of four (4) members, provided that, the Oneida  
414 | Business Committee may, upon request of the Commission, increase the number of  
415 | Commissioners by resolution without requiring amendment of this Ordinance.

416 | 21.6-2. Location and Place of Business. The Commission shall maintain its offices and

417 principal place of business within the Reservation.

418 | 21.6-3. *Duration and Attributes.* The Commission shall~~will~~ have perpetual existence and  
 419 succession in its own name, unless dissolved by Tribal law. Operations of the Commission  
 420 | ~~shall~~must be conducted on behalf of the Tribe for the sole benefit of the Tribe and its members.  
 421 The Tribe reserves unto itself the right to bring suit against any person or entity in its own right,  
 422 on behalf of the Tribe, or on behalf of the Commission, whenever the Tribe considers it  
 423 necessary to protect the sovereignty, rights, and interests of the Tribe or the Commission.

424 | 21.6-4. *Sovereign Immunity of the Tribe.-*

425 (a) All inherent sovereign rights of the Tribe with regard to the existence and activities of  
 426 | the Commission are hereby expressly reserved.-

427 (b) The Tribe confers upon the Commission sovereign immunity from suit as set forth in  
 428 | the Tribe's Sovereign Immunity Ordinance.—

429 (c) Nothing in this Ordinance nor any action of the Commission ~~shall~~may be construed  
 430 to be a waiver of its sovereign immunity or that of the Tribe, or consent by the  
 431 Commission or the Tribe to the jurisdiction of the Judiciary, the United States, any state,  
 432 or any other tribe, or consent by the Tribe to any suit, cause of action, case or  
 433 controversy, or the levy of any judgment, lien, or attachment upon any property of the  
 434 Commission or the Tribe.

435 21.6-5. *Requirements of Commission Membership.*

436 | (a) *Qualifications.* Candidates for election or appointment to the Commission ~~shall~~must  
 437 be at least twenty-one (21) years of age on the day of the election or on the day of  
 438 | appointment. In addition, ~~Candidates~~candidates for election to the Commission shall  
 439 meet the following qualifications within five (5) business days after a caucus for elected  
 440 positions on the Commission. Candidates for appointment to the Commission shall meet  
 441 the following qualifications on the day of appointment to a vacancy on the Commission  
 442 | under section 21.6-13:

443 (1) Be an enrolled member of the Tribe;

444 (2) Have a minimum of three (3) years of education experience, employment  
 445 experience and/or regulatory experience in Gaming Operations related to Gaming  
 446 Activity, Gaming law, Gaming control or regulation, or Gaming accounting or of  
 447 any combination of the foregoing; and

448 (3) Meet all other qualifications set forth in this Ordinance.

449 | (b) *Conflict of Interest.* No person ~~shall~~may be considered for election or appointment as  
 450 a Commissioner until the candidate has disclosed all conflicts of interest as defined by the  
 451 Oneida Conflict of Interest Policy.

452 | (c) *Background Investigation.* No person ~~shall~~may be considered for election or  
 453 appointment as a Commissioner until a preliminary ~~background investigation~~Background  
 454 | Investigation has been completed and the person has been found to meet all  
 455 qualifications.

456 (d) Swearing into office is subject to a Background Investigation regarding the  
 457 qualifications set forth in sections 21.6-5 and 21.6-6 upon being elected or appointed to  
 458 office.

459 21.6-6. Unless pardoned for activities under subsection (a) and/or (d) by the Tribe, or pardoned  
 460 for an activity under subsection (a) and/or (d) by another Federally-recognized Indian Tribe for  
 461 an action occurring within the jurisdiction of the Federally-recognized Indian Tribe, or pardoned  
 462 for an activity under subsection (a) and/or (d) by the State or Federal government, no individual

463 | ~~shall~~may be eligible for election or appointment to, or to continue to serve on, the Commission,  
464 | who:

465 | (a) Has been convicted of, or entered a plea of guilty or no contest to, any of the  
466 | following:<sup>1</sup>

467 | (1) Any gambling-related offense;

468 | (2) Any offense involving Fraud or misrepresentation;

469 | (3) Any offense involving a violation of any provision of chs. 562 or 565, Wis.  
470 | Stats., any rule promulgated by the State of Wisconsin Department of  
471 | Administration, Division of Gaming or any rule promulgated by the Wisconsin  
472 | Racing Board;

473 | (4) A felony not addressed in paragraphs 1, 2, or 3, during the immediately  
474 | preceding ten (10) years; or

475 | (5) Any offense involving the violation of any provision of Tribal law regulating  
476 | the conduct of Gaming Activities, or any rule or regulation promulgated pursuant  
477 | thereto.

478 | (b) Has been determined by the Tribe to be a person whose prior activities, criminal  
479 | record if any, or reputation, habits, and associations pose a threat to the public interest or  
480 | to the effective regulation and control of Gaming, or create or enhance the dangers of  
481 | unsuitable, unfair, or illegal practices, methods, or activities in the operation of Gaming  
482 | or the carrying on of the business and financial arrangements incidental thereto;

483 | (c) Possesses a financial interest in or management responsibility for any Gaming  
484 | Activity or Gaming Services vendor;

485 | (d) Has been convicted of a crime involving theft, Fraud, or conversion against the  
486 | Tribe;

487 | (e) Has been removed from any office pursuant to the Oneida Removal Law within the  
488 | past five (5) years; or

489 | (f) Is a sitting Commissioner whose term is not concluded at the time of that election or  
490 | appointment action.

491 | 21.6-7. *Term of Office.* Commissioners shall serve five (5) year terms and shall serve until a  
492 | successor takes the oath of office. Terms of office ~~shall~~must be staggered.

493 | 21.6-8. *Official Oath.* Each Commissioner shall take the official oath at a regular or special  
494 | Oneida Business Committee meeting prior to assuming office. Upon being administered the oath  
495 | of office, a Commissioner shall assume the duties of office and ~~shall~~must be issued a security  
496 | card setting forth his or her title and term of office.

497 | 21.6-9. *Full-time Status.* The Commission shall identify the appropriate work schedule for its  
498 | members. Each Commissioner shall perform his or her duties and responsibilities on a full-time  
499 | basis and ~~will~~shall devote his or her entire work and professional time, attention and energies to  
500 | Commission business, and ~~will~~may not, during his or her tenure in office, be engaged in any  
501 | other profession or business activity that may impede the Commissioner's ability to perform  
502 | duties on behalf of the Commission or that competes with the Tribe's interests.

503 | 21.6-10. ~~By-laws~~Bylaws. The Commission shall adopt bylaws subject to review and approval

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<sup>1</sup> This section taken substantially from Section IX of the Tribe-State Gaming Compact.

504 by the Oneida Business Committee.

505 21.6-11. *Budget and Compensation.* The Commission shall function pursuant to an annual  
506 budget. The Oneida Business Committee shall submit the operating budget of the Commission  
507 for approval in the same fashion as all other Tribal budgets. Compensation of Commissioners  
508 ~~shall~~is not ~~be~~ subject to the Tribe's Comprehensive Policy Governing Boards, Committees, and  
509 Commissions, but ~~shall~~must be established by the Commission in a manner consistent with the  
510 Commission's internal rules and ~~by laws~~bylaws. The Commission shall adopt internal rules  
511 consistent with the existing Tribal accounting practices to verify its budgetary expenditures.

512 21.6-12. *Removal.* Removal of Commissioners ~~shall~~must be pursuant to the Oneida Removal  
513 Law.-

514 21.6-13. *Vacancies.* Any vacancy in an unexpired term of office, however caused, ~~shall~~must be  
515 filled by appointment by the Oneida Business Committee of a person qualified pursuant to  
516 sections 21.6-5 and 21.6-6 pursuant to the Comprehensive Policy Governing Boards,  
517 Committees and Commissions.

518 21.6-14. *Authority and Responsibilities.* Subject to any restrictions contained in this Ordinance  
519 or other applicable law, the Commission is vested with powers including, but not limited to the  
520 following:

521 (a) To exercise all power and authority necessary to effectuate the gaming regulatory  
522 purposes of this Ordinance, IGRA, Oneida Gaming Minimum Internal Controls, and the  
523 Compact. Unless otherwise indicated in this Ordinance or Commission regulation, or  
524 authorized by majority vote of the Commission, no Commissioner ~~shall~~may act  
525 independently of the Commission. Any such action may constitute grounds for removal.

526 (b) To promote and ensure the integrity, security, honesty, and fairness of the regulation  
527 and administration of Gaming.

528 (c) To draft, and approve, subject to review and adoption by the Oneida Business  
529 Committee, regulations pursuant to this Ordinance for the regulation of all Gaming  
530 Activity, including processes for enforcement of such regulations consistent with Tribal  
531 law.

532 (d) To draft, and approve, ~~subject to review and adoption by the Oneida Business~~  
533 ~~Committee,~~ the Rules of Play and Oneida Gaming Minimum Internal Controls; provided  
534 that, Rules of Play and Oneida Gaming Minimum Internal Controls ~~shall~~ require review  
535 and comment by ~~the~~Senior Gaming Operation Management prior to approval by the  
536 Commission; and ~~those comments shall be included in any submission~~are subject to  
537 review by the Oneida Business Committee. ~~Rules of Play and Oneida Gaming Minimum~~  
538 ~~Internal Controls are adopted and approved industry standards for Gaming Operations.~~

539 (1) Rules of Play and Oneida Gaming Minimum Internal Controls are minimum  
540 standards with which the Gaming Operations are required to comply and are  
541 audited against.

542 (2) Comments received from Senior Gaming Management must be included in  
543 any submission to the Oneida Business Committee.

544 (3) Rules of Play and Oneida Gaming Minimum Internal Controls are effective  
545 upon adoption by the Commission. The Commission shall provide notice of  
546 adoption of the Rules of Play and/or Oneida Gaming Minimum Internal Controls  
547 to the Oneida Business Committee at the next available regularly scheduled  
548 Oneida Business Committee meeting following such adoption. If the Oneida  
549 Business Committee has any concerns and/or requested revisions upon review of

550 the Rules of Play and Oneida Gaming Minimum Internal Controls, the  
551 Commission shall work with the Oneida Business Committee to address such  
552 concerns and/or requested revisions.

553 (A) Unless the Oneida Business Committee repeals the Rules of Play  
554 and/or the Oneida Gaming Minimum Internal Controls adopted by the  
555 Commission, they will remain in effect while the Commission and the  
556 Oneida Business Committee jointly work to amend the Rules of Play  
557 and/or the Oneida Gaming Minimum Internal Controls adopted by the  
558 Commission.

559 (i) Should the Oneida Business Committee repeal the Rules of  
560 Play and/or the Oneida Gaming Minimum Internal Controls  
561 adopted by the Commission, the Rules of Play and/or the Oneida  
562 Gaming Minimum Internal Controls that were in effect  
563 immediately previous to those repealed will be automatically  
564 reinstated and effective immediately upon the repeal of the Rules  
565 of Play and/or the Oneida Gaming Minimum Internal Controls  
566 adopted by the Commission.

567 (B) If the Commission does not receive written notice from the Oneida  
568 Business Committee of intent to repeal or amend the Rules of Play and/or  
569 the Oneida Gaming Minimum Internal Controls within thirty (30) days of  
570 the date the Oneida Business Committee is provided notice of the Rules of  
571 Play and/or the Oneida Gaming Minimum Internal Controls adopted by  
572 the Commission, they will remain in effect as adopted by the Commission.

573 (C) Should the Oneida Business Committee pursue amendments to the  
574 Rules of Play and/or the Oneida Gaming Minimum Internal Controls  
575 adopted by the Commission, the amendments must be completed through  
576 one (1) of the following actions within six (6) months from the date the  
577 amendments are initiated by the Oneida Business Committee:

578 (i) if the Commission and the Oneida Business Committee reach  
579 an agreement as to the content of the amendments, the  
580 Commission must adopt revised Rules of Play and/or the Oneida  
581 Gaming Minimum Internal Controls that have been discussed with  
582 and agreed upon by the Oneida Business Committee; or

583 (ii) if the Commission and the Oneida Business Committee do not  
584 reach an agreement as to the content of the amendments, the  
585 Oneida Business Committee may adopt revised Rules of Play  
586 and/or the Oneida Gaming Minimum Internal Controls that  
587 incorporate the amendments it deems necessary.

588 (D) If revised Rules of Play and/or Oneida Gaming Minimum Internal  
589 Controls are not adopted by either the Commission or the Oneida Business  
590 Committee within six (6) months from the date the amendments are  
591 initiated by the Oneida Business Committee, the Rules of Play and/or the  
592 Oneida Gaming Minimum Internal Controls originally adopted by the  
593 Commission will remain in effect.

594 (e) To prepare proposals, including budgetary and monetary proposals, which might  
595 enable the Tribe to carry out the purpose and intent of this Ordinance, and to submit the

596 same for consideration by the Oneida Business Committee; provided, however, that no  
597 such proposal shall have any force or effect unless it is approved by the Oneida Business  
598 Committee.

599 (f) To monitor and enforce all laws and regulations governing the operation and conduct  
600 of all Gaming Activities, including the ongoing monitoring of Licenses, subject to this  
601 Ordinance and/or regulations setting forth hearing or enforcement processes.

602 (g) To monitor and investigate all Gaming Operators for compliance with internal audits,  
603 and external audits.

604 (h) To inspect, examine, and photocopy all papers, books, and records of Gaming  
605 Activities and any other matters necessary to carry out the duties pursuant hereto,  
606 provided that, all photocopies of documents ~~shall~~must be maintained in a confidential  
607 manner or in the same manner as the original.

608 (i) To grant, deny, revoke, condition, suspend or reinstate the Licenses of Gaming  
609 Employees, Gaming Services vendors, and Gaming Operators.

610 (j) To conduct hearings relating to Licenses issued under this Ordinance by the  
611 Commission.

612 (k) To review all vendors doing business with the Gaming Operator to verify that such  
613 persons or entities hold a valid License, where required, to do business with a Gaming  
614 Operator.

615 (l) To retain professional advisors such as attorneys, law enforcement specialists, and  
616 Gaming professionals consistent with Tribal law and practices.

617 (m) To arbitrate, negotiate, or settle any dispute to which it is a party and which relates  
618 to its authorized activities.

619 (n) To act as the designated agent to receive all regulatory notices not included in section  
620 21.5-6.

621 (o) To investigate all Regulatory Incidents.

622 (p) To issue warnings or notices of violation, in accordance with regulations, to Gaming  
623 Operators and Licensees for non-compliance with the Compact, Oneida Gaming  
624 Minimum Internal Controls, Rules of Play, IGRA, or this Ordinance.

625 (q) To make determinations regarding suitability for licensing.

626 (r) To establish an administrative structure by regulation to carry out its authority and  
627 responsibilities.

628 (s) To establish, where needed, additional processes for conducting licensing hearings by  
629 regulation.

630 (t) To establish and collect fees for processing ~~license~~License applications by regulation.

631 (u) To establish and impose a point system for findings of regulatory violations by any  
632 Gaming Employee by regulation.

633 (v) To establish and impose a fine system for findings of regulatory violations by any  
634 Gaming Services vendor or permittee by regulation.

635 (w) To approve procedures that provide for the fair and impartial resolution of patron  
636 complaints.

637 21.6-15. *Reporting Requirements.* The Commission shall adhere to the following reporting  
638 requirements:

639 (a) A true, complete and accurate record of all proceedings of the Commission ~~shall~~must  
640 be kept and maintained;

641 (b) Complete and accurate minutes of all Commission meetings ~~shall~~must be filed with

642 the Secretary of the Oneida Business Committee within thirty (30) days of their approval  
643 by the Commission;

644 (c) Quarterly, or as may be directed by the Oneida Business Committee, reports of the  
645 Commission's activities, including information regarding funding, income and expenses  
646 and any other matters to which the parties may agree, ~~shall~~must be submitted to the  
647 Oneida Business Committee.

648 21.6-16. *Oneida Gaming Commission Personnel.* The Commission shall hire an Executive  
649 Director who ~~shall be~~is responsible for hiring and managing the personnel of the Commission.  
650 The Executive Director shall hire such personnel as is necessary to assist the Commission to  
651 fulfill its responsibilities under this Ordinance, the IGRA, and the Compact, and all regulations  
652 including the Oneida Gaming Minimum Internal Controls. The Executive Director and  
653 personnel of the Commission ~~shall~~must be hired through the Tribe's regular personnel procedure  
654 and ~~shall be~~are subject to its personnel policies and salary schedules. The Executive Director  
655 and personnel shall ~~be required to~~ meet the requirements set forth in section 21.12-3 at hiring and  
656 during employment.

657

### 658 **21.7. Gaming Surveillance: Powers, Duties and Limitations**

659 21.7-1. *Purpose.* The purpose of Gaming Surveillance is to observe and report Regulatory  
660 Incidents to the Commission and Gaming General Manager to provide for the regulation,  
661 operation, and compliance of Gaming Activities under this Ordinance. Gaming Surveillance is a  
662 department within the Commission's administrative structure and supervision ~~shall~~must be  
663 identified within the organizational chart adopted by the Commission, provided that nothing in  
664 the designation of supervisory responsibility ~~shall~~may be deemed to prohibit the responsibility of  
665 Gaming Surveillance to provide information and/or video and/or audio records to the parties  
666 identified in section 21.7-3.

667 21.7-2. Gaming Surveillance shall be responsible for all Gaming surveillance activities  
668 including, but not limited to, equipment and maintenance of equipment, observation and  
669 reporting of all persons to include Gaming Employees, customers, consultants, and Gaming  
670 Services vendors.

671 21.7-3. Surveillance personnel shall provide to Senior Gaming Management, the Commission,  
672 or Gaming Security a copy of any time-recorded video and accompanying audio (if available)  
673 within twenty-four (24) hours of request.

674 21.7-4. Gaming Surveillance shall:

675 (a) Develop, implement and maintain written policies and procedures for the conduct and  
676 integrity of the Surveillance Department.

677 (b) Develop, implement and maintain additional procedures governing the use and  
678 release of the surveillance recordings or reports.

679 (c) Work cooperatively with the Gaming Security Department to carry out its official  
680 duties and to coordinate its activities in order to effectuate the protection of patrons and  
681 the assets of the Gaming Operation.

682 (d) Develop, implement and maintain written policies and procedures for implementation  
683 of duties and responsibilities identified with the Oneida Gaming Minimum Internal  
684 Controls, subject to approval by the Commission.

685

686 **21.8. [Reserved for future use.]**

687

**688 21.9. Gaming Security Department**

689 21.9-1. *Purpose.* The Gaming Security Department is a department within the Oneida Police  
690 Department. The purpose of the Gaming Security Department is to protect Gaming assets,  
691 patrons and Gaming Employees from an activity, repeat activity, or ongoing activities which  
692 could injure or jeopardize Gaming assets, patrons and Gaming Employees and report these  
693 activities to the Oneida Police Department for further review and/or investigation. Provided that,  
694 | all reports of the Gaming Security Department ~~shall~~must be copied to the Commission.

695 21.9-2. *Reporting.* The Oneida Police Department, Gaming General Manager and the  
696 Commission shall enter into an agreement, subject to ratification by the Oneida Business  
697 Committee, which describes their responsibilities and reporting requirements under this  
698 | ~~law~~Ordinance.

699 21.9-3. The Gaming Security Department shall:

700 (a) Develop, implement and maintain written policies and procedures for the conduct and  
701 integrity of Gaming Security, as identified in the Oneida Gaming Minimum Internal  
702 Controls and subject to approval by the Commission.

703 (b) Develop, implement and maintain additional procedures governing the use and  
704 release of the investigation reports.

705 (c) Work cooperatively with Gaming Surveillance to carry out its official duties and to  
706 coordinate activities between the departments.

707 | 21.9-4. *Investigations.* This ~~Section~~section is intended to authorize report gathering,  
708 information gathering, and preliminary review, to be conducted by the Gaming Security  
709 Department.

710

**711 21.10. Background Investigations**

712 21.10-1. The Human Resources Department and the Commission shall enter into an agreement,  
713 subject to ratification by the Oneida Business Committee, for carrying out Background  
714 | Investigations for employees as required under this ~~law~~Ordinance.

715 21.10-2. Background Investigations ~~shall~~must be conducted on all persons or entities as  
716 specified under this ~~law~~Ordinance. All Background Investigations ~~shall~~must be conducted to  
717 ensure that the Tribe in its Gaming Operations ~~shall~~may not employ or contract with persons  
718 whose prior activities, or reputation, habits and associations pose a threat to the public interest or  
719 to the effective regulation of ~~gaming~~Gaming, or create or enhance the dangers of unsuitable,  
720 unfair or illegal practices and methods in the conduct of such ~~gaming~~Gaming. The identity of  
721 any person interviewed in order to conduct a Background Investigation must be confidential.

722

**723 21.11. Licenses, Generally**

724 21.11-1. The Commission shall adopt procedures that ensure the efficient and orderly processing  
725 of all applications for a License. All Gaming Employees, Gaming Services vendors, and  
726 Gaming Operators shall apply for a License from the Commission prior to their participation in  
727 | any Gaming Activity. All Gaming Facilities must be licensed by the Oneida Business  
728 Committee.

729 21.11-2. *Temporary License.* All Applicants, upon receipt by the Commission of a completed  
730 application for a License and completion of a preliminary Background Investigation, may  
731 receive a temporary license for a ninety (90) day period, unless a Background Investigation of  
732 the application demonstrates grounds to disqualify the Applicant. Such temporary license, as  
733 | defined in this section, ~~shall permit~~permits the Licensee to engage in such activities and pursuant



734 to any terms and conditions imposed and specified by the Commission. The temporary license  
735 | ~~shall be~~ is valid until either replaced by a License, the ninety (90) day temporary license period  
736 has concluded, or the temporary license is cancelled by the Commission, whichever occurs first.

737 21.11-3. *Revocable*. A License is revocable only in accordance with the procedures set forth in  
738 | this Ordinance. A Licensee ~~shall have~~ has only those rights and protections regarding a License  
739 granted in this Ordinance.

740 21.11-4. All Applicants:

741 (a) Consent to the release of any information relevant to the Applicant's Background  
742 Investigation by any person or entity in possession of such information.

743 (b) Consent to the jurisdiction of the Tribe and are subject to all applicable Tribal,  
744 Federal, and State laws, regulations, and policies.

745 21.11-5. All Licensees are subject to ongoing review at least every two (2) years by the  
746 Commission.

747 21.11-6. *Status of Licenses*. The Commission shall notify the Gaming Operation of the status of  
748 all Licenses, whether temporary or permanent, including all Commission action to revoke,  
749 suspend, or condition a License.

750 21.11-7. *Commission Licensing Actions*. The Commission may grant, deny, revoke, condition,  
751 suspend or reinstate all Licenses, except for Gaming Facilities Licenses, in accordance with this  
752 | Ordinance. Authority to place conditions on a ~~License~~ License may be exercised only upon  
753 promulgation of regulations.

754 21.11-8. *Noncompliance*. The Commission may issue a notice of noncompliance when the  
755 Commission has developed regulations that identify procedures that notices of noncompliance  
756 | may be issued to Licensees and ~~permittees~~ permittees which provide an opportunity to correct  
757 | actions. Such regulations ~~shall~~ must include procedures for appeal of such notices. Regulations  
758 may include the ability to issue fines not to exceed one thousand dollars (\$1000.00) per violation  
759 | for Gaming Services vendors and ~~permittees~~ permittees.

760

## 761 **21.12. Gaming Employee License**

762 | 21.12-1. *Scope of Section*. This ~~Section~~ section applies only to Gaming Employee Licenses and  
763 licensing actions.

764 21.12-2. *License Application*. Every Applicant for a License shall file with the Commission a  
765 written application in the form prescribed by the Commission, duly executed and verified, which  
766 | ~~shall~~ must certify:

767 (a) Applicant's full name and all other names used (oral or written), Social Security  
768 Number(s), place of birth, date of birth, citizenship, gender, and all languages (spoken or  
769 written).

770 (b) Currently, and for the previous five (5) years: business and employment positions  
771 held, ownership interests in those businesses, business and residence addresses, and  
772 driver's license number(s).

773 (c) The names and current addresses, of at least three (3) personal references, including  
774 one (1) personal reference, who were acquainted with the Applicant during each period of  
775 residence listed in subsection (b) above.

776 (d) Current business and residence telephone numbers.

777 (e) A description of any existing and previous business relationships with Indian Tribes,  
778 including ownership interest in those businesses.

779 (f) A description of any existing and previous business relationship with the Gaming

- 780 industry generally, including ownership interest in those businesses.
- 781 (g) The name and address of any licensing or regulatory agency with which the  
782 Applicant has filed an application for a license or permit related to ~~gaming~~Gaming,  
783 whether or not such ~~license~~license or permit was granted.
- 784 (h) The name and address of any licensing or regulatory agency with which the  
785 Applicant has filed an application for an occupational license or permit, whether or not  
786 such ~~license~~license or permit was granted.
- 787 (i) For each felony conviction or ongoing prosecution or conviction, the charge, the  
788 name and address of the court involved, and the date and disposition if any.
- 789 (j) For each misdemeanor or ongoing misdemeanor prosecution (excluding violations for  
790 which jail time is not part of the potential sentence) within ten (10) years of the date of  
791 the application, the name and address of the court involved, and the date and disposition.
- 792 (k) For each criminal charge (excluding charges for which jail time is not part of the  
793 potential sentence) whether or not there is a conviction, if such criminal charge is within  
794 ten (10) years of the date of the application and is not otherwise listed pursuant to  
795 subsections (i) or (j) of this section, the criminal charge, the name and address of the  
796 court involved and the date and disposition.
- 797 (l) A photograph.
- 798 (m) Fingerprints consistent with procedures adopted by the Commission which meet the  
799 criteria set forth in 25 C.F.R. section 522.2(h). The Commission is the agency that takes  
800 the fingerprints.
- 801 (n) Any other information the Commission deems relevant for a Gaming Employee  
802 License.
- 803 (o) A statement that each Applicant has read and understands notices and NIGC  
804 requirements relating to:
- 805 (1) The Privacy Act of 1974;  
806 (2) Fraud and False Statements Act; and  
807 (3) Fair Credit Reporting Act.
- 808 | 21.12-3. *License Qualifications.* No License ~~shall~~may be granted if the Applicant:  
809 (a) Is under the age of eighteen (18).  
810 (b) Unless pardoned for activities under this subsection by the Tribe, or pardoned for  
811 activities under this subsection by another Federally-recognized Indian Tribe for an  
812 action occurring within the jurisdiction of the Federally-recognized Indian Tribe, or  
813 pardoned for activities under this subsection by the state or Federal government, has been  
814 convicted of, or entered a plea of guilty or no contest to, any of the following:
- 815 (1) Any gambling-related offense;  
816 (2) Any offense involving Fraud or misrepresentation;  
817 (3) Any offense involving a violation of any provision of chs. 562 or 565, Wis.  
818 Stats., any rule promulgated by the State of Wisconsin Department of  
819 Administration, Division of Gaming or any rule promulgated by the Wisconsin  
820 Racing Board;  
821 (4) A felony not addressed in paragraphs (1), (2), or (3), during the immediately  
822 preceding ten (10) years; or  
823 (5) Any offense involving the violation of any provision of Tribal law regulating  
824 the conduct of Gaming Activities, or any rule or regulation promulgated pursuant  
825 thereto.

826 (c) Is determined to be a person whose prior activities, criminal record, reputation,  
827 habits, or associations pose a threat to the public interest or to the effective regulation and  
828 control of Gaming or create or enhance the dangers of unsuitable, unfair, or illegal  
829 practices, methods, or activities in the operation of Gaming Activities or the carrying on  
830 of the business and financial arrangements incidental thereto.

831 (d) Possesses a financial interest in or management responsibility for any Gaming  
832 Activity or Gaming Services vendor, or he or she has any personal, business, or legal  
833 relationship which places him or her in a conflict of interest as defined in this Ordinance  
834 or the Conflict of Interest Policy.

835 (e) Each person ~~Licensed~~licensed as a Gaming Employee ~~shall have~~has a continuing  
836 obligation to inform the Commission immediately upon the existence of any  
837 circumstance or the occurrence of any event which may disqualify him or her from being  
838 licensed as a Gaming Employee. Failure to report any such occurrence may result in  
839 suspension or revocation of the Gaming Employee's License.

840 21.12-4. *Initial Eligibility Determination.*

841 (a) Based on the results of the preliminary Background Investigation, the Commission  
842 shall make an initial determination regarding an Applicant's eligibility and either:

- 843 (1) Grant a temporary license, with or without conditions, to the Applicant; or  
844 (2) Deny the ~~license~~License application and provide notice to the Applicant that  
845 he or she may request a hearing regarding the decision consistent with subsection  
846 (b) below.

847 (b) If the Commission determines that an Applicant is ineligible for a License, the  
848 Commission shall notify the Applicant. The Commission shall set forth regulations for  
849 an Applicant to review any information discovered during the preliminary Background  
850 Investigation prior to scheduling a hearing under section 21.12-~~9~~10. The suspension or  
851 revocation hearing provisions set forth at section 21.12-~~89~~ do not apply to Initial  
852 Eligibility Determinations.

853 21.12-5. *Eligibility Determination and Notification to NIGC*~~Review~~. When a Gaming  
854 Employee begins employment at a Gaming Operation, the Commission shall:

855 (a) ~~Forward~~Require the Gaming Employee to the NIGC submit a completed application  
856 for employment that contains the notices and information listed in section 21.12-2 ~~and~~  
857 ~~any other necessary reports.~~

858 (b) Review the Background Investigation of the ~~Applicant.~~Gaming Employee.  
859 Within sixty (60) days after a Gaming Employee begins employment at a Gaming  
860 Facility under a temporary license, the Commission shall make an eligibility  
861 determination regarding whether the Gaming Employee may receive a License based  
862 upon the results of the Background Investigation, the Commission shall determine the  
863 eligibility of the Applicant to receive a License.

864 ~~(c) Determine eligibility for a License within sixty (60) days after an Applicant begins~~  
865 ~~work at a Gaming Facility under a temporary license.~~

866 ~~(d) Forward, after determination of eligibility, a report to the NIGC~~ (c) Create an  
867 investigative report based on each Background Investigation performed. The  
868 investigative report must include the steps in conducting the Background Investigation,  
869 results obtained, conclusions reached and the basis for those conclusions.

870 (d) Prior to issuing a License to a Gaming Employee and within sixty (60) days after the  
871 ApplicantGaming Employee begins employment at a Gaming Facility.

~~(1) During a thirty (30) day period, beginning when the NIGC receives a report submitted pursuant to subsection (d) above, the Chairman, submit a notice of results of the Background Investigation to the NIGC for inclusion in the Indian Gaming Individual Record System. The notice of the NIGC may request results must include the following, provided that any additional or alternate information from the Commission concerning the Applicant. Such a request shall suspend the thirty (30) day period until the Chairman receives the additional information. must be forwarded as directed in regulations or rules adopted by NIGC:~~

~~(2) If, within the thirty (30) day period described in subsection (1) above, the NIGC notifies the Commission that it has no objection to the issuance of a License, the Commission may grant the License to the Applicant.~~

~~(3) If, within the thirty (30) day period described in subsection (1) above, the NIGC provides the Commission with a statement itemizing objections to the issuance of a License, the Commission shall reconsider the application, taking into account the objections itemized by the NIGC. The Commission shall make the final decision whether to issue a License to the Applicant.~~

~~(4) (1) The Gaming Employee's name, date of birth and social security number.~~

~~(2) The date on which the Gaming Employee began employment.~~

~~(3) A summary of the information presented in the investigative report, including:~~

~~(A) License(s) that have previously been denied;~~

~~(B) Gaming licenses that have been revoked, even if subsequently reinstated;~~

~~(C) Every known criminal charge brought against the Gaming Employee within the last ten (10) years of the date of the application;~~

~~(D) Every felony of which the Gaming Employee has been convicted or any ongoing prosecution.~~

~~(4) a copy of the eligibility determination made under section 21.12-5(b).~~

~~(e) All applications, Background Investigations, investigative reports, suitability determinations, findings and decisions of the Commission shall must be retained in the Commission's files for a period of at least seven (7) three (3) years from the date the Gaming Employee's employment is terminated.~~

21.12-6. *License Issuance.* ~~The Commission may issue a License to a Gaming Employee at any time after providing NIGC with a notice of results as required under section 21.12-5(d); however, a Gaming Employee who does not have a License ninety (90) days after the start of employment must have his or her employment terminated. The Commission shall notify the NIGC of the issuance or denial of a License to a Gaming Employee within thirty (30) days after the License is issued or denied.~~

~~(a) Any Gaming Employee License issued under this section shall be is effective from the date of issuance and shall must contain the Gaming Employee's photograph, the Gaming Employee's name, and the date that the License became effective. If a Gaming Employee is promoted, transferred, reassigned, or the position is reclassified, the Gaming Employee shall notify in writing the Commission, and the Commission shall review the Gaming Employee's License. The Commission retains the right to grant, deny, revoke, condition, suspend, or reinstate Licenses subject to the right to appeal the decision under the processes set forth in this Ordinance.~~

918 | 21.12-7. Requirement to Wear License. During working hours, all Licensees shall wear their  
919 License in a conspicuous place that is plainly visible by all employees, the Nation's  
920 ~~gaming~~Gaming patrons and surveillance.

921 | 21.12-8. NIGC Review.

922 | (a) During a thirty (30) day period, beginning when the NIGC receives a notice of results  
923 submitted pursuant to section 21.12-5(d) above, the Chairman of the NIGC may request  
924 additional information from the Commission concerning the Gaming Employee. Such a  
925 request suspends the thirty (30) day period until the Chairman receives the additional  
926 information.

927 | (b) If, within the thirty (30) day period after NIGC receives the notice of results, the  
928 NIGC notifies the Commission that it has no objection to the issuance of a License, and  
929 the Commission has not yet issued a License to the Gaming Employee, the Commission  
930 may grant the License to the Gaming Employee.

931 | (c) If, within the thirty (30) day period after NIGC receives the notice of results, the  
932 NIGC provides the Commission with a statement itemizing objections to the issuance of  
933 a License, the Commission shall reconsider the application, taking into account the  
934 objections itemized by the NIGC. The Commission shall make the final decision whether  
935 to issue a License to the Gaming Employee, or if the Gaming Employee has already been  
936 licensed, whether to suspend or revoke the License in accordance with section 21.12-9.

937 | (d) Upon receipt of notification from the NIGC that a Gaming Employee who has  
938 already been licensed is not eligible for employment, the Commission shall immediately  
939 suspend the License in accordance with section 21.12-9.

940 | 21.12-9. Suspension or Revocation of Licenses. Except as provided in section 21.12-8(d) or  
941 21.12-9(c), no License ~~can~~may be suspended or revoked except after notice and opportunity for  
942 hearing.

943 | (a) Basis for Licensing Action. The Commission may suspend, condition, or revoke any  
944 License issued under this Ordinance if:

945 | (1) After the issuance of a License, the Commission receives from the NIGC or  
946 other source reliable information indicating that a Gaming Employee is not  
947 eligible for a License under section 21.12-3 or such information would justify the  
948 denial of the renewal of any License, the Commission shall issue a written notice  
949 of suspension;

950 | (2) The Commission issues a written notice of suspension demonstrating that the  
951 Licensee:

952 | (A) Has knowingly made a materially false or misleading statement in  
953 any application for a License, in any amendment thereto, or in response to  
954 a request by the Commission for supplemental information or in  
955 connection with any investigation of the Commission;

956 | (B) Has knowingly promoted, played, or participated in any gaming  
957 activity operated in violation of the Compact, Tribal or federal law, and  
958 this Ordinance;

959 | (C) Has bribed or attempted to bribe, or has received a bribe from, a  
960 Commissioner or any other person in an attempt to avoid or circumvent  
961 any applicable law;

962 | (D) Has falsified any books or records relating to any transaction  
963 connected with the operation of Gaming Activity;

- 964 (E) Has refused to comply with any lawful directive of the Tribe, the  
965 Federal government, or any court of competent jurisdiction; or  
966 (F) Has been convicted of, or entered a plea of guilty or no contest to, a  
967 crime involving the sale of illegal narcotics or controlled substances.
- 968 (b) *Suspension Notice.* The Commission’s notice of suspension ~~shall~~must be in writing  
969 and ~~shall~~must, at a minimum, notify the Licensee of the following:
- 970 (1) The Licensee’s right to review a file prior to any hearing regarding the notice  
971 of suspension, and to make copies of any documents contained in that file;  
972 (2) The Licensee’s right to request a hearing on the proposed licensing action, to  
973 present documents and witness testimony at that hearing to be represented by  
974 counsel;  
975 (3) The specific grounds upon which the proposed licensing action is based,  
976 including citations to relevant sections of this Ordinance, the IGRA, any  
977 applicable Regulations and/or the Compact; and  
978 (4) The time and place set by the Commission for the Licensee’s hearing.
- 979 (c) *Immediate Suspension.* If, in the judgment of the Commission, the public interest,  
980 and effective regulation and control of Gaming Activities requires the immediate  
981 exclusion of a Licensee, the Commission may immediately suspend a License prior to the  
982 conduct of a hearing on the matter. Such an immediate suspension may take effect upon  
983 service of the notice of immediate suspension.
- 984 (d) Any notice of suspension or notice of immediate suspension ~~shall~~must set forth the  
985 times and dates for when the Licensee may review ~~their~~his or her file ~~review~~ and the date  
986 for a hearing on any proposed licensing action.
- 987 (e) Within fifteen (15) business days after a hearing, the Commission shall issue a final  
988 written licensing decision and decide whether to suspend, uphold an immediate  
989 suspension, revoke, or take other action concerning a License. If the License was  
990 suspended, conditioned or revoked based on information from the NIGC or other source  
991 under section 21.12-8(d) or 21.12-9(a)(1), the Commission shall forward a copy of its  
992 decision to NIGC within forty-five (45) days of receiving NIGC’s or the other source’s  
993 notification indicating that a Gaming Employee is not eligible for a License.
- 994 (f) If a Licensee fails to appear for his or her hearing before the Commission, that right  
995 ~~shall be~~is deemed to have been waived and the Commission will proceed on the proposed  
996 licensing action by default.
- 997 (g) Unless identified in this Ordinance or regulations of the Commission, the hearing  
998 processes set forth in the ~~Oneida Administrative Procedures Act shall~~Tribe’s  
999 administrative procedures law apply.
- 1000 21.12-~~9~~10. *Original Hearing Body.* Any person aggrieved by a licensing decision of the  
1001 Commission may appeal the decision by filing a request for an original hearing before the  
1002 Commission. The Licensee ~~must~~may file any such request with the Commission in writing on or  
1003 before the fifteenth (15th) day following receipt of the Commission’s decision. The Commission  
1004 shall certify the record, developed in section 21.12-4 or 21.12-~~8~~9(a), within thirty (30) days of  
1005 the date of the filing of the request for an original hearing. The Commissioners serving on the  
1006 original hearing body ~~shall~~may not include the Commissioners who participated in the licensing  
1007 decision from which the original hearing is scheduled. The Commission may determine to  
1008 review the decision solely on the licensing decision record and briefs filed regarding the request  
1009 for reconsideration. The Commission may also, in its sole discretion, grant oral argument. The

1010 Commission shall issue a written decision determining whether to uphold the Commission's  
 1011 licensing decision, including whether to revoke or reinstate a License, within one hundred twenty  
 1012 (120) days from receipt of the request for the original hearing. The Commission's decision ~~shall~~  
 1013 ~~be~~ considered an original hearing decision and an appeal may be made to the Judiciary as an  
 1014 appeal of an original hearing body.

1015 21.12-~~10~~11. *Notice to Oneida Business Committee.* Prior to any suspension or revocation of a  
 1016 License of the gaming general manager, the Commission shall provide notice to the Oneida  
 1017 Business Committee twenty-four (24) hours prior to the issuance of the suspension or revocation.

1018 21.12-~~11~~12. *Record of Proceedings.* The Commission shall maintain a complete and accurate  
 1019 record of all ~~Licensure~~licensure proceedings.

1020 21.12-~~12~~13. Revocation of a License is solely limited to the licensing matter. Employment  
 1021 related processes resulting from revocation of a ~~license~~License are determined solely through the  
 1022 personnel processes and procedures of the Tribe and are not licensing matters governed by this  
 1023 Ordinance.

1024

### 1025 **21.13. Gaming Services Licensing and Non-Gaming Services Permitting**

1026 21.13-1. *Scope of Section.* This section applies to all individuals and entities providing Gaming  
 1027 Services. The requirements of this Section are in addition to, and do not alter or amend any  
 1028 requirements imposed by the Oneida Vendor Licensing Law.<sup>2</sup>

1029 21.13-2. *Gaming Services License or Non-Gaming Services Permit Required.*

1030 (a) *Gaming Services License.* Any Gaming Services vendor providing ~~gaming~~Gaming  
 1031 related contract goods or services as defined under Article VII(A) of the Compact to the  
 1032 Gaming Operation ~~must~~shall possess a valid Gaming Services License.

1033 (b) *Non-Gaming Services Permit.* Any vendor providing non-gaming related goods or  
 1034 services to the Gaming Operation ~~must~~shall possess a valid Non-Gaming Services permit.

1035 (c) Determinations regarding the issuance of a License or permit under this section  
 1036 ~~shall~~must be made by the Commission which may be subject to requests for  
 1037 reconsideration by the Gaming Services vendor within fourteen (14) business days of  
 1038 receipt by the Gaming Services vendor of the notice of License or permit determination.

1039 21.13-3. *Approved Gaming Services Vendor List.* The Commission shall maintain an updated  
 1040 and complete list of all Gaming Services vendors that possess current and valid Gaming Services  
 1041 Licenses or Non-Gaming Services permits from the Commission, which ~~shall be~~is known as the  
 1042 Approved License and Permit List. Gaming Operations may only do business with vendors that  
 1043 possess valid and current Gaming Services Licenses or Non-Gaming Services permits and who  
 1044 appear on the Approved License and Permit List.

1045 21.13-4. *Gaming Services License/Permit Application.* Every Applicant for a License or permit  
 1046 shall file with the Commission a written application in the form prescribed by the Commission,  
 1047 duly executed and verified which ~~shall~~must provide and certify the following. Provided that,  
 1048 ~~non-gaming services~~Non-Gaming Services vendors with less than two thousand five hundred  
 1049 dollars (\$2,500.00) in services for the prior fiscal year ~~shall~~are only ~~be~~ required to file a notice of  
 1050 doing business with the Commission.

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<sup>2</sup> See also Appendix 1. Vendor Licensing/Permit.

- 1051 (a) The Applicant’s name and mailing address;
- 1052 (b) The names and addresses of each officer or management official of the Applicant;
- 1053 (c) A copy of the Applicant’s articles of incorporation and by-laws, or if not a
- 1054 corporation, the Applicant’s organizational documents;
- 1055 (d) Identification of an agent of service for the Applicant;
- 1056 (e) The name and address of each person having a direct or indirect financial interest in
- 1057 the Applicant;
- 1058 (f) The nature of the License or permit applied for, describing the activity to be engaged
- 1059 in under the License or permit;
- 1060 (g) Explicit and detailed disclosure of any criminal record, including any delinquent
- 1061 taxes owed to the United States, or any state, of the Applicant, any person involved in the
- 1062 organization, and any person of interest whose name appears or is required to appear on
- 1063 the application;
- 1064 (h) Whether the Applicant is or has been licensed by the state of Wisconsin Office of
- 1065 Indian Gaming Regulation and Compliance and, if applicable, proof of current licensure;
- 1066 (i) Whether the Applicant has been licensed in the state of New Jersey, Nevada, or by
- 1067 any other gaming jurisdiction, including any Indian Tribe or Tribal governmental
- 1068 organization and, if so, proof of such licensure and the status of any such ~~license~~License;
- 1069 (j) Whether the Applicant has been denied a ~~license~~License by any gaming jurisdiction
- 1070 and, if so, the identity of the jurisdiction, the date of such decision and the circumstances
- 1071 surrounding that decision;
- 1072 (k) Whether any ~~license~~License held by the Applicant has been refused renewal,
- 1073 conditioned, suspended or revoked by an issuing authority and, if so, the circumstances
- 1074 surrounding that action;
- 1075 (l) A statement of waiver allowing the Tribe to conduct a Background Investigation of
- 1076 the Applicant and any person whose name appears or is required to appear on the
- 1077 application;
- 1078 (m) Whether the Applicant or any person whose name appears or is required to appear
- 1079 on the application has or has had any business with the Tribe or any business or personal
- 1080 relationship with any of the Tribe’s officers or employees;
- 1081 (n) The name and contact information for all Tribes or Tribal organizations with whom
- 1082 the Applicant or any person whose name appears or is required to appear on the
- 1083 application has done business;
- 1084 (o) Whether the Applicant or any person whose name appears or is required to appear on
- 1085 the application maintains any involvement in the business of wholesale distribution of
- 1086 alcoholic beverages;
- 1087 (p) A statement that the Applicant has read and understands notices and NIGC
- 1088 requirements relating to:
- 1089 (1) The Privacy Act of 1974;
- 1090 (2) False statements; and
- 1091 (3) The Fair Credit Reporting Act.
- 1092 (q) All additional information necessary to allow the Commission to investigate the
- 1093 Applicant and any person whose name appears or is required to appear on the application.
- 1094 21.13-5. *Signature on Application.* Applications for Licenses or permits must be signed by the
- 1095 following person:
- 1096 (a) For companies and corporations (both for profit and non-profit), the highest ranking



1097 official of the corporation, or another person to whom the authority to execute the  
 1098 Application has been properly delegated.

1099 (b) For a sole proprietorship, the principal owner.

1100 (c) For a partnership, all partners.

1101 (d) For a limited partnership, the general partner or partners.

1102 21.13-6. *Incomplete Applications.* Applications that do not contain all information requested,  
 1103 including proper signatures, will be considered incomplete. Incomplete applications will not be  
 1104 considered by the Commission. The Commission shall notify an Applicant if an application is  
 1105 incomplete and what additional information is necessary to complete the application. If an  
 1106 Applicant who has submitted an incomplete application, and been notified of the deficiency in  
 1107 that application, fails to provide the information requested by the Commission, the application  
 1108 will be returned to the Applicant and the file closed.

1109 21.13-7. *Supplemental Information.* The Commission may, in its discretion, request  
 1110 supplemental information from the Applicant. Supplemental information requested by the  
 1111 Commission ~~shall~~must be promptly submitted by the Applicant. An Applicant's failure or  
 1112 refusal to submit supplemental information requested by the Commission may constitute grounds  
 1113 for the denial of the application.

1114 21.13-8. *Continuing Duty to Provide Information.* Applicants, ~~permittees~~permittees, and  
 1115 Licensees owe a continuing duty to provide the Commission with information and materials  
 1116 relevant to the Applicant's, permittee's, or Licensee's character or fitness to be licensed,  
 1117 including but not limited to any change in the licensing or permitting status of the Applicant,  
 1118 permittee, or Licensee in any foreign jurisdiction. An Applicant's, permittee's, or Licensee's  
 1119 failure to notify the Commission promptly of inaccuracies on an application or new information  
 1120 or materials relevant to the Applicant may constitute grounds to deny, suspend or revoke a  
 1121 License or permit.

1122 21.13-9. *Background Investigations.* Background Investigations for Gaming Services vendors  
 1123 ~~shall~~must be conducted as follows.

1124 (a) *Gaming Related Equipment Gaming Services Vendors under Fifty Thousand Dollars*  
 1125 *(\$50,000.00) in Goods and/or Services Annually.* The Commission shall conduct the  
 1126 Background Investigations that are sufficient to determine the eligibility for licensing of  
 1127 all Gaming Services vendors that provide or anticipate providing under fifty thousand  
 1128 dollars (\$50,000.00) in goods and services annually.

1129 (b) *Gaming Related Equipment Gaming Services Vendors over Fifty Thousand Dollars*  
 1130 *(\$50,000.00) in Goods and/or Services Annually.* The Commission shall review the  
 1131 background investigation conducted by the Wisconsin Office of Indian Gaming  
 1132 Regulation, and shall conduct any necessary additional Background Investigation to  
 1133 ensure that the state background investigation is complete and current.

1134 (c) *Other Non-Gaming Related Goods and/or Services Gaming Services Vendors.* The  
 1135 Commission shall conduct Background Investigations on a sufficient number of  
 1136 randomly selected applications in order to verify the accuracy of all applications. The  
 1137 random selection process ~~shall~~must be identified by regulation of the Commission.

1138 21.13-10. *Licensing Action in a Foreign Jurisdiction.* If the states of Wisconsin, New Jersey,  
 1139 Nevada or any other gaming jurisdiction refuses to renew a ~~license~~License or permit or  
 1140 conditions, suspends, or revokes the ~~license~~License or permit of an Applicant,  
 1141 ~~permittee~~permittee, or Licensee, such action may constitute grounds for similar action by the  
 1142 Commission.

1143 21.13-11. *Claim of Privilege.* At any time during the licensing or permitting process, the  
 1144 Applicant may claim any privilege afforded by law. An Applicant's claim of privilege with  
 1145 respect to the production of requested information or documents or the provision of required  
 1146 testimony or evidence may constitute grounds for the denial, suspension or revocation of a  
 1147 | ~~license~~License or permit.

1148 21.13-12. *Withdrawal of an Application.* An Applicant may request to withdraw an application  
 1149 by submitting a written request to the Commission. The Commission retains the right, in its  
 1150 exclusive discretion, to grant or deny a request for withdrawal. An Applicant who withdraws an  
 1151 | application ~~shall be~~is precluded from reapplying for a Gaming Services License or Non-Gaming  
 1152 Services permit for a period of one (1) year from the date the application was withdrawn.

1153 21.13-13. *Suspension or Revocation of Gaming Services Licenses or Permits.* Except as  
 1154 | provided in section 21.13-13(c), no License or permit ~~can~~may be suspended or revoked except  
 1155 after notice and opportunity for hearing.

1156 (a) *Basis for Licensing or Permitting Action.* The Commission may suspend, modify, or  
 1157 revoke any Gaming Services License or Non-Gaming Services permit issued under this  
 1158 Ordinance if, after issuance of the License or permit, the Commission receives reliable  
 1159 information that would justify denial of the issuance or renewal of a License or permit, or  
 1160 | if the Commission determines that the Licensee or ~~permitee~~permittee has:

1161 (1) Knowingly made a materially false or misleading statement in any application  
 1162 for a License or permit, in any amendment thereto, or in response to a request by  
 1163 the Commission for supplemental information or in connection with any  
 1164 investigation of the Commission;

1165 (2) Knowingly promoted, played, or participated in any Gaming Activity  
 1166 operated in violation of the Compact, or any Tribal or other applicable law;

1167 (3) Bribed or attempted to bribe a Commissioner or any other person in an  
 1168 attempt to avoid or circumvent any applicable law;

1169 (4) Falsified any books or records relating to any transaction connected with  
 1170 operation of Gaming Activity;

1171 (5) Refused to comply with a lawful directive of the Tribe, the federal  
 1172 government, or any court of competent jurisdiction; or

1173 (6) Been convicted of, or entered a plea of guilty or no contest to, a crime  
 1174 involving the sale of illegal narcotics or controlled substances.

1175 (b) — *Suspension Notice.* The Commission shall provide a Licensee or  
 1176 | ~~permitee~~permittee with written notice of suspension, which ~~shall~~must, at a minimum,  
 1177 notify the Licensee or ~~permitee~~permittee of the following:

1178 (1) The Licensee's or ~~permitee's~~permittee's right to conduct a file review prior to  
 1179 any hearing regarding the notice of suspension, and to make copies of any  
 1180 documents in that file;

1181 | (2) The Licensee's or ~~permitee's~~permittee's right to present documents and  
 1182 witness testimony at the hearing and to be represented by counsel;

1183 (3) The specific grounds upon which the suspension is based, including citations  
 1184 to relevant sections of this Ordinance, the IGRA, any applicable regulations  
 1185 and/or the Compact; and

1186 (4) The time and place set by the Commission for the Licensee's or  
 1187 | ~~permitee's~~permittee's file review and hearing.

1188 (c) *Immediate Suspension.* If, in the judgment of the Commission, the public interest,

1189 and effective regulation and control of others require the immediate exclusion of a  
1190 Licensee or ~~permittee~~permittee, the Commission may immediately suspend a License or  
1191 permit prior to a hearing on the matter. Such an immediate suspension ~~shall take~~takes  
1192 effect upon service of the notice of immediate suspension.

1193 (d) *File Review and Hearing.* Any notice of suspension or notice of immediate  
1194 suspension ~~shall~~must set forth the time and date for the Licensee or ~~permittee~~permittee to  
1195 conduct a file review and for a hearing.

1196 (e) *Final Written Decision.* Within fifteen (15) business days after a hearing, the  
1197 Commission shall issue a final written decision and decide whether to suspend, uphold an  
1198 immediate suspension, revoke, or take other action concerning a License or permit.

1199 (f) *Default.* If a Licensee or ~~permittee~~permittee fails to appear for his or her hearing  
1200 before the Commission, that right ~~shall be~~is deemed to have been waived and the  
1201 Commission will proceed on the proposed licensing action by default.

1202 (g) Unless identified in this Ordinance or regulations of the Commission, the hearing  
1203 processes set forth in the Oneida Administrative Procedures Act ~~shall~~ apply.

1204 21.13-14. *Original Hearing Body.* Any person aggrieved by a licensing or permitting decision  
1205 of the Commission may appeal the decision by filing a request for an original hearing before the  
1206 Commission. The Applicant, Licensee or permittee ~~must~~may file such request with the  
1207 Commission in writing on or before the fifteenth (15<sup>th</sup>) day following the receipt of the  
1208 Commission's decision. The Commission shall certify the record, developed in section 21.13-9  
1209 or 21. 13 -13(a), within thirty (30) days of the date of the filing on the request for an original  
1210 hearing. The Commissioners participating in the initial licensing or permitting decision ~~shall~~may  
1211 not participate in the original hearing. The Commission may determine to review the decision  
1212 solely on the licensing or permitting decision record and briefs filed regarding the request for  
1213 reconsideration. The Commission may also, in its sole discretion, grant oral argument. The  
1214 Commission shall issue a written decision within one hundred twenty (120) days from receipt of  
1215 the request for the original hearing. The Commission's decision ~~shall be~~is considered an original  
1216 hearing decision and an appeal may be made to the Judiciary as an appeal of an original hearing  
1217 body.  
1218

#### 1219 **21.14. Gaming Facility License**

1220 21.14-1. The construction and maintenance of any Gaming Facility, and the operation of  
1221 Gaming Activities, ~~shall~~must be conducted in a manner which adequately protects the  
1222 environment and the public health and safety, and ~~shall~~must comply with requirements of the  
1223 Compact and all other applicable health, safety, and environmental standards.

1224 21.14-2. The Oneida Business Committee ~~shall~~must receive, review and grant or deny any  
1225 application for licensing any Gaming Facilities located within the Reservation. Applicants shall  
1226 provide the Oneida Business Committee sufficient information to show the following:

1227 (a) The Gaming Facility meets all applicable Federal and Tribal health and safety  
1228 standards.

1229 (1) To show compliance with applicable health and safety standards, Gaming  
1230 Operator shall submit certified copies of Compliance Certificates issued by the  
1231 agencies responsible for the enforcement of the health and safety standards.

1232 (2) If health and safety standards are not met, proof must be submitted by  
1233 Gaming Operator that the Gaming Facility is in the process of improvements  
1234 which will place the Gaming Facility in compliance with the applicable standards.

- 1235 (b) The Gaming Facility meets applicable federal and Tribal environmental standards.  
 1236 (1) To show compliance with applicable environmental standards, Gaming  
 1237 Operator shall submit certified copies of an Environmental Assessment of the  
 1238 Gaming Facility which were prepared by the agency responsible for the  
 1239 enforcement of applicable environmental standards.  
 1240 (2) If the applicable environmental standards are not met, proof must be  
 1241 submitted by Gaming Operator that ~~remediation~~ **Remediation** of the Gaming  
 1242 Facility is being actively sought which will place the Gaming Facility in  
 1243 compliance with the applicable standards.
- 1244 21.14-3. Upon receipt and review of the above information, the Oneida Business Committee  
 1245 shall deliberate and either grant or deny for failure to meet the requirements of protecting the  
 1246 health and safety of patrons, public and employees of a Gaming Facility License to the  
 1247 Applicant. The Oneida Business Committee shall submit to the NIGC a copy of each Gaming  
 1248 Facility License issued.
- 1249 21.14-4. If the Oneida Environmental, Health and Safety Department notifies the Oneida  
 1250 Business Committee that a Gaming Facility will be closed by a governmental agency with proper  
 1251 authority due to environmental, health or safety concerns, the Oneida Business Committee shall  
 1252 suspend the License of the Gaming Facility. The Oneida Business Committee shall re-License  
 1253 the Gaming Facility after receiving the information required in section 21.14-2.  
 1254
- 1255 **21.15. Gaming Operator License**
- 1256 21.15-1. *Consent to Jurisdiction.* The application for License and the conduct of Gaming within  
 1257 the jurisdiction of the Tribe ~~shall be~~ **is** considered consent to the jurisdiction of the Tribe in all  
 1258 matters arising from the conduct of Gaming, and all matters arising under any of the provisions  
 1259 of this Ordinance or other Tribal laws.
- 1260 21.15-2. *License Required.* No Gaming Operator ~~shall~~ **may** conduct Gaming Activity unless  
 1261 such entity holds a valid and current Gaming Operator License issued by the Commission.
- 1262 21.15-3. *Types of Licenses.* The Commission may issue each of the following types of Gaming  
 1263 Operator Licenses:
- 1264 (a) *Tribally-Owned or Tribally-Operated Class II.* This License ~~shall be~~ **is** required of all  
 1265 Tribally-owned or Tribally-operated Gaming Operations operating one or more Class II  
 1266 Gaming Activities.
- 1267 (b) *Tribally-Owned or Tribally-Operated Class III.* This License ~~shall be~~ **is** required for  
 1268 all Tribally-owned or Tribally-operated Gaming Operations operating one or more Class  
 1269 III Gaming Activities.
- 1270 21.15-4. *Gaming Operator License Qualifications.* The Commission shall issue a Gaming  
 1271 Operator License to any Gaming Operation if:
- 1272 (a) The Gaming Operation is to be located within the Reservation, or land taken into  
 1273 trust after October 17, 1988, for Gaming purposes;
- 1274 (b) The Gaming Activity proposed to be played at the Gaming Operation is Class II or  
 1275 Class III Gaming as defined by this Ordinance and IGRA; and
- 1276 (c) The proposed Gaming Operation is authorized by a resolution of the Oneida Business  
 1277 Committee.
- 1278 21.15-5. *Provisions of General Applicability to All Gaming Operators.*
- 1279 (a) *Site and Gaming Operator Specified.* Each Gaming Operator License ~~shall~~ **may** be  
 1280 applicable only to one (1) Gaming Operation and the Gaming Facility named on the

- 1281 License.
- 1282 | (b) *License Not Assignable.* No Gaming Operator License ~~shall~~may be sold, lent,  
1283 assigned or otherwise transferred.
- 1284 | (c) *Regulations Posted or Available.* Each Gaming Operator ~~shall~~must have a copy of  
1285 this Ordinance and any regulations promulgated thereunder available for inspection by  
1286 any person at each Gaming Facility.
- 1287 | (d) *Display of License.* Each Gaming Operator ~~shall~~must prominently display its  
1288 License at each Gaming Facility.

1289 21.15-6. *Grandfathered Gaming Facilities.* All Gaming Operators operating on the effective  
1290 date of July 5, 2007, are hereby granted a License under this section.

1291 21.15-7. *License Application Fees and License Taxes.* No application fees or License taxes  
1292 | ~~shall~~may be required by the Tribe for a Gaming Operator License.

1293 21.15-8. *Closure of a Gaming Operation.* If the Commission finds that any Gaming Operation  
1294 is operating in violation of this Ordinance, or otherwise presents a threat to the public, the  
1295 Commission shall immediately notify the Oneida Business Committee. The Oneida Business  
1296 Committee may close any Gaming Operation temporarily or permanently at any time with or  
1297 without cause, at its sole discretion.

1298  
1299 **21.16. Games**

1300 21.16-1. Class II and Class III Games are hereby authorized by this Ordinance.

1301 | 21.16-2. *Gaming Procedures.* Games operated under this Ordinance ~~shall~~must be consistent  
1302 with the Compact and any amendments thereto and the Internal Control Standards and Rules of  
1303 Play of the Gaming Operation.

1304 21.16-3. *Who May Not Play.* It is the policy of the Tribe that particular Gaming Employees,  
1305 | employees of the ~~Gaming~~-Commission, particular governmental officials, and consultants who  
1306 directly advise the Commission or employees at Gaming Facilities regarding gaming related  
1307 activities may not participate in Gaming Activities conducted at Gaming Operations. At a  
1308 minimum, members of the Oneida Business Committee, the Commission, the gaming general  
1309 manager, assistant gaming general managers, directors of individual Games and assistant  
1310 directors of individual Games may not participate in any Gaming Activity within the  
1311 Reservation.

1312 (a) The Oneida Business Committee may identify by resolution additional positions  
1313 restrictions on Gaming Activity conducted at Gaming Facilities. Such resolution  
1314 | ~~shall~~must be on file with the Commission.

1315 (b) The Commission and Senior Gaming Management shall each develop and maintain  
1316 their own standard operating procedure identifying other positions and any applicable  
1317 restrictions on Gaming Activity conducted at Gaming Facilities. The standard operating  
1318 | procedure and the list of positions ~~shall~~must be on file with the Commission.

1319  
1320 **21.17. Allocation of Gaming Funds**

1321 21.17-1. Net Gaming revenues may only be used for the following purposes:

1322 (a) To fund Tribal government operations, programs, or services.

1323 | (b) To provide for the general welfare of the Tribe and its members; provided that per  
1324 capita payments may only be made pursuant to an approved revenue allocation plan.

1325 (c) To promote Tribal economic development.

1326 (d) To contribute to charitable organizations.

- 1327 (e) To assist in funding operations of other local governments.  
 1328 (f) To fund programs designed to provide education, referrals, and treatment of Gaming  
 1329 addiction disorders.  
 1330 (g) Any other purpose as determined by the Oneida General Tribal Council or the  
 1331 Oneida Business Committee which is not inconsistent with the Constitution of the Tribe  
 1332 and IGRA.  
 1333

### 1334 **21.18. Audits**

1335 | 21.18-1. *Annual Audit.* An annual audit of each Gaming Operation ~~shall~~must be conducted by  
 1336 | an independent, certified public accounting firm according to generally accepted accounting  
 1337 | principles. Copies of the annual audit ~~will~~must be provided to the Oneida Business Committee,  
 1338 | the Oneida Audit Committee, the Commission, and the NIGC by said certified public accounting  
 1339 | firm.

1340 (a) All contracts for supplies, services, or concessions for the Gaming Operations in  
 1341 excess of twenty-five thousand dollars (\$25,000.00) are subject to audit as prescribed in  
 1342 this section. Contracts for legal services and accounting services are exempt from this  
 1343 requirement.

1344 | 21.18-2. *Other Audits.* All audits, other than the annual audit under section 21.18-1, ~~shall~~must  
 1345 | be conducted pursuant to the Oneida Audit Law or any other applicable law of the Tribe, and  
 1346 | other audits authorized under the Compact.

1347 21.18-3. *Request for Audits.* Any audit, except the annual audit which is mandated by IGRA,  
 1348 | may be authorized at any time by the Oneida General Tribal Council, the Oneida Business  
 1349 | Committee or the Oneida Audit Committee.  
 1350

### 1351 **21.19. Enforcement and Penalties**

1352 21.19-1. No individual or entity may own or operate a Gaming Facility unless specifically  
 1353 | authorized to do so pursuant to this Ordinance.

1354 21.19-2. *Violations/Prosecutions.* Violators of this Ordinance may be subject to disciplinary  
 1355 | action and civil and/or criminal prosecutions.

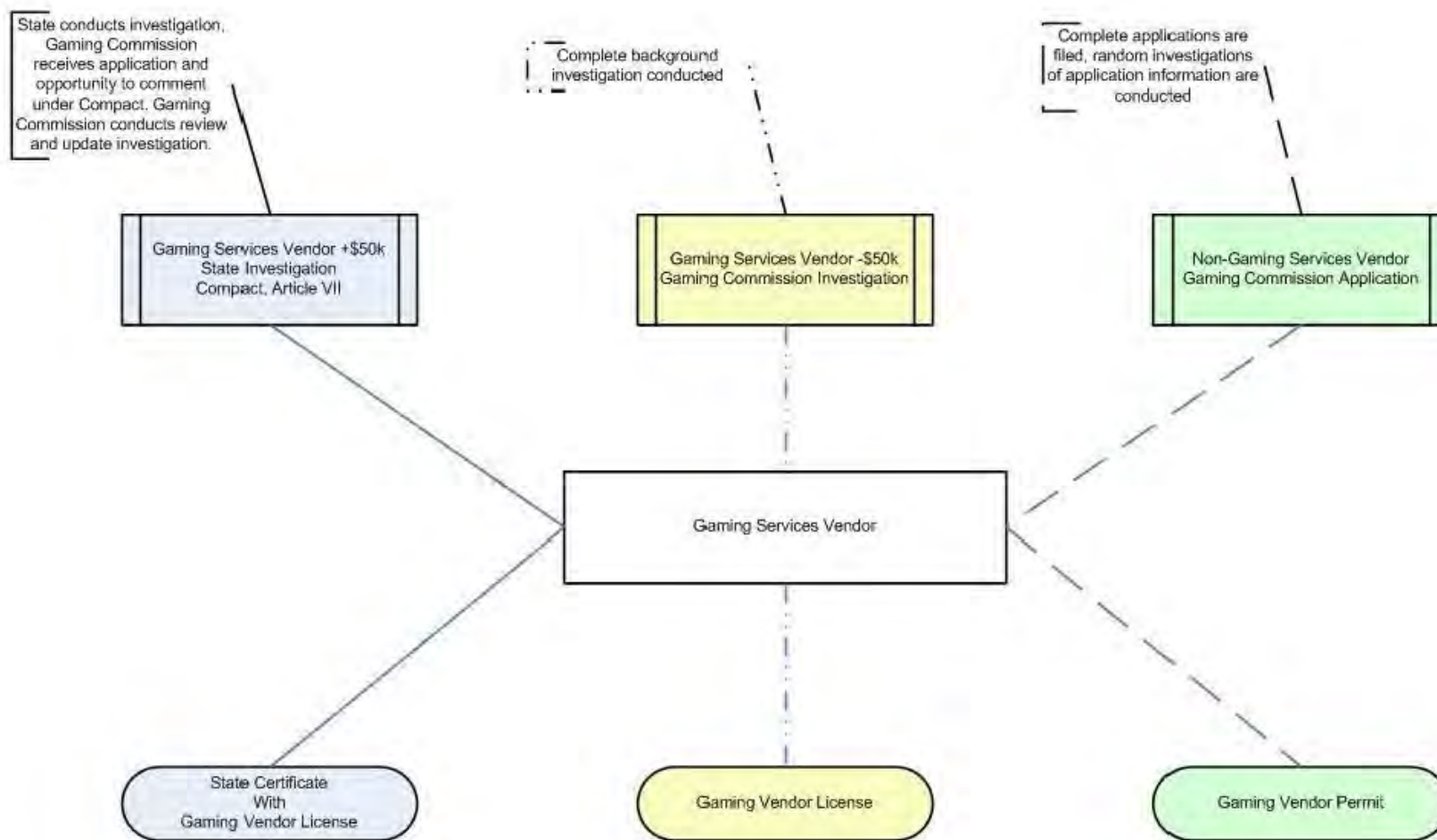
1356 21.19-3. *Remedies.* The Oneida Business Committee may authorize commencement of an  
 1357 | action in any court of competent jurisdiction to recover losses, restitution, and forfeitures  
 1358 | resulting from violations of this Ordinance.  
 1359

1360 *End.*

1361		
1362		
1363	Adopted	GTC-7-05-04-A
1364	Emergency <del>Amendment</del> <u>Amended</u>	BC-7-14-04-A
1365	Amendment	BC-10-06-04-D
1366	Emergency <del>Amendment</del> <u>Amended</u>	BC-11-03-04-A
1367	Permanent Adoption	BC-3-23-05-C
1368	Amended	BC-9-23-09-D
1369	Amended	BC-06-25-14- <del>BC</del> <u>(effective 11 01 2014)</u>
1370	<del>Emergency Amendment</del> <u>Amended</u>	<del>BC-10-08-14-C</del> <u>(effective 11 01 2014)</u>

For OBC Consideration – Redline to Current  
09/02/15

### Appendix 1. Vendor License/Permit



### Oneida Business Committee Agenda Request

VI.B Adopt resolution titled Designating Representatives for the Wisconsin Tribal Conservation Advisory Council (WTCAC)

1. Meeting Date Requested: 09 / 09 / 15

#### 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Agenda Header: Resolutions

Accept as Information only

Action - please describe:

Adopt resolution Designating Representatives for the Wisconsin Tribal Conservation Advisory Council (WTCAC)

#### 3. Supporting Materials

Report  Resolution  Contract

Other:

1.

3.

2.

4.

Business Committee signature required

#### 4. Budget Information

Budgeted - Tribal Contribution  Budgeted - Grant Funded  Unbudgeted

#### 5. Submission

Authorized Sponsor / Liaison: Tehassi Hill, Council Member

Primary Requestor: Danelle Wilson, Legislative Assistant/Office of Tehassi Hill

Your Name, Title / Dept. or Tribal Member

Additional Requestor: Name, Title / Dept.

Additional Requestor: Name, Title / Dept.



# 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 \_\_\_\_\_

### Resolution Designating Representatives for the Wisconsin Tribal Conservation Advisory Council (WTCAC)

- 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 Wisconsin Tribal Conservation Advisory Council (WTCAC) was established for the purpose of assisting American Indian Tribes with environmental issues, as is more fully set out in the WTCAC By-Laws, which are attached hereto and incorporated herein by this reference; and
- WHEREAS,** the Oneida Tribe of Indians of Wisconsin is a Member Tribe of the Wisconsin Tribal Conservation Advisory Council; and
- WHEREAS,** WTCAC By-Laws require each Member Tribe to designate up to two representatives to serve on the Council of Representatives of the Association and allow Member Tribe's to designate an alternate, should neither representative be able to attend a meeting of the Council of Representatives of the Association; and
- NOW THEREFORE BE IT RESOLVED,** that the Oneida Tribe of Indians of Wisconsin designates Tehassi Hill, Business Committee Council Member, and Patrick Pelky, Oneida Environmental, Health & Safety Director, to serve as the Tribe's Council Representatives and designates Jeff Mears, Oneida Environmental Area Manager Director, to serve as the alternate representative to the Wisconsin Tribal Conservation Advisory Council.

### Oneida Business Committee Agenda Request

#### VII.A. Appoint John Brueninger to the Oneida Nation Veterans Affairs Committee

1. Meeting Date Requested: 09 / 09 / 15

#### 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Agenda Header:

Accept as Information only

Action - please describe:

Business Committee approval to appoint John Brueninger to the Oneida Nation Veterans Affairs Committee (ONVAC).

#### 3. Supporting Materials

Report  Resolution  Contract

Other:

1.

3.

2.

4.

Business Committee signature required

#### 4. Budget Information

Budgeted - Tribal Contribution  Budgeted - Grant Funded  Unbudgeted

#### 5. Submission

Authorized Sponsor / Liaison:

Primary Requestor:   
Your Name, Title / Dept. or Tribal Member

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

# 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.



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



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.

## MEMORANDUM

TO: Oneida Business Committee  
FROM: Chairwoman Tina Danforth *CSP*  
DATE: August 26, 2015  
RE: Oneida Nation Veterans Affairs Committee

There was one (1) applicant for one (1) vacancy on the Oneida Nation Veterans Affairs Committee (ONVAC). The applicant was John Brueningner.

Qualifications for ONVAC are:

- a) The Veterans Affairs Committee will be made up of members of the Oneida Tribe of Indians of Wisconsin who have served honorably on active duty in the Armed Forces of the United States of America.
- b) Members shall have been inducted into, or voluntarily entered, active duty in one of the service branches of the Armed Forces of the United States of America and who did not receive a discharge from active duty with that branch of the Armed Forces of the United States of America due to "less than honorable conditions."
- c) Must have been on active duty by serving one hundred eighty-one (181) days or more of continuous active duty unless discharged early, with less than one hundred eighty-one (181) days active duty, for a service connected disability.
- d) Served as a member of the Selected Reserve and who has completed at least six (6) years in the Reserves or National Guard, or who was discharged early because of a service connected disability.

- e) Shall be a citizen in good standing in the Oneida Community.
- f) Terms of office shall be for a period of three (3) years.

The candidate is currently a member of ONVAC and this is his vacancy. He is not currently serving on any other Boards, Committees, or Commissions.

The candidate is qualified to serve. In accordance with Article VI., Section 6-2(c) of the Comprehensive Policy Governing Boards, Committees and Commissions, I recommend John Brueninger be appointed to serve on the Oneida Nation Veterans Affairs Committee.

Thank You.

# Oneida Business Committee Agenda Request

VIII.A.01. Accept Legislative Operating Committee meeting minutes of August 19, 2015

1. Meeting Date Requested: 9 / 9 / 15

## 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Agenda Header:

Accept as Information only

Action - please describe:

Accept August 19, 2015 LOC Meeting Minutes

## 3. Supporting Materials

Report  Resolution  Contract

Other:

1.  3.

2.  4.

Business Committee signature required

## 4. Budget Information

Budgeted - Tribal Contribution  Budgeted - Grant Funded  Unbudgeted

## 5. Submission

Authorized Sponsor / Liaison:

Primary Requestor: Krystal John, Staff Attorney  
Your Name, Title / Dept. or Tribal Member

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

## Oneida Business Committee Agenda Request

### 6. Cover Memo:

Describe the purpose, background/history, and action requested:

The purpose of this request is to ask the OBC to accept the attached August 19, 2015 LOC meeting minutes. In accordance with the LOC Bylaws, all minutes shall be submitted to the Tribal Secretary's Office within 30 calendar days after approval by the LOC [See LOC Bylaws, 4-2(a)].

Action Requested:

Accept the LOC meeting minutes of August 19, 2015.

1) Save a copy of this form for your records.

2) Print this form as a \*.pdf *OR* print and scan this form in as \*.pdf.

3) E-mail this form and all supporting materials in a **SINGLE** \*.pdf file to: [BC\\_Agenda\\_Requests@oneidation.org](mailto:BC_Agenda_Requests@oneidation.org)

# Oneida Tribe of Indians of Wisconsin

## Legislative Reference Office

P.O. Box 365  
 Oneida, WI 54155  
 (920) 869-4376  
 (800) 236-2214  
<http://oneida-nsn.gov/LOC>



## Committee Members

Brandon Stevens, Chairperson  
 Tehassi Hill, Vice Chairperson  
 Fawn Billie, Councilmember  
 David P. Jordan, Councilmember  
 Jennifer Webster, Councilmember

## LEGISLATIVE OPERATING COMMITTEE MEETING MINUTES

Business Committee Conference Room-2<sup>nd</sup> Floor Norbert Hill Center

August 19, 2015 9:00 a.m.

**PRESENT:** Brandon Stevens, Tehassi Hill, David P. Jordan, Fawn Billie, Jennifer Webster

**OTHERS PRESENT:** Taniquelle Thurner, Candice Skenandore, Douglass McIntyre, Fawn Cottrell, Rhiannon Metoxen, Danelle Wilson, Evander Delgado.

### I. Call To Order and Approval of the Agenda

Brandon Stevens called the August 19, 2015 Legislative Operating Committee meeting to order at 9:00 a.m.

Motion by David P. Jordan to adopt the agenda; seconded by Tehassi Hill. Motion carried unanimously.

### II. Minutes to be approved

#### 1. August 5, 2015 LOC Meeting Minutes

Motion by David P. Jordan to approve the August 5, 2015 LOC meeting minutes; seconded by Fawn Billie. Motion carried, with Jennifer Webster abstaining.

### III. Current Business

#### 1. Administrative Procedures Act Emergency Extensions (01:18 - 04:02)

Motion by Jennifer Webster to approve the resolution extending the Administrative Procedures Act Emergency Amendments and forward to the Oneida Business Committee for consideration; seconded by Fawn Billie. Motion carried unanimously.

#### 2. Election Board Bylaws Amendments (04:10 - 05:50)

Motion by David P. Jordan to accept the sponsor's report and defer the Election Board Bylaws Amendments back to the sponsor until after the new Election Board officers are sworn in; seconded by Jennifer Webster. Motion carried unanimously.

#### 3. ONGO Amendments (05:55 - 09:33)

Motion by David P. Jordan to accept the public meeting comments regarding the ONGO Amendments and defer this item to a work meeting; seconded by Fawn Billie. Motion carried unanimously.

#### 4. Comprehensive Policy Governing Boards, Committees and Commissions Amendments (09:34 - 10:55)

Motion by Jennifer Webster to defer the Comprehensive Policy Governing Boards, Committees and Commissions Amendments to the Legislative Reference Office for legislative analysis and to the Finance Department for a fiscal impact statement; seconded by David P. Jordan. Motion carried unanimously.

**5. Rulemaking Law (10:56-35:16)**

Motion by Fawn Billie to defer the Rulemaking Law, with the noted changes, to the Legislative Reference Office for legislative analysis and to the Finance Department for a fiscal impact statement; and to bring an update to the September 16, 2015 LOC meeting and to bring back the legislative analysis within 60 days; seconded by Tehassi Hill. Motion carried unanimously.

**6. Back Pay Policy Amendments (35:29 -38:27)**

Motion by Jennifer Webster to accept the memorandum regarding the status of the Back Pay Policy Amendments as FYI; seconded by Fawn Billie. Motion carried unanimously.

**7. Petition: Cornelius-4 Resolutions (Investigate 7 Gens, 7 Gens Return Money, Freedom of Press, Impose Tax on OBC) (38:28 - 52:44)**

Motion by David P. Jordan to accept the four statements of effect regarding the Petition: Cornelius 4 Resolutions (Investigate 7 Gens, 7 Gens Return Money, Freedom of Press, Impose Tax on OBC) with the noted changes and forward them to the Oneida Business Committee for consideration; seconded by Fawn Billie. Motion carried unanimously.

**8. Oneida Flag Code (52:53 - 58:12)**

Motion by David P. Jordan to accept the legislative analysis, extend the financial impact statement, and direct the Legislative Reference Office to bring the Oneida Flag Code back to the next LOC meeting, to set a date for a Public Meeting, and to make the changes from “Oneida Nation” back to “Oneida Indian Tribe of Wisconsin”; seconded by Fawn Billie. Motion carried unanimously.

**IV. New Submissions**

**1. Compliance and Enforcement Law (58:14 – 1:02:16)**

Motion by David P. Jordan to add the Compliance and Enforcement Law to the active files list, noting that he will be the sponsor; seconded by Tehassi Hill. Motion carried unanimously.

**2. Tribal Secured Transactions Law (01:02:18 – 01:03:07)**

Motion by David P. Jordan to add the Tribal Secured Transactions Law to the active files list with himself as the sponsor; seconded by Tehassi Hill. Motion carried unanimously.

**V. Additions**

**VI. Administrative Updates**

**1. LOC Priority List Update (01:03:08 – 01:09:18)**

Motion by David P. Jordan to update the LOC Priority List to include the Compliance and Enforcement Law and Tribal Secured Transactions Law to the LOC Priorities and forward the LOC Priority List to an Oneida Business Committee work meeting; seconded by Jennifer Webster. Motion carried unanimously.



David Jordan: I would like to make a note that I would like the Compliance and Enforcement Law and the Tribal Secured Transactions Law to be set for 2017's budget; it would be a budget change to add these two laws, for staffing; so 2017 is the target date.

**VII. Executive Session**

**VIII. Recess/Adjourn**

Motion by David P. Jordan to adjourn the August 18, 2015 Legislative Operating Committee Meeting at 10:10 a.m.; seconded by Fawn Billie. Motion carried unanimously.

### Oneida Business Committee Agenda Request

#### VIII.B. 01. Approve Finance Committee meeting minutes of August 31, 2015

1. Meeting Date Requested: 09 / 09 / 15

#### 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Agenda Header:

Accept as Information only

Action - please describe:

BC approval of Finance Committee Meeting Minutes of August 31, 2015

#### 3. Supporting Materials

Report  Resolution  Contract

Other:

1.

3.

2.

4.

Business Committee signature required

#### 4. Budget Information

Budgeted - Tribal Contribution  Budgeted - Grant Funded  Unbudgeted

#### 5. Submission

Authorized Sponsor / Liaison:

Primary Requestor: Denise Vigue, Executive Assistant/Finance Committee  
Your Name, Title / Dept. or Tribal Member

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

## Oneida Business Committee Agenda Request

### 6. Cover Memo:

Describe the purpose, background/history, and action requested:

Oneida Business Committee approval is required to approve all Finance Committee meeting actions as the FC is a standing committee of the OBC. -

1) Save a copy of this form for your records.

2) Print this form as a \*.pdf *OR* print and scan this form in as \*.pdf.

3) E-mail this form and all supporting materials in a **SINGLE** \*.pdf file to: [BC\\_Agenda\\_Requests@oneidanation.org](mailto:BC_Agenda_Requests@oneidanation.org)

# ONEIDA FINANCE COMMITTEE

August 31, 2015 – 10:00 A.M.

Business Committee Executive Conference Room

## REGULAR MEETING MINUTES

---

### Members Present:

Patricia King, Treasurer/FC Chair  
 Jenny Webster, BC Council Member  
 Patrick Stensloff, Purchasing Director  
 Wesley Martin, Jr., Community Elder member

Larry Barton, CFO/FC Vice-Chair  
 David Jordan, BC Council Member  
 Chad Fuss, FC Alternate/Gaming AGM

**Others Present:** Troy D. Parr, Dr. Ravi Vir, Debbie Danforth, Nicole Rommel, Shakira Rasmussen, Mari Kriescher, Judith Nicholas, Constance Danforth, Tim Zellmer and Denise Vigue, FC Recording Secretary

**I. Call to Order:** The meeting was called to order by the FC Chair at 9:58 A.M.

**II. Approval of Agenda:** Motion by Larry Barton to approve the Aug. 31, 2015 Finance Committee agenda with one ADD On under Capital Expenditures, one ADD On under the Community Fund and one discussion under FYI regarding laptops. Seconded by David Jordan. Motion carried unanimously.

### III. Approval of Minutes:

**1. August 21, 2015 (approved via FC E-Poll on August 24, 2015):**

Motion by David Jordan to ratify the FC E-Poll action of Aug. 24, 2015 approving the Finance Committee meeting minutes of Aug. 21, 2015. Seconded by Chad Fuss. Motion carried unanimously.

**IV. Tabled Business:** No tabled business

### V. Capital Expenditures:

- 1. ADD ON: Miron Construction** Amount: \$242,751.00  
 Tim Skenandore, Gaming Facilities

There was no one present from Facilities to explain request. Chad Fuss was not familiar with request, but his understanding was to reallocate FY15 Capital Expenditures for savings in FY16. He could not say if there was an immediate need and would prefer to defer until budget passed.

Motion by Larry Barton to table the Miron Construction request from Facilities until after the FY16 Budget is approved. Seconded by Wesley Martin, Jr. Motion carried unanimously.

### VI. New Business:

- 1. FY16 Blanket PO -Ovations (Cash & CC)** Amount: \$2,000,000.  
 Chad Fuss, Gaming Administration

Chad Fuss explained the nature of the contract with Ovations including the cash and credit card, comps for patrons and profit and loss. (Items 1-3) There is not an immediate need and items could be deferred to next meeting in order to get more information to Trish and the rest of the BC for their better understanding of this contract.

Motion by David Jordan to table New Business items #1- #3 until the next Finance Committee meeting. Seconded by Wesley Martin, Jr. Motion carried unanimously.

- 2. FY16 Blanket PO -Ovations (Comps)** Amount: \$840,000.  
 Chad Fuss, Gaming Administration

- See motion in NB #1

- 3. FY16 Blanket PO -Ovations (P&L)** Amount: \$1,600,000.  
 Chad Fuss, Gaming Administration

- See motion in NB #1

**4. Revised Ovations Contract****Item was for backup information only to NB 1-3 and can be deleted**

Motion by David Jordan to delete this item from the agenda. Seconded by Larry Barton. Motion carried unanimously.

**5. FY16 Blanket PO -Badger Liquor**

Amount: \$340,590.

Chad Fuss, Gaming Administration

Motion by David Jordan to approve New Business items #5- #9 in the stated amounts. Seconded by Larry Barton. Motion carried unanimously.

**6. FY16 Blanket PO -Dean Distributing**

Amount: \$552,328.

Chad Fuss, Gaming Administration

- See motion in NB #5

**7. FY16 Blanket PO -General Beverage**

Amount: \$428,590.

Chad Fuss, Gaming Administration

- See motion in NB #5

**8. FY16 Blanket PO -Kay Beer**

Amount: \$320,164.

Chad Fuss, Gaming Administration

- See motion in NB #5

**9. FY16 Blanket PO -Triangle Distributing**

Amount: \$552,328.

Chad Fuss, Gaming Administration

- See motion in NB #5

**10. FY16 Blanket PO -Bally Technologies**

Franklin Cornelius, Table Games

Motion by David Jordan to approve the FY16 Blanket Purchase Order for Bally Technologies for Table Games equipment in the amount of \$360,792.00. Seconded by Wesley Martin, Jr. Motion carried unanimously.

**11. Badger Liquor FY15 PO Increase**

Judith Nicolas, Food &amp; Beverages Manager

Judith was present to explain need for Purchase Order increase; this is for the Lodge to carry them through the end of FY15; this is a sole source item. There was a discussion on whether all goods from this vendor are under one Purchase Order or if separate and if all receive same discounts.

Motion by Larry Barton to approve the FY15 Purchase Order increase in the amount of \$25,000.00. Seconded by David Jordan. Motion carried unanimously.

**12. Northeast Asphalt - Repaving Standing Stone Road**

James Petitjean, Tribal Transportation

Troy Parr was present to discuss this request; this is part of the TTP budget and it includes work to repave Standing Stone Road; it is part of an ongoing maintenance agreement; contract is through TTP and is BIA grant funded; it is sole source as they were only bidder to respond.

Motion by Wesley Martin, Jr. to approve the Northeast Asphalt agreement for the repaving of Standing Stone Road in the amount of \$96,883.35 noting funding is from BIA grant. Seconded by David Jordan. Motion carried unanimously.

**Jennifer Webster arrived at 10:12 A.M.**

**13. OTIE - 2 year Blanket PO**

Nicole Rommel, DOLM

Nicole was present to explain this 2 year contract; services are for their various rentals and dream homes for repairs and finish construction such as doors, siding windows, and garage door installation, OTIE was not the lowest bid but lowest bidder ruled out when they didn't provide additional information. There was a lengthy discussion about the bidding and selection process and what is fair and equitable to vendors; specifically if contract is not awarded to lowest bidder why would vendors continue to submit bids, need is to be more proactive with bids for a fair and consistent process.

Motion by Larry Barton to approve this 2 year contract in the amount of \$100,000. and on a go forward basis that DOLM work with Purchasing all through the bid and selection process. Seconded by Wesley Martin, Jr.

For: Larry Barton, Wesley Martin, Jr., Chad Fuss; Opposed: David Jordan, Patrick Stensloff, Jennifer Webster. As there was a tie, FC Chairwoman King voted in favor of motion. Motion carried.

**14. HVS Production -multi-year contract**

Brenda Mendolla-Buckley, Gaming Marketing

Brenda and Mary Wasurick were present to discuss this 3 year contract; this is the Casino's advertising agency they utilize to assist with concept development, consulting, pre-production work and several other areas to assist the Casino to provide quality marketing; there is an option to renew for another year at end of contract period. There were questions about the conflict of interest mentioned by the Law review, it has been taken care of; other questions surrounded Indian preference.

Motion by David Jordan to approve the HVS Production 3 year contract for Casino advertising services in the amount of \$635,650. Seconded by Jennifer Webster. Motion carried unanimously.

**VII. Executive Session:****1. Comprehensive Health Division - FY16 Blanket PO's**

Dr. Ravi Vir &amp; Debbie Danforth, Comp Health Medical &amp; Operations Directors

Motion by David Jordan to go into Executive Session. Seconded by Chad Fuss. Motion carried unanimously Time: 10:36 A.M.

Motion by David Jordan to come out of Executive Session. Seconded by Wesley Martin, Jr. Motion carried unanimously. Time: 10:44 A.M.

Motion by Larry Barton to approve the contracts as presented today by the Comprehensive Health Division for various health related services. Seconded by Wesley Martin, Jr. Motion carried unanimously.

**VIII. Community Fund:****1. Wrestling Tournament fees for son** Amount: \$500.

Motion by David Jordan to approve from the Community Fund items #1- #5 in the requested amounts. Seconded by Larry Barton. Motion carried unanimously.

**2. Youth Orchestra at St. Norbert's College (SC)** Amount: \$320.

- See motion in CF #1

**3. Youth Orchestra at St. Norbert's College (AC)** Amount: \$320.

- See motion in CF #1

**4. Bill Pilats Goalie School fees for son** Amount: \$500.

- See motion in CF #1

**5. Josh Webster Memorial Team Tournament fees** Amount: \$400.

- See motion in CF #1

**6. Oneida Sportsmen Club -Fall Banquet**

Motion by Larry Barton to approve from the Community Fund the Oneida Sportsmen Clubs Annual Fall Banquet request for food expenses in the amount of \$1,500. Seconded by Jennifer Webster. David Jordan abstained. Motion carried.

**7. Girls Volleyball Practice**

Motion by Jennifer Webster to approve from the Community Fund Six (6) cases of Coca-Cola products for the Girls Volleyball Practice. Seconded by David Jordan. Motion carried unanimously.

**8. Green Bay Elite Cheer class fees**

Motion by David Jordan to approve from the Community Fund the Green Bay Elite Cheer class fee for the daughter of the requestor in the amount of \$500. Seconded by Jennifer Webster. Motion carried unanimously.

**9. Tough Mudder WI Run registration** Amount: \$226.41

Motion by David Jordan to approve from the Community Fund items #9 - #11 noting difference in requested amounts. Seconded by Larry Barton. Motion carried unanimously.

**10. Tough Mudder WI Run registration** Amount: \$226.41

- See motion in CF #9

**11. Tough Mudder WI Run registration** Amount: \$195.41

- See motion in CF #9

**12. International Iroquois Beadwork Conference fee**

Motion by Wesley Martin, Jr. to approve from the Community Fund the International Iroquois Beadwork Conference fee in the amount of \$100. Seconded by Jennifer Webster. Motion carried unanimously.

**13. Rilion Gracie Jujitsu class fees**

Motion by David Jordan to approve from the Community Fund the Rilion Gracie Jujitsu class fee for the daughter of the requestor in the amount of \$500. Seconded by Jennifer Webster. Motion carried unanimously.

**14. STARZ Academy gym class fees**

Motion by David Jordan to approve from the Community Fund the STARZ Academy Gymnastics class fee for the daughter of the requestor in the amount of \$500. Seconded by Wesley Martin, Jr. Motion carried unanimously.

**15. Green Bay Elite Cheer class fees**

Motion by Jennifer Webster to approve from the Community Fund the Green Bay Elite Cheer class fees for the daughter of the requestor in the amount of \$500. Seconded by Larry Barton. Motion carried unanimously.

**16. Your New Fitness-Bode Boot Camp**

Motion by David Jordan to approve from the Community Fund the Bode Boot Camp class fees in the amount of \$500. Seconded by Jennifer Webster. Motion carried unanimously.

**17. ADD ON: Green Bay Youth Hockey**

Motion by Larry Barton to approve the Add On request from the Community Fund for the Green Bay Youth Hockey registration fees for son of requestor in the amount of \$440. Seconded by David Jordan. Chad Fuss abstained. Motion carried.

**IX. Follow Up: No Follow Up items**

**X. FYI and /or Thank You:**

**1. Laptop Use**

There was a discussion about laptop use, specifically for Wesley Martin, Jr. at the Finance Committee meeting so he can follow along better the agenda items. He can see them in the e-mails but has to rely on a printed copy at the meeting which isn't practical. There were several suggestions that Mae in Audit may have one for community use or there may be a surplus in MIS that could be utilized. Denise was asked to follow up to ensure there is one available for Wesley for future meetings. Everyone still likes the agenda handouts for the meetings, so that will continue.

**XI. Adjourn:**

Before adjourning there was a discussion about only one more meeting for FY15 and there are a number of FY16 requests still not received. It was agreed to change the time on 9/11/15 to begin at 8:00 A.M. and to end at 10:30 A.M. and the organization is notified of the change and the calendar also is updated for the FC members.

Motion by David Jordan to adjourn. Seconded by Jennifer Webster. Motion carried unanimously. Meeting ended at 11:14 A.M. The next Finance Committee meeting is scheduled for Monday, September 11, 2015 at rescheduled time of 8:00 A.M. to 10:30 A.M. in the BC-Executive Conference Room.

Minutes taken and transcribed by:  
Denise Vigue, Executive Assistant in Finance  
& Finance Committee Recording Secretary

*Finance Committee E-Poll Minutes Approval Date:* September 1, 2015

*Oneida Business Committee FC Minutes Approval Date:* \_\_\_\_\_



### Oneida Business Committee Agenda Request

#### VIII.D.01. Accept Quality of Life meeting minutes of June 11, 2015

1. Meeting Date Requested: 09 / 09 / 15

#### 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

[Empty text box]

Agenda Header: Standing Committees

Accept as Information only

Action - please describe:

To accept Quality of Life Committee meeting minutes from June 11,2015.

#### 3. Supporting Materials

Report  Resolution  Contract

Other:

1. <u>June 11, 2015 Quality of Life minutes</u>	3. <u></u>
2. <u></u>	4. <u></u>

Business Committee signature required

#### 4. Budget Information

Budgeted - Tribal Contribution  Budgeted - Grant Funded  Unbudgeted

#### 5. Submission

Authorized Sponsor / Liaison: Fawn Billie, Council Member

Primary Requestor: Fawn Cottrell, Executive Assistant/Office of Fawn Billie  
Your Name, Title / Dept. or Tribal Member

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

## Oneida Business Committee Agenda Request

### 6. Cover Memo:

Describe the purpose, background/history, and action requested:

The Quality of Life is requesting the Business Committee to accept the June 11, 2015 meeting minutes.

- 1) Save a copy of this form for your records.
- 2) Print this form as a \*.pdf *OR* print and scan this form in as \*.pdf.
- 3) E-mail this form and all supporting materials in a **SINGLE** \*.pdf file to: [BC\\_Agenda\\_Requests@oneidanation.org](mailto:BC_Agenda_Requests@oneidanation.org)

QoL Committee

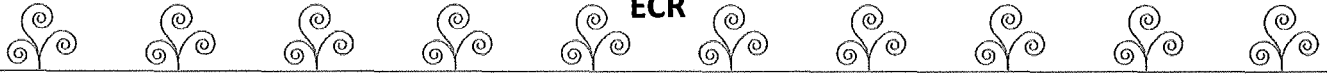
Chair-Fawn Billie

Vice Chair-Tehassi Hill

Members-Trish King, Jenny Webster, Lisa Summers

**Quality of Life Meeting**  
**8am-10am Thursday June 11<sup>th</sup>, 2015**

ECR



**Minutes**

Present: Trish King, Fawn Billie, Lisa Summers, Dawn Walchinski, Danelle Wilson, Fawn Cottrell, Joanie Buckley, Jacob Metoxen, Tehassi Hill, Tina Ama, Jordyn Rasmussen & Daril Peters  
Excused: Jennifer Webster

**1. Approve Agenda**

For the record Lisa Summers request that her name be added to the list of committee members.

Motion by Lisa Summers to approve agenda, seconded by Trish King. Motion carried unanimously.

**2. Meeting Minutes**

**a. May 28, 2015 meeting minutes**

Motion by Lisa Summers to approve May 28, 2015 meeting minutes, seconded by Trish King. Motion carried unanimously.

**3. Current Items**

**a. Charter update-Charter adopted 06-10-15**

Motion by Lisa Summers to accept Charter as FYI, seconded by Trish King. Motion carried unanimously.

**b. Wellness Council update-Tina Ama at 9:00 am**

With the adoption of the Wellness Resolution on 6-11-15, the Wellness Council has a team working on a communication plan for the Wellness Resolution. The Wellness Council is also working on flexible time policy for health & wellness activity for employees. For clarification, Tina Ama mentioned that the Food Policy the Wellness Council has been working on may not necessarily need to be made a law. Food Policy was created to encourage healthy foods for example through foods purchased with tribal funds and healthy food options in vending machines in tribal buildings. Joanie suggested Tina Ama work with Radisson to develop a healthy menu for when Oneida hosts meetings for healthier options. Tina Ama had questions regarding who should be attending Quality of Life. Lisa Summers referenced the charter (adopted 06-11-15) that read all Division Directors with relevant agenda topics should be invited to attend. Next meeting will be in BC conference room. Fawn Cottrell will reserve room and invite all Division Directors with a request to provide an update on relevant agenda topics at our next meeting. Tina will provide an update on the Well Being Index & Reporting template for logical model at the next meeting.

Motion by Tehassi Hill to accept update from Tina Ama, seconded by Lisa Summers. Motion carried unanimously.

QoL Committee

Chair-Fawn Billie

Vice Chair-Tehassi Hill

Members-Trish King, Jenny Webster, Lisa Summers

**4. New Business**

**a. Agricultural Projects-Joanie Buckley**

**1. Engaging Community in agriculture**

Discussed farm to school programs and possibilities within our community. Other tribes have shown interest in shaping their food projects around our models. With the help of USDA grants, Joanie continues to work on engaging the Oneida community in agriculture.

**2. Community Gardens**

Community Gardens could easily be done with resources we already have. Ideal Initiative would be to have inventory of community gardens, Graphic Land Information Services mapping gardens & end of year Harvest party-possibly at Husking Bee event.

We have community gardens currently but more gardens across the reservation are the goal. Lisa Summers suggested we add staff from the school, health center and fitness center to next meeting to discuss direction and policy that may align. Joanie suggested she can inventory community gardens for the next Quality of Life meeting.

Motion by Trish King to accept the update, seconded by Lisa Summers. Motion carried unanimously.

Motion by Trish King to continue work on the community gardens and farm to school bring back information on it & invite additional staff of school, health, social services, planning & fitness center on their initiatives and how we can collaborate together, seconded by Lisa Summers. Motion carried unanimously.

**3. Oneida Farmers Market**

How can we elevate our current farmers market? The market starts next week June 25, 2015. Joanie asked for Business Committee to show encouragement to vendors who have chosen to participate in different themes each week. Farmers Market staff have focused their marketing efforts toward Seymour. Green Bay farmers market has strong following and we cannot provide enough foot traffic to attract larger farmer vendors.

**4. Youth Leadership 7871**

This initiative is geared toward groups and larger initiatives not individuals. Susan White is meeting with David Pepperin to explore structure needed for 7871. The by-laws also need to be reviewed and reworked by Legal. Joanie still needs to set up for donors and training is needed on the system. The project also needs additional content about project for website. All work needs to be done before fundraising can start. Lisa Summers suggested contacting Godfrey & Kahn for pro-bono work regarding legal aspect. Lisa Summers will get Godfrey & Kahn contact information to Joanie Buckley. Next steps include the Donor Perfect Program trained on and collateral marketing materials.

Motion by Lisa Summers to accept the youth leadership 7871 update by Joanie Buckley, seconded by Tehassi Hill. Motion carried unanimously.

QoL Committee

Chair-Fawn Billie

Vice Chair-Tehassi Hill

Members-Trish King, Jenny Webster, Lisa Summers

**5. Upcoming Reports**

**a. Quarterly Report**

**i. Review Quarter 2 report due June 16, 2015 to Business Committee**

Discussion was a request to send out final quarterly report prior to submitting to BC agenda.

Motion by Trish King to accept quarterly report as FYI, seconded by Lisa Summers. Motion carried unanimously.

**6. Adjourn**

Motion by Lisa Summers to adjourn at 9:30am, seconded by Tehassi Hill. Motion carried unanimously.

**-Upcoming Meetings:**

Wellness Council Thursday June 18, 2015 at 3:30-4:30pm at Oneida Community Health Center main conference room



# Oneida Business Committee Agenda Request

## IX.A. Petitioner Madelyn Genskow: Special GTC meeting to address six resolutions

1. Meeting Date Requested: 9 / 9 / 15

### 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Agenda Header:

Accept as Information only

Action - please describe:

Accept Legal Opinion regarding the resolution from the Genskow Petition - Chain of Command.

### 3. Supporting Materials

Report  Resolution  Contract

Other:

1.  3.

2.  4.

Business Committee signature required

### 4. Budget Information

Budgeted - Tribal Contribution  Budgeted - Grant Funded  Unbudgeted

### 5. Submission

Authorized Sponsor / Liaison:

Primary Requestor: \_\_\_\_\_  
Your Name, Title / Dept. or Tribal Member

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

# Memo

To: Oneida Business Committee

From: Lisa Summers, Tribal Secretary 

Date: September 4, 2015

Re: Petitioner Madelyn Genskow: Request Special GTC meeting to address six (6) resolutions

1. Completed Scheduling General Tribal Council Meetings
2. Fee to Trust Process
3. Elder Services Means Testing
4. Record Subcommittee Meetings
5. Governmental Services Chain of Command
6. Unclaimed Per Capita Payments

The purpose of this memorandum is to notify you the final legal analyses for the following resolution is ready for acceptance by the Oneida Business Committee (OBC): 5 – Governmental Services Chain of Command.

## **Background**

The above referenced petition was submitted to the Tribal Secretary's Office on February 10, 2015, and verified by the Enrollment Department. The petition was submitted to the Oneida Business Committee (OBC) agenda and accepted at the February 25, 2015, meeting.

## **Status**

<i>Analysis</i>	<i>Original Due Date</i>	<i>Extension # and New Due Date</i>	<i>Date Accepted by the OBC</i>
Legislative	May 13, 2015	n/a	Resolutions 1-6 – April 22, 2015
Legal	May 13, 2015	1. July 8, 2015 2. Aug. 26, 2015 3. Sept. 9, 2015	Resolution 2 – May 13, 2015 Resolution 1 – June 24, 2015 Resolutions 3,4, & 6 – Aug. 26, 2015
Financial	May 13, 2015	1. July 8, 2015 2. Aug. 26, 2015 3. Sept. 23, 2015	

## **Requested OBC Action**

1. Accept the legal analysis for the following resolutions: 5 – Governmental Services Chain of Command

JO ANNE HOUSE, PHD  
CHIEF COUNSEL  
JAMES R. BITTORF  
DEPUTY CHIEF COUNSEL  
REBECCA M. WEBSTER, PHD  
SENIOR STAFF ATTORNEY

## ONEIDA LAW OFFICE

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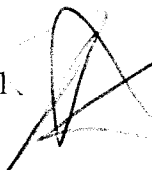
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(920) 869-4327

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### MEMORANDUM

**TO:** Oneida Business Committee

**FROM:** Jo Anne House, Chief Counsel 

**DATE:** September 2, 2015

**SUBJECT:** Genskow – Petition – Chain of Command

You have requested a legal review regarding a petition submitted by Madelyn Genskow. The petition contains six resolutions. The legal opinion will review only the resolution identified above. The Enrollment Department has verified a sufficient number of signatures on the petition.

The resolution contains three Whereas sections.

- "...in December of 2014 after all the departments of the Tribe had turned in their budgets with the 12% cuts required by the Tribal Treasurer, there was \$800,000 remaining to be spent. The Treasurer sent out a memo informing the departments could request more funds by a certain date."
- "...because of the Oneida Chain of Command System required that the request for more funds needed to go from the Elder Director to the Area Manager then to the Governmental Services Division Director then to the Oneida Business Committee."
- "...the system is not set up to make sure that request sent up the Chain of Command are documented that the request was received at the next stop and forward on to the next stop of the chain of command until it reaches the Business Committee."

Whereas sections are intended to provide legislative history and background regarding why the resolution is brought forward. Whereas sections are not enforceable.

The resolution contains seven Resolve sections.

- "...when important items are sent from a Program Director to the next stop on the chain of command it must be emailed by 9:00 a.m. An email that it has been received must be sent to the sender in two hours and sit must go at each stop including the Business Committee."
- "...the person in charge must see to it, that if they are ill or on vacation a line of responsibility in their office must be established to make the return email to the sender which confirms that the email was received."
- "...if the item that was emailed is time sensitive. A line of responsibility must be established in each office of the person in charge so that if the person in charge is not there everything does not stop."
- "...the Governmental Services Division Directions office which is located in a cottage behind the Fitness Center and where only three people work must be moved to the Little Bear or Norbert Hill Center or Skenandoah Complex where Tribal members can find it if they have concerns about issues in Governmental Services Division Director.



- “...the Governmental Services Division Director must return phone call to Tribal members who have issues about Governmental Services.”
- “...the Governmental Division Services must see to it that there is someone to handle issues if each one of the three of them who are at that cottage are ill.
- “...if this ever happens again, the chain of command system must be stopped.”

To draft this opinion, I have reviewed prior actions of the General Tribal Council, Tribal law, policies and procedures, and various other resources. This opinion is broken into sections to address the issues raised in the resolution – chain-of-command and Fiscal Year 2015 Budget actions.

### **Supervision and Reporting or Chain-of-Command and Governmental Services Division**

Managing employees and programs requires a method of reporting and supervision. The Tribal government utilizes a nested hierarchy of employees-supervisors, programs-areas-divisions to organize and manage individuals and activities.<sup>1</sup> This is a reference to a chain-of-command system to manage approximately 2700 employees, 500 programs or services, and three enterprises (gaming, farms, and retail). This nested hierarchy arranges activities generally as identified in the following examples.

- Employees managed by supervisors, who are collected and managed by Area Managers, who are then collected and managed by a Division Director.
- Retail location and subject matter areas.
- Gaming subject matter areas – i.e. finance, table games, slots, player management.

The Governmental Services Division is organized as identified in the first bullet above. The structure of the Governmental Services Division is set forth in the attachment.

The Governmental Services Division has adopted two Standard Operating Procedures to address the chain-of-command and chain-of-communication. The purpose of these two procedures are to “help in avoiding the circumvention of staff who are responsible for providing direct oversight and promotes good communication/respect for one another.” *Chain of Command SOP, Sec. 1*. The procedures contain the following direction.

- 3.1. The staff understands that in order to properly accomplish the work we need achieved, we must always adhere to the Chain of Command. This promotes respect for one another, and eliminates conflicts and time wasted in terms of having only the necessary people involved.

The Governmental Services Division has outlined an organizational hierarchy and employees are notified of this hierarchy through job descriptions and notices by supervisors, Area Managers and the Division Director. Issues which are not addressed by those closest to the program decision-making can be brought to the next level to be addressed until reaching the Division Director. Each level is directed to verify that the issue has been correctly processed through this chain-of-command.

In order to support this chain-of-command, the Governmental Services Division has also adopted a Chain-of-Communication Standard Operating Procedures. The purpose of these procedures is

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<sup>1</sup> See general references to this in the Tribe’s Personnel Policies and Procedures in regards to grievances and complaints for example.

to, "...outline the chain-of-communication that all Governmental Service employees shall follow with urgent or critical work-related written communication may concern GSD management, Using the chain-of-communication provides consistent and timely notice to GSD management of important matters." *Sec. 1.*

In addition, the Governmental Services Division Director has identified there are expectations within the administration offices. The Governmental Services Division Director has identified that the administration offices is staffed during normal working hours, barring unforeseen circumstances. When that occurs, voicemail, mobile phones, and e-mail are available as forms of communication and which are encouraged to be utilized in the event staff is in meetings or unavailable. Finally, the Governmental Services Division Director has identified that, consistent with the division's Standard Operating Procedures, he forwards questions and complaints to the appropriate level of the chain-of-command to address.

### **Fiscal Year 2015 Budget Actions**

The Fiscal Year 2015 budget was developed during a transition year from one Oneida Business Committee to another. The current Treasurer, upon receipt of updated information and the Oneida Business Committee members having been newly elected, determined that review of the budget was needed. This resulted in the budget being revised by the Tribal organization resubmitting budget requests. The final draft budget proposal resulted in unbudgeted projected revenues in the amount of \$703,448.00.

A December 16, 2014, memo from the Treasurer outlined a process by which programs and operations of the Tribe could request this finding be reallocated back to the program or operational unit. The request must follow three directions.

1. The request for funds must be relative to the 12% budget cut for your specific area.
2. Complete the attached spreadsheet and include an executive summary as support for your application.
3. Submit your applications no later than 4:30 p.m. on December 29, 2014, to the Treasurer's office. Late applications will not be considered.

This memo from the Treasurer was forwarded to the appropriate management in the Governmental Services Division on December 18, 2014. The instructions identified that if the program was interested they should notify the Governmental Services Division administration so the request could be coordinated with other division requests.

The Elder Services Program was aware of the memo, the application requirements and the deadlines for submitting an application. The initial request from the Elder Services Program was forwarded to the Program Manager, the Area Manager, and the Division Director, among other staff later that same day. A review of the request identified that it was missing one of the elements required in the Treasurer's memo and was returned to the program to put together a complete request. The program personnel were also notified in that same e-mail to submit the request directly to the Treasurer and to copy the Treasurer's Legislative Aide. The request was not sent to the Treasurer or the Treasurer's Legislative Aide.

The Fiscal Year 2015 budget was presented to the General Tribal Council and adopted. On the floor of that meeting was discussion of the funding for Elder Services and the request for excess funds that did not get filed before the deadline. The members rejected a motion regarding Elderly Services and the Oneida Nation Commission on Aging. In addition, members did specifically identify that failure to submit a timely request did not require action by the General Tribal Council to increase funding for that program.

An investigation was made by the Division Director and appropriate action was taken to assure that it would not occur again in the future. Specific discussion regarding individual employees and disciplinary action would be in violation of the confidentiality requirements of the Oneida Personnel Policies and Procedures. Under those rules, employment related decisions are delegated to be managed through the organizational processes and the Oneida Personnel Policies and Procedure, the Human Resources Department and the Personnel Commission. Discussion of individuals on the floor would be in violation of the General Tribal Council's delegation of authority and responsibility to various entities of the Tribe. *See also Removal Law, historical actions leading up to resolution # GTC-2-25-82.*

### Analysis

*NOTE: This resolution identifies information and actions related to the Governmental Services Division. It is presumed that this resolution will have an affect ONLY on the Governmental Services Division and no other division or organizational group of the Tribe. Research regarding a broad impact of this resolution has not been conducted in regards to development of this opinion and as a result this opinion is limited only to the Governmental Services Division.*

The proposed resolution contains three Whereas sections and seven Resolve sections. The Whereas sections do not accurately reflect the steps taken within the Governmental Services Division regarding the "\$800,000 remaining to be spent" in the development of the Fiscal Year 2015 budget. Based on the information from the Governmental Services Division Director there is a Chain-of-Communication Standard Operating Procedure on what to do in the event of an emergency or urgent communication need. In addition, in this particular instance, it appears that personnel were given instructions to submit the application directly and this did not occur. If this resolution is adopted the second and third Whereas sections should be deleted as they do not accurately reflect the current chain-of-command/communication system in place in the Governmental Services Division. In addition, the correct amount of funding that was subject to reallocation was \$703, 448.00, which should be corrected in the first Whereas.

The Resolve sections of this resolution identify three different sets of actions – directing the process by which communication shall be conducted, out of office delegations, and where the administrative offices of Governmental Services Division will be located. In addition, if any of the above are not followed, then the resolution proposes that the chain-of-command system is "stopped."

### Communication

The resolution proposes that "important" communication be sent by 9:00 a.m. and that a return receipt from the recipient be sent within two hours. Supervisors and others in the chain-of-

command must have the Outlook out-of-office rule turned on when they are ill or on vacation. And finally that the Governmental Services Division Director must return phone calls.

The actions requested in the resolution are administrative actions regarding day-to-day functions of an office. The suggested administrative processes do not take into account the existing protocols the Governmental Services Division already has in place and which appear to be working appropriately. The division has a clear communication protocol for emergency actions which allow for exceptions to the chain-of-command. In addition, the division has a hierarchy of responsiveness which relies on those closest to the issue to respond to contacts with clients and directions for the contacting those next in the hierarchy. The purpose of this process is to resolve the situation as quickly as possible by those closest to the knowledge and information regarding the activity.

The Tribe has, in every office, a phone, voicemail and e-mail system for contacting and/or leaving messages. Further, some employees are issued mobile phones for work use to respond to questions or receive voicemails. Finally, voicemail and e-mail are accessible from any mobile phone or internet connection.

The resolution proposes that emergency actions must be noticed before 9:00 a.m. and a return receipt presented. This is presuming this is an e-mail, phone call, voicemail, or paper memo sent. However, emergencies occur at all times of the normal operating hours of the Tribe, as well as after normal operating hours. The programs within the Governmental Services Division are set up to address these emergencies in an appropriate fashion which this directive may interfere with causing disruption in service provision.

It is recommended that these Resolves (numbered 1, 2, and 5) not be adopted. These directives are a daily function of the Governmental Services Division and do not take into account the daily actions of the personnel in the various programs within that division. Further, the directives do not allow for the various emergency, urgent, or programming responsibilities and technical knowledge of the personnel, their supervisors, and area managers. If there is a concern regarding the communication within the Governmental Services Division it would be more appropriate to request the Oneida Business Committee to review the processes within that division and direct that appropriate changes be made.

#### *Out of Office Delegations*

The resolution proposes that an e-mail response regarding vacation or personal time is sent, that a “line of responsibility” is established in the event of the absence of a “person in charge” and that “someone” must be available to “handle issues” if the employees in the administrative offices are all ill.

As identified above, the Governmental Services Division has adopted a Standard Operating Procedure identifying a chain-of-command and communication. In addition to the above, every job description clearly identifies supervisors setting up a hierarchy of responsibility. The question is whether the resolution is requesting these actions on behalf of the employees or the clients. Such out-of-office notices will not be sent to clients unless they contact employees. At which point, the client will receive the information from the voicemail message or the e-mail

message set up when the employee is out of the office. If the client comes into the office, they would be referred to another employee or requested to leave a message for the absent employee. However, this would not normally be the case if the employee simply stepped away from his or her desk. They would simply be requested to leave a voicemail message. Those brief times when an employee is in a meeting, stepped out of the office, or on another phone call would not be addressed by these proposed Resolves. As a result, it may appear that an employee did not leave the required notices but would still be unavailable.

The Governmental Services Division is set up such that clients are routed to those who perform the services. It appears that out-of-office messages are set up on both phones and e-mails. It can therefore be presumed that if an employee does not answer, he or she is merely temporarily away from their desk and a message should be left.

It is recommended that these Resolves (numbered 2, 3, and 6) not be adopted. The Resolves do not accomplish any additional actions that are not already in place through job descriptions, program organization within the Governmental Services Divisions or the existing Standard Operating Procedures. However, adoption of the Resolves could result in unnecessary confusion when addressing client and employment related issues arising within the division since the expectation of the Division Director are that those with the expertise in the program should handle programming activities.

#### *Location of Governmental Services Division Offices*

The resolution proposes that the Governmental Services Division administration offices must be moved to one of three locations so “Tribal members can find it.” The locations are the Little Bear Development Center, the Norbert Hill Center, or the Skenandoah Complex.

The Governmental Services Offices are located in the Cottages on the Social Services Building/Family Fitness Center grounds. The entrance to the cottages is identified by signage on Packerland Drive. Once in the parking lot, a map of the cottages is posted identifying each program or office located in that area. A significant number of programs provided by the Governmental Services Division are located in the Social Services Building, the Family Fitness Center and the Cottages. The second primary area where Governmental Services programs are located is on the Cultural Heritage grounds off Hillcrest Drive/County FF. Finally, there are scattered programs such as the Oneida Library and recreation facilities located in various housing subdivisions.

The three identified locations are likely to have space for the three positions in the Governmental Services Division administration offices. In addition, all three locations have meeting space available for program meetings. There is a cost to moving staff between buildings, for example - Department of Public Works regarding equipment and furniture, MIS in reassigning phones and printer sharing, as well as staff down-time during the move. However, these costs are not extraordinary. Further, it is not clear if moving the administrative offices will make the personnel easier to locate as the three locations do not offer signage for individual programs within the buildings as the current location does. Finally, there is no indication that the offices are currently difficult to locate, or that members typically physically go to an office and not use the available phone or e-mail systems or U.S. mail.

*“Stopping” Chain-of-Command*

The final Resolve of this resolution directs that “if this ever happens again” that the Governmental Services Division can no longer use the chain-of-command system. This Resolve is not clear as to what “this” is referring to in regards to happening again. It is possible this refers to not responding to phone calls, not submitting a budget request timely, not setting an out-of-office notice, not sending a time sensitive e-mail before 9:00 a.m., not responding to an e-mail with a receipt within two hours, or if all three employees in Governmental Services Administration are simultaneously out of the office because of illness.

Given the supporting Whereas’ in the resolution and the content of the Resolves, this appears to be a fairly harsh response to any potential misstep from the directions in the resolution. Notwithstanding that, it is not clear what the alternatives are to the chain-of-command system within the Tribe as a whole. As identified above, the Governmental Services Division is made up of a significant number of programs and services that are grouped together under program directors and area managers. These positions in turn report to the Division Director. If this system is no longer available, this would result in approximately 300 employees reporting to the Division Director comprising over 50 programs from libraries and museums, to arts, culture and language, to transportation, to name a few. While it may be possible to manage such a diverse array of services, it is likely to result in delays and confusion given the amount of time necessary to devote to simple things such as time-keeping and budgeting (these activities are currently managed within the nested set of programs or the chain-of-command). This would likely leave little time available to monitor programming activities for the purposes of managing, improving or making modifications to services to meet the needs of clients.

It is recommended that Resolve #7 not be adopted. The Resolve does not clearly identify when it is applicable and may lead to greater confusion in responding to client concerns and/or needs.

**Conclusion**

There are three Whereas sections in the resolution, The first Whereas should more accurately reflect \$703,448.00 as the funds to be re-allocated back to programs and services. The second two Whereas sections do not reflect the processes and procedures in the Governmental Services Division nor the action which occurred in regards to the Fiscal Year 2015 Budget development.

This resolution proposes seven different directives. Most of those directives are daily activities and processes already addressed by Standard Operating Procedures. In addition, one of the Resolves may result in an unwieldy system that reduces the effectiveness of the services being provided.

This resolution would require a simple majority vote to adopt.

If you have further questions, please contact me.

# Oneida Business Committee Agenda Request

IX.B. Petitioner Madelyn Genskow: Special GTC meeting to address three resolutions

1. Meeting Date Requested: 09 / 09 / 15

## 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Agenda Header:

Accept as Information only

Action - please describe:

1) Request from the Law and Finance Offices an update on the anticipated completion date of the analyses.

## 3. Supporting Materials

Report  Resolution  Contract

Other:

1.

3.

2.

4.

Business Committee signature required

## 4. Budget Information

Budgeted - Tribal Contribution

Budgeted - Grant Funded

Unbudgeted

## 5. Submission

Authorized Sponsor / Liaison:


Primary Requestor: Lisa Liggins, Executive Assistant/Office of Lisa Summers  
Your Name, Title / Dept. or Tribal Member

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

# Memo

To: Oneida Business Committee

From: Lisa Summers, Tribal Secretary 

Date: September 4, 2015

Re: Petitioner Madelyn Genskow: Request Special GTC meeting to address 3 resolutions

- 1) Oneida Business Committee Accountability
- 2) Repeal Judiciary Law
- 3) Open Records and Open Meetings Law

The purpose of this memorandum is to provide you the status of the analyses for the above referenced petition.

## **Background**

The above referenced petition was submitted to the Tribal Secretary's Office on March 30, 2015, and verified by the Enrollment Department. The petition was submitted to the Oneida Business Committee (OBC) agenda and accepted at the April 8, 2015, meeting.

## **Status**

<i>Analysis</i>	<i>Original Due Date</i>	<i>Extension # and New Due Date</i>	<i>Date Accepted by the OBC</i>
Legislative	June 24, 2015	n/a	Resolutions 1-3 – June 24, 2015
Legal	June 24, 2015	1. Sept. 9, 2015	
Financial	June 24, 2015	1. Sept. 9, 2015	

The legal and financial analyses have not been submitted for acceptance.

It is important to note that there are multiple resolutions included in this single petition. Each resolution requires its own research.

## **Requested OBC Action**

1. Request from the Law and Finance Offices an update on the anticipated completion date of the analyses.



JO ANNE HOUSE, PHD  
CHIEF COUNSEL  
JAMES R. BITTORF  
DEPUTY CHIEF COUNSEL  
REBECCA M. WEBSTER, PHD  
SENIOR STAFF ATTORNEY

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FAX (920) 869-4065

**M E M O R A N D U M**

**TO:** Oneida Business Committee  
**FROM:** Jo Anne House, Chief Counsel  
**DATE:** September 4, 2015  
**SUBJECT:** Genskow Petition – 3 Resolutions - Update

---

I have begun the analysis on the first of three resolutions. I anticipate that it will take approximately 60 days to complete all three analyses.

I would request an extension of 60 days to complete these opinions.

# Oneida Business Committee Agenda Request

IX.C. Petitioner Frank Cornelius: Special GTC meeting to address four resolutions

1. Meeting Date Requested: 09 / 09 / 15

## 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Agenda Header:

Accept as Information only

Action - please describe:

1) Request from the Law Office an update on the anticipated completion date of the legal opinion requested on August 17, 2015.  
2) Request from the Law and Finance Offices an update on the anticipated completion date of the analyses.

## 3. Supporting Materials

Report  Resolution  Contract

Other:

1.  3.   
2.  4.

Business Committee signature required

## 4. Budget Information

Budgeted - Tribal Contribution  Budgeted - Grant Funded  Unbudgeted

## 5. Submission

Authorized Sponsor / Liaison:

Primary Requestor:   
Your Name, Title / Dept. or Tribal Member

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

# Memo

To: Oneida Business Committee

From: Lisa Summers, Tribal Secretary 

Date: September 4, 2015

Re: Petitioner Frank Cornelius: Special GTC meeting to address four resolutions

1. Investigation into Oneida Seven Generations Corporation
2. Enforcing Salaries for Oneida Seven Generations Corporation
3. Freedom of Speech, Press and Assembly
4. Imposing a Tax on the Business Committee

The purpose of this memorandum is to provide you the status of the analyses for the above referenced petition.

## **Background**

The above referenced petition was submitted to the Tribal Secretary's Office on April 28, 2015, and verified by the Enrollment Department. The petition was submitted to the Oneida Business Committee (OBC) agenda and accepted at the May 13, 2015, meeting.

## **Status**

<i>Analysis</i>	<i>Original Due Date</i>	<i>Extension # and New Due Date</i>	<i>Date Accepted by the OBC</i>
Legislative	Sept. 9, 2015	n/a	Resolutions 1-3 – Aug. 26, 2015
Legal	Sept. 9, 2015	n/a	
Financial	Sept. 9, 2015	n/a	

The legal and financial analyses have not been submitted for acceptance.

At the special OBC meeting of August 17, 2015, the Law Office was requested to provide a legal opinion about what occurs when a petition is submitted which does not have all the appropriate documentation. To date, this opinion has not been received.

## **Requested OBC Action**

1. Request from the Law Office an update on the anticipated completion date of the legal opinion requested on August 17, 2015.
2. Request from the Law and Finance Offices an update on the anticipated completion date of the analyses.

JO ANNE HOUSE, PHD  
CHIEF COUNSEL  
JAMES R. BITTORF  
DEPUTY CHIEF COUNSEL  
REBECCA M. WEBSTER, PHD  
SENIOR STAFF ATTORNEY

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**M E M O R A N D U M**

**TO:** Oneida Business Committee  
**FROM:** Jo Anne House, Chief Counsel  
**DATE:** September 4, 2015  
**SUBJECT:** Cornelius Petition – 4 Resolutions - Update

---

The analysis of this petition and the resolutions will begin after the analysis of the Genskow Petition – 3 Resolutions has been completed. I have requested research from Records Management as well as begun developing necessary transcripts from meetings in order to be prepared to draft the legal analysis when the Genskow Petition – 3 Resolutions is completed.

If you have further questions, please contact me.

# Oneida Business Committee Agenda Request

IX. D. Petitioner John E. Powless Jr: Per capita payments

1. Meeting Date Requested: 09 / 09 / 15

## 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Agenda Header:

Accept as Information only

Action - please describe:

1) Provide an additional 60 days for the Law and Finance Offices to submit the appropriate analyses.

## 3. Supporting Materials

Report  Resolution  Contract

Other:

1.

3.

2.

4.

Business Committee signature required

## 4. Budget Information

Budgeted - Tribal Contribution

Budgeted - Grant Funded

Unbudgeted

## 5. Submission

Authorized Sponsor / Liaison:

Primary Requestor:

Your Name, Title / Dept. or Tribal Member

Additional Requestor:


Name, Title / Dept.

Additional Requestor:

Name, Title / Dept.

# Memo

To: Oneida Business Committee

From: Lisa Summers, Tribal Secretary 

Date: September 4, 2015

Re: Petitioner John Powless: Per Capita Payments

---

The purpose of this memorandum is to provide you the status of the analyses for the above referenced petition.

## **Background**

The above referenced petition was submitted to the Tribal Secretary's Office on June 17, 2015, and verified by the Enrollment Department. The petition was submitted to the OBC agenda for the June 24, 2015, meeting.

## **Status**

<i>Analysis</i>	<i>Original Due Date</i>	<i>Extension # and New Due Date</i>	<i>Date Accepted by the OBC</i>
Legislative	Sept. 9, 2015	n/a	August 17, 2015
Legal	Sept. 9, 2015	n/a	
Financial	Sept. 9, 2015	n/a	

The legal and financial analyses have not been submitted for acceptance.

## **Requested OBC Action**

1. Provide an additional 60 days for the Law and Finance Offices to submit the appropriate analyses.

JO ANNE HOUSE, PHD  
CHIEF COUNSEL  
JAMES R. BITTORF  
DEPUTY CHIEF COUNSEL  
REBECCA M. WEBSTER, PHD  
SENIOR STAFF ATTORNEY

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**M E M O R A N D U M**

**TO:** Oneida Business Committee  
**FROM:** Jo Anne House, Chief Counsel  
**DATE:** September 4, 2015  
**SUBJECT:** Powless Petition – Per Capita - Update

---

The analysis of this petition and the resolutions will begin after the analyses of the Genskow Petition – 3 Resolutions and the Cornelius Petition – 4 Resolutions has been completed. I have requested research from our office files regarding per capita payments and prior General Tribal Council action. I anticipate being able to begin this analysis as soon as the two prior petitions are completed.

If you have further questions, please contact me.

### Oneida Business Committee Agenda Request

X.A. Accept Legislative Operating Committee update on Tribal Hearing Bodies/Administrative Court

1. Meeting Date Requested: 9 / 9 / 15

#### 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Tribal Hearing Bodies/Administrative Court

Agenda Header: Standing Committees

Accept as Information only

Action - please describe:

Accept a verbal update from the LOC regarding the Business Committee's August 12, 2015 motion for certain boards, committees and commissions to provide financial information by Friday, September 4, 2015.

#### 3. Supporting Materials

Report  Resolution  Contract

Other:

1.

3.

2.

4.

Business Committee signature required

#### 4. Budget Information

Budgeted - Tribal Contribution  Budgeted - Grant Funded  Unbudgeted

#### 5. Submission

Authorized Sponsor / Liaison: Brandon Stevens, Council Member

Primary Requestor: Doug McIntyre, Staff Attorney/Legislative Reference Office  
Your Name, Title / Dept. or Tribal Member

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.



## Oneida Business Committee Agenda Request

### 6. Cover Memo:

Describe the purpose, background/history, and action requested:

At the request of the Legislative Operating Committee (LOC), the following action took place at the August 12, 2015 OBC meeting:

Motion by Jennifer Webster to ... direct the Oneida Child Protective Board, the Oneida Election Board, the Oneida Environmental Resource Board, the Oneida Land Commission, the Oneida Personnel Commission, the Oneida License Commission<sup>1</sup> and the Oneida Trust/Enrollment Committee to retrieve their financial expenses for the last three (3) years (including, but not limited to, the amount of stipends received, training costs and other expenses) and turn the information over to Oneida Business Committee to help in evaluating which entities should retain their hearing body authority, seconded by David Jordan. Motion carried unanimously.

Amendment to the main motion by Lisa Summers that the information be provided by Friday, September 4, 2015, seconded by Fawn Billie. Motion carried unanimously.

- 1) Save a copy of this form for your records.
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### Oneida Business Committee Agenda Request

#### XII.A. Approve Limited Waiver of Sovereign Immunity – LexisNexis –Time Matters Maintenance contract # 2015-0837

1. Meeting Date Requested:   9   /   9   /  15 

#### 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Proposal/Bid Info - prior to award

Agenda Header: Exec - New Business

Accept as Information only

Action - please describe:

LexisNexis-Time Matters Maintenance Contract - needs Business Committee approval for limited waiver of sovereign immunity.

#### 3. Supporting Materials

Report  Resolution  Contract

Other:

1.

3.

2.

4.

Business Committee signature required

#### 4. Budget Information

Budgeted - Tribal Contribution  Budgeted - Grant Funded  Unbudgeted

#### 5. Submission

Authorized Sponsor / Liaison: Jo Anne House, Chief Counsel

Primary Requestor: \_\_\_\_\_  
Your Name, Title / Dept. or Tribal Member

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

# ONEIDA LAW OFFICE

*CONFIDENTIAL: ATTORNEY/CLIENT WORK PRODUCT*

TO: Jeri Bauman  
Law Office

*Use this number on future correspondence:*

**2015-0837**

FROM: Jo Anne House, Chief Counsel

DATE: August 21, 2015

RE: LexisNexis



Purchasing Department Use

\_\_\_\_\_ **Contract Approved**

\_\_\_\_\_ **Contract Not Approved**

*(see attached explanation)*

---

*If you have any questions or comments regarding this review, please call 869-4327.*

The attached agreement, contract, policy and/or guaranty has been reviewed by the Oneida Law Office for legal content only. Please note the following:

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#### 3. CONFIDENTIAL INFORMATION

As used in this Agreement, "Confidential Information" means (a) proprietary or trade secret information which is clearly labeled or designated in writing as confidential, proprietary or the like by the disclosing party, and (b) information disclosed orally with a designation of such information as secret, confidential or proprietary prior to or during the oral disclosure and a subsequent reduction of such information to a writing labeled confidential, proprietary or the like and sent to the party to whom the disclosure was made within 15 days after the oral disclosure. Information shall not be considered Confidential Information to the extent that such information is: (w) already known to the receiving party free of any restriction at the time it is obtained from the other party; (x) subsequently learned from an independent third party free of any restriction and without breach of this Agreement; (y) or becomes publicly available through no wrongful act of the receiving party; or (z) required to be disclosed by applicable law.

LN and Licensee each agrees that it will not, during the term of this Agreement and for one year thereafter, disclose to any other person or entity any Confidential Information received from the other, except (a) to the extent necessary or desirable to perform under this Agreement, (b) in connection with any pending action related to this Agreement, or (c) as required by a court of competent jurisdiction. Notwithstanding the provisions of this Section 3, the parties may disclose Confidential Information to their respective accountants, attorneys, and other similar professional advisors as long as the entity to which Confidential Information is disclosed is subject to obligations

of confidentiality with the same effect as those specified in this Section 3.

#### 4. MAINTENANCE AND SUPPORT SERVICES EXCLUSIONS

In accordance with the License Agreement and unless otherwise agreed to in writing by LexisNexis, the Maintenance and Support Services and the charges associated with said Services do not cover or include the following:

- i. Support of Software which has been modified or repaired other than by LexisNexis or by a third party engaged by LexisNexis;
- ii. Making specification changes or performing Services connected with the relocation of Software;
- iii. Modification or replacement of Software, repair of damage, or increase in service time caused by failure to continually provide a suitable operational environment with all facilities prescribed by the applicable documentation; including, but not limited to, the failure to provide or the failure of adequate electrical power, temperature or humidity control, or computing environment;
- iv. Modification or replacement of Software, repair of damage, or increase in service time caused by the use of the Software for other than the purposes for which it is authorized or not in accordance with the Software operating guidelines;
- v. Modification or replacement of Software, repair of damage, or increase in service time caused by:
  - \* accident
  - \* natural or man-made disaster which shall include but not be limited to fire, water, wind, and lightning
  - \* transportation
  - \* neglect or misuse
- vi. Modification or replacement of Software, or increase in service time caused by the use of the Software in combination with other products (e.g., Microsoft® SQL Server or SQL Server Express or other LexisNexis products);
- vii. Backing up or restoring programs and/or data;
- viii. Keying, importing, converting or manipulation of data;
- ix. On-site or formal classroom training on the operation and use of the Software;
- x. Creation of any new non-standard, customer-defined reports;
- xi. Initial installation of the Software and any subsequent releases; or
- xii. Use of the Software other than in accordance with system requirements
- xiii. Support of Software which is not Covered Software.

In the sole discretion of LexisNexis, LexisNexis may perform any of the foregoing services on a billable Special Service basis or as part of a separate professional services agreement. Licensee agrees that any Services rendered pursuant to Licensee's request for Services which is determined by LexisNexis to have been caused by a problem set forth in the exclusions above will be considered a Special Service.

#### 5. OBLIGATIONS OF LICENSEE

Licensee's rights to use a Software release commence upon installation. Therefore, Licensee agrees that it shall download and complete the installation of all Software releases prior to the expiration of the Term of this Agreement. Upon the termination or expiration of this Agreement, Licensee shall have no rights to install any Software releases even if such releases were downloaded during the Term of this Agreement.

Licensee shall provide LexisNexis with access to Licensee's facilities and equipment to permit LexisNexis to perform its obligations hereunder. No charge shall be made for such access and LexisNexis will provide prior notification when such access is required;

If applicable, Licensee shall maintain a proper network connection near any CPU used with the Software being maintained by LexisNexis hereunder and provide access to a voice grade local telephone;

Licensee shall be responsible for obtaining and maintaining any required third party hardware and/or software, including updates thereto;

Licensee's System Administrator must be present in the event LexisNexis provides any on-site Service. If applicable, Licensee agrees that if a representative is not present when LexisNexis' technician arrives on site that no Service will be performed and Licensee will be charged at the special service rate then in effect for such visit.

#### 6. SOFTWARE UPDATES, UPGRADES, FIXES AND WORKAROUNDS

Licensee agrees that all updates and upgrades of the Covered Software, including all Fixes and Workarounds furnished to Licensee, shall be deemed to be part of such Covered Software subject to the terms and conditions of the License Agreement for the Software.

#### 7. WARRANTY; LIMITATIONS OF LIABILITY

7.1 Warranty. LexisNexis warrants to Licensee that Services hereunder will be performed in a professional manner and in accordance with good usage and accepted practices as established in the community in which such Services are performed. If such Services are not so performed and if Licensee notifies LexisNexis within a fifteen (15) day period commencing on the date of completion of the Services, LexisNexis will, at its sole and commercially reasonable discretion, consider correcting any commercially reasonable problems and deficiencies.

THE FOREGOING WARRANTY IS EXCLUSIVE AND IS IN LIEU OF ALL OTHER EXPRESS AND IMPLIED WARRANTIES, INCLUDING BUT NOT LIMITED TO WARRANTIES OF MERCHANTABILITY AND FITNESS FOR A PARTICULAR PURPOSE.

7.2 Limitation of Liability. IN NO EVENT WILL LEXISNEXIS, ITS PRODUCT DEVELOPERS OR

SUPPLIERS HAVE ANY OBLIGATION OR LIABILITY (WHETHER IN TORT, CONTRACT, WARRANTY OR OTHERWISE AND NOTWITHSTANDING ANY FAULT, NEGLIGENCE, PRODUCT LIABILITY, OR STRICT LIABILITY), FOR ANY INDIRECT, INCIDENTAL, SPECIAL, OR CONSEQUENTIAL DAMAGES, INCLUDING BUT NOT LIMITED TO, LOST REVENUE, LOSS OF OR DAMAGE TO DATA, PROFITS OR BUSINESS INTERRUPTION LOSSES, SUSTAINED OR ARISING FROM OR RELATED TO THE PRODUCT, DOCUMENTATION OR SERVICES, EVEN IF ADVISED OF THE POSSIBILITY OF SUCH DAMAGES. LEXISNEXIS' LIABILITY FOR ANY REASON AND UPON ANY CAUSE OF ACTION SHALL AT ALL TIMES AND IN THE AGGREGATE AMOUNT BE LIMITED TO THE AMOUNT ACTUALLY PAID BY LICENSEE TO LEXISNEXIS UNDER THIS AGREEMENT. NO ACTION OR PROCEEDING AGAINST LEXISNEXIS MAY BE COMMENCED MORE THAN ONE YEAR AFTER THE CLAIM ARISES EXCEPT FOR LEXISNEXIS CLAIMS RELATING TO COLLECTION OF FEES DUE AND PAYABLE BY LICENSEE. THIS SECTION SHALL SURVIVE FAILURE OF AN EXCLUSIVE REMEDY.

Some states/jurisdictions do not allow the exclusion or limitation of incidental or consequential damages, so that portion of the above limitation or exclusion may not apply to you.

**8. SEVERABILITY OF PROVISIONS; WAIVER**

This Agreement constitutes the entire agreement with respect to the Maintenance and Support Services specified in the Order for Services. If any provision of this Agreement is unlawful, void or unenforceable, or conflicts with any provision of the License Agreement, then such provision of this Agreement shall be deemed severable from the remaining provisions of this Agreement and shall not affect the validity and enforceability of such remaining provisions of this Agreement and the License Agreement. None of the requirements of this Agreement shall be considered as waived by either party unless the same is done in writing, and then only by persons executing this Agreement or other duly authorized agents or representatives. The waiver by either party of a breach or a violation of any provision of this Agreement shall not operate as or be construed to be a waiver of any subsequent breach or violation.

**9. TERM OF AGREEMENT**

This Agreement shall commence on the Effective Date and shall remain in effect through the last day of the same calendar month in the following calendar year ("Initial Term"). Licensee may renew this Agreement for an additional period (a "Renewal Period") provided Licensee is bound by an effective License Agreement for use of the Software. The Initial Term and any Renewal Period(s) are collectively referred to herein as the "Term". Licensee's renewal of this Agreement shall be subject to payment of the Maintenance and Support Fees which may be adjusted in accordance with LexisNexis' then-current prices which may increase over the Maintenance and Support Fees applicable during the Initial Term or any prior Renewal Period(s) and include additional charges associated with reinstatement due to any Lapse.

**10. ASSIGNMENT**

Neither party may assign (voluntarily, by operation of law, or otherwise) this Agreement without the prior written consent of the other party, which consent shall not be unreasonably withheld, provided, however, LexisNexis may assign this Agreement to any affiliate or successor on notice to Licensee. As a condition to assignment, Licensee's assignee must agree to assume and be bound by all terms and conditions of this Agreement.

**11. PAYMENTS**

All Maintenance and Support Fees are due and payable upon Licensee's acceptance of this Agreement as set forth in Section 12 below and within thirty (30) days of the invoice date for any Renewal Periods or any Special Services. In the event Licensee fails to make payment to LexisNexis when due, LexisNexis reserves the right to cancel the Services without further notice to Licensee. Upon cancellation of the Services, Licensee shall have no further right to receive any Services.

Payments provided for in this Agreement shall, when overdue, be subject to a late payment charge calculated at a rate of one and one-half percent (1.5%) per month until paid; provided, however, that if the amount of such late payment charge exceeds the maximum permitted by law for such charge, such charge shall be reduced to such maximum amount. Licensee shall be liable for all costs of collection incurred by LexisNexis including without limitation collection agency fees, reasonable attorney's fees and court costs if Licensee fails to comply with the payment obligations set forth herein.

**12. AGREEMENT AND ACCEPTANCE; GOVERNING LAW; CANCELLATION**

Licensee's placement of an Order for Services and payment of the applicable fees constitutes acceptance of this Agreement. This Agreement is not effective until it has been confirmed by LexisNexis. This Agreement is limited to use of the Software in the United States of America ("USA"). Maintenance and Support for Software used outside of the USA may be subject to different terms and conditions. Any action, suit, or proceeding arising under or in connection with this Agreement must be commenced by Licensee within one year after the claim or cause of action arises. This Agreement shall be governed in all respects by the laws of the State of New York, without regard to its conflicts of law provisions.

UPON RECEIPT OF ORDER CONFIRMATION FROM LEXISNEXIS VIA EMAIL OR INVOICE, OR, BY CHECKING THE "I AGREE" BOX, LICENSEE HEREBY ACKNOWLEDGES THAT (1) IT HAS READ AND UNDERSTANDS THIS AGREEMENT; (2) IT IS AUTHORIZED TO ACCEPT THIS AGREEMENT; AND (3) IT AGREES TO THE TERMS AND CONDITIONS OF THIS AGREEMENT.

At its sole option, LexisNexis may use a third party or Matthew Bender & Company, Inc. (a Reed Elsevier/LexisNexis affiliate), as Company's billing, payment and invoicing agent for selected products and services offered by the LexisNexis division of Reed Elsevier Inc. and affiliated companies.

**FOR ONLINE TRANSACTIONS ONLY: IF LICENSEE DOES NOT ACCEPT THE TERMS AND CONDITIONS CONTAINED HEREIN, DO NOT CHECK THE "I AGREE" BOX AND THIS AGREEMENT WILL NOT TAKE EFFECT.**

**FOR OFFLINE TRANSACTIONS ONLY: AFTER PLACEMENT OF AN OFFLINE ORDER FOR SERVICES**



LICENSEE MAY CANCEL THIS AGREEMENT BY SENDING A WRITTEN NOTICE OF CANCELLATION TO LEXISNEXIS WHICH MUST BE RECEIVED BY LEXISNEXIS WITHIN TEN CALENDAR DAYS OF THE DATE OF THE ORDER FOR SERVICES FOR SUCH CANCELLATION TO TAKE EFFECT. NOTICE OF CANCELLATION SHALL BE SENT TO LEXISNEXIS VIA EMAIL SENT TO [PMSALES@LEXISNEXIS.COM](mailto:PMSALES@LEXISNEXIS.COM) OR VIA FACSIMILE TO THE ATTENTION OF PM SALES AT 1-800-643-1280.

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MYFASTTAG

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### Oneida Business Committee Agenda Request

XII.B. Approve Oneida Personnel Commission one (1) vacancy post and for the term to be carried out until July 27, 2016

1. Meeting Date Requested: 09 / 09 / 15

#### 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Agenda Header:

Accept as Information only

Action - please describe:

Request to post for One (1) vacancy on the Oneida Personnel Commission due to a resignation and to finish the term until 7/27/16.

#### 3. Supporting Materials

Report  Resolution  Contract

Other:

1.

3.

2.

4.

Business Committee signature required

#### 4. Budget Information

Budgeted - Tribal Contribution  Budgeted - Grant Funded  Unbudgeted

#### 5. Submission

Authorized Sponsor / Liaison:

Primary Requestor: Kathleen M. Metoxen, Executive Tribal Clerk  
Your Name, Title / Dept. or Tribal Member

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

## Oneida Business Committee Agenda Request

### 6. Cover Memo:

Describe the purpose, background/history, and action requested:

On June 16, 2015 the Oneida Personnel Commission accepted the resignation of Dorothy Skenandore.

Excerpt from August 11, 2015, Oneida Personnel Commission Meeting

"MOTION: Rochelle A. Powless motioned to accept Dorothy A. Skenandore's resignation from the Oneida Personnel Commission, August 11, 2015, and to post the OPC position with the OBC as soon as possible.

SECOND: Julie Clark seconded the motion.

MOTION CARRIED"

1) Save a copy of this form for your records.

2) Print this form as a \*.pdf *OR* print and scan this form in as \*.pdf.

3) E-mail this form and all supporting materials in a **SINGLE** \*.pdf file to: [BC\\_Agenda\\_Requests@oneidanation.org](mailto:BC_Agenda_Requests@oneidanation.org)

### Oneida Business Committee Agenda Request

XII.C. Approve Anna John Resident Centered Care Community Board one (1) vacancy post and for the term to be carried out until November 12, 2017

1. Meeting Date Requested: 09 / 09 / 15

#### 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Agenda Header:

Accept as Information only

Action - please describe:

Request to post for One (1) vacancy on the Anna John Resident Centered Care Community due to a resignation and to finish the term until 11/12/17.

#### 3. Supporting Materials

Report  Resolution  Contract

Other:

1.

3.

2.

4.

Business Committee signature required

#### 4. Budget Information

Budgeted - Tribal Contribution

Budgeted - Grant Funded

Unbudgeted

#### 5. Submission

Authorized Sponsor / Liaison:

Primary Requestor: Kathleen M. Metoxen, Executive Tribal Clerk  
Your Name, Title / Dept. or Tribal Member

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

## Oneida Business Committee Agenda Request

### 6. Cover Memo:

Describe the purpose, background/history, and action requested:

On August 18, 2015 the Anna John Resident Centered Care Community Board accepted the resignation of Jacob Metoxen.

- 1) Save a copy of this form for your records.
- 2) Print this form as a \*.pdf *OR* print and scan this form in as \*.pdf.
- 3) E-mail this form and all supporting materials in a **SINGLE** \*.pdf file to: [BC\\_Agenda\\_Requests@oneidanation.org](mailto:BC_Agenda_Requests@oneidanation.org)

# Oneida Business Committee Agenda Request

1. Meeting Date Requested: 9 / 9 / 15

## 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

[Empty text box]

Agenda Header:

Accept as Information only

Action - please describe:

Approval of waiver of sovereign immunity for EFI PrintSmith contract #2015-0823 for \$3, 288.50.

Notice of Expiration/Renewal

## 3. Supporting Materials

Report  Resolution  Contract

Other:

1.

3.

2.

4.

Business Committee signature required

## 4. Budget Information

Budgeted - Tribal Contribution  Budgeted - Grant Funds  Unbudgeted

Agreement

## 5. Submission

Authorized Sponsor / Liaison:

Primary Requestor: \_\_\_\_\_  
Your Name, Title / Dept. or Tribal Member

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

## Oneida Business Committee Agenda Request

### 6. Cover Memo:

Describe the purpose, background/history, and action requested:

This is a request for a waiver of sovereign immunity for EFI PrintSmith for remote training assistance on the software and an upgrade to the PrintSmith software.

The software is for materials management for the Print Shop to track jobs as they pass through various areas. We have been using PrintSmith for the last 11 years so we have an investment in the software. The training need is for various staff from Customer Service to Administration and financial tracking.

- 1) Save a copy of this form for your records.
- 2) Print this form as a \*.pdf *OR* print and scan this form in as \*.pdf.
- 3) E-mail this form and all supporting materials in a **SINGLE** \*.pdf file to: [BC\\_Agenda\\_Requests@oneidanation.org](mailto:BC_Agenda_Requests@oneidanation.org)

# ONEIDA LAW OFFICE

CONFIDENTIAL: ATTORNEY/CLIENT WORK PRODUCT

TO: Joanie Buckley  
Print Shop

Use this number on future correspondence:

FROM: Jo Anne House, Chief Counsel



2015-0823

8-20-15 *ajb*

DATE: August 19, 2015

RE: EFI Printsmith

Purchasing Department Use

Contract Approved

Contract Not Approved

(see attached explanation)

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*If you have any questions or comments regarding this review, please call 869-4327.*

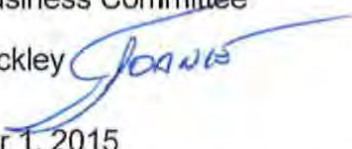
The attached agreement, contract, policy and/or guaranty has been reviewed by the Oneida Law Office for legal content only. Please note the following:

- ✓ The document is in appropriate legal form. (*Execution is a management decision.*)
- ✓ Requires Business Committee approval prior to execution, pursuant to section 10 of the Customer Support Agreement regarding choice of law. If this section is marked through and initialed by the vendor no Business Committee approval is required.



Oneida Tribe of Indians of Wisconsin  
**Internal Services Division -  
Administration Office**

# Memo

**To:** Oneida Business Committee  
**From:** Joanie Buckley   
**Date:** September 1, 2015  
**Re:** Waiver of Sovereign Immunity for EFI contract

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ACTION REQUESTED: Waiver of Sovereign Immunity for EFI PrintSmith contract 2015-0823 for \$3,288.50.

This is to request a waiver of sovereign immunity for EFI PrintSmith invoice/contract 2015-0823 (EFI quote 9107) for remote training assistance on the software, and an upgrade to the PrintSmith software.

The contract in the amount of \$3,288.50 has received legal review, and has been forwarded to Central Purchasing, pending approval of waiver of sovereign immunity.

The software is a materials management tool for the Print Center in order to track the jobs as they pass through the various areas. We have been using PrintSmith for at least 11 years, so we have an investment in the software. The change in the proprietary software would be costly, ranging from \$30,000 up.

The training need is for various staff – from Customer Service to Administration, and financial tracking – as we continue to incorporate efficiencies into the operation.

Thank you.

c.c. Legal Office  
Purchasing



**NOTICE OF EXPIRATION/RENEWAL  
PRINTSMITH CUSTOMER ASSIST PROGRAM  
VISION**

Quote 9107  
Cust # 1026242

July 17, 2015

Joanie Buckley  
Oneida Printing  
2701 W Mason St  
Green Bay, WI 54303-4965

This letter is in regard to your PrintSmith Customer Assist Support Agreement. Listed below is information regarding your agreement and your options to change your current support plan.

To change your annual support agreement, mark your desired program below, sign, date and fax this agreement to PrintSmith at (509) 753-5451.

To reactivate any expired PrintSmith Customer Assist Support Agreement, customers must pay an additional fee of 15% of their annual support agreement for each month the contract has been expired. (Under no circumstances shall this amount exceed 100% of the annual Customer Assist Support Agreement fee in addition to the renewal price.)

Current or Expired Plan:	Agreement #:	Expiration Date:
Direct Assist	9107	3/31/2099

Please select your renewal plan below.

**Customer Assist Plans:**

**Direct Assist** \$ 1,029.60     **Priority Assist** \$ 1,716.00

Please note that at the end of your initial Customer Assist Program period and any renewal periods, your support agreement will be automatically renewed. The fees will be invoiced quarterly if you pay via credit card and we will auto bill your credit card for the renewal. If you choose to pay via check, we require that you pay the annual fee in advance or in two semi-annual payments. The complete terms and conditions for the Direct Assist and Priority Assist Programs are included in the attached Customer Support Agreement, and by submitting this form and your payment, you are agreeing to the applicable program's terms and conditions.

You may cancel the Customer Support Agreement by sending written notice at least thirty (30) days prior to the due date for your next payment, subject to the termination limitation set forth in Section 3 of the Customer Support Agreement.

Except with respect to income recognized by EFi, Customer will be liable for payment of all tariffs, duties and taxes, however designated or levied, based on Customer's possession or use of the Licensed Software, this License Agreement, and/or any Services, including but not limited to any sales, use, value added, excise, services, personal property, and other taxes.

**Payment Options:**

**Quarterly**  
(credit card required)                       **Semi Annually**                       **Annually**

Signature: \_\_\_\_\_ Date: \_\_\_\_\_ Product Serial #: 9107

The current version of PrintSmith software is available on our website. Join our email list service for automatic notification of updates and much more. Log on to the website and update to the current version of PrintSmith software and sign up for the email list service today!

If you have any questions regarding your Customer Assist Program, please feel free to contact us.

Sincerely,  
Your PrintSmith Support Team  
[printsmith.service@efi.com](mailto:printsmith.service@efi.com)


**EFI PrintSmith Vision • System Configuration/Order Form • Software & Support**
**Customer Account Information**

<b>Customer Number:</b>	1026242
<b>Customer Name:</b>	Oneida Printing
<b>Payment Terms:</b>	7 month Payment Plan Zero Down \$470/mo

**Vision System Configuration**

Quantity	EFI PN	Item Type	EFI Item	Unit of Measure	Price	Price	Extended Cost
1	3000005711	Software	PrintSmith Vision Conversion Upgrade	EACH	995.00	696.50	696.50
16	100000000644	Professional Services	PrintSmith - Remote Professional Services (hour)	EACH	180.00	162.00	2,592.00
<b>July Sales Incentive Discount:</b>						<b>(586.50)</b>	
<b>Totals:</b>							<b>\$ 3,288.50</b>

**All Amounts Shown In USD**  
**This proposal is valid through July 31, 2015**

**Payment Information**

<b>Company Name:</b>	Oneida Printing
<b>Street Address:</b>	2701 W Mason St
<b>City/State/Zip</b>	Green Bay, WI 54303-4965
<b>Credit Card Number:</b>	
<b>Expiration Date</b>	
<b>Cardholder Name:</b>	
<b>Cardholder Signature:</b>	
<b>Date:</b>	

**DIRECT ASSIST AND PRIORITY ASSIST**  
**CUSTOMER SUPPORT AGREEMENT**

PLEASE READ THIS DIRECT ASSIST AND PRIORITY ASSIST SUPPORT AGREEMENT ("SUPPORT AGREEMENT") CAREFULLY. This Support Agreement is intended to be supplementary to the End User License Agreement ("License Agreement") between Electronics for Imaging, Inc., the licensor of your PrintSmith software, and "YOU" the end user. The terms and conditions of the License Agreement and all amendments thereto are hereby acknowledged and reaffirmed. All capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the License Agreement. THIS SUPPORT AGREEMENT IS A LEGAL AGREEMENT BETWEEN YOU AND ELECTRONICS FOR IMAGING, INC. ("EFI" OR "PRINTSMITH").

In consideration of the premises set forth above and the mutual covenants contained herein, and intending to be legally bound hereby, the parties agree as follows:

1. **Maintenance Services.** During the Term (as defined herein) of this Support Agreement and subject to Licensee's payment of the Maintenance Fee, PrintSmith will furnish the following maintenance, support and other services ("Services") for the Licensed Software:

1.1. All updates, enhancements, upgrades or releases of the Licensed Software and related information and documentation ("Updates"); and

1.2. Reasonable access by telephone and/or Internet to PrintSmith's technical staff (not to exceed six hours per month) for consultation in the use and operation of the Licensed Software available Monday through Friday 7 a.m. to 5 p.m. MST.

2. **Maintenance Fee.** In consideration for the Services, Licensee shall pay PrintSmith the fee set forth on the attached letter ("Maintenance Fee"). The Maintenance Fee shall be due and payable in quarterly installments, (unless paying by check), in advance commencing on the first day following the Initial Term. In the event Licensee desires to pay by check, Licensee agrees to pay the annual Maintenance Fee in advance. PrintSmith shall have the right to change the Maintenance Fee provided that PrintSmith may not charge additional amounts to Licensee for periods paid for by Licensee.

3. **Term.** The initial term ("Initial Term") of this Agreement shall be for a period of one hundred eighty (180) days after the initial purchase of the PrintSmith software. After the Initial Term, this Support Agreement shall automatically renew quarterly (or annually in the event of a renewal by check) until cancelled (each, a "Renewal Term" and together with the Initial Term, the "Term"). Licensee may cancel the Services upon written notice to PrintSmith at least thirty (30) days prior to the due date for the next Renewal Term Maintenance Fee payment. In no event will PrintSmith be required to perform Services in the event that Licensee does not make timely payment of the Maintenance Fee. PrintSmith may terminate this Agreement (i) immediately upon breach of this Support Agreement or the License Agreement by Licensee, which breach remains uncured fifteen (15) days after notice from PrintSmith, or (ii) upon no less than ninety (90) days prior written notice to Licensee. Notwithstanding anything to the contrary herein, this

Agreement shall automatically terminate upon termination of the License Agreement.

4. **License.** All Services provided to Licensee hereunder shall be deemed to be a part of the Licensed Software as that expression is used in the License Agreement, and all terms and conditions of the License Agreement not inconsistent with the express provisions of this Support Agreement shall be applicable to such Services, including without limitation those relating to use, copying, return of materials, assignments, ownership, copyright, trade secret and patent protection and applicable law.

5. **Limited Warranty:** PrintSmith warrants the media on which the Licensed Software is provided to be free from defects in materials and workmanship for 30 days after delivery. Defective media may be returned for replacement without charge during the 30-day warranty period unless the media has been damaged by accident or abuse. PrintSmith warrants, for 30 days after purchase, that the unaltered Licensed Software will conform to the documentation and will be without material defects. Due to the complex nature of computer software, PrintSmith does not warrant that the Licensed Software is completely error-free, will operate without interruption, or is compatible with all equipment and software installations. PrintSmith does not warrant that: (a) operation of any of the Updates shall be uninterrupted or error free, (b) that functions contained in the Updates shall operate in combinations which may be selected for use by Licensee or meet Licensee's requirements, or (c) that the Updates will detect all viruses, Trojan horses, worms or other software routines or hardware components designed to permit unauthorized access to or to disable, erase or otherwise harm any software, hardware or data. PrintSmith's entire liability and your exclusive remedy shall be, at the option of PrintSmith, either (I) return of the price paid or (II) repair or replacement of any Update that does not meet the foregoing warranty, when returned to PrintSmith. This limited warranty is void if failure of the Update has resulted from accident, abuse or misapplication. Any replacement software will be warranted for the remainder of the original warranty period or thirty (30) days, whichever is longer.

PRINTSMITH MAKES NO OTHER WARRANTIES, EXPRESSED OR IMPLIED, WITH RESPECT TO THE LICENSED SOFTWARE, ITS

MERCHANTABILITY, OR ITS FITNESS FOR ANY PARTICULAR PURPOSE. IN NO EVENT SHALL PRINTSMITH BE LIABLE FOR ANY INDIRECT, SPECIAL OR CONSEQUENTIAL DAMAGES OR LOST PROFITS ARISING OUT OF OR RELATED TO THIS SUPPORT AGREEMENT OR THE PERFORMANCE OR BREACH HEREOF, EVEN IF PRINTSMITH HAS BEEN ADVISED OF THE POSSIBILITY THEREOF. PRINTSMITH'S LIABILITY TO YOU, IF ANY, SHALL IN NO EVENT EXCEED THE TOTAL OF THE MAINTENANCE FEES PAID TO PRINTSMITH DURING THE YEAR PRECEDING THE CLAIM. IN NO EVENT SHALL PRINTSMITH BE LIABLE FOR ANY DAMAGES RESULTING FROM OR RELATED TO ANY FAILURE OF THE SOFTWARE PRODUCTS, INCLUDING, BUT NOT LIMITED TO LOSS OF DATA, OR DELAY IN THE DELIVERY OF PRINTSMITH OR IN THE PERFORMANCE OF SERVICES UNDER THIS AGREEMENT OR ANY RELATED AGREEMENTS.

For personal, family, or household use of PrintSmith, some jurisdictions states do not allow the exclusion or limitation of incidental or consequential damages or limitations on how long an implied warranty lasts, so the above limitation or exclusion may not apply to you. These warranties give you specific legal rights; you may also have other rights, which vary by jurisdiction from state to state.

6. **U.S. Government Restricted Rights.** The Services are provided with RESTRICTED RIGHTS. Use, duplication or disclosure by the Government is subject to restrictions as set forth in subparagraph (c)(1)(ii) of the Rights in Technical Data and Computer Software clause at DFARS 252.227-7013 or subparagraphs (c)(1) and (2) of the Commercial Computer Software - Restricted Rights at 48 CFR 52.227-19, as applicable.

7. **Force Majeure.** PrintSmith shall not be liable for its failure to perform any obligations on account of strikes, shortages, failure or acts of suppliers, riots, insurrection, fires, flood, storm, explosions, acts of God, war, military operations, acts of terrorism whether actual or threatened, acts of a public enemy, epidemics, quarantines, governmental action, labor

conditions, earthquakes, material shortages or any cause which is similar to those enumerated or beyond the reasonable control of PrintSmith.

8. **Non-Assignment.** Licensee shall have the right to assign this Agreement to a successor by merger or a purchaser of all or substantially all of its assets relating to the business of which the use or sale of the Licensed Software are a part if the successor agrees in writing to be bound by this license. PrintSmith shall have the right to assign this Agreement, in whole or in part, and/or to subcontract its performance obligations hereunder, at any time and from time to time in its sole discretion.

9. **Entire Agreement.** This Agreement, together with the License Agreement and any and all exhibits, schedules and appendices attached hereto and thereto, constitute the entire agreement between the parties and supersede all prior oral or written representations, agreements, promises, or other communications, which pertain to the covered subject matter. This Agreement may not be amended or modified except by a written agreement signed by authorized representatives of each party.

10. **Governing Law.** This Agreement is made under and shall be governed by and construed in accordance with the laws of the State of California. Any dispute arising out of or in connection with this Agreement shall be adjudicated exclusively in the state or federal courts of the State of California, and all parties consent to personal jurisdiction and venue therein.

11. **Severability.** If any provision of this Agreement shall be held unenforceable or invalid, the remaining parts shall remain in full force and effect.

12. **Enforcement.** The failure of either party in any one or more instances to insist upon strict performance of any of the terms or provisions of this Agreement shall not be construed as a waiver or relinquishment, to any extent, of the right to assert or rely upon any such terms or provisions on any future occasion. The headings are for convenience only and do not affect the meaning of this Agreement. Sections 5, 6, 7, 10, 11 and 12 shall survive any termination of this Support Agreement.

### Oneida Business Committee Agenda Request

#### XII.E. Approve Limited Waiver of Sovereign Immunity – Solar Deployment on Tribal Facilities Project contract # 2015-0692

1. Meeting Date Requested: 09 / 09 / 15

#### 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Agenda Header:

Accept as Information only

Action - please describe:

Approve contract for legal counsel to represent Tribe's interests during review and development of various agreements linked to the Solar Deployment on Tribal Facilities project.

#### 3. Supporting Materials

Report  Resolution  Contract

Other:

1.

3.

2.

4.

Business Committee signature required

#### 4. Budget Information

Budgeted - Tribal Contribution  Budgeted - Grant Funded  Unbudgeted

#### 5. Submission

Authorized Sponsor / Liaison:

Primary Requestor: Michael Troge, Project Manager, Environmental Division / Energy Team  
Your Name, Title / Dept. or Tribal Member

Additional Requestor: Patrick Pelky, Environmental Division Director  
Name, Title / Dept.

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

## Oneida Business Committee Agenda Request

### 6. Cover Memo:

Describe the purpose, background/history, and action requested:

The Oneida Nation of Wisconsin submitted a grant application to the The Department of Energy (DOE) to install solar on several Tribal facilities. The Tribe was awarded \$1 million in April. The DOE has recently released the Grant Agreement that includes the approved resolution from the 8/26 BC meeting. The grant agreement is currently going through Tribal review and will be presented at the 9/23 Business Committee meeting.

The 100% cash match will come from a project investor. The Tribe will commit some in-kind funding in the form of staff wages for project management. The Request for Proposal for the contractor and project investor is currently being drafted with input from Energy Team members. The agreements between the Tribe and the project investor will include:

- a limited liability agreement to form a company that will manage the solar project, and
- a power purchase agreement that will set the terms for the purchase of solar power for a contract term of about 8 years.

As part of the Project Team's due diligence efforts to assure that the project is a positive investment for the Tribe, legal counsel has been selected by the Project Team. Ater Wynne LLP has extensive experience with energy projects where Tribes partner with a project investor. Ater Wynne also works closely with Department of Energy for legal training, grant administration, and project evaluation. The project team has arranged to use grant funds to pay for legal services.

1) Save a copy of this form for your records.

2) Print this form as a \*.pdf OR print and scan this form in as \*.pdf.

3) E-mail this form and all supporting materials in a **SINGLE** \*.pdf file to: BC\_Agenda\_Requests@oneidanation.org

# ONEIDA LAW OFFICE

*CONFIDENTIAL: ATTORNEY/CLIENT WORK PRODUCT*

TO: Jo Anne House  
Law Office

*Use this number on future correspondence:*

**2015-0692**

FROM: James R. Bittorf, Deputy Chief Counsel



DATE: July 16, 2015

RE: Ater Wynne LLP-Terms of Engagement

Purchasing Department Use

\_\_\_\_\_ **Contract Approved**

\_\_\_\_\_ **Contract Not Approved**

*(see attached explanation)*

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*If you have any questions or comments regarding this review, please call 869-4327.*

The attached agreement, contract, policy and/or guaranty has been reviewed by the Oneida Law Office for legal content only. Please note the following:

- ✓ The document is in appropriate legal form. *(Execution is a management decision.)*
- ✓ Attorney contract requires Business Committee approval prior to execution. In addition, paragraph 6 of the terms and conditions set forth in Exhibit 2 to the contract provides that the law firm “will pursue appropriate and prudent collection remedies” in the event the Nation’s account becomes delinquent, and the Nation agrees “to pay all fees and costs (including attorneys fees)” which the law firm may incur. This language may be interpreted as a waiver of sovereign immunity.



July 14, 2015

**Via E-Mail**

Ms. Jo Anne House  
Chief Counsel  
Oneida Tribe of Indians of Wisconsin  
P.O. Box 109  
Oneida, WI 54155-0109

Re: Terms of Engagement

Dear Ms. House:

We are pleased you have retained Ater Wynne LLP (“Ater Wynne”) to act as counsel to the Oneida Tribe of Indians of Wisconsin (“Oneida”) in connection with Solar Deployment Project outlined in Oneida’s April 30, 2015 Request for Proposals (the “RFP”). Our representation, as set forth herein, is only of Oneida. Unless expressly agreed, we are not undertaking representation of any related party, such as any individual elected official, officer, director, or employee of Oneida, or any subsidiaries or affiliates of Oneida.

Ater Wynne agrees to perform the work pursuant and subject to its May 21, 2015 “Detailed Proposal” (the “Proposal”), a copy of which is attached hereto as Exhibit 1. As such, Ater Wynne is willing to perform the services specifically requested in the RFP and outlined in the Proposal on a time and materials basis at the identified discounted rates, and our billings will not exceed \$20,000 without prior written approval from Oneida. The Proposal identifies, and we here again want to repeat, that Ater Wynne made certain assumptions related to that \$20,000 amount. In addition to the assumptions identified in the Proposal, we also want to clarify that the Proposal does not contemplate any litigation or other dispute resolution efforts, but is instead focused on advice and negotiation regarding specified deal documents. We want to highlight these assumptions so that everyone clearly understands the anticipated scope and shares the same expectations for the project. We are excited about this new relationship, and believe this shared understanding of expectations is important to develop the trust essential to grow this relationship.

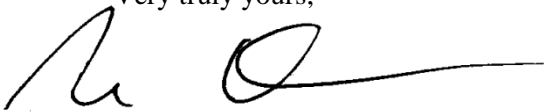
Also, while I am licensed in Wisconsin, we understand that there might be some concerns relating to the firm’s out-of-state location. I think you will find, as have other out-of-state tribal clients, that the physical distance will not cause any issues with our performance and that we will consistently deliver efficient and high quality legal work. That said, understanding that an in-person presence might prove desirable, I am willing, if requested, to visit in-person at Ater Wynne’s sole cost and expense. In addition, should additional in-person meetings be required, I would never seek to bill for the time traveled.

We understand that our work on this project will not start until Oneida has accepted the Department of Energy (“DOE”) award for the project. If Oneida does not accept the award, we

Ms. Jo Anne House  
July 14, 2015  
Page 2

understand that we will not receive any fees from Oneida. Assuming Oneida does accept the DOE award, we will bill you for our services and costs advanced on a monthly basis. Our Client Service and Billing Policies Procedures are attached hereto as Exhibit 2. Because we value this opportunity to provide legal services, we are waiving our normal practice of requesting a retainer. If at any time you have questions about any aspect of our invoices, please do not hesitate to ask me about it.

We look forward to working with you.

Very truly yours,  
  
Nathan A. Karman

Cc: James Bittorf  
Michael Troge

Enclosure

READ AND AGREED TO BY:

**ONEIDA TRIBE OF INDIANS OF WISCONSIN**

_____	_____
Oneida Business Committee Officer	Date
_____	_____
Oneida Business Committee Officer	Date
_____	_____
Jo Anne House, Chief Counsel	Date



**LEGAL REPRESENTATION FOR SOLAR DEPLOYMENT PROJECT**

**ATER WYNNE LLP  
1331 NW Lovejoy St., Suite 900  
Portland, OR 97209  
Phone: (503) 226-1191**

**Primary Contact: Nathan Karman  
Date: May 21, 2015**

## **DETAILED PROPOSAL**

### **1. Conflict Of Interest**

Ater Wynne LLP (“Ater Wynne”) does not have any conflicts of interest which might affect its ability to perform the services required by the Oneida Tribe of Indians of Wisconsin (the “Tribe”), and is unaware of any potential conflicts of interest.

Ater Wynne previously performed work for the Oneida Enterprise Development Authority (the “Authority”). Ater Wynne last performed work for the Authority in April of 2006, administratively closing the matter on April 23, 2007.

Ater Wynne currently serves as *pro bono* counsel to the Midwestern Tribal Energy Resource Association (“MTERA”), an association which includes the Tribe.

### **2. License to Practice**

Ater Wynne attorney Nathan Karman is licensed to practice law in Wisconsin.

### **3. Firm Demographics**

Ater Wynne is a full-service law firm which provides strategic legal counsel to regional, national, and international businesses, organizations, and governments, including tribal governments and enterprises. Of particular relevance to this proposal, Ater Wynne has special expertise in energy development, including renewable energy project development, as well as a long history of serving Indian country. As of the date of this proposal, Ater Wynne consists of 37 attorneys and has a total workforce of 70. Ater Wynne anticipates that this engagement would be performed primarily by the Indian Law Practice Group, which consists of four attorneys headquartered in Portland, Oregon. No disciplinary action has been taken against the firm or shareholders, partners or associates of the firm during the past five (5) years and no such action is pending.

### **4. Engagement Team**

Full resumes of attorneys in the Indian Law Practice Group are attached to this proposal. The following provides a brief summary of these attorneys.

- a. Nathan Karman (*licensed in Wisconsin*) – Nathan is an environmental, energy, and Indian law attorney with substantial experience in energy and Indian law matters, including negotiating and implementing the exact type of project the Tribe desires to pursue. Nathan, who would be the lead attorney for Ater Wynne on this project, was born and raised in Wisconsin, and the majority of his family still lives in the Green Bay area. As such, Nathan regularly returns to Wisconsin

Oneida Environmental, Health & Safety Division  
May 21, 2015  
Page 2

to visit family, with his next trip planned for July. Nathan is the Treasurer of the Oregon State Bar's Indian Law Section's Executive Committee.

- b. David Connell – David, Chair of Ater Wynne's Business Department, focuses on tax and business matters for a variety of clients, including nonprofit and other tax-exempt organizations like tribes. David has special expertise in the federal tax incentives and how tribes can monetize such incentives in connection with renewable energy project development.
- c. Douglas MacCourt – Doug, Chair of the firm's Indian Law Practice Group and Editor of *Renewable Energy Development in Indian Country: A Handbook for Tribes* (January 2010), advises tribes and tribal businesses on a variety of economic development activities, including energy development activities. Doug is also on Oregon State Bar's Indian Law Section's Executive Committee.
- d. John Schultz – For nearly 30 years, John, the founding co-chair of the firm's Indian Law Practice Group, has advised tribal clients on federal and state regulatory issues, including environmental issues, NEPA document preparation and compliance, gaming regulation, cultural resources, water rights, forestry, employment, fee-to-trust, and construction matters. John also served on an advisory committee to the National Indian Gaming Commission regarding environmental, public health and safety regulations for tribal casinos.

## 5. Expertise

- a. Engagements Similar to Engagement Described in the RFP
  - i. *Forest County Potawatomi Community Solar Project* (Wisconsin) – Served as in-house counsel to the Forest County Potawatomi Community ("FCPC")<sup>1</sup> and assisted with the negotiation and pre-development work associated with FCPC's approximately 750 kW community solar PV project. FCPC's solar project, from what I understand, effectively mirrors the project the Tribe plans to pursue. In particular, as we understand it, both projects appear to include the following: a Department of Energy – Tribal Energy Program ("TEP") grant; a cost share commitment by an investment team affiliated with SunVest Solar, Inc. ("SunVest") (and likely having the same tax advisors); and the tribe purchasing power through a power purchase agreement ("PPA") of fixed duration until the investors recoup their net capital contribution.

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<sup>1</sup> For clarity's sake, please note that Ater Wynne did not represent FCPC, but Ater Wynne attorney, Nathan Karman, provided these services while working in Milwaukee as the in-house energy and environmental attorney for FCPC.

## Exhibit 1 - Ater Wynne Proposal

ATERWYNNE LLP

Oneida Environmental, Health & Safety Division  
May 21, 2015  
Page 3

- ii. *Soboba Band of Luiseño Indians Solar Project* (California) – Assist the Soboba Band of Luiseño Indians (“Soboba”) with the implementation of its approximately 1 MW community solar PV project. Like the Tribe’s proposed project and the FCPC project, the Soboba project involves a TEP grant, a PPA, and tax partners. Ater Wynne has assisted with the development of the request for proposals for the project, the identification of possible structures to help Soboba monetize federal tax incentives, and the negotiation with TEP to the tax structures’ compliance with other applicable federal regulations.
  - iii. *To’Hajiilee Economic Development, Inc.’s Solar Project* (New Mexico) – Assist the To’Hajiilee Economic Development, Inc. (“TEDI”) with the development of an approximately 30 MW solar PV project, which also received TEP funding. Ater Wynne’s services included assistance with the identification of and negotiation with a development partner, the creation of a separate project entity to help TEDI monetize tax incentives, and the negotiation with potential offtakers regarding PPA terms.
  - iv. *Tohono O’odham Nation Solar Project* (Arizona) – Assist the Tohono O’odham Nation with the formation of a Section 17 Corporation to finance, develop, and manage all energy projects for 3 million acres of tribal trust and allotment lands. Drafted and completed lease and development negotiations for the first phase of a 50 MW solar PV project with investor owned utility on tribal trust lands formerly used for disposal of mining waste, and advised client regarding necessary federal approvals.
  - v. *Turtle Mountain Band of Chippewa Indians Energy and Utility Development* (North Dakota) – Assist the Turtle Mountain Band of Chippewa Indians (“TMBCI”) with the formation of an energy development entity to pursue solar and wind development projects, including projects with third party tax investors. Also assist with the formation of a tribal utility authority.
- b. Ater Wynne’s Energy law, Indian law, and Tax Law Expertise

As demonstrated in the foregoing discussion of engagements as well as the resumes attached, Ater Wynne has a deep energy law and Indian law background, and has significant experience in tribal energy development, including developments involving tax equity financing. As a result of this experience, the firm has gained a national reputation for tribal energy issues, and is a frequent speaker at tribal energy conferences, including those organized by the Department of Energy, the National Renewable Energy Laboratory, universities (e.g., Seattle University), and other third

Oneida Environmental, Health & Safety Division  
May 21, 2015  
Page 4

party organizers (e.g., Native Nation Events, Law Seminars International).<sup>2</sup> Moreover, in addition to the tribal solar projects discussed above, Ater Wynne has worked with tribes on other energy projects (e.g., biomass, hydroelectric, transmission, waste-to-energy, and wind) as well as with non-tribal developers and utilities pursuing both conventional and renewable energy projects, including serving as pre-development counsel to a developer of a utility scale (200+ MW) solar PV project.

c. Implementation of Department of Energy Grants

While working for FCPC, Nathan Karman served as the Business Contact and/or Technical Contact administering numerous Department of Energy (“DOE”) grants. In particular, Nathan administered the following DOE grants: Recovery Act funding utilized for the construction of the approximately \$20M Anaerobic Digester and Biogas Facility in Milwaukee (the “FCPC Digester”); TEP funding for the energy efficient retrofits of the former Wundar Hall on FCPC’s Wgema Campus in Milwaukee; TEP funding for energy efficiency investigation and feasibility study on the Carter Casino and Hotel; and, until he returned to Ater Wynne, the FCPC community solar project in Milwaukee and Forest counties. In addition, Ater Wynne is currently working with Soboba and TEP personnel to ensure grant compliance in connection with the proposed tax structures for Soboba’s TEP-funded project. Moreover, Ater Wynne has also worked with other tribes and/or tribal enterprises, including TEDI and the Winnebago Tribe of Nebraska, who have received TEP funding. As a result of this extensive experience on DOE grants, Ater Wynne attorneys have developed strong relationships with TEP and Office of Indian Energy personnel.

d. Ater Wynne’s Expertise Relating to the Monetization of Tax Incentives

All of the engagements listed above involved or will involve third party tax investors and involve the use of structures necessary to enable the third parties to utilize the Investment Tax Credit (“ITC”) and depreciation benefits, thereby reducing the tribe’s overall project costs. Through these engagements, Ater Wynne has identified, evaluated, and/or negotiated numerous proposed structures allowing the monetization of tax incentives, and has a unique understanding of their respective advantages and disadvantages. In addition, during Nathan Karman’s tenure at FCPC, FCPC received an IRS Private Letter Ruling (the “PLR”) allowing FCPC to pass the ITC directly to third parties without an intermediate project company, and worked with FCPC to evaluate possible uses of the PLR.

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<sup>2</sup> Some of the presentations are discussed on the attached resumes. A more complete list is available upon request.

Oneida Environmental, Health & Safety Division  
May 21, 2015  
Page 5

e. Ater Wynne's Expertise Relating to Combining Grants and Tax Credit Financing

Both the FCPC and Soboba projects discussed above involve, or will involve, the combination of TEP Grants and third party tax financing/investment. Both projects have involved and required negotiations with tax investors and with TEP to maximize the value of tax incentives without jeopardizing grant funds. In short, no firm has more direct or relevant experience with or understanding of the issues related to combining TEP funds with federal tax incentives.

f. Ater Wynne's Expertise Relating to the Negotiation of PPAs

All of the projects discussed above involve or will involve the negotiation of PPAs. In addition, Ater Wynne has experience negotiating PPAs from the seller and the buyer end of the project, and has the ability to identify and negotiate critical terms of these agreements in a manner that maximizes the environmental, energy, and economic interests of the Tribe.

g. Ater Wynne's Expertise Relating to Wisconsin Utility Law, Utility Interconnection Documents, and Tariffs

While working at FCPC, Nathan Karman spent a significant amount of time analyzing Wisconsin utility law, including how such law applied to tribes and distributed generation projects (such as solar), and has kept up with recent rate restructuring issues in Wisconsin. Moreover, Mr. Karman negotiated the interconnection agreement and ensured tariff compliance for the FCPC Digester, working closely with We Energies on that project. Further, Mr. Karman discussed with We Energies personnel rate and tariff issues relating to other proposed energy development projects in Wisconsin, including projects on trust and fee lands, as well as the possible use of individual contracts to lower utility rates for FCPC.

**6. Services Provided**

As discussed above, Ater Wynne has specialized and unique experience in implementing the exact project the Tribe desires to pursue. In addition to the entity formation, tax, grant, and utility expertise discussed above, Ater Wynne also have significant experience negotiating other contracts ancillary to energy project development, including operation and maintenance, consulting (e.g., accounting), and land-related (e.g., lease or permit) agreements.

Moreover, attorneys Karman, MacCourt, and Schultz all have an environmental compliance background, and are aware of and sensitive to the environmental issues and concerns that may motivate and/or otherwise impact renewable energy projects. Attorney Connell, on the other hand, began his career at a consulting firm and has extensive experience with financial analysis of projects.



## Exhibit 1 - Ater Wynne Proposal

## ATERWYNNE LLP

Oneida Environmental, Health & Safety Division  
 May 21, 2015  
 Page 6

Finally, Ater Wynne has experience working in-house with a tribe and, as such, knows how frustrating it can be to receive work from outside attorneys that is inaccessible or otherwise useless. Ater Wynne attorneys understand the pace, needs, and demands of working within a tribal government and make it a priority to efficiently deliver work product that is immediately useful and accessible for government officials, employees, or advisors.

## 7. Fees and Expenses

### a. Rates

To demonstrate our interest in supporting the Tribe on this important project, Ater Wynne is willing to perform the work requested in the Tribe's April 30, 2015 Request for Proposals ("RFP") at discounted hourly rates. In his engagement with MTERA, Nathan Karman agreed to reduce his hourly rate for MTERA members from \$310 to \$270. As a further demonstration of interest and support, Nathan, who will be the primary attorney working on this matter, is willing to reduce his hourly rate to \$250. In addition, Ater Wynne tax partner David Connell, who would be the other attorney most likely to be involved in assisting the Tribe, has agreed to discount his rate from \$425 to \$340 per hour. Other colleagues are similarly willing, if the need arises, to perform the work requested in the RFP at the following discounted rates:

	Standard Rate	Proposed Discounted Rate
Douglas MacCourt	\$410	\$320
John Schultz	\$375	\$305
Associates <sup>3</sup>	From \$220 to \$280	From \$150 to \$210
Paralegals <sup>4</sup>	From \$130 to \$210	From \$90 to \$150

### b. Budget

The overall hours necessary to perform the services required will vary based both on the type of requests from the Tribe as well as the nature of the interactions with the contractor-installer, investors, and, if appropriate, the TEP. However, based on the understanding that (a) the contractor-installer, investor, and financial consultant will be providing initial drafts of the design-build (or engineer-procure-construct) contract, the project company documents, the PPA, the consulting agreement, and the operation and maintenance agreement; (b) Ater Wynne will not be required to provide formal tax opinions or obtain formal determinations from the Internal Revenue Service; and (c) that the Tribe's personnel will be significantly involved in the business aspects of the negotiation and discussions with the tax credit investors, Ater Wynne proposes to perform the work specifically requested in the RFP on a time and materials basis and would not exceed **\$20,000** without prior written approval of the Tribe. Additional detail regarding the anticipated costs for the services required in the RFP are set forth below.

<sup>3</sup> Range based on seniority.

<sup>4</sup> Higher cost paralegals have law degrees.

## Exhibit 1 - Ater Wynne Proposal

**ATERWYNNE** LLP

Oneida Environmental, Health & Safety Division  
May 21, 2015  
Page 7

- i. *Advice Concerning Formation of the Project LLC* - \$10,000
- ii. *PPA Negotiations* - \$2,750
- iii. *Construction Contract Negotiation* - \$2,500
- iv. *Financial Consulting Agreement Negotiation* - \$500
- v. *Operation and Maintenance Agreement Negotiation* - \$500
- vi. *Advice Concerning Renewable Energy Credits* - \$375
- vii. *Other Related Areas (Site Approvals, Utility Agreement Review)* - \$3,375

If you request additional detail regarding the anticipated costs, please let us know. Also, if you would prefer alternative fee structures, including those involving fixed fees, Ater Wynne would be willing to discuss the same.

We are honored to be considered as potential counsel for this exciting and important project, and look forward to the opportunity to use our expertise to help the Tribe implement this solar project and further its economic, energy independence, and environmental goals.

**EXHIBIT 2****CLIENT SERVICE AND  
BILLING POLICIES AND PROCEDURES**

The attorney-client relationship works best when there is a mutual understanding about client service, fees, and payment terms. Accordingly, the following will explain briefly our billing policies and procedures, which are binding terms and conditions of your engagement with Ater Wynne. Your acceptance of the attached engagement letter represents agreement to be bound by and acceptance of these billing policies and procedures.

1. **STAFFING.** Typically, one attorney will have the primary responsibility for assuring your legal needs are being satisfied and for overseeing your billing. We may also assign additional attorneys and legal assistants to assist in providing you with legal services on the basis of their experience and expertise as well as the nature and scope of the issues.

2. **FEE STRUCTURE.** The amount of our invoices will represent the fair value of the services provided, taking into account the time records for the matter. In determining the value of our services, each of our attorneys and legal assistants is assigned an hourly rate and maintains time records, which are reviewed monthly by the billing attorney before an invoice is rendered. Our hourly rates are subject to change from time to time. Unless otherwise agreed, all services are performed on an hourly basis at our hourly rates. Our fees are subject to appropriate adjustment (upon consultation with you) to reflect particularly difficult or novel legal matters, the tasks performed, the skills required to fulfill those tasks properly, the particular results obtained, the time schedule you have imposed, and other relevant circumstances.

3. **FLAT-FEE SERVICES.** In order to serve your legal needs more quickly and efficiently, we provide certain routine services on a flat-fee basis, such as some intellectual property filings and company formations. When services are provided on a flat-fee basis, we will tell you in advance what the charges will be and identify what services are included in the flat fee. Customization of standard documents for your unique requirements will be billed on an hourly basis. Services performed that are outside the scope of any flat-fee project will be billed in addition to the flat fee on an hourly basis.

4. **RETAINERS.** It is our policy to obtain an advance retainer from new clients and existing clients when we deem appropriate, which retainer will be held in our client trust account. At the conclusion of our engagement and after payment of all our fees and expenses, we will return to you, without interest, any unearned portion of the retainer. We reserve the right to use any part of the retainer to pay an account balance not paid within thirty days of the invoice date, and to discontinue our representation until you forward funds to restore the full retainer.

5. **EXPENSES AND COSTS.** In addition to our fees for legal services, we typically require prepayment of any out-of-pocket expenses that we will incur on your behalf. When out-of-pocket expenses are expected, but the amount of those expenses is not known in advance, we will request a reasonable trust deposit, and require prompt reimbursement of any additional costs

incurred. Examples include travel expenses, filing fees, maintenance fees, government fees or surcharges, third-party attorney (such as foreign counsel) and consulting fees, and overnight delivery services. Failure to pay requested out-of-pocket expenses may delay your services and detrimentally affect your rights. We are not obligated to advance such expenses on your behalf. Generally, we will not charge clients for internal costs that we incur on your behalf, such as reproduction of documents and long-distance telephone calls. However, we do pass through these items at our actual cost when they are substantial (*e.g.*, more than \$25 for any single copy job or long distance phone call) and we do charge you for directly-related computer research or illustration at the third-party provider's standard rate.

6. **BILLINGS AND PAYMENTS.** Unless otherwise agreed, our invoices will be rendered on a monthly basis, and payment is due in full upon receipt. Like other businesses, we may be required to borrow money if our accounts are not paid promptly. Therefore, we will add a service charge to account balances not paid within thirty days of the invoice date equal to 9% per annum (*i.e.*, 0.75% per month). If an account becomes delinquent, we will pursue appropriate and prudent collection remedies. You agree to pay all fees and costs (including attorney fees) we may incur in collecting any amounts owed on your account. Fees and expenses are always due and payable without regard to the consummation of any proposed transaction or the outcome of any matter.

7. **TERMINATION OF SERVICES.** We retain the right to cease performing legal services and to terminate our legal representation for any reason consistent with applicable ethical rules, including unanticipated conflicts of interest or unpaid legal fees and expenses.

8. **RETENTION AND DISPOSITION OF DOCUMENTS.** Following termination of our legal representation, any otherwise nonpublic information you have supplied to us which is retained by us will be kept confidential in accordance with applicable rules of professional conduct. At your request, your papers and property will be returned to you promptly upon receipt of payment for outstanding fees and costs. Our own files pertaining to the matter will be retained by us. All documents retained in our files will be administered consistent with our records retention program. For various reasons, including the minimization of unnecessary storage expenses, we reserve the right to destroy or otherwise dispose of our files, including all documents or other materials retained in those files, within a reasonable time after the termination of our representation.

9. **CLIENT SERVICE.** It has always been, and will continue to be, Ater Wynne's goal to provide legal services to you in the most cost effective and time efficient manner possible. If at any time you wish to discuss our legal services, billing policies and procedures generally, or a specific invoice, we encourage you to contact the attorney responsible for your account or our Director of Finance at (503) 226-1191.

### Oneida Business Committee Agenda Request

XII.F. Approve authorization to utilize information from the Governmental Services Division-Transit in regards to Master's program Capstone project

1. Meeting Date Requested: 9 / 9 / 15

#### 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Agenda Header:

Accept as Information only

Action - please describe:

Approve authorization to utilize information from the Governmental Services Division-Transit in regards to Master's program Capstone project titled "The Oneida Nation of WI Transit System: Effect of change from a Demand-Response/Dial-a-Ride service to a Point Deviation Service."

#### 3. Supporting Materials

Report  Resolution  Contract

Other:

1.

3.

2.

4.

Business Committee signature required

#### 4. Budget Information

Budgeted - Tribal Contribution  Budgeted - Grant Funded  Unbudgeted

#### 5. Submission

Authorized Sponsor / Liaison:

Primary Requestor: \_\_\_\_\_  
Your Name, Title / Dept. or Tribal Member

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

## Oneida Business Committee Agenda Request

### 6. Cover Memo:

Describe the purpose, background/history, and action requested:

Master's student at UW-Osckosh is requesting to study the Tribe's transit system in the Capstone project for the program. Ms. Hernandez has met with Governmental Services Division Director and the Program Director for Transit. All personnel have identified that the policy analysis that will be conducted as part of this capstone project will provide useful information in the ongoing review for effectiveness and improvements to the transition system.

- 1) Save a copy of this form for your records.
- 2) Print this form as a \*.pdf *OR* print and scan this form in as \*.pdf.
- 3) E-mail this form and all supporting materials in a **SINGLE** \*.pdf file to: [BC\\_Agenda\\_Requests@oneidation.org](mailto:BC_Agenda_Requests@oneidation.org)

JO ANNE HOUSE, PHD  
CHIEF COUNSEL  
JAMES R. BITTORF  
DEPUTY CHIEF COUNSEL  
REBECCA M. WEBSTER, PHD  
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**M E M O R A N D U M**

**TO:** Oneida Business Committee

**FROM:** Jo Anne House, Chief Counsel

**DATE:** September 2, 2015

**SUBJECT:** Master's Capstone Project – Hernandez – Study of Tribe's Transit System.

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Renita Hernandez is a student at UW-Oshkosh in the Master's program. I met with Ms. Hernandez as part of identifying subjects for her capstone project. She has expressed an interest in a capstone project that would provide value back to the Tribe. We discussed her interests and studies to identify subjects that would fit within her capstone project and would also generate beneficial information to the Tribe regarding the subject being studied. Ms. Hernandez identified several areas, and I indicated personnel within the Tribe for her to meet with to have further discussions about the subject and the scope of any potential study.

The Governmental Services Division Director and the program manager for Transit have indicated that a study of the current system versus a standard bus route would be useful in providing information to guide future growth. The Transit program has prior studies as well as information regarding current ridership that will assist in developing this study.

The information that would potentially be needed by the student would involve ridership levels, times, and locations. In addition, there may be access requested to prior studies and documents, as well as access to financial information from Transit. There will be no access to personally identifiable information regarding ridership in the transit system.

If you have further questions, please contact me.

**“The Oneida Nation of WI Transit System: Effect of change from a Demand-Response/Dial-A-Ride service to a Point Deviation Service”.**

Renita Hernandez  
UW-Oshkosh  
Capstone Experience  
September – December 2015

**Problem Statement**

With the current use of a “Demand-Response/Dial-A-Ride” service that the Oneida Nation Transit Department utilizes, there are at times longer wait periods for pick up, missed or cancelled pick-ups, and the medical transportation issues. The objective will be to identify the current service and look at what would be more cost efficient for the Oneida Transit Department and how will these changes affect their customers.

**Executive Summary**

The Oneida Nation of Wisconsin consists of about 7,415 enrolled tribal members who reside on the reservation. The reservation consists of 102.2 square miles and is located just outside of Green Bay, Wisconsin. The Oneida Nation of Wisconsin currently has a transit system which services all of the Oneida reservation boundaries and to certain areas in the Green Bay area. Such transit services outside the reservation boundaries are mainly utilized for medical appointments only.

The current transportation service used by the Oneida Nation of Wisconsin transit system is a “Demand-Response/Dial-A-Ride” service. This is where a person would call to be picked up either on demand or at a certain time of day. The Oneida Transit Department would like to see how changes to a “point Deviation Service” would affect the overall transport services that they offer to their current customers. The services will include daily riders and those on the medical routes as well. Recommendations will show how the current services are compared to a possible change in how the Oneida Nation Transit system transports their tribal members. This will include the impact on current prices, wait times for pick up, and medical transportation schedules for current tribal members.



Research will be done to look at how price changes will affect those who currently utilize transit services. The majority of people who currently utilize the Oneida Transit service are those who are considered to be low income households. What financial impact will that have on those people and will those people be willing to pay more to keep the current “Demand-Response/Dial-A-Ride” service?

This paper will take a look at what impact a “Point Deviation” service will have financially for the Oneida Transit Department. Will a change to this service be more cost effective to the department? How will this type of transportation service benefit their current customers? Will their current customers be willing to such a change in how the Oneida Transit System is wanting to change their current transportation services?

The Oneida Transit Department has previously in the past tested such a route to see if people would utilize the “Point Deviation” service. It was utilized for a period of one summer and results have failed. This was more than five years ago. The Oneida Transit System would like to see if there are people who would be willing to utilize this service now as time has passed.

A thorough research of such a change will include the impact of such a change to the department, their customers and what recommendations could be offered to the department. This paper will also take a look at other Tribal Transit systems to compare what types of services they are offering and why their services are successful or not.

### Oneida Business Committee Agenda Request

XII.G. Enter E-poll results into record for approval of amended FY '16 Budget meeting packet which includes corporate audits

1. Meeting Date Requested: 09 / 09 / 15

#### 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Agenda Header:

Accept as Information only

Action - please describe:

Motion to enter E-poll results into record for approval of the amended FY 2016 Budget Meeting Packet which includes corporate audits

#### 3. Supporting Materials

Report  Resolution  Contract

Other:

1.

3.

2.

4.

Business Committee signature required

#### 4. Budget Information

Budgeted - Tribal Contribution  Budgeted - Grant Funded  Unbudgeted

#### 5. Submission

Authorized Sponsor / Liaison:

Primary Requestor: April Skenandore, Executive Assistant/BC Support Staff  
Your Name, Title / Dept. or Tribal Member

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

## Oneida Business Committee Agenda Request

### 6. Cover Memo:

Describe the purpose, background/history, and action requested:

On August 19, 2015 the following e-poll was conducted:

**Summary:**

Treasurer Trish King is requesting an E-poll for the approval of an amended FY2016 Budget Meeting Packet. The Treasurer wishes to include the audited financial statements which were inadvertently left out of the FY2015 Semi-Annual Treasurer's Report. These documents include the audited financial statements of Oneida Golf Enterprise and as the LPGA is an item on the agenda, it is important that these audited financial statements are included.

The audited financial statements begin on page 72. The content of remainder of the packet has not changed; though the Table on Contents has been updated.

An E-poll is necessary as the meeting packet must be submitted to Printing.

Due to the size of the file, we cannot attach it to this email. The document can be found at:

G:\Business Committee\Meeting\_Materials\GTC Meetings

FILE NAME: 2015 09 21 Special GTC FY2016 Budget Meeting\_amended FILE FOR PRINTING.pdf

**Requested Action:**

Approve the amended 2015 FY-2016 Budget Meeting Packet to include audited financial statements

**Deadline for Response:**

Please submit your response by 12:00 p.m. (NOON) today. Please respond by using the voting button above.

The following is the e-poll results:

Support: Trish King, Fawn Billie, David Jordan, Tehassi Hill, Brandon Stevens, Jennifer Webster

Abstentions: Melinda J. Danforth – Melinda abstained from this vote as she did not vote on the original budget packet.

- 1) Save a copy of this form for your records.
- 2) Print this form as a \*.pdf *OR* print and scan this form in as \*.pdf.
- 3) E-mail this form and all supporting materials in a **SINGLE** \*.pdf file to: BC\_Agenda\_Requests@oneidanation.org

**April Skenandore**

---

**From:** TribalSecretary  
**Sent:** Wednesday, August 19, 2015 9:07 AM  
**To:** Brandon L. Yellowbird-Stevens; Cristina S. Danforth; David P. Jordan; Fawn J. Billie; Jennifer A. Webster; Lisa M. Summers; Melinda J. Danforth; Patricia M. King; Ronald W. Hill  
**Cc:** Brian A. Doxtator; Danelle A. Wilson; Dawn M. Moon-Kopetsky; Fawn L. Cottrell; Jessica L. Wallenfang; Leyne C. Orosco; Lisa A. Liggins; Mary C. Graves; Rhiannon R. Metoxen  
**Subject:** E-poll Request: Approval of amended FY 16 Budget Meeting Packet  
**Importance:** High

Good Morning! I hope your day is going along well.

**Summary:**

Treasurer Trish King is requesting an E-poll for the approval of an amended FY2016 Budget Meeting Packet. The Treasurer wishes to include the audited financial statements which were inadvertently left out of the FY2015 Semi-Annual Treasurer's Report. These documents include the audited financial statements of Oneida Golf Enterprise and as the LPGA is an item on the agenda, it is important that these audited financial statements are included.

The audited financial statements begin on page 72. The content of remainder of the packet has not changed; though the Table on Contents has been updated.

An E-poll is necessary as the meeting packet must be submitted to Printing.

Due to the size of the file, we cannot attach it to this email. The document can be found at:

G:\Business Committee\Meeting\_Materials\GTC Meetings

FILE NAME: 2015 09 21 Special GTC FY2016 Budget Meeting\_amended FILE FOR PRINTING.pdf

**Requested Action:**

Approve the amended 2015 FY-2016 Budget Meeting Packet to include audited financial statements

**Deadline for Response:**

Please submit your response by **12:00 p.m. (NOON) today**. Please respond by using the voting button above.

Please feel free to contact April Skenandore at x4364 should you have problems viewing the file. Thank you.

**April Skenandore**

---

**From:** TribalSecretary  
**Sent:** Wednesday, August 19, 2015 12:17 PM  
**To:** Brandon L. Yellowbird-Stevens; Cristina S. Danforth; David P. Jordan; Fawn J. Billie; Jennifer A. Webster; Lisa M. Summers; Melinda J. Danforth; Patricia M. King; Ronald W. Hill  
**Cc:** Brian A. Doxtator; Danelle A. Wilson; Dawn M. Moon-Kopetsky; Fawn L. Cottrell; Jessica L. Wallenfang; Leyne C. Orosco; Lisa A. Liggins; Mary C. Graves; Rhiannon R. Metoxen  
**Subject:** RESULTS: E-Poll for approval of amended FY 16 Budget Meeting Packet

Good Afternoon,

**E-POLL RESULTS**

The E-poll request for the approval of an amended FY2016 Budget Meeting Packet to include the audited financial statements which were inadvertently left out of the FY2015 Semi-Annual Treasurer's Report is approved. These documents include the audited financial statements of Oneida Golf Enterprise and as the LPGA is an item on the agenda, it is important that these audited financial statements are included. Listed below are the results:

Support: Trish King, Fawn Billie, David Jordan, Tehassi Hill, Brandon Stevens, Jennifer Webster

Abstentions: Melinda J. Danforth – Melinda abstained from this vote as she did not vote on the original budget packet.

## Oneida Seven Generations Corporation

Financial Statements and  
Supplementary Information  
Years Ended September 30, 2014 and 2013

**Oneida Seven Generations Corporation**

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Financial Statements and Supplementary Information  
Years Ended September 30, 2014 and 2013

# Oneida Seven Generations Corporation

## Contents

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<b>Independent Auditor's Report</b>	3-5
<b>Management's Discussion and Analysis</b>	6-10
<b>Financial Statements:</b>	
Statements of Net Position	11
Statements of Revenue, Expenses, and Changes in Net Position	12
Statements of Cash Flows	13-14
<b>Notes to Financial Statements</b>	15-25
<b>Supplementary Information:</b>	
Combining Statement of Net Position	26-27
Combining Statement of Revenue, Expenses, and Changes in Net Position	28-29





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211 East Water Street, Suite 300  
Kalamazoo, MI 49007

## Independent Auditor's Report

Board of Directors  
Oneida Seven Generations Corporation  
Oneida, Wisconsin

### *Report on the Financial Statements*

We have audited the accompanying financial statements of Oneida Seven Generations Corporation (the Corporation), a component unit of the Oneida Tribe of Indians of Wisconsin (the Tribe), as of and for the years ended September 30, 2014 and 2013, and the related notes to the financial statements as listed in the table of contents.

### *Management's Responsibility for the Financial Statements*

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of the financial statements that are free from material misstatement, whether due to fraud or error.

### *Auditor's Responsibility*

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.



### ***Opinion***

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the Corporation, as of September 30, 2014 and 2013, and the respective changes in its financial position and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

### ***Emphasis of Matters***

The accompanying financial statements have been prepared assuming that the Corporation will continue as a going concern. As described in Note 11 to the financial statements, on December 15, 2013, the Oneida Tribe of Indians of Wisconsin approved the dissolution of the Oneida Seven Generations Corporation. This is currently being reviewed for consideration of changing the decision. The financial statements do not include any adjustments that might result from the outcome of this uncertainty. This decision has raised substantial doubt about the Corporation's ability to continue as a going concern. Our opinion is not modified with respect to this matter.

As discussed in Note 1, the financial statements present only the Corporation, and do not purport to, and do not, present fairly the financial position of the Oneida Tribe of Indians of Wisconsin, as of September 30, 2014 and 2013, the changes in its financial position, or, where applicable, its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

As described in Note 1 to the basic financial statements, the Corporation adopted the provisions of Governmental Accounting Standards Board Statement No. 65, *Items Previously Reported as Assets and Liabilities*, as of October 1, 2013.

### ***Other Matters***

#### ***Required Supplementary Information***

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 6 through 10 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We and other auditors have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.



### *Other Information*

Our audit was conducted for the purpose of forming an opinion on the financial statements that collectively comprise the Corporation's basic financial statements. The accompanying combining financial statements supplementary information are presented for purposes of additional analysis and are not a required part of the basic financial statements.

The combining financial statements are the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. Such information has been subjected to the auditing procedures applied in the audits of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the accompanying supplementary information is fairly stated, in all material respects, in relation to the basic financial statements taken as a whole.

*BDO USA, LLP*

Kalamazoo, Michigan

December 12, 2014

## **Management Discussion and Analysis**

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# Oneida Seven Generations Corporation

## Management's Discussion and Analysis

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The management of Oneida Seven Generations Corporation (the "Corporation") provides the following discussion and analysis to assist financial statement readers in understanding the Corporation's financial performance. This information should be read in conjunction with the Corporation's financial statements and notes which follow this section.

### Financial Statement Overview

This annual report includes three components: management's discussion and analysis, independent auditor's report and basic financial statements. The basic financial statements include the statement of net position, statement of revenue, expenses and changes in net position, statement of cash flows and notes to the financial statements.

The statement of net position includes all assets and liabilities of the Corporation separated by current and long-term classification. This statement also includes the balance of net position separated by net investment in capital assets, and unrestricted net position. This statement can be used to assess the Corporation's liquidity.

The statement of revenue, expenses and changes in net position includes all current year revenue and expenses. This statement can be used to assess the Corporation's annual operating results and profitability.

The statement of cash flows presents all cash receipts and payments resulting from operational, noncapital financing, financing and investing activities. This statement summarizes the sources and uses of cash for the current period.

The notes to the financial statements provide detail and further explain information presented in the financial statements.

The largest change in the Corporation's financial position was due to the write-off of the energy project in the amount of \$5,684,003. The energy project was halted due to The City of Green Bay rescinding the Conditional Use Permit.

The Corporation was forced to reclassify all bank notes from long-term liabilities to other liabilities due to the Tribe's vote to dissolve the Corporation in December 2013.

# Oneida Seven Generations Corporation

## Management's Discussion and Analysis

### Analysis of Financial Results

A summary of the Corporation's statements of net position is provided to assist in our analysis of the Corporation's financial results.

#### The Corporation's Statement of Net Position

<i>Year ended September 30,</i>	2014	2013	Dollar Change	Percent Change
<b>Assets:</b>				
Current and other assets	\$ 118,166	\$ 134,865	\$ (16,699)	-12.38%
Capital assets	14,440,646	19,773,011	(5,332,365)	-26.97%
<b>Total Assets</b>	<b>14,558,812</b>	<b>19,907,876</b>	<b>(5,349,064)</b>	<b>-26.87%</b>
<b>Liabilities:</b>				
Long-term debt outstanding	1,279,937	4,829,860	(3,549,923)	-73.50%
Other liabilities	8,119,926	4,695,552	3,424,374	72.93%
<b>Total Liabilities</b>	<b>9,399,863</b>	<b>9,525,412</b>	<b>(125,549)</b>	<b>-1.32%</b>
<b>Net Position:</b>				
Net investment in capital assets	574,801	5,998,357	(5,423,556)	-90.42%
Restricted for investment in business ventures	5,484,619	4,907,010	577,609	11.77%
Unrestricted	(900,471)	(522,903)	(377,568)	72.21%
<b>Total Net Position</b>	<b>\$ 5,158,949</b>	<b>\$ 10,382,464</b>	<b>\$ (5,223,515)</b>	<b>-50.31%</b>

# Oneida Seven Generations Corporation

## Management's Discussion and Analysis

Following is a discussion of the significant changes shown in the condensed statements of net position.

### The Corporation's Change in Net Position

<i>Year ended September 30,</i>	2014	2013	Dollar Change	Percent Change
Operating revenue:				
Rental Income	\$ 1,858,820	\$ 1,894,702	\$ (35,882)	-1.89%
Equity in net earnings of business adventures	904,761	874,390	30,371	3.47%
<b>Operating Revenue</b>	<b>2,763,581</b>	<b>2,769,092</b>	<b>(5,511)</b>	<b>1.58%</b>
<b>Operating Expenses</b>	<b>2,055,421</b>	<b>1,804,231</b>	<b>251,190</b>	<b>13.92%</b>
<b>Operating Income</b>	<b>708,160</b>	<b>964,861</b>	<b>(256,701)</b>	<b>-26.60%</b>
<b>Nonoperating Expenses</b>	<b>(6,160,963)</b>	<b>(437,699)</b>	<b>5,723,264</b>	<b>130.75%</b>
<b>Income (Loss)</b>	<b>(5,452,803)</b>	<b>527,162</b>	<b>(5,979,965)</b>	<b>111.34%</b>
<b>Member Contribution</b>	<b>229,288</b>	<b>136,208</b>	<b>93,080</b>	<b>68.34%</b>
<b>Change in Net Position</b>	<b>(5,223,515)</b>	<b>663,370</b>	<b>(5,886,885)</b>	<b>43.00%</b>
<b>Net Position, beginning of year</b>	<b>10,382,464</b>	<b>9,719,094</b>	<b>663,370</b>	<b>6.83%</b>
<b>Net Position, end of year</b>	<b>\$ 5,158,949</b>	<b>\$ 10,382,464</b>	<b>\$ (5,223,515)</b>	<b>-50.31%</b>

On December 24, 2013, in accordance with the Oneida Business Committee's ("OBC") Resolution #12-24-13-A, Sagestone Management, LLC ("Sagestone") with its CEO, Gene A. Keluche, was named the Managing Agent ("Agent") of the Oneida Tribe of Indians of Wisconsin's ("Oneida") wholly owned subsidiary Oneida Seven Generation Corporation ("OSGC") to provide advisory and management services described below.

1. Stabilize corporate relationships between tenants, banking, vendors, and business partnerships;
2. Review the corporate structure in light of OSGC's revised corporate leasing goals;
3. Make periodic progress reports to Chief Council and OBC of the Tribe;
4. Prepare a report of recommendations to the OBC regarding how to restructure the Corporation to better achieve its revised goals.

# Oneida Seven Generations Corporation

## Management's Discussion and Analysis

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Sagestone Immediately commenced active on-site management as specified above including bi-weekly visits to OSGC, its tenants, business partners, banking relationships, vendors and public entities in order to accomplish the above objectives. Sagestone was present at Oneida every other week until June 30, 2014 and continues to actively manage and oversee the activities and the restructuring of OSGC.

On January 17, 2014, OSGC received a Letter of Default and Forbearance from Wisconsin Bank and Trust ("WB&T") regarding its approximate \$9.0 million in indebtedness secured by approximately \$30.0 million of OSGC real estate related assets. The default letter was issued as a result of the actions of the Oneida General Tribal Council on December 15, 2013 to approve a resolution to dissolve OSGC. Sagestone immediately met with WB&T's president and senior commercial lending officer and commenced a series of bi-weekly meetings to negotiate an extension of the Forbearance Agreement in order to prevent the demand and foreclosure on the OSGC assets and to provide time for Sagestone and OSGC to finalize the restructuring. The Forbearance Agreement and multiple extensions were negotiated between Sagestone as Managing Agent of OSGC and WB&T with the current Forbearance Agreement in effect until February 28, 2015.

On February 11, 2014, Sagestone presented to the OBC its overall recommendation to liquidate OSGC and restructure its real estate assets into a single purpose entity whose sole purpose would be to own the real estate and collect rental income, lease properties and respond to tenant and business partners real estate needs. The new entity would be wholly owned by Oneida and all cash flow would be distributed to Oneida after all debt service, direct expenses and the payment of a commercially reasonable management fee to an arm's length independent management contractor under a five year management contract that may be terminated for cause. It was recommended that the successor entity to OSGC shall not independently engage in real estate development activities.

The Sagestone comprehensive restructuring plan would complete the restructuring of the real estate assets of OSGC into a new single purpose entity that would only own the real estate, would refinance all debt sufficient to repay all OSGC debt, to pay all legal and issuance expenses and pay back all funds borrowed and due to Oneida from OSGC. The new debt would not require the credit support or guarantee of Oneida. The approved restructuring plan was presented to several financial institutions who indicated a strong interest in financing the resulting single purpose entity in accordance with the aforementioned terms and conditions.

Sagestone, working with the Oneida Law Office and outside legal counsel, immediately proceeded forward to implement and close the restructuring which would effectively liquidate OSGC as mandated by the OBC. On March 7, 2014, OSGC received notice that a complaint was filed in the Circuit Court of Cook County Illinois against the Oneida Tribe, OSGC and Green Bay Renewable Energy by ACF, LLC and GCF, LLC relating to the energy project. After extensive legal review, Oneida recommended that Sagestone delay moving forward with the restructuring until the suit is settled or dismissed. Sagestone continues to discuss the restructuring with WB&T and interested funding sources such that immediate action can be commenced to close the OSGC restructuring once the go-ahead is given by Oneida legal counsel.

Additionally, Sagestone and OSGC's negotiated the resolution of legal action and forbearance of the demands for repayment of its debt with Wisconsin Economic Development Corporation.



# Oneida Seven Generations Corporation

## Management's Discussion and Analysis

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Sagestone continues to actively support the efforts of the Godfrey Kahn law firm in Oneida's litigation regarding the withdrawal of the Conditional Use Permit by the City of Green Bay regarding the Oneida Energy project. The revocation of the CUP by the City of Green Bay was overturned by the Wisconsin Court of Appeals and that decision is now being reviewed by the Wisconsin Supreme Court. Sagestone and Godfrey Kahn are exploring all options and remedies available to OSGC as a result of this action by the City of Green Bay. Once the Supreme Court review is concluded, Sagestone will present a comprehensive analysis of these remedies to the OBC.

Sagestone has met with and actively supports the potential expansion plans of several of OSGC's valued tenants and business partners for their planned expansion of their existing facilities on the Oneida Reservation.

Sagestone continues to analyze and pursue options to profitably sell Oneida Energy assets and possible tax credits to third parties once the ACF litigation is settled and approval is granted by legal counsel and the OBC.

As Managing Agent, Sagestone is actively involved in the day to day business activities and decisions of OSGC. During the past year, operating income and cash flow of OSGC was stable and the vacancy rate of OSGC real estate assets is approximately 5%. All properties have been maintained in sound and operable condition.

It is anticipated that the OSGC real estate restructuring will be concluded early in 2015, fulfilling the mandate of the OBC to Sagestone.

### **Contacting the Organization's Financial Management**

This financial report is designed to provide our citizens, investors, and creditors with a general overview of the Organization's finances and to demonstrate the Organization's accountability for the funds received. If you have questions about this report or need additional information, contact:

Oneida Seven Generations Corporations  
P.O. Box 257  
Oneida, Wisconsin 54155

## Financial Statements

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## Oneida Seven Generations Corporation

## Statements of Net Position

<u>September 30,</u>	<u>2014</u>	<u>2013</u>	<u>September 30,</u>	<u>2014</u>	<u>2013</u>
<b>Assets</b>			<b>Liabilities and Net Position</b>		
<b>Current Assets:</b>			<b>Current Liabilities:</b>		
Cash and cash equivalents	\$ 62,477	\$ 87,981	Line-of-credit	\$ 250,000	\$ 250,000
Accounts receivable, net	55,689	46,884	Accounts payable	418,259	261,695
<b>Total Current Assets</b>	<b>118,166</b>	<b>134,865</b>	Accrued and other liabilities:		
			Interest	56,431	31,099
<b>Noncurrent Assets:</b>			Real estate taxes	41,175	41,175
Brokerage fees, net of amortization	34,980	30,407	Other	3,735	51,187
Business ventures:			Due to Oneida Tribe of Indians of Wisconsin	1,072,664	631,340
Babcock I, LLC	4,205,665	3,682,310	Unearned revenue	43,997	47,056
Partnership Drive, LLC	1,145,811	1,110,068	Current maturities of long-term notes payable	6,233,665	3,382,000
North Packerland, LLC	119,490	100,979	<b>Total Current Liabilities</b>	<b>8,119,926</b>	<b>4,695,552</b>
Oneida-Kodiak Construction, LLC	13,653	13,653			
Capital assets:			<b>Noncurrent Liabilities -</b>		
Land	294,526	59,000	Notes payable	1,279,937	4,829,860
Construction in progress	-	5,729,130	<b>Total Liabilities</b>	<b>\$ 9,399,863</b>	<b>\$ 9,525,412</b>
Buildings and improvements	13,152,851	13,142,310			
Equipment	59,549	55,529	<b>Net Position:</b>		
Less accumulated depreciation	(4,585,879)	(4,150,375)	Net investment in capital assets	\$ 574,801	\$ 5,998,357
<b>Total Noncurrent Assets</b>	<b>14,440,646</b>	<b>19,773,011</b>	Restricted for investment in business ventures	5,484,619	4,907,010
			Unrestricted	(900,471)	(522,903)
<b>Total Assets</b>	<b>\$ 14,558,812</b>	<b>\$ 19,907,876</b>	<b>Total Net Position</b>	<b>\$ 5,158,949</b>	<b>\$ 10,382,464</b>

*See accompanying independent auditor's report and notes to financial statements.*

## Oneida Seven Generations Corporation

### Statements of Revenue, Expenses, and Changes in Net Position

<i>Year ended September 30,</i>	2014	2013
<b>Operating Revenue:</b>		
Rental income	\$ 1,858,820	\$ 1,894,702
Equity in net earnings of business ventures	904,761	874,390
<b>Total Operating Revenue</b>	<b>2,763,581</b>	<b>2,769,092</b>
<b>Operating Expenses:</b>		
Contracted services	689,632	210,751
Depreciation	435,504	439,937
Occupancy costs	370,286	422,236
Salaries and benefits	248,318	477,281
Repairs and maintenance	72,321	72,235
Real estate taxes	63,276	62,466
Utilities	54,034	41,931
Bad debt	35,075	-
Insurance	22,117	21,989
Amortization	9,240	4,820
Travel	6,970	9,599
Meeting expense	3,523	12,204
Promotions	1,253	4,336
Donations	-	525
Other	43,872	23,921
<b>Total Operating Expenses</b>	<b>2,055,421</b>	<b>1,804,231</b>
<b>Operating Income</b>	<b>708,160</b>	<b>964,861</b>
<b>Nonoperating Revenue (Expenses):</b>		
Write-off of impaired assets	(5,684,003)	-
Write-off of note issuance costs	(24,347)	-
Interest income	-	227
Interest expense	(456,802)	(456,664)
Other income	4,189	18,738
<b>Total Nonoperating Expenses</b>	<b>(6,160,963)</b>	<b>(437,699)</b>
<b>Income (Loss)</b>	<b>(5,452,803)</b>	<b>527,162</b>
<b>Member Contribution</b>	<b>229,288</b>	<b>136,208</b>
<b>Change in Net Position</b>	<b>(5,223,515)</b>	<b>663,370</b>
<b>Net Position, beginning of year</b>	<b>10,382,464</b>	<b>9,719,094</b>
<b>Net Position, end of year</b>	<b>\$ 5,158,949</b>	<b>\$ 10,382,464</b>

*See accompanying independent auditor's report and notes to financial statements.*

## Oneida Seven Generations Corporation

### Statements of Cash Flows

<i>Year ended September 30,</i>	<b>2014</b>	<b>2013</b>
<b>Operating Activities:</b>		
Cash received from customers and business ventures	\$ 1,850,015	\$ 1,857,593
Payments to suppliers and employees	(1,063,300)	(748,815)
<b>Cash Provided by Operating Activities</b>	<b>786,715</b>	<b>1,108,778</b>
<b>Investing Activities:</b>		
Capital investment in business ventures	(13,000)	(2,000)
Proceeds from interest income	-	227
Distributions from business ventures	340,152	412,530
Payment of brokerage fees	(38,160)	-
<b>Cash Provided by Investing Activities</b>	<b>288,992</b>	<b>410,757</b>
<b>Noncapital Financing Activities -</b>		
Member contribution	-	136,208
Other income	4,189	18,738
<b>Cash Provided by Noncapital Financing Activities</b>	<b>4,189</b>	<b>154,946</b>
<b>Capital and Related Financing Activities:</b>		
Proceeds from issuance of long-term debt	-	1,172,613
Acquisition and construction of capital assets	(204,960)	(925,649)
Principal payments on long-term debt	(698,258)	(1,564,259)
Interest paid	(431,470)	(447,918)
<b>Cash Used in Capital and Related Financing Activities</b>	<b>(1,334,688)</b>	<b>(1,765,213)</b>
<b>Decrease in Cash and Cash Equivalents</b>	<b>(254,792)</b>	<b>(90,732)</b>
<b>Cash and Cash Equivalents, beginning of year</b>	<b>87,981</b>	<b>178,713</b>
<b>Cash and Cash Equivalents, end of year</b>	<b>\$ (166,811)</b>	<b>\$ 87,981</b>

*See accompanying independent auditor's report and notes to financial statements.*

**Oneida Seven Generations Corporation**  
**Statements of Cash Flows**

<i>Year ended September 30,</i>	2014	2013
<b>Reconciliation of Operating Income to</b>		
<b>Cash Provided by Operating Activities:</b>		
Operating income	\$ 708,160	\$ 964,861
Adjustments to reconcile operating income to cash provided by operating activities:		
Equity in net earnings of affiliates	(904,761)	(874,390)
Depreciation	435,504	439,937
Amortization	9,240	4,820
Provision for losses on accounts receivable	35,075	-
Changes in operating assets and liabilities:		
Accounts receivable	(43,880)	(37,109)
Prepaid expenses	-	5,000
Accounts payable	376,090	111,514
Due to Oneida Tribe of Indians of Wisconsin	221,798	413,945
Unearned revenue	(3,247)	46,981
Accrued other liabilities	(47,452)	33,219
<b>Cash Provided by Operating Activities</b>	<b>\$ 786,527</b>	<b>\$ 1,108,778</b>

*See accompanying independent auditor's report and notes to financial statements.*

# Oneida Seven Generations Corporation

## Notes to Financial Statements

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### 1. Summary of Significant Accounting Policies

#### *Principal Business Activity*

Oneida Seven Generations Corporation (the Corporation) is a holding company for real estate and other business ventures of the Oneida Tribe of Indians of Wisconsin (the Tribe). The Corporation is a component unit of the Tribe.

During 2004, the Corporation established Glory, LLC, as a wholly owned subsidiary of the Corporation, for purposes of real estate holding and rental of a manufacturing and office complex in Ashwaubenon. Glory, LLC, is a component unit of the Corporation and is reported as if it were part of the Corporation in the basic financial statements (on a blended basis).

During 2005, the Corporation established Oneida Generations, LLC, as a wholly owned subsidiary of the Corporation (51%) and the Tribe (49%), for purposes of real estate holding and rental of a Travel Mart. Oneida Generations, LLC, is a component unit of the Corporation and is reported as if it were part of the Corporation in the basic financial statements (on a blended basis).

During 2007, the Corporation acquired Oneida Nation Electronics (ONE) as a wholly owned subsidiary of the Corporation, which facilitates a procurement relationship agreement between International Business Machines (IBM) and Benchmark Electronics (Benchmark). ONE is a component unit of the Corporation and is reported as if it were part of the Corporation in the basic financial statements (on a blended basis). The contract between ONE, IBM, and Benchmark was terminated as of October 31, 2010, after which time ONE is no longer a party to the procurement relationship.

During 2010, the Corporation established Oneida Recycling Solutions, LLC, and Oneida Energy, Inc., as wholly owned subsidiaries of the Corporation, for purposes of eventual real estate holding (Solutions) and operation of a waste to energy operation (Energy). During 2011, Oneida Energy, Inc. established the following component units; Oneida Energy Blocker Corporation and Green Bay Renewable Energy, LLC (GBRE, LLC). GBRE, LLC had financial activity during 2014, and is therefore consolidated with Energy and included in the Statements of Net Position and Activities. During 2010, the Corporation also established IEP Development, LLC, as a wholly owned subsidiary of the Corporation, for purposes of investing in the waste to energy project (now housed with Energy). During 2011, the activity of IEP Development, LLC, was terminated and plans are to dissolve this inactive entity. All three are component units of the Corporation and are reported as if they were part of the Corporation in the basic financial statements (on a blended basis).

During 2010, the Corporation also established Oneida Manufacturing, LLC, as a wholly owned subsidiary of the Corporation, for purposes of a potential acquisition of a manufacturing operation. This acquisition did not occur and plans are to dissolve this inactive entity. Oneida Manufacturing, LLC, is a component unit of the Corporation and is reported as if it were part of the Corporation in the basic financial statements (on a blended basis).

*See accompanying independent auditor's report.*

# Oneida Seven Generations Corporation

## Notes to Financial Statements

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### ***Basis of Accounting and Presentation***

The Corporation is a self-supporting entity and follows enterprise fund reporting and, accordingly, the accompanying financial statements are presented using the economic resources measurement focus and the accrual basis of accounting.

The Corporation follows the pronouncements of the Governmental Accounting Standards Board (GASB) for accounting and financial reporting purposes.

### ***Tax Status***

The Corporation is formed under the laws of the Tribe. Accordingly, Oneida Seven Generations and its wholly owned LLC subsidiaries are not taxable by federal or state taxing authorities. Oneida Energy, Inc., has elected to be taxed as a C Corporation, eligible for payments for specified energy property in lieu of tax credits under the American Recovery and Reinvestment Act of 2009 (IRC Section 1603).

### ***Use of Estimates***

The preparation of the basic financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make certain estimates and assumptions that directly affect the reported amounts of assets, liabilities, revenue, and expenses. Actual results may differ from these estimates.

### ***Cash and Cash Equivalents***

The Corporation considers all highly liquid debt instruments with an original maturity of three months or less to be cash equivalents.

### ***Accounts Receivable***

Accounts receivable are stated at the amount the Corporation expects to collect less an allowance for doubtful accounts. On a periodic basis, the Corporation evaluates its accounts receivable and establishes an allowance for doubtful accounts, when deemed necessary, based on its assessment of the credit history with customers having outstanding balances and current relationships with them.

### ***Capital Assets***

Property and equipment are valued at cost. Maintenance and repair costs are charged to expense as incurred. Gains or losses on disposition of property and equipment are reflected in income. Depreciation is computed on the straight-line method for financial reporting purposes based on the estimated useful lives of the assets. The following schedule details the estimated useful lives used for each class of assets:

Buildings	30 Years
Leasehold improvements	5-10 Years
Equipment	3-5 Years

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*See accompanying independent auditor's report.*



# Oneida Seven Generations Corporation

## Notes to Financial Statements

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### **Unearned Revenue**

The Corporation records unearned revenue for rent payments received in advance of the lease term. This is recognized as income in the period earned.

### **Advertising**

Advertising costs are expensed as incurred and included in operating expenses.

### **Net Position**

Net position is classified into three components as outlined below:

- \* Net investment in capital assets - Amount of capital assets, net of accumulated depreciation, less outstanding balances of any bonds, mortgages, notes or other borrowings that are attributable to the acquisition, construction, or improvement of those assets.
- \* Restricted net position - Amount of net position that is subject to restrictions that are imposed by 1) external groups, such as creditors, grantors, contributors, or laws or regulations of other governments or 2) law through constitutional provisions or enabling legislation.
- \* Unrestricted net position - Net position that is neither classified as restricted nor as net investment in capital assets.

Net position of the Corporation reported on the Statements of Net Position at September 30, 2014 and 2013 include the following:

<i>September 30,</i>	<b>2014</b>	<b>2013</b>
<b>Net Investment in Capital Assets:</b>		
Land	\$ 294,526	\$ 59,000
Construction in progress	-	5,729,130
Buildings and improvements	13,152,851	13,142,310
Equipment	59,549	55,529
Less accumulated depreciation	(4,585,879)	(4,150,375)
Less debt outstanding	(8,346,246)	(8,837,237)
<hr/>		
Total net investment in capital assets	574,801	5,998,357
Restricted for investment in business ventures	5,484,619	4,907,010
Unrestricted	(900,283)	(522,903)
<hr/>		
<b>Total Net Position</b>	<b>\$ 5,159,137</b>	<b>\$ 10,382,464</b>

*See accompanying independent auditor's report.*

# Oneida Seven Generations Corporation

## Notes to Financial Statements

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### *Summary of New Accounting Policies*

GASB Statement No. 65, *Items Previously Reported as Assets and Liabilities*, was adopted by the Corporation beginning with its year ending September 30, 2014. One of the effects of Statement No. 65 was to change the reporting of note issuance costs. In prior years, costs associated with note issuance were amortized over the term of the note in the entity wide statements. GASB Statement No. 65 eliminated this treatment by requiring the cost of note issuance to be recorded as an expense in the first year during which the notes are issued. This change resulted in a write-off of note issuance costs of approximately \$24,000.

### **2. Cash and Investments**

The carrying amount of the Corporation's restricted and unrestricted cash and investments totaled \$62,477 and \$87,981 at September 30, 2014 and 2013, respectively. Deposits in banks are insured by the Federal Deposit Insurance Corporation (FDIC) in the amount of \$250,000 for demand deposits per bank. The Corporation has accounts with three banks making the maximum coverage available of \$750,000.

### **3. Business Ventures**

Babcock I, Oneida-Kodiak Construction, Partnership Drive, and North Packerland are LLC investments and are accounted for using the equity method. The investments are carried at cost, less distributions received, adjusted for the Corporation's proportionate share of the investments' earnings. The Corporation is allocated 51% of the income before depreciation expense for its investments in Babcock I, Oneida-Kodiak Construction, Partnership Drive, and North Packerland.

Following is an aggregate summary of activity for business ventures during 2014:

<i>Business Venture</i>	<i>Equity in Earnings</i>	<i>Distributions</i>	<i>Capital Investment</i>	<i>Return of Capital</i>	<i>Net Change</i>
Babcock I, LLC	\$ 773,255	\$ (249,900)	\$ -	\$ -	\$ 523,355
Partnership Drive, LLC	125,995	(90,252)	-	-	35,743
North Packerland, LLC	5,511	-	13,000	-	18,511
<b>Total</b>	<b>\$ 904,761</b>	<b>\$(340,152)</b>	<b>\$ 13,000</b>	<b>\$ -</b>	<b>\$ 577,609</b>

*See accompanying independent auditor's report.*

## Oneida Seven Generations Corporation

### Notes to Financial Statements

Following is an aggregate summary of activity for business ventures during 2013:

<i>Business Venture</i>	<i>Equity in Earnings</i>	<i>Distributions</i>	<i>Capital Investment</i>	<i>Return of Capital</i>	<i>Net Change</i>
Babcock I, LLC	\$ 739,460	\$ (249,900)	\$ -	\$ -	\$ 489,560
Oneida-Kodiak Construction, LLC	-	(60,000)	-	-	(60,000)
Partnership Drive, LLC	129,330	(102,630)	-	-	26,700
North Packerland, LLC	5,600	-	2,000	-	7,600
<b>Total</b>	<b>\$ 874,390</b>	<b>\$ (412,530)</b>	<b>\$ 2,000</b>	<b>\$ -</b>	<b>\$ 463,860</b>

Following is an aggregate summary of the financial position and results of operations for LLC investments:

<i>September 30,</i>	<b>2014</b>	<b>2013</b>
<b>Assets</b>	<b>\$ 15,822,776</b>	<b>\$ 17,489,844</b>
<b>Liabilities</b>	<b>15,435,112</b>	<b>17,056,856</b>
<b>Members' Equity</b>	<b>387,664</b>	<b>432,989</b>
<b>Total Liabilities and Members' Equity</b>	<b>\$ 15,822,776</b>	<b>\$ 17,489,845</b>
<b>Revenues</b>	<b>\$ 3,048,691</b>	<b>\$ 5,834,925</b>
<b>Expenses</b>	<b>2,206,321</b>	<b>5,037,217</b>
<b>Net Income</b>	<b>\$ 842,370</b>	<b>\$ 797,708</b>

*See accompanying independent auditor's report.*

**Oneida Seven Generations Corporation**  
**Notes to Financial Statements**

**4. Summary of Changes in Capital Assets**

A summary of changes in capital assets is shown below:

	<i>Balance</i> <i>September 30,</i> <i>2013</i>	<i>Additions/</i> <i>Transfers</i>	<i>Deductions/</i> <i>Transfers</i>	<i>Balance</i> <i>September 30,</i> <i>2014</i>
<b>Capital Assets, not depreciated:</b>				
Land	\$ 59,000	\$ 235,526	\$ -	\$ 294,526
Construction in progress	5,729,130	190,400	(5,919,530)	-
<b>Total Capital Assets, not depreciated</b>	<b>\$ 5,788,130</b>	<b>\$ 425,926</b>	<b>\$ (5,919,530)</b>	<b>\$ 294,526</b>
<b>Capital Assets, depreciated:</b>				
Buildings and improvements	\$ 13,142,310	\$ 10,541	\$ -	\$ 13,152,851
Equipment	55,529	4,020	-	59,549
<b>Total Capital Assets, depreciated</b>	<b>13,197,839</b>	<b>14,561</b>	<b>-</b>	<b>13,212,400</b>
<b>Less Accumulated Depreciation:</b>				
Buildings and improvements	(4,094,845)	(435,504)	-	(4,530,349)
Equipment	(55,530)	-	-	(55,530)
<b>Total Accumulated Depreciation</b>	<b>(4,150,375)</b>	<b>(435,504)</b>	<b>-</b>	<b>(4,585,879)</b>
<b>Net Capital Assets</b>	<b>\$ 9,047,464</b>	<b>\$ (420,943)</b>	<b>\$ -</b>	<b>\$ 8,921,047</b>

*See accompanying independent auditor's report.*

## Oneida Seven Generations Corporation

### Notes to Financial Statements

A summary of changes in capital assets is shown below:

	<i>Balance</i> September 30, 2012	<i>Additions/ Transfers</i>	<i>Deductions/ Transfers</i>	<i>Balance</i> September 30, 2013
<b>Capital Assets, not depreciated :</b>				
Land	\$ 59,000	\$ -	\$ -	\$ 59,000
Construction in progress	4,815,498	913,632	-	5,729,130
<b>Total Capital Assets, not depreciated</b>	<b>\$ 4,874,498</b>	<b>\$ 913,632</b>	<b>\$ -</b>	<b>\$ 5,788,130</b>
<b>Capital Assets, depreciated:</b>				
Buildings and improvements	\$ 13,165,521	\$ -	\$ (23,211)	\$ 13,142,310
Equipment	55,529	-	-	55,529
<b>Total Capital Assets, depreciated</b>	<b>13,221,050</b>	<b>-</b>	<b>(23,211)</b>	<b>13,197,839</b>
<b>Less Accumulated Depreciation:</b>				
Buildings and improvements	(3,661,496)	(433,349)	-	(4,094,845)
Equipment	(48,943)	(6,587)	-	(55,530)
<b>Total Accumulated Depreciation</b>	<b>(3,710,439)</b>	<b>(439,936)</b>	<b>-</b>	<b>(4,150,375)</b>
<b>Net Capital Assets</b>	<b>\$ 9,510,611</b>	<b>\$ (439,936)</b>	<b>\$ (23,211)</b>	<b>\$ 9,047,464</b>

#### 5. Line-of-Credit

At September 30, 2014, the Corporation had a \$250,000 revolving line-of-credit with a bank.

Borrowings on the line-of-credit are collateralized by a building held by the Corporation, bear interest at 4.5%, and totaled \$250,000 at September 30, 2014.

*See accompanying independent auditor's report.*

**Oneida Seven Generations Corporation**  
**Notes to Financial Statements**

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**6. Long-Term Notes Payable**

Long-term notes payable consist of the following:

<i>September 30,</i>	2014	2013
7.6% bank note, secured by building and rent assignments, payable at \$41,389 per month including interest, balance due January, 2014*	\$ 2,351,962	\$ 2,653,629
2% note from the Wisconsin Economic Development Corporation, interest-only payments of \$3,334 per month until May, 2014; balance due April, 2019*	2,000,000	2,000,000
5.75% bank note, secured by building and rent assignment, payable at \$11,475 per month including interest, balance due November, 2020	1,279,937	1,342,088
7% bank note, secured by building and rent assignments, payable at \$19,205 per month including interest, balance due October, 2015*	961,616	1,126,768
5.35% bank note, secured by building and rent assignments, payable at \$1,220 per month including interest, balance due May, 2017*	133,896	141,060
5.33% bank note, secured by building and rent assignments, payable at \$7,736 per month including interest, balance due May, 2017*	443,309	508,425
4.94% bank note, secured by building and rent assignments, payable at \$9,027 per month including interest, balance due May, 2016*	172,882	269,890
5.5% promissory note, secured by membership interest in Babcock I, LLC, quarterly interest only payments, principal and interest, balance due on October, 2013*	170,000	170,000
	<b>7,513,602</b>	<b>8,211,860</b>
Less current maturities	<b>6,233,665</b>	<b>3,382,000</b>
	<b>\$ 1,279,937</b>	<b>\$ 4,829,860</b>

\* The Corporation and its lenders are negotiating extending the terms of the loan agreements. All debt agreements have been called due by the respective lenders in light of the December 15, 2013 vote by the Tribe to dissolve the Corporation. As a result, the debt is classified as current on the Statement of Net Position.

*See accompanying independent auditor's report.*

**Oneida Seven Generations Corporation**  
**Notes to Financial Statements**

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The following is a summary of changes in long-term notes of the Corporation for the year ended September 30, 2014:

	<i>Outstanding</i> <i>September 30,</i> <i>2013</i>	<i>Issued</i>	<i>Retired</i>	<i>Balance</i> <i>September 30,</i> <i>2014</i>	<i>Due Within</i> <i>One Year</i>
Bank notes	\$ 8,041,860	\$ -	\$ (698,258)	\$ 7,343,602	\$ 7,343,602
Promissory note	170,000	-	-	170,000	170,000
	<b>\$ 8,211,860</b>	<b>\$ -</b>	<b>\$ (698,258)</b>	<b>\$ 7,513,602</b>	<b>\$ 7,513,602</b>

In conjunction with the long-term debt agreements, the Corporation has agreed to meet various financial covenants. The Corporation is in violation of these financial covenants at September 30, 2014.

### 7. Leases

The Corporation leases various pieces of land from the Tribe under lease agreements with 15 to 25 year terms. Lease expense on the land was \$80,320 and \$81,603 for the years ended September 30, 2014 and 2013, respectively.

The Corporation also leases office space and buildings from the Tribe under long-term lease agreements with five to 15 year terms. Lease expense for the office space and buildings was \$74,966 and \$61,633 for the years ended September 30, 2014 and 2013, respectively.

Minimum future rentals by year and the aggregate under noncancelable operating leases consist of the following:

2015	\$ 112,136
2016	112,136
2017	112,136
2018	100,036
2019	98,936
Thereafter	766,126
	<b>\$ 1,301,506</b>

The Corporation receives lease income for properties it both owns and subleases under agreements with terms from three to 25 years. Lease income received from these properties was \$1,858,820 and \$1,894,702 for the years ended September 30, 2014 and 2013, respectively. Of this, \$904,761 and \$874,390 were from the Tribe for the years ended September 30, 2014 and 2013, respectively.

*See accompanying independent auditor's report.*

## Oneida Seven Generations Corporation

### Notes to Financial Statements

Minimum future rentals by year and in the aggregate under noncancelable operating leases consist of the following:

2015	\$ 1,506,580
2016	1,418,850
2017	1,316,827
2018	1,290,465
2019	889,637
Thereafter	832,670
	<b>\$ 7,255,029</b>

#### 8. Commitment

According to the Corporation's Third Amended Corporate Charter, the Corporation shall establish a cash reserve for debt service set at an amount equal to six monthly debt payments and one-year working capital. Distributions of earnings or profits may be made at the discretion of the shareholders, which will be mutually agreed upon at the annual shareholder's meeting.

The Corporation is guarantor on the notes payable of the business ventures described in Note 3 totaling \$10,432,005 and \$11,421,647 at September 30, 2014 and 2013, respectively. The notes are secured by real estate.

#### 9. Contingencies

From time-to-time, the Corporation is involved in various claims and lawsuits, both for and against the Corporation, arising in the normal course of business. Management believes that any financial responsibility that may be incurred in settlement of such claims and lawsuits would not be material to the Corporation's financial position, except as discussed below.

On March 6, 2014, ACF Leasing, LLC, ACF Services, LLC, Generation Clean Fuels, LLC (collectively "ACF"), initiated a lawsuit against the Oneida Tribe of Indians of Wisconsin, the Corporation and Green Bay Renewable Energy, LLC (GBRE) alleging damages in excess of \$400 million. The lawsuit concerns a breach of contract between the above mentioned parties as the Tribe approved dissolution of the Corporation. On May 2, 2014, both the Tribe and the Corporation moved to dismiss the complaint on the grounds that the suit is barred by tribal sovereign immunity. On October 8, 2014, the court dismissed the lawsuit against the Tribe and the Corporation. The court ruled the case lacked subject matter jurisdiction because of the Tribe's and the Corporation's sovereign immunity. On November 7, 2014, ACF filed a notice of appeal. Chances of recovery against the Corporation are uncertain due to the appeal, and the value of the damages claimed has not yet been investigated given the early stage of litigation.

*See accompanying independent auditor's report.*



## Oneida Seven Generations Corporation

### Notes to Financial Statements

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#### 10. Grant Income and Deposits on Projects in Process

The Corporation obtained a grant from the Wisconsin Department of Commerce on October 28, 2009, for \$2,000,000 to be used for the development of a waste to energy facility and related operations. In addition, the project was awarded a \$250,000 grant from the Department of the Interior Division of Energy and Mineral Development in March, 2010. As of September 30, 2011, \$2,250,000 of this funding had been received by the Corporation.

During 2011, the Corporation obtained a grant from the Tribe for \$334,000 for the purpose of conducting a feasibility study related to the Corporation's Waste to Energy Project.

Costs incurred through September 30, 2014 totaled \$5,684,003, which have been written-off. The Tribe moved to dissolve the Corporation effective December 15, 2013, and the waste to energy project has been halted and therefore is not considered to be a viable asset.

#### 11. Subsequent Events

Management has evaluated the period from October 1, 2014 to December 12, 2014, the date the financial statements were available for issuance, for subsequent events requiring recognition or disclosure in the financial statements.

*See accompanying independent auditor's report.*

## Supplementary Information

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## Oneida Seven Generations Corporation

### Combining Statement of Net Position

September 30, 2014

	<i>Oneida Seven Generations Corporation</i>	<i>Glory, LLC</i>	<i>Oneida Generations, LLC</i>	<i>Oneida Energy, Inc.</i>	<i>Total</i>
<b>Assets</b>					
<b>Current Assets:</b>					
Cash and cash equivalents	\$ 18,854	\$ 30,641	\$ 5,617	\$ 7,365	\$ 62,477
Accounts receivable, net	13,956	-	41,733	-	55,689
<b>Total Current Assets</b>	<b>32,810</b>	<b>30,641</b>	<b>47,350</b>	<b>7,365</b>	<b>118,166</b>
<b>Noncurrent Assets:</b>					
Brokerage fees, net of amortization	-	34,980	-	-	34,980
Business ventures:					
Babcock I, LLC	4,205,665	-	-	-	4,205,665
Partnership Drive, LLC	1,145,811	-	-	-	1,145,811
North Packerland, LLC	119,490	-	-	-	119,490
Oneida-Kodiak Construction, LLC	13,653	-	-	-	13,653
Capital assets:					
Land	59,000	-	-	235,526	294,526
Buildings and improvements	3,523,743	4,196,060	5,433,048	-	13,152,851
Equipment	59,549	-	-	-	59,549
Less accumulated depreciation	(1,667,393)	(1,354,697)	(1,563,789)	-	(4,585,879)
<b>Total Noncurrent Assets</b>	<b>7,459,518</b>	<b>2,876,343</b>	<b>3,869,259</b>	<b>235,526</b>	<b>14,440,646</b>
<b>Total Assets</b>	<b>\$ 7,492,328</b>	<b>\$ 2,906,984</b>	<b>\$ 3,916,609</b>	<b>\$ 242,891</b>	<b>\$ 14,558,812</b>

## Oneida Seven Generations Corporation

### Combining Statement of Net Position September 30, 2014

	<i>Oneida Seven Generations Corporation</i>	<i>Glory, LLC</i>	<i>Oneida Generations, LLC</i>	<i>Oneida Energy, Inc.</i>	<i>Total</i>
<b>Liabilities and Net Position</b>					
<b>Current Liabilities:</b>					
Line-of-credit	\$ 250,000	\$ -	\$ -	\$ -	\$ 250,000
Accounts payable	147,651	-	-	270,608	418,259
<b>Accrued and other liabilities:</b>					
Interest	44,712	1,925	9,794	-	56,431
Real estate taxes	41,175	-	-	-	41,175
Other	3,540	-	-	195	3,735
Due to Oneida Tribe of Indians of Wisconsin	857,068	-	215,596	-	1,072,664
Unearned revenue	1,597	42,400	-	-	43,997
Current maturities of long-term notes payable	920,087	961,616	2,351,962	2,000,000	6,233,665
<b>Total Current Liabilities</b>	<b>\$ 2,265,830</b>	<b>\$ 1,005,941</b>	<b>\$ 2,577,352</b>	<b>\$ 2,270,803</b>	<b>\$ 8,119,926</b>
<b>Noncurrent Liabilities -</b>					
Notes payable	1,279,937	-	-	-	1,279,937
<b>Total Liabilities</b>	<b>3,545,767</b>	<b>1,005,941</b>	<b>2,577,352</b>	<b>2,270,803</b>	<b>9,399,863</b>
<b>Net Position:</b>					
Net investment in capital assets	\$ (1,057,769)	\$ 1,879,747	\$ 1,517,297	\$ (1,764,474)	\$ 574,801
Restricted for investments in business ventures	5,484,619	-	-	-	5,484,619
Unrestricted	(480,289)	21,296	(178,040)	(263,438)	(900,471)
<b>Total Net Position</b>	<b>\$ 3,946,561</b>	<b>\$ 1,901,043</b>	<b>\$ 1,339,257</b>	<b>\$ (2,027,912)</b>	<b>\$ 5,158,949</b>

See accompanying independent auditor's report.

**Oneida Seven Generations Corporation**  
**Combining Statement of Revenue, Expenses, and Changes in Net Position**  
**Year Ended September 30, 2014**

	<i>Oneida Seven Generations Corporation</i>	<i>Glory, LLC</i>	<i>Oneida Generations, LLC</i>	<i>Oneida Nation Electronics</i>	<i>Oneida Energy, Inc.</i>	<i>Total</i>
<b>Operating Revenue:</b>						
Rental income	\$ 819,547	\$ 481,813	\$ 557,460	\$ -	\$ -	\$ 1,858,820
Equity in net earnings of affiliates	904,761	-	-	-	-	904,761
<b>Total Operating Revenue</b>	<b>1,724,308</b>	<b>481,813</b>	<b>557,460</b>	<b>-</b>	<b>-</b>	<b>2,763,581</b>
<b>Operating Expenses:</b>						
Contracted services	518,250	-	65,780	-	105,602	689,632
Depreciation	124,600	139,626	171,278	-	-	435,504
Occupancy costs	143,286	215,000	12,000	-	-	370,286
Salaries and benefits	239,395	-	-	-	8,923	248,318
Repairs and maintenance	64,831	4,570	2,920	-	-	72,321
Real estate taxes	63,276	-	-	-	-	63,276
Utilities	39,710	-	14,250	-	74	54,034
Bad debt	35,075	-	-	-	-	35,075
Insurance	22,117	-	-	-	-	22,117
Amortization	6,060	3,180	-	-	-	9,240
Travel	6,970	-	-	-	-	6,970
Meeting expense	3,523	-	-	-	-	3,523
Promotions	253	-	1,000	-	-	1,253
Other	43,821	-	-	-	51	43,872
<b>Total Operating Expenses</b>	<b>1,311,167</b>	<b>362,376</b>	<b>267,228</b>	<b>-</b>	<b>114,650</b>	<b>2,055,421</b>
<b>Operating Income (Loss)</b>	<b>413,141</b>	<b>119,437</b>	<b>290,232</b>	<b>-</b>	<b>(114,650)</b>	<b>708,160</b>
<b>Nonoperating Revenue (Expenses):</b>						
Write-off of impaired assets	(3,200,119)	-	-	-	(2,483,884)	(5,684,003)
Write-off of note Issuance costs	(24,347)	-	-	-	-	(24,347)
Interest expense	(169,007)	(55,178)	(192,609)	-	(40,008)	(456,802)
Other income	4,189	-	-	-	-	4,189
<b>Total Nonoperating Expenses</b>	<b>(3,389,284)</b>	<b>(55,178)</b>	<b>(192,609)</b>	<b>-</b>	<b>(2,523,892)</b>	<b>(6,160,963)</b>

*See accompanying independent auditor's report.*

**Oneida Seven Generations Corporation**

**Combining Statement of Revenue, Expenses, and Changes in Net Position  
Year Ended September 30, 2014**

	<i>Oneida Seven Generations Corporation</i>	<i>Glory, LLC</i>	<i>Oneida Generations, LLC</i>	<i>Oneida Nation Electronics</i>	<i>Oneida Energy, Inc.</i>	<i>Total</i>
Income (loss)	\$ (2,976,143)	\$ 64,259	\$ 97,623	\$ -	\$ (2,638,542)	\$ (5,452,803)
Member contribution (draw)	64,812	-	-	(2,002)	166,478	229,288
Change in Net Position	(2,911,331)	64,259	97,623	(2,002)	(2,472,064)	(5,223,515)
Net Position, beginning of year	6,857,892	1,836,784	1,241,634	2,002	444,152	10,382,464
Net Position, end of year	\$ 3,946,561	\$ 1,901,043	\$ 1,339,257	\$ -	\$ (2,027,912)	\$ 5,158,949

*See accompanying independent auditor's report.*

**CONSOLIDATED FINANCIAL STATEMENTS AND  
INDEPENDENT AUDITORS' REPORT**

**NATIVE AMERICAN BANCORPORATION  
AND SUBSIDIARY**

December 31, 2013 and 2012

FORTNER, BAYENS, LEVKULICH  
 & GARRISON, P.C.

## INDEPENDENT AUDITORS' REPORT

Board of Directors  
 Native American Bancorporation  
 Denver, Colorado

We have audited the accompanying consolidated financial statements of Native American Bancorporation and Subsidiary, which are comprised of the consolidated balance sheets as of December 31, 2013 and 2012, and the related consolidated statements of comprehensive income (loss), stockholders' equity and cash flows for the years then ended, and the related notes to the consolidated financial statements.

### ***Management's Responsibility for the Financial Statements***

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

### ***Auditors' Responsibility***

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### ***Opinion***

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of Native American Bancorporation and Subsidiary as of December 31, 2013 and 2012, and the results of their operations and their cash flows for the years then ended, in conformity with accounting principles generally accepted in the United States of America.

*Fortner, Bayens, Levkulich & Garrison, P.C.*

Denver, Colorado  
 March 25, 2014



## Native American Bancorporation and Subsidiary

## Consolidated Balance Sheets

December 31,

	2013	2012
<b>ASSETS</b>		
Cash and due from banks	\$ 1,245,954	\$ 1,722,000
Interest-bearing deposits with banks	3,387,660	7,028,429
Cash and cash equivalents	4,633,614	8,750,429
Securities available for sale	3,677,098	5,045,247
Nonmarketable equity securities, at cost	598,152	580,902
Loans, net	48,834,233	45,213,331
Premises and equipment, net	247,649	286,821
Accrued interest receivable	270,937	195,439
Other real estate owned	-	62,888
Other assets	198,204	180,705
Goodwill and other intangible assets	-	1,345,300
	<u>\$ 58,459,887</u>	<u>\$ 61,661,062</u>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
Liabilities		
Deposits		
Noninterest-bearing	\$ 13,355,330	\$ 19,542,976
Interest-bearing	39,499,957	34,212,004
Total deposits	52,855,287	53,754,980
Accrued interest payable	30,100	21,527
Accrued expenses and other liabilities	284,870	303,206
Total liabilities	53,170,257	54,079,713
Commitments and contingencies (notes E, J and K)		
Stockholders' equity		
Preferred stock - \$.01 par value, 40,000 shares authorized; 6,500 shares issued and outstanding	65	65
Charitable Preferred stock - \$.01 par value, 10,000 shares authorized; 5,000 shares issued and outstanding	50	50
Common stock - Class A, \$.01 par value, 150,000 shares authorized; 41,677 issued and outstanding	417	417
Common stock - Class B, \$.01 par value, 25,000 shares authorized; 17 and 16 shares issued and outstanding at December 31, 2013 and 2012, respectively	-	-
Capital surplus	22,996,550	22,995,550
Accumulated deficit	(17,697,250)	(15,514,919)
Accumulated other comprehensive income (loss)	(10,202)	100,186
Total stockholders' equity	5,289,630	7,581,349
	<u>\$ 58,459,887</u>	<u>\$ 61,661,062</u>

The accompanying notes are an integral part of these consolidated financial statements.

**Native American Bancorporation and Subsidiary**  
**Consolidated Statements of Comprehensive Income(Loss)**

Years ended December 31,

	2013	2012
<b>Interest income</b>		
Loans, including fees	\$ 2,438,564	\$ 2,669,649
Debt securities:		
Taxable	97,869	149,798
Federal funds sold and other	28,216	30,065
Total interest income	2,564,649	2,849,512
<b>Interest expense</b>		
Deposits	201,934	333,542
Federal funds purchased	904	297
Total interest expense	202,838	333,839
<b>Net interest income</b>	2,361,811	2,515,673
Provision for loan losses	-	-
<b>Net interest income after provision for loan losses</b>	2,361,811	2,515,673
<b>Noninterest income</b>		
Customer service fees	482,299	539,087
Loss on sale of assets	(44,825)	(1,340)
Other	206,240	276,100
Total noninterest income	643,714	813,847
<b>Noninterest expense</b>		
Salaries and employee benefits	1,966,601	2,118,663
Occupancy and equipment	322,747	313,768
Impairment of goodwill	1,345,300	-
Other general and administrative	1,553,208	1,791,409
Total noninterest expense	5,187,856	4,223,840
<b>Loss before income taxes</b>	(2,182,331)	(894,320)
Income tax expense (benefit)	-	-
<b>Net loss</b>	(2,182,331)	(894,320)
<b>Other comprehensive loss</b>		
Unrealized holding losses on securities available for sale	(110,388)	(9,260)
<b>Total Comprehensive Loss</b>	\$ (2,292,719)	\$ (903,580)

The accompanying notes are an integral part of these consolidated financial statements.

**Native American Bancorporation and Subsidiary**  
**Consolidated Statement of Changes in Stockholders' Equity**  
**Years ended December 31, 2013 and 2012**

	Preferred Stock	Charitable Preferred Stock	Class A Common Stock Shares	Class A Common Stock	Class B Common Stock Shares	Class B Common Stock	Capital Surplus	Accumulated Deficit	Accumulated Other Comprehensive Income (loss)	Total
Balance at December 31, 2011	\$ 65	\$ 50	41,677	\$ 417	15	\$ -	\$22,994,550	\$ (14,620,599)	\$ 109,446	\$ 8,483,929
Issuance of common stock	-	-	-	-	1	-	1,000	-	-	1,000
Net loss	-	-	-	-	-	-	-	(894,320)	-	(894,320)
Other comprehensive loss	-	-	-	-	-	-	-	-	(9,260)	(9,260)
Balance at December 31, 2012	\$ 65	\$ 50	41,677	\$ 417	16	\$ -	\$22,995,550	\$ (15,514,919)	\$ 100,186	\$ 7,581,349
Issuance of common stock	-	-	-	-	1	-	1,000	-	-	1,000
Net loss	-	-	-	-	-	-	-	(2,182,331)	-	(2,182,331)
Other comprehensive loss	-	-	-	-	-	-	-	-	(110,388)	(110,388)
Balance at December 31, 2013	\$ 65	\$ 50	41,677	\$ 417	17	\$ -	\$22,996,550	\$ (17,697,250)	\$ (10,202)	\$ 5,289,630

The accompanying notes are an integral part of these consolidated financial statements.

**Native America Bancorporation and Subsidiary**

**Consolidated Statements of Cash Flows**

Years ended December 31,

	<u>2013</u>	<u>2012</u>
<b>Cash flows from operating activities</b>		
Net loss	\$ (2,182,331)	\$ (894,320)
Adjustments to reconcile net loss to net cash used by operating activities:		
Net amortization of securities available for sale	64,450	121,572
Depreciation and amortization	61,981	78,085
Loss on disposition of premises of equipment	-	1,340
Write down of other real estate owned	-	87,640
Loss (gain) on sale of other real estate owned	38,820	(1,405)
Loss on sale of repossessed assets	6,005	-
Impairment of goodwill	1,345,300	-
Stock dividend received	(1,800)	(600)
Net change in:		
Accrued interest and other assets	(91,006)	105,679
Accrued interest payable and other liabilities	(9,763)	54,157
	<u>(768,344)</u>	<u>(447,852)</u>
<b>Net cash used by operating activities</b>	<b>(768,344)</b>	<b>(447,852)</b>
<b>Cash flows from investing activities</b>		
Activity in securities available for sale:		
Purchases	(1,016,026)	(988,716)
Maturities, prepayments, and calls	2,209,337	3,708,562
Purchases of nonmarketable equity securities	(40,800)	-
Redemptions of nonmarketable equity securities	25,350	27,950
Loan originations and principal collections, net	(3,636,898)	7,164,907
Additions to premises and equipment	(22,809)	(91,467)
Proceeds from dispositions of fixed assets	-	500
Sales of repossessed assets	8,000	-
Sales of other real estate owned	24,068	69,465
	<u>(2,449,778)</u>	<u>9,891,201</u>
<b>Net cash provided (used) by investing activities</b>	<b>(2,449,778)</b>	<b>9,891,201</b>

The accompanying notes are an integral part of these consolidated financial statements.

**Native American Bancorporation and Subsidiary**  
**Consolidated Statements of Cash Flows (Continued)**

Years ended December 31,

	2013	2012
<b>Cash flows from financing activities</b>		
Net decrease in deposits	(899,693)	(7,000,351)
Proceeds from issuance of common stock	1,000	1,000
<b>Net cash used by financing activities</b>	<b>(898,693)</b>	<b>(6,999,351)</b>
<b>Net change in cash and cash equivalents</b>	(4,116,815)	2,443,998
<b>Cash and cash equivalents at beginning of year</b>	<b>8,750,429</b>	<b>6,306,431</b>
<b>Cash and cash equivalents at end of year</b>	<b>\$ 4,633,614</b>	<b>\$ 8,750,429</b>
<b>Supplemental Disclosures of Cash Flow Information:</b>		
Cash paid during the year for interest	\$ 194,265	\$ 337,689

The accompanying notes are an integral part of these consolidated financial statements.

**Native American Bancorporation and Subsidiary****Notes to Consolidated Financial Statements (Continued)**

December 31, 2013 and 2012

**NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES****Basis of Presentation and Consolidation**

Native American Bancorporation ("the Bancorporation") is a bank holding company which owns 100% of the common stock of Native American Bank, N.A. ("the Bank"). The entities are collectively referred to as "the Company". All significant intercompany balances and transactions have been eliminated in consolidation.

**Use of Estimates**

In preparing financial statements in conformity with accounting principles generally accepted in the United States of America, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities as of the date of the balance sheet and reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Material estimates that are particularly susceptible to significant change in the near-term relate to the determination of the allowance for loan losses, the valuation of other real estate owned, and the fair value of financial instruments.

In connection with the determination of the allowance for loan losses and the valuation of other real estate owned, management obtains independent appraisals for significant properties and assesses estimated future cash flows from borrowers' operations and the liquidation of loan collateral.

Management believes that the allowance for loan losses and the valuation of other real estate owned are adequate. While management uses available information to recognize losses on loans and other real estate owned, changes in economic conditions may necessitate revisions in future years.

**Business**

The Company is a privately held bank holding company located in Denver, Colorado. The Company operates a full service branch in Browning, Montana providing a full range of banking and mortgage services to individual and corporate customers principally in the northwestern Montana area. The Company also maintains a loan production office (LPO) in Box Elder, Montana. Its primary

**Native American Bancorporation and Subsidiary****Notes to Consolidated Financial Statements (Continued)**

December 31, 2013 and 2012

deposit products are transaction and term certificate accounts and its primary lending products are leasehold mortgages, real estate, commercial and industrial, and consumer loans.

**Significant Group Concentrations of Credit Risk**

Despite the location of the Company's main branch in Montana, the Company has a broad geographic footprint with loans outstanding in 19 states. At December 31, 2013, the six states with the largest loan concentrations were: Montana 24.2%, Idaho 11.6%, Arizona 9.9%, Wyoming 9.9%, Alaska 8.4% and North Dakota 5.8%. Note B discusses the types of securities in which the Company invests. Note D discusses the types of lending in which the Company engages. A significant portion of the Company's loans are to leasehold mortgages and real estate borrowers.

**Cash and Cash Equivalents**

For purposes of the consolidated statements of cash flows, cash and cash equivalents included cash and balances due from banks, federal funds sold and overnight deposits, all of which have original maturities of 90 days or less.

**Securities**

Debt securities that management has the positive intent and ability to hold to maturity are classified as "held to maturity" and recorded at amortized cost. Securities not classified as held to maturity are classified as "available for sale". Available for sale securities are stated at estimated fair value, with unrealized gains and losses excluded from earnings and reported in other comprehensive income.

The amortized cost of debt securities classified as held to maturity or available for sale is adjusted for amortization of purchase premiums and accretion of purchase discounts. Premiums and discounts are recognized in interest income using the interest method over the term of the securities. Gains and losses on the sale of securities are determined using the specific identification method.

**Native American Bancorporation and Subsidiary****Notes to Consolidated Financial Statements (Continued)**

December 31, 2013 and 2012

Management evaluates securities for other-than-temporary impairment ("OTTI") on at least a quarterly basis, and more frequently when economic or market conditions warrant such an evaluation. For securities in an unrealized loss position, management considers the extent and duration of the unrealized loss, and the financial condition and near-term prospects of the issuer. Management also assesses whether it intends to sell, or it is more likely than not that it will be required to sell, a security in an unrealized loss position before recovery of its amortized cost basis. If either of the criteria regarding intent or requirement to sell is met, the entire difference between amortized cost and fair value is recognized as an impairment charge to earnings. For debt securities that do not meet the aforementioned criteria, the amount of impairment is split into two components as follows: 1) OTTI related to credit loss, which is recognized as an impairment charge to earnings, and 2) OTTI related to other factors, which is recognized in other comprehensive income. The credit loss is defined as the difference between the present value of the cash flows expected to be collected and the amortized cost basis. For equity securities, the entire amount of impairment is recognized through earnings.

**Loans**

The Company primarily grants leasehold mortgages, real estate, commercial and industrial, and consumer loans to customers. A substantial portion of the loan portfolio is represented by customers with commercial and real estate loans diversified throughout the United States. The ability of the Company's borrowers to honor their contracts is dependent upon the real estate and general economic conditions in these areas.

Loans that management has the intent and ability to hold for the foreseeable future or until maturity or pay-off generally are reported at their outstanding unpaid principal balances adjusted for charge-offs, the allowance for loan losses, and any deferred fees or costs on originated loans. Interest income is accrued on the unpaid principal balance. Loan origination fees, net of certain direct origination costs, are deferred and recognized as an adjustment of the related loan yield using the effective yield method.



**Native American Bancorporation and Subsidiary****Notes to Consolidated Financial Statements (Continued)**

December 31, 2013 and 2012

Past due loans are any loans for which payments of interest, principal or both have not been received within the timeframes designated by the loan agreements. Loans with payments in arrears but for which borrowers have resumed making scheduled payments are considered past due until arrearages are brought current. Loans that experience insignificant payment delays or payment shortfalls generally are not considered past due. Management determines the significance of payment delays and payment shortfalls on a case-by-case basis, taking into consideration all of the circumstances surrounding the loan and the borrower, including the length of the delay, the reasons for the delay, the borrower's prior payment record, and the amount of the shortfall in relation to the principal and interest owed.

The accrual of interest on all loans is discontinued at the time a loan is 90 days delinquent unless the loan is well secured and in process of collection. Additionally, loans are placed on nonaccrual at an earlier date if collection of principal or interest is considered doubtful. When placing a loan on nonaccrual status, interest accrued to date is generally reversed and is charged against the current year's interest income. Payments received on a loan on nonaccrual status are applied against the balance of the loan. A loan is returned to accrual status when principal and interest are no longer past due and collectability is no longer doubtful.

Troubled debt restructurings are loans for which concessions in terms have been made as a result of the borrower experiencing financial difficulty. Generally, concessions granted to customers include lower interest rates and modification of the payment stream to lower or defer payments. Interest on troubled debt restructurings is accrued under the new terms if the loans are performing and full collection of principal and interest is expected. However, interest accruals are discontinued on troubled debt restructurings that meet the Company's nonaccrual criteria.

Generally, loans are charged off in whole or in part on a loan-by-loan basis after they become significantly past due and based upon management's review of the collectability of all or a portion of the loan unless the loan is in the process restructuring. Charge off amounts are determined based upon the carrying amount of loans and the amount estimated to be collectible as determined by analyses of expected future cash flows and the liquidation of loan collateral.

**Native American Bancorporation and Subsidiary****Notes to Consolidated Financial Statements (Continued)**

December 31, 2013 and 2012

**Allowance for Loan Losses**

The allowance for loan losses is a valuation allowance for probable incurred credit losses, and is established through a provision for loan losses charged to earnings. Loan losses are charged against the allowance when management believes the uncollectibility of a loan balance is confirmed. Subsequent recoveries, if any, are credited to the allowance.

The allowance consists of specific and general components as follows:

The specific component relates to loans that are considered impaired, and is comprised of valuation allowances calculated on a loan-by-loan basis. Impaired loans are all specifically identified loans for which it is probable that the Company will not collect all amounts due according to the contractual terms of the loan agreement. Factors considered by management in determining whether a loan is impaired include payment status, collateral value, the borrower's financial condition and overall loan quality as determined by an internal loan grading system. Included in impaired loans are all nonaccrual loans, all accruing troubled debt restructurings. Loans that experience insignificant payment delays or payment shortfalls generally are not considered impaired. For impaired loans for which repayment is expected solely from the collateral, impairment is measured based on the fair value of the collateral. For other impaired loans, impairment may be measured based on the fair value of the collateral or on the present value of expected future cash flows discounted at the loan's original effective interest rate. When the measure of the impaired loan is less than the recorded investment in the loan, the impairment is recorded through a valuation allowance.

The general component relates to non-impaired loans, and is based on historical loss experience adjusted for the effects of qualitative factors that are likely to cause estimated credit losses as of the evaluation date to differ from the portfolio's historical loss experience. Qualitative factors include the following: economic conditions; industry conditions; changes in lending policies and procedures; trends in the volume and terms of loans; the experience, ability and depth of lending staff; levels and trends in delinquencies; levels and trends in charge-off and recovery activity; levels and trends of loan quality as determined by an internal loan grading system; portfolio concentrations.

**Native American Bancorporation and Subsidiary****Notes to Consolidated Financial Statements (Continued)**

December 31, 2013 and 2012

Although the allowance contains a specific component, the entire allowance is available for any loan that, in management's judgment, should be charged off.

On a quarterly basis, management estimates the allowance balance required using the criteria identified above in relation to the relevant risks for each of the Company's major loan segments. Significant overall risk factors for both the Company's commercial and consumer portfolios include the strength of the real estate market and the strength of economy in the Company's lending area.

The quality of the Company's loan portfolio is assessed as a function of the levels of past due loans and impaired loans, and internal credit quality ratings which are updated quarterly by management. The ratings on the Company's internal credit scale are broadly grouped into the categories "non-classified" and "classified." Non-classified loans are those loans with minimal identified credit risk, as well as loans with potential credit weaknesses which deserve management's attention but for which full collection of contractual principal and interest is not significantly at risk. Classified loans are those loans that have well-defined weakness that put full collection of contractual principal or interest at risk, and classified loans for which it is probable that the Company will not collect all contractual principal or interest are also considered impaired. The credit quality ratings are an important part of the Company's overall credit risk management process and are considered in the determination of the allowance for loan losses.

Determination of the allowance is inherently subjective as it requires estimates that are susceptible to significant revision as more information becomes available. In addition, various regulatory agencies, as an integral part of their examination process, periodically review the Company's allowance. Such agencies may require the Company to recognize additional losses based on their judgments about information available to them at the time of their examination.

**Off- Balance Sheet Financial Instruments**

In the ordinary course of business, the Company enters into off-balance-sheet financial instruments consisting of commitments to extend credit, unused lines of credit, standby letters of credit and undisbursed loans in process. These financial instruments are recorded in the financial statements when they are funded.

**Native American Bancorporation and Subsidiary****Notes to Consolidated Financial Statements (Continued)**

December 31, 2013 and 2012

The Company is exposed to credit risk on its off-balance sheet financial instruments. In conjunction with the determination of the allowance for loan losses, and using the same criteria, the Company estimates an allowance for probable incurred credit losses on off-balance sheet credit exposures. Provisions for the allowance are recorded as a component of other noninterest expense, and the allowance is carried as a component of other liabilities.

**Premises and Equipment**

Land is carried at cost. Premises and equipment are stated at cost, less accumulated depreciation. Depreciation and amortization expense are generally computed on the straight-line method over the useful lives of the asset or the expected terms of the lease.

**Other Real Estate Owned**

Assets acquired through, or in lieu of, loan foreclosure are held for sale and are initially recorded at fair value less cost to sell at the date of foreclosure, establishing a new cost basis. Subsequent to foreclosure, valuations are periodically performed by management and the assets are carried at the lower of its cost basis or fair value less cost to sell. Revenue and expenses from operations and changes in the valuation allowance are included noninterest expense.

**Goodwill and Other Intangible Assets**

Goodwill represents the excess of the purchase price over the estimated fair value of identifiable net assets associated with acquisition transactions. The Company reviews its intangible assets on an annual basis for impairment. If impairment is indicated, goodwill is reduced to the remaining estimated value through a charge to income.

**Transfers of Financial Assets**

Transfers of financial assets are accounted for as sales when control over the assets has been relinquished, and for loan participations sold, incoming cash flows on the base loan are allocated to all participants on a pro-rata basis. Control over transferred assets is deemed to be relinquished when the assets have been isolated from the Company, the transferee obtains the right (free of conditions that constrain it from taking advantage of that right) to pledge or exchange the

**Native American Bancorporation and Subsidiary****Notes to Consolidated Financial Statements (Continued)**

December 31, 2013 and 2012

transferred assets, and the Company does not maintain effective control over the transferred assets through an agreement to repurchase them before their maturity.

**Income Taxes**

Income taxes are provided for the tax effects of the transactions reported in the financial statements and consist of taxes currently due plus deferred taxes related primarily to differences between the basis of the allowance for loan losses, unrealized gains or losses on securities available for sale and accumulated depreciation. The deferred tax assets and liabilities represent the future tax return consequences of those differences, which will be either taxable or deductible when the assets and liabilities are recovered or settled. Deferred tax assets and liabilities are reflected at income tax rates applicable to the period in which the deferred tax assets or liabilities are expected to be realized or settled. As changes in tax laws or rates are enacted, deferred tax assets and liabilities are adjusted through the provision for income taxes.

The Company is no longer subject to examination by taxing authorities for years before 2010.

**Fair Value Measurement**

Fair value is the exchange price that would be received for an asset or paid to transfer a liability (exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. There are three levels of inputs that may be used to measure fair values:

*Level 1* – Quoted prices (unadjusted) for identical assets or liabilities in active markets that the entity has the ability to access as of the measurement date.

*Level 2* – Significant other observable inputs other than Level 1 prices such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data.

*Level 3* – Significant unobservable inputs that reflect a company's own assumptions about the assumptions that market participants would use in pricing an asset or liability.

**Native American Bancorporation and Subsidiary****Notes to Consolidated Financial Statements (Continued)**

December 31, 2013 and 2012

**Subsequent Events**

Management evaluates events occurring subsequent to the balance sheet date, through the date the financial statements are eligible to be issued, to determine whether the events require recognition or disclosure in the financial statements. If a subsequent event evidences conditions existing at the balance sheet date, the effects are recognized in the financial statements (recognized subsequent event). If a subsequent event evidences conditions arising after the balance sheet date, the effects are not recognized in the financial statements but rather disclosed in the notes to the financial statements (non-recognized subsequent events). The effects of subsequent events are only recognized if material, or disclosed if the financial statements would otherwise be misleading.

With respect to the December 31, 2013 financial statements, Management has considered subsequent events through March 25, 2014.

**Comprehensive Income**

Components of comprehensive income are net income and all other non-owner changes in equity. Other comprehensive income consists of unrealized holding gains and losses on available for sale securities.

In 2012, the Company adopted new accounting guidance that requires comprehensive income to be disclosed in a single, continuous statement of comprehensive income, or in two separate but consecutive statements of income and comprehensive income. Prior to adopting the new accounting guidance, the Company disclosed comprehensive income in the statement of stockholders' equity.

**Native American Bancorporation and Subsidiary**

**Notes to Consolidated Financial Statements (Continued)**

December 31, 2013 and 2012

**NOTE B - SECURITIES**

The amortized cost and fair values of securities, with gross unrealized gains and losses, follows:

	December 31, 2013			
	<u>Amortized Cost</u>	<u>Gross Unrealized Gains</u>	<u>Gross Unrealized Losses</u>	<u>Fair Value</u>
<b><u>Securities Available for Sale</u></b>				
U.S. Government Agencies	\$ 301,211	\$ 7,868	\$ -	\$ 309,079
Mortgage-backed	3,386,089	47,837	(65,907)	3,368,019
	<u>\$ 3,687,300</u>	<u>\$ 55,705</u>	<u>\$ (65,907)</u>	<u>\$ 3,677,098</u>

	December 31, 2012			
	<u>Amortized Cost</u>	<u>Gross Unrealized Gains</u>	<u>Gross Unrealized Losses</u>	<u>Fair Value</u>
<b><u>Securities Available for Sale</u></b>				
U.S. Government Agencies	\$ 771,903	\$ 14,869	\$ -	\$ 786,772
Mortgage-backed	4,173,159	85,642	(326)	4,258,475
	<u>\$ 4,945,062</u>	<u>\$ 100,511</u>	<u>\$ (326)</u>	<u>\$ 5,045,247</u>

**Native American Bancorporation and Subsidiary**

**Notes to Consolidated Financial Statements (Continued)**

December 31, 2013 and 2012

The amortization cost and fair value of debt securities by contractual maturity at December 31, 2013 follows:

	Securities available for sale	
	Amortized Cost	Fair Value
Due less than one year	\$ -	\$ -
Due after one year through five years	-	-
Due after five years through ten years	-	-
Due after ten years	301,211	309,079
	<u>301,211</u>	<u>309,079</u>
 Mortgage-backed securities	 3,386,089	 3,368,019
	<u>\$ 3,687,300</u>	<u>\$ 3,677,098</u>

Information pertaining to securities with gross unrealized losses at December 31, aggregated by investment category and length of time that individual securities have been in a continuous loss position, follows:

	December 31, 2013			
	Less than 12 months		Over 12 months	
	Fair Value	Gross Unrealized Losses	Fair Value	Gross Unrealized Losses
<u>Securities Available for sale</u>				
Mortgage-backed	<u>\$ 1,584,654</u>	<u>\$ (65,894)</u>	<u>\$ 22,359</u>	<u>\$ (13)</u>



**Native American Bancorporation and Subsidiary**

**Notes to Consolidated Financial Statements (Continued)**

December 31, 2013 and 2012

	December 31, 2012			
	<u>Less than 12 months</u>		<u>Over 12 months</u>	
	<u>Fair Value</u>	<u>Gross Unrealized Losses</u>	<u>Fair Value</u>	<u>Gross Unrealized Losses</u>
<u>Securities Available for Sale</u>				
Mortgage-backed	\$ 109,012	\$ (326)	\$ -	\$ -

Management evaluates securities for other-than-temporary impairment at least on a quarterly basis, and more frequently when economic or market concerns warrant such evaluation. Consideration is given to (1) the length of time and the extent to which the fair value has been less than cost, (2) the financial condition and near-term prospects of the issuer, and (3) the intent and ability of the Company to retain its investment in the issuer for a period of time sufficient to allow for any anticipated recovery in fair value.

The Company realized no gains or losses on the sale or early redemption of debt securities during 2013 or 2012. Investment securities with carrying values of \$3,677,098 and \$5,045,247 at December 31, 2013 and 2012, respectively, are pledged as collateral for public deposits and for other purposes as required or permitted by law.

**NOTE C – NONMARKETABLE EQUITY SECURITIES**

The Company, as a member of the Federal Reserve Bank of Kansas City and the Federal Home Loan Banks of Seattle and Topeka, is required to maintain an investment in capital stock of each. The Company also maintains an investment in the capital stock of Bankers' Bank of the West Bancorp, Inc. No ready market exists for such stock, and they have no quoted market values. For reporting purposes, this stock is assumed to have a market value equal to cost. Other stock is carried at cost as these instruments can only be redeemed by the issuer.

**Native American Bancorporation and Subsidiary**

**Notes to Consolidated Financial Statements (Continued)**

December 31, 2013 and 2012

The Company's investment at December 31 is as follows:

	<u>2013</u>	<u>2012</u>
Federal Reserve Bank of Kansas City	\$ 211,400	\$ 232,350
Federal Home Loan Bank of Seattle	119,100	123,500
Federal Home Loan Bank of Topeka	242,600	200,000
Bankers' Bank of the West Bancorp, Inc.	<u>25,052</u>	<u>25,052</u>
	<u>\$ 598,152</u>	<u>\$ 580,902</u>

**NOTE D – LOANS AND ALLOWANCE FOR LOAN LOSSES**

A summary of the balances of loans as of December 31 follows:

	<u>2013</u>	<u>2012</u>
Real estate	\$ 14,165,753	\$ 14,527,770
Commercial and industrial	9,920,693	12,023,927
Leasehold mortgages	23,753,774	16,613,432
Agriculture	267,823	312,396
Consumer and other	<u>2,056,327</u>	<u>2,957,687</u>
Subtotal	50,164,370	46,435,212
Less: Allowance for loan losses	(1,187,591)	(1,122,177)
Net deferred loan fees	<u>(142,546)</u>	<u>(99,704)</u>
Loans, net	<u>\$ 48,834,233</u>	<u>\$ 45,213,331</u>

**Native American Bancorporation and Subsidiary**

**Notes to Consolidated Financial Statements (Continued)**

December 31, 2013 and 2012

An analysis of the allowance for loan losses for the years ended December 31, 2013 and 2012 follows:

	Year Ended December 31, 2013					
	Real Estate	Commercial and Industrial	Leasehold Mortgages	Agriculture	Consumer and Other	Total
	(in thousands)					
Balance at December 31, 2012	\$ 405	\$ 336	\$ 134	\$ 44	\$ 203	\$ 1,122
Provision for loan losses	18	117	43	(28)	(150)	-
Charge-offs	(4)	(175)	-	-	(53)	(232)
Recoveries	55	136	-	5	102	298
Net (charge-offs) recoveries	51	(39)	-	5	49	66
Balance at December 31, 2013	<u>\$ 474</u>	<u>\$ 414</u>	<u>\$ 177</u>	<u>\$ 21</u>	<u>\$ 102</u>	<u>\$ 1,188</u>
	Year Ended December 31, 2012					
	Real Estate	Commercial and Industrial	Leasehold Mortgages	Agriculture	Consumer and Other	Total
	(in thousands)					
Balance at December 31, 2011	\$ 303	\$ 501	\$ 4	\$ 1	\$ 693	\$ 1,502
Provision for loan losses	260	212	(3)	(33)	(436)	-
Charge-offs	(208)	(395)	-	(7)	(125)	(735)
Recoveries	50	18	133	83	71	355
Net (charge-offs) recoveries	(158)	(377)	133	76	(54)	(380)
Balance at December 31, 2012	<u>\$ 405</u>	<u>\$ 336</u>	<u>\$ 134</u>	<u>\$ 44</u>	<u>\$ 203</u>	<u>\$ 1,122</u>

**Native American Bancorporation and Subsidiary**

**Notes to Consolidated Financial Statements (Continued)**

December 31, 2013 and 2012

Components of the allowance for loan losses, and the related carrying amount of loans for which the allowance is determined are as follows:

	December 31, 2013					
	Real Estate	Commercial and Industrial	Leasehold Mortgages	Agriculture	Consumer and Other	Total
	(in thousands)					
<b>Allocation of Allowance To:</b>						
Impaired loans - evaluated individually	\$ 224	\$ 19	\$ -	\$ -	\$ -	\$ 243
Impaired loans - evaluated collectively	-	-	-	-	-	-
Total impaired loans	<u>224</u>	<u>19</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>243</u>
Unimpaired loans - evaluated collectively	250	395	177	21	102	945
	<u>\$ 474</u>	<u>\$ 414</u>	<u>\$ 177</u>	<u>\$ 21</u>	<u>\$ 102</u>	<u>\$ 1,188</u>
<b>Recorded Investment In:</b>						
Impaired loans - evaluated individually	\$ 3,106	\$ 690	\$ -	\$ -	\$ 301	\$ 4,097
Impaired loans - evaluated collectively	-	-	-	-	-	-
Total impaired loans	<u>3,106</u>	<u>690</u>	<u>-</u>	<u>-</u>	<u>301</u>	<u>4,097</u>
Unimpaired loans - evaluated collectively	11,060	9,231	23,753	268	1,755	46,067
	<u>\$ 14,166</u>	<u>\$ 9,921</u>	<u>\$ 23,753</u>	<u>\$ 268</u>	<u>\$ 2,056</u>	<u>\$ 50,164</u>

**Native American Bancorporation and Subsidiary**  
**Notes to Consolidated Financial Statements (Continued)**

December 31, 2013 and 2012

	December 31, 2012					
	Real Estate	Commercial and Industrial	Leasehold Mortgages	Agriculture	Consumer and Other	Total
	(in thousands)					
<b><u>Allocation of Allowance To:</u></b>						
Impaired loans - evaluated individually	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Impaired loans - evaluated collectively	-	-	-	-	-	-
Total impaired loans	-	-	-	-	-	-
Unimpaired loans - evaluated collectively	405	336	134	44	203	1,122
	<u>\$ 405</u>	<u>\$ 336</u>	<u>\$ 134</u>	<u>\$ 44</u>	<u>\$ 203</u>	<u>\$ 1,122</u>
<b><u>Recorded Investment In:</u></b>						
Impaired loans - evaluated individually	\$ 1,010	\$ 1,008	\$ -	\$ -	\$ 266	\$ 2,284
Impaired loans - evaluated collectively	-	-	-	-	-	-
Total impaired loans	1,010	1,008	-	-	266	2,284
Unimpaired loans - evaluated collectively	13,518	11,016	16,613	313	2,691	44,151
	<u>\$ 14,528</u>	<u>\$ 12,024</u>	<u>\$ 16,613</u>	<u>\$ 313</u>	<u>\$ 2,957</u>	<u>\$ 46,435</u>

**Native American Bancorporation and Subsidiary**  
**Notes to Consolidated Financial Statements (Continued)**

December 31, 2013 and 2012

Information relative to impaired loans is as follows:

As of or for the year ended December 31, 2013							
	Recorded Investment In Impaired Loans With No Valuation Allowance	Recorded Investment In Impaired Loans With A Valuation Allowance	Total Impaired Loans	Valuation Allowance On Impaired Loans	Contractual Principal Of Impaired Loans	Commitments To Extend Credit On Impaired Loans	Average Impaired Loans
(in thousands)							
Real Estate	\$ 457	\$ 2,649	\$ 3,106	\$ 224	\$ 3,248	\$ -	\$ 1,466
Commercial and Industrial	471	219	690	19	1,128	-	1,021
Leasehold Mortgages	-	-	-	-	-	-	-
Agriculture	-	-	-	-	-	-	-
Consumer and Other	301	-	301	-	356	-	310
	<u>\$ 1,229</u>	<u>\$ 2,868</u>	<u>\$ 4,097</u>	<u>\$ 243</u>	<u>\$ 4,732</u>	<u>\$ -</u>	<u>\$ 2,797</u>

As of or for the year ended December 31, 2012							
	Recorded Investment In Impaired Loans With No Valuation Allowance	Recorded Investment In Impaired Loans With A Valuation Allowance	Total Impaired Loans	Valuation Allowance On Impaired Loans	Contractual Principal Of Impaired Loans	Commitments To Extend Credit On Impaired Loans	Average Impaired Loans
(in thousands)							
Real Estate	\$ 1,010	\$ -	\$ 1,010	\$ -	\$ 1,010	\$ -	\$ 1,227
Commercial and Industrial	1,008	-	1,008	-	1,008	-	1,447
Leasehold Mortgages	-	-	-	-	-	-	-
Agriculture	-	-	-	-	-	-	-
Consumer and Other	266	-	266	-	266	-	403
	<u>\$ 2,284</u>	<u>\$ -</u>	<u>\$ 2,284</u>	<u>\$ -</u>	<u>\$ 2,284</u>	<u>\$ -</u>	<u>\$ 3,077</u>

Interest earned on impaired loans was not material during 2013 and 2012.

**Native American Bancorporation and Subsidiary**  
**Notes to Consolidated Financial Statements (Continued)**

December 31, 2013 and 2012

Information related to troubled debt restructurings as of December 31 is as follows:

	December 31, 2013	
	TDRs - included in impaired loans	Portion of Valuation Allowance on Impaired Loans Attributable to TDRs
Real Estate	\$ 78	\$ -
Commercial and Industrial	275	19
Leasehold Mortgages	-	-
Agriculture	-	-
Consumer and Other	29	-
	\$ 382	\$ 19

	December 31, 2012	
	TDRs - included in impaired loans	Portion of Valuation Allowance on Impaired Loans Attributable to TDRs
Real Estate	\$ 168	\$ -
Commercial and Industrial	-	-
Leasehold Mortgages	-	-
Agriculture	-	-
Consumer and Other	82	-
	\$ 250	\$ -

**Native American Bancorporation and Subsidiary**

**Notes to Consolidated Financial Statements (Continued)**

December 31, 2013 and 2012

The carrying amount of loans by performance status and credit quality indicator are as follows:

December 31, 2013								
	Loans By Past Due and Performance Status					Loans By Credit Quality Indicator		
	Accruing Loans					Classified		
	Current	30-89 Days Past Due	90 Days or More Past Due	Nonaccrual Loans	Total Loans	Non- classified	Unimpaired	Impaired
	(in thousands)							
Real Estate	\$ 11,033	\$ 27	\$ -	\$ 3,106	\$ 14,166	\$ 11,060	\$ 3,790	\$ 3,106
Commercial and Industrial	9,416	34	-	471	9,921	9,231	320	690
Leasehold Mortgages	23,618	135	-	-	23,753	23,753	2,832	-
Agriculture	260	8	-	-	268	268	-	-
Consumer and Other	1,679	76	-	301	2,056	1,755	22	301
	<u>\$ 46,006</u>	<u>\$ 280</u>	<u>\$ -</u>	<u>\$ 3,878</u>	<u>\$ 50,164</u>	<u>\$ 46,067</u>	<u>\$ 6,964</u>	<u>\$ 4,097</u>

December 31, 2012								
	Loans By Past Due and Performance Status					Loans By Credit Quality Indicator		
	Accruing Loans					Classified		
	Current	30-89 Days Past Due	90 Days or More Past Due	Nonaccrual Loans	Total Loans	Non- classified	Unimpaired	Impaired
	(in thousands)							
Real Estate	\$ 11,365	\$ 2,153	\$ -	\$ 1,010	\$ 14,528	\$ 12,417	\$ 1,101	\$ 1,010
Commercial and Industrial	10,978	38	-	1,008	12,024	11,016	-	1,008
Leasehold Mortgages	16,402	211	-	-	16,613	16,330	283	-
Agriculture	294	18	-	-	312	148	164	-
Consumer and Other	2,614	78	-	266	2,958	2,460	232	266
	<u>\$ 41,653</u>	<u>\$ 2,498</u>	<u>\$ -</u>	<u>\$ 2,284</u>	<u>\$ 46,435</u>	<u>\$ 42,371</u>	<u>\$ 1,780</u>	<u>\$ 2,284</u>

In the ordinary course of business, the Company has granted loans to principal officers, directors, shareholders and their affiliates. There were no loans outstanding at December 31, 2013 or 2012.



**Native American Bancorporation and Subsidiary**

**Notes to Consolidated Financial Statements (Continued)**

December 31, 2013 and 2012

**NOTE E – PREMISES AND EQUIPMENT**

At December 31, premises and equipment, less accumulated depreciation and amortization consisted of the following:

	<u>2013</u>	<u>2012</u>
Land	\$ 7,500	\$ 7,500
Buildings	337,922	337,922
Leasehold improvements	30,112	30,112
Furniture, fixtures and equipment	<u>1,588,144</u>	<u>1,566,982</u>
	1,963,678	1,942,516
Accumulated depreciation and amortization	<u>(1,716,029)</u>	<u>(1,655,695)</u>
Total premises and equipment	<u>\$ 247,649</u>	<u>\$ 286,821</u>

Pursuant to the terms of noncancelable lease agreements in effect at December 31, 2013 pertaining to premises and equipment, future minimum rent commitments under various operating leases are as follows:

2014	\$ 111,857
Thereafter	<u>-</u>
	<u>\$ 111,857</u>

Total rent expense for the years ended December 31, 2013 and 2012 amounted to \$175,810 and \$159,389, respectively.

**NOTE F – DEPOSITS**

The aggregate amount of time deposits in denominations of \$100,000 or more at December 31, 2013 and 2012 was \$27,322,133 and \$23,544,919, respectively.

**Native American Bancorporation and Subsidiary**

**Notes to Consolidated Financial Statements (Continued)**

December 31, 2013 and 2012

At December 31, 2013, the scheduled maturities of interest-bearing time deposits are as follows:

2014	\$26,717,717
2015	3,435,430
2016	1,350,693
2017	912,515
2018	521,483
Thereafter	-
	<u>\$32,937,838</u>

Deposit accounts to principal officers and directors and their affiliates amounted to approximately \$1,098,000 and \$394,000 at December 31, 2013 and 2012, respectively.

**NOTE G – BORROWINGS**

At December 31, 2013 the Company maintained a short-term line of credit with the Federal Home Loan Bank of Topeka with borrowings available of approximately \$9,059,000. There were no borrowings against this line at December 31, 2013 or 2012. Additionally, the Bank has a line of credit setup with the Federal Reserve Bank of Kansas City through the discount window with available credit of \$148,000 as of December 31, 2013. There were no borrowings against this line at December 31, 2013 or 2012.

**Native American Bancorporation and Subsidiary**

**Notes to Consolidated Financial Statements (Continued)**

December 31, 2013 and 2012

**NOTE H – INCOME TAXES**

A deferred tax asset or liability is recognized for the tax consequences of temporary differences in the recognition of revenue and expense for financial reporting and tax purposes. Listed below are the components of the net deferred tax asset (liability) at December 31:

	<u>2013</u>	<u>2012</u>
Deferred tax assets:		
Net operating losses	\$ 5,517,068	\$ 5,243,636
Employment tax credit	412,945	398,375
Allowance for loan losses	139,203	148,663
Donation carryforward	50,268	50,182
Unrealized loss on available for sale securities	3,780	-
Gross deferred asset	<u>6,123,264</u>	<u>5,840,856</u>
Deferred tax liabilities:		
Depreciation	20,643	26,324
Federal Home Loan Bank dividends	10,229	9,306
Unrealized gain on available for sale securities	-	37,123
Gross deferred liability	<u>30,872</u>	<u>72,753</u>
Valuation reserve	<u>(6,092,392)</u>	<u>(5,768,103)</u>
Net deferred tax asset (liability)	<u>\$ -</u>	<u>\$ -</u>

In assessing the future benefit of deferred tax assets, management considers whether it is more likely than not that some portion or all of the deferred tax assets will not be realized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income during the periods in which those temporary differences become deductible. Management considers projected future taxable income and tax planning strategies in making this assessment.

The Company has net operating losses for federal and state tax purposes totaling approximately \$14,347,000 at December 31, 2013. These losses may be applied to taxable income in future years, subject to currently enacted tax laws. The carryforwards will expire in 2022 through 2033.

**Native American Bancorporation and Subsidiary****Notes to Consolidated Financial Statements (Continued)**

December 31, 2013 and 2012

**NOTE I – FAIR VALUE MEASUREMENTS**

The following is a description of the Company's valuation methodologies for financial assets and liabilities recorded at fair value:

*Securities Available for Sale* – Debt Securities are recorded at fair value based upon measurements obtained from an independent pricing service. The fair value measurements for debt securities consider observable data that may include dealer quotes, market spreads, cash flows, the U.S. Treasury yield curve, market consensus prepayment speeds, credit information and the bonds' terms and conditions, among other things (Level 2).

*Impaired Loans* – The Company does not record loans at fair value on a recurring basis. However, from time to time, fair value adjustments are recorded on these loans to reflect (1) partial write-downs that are based on the current appraised or market-quoted value of the underlying collateral or (2) the full charge-off of the loan carrying value. In some cases, the properties for which market quotes or appraised values have been obtained are located in areas where comparable sales data is limited, outdated, or unavailable. Fair value estimates for impaired loans are obtained from real estate brokers or other third-party consultants (Level 3).

*Other Real Estate Owned* – The Company does not record other real estate owned at fair value on a recurring basis. However, from time to time, fair value adjustments are recorded on these properties to reflect the current appraised value (less an estimate of cost to sell). In some cases, the properties for which appraised values have been obtained are located in areas where comparable sales data is limited, outdated, or unavailable. Fair value estimates for other real estate owned are obtained from independent appraisers (Level 3).

**Native American Bancorporation and Subsidiary**

**Notes to Consolidated Financial Statements (Continued)**

December 31, 2013 and 2012

The following table provides the hierarchy and fair value for each major category of assets and liabilities recorded at fair value:

	December 31, 2013			Total
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	
<b>Assets measured at fair value on a recurring basis</b>				
Securities available for sale				
U.S. Government Agencies	\$ -	\$ 309,079	\$ -	\$ 309,079
Mortgage-backed securities	-	3,368,019	-	3,368,019
<b>Assets measured at fair value on a non-recurring basis</b>				
Collateral-dependent impaired loans	-	-	2,625,132	2,625,132
	December 31, 2012			Total
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	
<b>Assets measured at fair value on a recurring basis</b>				
Securities available for sale				
U.S. Government Agencies	\$ -	\$ 786,772	\$ -	\$ 786,772
Mortgaged-back securities	-	4,258,475	-	4,258,475
<b>Assets measured at fair value on a non-recurring basis</b>				
Collateral-dependent impaired loans	-	-	-	-
Other real estate owned	-	-	62,888	62,888

At December 31, 2013, collateral-dependent impaired loans had a carrying amount of \$2,868,083, with a valuation allowance of \$242,951. Valuation allowances were recorded through the provision for loan losses. At December 31, 2012, there were no collateral-dependent impaired loans that required a valuation allowance.

At December 31, 2013, there was no other real estate owned held by the Company. At December 31, 2012, other real estate owned with an initial cost basis of \$62,888 had no valuation allowance.

**Native American Bancorporation and Subsidiary**

**Notes to Consolidated Financial Statements (Continued)**

December 31, 2013 and 2012

During 2013 and 2012, there were no changes or amounts in Level 3 assets or liabilities measured at fair value on a recurring basis.

**NOTE J – OFF BALANCE SHEET ACTIVITIES**

In the normal course of business, the Company offers financial products to its customers which are not reflected in the Company's statement of condition. The Company receives a fee for entering into these financial arrangements. These financial arrangements include commitments to extend credit and stand-by letters of credit.

The instruments involve, to varying degrees, elements of credit and interest rate risk in excess of the amount recognized in the balance sheet. The contract amounts of those instruments reflect the extent of involvement the Company has in particular classes of financial instruments.

The Company's exposure to credit loss in the event of non-performance by the other party to the financial instrument for commitments to extend credit and stand-by letters of credit is represented by the contractual amounts of those instruments. The Company uses the same credit policies in making commitments and conditional obligations as it does for on-balance-sheet instruments.

At December 31, 2013 and 2012, the following financial instruments were outstanding whose contract amounts represent credit risk:

	<u>2013</u>	<u>2012</u>
Commitments to grant loans	\$ 4,510,985	\$ 401,435

Commitments to extend credit are agreements to lend to a customer as long as there is no violation of any condition established in the contract. Commitments generally have fixed expiration dates or other termination clauses and may require payment of a fee. Several of the commitments may expire without being drawn upon. Therefore, the total commitment amounts do not necessarily represent future cash requirements. The amount of collateral obtained, if it is deemed necessary by the Company, is based on management's credit evaluation of the customer.

Unfunded commitments under commercial lines of credit, revolving credit lines and overdraft protection agreements are commitments for possible future extensions of

**Native American Bancorporation and Subsidiary****Notes to Consolidated Financial Statements (Continued)**

December 31, 2013 and 2012

credit to existing customers. These commitments are generally collateralized and usually do not contain a specified maturity date and may not be drawn upon to the total extent to which the Company is committed.

**NOTE K – LEGAL CONTINGENCIES**

Various legal claims also arise from time to time in the normal course of business which, in the opinion of management, will have no material effect on the Company's financial statements.

**NOTE L – EMPLOYEE BENEFIT PLANS**

The Company maintains a 401(k) Plan for the benefit of eligible employees and their beneficiaries. The Company matches 100% of the first 3% and 50% of the next 2% of employees' contributed salary deferral. Contributions to the 401(k) amounted to \$43,179 and \$45,787 respectively, for the years ended December 31, 2013 and 2012. Effective January 1, 2008 the Company established an Executive Long-Term Incentive Plan for the benefit of certain key employees identified by the Board of Directors. Participating employees are granted restricted shares of stock that vest 20% per year over a 5 year period if as of each date the Plan Participant is still employed by the Company and the Company's Return on Equity (ROE) is equal to or greater than five percent. During 2012, the Plan was terminated and the two participants in the Plan were paid. In December 2008, the Board of Directors suspended the Executive Long-Term Incentive Plan for new participants.

**NOTE M – GOODWILL AND OTHER INTANGIBLE ASSETS**

Goodwill resulted from the acquisition of Blackfeet National Bank, and represents the excess of the purchase price over the estimated fair value of identifiable net assets totaling approximately \$902,000 at December 31, 2012.

In 2007, the Company purchased a Bank Charter for the right to conduct business in the State of Colorado. The Company paid approximately \$443,000, which is included in goodwill and other intangible assets at December 31, 2012.

During 2013 management performed an analysis of the goodwill with the assistance of a third party and determined that all goodwill and other intangible assets were impaired in total. An impairment of \$1,345,300 was recorded in earnings for the year ended December 31, 2013.

**Native American Bancorporation and Subsidiary****Notes to Consolidated Financial Statements (Continued)**

December 31, 2013 and 2012

**NOTE N – STOCKHOLDERS' EQUITY**

The relative rights and privileges, qualifications, and limitations of the Class A Common Stock and the Class B Common Stock are identical in all respects, share for share, except that the voting rights for the election of directors and for all other purposes, is vested in the holders of the Class A Common Stock. The holders of Class B Common Stock have no voting rights. The Company authorized 10,000 shares of Charitable Organization Preferred Stock and 40,000 shares of Limited Life Preferred Stock. The Charitable Organization Preferred Stock shares are mandatorily redeemable by December 31, 2016, have no voting rights, and pay interest at the rate of 1% per annum, cumulative. The Limited Life Preferred Stock shares are mandatorily redeemable by December 31, 2016 and pay interest at 4.25% per annum. All shares of preferred stock have a liquidation preference of \$200 per share.

**NOTE O – REGULATORY MATTERS**

The Bank is subject to various regulatory capital requirements administered by the federal banking agencies. Failure to meet minimum capital requirements can initiate certain mandatory and possibly additional discretionary actions by regulators that, if undertaken, could have a direct material effect on the Company's financial statements. Under capital adequacy guidelines and the regulatory framework for prompt corrective action, the Bank must meet specific capital guidelines that involve quantitative measures of the Bank's assets, liabilities, and certain off-balance sheet items as calculated under regulatory accounting practices. The Bank's capital amounts and classification are also subject to qualitative judgments by the regulators about components, risk weightings, and other factors.

Quantitative measures established by regulation to ensure capital adequacy require the bank to maintain minimum amounts and ratios (set forth in the table below) of total and Tier 1 capital (as defined in the regulations) to risk-weighted assets (as defined), and of Tier 1 capital (as defined) to average assets (as defined). Management believes, as of December 31, 2013 and 2012, that the Bank meets all capital adequacy requirements to which it is subject.



**Native American Bancorporation and Subsidiary****Notes to Consolidated Financial Statements (Continued)**

December 31, 2013 and 2012

The Comptroller of the Currency of the United States of America (Comptroller) established an individual minimum capital ratio with the Bank on September 18, 2008. The individual minimum capital ratio requires the Bank to maintain a Tier 1 capital to adjusted total assets ratio of 10.5%. At December 31, 2009 the Bank was not in compliance with the individual minimum capital ratio and the Comptroller issued a Notice of Intent to Issue a Capital Directive. On March 12, 2010 the Comptroller issued the Capital Directive (Directive) with the Board of Directors of the subsidiary bank. The Directive requires the Bank to maintain Total risk-based capital levels at least equal to 12% of risk weighted assets and Tier 1 leverage capital at least equal to 9% of adjusted total assets by June 30, 2010 and within 30 days of the Directive the Bank must submit a written plan describing the primary means and timing by which the Bank shall meet or exceed the minimum requirements. At December 31, 2013, the Bank did not meet the Tier 1 leverage capital ratio of 9% as required under the Directive.

As of December 31, 2013, the most recent notification from the Office of the Comptroller of the Currency categorized the Bank as adequately capitalized under the regulatory framework for prompt corrective action. To be categorized as adequately capitalized the Bank must maintain minimum total risk-based, Tier 1 risk-based, and Tier 1 leverage ratios as set forth in the table. There are no conditions or events since that notification that management believes have changed the institution's category.

**Native American Bancorporation and Subsidiary**  
**Notes to Consolidated Financial Statements (Continued)**

December 31, 2013 and 2012

The Bank's actual capital amounts and ratios as of December 31, 2013 and 2012 are also presented in the table.

	Actual		Minimum Capital Requirement		Minimum to be Well Capitalized Under Prompt Corrective Action Provisions		Minimum Levels Under Capital Directive	
	Amount	Ratio	Amount	Ratio	Amount	Ratio	Amount	Ratio
(in thousands)								
<b>As of December 31, 2013</b>								
Total capital to risk-weighted assets Bank	\$ 5,581	22.93%	\$ 1,947	8.0%	\$ 2,434	10.0%	\$ 2,920	12.0%
Tier 1 capital to risk-weighted assets Bank	5,266	21.64%	973	4.0%	1,460	6.0%	2,555	10.5%
Tier 1 capital to average assets Bank	5,266	8.77%	2,402	4.0%	3,002	5.0%	5,404	9.0%
<b>As of December 31, 2012</b>								
Total capital to risk weighted-assets Bank	\$ 6,353	29.30%	\$ 1,735	8.0%	\$ 2,169	10.0%	\$ 2,602	12.0%
Tier 1 capital to risk-weighted assets Bank	6,071	28.00%	867	4.0%	1,301	6.0%	2,277	10.5%
Tier 1 capital to average assets Bank	6,071	10.30%	2,357	4.0%	2,946	5.0%	5,303	9.0%

# **Oneida Airport Hotel Corporation**

(A Tribally Chartered Corporation of the Oneida Tribe of Indians of Wisconsin)  
Green Bay, Wisconsin

## **Financial Statements and Supplementary Information**

Years Ended September 30, 2014 and 2013

# Oneida Airport Hotel Corporation

## Financial Statements and Supplementary Information

Years Ended September 30, 2014 and 2013

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### Table of Contents

Independent Auditor's Report.....	1
Oneida Airport Hotel Corporation Management's Discussion and Analysis (Unaudited).....	3
Financial Statements	
Statements of Net Position.....	11
Statements of Operations and Changes in Net Position .....	12
Statements of Cash Flows.....	13
Notes to Financial Statements.....	15
Supplementary Information	
Combining Statement of Net Position .....	31
Combining Statement of Operations and Changes in Net Position .....	33



## Independent Auditor's Report

Board of Directors  
Oneida Airport Hotel Corporation  
Green Bay, Wisconsin

### Report on the Financial Statements

We have audited the accompanying financial statements of Oneida Airport Hotel Corporation, a tribally chartered corporation of the Oneida Tribe of Indians of Wisconsin, which comprise the statements of net position as of September 30, 2014 and 2013, and the related statements of operations and changes in net position and cash flows for the years then ended and the related notes to the financial statements.

### Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

### Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting our audits in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

## Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Oneida Airport Hotel Corporation at September 30, 2014 and 2013, and the changes in its net position and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States.

## Required Supplementary Information

Accounting principles generally accepted in the United States require that the Management's Discussion and Analysis on pages 3 through 10 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who consider it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

## Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The combining statement of net position and the combining statement of operations and changes in net position appearing on pages 30 through 32 are presented for the purpose of additional analysis and are not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

*Wipfli LLP*

Wipfli LLP

January 24, 2015  
Green Bay, Wisconsin

# Oneida Airport Hotel Corporation

## Management's Discussion and Analysis (Unaudited)

September 30, 2014 and 2013

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### 2014 Compared to 2013

The management of Oneida Airport Hotel Corporation (the "Hotel") provides the following discussion and analysis of the Hotel's financial performance during the fiscal year ended September 30, 2014. This information should be read in conjunction with the Hotel's financial statements and notes, which follow this section.

#### Financial Highlights

Operating revenues were generally flat between fiscal years 2014 and 2013. Room revenues increased modestly between fiscal years 2014 and 2013 whereas food and beverage revenues experienced a decline of approximately \$800,000 from fiscal year 2013 to 2014. This decline is primarily attributable to the renovation of the Noodle Bar restaurant, which caused the restaurant to be inactive for three months, and the closure of the Standing Stone Buffet. Under an agreement between Oneida Bingo and Casino (the "Casino") and the Hotel, the Casino supplemented the lost revenues from the operation of the Standing Stone Buffet through additional rent.

Despite the lack of year-over-year revenue growth, gross operating income increased approximately \$400,000, or 11.59%, from \$3.8 million to \$4.2 million. This was a direct result of cost control measures employed at all outlets within the Radisson.

#### Overview of the Financial Statements

This annual report includes three components: Independent Auditor's Report, Management's Discussion and Analysis, and the Basic Financial Statements. The basic financial statements include the statements of net position; statements of operations and changes in net position; statements of cash flows; and notes to the financial statements.

The statements of net position include all assets and liabilities of the Hotel separated by current and long-term classification. It also provides the basis for evaluating the capital structure of the Hotel as well as assessing the liquidity and financial flexibility of the Hotel. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the Hotel is improving or deteriorating.

The statements of operations and changes in net position include the current year revenues, expenses, and operating transfers. These statements can be used to assess the Hotel's annual operating results and profitability.

# Oneida Airport Hotel Corporation

## Management's Discussion and Analysis (Unaudited)

September 30, 2014 and 2013

The statements of cash flows present all cash receipts and payments resulting from operational, financing, and investing activities. These statements summarize the sources and uses of cash for the reporting period.

The notes to the financial statements provide detail and further explain information presented in the financial statements.

### Analysis of Financial Results

A summary of the Hotel's statements of net position is provided to assist in our analysis of the Hotel's financial position.

#### Condensed Statements of Net Position

	FY2014	FY2013	Dollar Change	Percentage Change
Current and other assets	\$ 3,958,867	\$ 5,251,685	\$ (1,292,818)	-24.62%
Capital assets - Net	31,547,591	32,283,296	(735,705)	-2.28%
<b>Total assets</b>	<b>\$ 35,506,458</b>	<b>\$ 37,534,981</b>	<b>\$ (2,028,523)</b>	<b>-5.40%</b>
Current liabilities and other	\$ 4,833,867	\$ 5,502,435	\$ (668,568)	-12.15%
Long-term liabilities	18,276,868	19,659,109	(1,382,241)	-7.03%
<b>Total liabilities</b>	<b>\$ 23,110,735</b>	<b>\$ 25,161,544</b>	<b>\$ (2,050,809)</b>	<b>-8.15%</b>
Net investment in capital assets	\$ 13,158,121	\$ 13,032,953	\$ 125,168	0.96%
Restricted	7,713	551,508	(543,795)	-98.60%
Unrestricted	(770,111)	(1,211,024)	440,913	-36.41%
<b>Total net position</b>	<b>\$ 12,395,723</b>	<b>\$ 12,373,437</b>	<b>\$ 22,286</b>	<b>0.18%</b>

The statement of net position includes a decrease of \$1.3 million on current and other assets, primarily attributable to a decrease in unrestricted and restricted cash for use in capital asset purchases associated with the Standing Stone Buffet remodel, among other renovations. The statement of net position also includes a decrease of \$1.4 million on long-term liabilities, which is a result of the Company's principal pay-downs made during 2014.



# Oneida Airport Hotel Corporation

## Management's Discussion and Analysis (Unaudited)

September 30, 2014 and 2013

### Condensed Statements of Operations and Changes in Net Position

	FY2014	FY2013	Dollar Change	Percentage Change
Operating revenues	\$ 16,014,690	\$ 16,137,354	\$ (122,664)	-0.76%
Operating expenses	11,797,245	12,358,069	(560,824)	-4.54%
Gross operating income	4,217,445	3,779,285	438,160	11.59%
Depreciation and other expenses	3,086,804	3,190,446	(103,642)	-3.25%
Net operating income	1,130,641	588,839	541,802	92.01%
Nonoperating expenses	(1,108,895)	(1,162,575)	53,680	-4.62%
Change in net position	21,746	(573,736)	595,482	-103.79%
Net position at beginning	12,373,437	12,947,173	(573,736)	-4.43%
Net position at end	\$ 12,395,183	\$ 12,373,437	\$ 21,746	0.18%

Operating revenues were relatively flat across fiscal years 2014 and 2013 as a result of the Noodle Bar renovation and Standing Stone Buffet closure. Despite this, gross operating income increased approximately \$400,000, or 11.59%, from \$3.8 million to \$4.2 million as a direct result of cost control measures employed at the Hotel.

# Oneida Airport Hotel Corporation

## Management's Discussion and Analysis (Unaudited)

September 30, 2014 and 2013

	Net Capital Assets			
	FY2014	FY2013	Dollar Change	Percentage Change
Building and improvements	\$ 49,245,572	\$ 48,843,717	\$ 401,855	0.82%
Works of art	140,756	140,756	0	0.00%
Land and land improvements	472,573	472,573	0	0.00%
Furniture, fixtures, and equipment	3,350,013	11,066,780	(7,716,767)	-69.73%
Vehicles	141,295	141,295	0	0.00%
Work in process	60,459	158,607	(98,148)	100.00%
Franchise fees	85,000	85,000	0	0.00%
Subtotals	53,495,668	60,908,728	(7,413,060)	-12.17%
Less - Accumulated depreciation and amortization	21,948,077	28,625,432	(6,677,355)	-23.33%
<b>Capital assets - Net</b>	<b>\$ 31,547,591</b>	<b>\$ 32,283,296</b>	<b>\$ (735,705)</b>	<b>-2.28%</b>

The decrease in furniture, fixtures, and equipment and related accumulated depreciation is a result of an analysis the Hotel performed to remove fully depreciated fixed assets from its general ledger system.

The Hotel has \$18,703,416 in outstanding bank debt as of September 30, 2014.

# Oneida Airport Hotel Corporation

## Management's Discussion and Analysis (Unaudited)

September 30, 2014 and 2013

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### 2013 Compared to 2012

The 2013 and 2012 balances in this section have not been adjusted to reflect a certain restatement and reclassifications made during 2014. Note 1 and Note 11 discuss the restatement and reclassifications made.

The management of Oneida Airport Hotel Corporation (the "Hotel") provides the following discussion and analysis of the Hotel's financial performance during the fiscal year ended September 30, 2013. This information should be read in conjunction with the Hotel's financial statements and notes, which follow this section.

### Financial Highlights

- Operating revenues saw a decline between fiscal years 2013 and 2012, with an overall decrease of \$2.4 million or 12.79%. Food and Beverage revenues experienced the largest decline of \$1.7 million between fiscal years 2014 and 2013. This was due to changing the Standing Stone Buffet to a quick service café model with lower revenue per customer. Room revenues also experienced a slight decrease of \$429,799 between fiscal years 2013 and 2012.
- Operating expenses also declined between fiscal years 2013 and 2012, with an overall decrease of \$2.5 million or 16.79%. The Food and Beverage expenses experienced the largest decline of approximately \$1.5 million between fiscal years 2013 and 2012. This was due to changing the Standing Stone Buffet to a quick service, lower cost café model. Room expenses saw a modest decline of \$348,277 between fiscal years 2013 and 2012.

### Overview of the Financial Statements

This annual report includes three components: Independent Auditor's Report, Management's Discussion and Analysis, and the Basic Financial Statements. The basic financial statements include the statements of net position; statements of operations and changes in net position; statements of cash flows; and notes to the financial statements.

The statements of net position include all assets and liabilities of the Hotel separated by current and long-term classification. It also provides the basis for evaluating the capital structure of the Hotel as well as assessing the liquidity and financial flexibility of the Hotel. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the Hotel is improving or deteriorating.

The statements of operations and changes in net position include the current year revenues, expenses, and operating transfers. These statements can be used to assess the Hotel's annual operating results and profitability.

# Oneida Airport Hotel Corporation

## Management's Discussion and Analysis (Unaudited) (Continued)

September 30, 2014 and 2013

The statements of cash flows present all cash receipts and payments resulting from operational, financing, and investing activities. These statements summarize the sources and uses of cash for the reporting period.

The notes to the financial statements provide detail and further explain information presented in the financial statements.

### Analysis of Financial Results

A summary of the Hotel's statements of net position is provided to assist in our analysis of the Hotel's financial position.

#### Condensed Statements of Net Position

	FY2013	FY2012	Dollar Change	Percentage Change
Current and other assets	\$ 5,816,794	\$ 6,166,141	\$ (349,347)	-5.67%
Capital assets - Net	32,099,529	33,454,069	(1,354,540)	-4.05%
<b>Total assets</b>	<b>\$ 37,916,323</b>	<b>\$39,620,210</b>	<b>\$ (1,703,887)</b>	<b>-4.30%</b>
Current liabilities	\$ 5,502,435	\$ 7,222,929	\$ (1,720,494)	-23.82%
Long-term liabilities	19,659,109	19,192,099	467,010	2.43%
<b>Total liabilities</b>	<b>\$ 25,161,544</b>	<b>\$26,415,028</b>	<b>\$ (1,253,484)</b>	<b>-4.75%</b>
Invested in capital assets - Net of related debt	\$ 12,849,186	\$13,390,969	\$ (541,783)	-4.05%
Restricted	551,508	274,865	276,643	100.65%
Unrestricted	(645,915)	(460,652)	(185,263)	40.22%
<b>Total net position</b>	<b>\$ 12,754,779</b>	<b>\$13,205,182</b>	<b>\$ (450,403)</b>	<b>-3.41%</b>

The most significant changes to the statement of net position includes a decrease of \$1.3 million in capital assets and an increase of \$467,010 in long-term liabilities. During 2013, the Hotel retired 34 guest rooms. The Hotel also received a \$1.1 million loan from the Oneida Tribe of Indians of Wisconsin. The cost to bring the guest rooms up to franchise standards was prohibitive. All fixed assets in the guest rooms were disposed with no salvage value. Management does not anticipate bringing these rooms back into inventory at any time in the near future. The proceeds of the loan were used to settle outstanding accounts payable amounts.

# Oneida Airport Hotel Corporation

## Management's Discussion and Analysis (Unaudited) (Continued)

September 30, 2014 and 2013

### Condensed Statements of Operations and Changes in Net Position

	FY2013	FY2012	Dollar Change	Percentage Change
Operating revenues	\$ 16,137,354	\$ 18,503,189	\$ (2,365,835)	-12.79%
Operating expenses	12,236,400	14,705,014	(2,468,614)	-16.79%
Gross operating income	3,900,954	3,798,175	102,779	2.71%
Depreciation and other expenses	3,312,115	3,242,587	69,528	2.14%
Net operating income	588,839	555,588	33,251	5.98%
Nonoperating expenses	(1,162,575)	(1,212,232)	49,657	-4.10%
Transfer from Oneida Tribe of Indians of Wisconsin	123,333	400,000	(276,667)	-69.17%
Change in net position	(450,403)	(256,644)	(193,759)	75.50%
Net position at beginning	13,205,182	13,461,826	(256,644)	-1.91%
Net position at end	\$ 12,754,779	\$ 13,205,182	\$ (450,403)	-3.41%

The significant difference in comparing 2013 to 2012 is the decrease in both operating revenues and operating expenses. Food and Beverage revenues were down by approximately \$1.7 million. Operating expenses were also down in Food and Beverage by \$1.5 million. The decrease in Food and Beverage revenues and expenses was due to a change in one of the outlets from a sit-down international food buffet to a quick service café. There was also a slight decrease in room revenues of \$429,799 and room expenses of \$348,277.

# Oneida Airport Hotel Corporation

## Management's Discussion and Analysis (Unaudited) (Continued)

September 30, 2014 and 2013

Net Capital Assets				
	FY2013	FY2012	Dollar Change	Percentage Change
Building and improvements	\$ 48,843,717	\$ 48,514,986	\$ 328,731	0.68%
Works of art	140,756	140,756	0	0.00%
Land improvements	472,573	472,573	0	0.00%
Furniture, fixtures, and equipment	10,883,013	10,828,878	54,135	0.50%
Vehicles	141,295	127,946	13,349	10.43%
Work in process	158,607	0	158,607	100.00%
Franchise fees	85,000	85,000	0	0.00%
Subtotals	60,724,961	60,170,139	554,822	0.92%
Less - Accumulated depreciation and amortization	28,625,432	26,716,070	1,909,362	7.15%
Capital assets - Net	\$ 32,099,529	\$ 33,454,069	\$ (1,354,540)	-4.05%

The Hotel has \$19,601,749 in outstanding bank debt as September 30, 2013.

### Economic Factors

The Hotel expects economic factors to be comparable with those of 2013.

### Contacting the Hotel's Financial Management

This financial report is designed to provide our citizens, investors, and creditors with a general overview of the Hotel's finances and to demonstrate the Hotel's accountability for the money it receives. If you have questions about this report or need additional financial information, contact Oneida Airport Hotel Corporation, President's Office, 2040 Airport Drive, Green Bay, WI 54313.

# Oneida Airport Hotel Corporation

## Statements of Net Position

September 30, 2014 and 2013

<i>Assets</i>	2014	2013
Current assets:		
Cash	\$904,683	\$1,282,188
Derivative instrument - Interest rate swap	1,998,981	2,719,139
Accounts receivable - Net	625,336	328,101
Interfund receivables	55,998	63,994
Inventories	157,326	154,383
Prepaid expenses	208,830	152,372
Total current assets	3,951,154	4,700,177
Restricted asset - Escrow account	7,713	551,508
Capital assets:		
Capital assets not being depreciated	673,788	771,936
Capital assets being depreciated - Net	30,873,803	31,511,360
Capital assets - Net	31,547,591	32,283,296
<b>TOTAL ASSETS</b>	<b>\$35,506,458</b>	<b>\$37,534,981</b>

<i>Liabilities, Deferred Inflows of Resources, and Net Position</i>	2014	2013
Current liabilities:		
Accounts payable - Trade	\$227,884	\$607,890
Interfund payables	261,005	222,386
Accrued expenses and other payables	800,739	815,065
Advance deposits	162,786	131,293
Current maturities of long-term notes payable:		
Bank	906,911	855,931
Related parties	475,561	150,731
Total current liabilities	2,834,886	2,783,296
Long-term liabilities - Notes payable:		
Bank	17,429,257	18,336,168
Related parties	847,611	1,322,941
Total long-term liabilities	18,276,868	19,659,109
Deferred inflows of resources - Accumulated increase in fair value of hedging derivatives	1,998,981	2,719,139
Net position:		
Net investment in capital assets	13,158,121	13,032,953
Restricted	7,713	551,508
Unrestricted	(770,111)	(1,211,024)
Total net position	12,395,723	12,373,437
<b>TOTAL LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND NET POSITION</b>	<b>\$35,506,458</b>	<b>\$37,534,981</b>



# Oneida Airport Hotel Corporation

## Statements of Operations and Changes in Net Position

Years Ended September 30, 2014 and 2013

	2014	2013
Operating revenues	\$16,015,230	\$16,137,354
Operating expenses	11,797,245	12,358,069
<b>Gross operating income</b>	<b>4,217,985</b>	<b>3,779,285</b>
Depreciation and other expenses:		
Rent, insurance, owner, and other	415,389	640,983
Management and franchise fees	717,954	640,101
Depreciation and amortization	1,953,461	1,909,362
<b>Total depreciation and other expenses</b>	<b>3,086,804</b>	<b>3,190,446</b>
<b>Net operating income</b>	<b>1,131,181</b>	<b>588,839</b>
Interest expense	1,108,895	1,162,575
Transfers from Oneida Tribe of Indians of Wisconsin	0	123,333
Change in net position	22,286	(450,403)
Net position at beginning - Restated	12,373,437	12,823,840
<b>Net position at end</b>	<b>\$12,395,723</b>	<b>\$12,373,437</b>

# Oneida Airport Hotel Corporation

## Statements of Cash Flows

Years Ended September 30, 2014 and 2013

	2014	2013
Increase (decrease) in cash:		
Cash flows from operating activities:		
Cash received from customers	\$14,222,451	\$14,911,559
Cash received from Tribe	1,535,033	1,531,285
Cash paid to suppliers	(5,498,403)	(5,794,685)
Cash paid to employees	(7,074,488)	(7,375,207)
Cash paid to Tribe	(772,811)	(779,399)
Net cash provided by operating activities	2,411,782	2,493,553
Cash flows from capital and related financing activities:		
Capital expenditures	(1,217,756)	(554,822)
Interest paid on capital debt	(1,087,221)	(1,138,144)
Principal payments on capital debt	(855,931)	(807,817)
Net cash used in capital and related financing activities	(3,160,908)	(2,500,783)
Cash flows from noncapital financing activities:		
(Increase) decrease in restricted assets	543,795	(276,643)
Transfers from Oneida Tribe of Indians of Wisconsin	0	123,333
Proceeds from issuance of related-party notes payable	0	1,100,000
Interest paid on related-party debt	(21,674)	(24,431)
Principal payments on related-party notes payable	(150,500)	(79,103)
Net cash provided by noncapital financing activities	371,621	843,156
Net increase (decrease) in cash	(377,505)	835,926
Cash at beginning	1,282,188	446,262
Cash at end	\$904,683	\$1,282,188

# Oneida Airport Hotel Corporation

## Statements of Cash Flows (Continued)

Years Ended September 30, 2014 and 2013

	2014	2013
Reconciliation of net operating income to net cash provided by operating activities:		
Net operating income	\$1,131,181	\$588,839
Adjustments to reconcile net operating income to net cash provided by operating activities:		
Depreciation	1,948,520	1,904,422
Amortization	4,941	4,940
Changes in operating assets and liabilities:		
Accounts receivable	(297,235)	212,926
Inventories	(2,943)	11,163
Prepaid expenses	(56,458)	45,740
Interfund balances	46,615	166,849
Accounts payable - Trade	(380,006)	(322,501)
Advance deposits	31,493	(9,657)
Accrued expenses and other payables	(14,326)	(109,168)
Total adjustments	1,280,601	1,904,714
Net cash provided by operating activities	\$2,411,782	\$2,493,553

# Oneida Airport Hotel Corporation

## Notes to Financial Statements

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### Note 1      **Summary of Significant Accounting Policies**

#### **Reporting Entities**

These financial statements present Oneida Airport Hotel Corporation (the "Hotel") and its blended component unit, Three Clans Airport, LLC (the "Airport"). References herein after to "OAHC" represent the Hotel and its blended component unit.

Component units are legally separate entities that are included in the Hotel's reporting entity because the Hotel is considered financially accountable for them. Three Clans Airport, LLC was formed in 2008 and became operational the same year. Although a legally separate entity, the Airport is reported as a blended component unit of the Hotel. Separate financial statements for the Airport are not issued.

#### **Nature of Activities**

Oneida Airport Hotel Corporation is a tribally chartered corporation of the Oneida Tribe of Indians of Wisconsin, a federally recognized Indian Tribe. The Hotel is a chartered corporation and is exempt from federal and state income taxes. The Hotel is established principally for the purposes of managing and operating the Radisson Hotel & Conference Center in Green Bay, Wisconsin. The Airport manages a hotel located in Green Bay under the Wingate by Wyndham flag.

#### **Basis of Presentation**

OAHC applies all applicable Governmental Accounting Standards Board (GASB) pronouncements for enterprise funds. Enterprise funds are accounted for on the flow of economic resources measurement focus and use the accrual basis of accounting wherein revenue is recognized when earned and expenses when incurred. Enterprise funds are used to account for the operations and financial position of a governmental entity that is financed and operated in a manner similar to private business enterprise where the intent of the governing body is that the expenses of providing goods and services on a continuing basis be financed or recovered primarily through user charges. The accrual basis of accounting is used.

# Oneida Airport Hotel Corporation

## Notes to Financial Statements

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### Note 1      **Summary of Significant Accounting Policies (Continued)**

#### **Use of Estimates in Preparation of Financial Statements**

The preparation of the accompanying financial statements in conformity with accounting principles generally accepted in the United States (GAAP) requires management to make certain estimates and assumptions that directly affect the results of reported assets, liabilities, revenues, and expenses. Actual results may differ from these estimates.

#### **Operating and Nonoperating Items**

Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with an enterprise fund's principal ongoing operations. The principal operating revenues of the Hotel are charges to customers for rooms, food, and beverages. Revenue is recognized when rooms are occupied and services have been rendered. Operating expenses for the Hotel include employee costs, cost of sales and services, administrative expenses, and depreciation on capital assets. All revenues and expenses not meeting this definition are reported as nonoperating revenues and expenses.

#### **Cash and Cash Equivalents**

The Hotel considers all highly liquid debt instruments with an original maturity of three months or less to be cash equivalents.

#### **Accounts Receivable and Credit Policy**

Accounts receivable are uncollateralized customer obligations due on normal trade terms requiring payment within 30 days from the invoice date. Payments of accounts receivable are allocated to the specific invoices identified on the customer's remittance advice or, if unspecified, are applied to the earliest unpaid invoices.

The carrying amount of accounts receivable is reduced by an allowance that reflects management's best estimate of the amounts that will not be collected. The allowance for potential credit losses was \$3,769 and \$4,278 as of September 30, 2014 and 2013, respectively, and is reflected as an offset to accounts receivable in the accompanying statements of net position.

# Oneida Airport Hotel Corporation

## Notes to Financial Statements

### Note 1 Summary of Significant Accounting Policies (Continued)

#### Inventories

Inventories, consisting of food and beverage, are valued at the lower of cost, determined using the first-in, first-out (FIFO) method, or market.

On October 1, 2013, OAHC elected to change its accounting policy for linen, glass, china, and silver inventory. The value of linen inventory was written off and future purchases of the linens will be expensed. Glass, china, and silver inventory were capitalized and included in furniture, fixtures, and equipment on the accompanying statement of net position. OAHC changed the policies on these inventories to be more consistent with industry standards. The policy changes did not have a significant effect on operations for 2014 or 2013. The net position as of October 1, 2012 was decreased by \$381,342 for writing off linen inventory. In addition, OAHC capitalized \$183,767, which is the value of the glass, china, and silver inventory and is depreciating these costs over three years. A reclassification for the capitalization of the glass, china, and silver inventory was made to the 2013 financial statement to conform to the 2014 classification.

#### Capital Assets

Capital assets purchased or acquired with an original cost of \$500 or more are reported at historical cost. Contributed assets are reported at fair market value as of the date received. Additions, improvements, and other capital outlays that significantly extend the useful life of an asset are capitalized. Other costs incurred for repairs and maintenance are expensed as incurred. Gains and losses on dispositions of capital assets are reflected in income.

Depreciation on all assets is provided on the straight-line basis over the following estimated useful lives:

Assets	Useful Lives
Buildings and improvements	39
Land improvements	40
Furniture, fixtures, and equipment	3-7
Vehicles	5

Works of art are considered collections and are not depreciated.

# Oneida Airport Hotel Corporation

## Notes to Financial Statements

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### Note 1      **Summary of Significant Accounting Policies (Continued)**

#### **Intangibles**

Intangibles, consisting of nonrefundable franchise fees, are capitalized and amortized over the term of the related contract on a straight-line basis. Amortization expense for each of the next five years will be approximately \$5,000.

#### **Deferred Outflows/Inflows of Resources**

In addition to assets, the statement of net position will sometimes report a separate section of deferred outflows of resources. This separate financial statement element, deferred outflows of resources, represents a consumption of net position that applies to a future period(s) and so will not be recognized as an outflow of resources (expense/expenditure) until then. At this time, the Hotel has no items that qualify for reporting in this category.

In addition to liabilities, the statement of net position will sometimes report a separate section for deferred inflows of resources. This separate financial statement element, deferred inflows of resources, represents the acquisition of net position that applied to a future period(s) and so will not be recognized as an inflow of resources (revenue) until that time. The Hotel has only one type of item, which arises because of the effect of deferring the recognition of gains from the increase in market value of the Hotel's interest rate swap.

#### **Net Position**

Net position represents the difference between assets and liabilities. Net investment in capital assets consists of capital assets, net of accumulated depreciation, reduced by the outstanding balances of any borrowings used for the construction or improvements of those assets.

Net position is reported as restricted when there are limitations imposed on its use either through the enabling legislation adopted by the Hotel or through external restrictions imposed by creditors, grantors, or laws or regulations of other governments. The Hotel's restricted net position currently consists of cash required to be held in escrow as part of its loan agreement.

The unrestricted net position represents the portion that is not restricted and may be used for working capital.

# Oneida Airport Hotel Corporation

## Notes to Financial Statements

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### Note 1      **Summary of Significant Accounting Policies (Continued)**

#### **Advertising Costs**

Advertising costs are expensed as incurred and totaled \$239,666 and \$291,922 for the years ended September 30, 2014 and 2013, respectively.

#### **Transactions With Oneida Tribe of Indians of Wisconsin**

The Hotel provides room nights and food and beverage products to entities and individuals of the Oneida Tribe of Indians of Wisconsin at a negotiated rate. Room revenue is recognized at the agreed-upon room night rate. Food and beverage revenue, including banquet rental revenue, is offered at a 10% discount. Effective October 2013, revenue for these arrangements are recognized at full retail price with the discount recorded to sales and marketing in the accompanying combined financial statements. Prior to October 2013, all discounts were recorded as owner's expense in accordance with the agreement in place at that time. Approximately \$1,527,000 and \$1,429,000 in total revenues were recognized in 2014 and 2013, respectively, for such transactions of which, banquet revenues were approximately \$93,000 and \$64,000 for 2014 and 2013, respectively.

In addition, the Hotel provides room nights and food and beverage products to customers of Oneida Bingo and Casino (the "Casino"), another tribally chartered corporation, on a complimentary basis as directed by the Casino. Room revenue is recognized at the agreed-upon room night rate and food and beverage revenues are recognized to the corresponding outlet. Under an agreement, the Casino reimburses the Hotel for the revenues at the applicable negotiated rates. Room revenues related to complimentary Casino rooms were approximately \$202,000 and \$283,000 for 2014 and 2013, respectively. Revenues related to complimentary Casino food and beverage were approximately \$729,000 and \$993,000 for 2014 and 2013, respectively.



# Oneida Airport Hotel Corporation

## Notes to Financial Statements

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### Note 1      **Summary of Significant Accounting Policies (Continued)**

#### **Fair Value Measurements**

GAAP requires certain accounting methods and disclosures related to fair value of financial assets and liabilities. A financial instrument is defined as a cash equivalent, evidence of an ownership interest in an entity, or a contract that creates a contractual obligation or right to deliver or receive cash or another financial instrument from another party. The fair value framework under GAAP requires the categorization of financial instruments to the lowest level in a three-level hierarchy based on the assumptions (inputs) used. Level 1 uses observable inputs such as quoted market prices in active markets; Level 2 uses inputs other than quoted prices in active markets that are either directly or indirectly observable; and Level 3 uses unobservable inputs in which little or no active market data exists.

The Company's financial instruments consist primarily of an interest rate swap. The interest rate swap is classified as a Level 2 measurement within the fair value hierarchy. The fair value measurement is based on a discounted cash flow model that utilizes observable market data such as market interest rates and interest rate curves. See Note 5 for further discussion of the fair value of the interest rate swap.

The Level 2 inputs utilized can result in fair value measurements subjective in nature since they utilize discount rates and other valuation techniques rather than the more reliable Level 1 input, quoted market price. Accordingly, the fair value estimates may not be realized in an immediate settlement of the financial instrument.

#### **Subsequent Events**

Subsequent events have been evaluated through January 24, 2015, which is the date the financial statements were available to be issued.

# Oneida Airport Hotel Corporation

## Notes to Financial Statements

### Note 2 Cash and Cash Equivalents

Cash and cash equivalents were as follows at September 30:

	2014	2013
Cash deposits with financial institutions' carrying amount	\$863,096	\$1,784,396
Cash on hand	49,300	49,300
<b>Total cash and cash equivalents</b>	<b>\$912,396</b>	<b>\$1,833,696</b>

Reconciliation to statements of net position:

	2014	2013
Cash on hand	\$904,683	\$1,282,188
Restricted asset - Cash and cash equivalents	7,713	551,508
<b>Total cash and cash equivalents</b>	<b>\$912,396</b>	<b>\$1,833,696</b>

Of the total cash deposits, \$121,693 and \$88,643 at September 30, 2014 and 2013, respectively, was held at Bay Bancorporation, Inc., a related party that is also a tribally chartered corporation of the Oneida Tribe of Indians of Wisconsin.

As part of its loan agreement, OAHC is required to deposit monthly into an escrow account to cover repair and replacement costs of capital assets. The annual amount to be contributed to the escrow is 4% of the preceding calendar year revenue as defined by the agreement. Withdrawals from the account for qualified repairs and replacements occur upon bank approval. As of September 30, 2014 and 2013, \$7,713 and \$551,508, respectively, was on deposit in a money market account.

*Custodial Credit Risk - Deposits.* Custodial credit risk is the risk that in the event of a bank failure, the Hotel's deposits may not be returned to it. OAHC does not have a deposit policy for custodial credit risk, though, as a practical matter, Federal Deposit Insurance Corporation insurance will cover all balances in non-interest-bearing business accounts, which is the majority of OAHC accounts. As of September 30, 2014, OAHC had no amounts exposed to custodial credit risk due to being uninsured and uncollateralized.

# Oneida Airport Hotel Corporation

## Notes to Financial Statements

### Note 3 Capital Assets

Capital assets activity is as follows:

	Balance October 1, 2013	Increase	Decrease	Balance September 30, 2014
Capital assets not being depreciated:				
Land improvements	\$472,573	\$0	\$0	\$472,573
Artwork	140,756	0	0	140,756
Work in progress	158,607	0	98,148	60,459
<b>Total capital assets not being depreciated</b>	<b>771,936</b>	<b>0</b>	<b>98,148</b>	<b>673,788</b>
Capital assets being depreciated:				
Buildings and improvements	48,843,717	655,044	383,680	49,115,081
Furnishings and equipment	11,066,780	660,860	8,171,917	3,555,723
Vehicles	141,295	0	75,219	66,076
Franchise fees	85,000	0	0	85,000
<b>Total capital assets being depreciated</b>	<b>60,136,792</b>	<b>1,315,904</b>	<b>8,630,816</b>	<b>52,821,880</b>
Less accumulated depreciation for:				
Buildings and improvements	18,905,694	1,418,467	383,680	19,940,481
Furnishings and equipment	9,589,102	517,656	8,171,917	1,934,841
Vehicles	103,880	12,397	75,219	41,058
Franchise fees	26,756	4,941	0	31,697
<b>Total accumulated depreciation</b>	<b>28,625,432</b>	<b>1,953,461</b>	<b>8,630,816</b>	<b>21,948,077</b>
<b>Capital assets being depreciated - Net</b>	<b>31,511,360</b>	<b>(637,557)</b>	<b>0</b>	<b>30,873,803</b>
<b>Capital assets - Net</b>	<b>\$32,283,296</b>	<b>(\$637,557)</b>	<b>\$98,148</b>	<b>\$31,547,591</b>

# Oneida Airport Hotel Corporation

## Notes to Financial Statements

### Note 3 Capital Assets (Continued)

	Balance October 1, 2012	Increase	Decrease	Balance September 30, 2013
Capital assets not being depreciated:				
Land improvements	\$472,573	\$0	\$0	\$472,573
Artwork	140,756	0	0	140,756
Work in progress	0	158,607	0	158,607
<b>Total capital assets not being depreciated</b>	<b>613,329</b>	<b>158,607</b>	<b>0</b>	<b>771,936</b>
Capital assets being depreciated:				
Buildings and improvements	48,514,986	328,731	0	48,843,717
Furnishings and equipment	11,012,645	54,135	0	11,066,780
Vehicles	127,946	13,349	0	141,295
Franchise fees	85,000	0	0	85,000
<b>Total capital assets being depreciated</b>	<b>59,740,577</b>	<b>396,215</b>	<b>0</b>	<b>60,136,792</b>
Less accumulated depreciation for:				
Buildings and improvements	17,500,827	1,404,867	0	18,905,694
Furnishings and equipment	9,099,399	489,703	0	9,589,102
Vehicles	94,028	9,852	0	103,880
Franchise fees	21,816	4,940	0	26,756
<b>Total accumulated depreciation</b>	<b>26,716,070</b>	<b>1,909,362</b>	<b>0</b>	<b>28,625,432</b>
<b>Capital assets being depreciated - Net</b>	<b>33,024,507</b>	<b>(1,513,147)</b>	<b>0</b>	<b>31,511,360</b>
<b>Capital assets - Net</b>	<b>\$33,637,836</b>	<b>(\$1,354,540)</b>	<b>\$0</b>	<b>\$32,283,296</b>

Depreciation expense was charged to the component unit as follows for the years ended September 30:

	2014	2013
Radisson Hotel & Conference Center	\$1,711,972	\$1,661,932
Wingate Inn	236,548	242,490
<b>Total depreciation expense</b>	<b>\$1,948,520</b>	<b>\$1,904,422</b>

# Oneida Airport Hotel Corporation

## Notes to Financial Statements

### Note 4 Long-Term Notes Payable

Long-term notes payable consisted of the following at September 30:

	2014	2013
Bank term note dated April 2008, collateralized by building, approved by the Bureau of Indian Affairs, principal payable monthly in varying amounts (approximately \$71,000 monthly), interest payable monthly at LIBOR plus 1.13% (1.28% and 1.30% at September 30, 2014 and 2013, respectively, subject to an interest rate swap described in Note 5), due May 2018	\$18,336,168	\$19,192,099
Unsecured term note dated May 2013 with the Oneida Tribe of Indians, payable at \$9,176 per month including interest at 0.20%, due June 2023	955,924	1,064,022
Unsecured term note dated August 2013 with Bay Bancorporation, Inc., payable at \$5,342 per month including interest at 5.50%, due August 2015	367,248	409,650
Totals	19,659,340	20,665,771
Less - Current maturities	1,382,472	1,006,662
Long-term portion	\$18,276,868	\$19,659,109

# Oneida Airport Hotel Corporation

## Notes to Financial Statements

### Note 4 Long-Term Notes Payable (Continued)

The long-term notes payable activity is as follows:

	Balance October 1, 2013	Additions	Payments	Balance September 30, 2014	Amount Due Within One Year
Term note dated April 2008	\$19,192,099	\$0	(\$855,931)	\$18,336,168	\$906,911
Term note dated May 2013	1,064,022	0	(108,098)	955,924	108,313
Term note dated August 2013	409,650	0	(42,402)	367,248	367,248
<b>Total</b>	<b>\$20,665,771</b>	<b>\$0</b>	<b>(\$1,006,431)</b>	<b>\$19,659,340</b>	<b>\$1,382,472</b>

	Balance October 1, 2012	Additions	Payments	Balance September 30, 2013	Amount Due Within One Year
Term note dated April 2008	\$19,999,916	\$0	(\$807,817)	\$19,192,099	\$855,931
Term note dated May 2013	0	1,100,000	(35,978)	1,064,022	108,080
Term note dated August 2013	0	412,922	(3,272)	409,650	42,651
<b>Total</b>	<b>\$19,999,916</b>	<b>\$1,512,922</b>	<b>(\$847,067)</b>	<b>\$20,665,771</b>	<b>\$1,006,662</b>

Annual debt service requirements on long-term debt at September 30, 2014, including current maturities, are summarized as follows:

	Principal	Interest	Total
2015	\$1,382,472	\$1,058,755	\$2,441,227
2016	1,066,667	989,754	2,056,421
2017	1,126,738	929,682	2,056,420
2018	15,562,079	583,472	16,145,551
2019	109,175	935	110,110
2020-2023	412,209	1,571	413,780
<b>Totals</b>	<b>\$19,659,340</b>	<b>\$3,564,169</b>	<b>\$23,223,509</b>

Interest reflected in the above table includes expected settlements on the interest rate swap agreement.

The bank borrowing is supported by a loan agreement containing various financial covenants.

# Oneida Airport Hotel Corporation

## Notes to Financial Statements

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### Note 5 Interest Rate Swap

On May 1, 2008, with a trade date of April 28, 2008, the Hotel entered into a pay-fixed, receivable variable interest rate swap with Associated Bank, N.A., on 100% of its 2008 term loan in order to hedge changes in cash flows specifically related to changes in interest rates.

Terms - The loan and related swap agreement mature on April 28, 2018, and the swap's original notional amount of \$23,000,000 matched 100% of the principal amount of the loan. Under the swap, the Hotel pays the counterparty a fixed rate of 4.59% and receives a variable payment of LIBOR. Monthly settlements made as required on the swap totaled approximately \$841,000 and \$871,000 for 2014 and 2013, respectively, are reflected as interest expense.

Fair Value - As of September 30, 2014 and 2013, the swap had a negative fair value of \$1,998,981 and \$2,719,139, respectively. The swap's notional amount of \$18,336,168 as of September 30, 2014, matches the principal amount of the related loan.

Credit Risk - The Hotel is not exposed to credit risk resulting from a failure of the counterparty to perform because of the swap's negative fair value. If the swap had a positive fair value, the Hotel would be exposed to credit risk from the counterparty.

Basis Risk - The interest rate on the Hotel's variable rate loan is expected to be equivalent, but not necessarily equal to the variable rate payments received from the counterparty on the pay-fixed, receive-variable interest rate swap. To the extent these variable payments differ, the Hotel is exposed to basis risk.

Termination Risk - The Hotel or its counterparty may terminate the swap if the other party fails to perform under the terms of the contract. If the swap is terminated, and at the time of the termination the swap is in a liability position (negative fair value), the Hotel would be liable to the counterparty for payment equal to the liability, subject to netting arrangements.

Rollover Risk - The Hotel is not exposed to rollover risk because the swap matures at the same time as the hedged debt.

# Oneida Airport Hotel Corporation

## Notes to Financial Statements

### Note 6 Operating Leases

The Hotel is the lessee in an operating lease with the Oneida Tribe of Indians of Wisconsin for land upon which the hotel is located, which expires in January 2033. The lease requires annual payments of \$21,600 and contains a renewal clause for an additional 25-year period under similar terms.

The Airport is the lessee in an operating lease with Brown County, Wisconsin, for land on which Wingate Inn is located, which expires June 30, 2025. The lease requires monthly payments of \$3,851 and contains a renewal clause for an additional 25-year period under similar terms.

The Hotel has entered into various operating leases for office equipment expiring during the next three years with monthly payments ranging from approximately \$100 to \$700.

As of October 1, 2013, the Hotel and the Casino have entered into a lease agreement where space will be leased from each other. The lease will renew annually in successive one-year terms unless terminated by either the Hotel or the Casino. For the space leased, the Hotel shall pay \$1,883 per month to the Casino and the Casino shall pay \$30,836 per month to the Hotel.

Future minimum payments, by year and in the aggregate, under the noncancelable operating leases with initial or remaining terms in excess of one year consisted of the following:

2015	\$109,835
2016	82,998
2017	68,330
2018	67,816
2019	67,816
2020-2024	327,528
2025-2029	108,000
2030-2034	70,200
<hr/>	
Total	<u>\$902,523</u>

Rent expense totaled \$129,533 and \$130,598 in 2014 and 2013, respectively. Rent income totaled \$370,032 in 2014. There was no rent income in 2013.



# Oneida Airport Hotel Corporation

## Notes to Financial Statements

### Note 7 Retirement Plan

The Hotel has a defined contribution 401(k) retirement plan covering all eligible employees. The Hotel has the option to make matching employer contributions. For 2014 and 2013, the Company made matching contributions of \$14,328 and \$4,242, respectively.

### Note 8 Interfund Balances

The Hotel provides room, food, and beverage services to other component units of the Oneida Tribe of Indians of Wisconsin. At September 30, 2014 and 2013, the Hotel is owed \$55,998 and \$63,994, respectively, from approximately 30 funds of the Oneida Tribe of Indians of Wisconsin for such services.

OAHC provided management, accounting, and human resource services to Oneida Golf Enterprise, a tribal entity until January 1, 2013. In 2013, OAHC charged \$17,204 for these services. No amounts were charged in 2014 for these services and all services have been paid in full.

Interfund payables consisted of the following at September 30:

	2014	2013
Oneida Tribe of Indians of Wisconsin - Occupancy taxes	\$261,005	\$194,984
Various Oneida Tribe component units - Services performed	0	27,402
<b>Total interfund payables</b>	<b>\$261,005</b>	<b>\$222,386</b>

### Note 9 Commitments

The Hotel is required to pay a royalty fee to Carlson Hospitality Group, Inc., owner of Radisson Hotels. On March 24, 2008, the Hotel entered into a noncancelable agreement which expires December 31, 2023, requiring annual payments of 4.75% of gross room revenue or \$150,000, whichever is greater. During 2014 and 2013, amounts expensed under these agreements were approximately \$356,000 and \$349,000, respectively. In addition, the Hotel is assessed an advertising charge of 1.50% of Radisson gross room revenue and a reservation fee of 1.50% of Radisson gross room revenue. During 2014 and 2013, amounts expensed under this agreement were approximately \$225,000 and \$221,000, respectively.

# Oneida Airport Hotel Corporation

## Notes to Financial Statements

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### Note 9      **Commitments (Continued)**

The Hotel is required to pay a royalty fee to Wingate Inns International, Inc., owner of Wingate Inns. The noncancelable agreement, which expires February 29, 2028, requires annual payments equal to 4.5% of Wingate's gross room revenue. In addition, the Hotel is assessed a system assessment fee for advertising and reservations of 4.0% of Wingate's gross room revenue. During 2014 and 2013, the amount expensed under these agreements was approximately \$156,000 and \$144,000, respectively.

OAHC's corporate charter requires it to pay 80% of gross operating profit after consideration to depreciation and debt service requirements to the Oneida Tribe of Indians of Wisconsin. During 2014 and 2013, no amounts were paid to the Oneida Tribe of Indians of Wisconsin.

### Note 10      **Management Company**

Effective January 16, 2013, OAHC is managed by Aimbridge Hospitality, L.P. ("Aimbridge"). Accounting and management fees are paid monthly to Aimbridge. The management fee is based on gross revenue. During 2014 and 2013, the total accounting and management fees paid to Aimbridge were \$345,898 and \$39,800, respectively. As of September 30, 2014 and 2013, accounts payable include \$37,504 and \$111,562, respectively, due to Aimbridge for these fees.

### Note 11      **Reclassifications**

Certain reclassifications have been made to the 2013 financial statements to conform to the 2014 classifications.

## **Supplementary Information**

# Oneida Airport Hotel Corporation

## Combining Statement of Net Position

September 30, 2014 With Comparative Totals for September 30, 2013

<i>Assets</i>	Radisson Hotel & Conference Center	Wingate Inn	Combined Totals	
			2014	2013
Current assets:				
Cash	\$730,879	\$173,804	\$904,683	\$1,282,188
Derivative instrument - Interest rate swap	1,998,981	0	1,998,981	2,719,139
Accounts receivable - Net	669,052	(43,716)	625,336	328,101
Interfund receivables	55,825	173	55,998	63,994
Inventories	153,393	3,933	157,326	154,383
Prepaid expenses	202,981	5,849	208,830	152,372
<b>Total current assets</b>	<b>3,811,111</b>	<b>140,043</b>	<b>3,951,154</b>	<b>4,700,177</b>
Restricted asset - Escrow account	7,713	0	7,713	551,508
Capital assets:				
Capital assets not being depreciated	630,963	42,825	673,788	771,936
Capital assets being depreciated - Net	25,452,073	5,421,730	30,873,803	31,511,360
<b>Capital assets - Net</b>	<b>26,083,036</b>	<b>5,464,555</b>	<b>31,547,591</b>	<b>32,283,296</b>
<b>TOTAL ASSETS</b>	<b>\$29,901,860</b>	<b>\$5,604,598</b>	<b>\$35,506,458</b>	<b>\$37,534,981</b>

# Oneida Airport Hotel Corporation

## Combining Statement of Net Position (Continued)

September 30, 2014 With Comparative Totals for September 30, 2013

<i>Liabilities, Deferred Inflows of Resources, and Net Position</i>	Radisson Hotel & Conference Center	Wingate Inn	Combined Totals	
			2014	2013
Current liabilities:				
Accounts payable - Trade	\$197,601	\$30,283	\$227,884	\$607,890
Interfund payables	250,058	10,947	261,005	222,386
Accrued expenses and other payables	719,945	80,794	800,739	815,065
Advance deposits	144,856	17,930	162,786	131,293
Current maturities of long-term notes payable:				
Bank	662,045	244,866	906,911	855,931
Related parties	475,561	0	475,561	150,731
Total current liabilities	2,450,066	384,820	2,834,886	2,783,296
Long-term liabilities - Notes payable:				
Bank	12,723,357	4,705,900	17,429,257	18,336,168
Related parties	847,611	0	847,611	1,322,941
Total long-term liabilities	13,570,968	4,705,900	18,276,868	19,659,109
Deferred inflows of resources - Accumulated increase in fair value of hedging derivatives	1,998,981	0	1,998,981	2,719,139
Net position:				
Net investment in capital assets	12,668,008	490,113	13,158,121	13,032,953
Restricted	7,713	0	7,713	551,508
Unrestricted	(793,876)	23,765	(770,111)	(1,211,024)
Total net position	11,881,845	513,878	12,395,723	12,373,437
<b>TOTAL LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND NET POSITION</b>	<b>\$29,901,860</b>	<b>\$5,604,598</b>	<b>\$35,506,458</b>	<b>\$37,534,981</b>

See Independent Auditor's Report.

# Oneida Airport Hotel Corporation

## Combining Statement of Operations and Changes in Net Position

September 30, 2014 With Comparative Totals for September 30, 2013

	Radisson Hotel & Conference Center	Wingate Inn	Combined Totals	
			2014	2013
Operating revenues	\$14,384,821	\$1,630,409	\$16,015,230	\$16,137,354
Operating expenses	10,721,478	1,075,767	11,797,245	12,358,069
Gross operating income	3,663,343	554,642	4,217,985	3,779,285
Depreciation and other expenses:				
Rent, insurance, owners, and other	345,361	70,028	415,389	640,983
Management and franchise fees	644,053	73,901	717,954	640,101
Depreciation and amortization	1,715,149	238,312	1,953,461	1,909,362
Total depreciation and other expenses	2,704,563	382,241	3,086,804	3,190,446
Net operating income	958,780	172,401	1,131,181	588,839
Interest expense	815,594	293,301	1,108,895	1,162,575
Change in net position before transfers	\$143,186	(\$120,900)	\$22,286	(\$573,736)

See Independent Auditor's Report.

2/2/15  
Approved  
James H. [Signature]

# Oneida Golf Enterprise

(A Tribally Chartered Corporation of the Oneida Tribe of Indians of Wisconsin)  
Oneida, Wisconsin

## Financial Statements

Years Ended September 30, 2014 and 2013

# Oneida Golf Enterprise

## Financial Statements

Years Ended September 30, 2014 and 2013

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### Table of Contents

Independent Auditor's Report.....	1
Oneida Golf Enterprise	
Management's Discussion and Analysis.....	3
Financial Statements	
Statements of Net Position .....	13
Statements of Operations and Changes in Net Position.....	14
Statements of Cash Flows.....	15
Notes to Financial Statements.....	17





## Independent Auditor's Report

Ms. Janice Skenandore-Hirth, Agent  
Oneida Golf Enterprise  
Oneida, Wisconsin

### Report on the Financial Statements

We have audited the accompanying financial statements of Oneida Golf Enterprise, a tribally chartered corporation of the Oneida Tribe of Indians of Wisconsin, which comprise the statements of net position as of September 30, 2014 and 2013, and the related statements of operations and changes in net position and cash flows for the years then ended, and the related notes to the financial statements.

### Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

### Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

#### Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Oneida Golf Enterprise as of September 30, 2014 and 2013, and the results of its operations and its cash flows for the years then ended, in accordance with accounting principles generally accepted in the United States.

#### Required Supplementary Information

Accounting principles generally accepted in the United States require that the Management's Discussion and Analysis on pages 3 through 12 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

*Wipfli LLP*

Wipfli LLP

December 17, 2014  
Green Bay, Wisconsin

# Oneida Golf Enterprise

## Management's Discussion and Analysis (Unaudited)

September 30, 2014 and 2013

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### 2014 COMPARED TO 2013

This section of Oneida Golf Enterprise's (OGE's) annual financial report presents our discussion and analysis of OGE's financial performance during the fiscal year ended September 30, 2014. Please read it in conjunction with OGE's financial statements, which follow this section.

#### Financial Highlights

- Despite declining net food sales of \$74,852, OGE's food net profit increased \$6,301, or 4.26%, due to increased awareness of food costs, decreasing food costs by 2.35%.
- Increased awareness also resulted in reduced beverage costs of 2.03%.
- On-course food and beverage sales increased \$9,779 and \$11,932 or 27.92% and 7.18%, respectively, due to increased sales efforts.
- Other revenue sources of irrigation services and tobacco sales increased \$8,268, or 152.4%, due to price increases and increased sales efforts, respectively.
- The noncapital contribution by the Oneida Tribe of Indians of Wisconsin (the "Tribe") decreased by \$265,534 due to a reduction in cash flow needs during the fiscal year.
- Despite decreased net sales of \$353,198, OGE missed budget by only \$1,923, ending the year with a \$37,942 loss. This is due to improved cost management and a \$48,000, or .82%, decrease in sales discounts.

#### Overview of the Financial Statements

This annual report consists of three components: Independent Auditor's Report, Management's Discussion and Analysis (this section), and the Basic Financial Statements. The basic financial statements include the statements of net position, statements of operations and changes in net position, and the statements of cash flows.

The financial statements also include notes explaining the information in the statements and providing detailed data.

The statements of net position are a snapshot of the financial condition of OGE as of the close of the fiscal year. The statements of operations and changes in net position present the results of the operations during the fiscal year and the increase or decrease in net position. The statements of cash flows present information on where money is coming from and how it is spent.

# Oneida Golf Enterprise

## Management's Discussion and Analysis (Unaudited)

September 30, 2014 and 2013

### Financial Analysis of Oneida Golf Enterprise as a Whole

OGE's combined net position increased by \$3,828,709 between fiscal years 2013 and 2014. The ending net position balance was \$4,800,890. Of the net position, net investment in capital assets increased by \$3,879,806 primarily due to the transfer of clubhouse and maintenance buildings from the Tribe valued at \$3,875,181. This unexpected building transfer increased unbudgeted expenses including property and liability insurance and depreciation a total of \$102,809. Long-term liabilities increased \$295,130 due to change of loan terms with renewal of note payable.

	FY2014	FY2013	Change	Change
<b>Assets:</b>				
Current assets	\$ 728,194	\$ 818,925	\$ (90,731)	-11.08%
Capital assets - Net	4,873,633	1,100,591	3,773,042	342.82%
Other assets	9,459	11,166	(1,707)	0.00%
<b>Total assets</b>	<b>5,611,286</b>	<b>1,930,682</b>	<b>3,680,604</b>	<b>190.64%</b>
<b>Liabilities:</b>				
Current liabilities <sup>↑12mos</sup>	436,581	879,816	(443,235)	-50.38%
Long-term liabilities <sup>+12mos.</sup>	373,815	78,685	295,130	100.00%
<b>Total liabilities</b>	<b>810,396</b>	<b>958,501</b>	<b>(148,105)</b>	<b>-15.45%</b>
<b>Net position:</b>				
Net investment in capital assets	4,428,675	548,869	3,879,806	706.87%
Unrestricted	372,215	423,312	(51,097)	-12.07%
<b>Total net position</b>	<b>\$ 4,800,890</b>	<b>\$ 972,181</b>	<b>\$ 3,828,709</b>	<b>393.83%</b>

# Oneida Golf Enterprise

## Management's Discussion and Analysis (Unaudited)

September 30, 2014 and 2013

### Change in Net Position

OGE's total revenues decreased \$173,755, or 5.59%. The total cost of operations remained relatively unchanged. However, nonoperating expenses increased \$169,231 primarily due to a one-time adjustment in FY2013 for prior years' rent payments. In addition, as previously stated, transfers from the Tribe increased primarily due to the transfer of clubhouse and maintenance buildings from the Tribe valued at \$3,875,181.

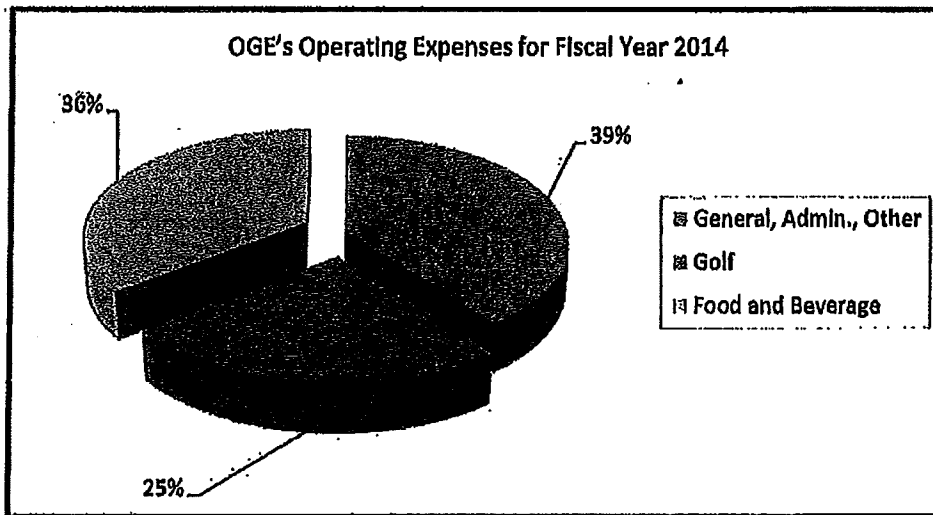
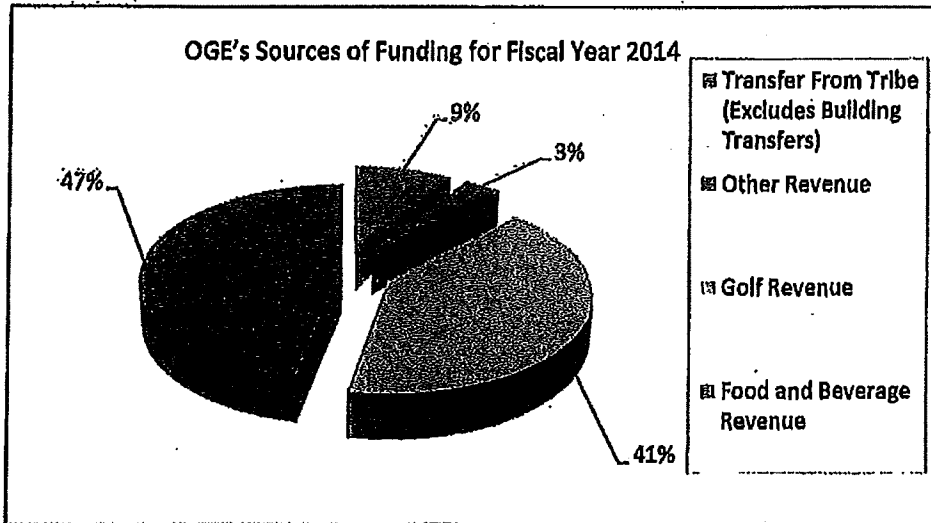
### Statements of Operations and Changes in Net Position

	FY2014	FY2013	Dollar Change	Percentage Change
Operating revenues	\$ 2,933,340	\$ 3,107,095	\$ (173,755)	-5.59%
Operating expenses	1,945,256	2,046,414	(101,158)	-4.94%
Gross operating income	988,084	1,060,681	(72,597)	-6.84%
Depreciation and other expenses	1,268,066	1,194,084	73,982	6.20%
Net operating loss	(279,982)	(133,403)	(146,579)	-109.88%
Nonoperating income (expenses)	(58,667)	110,564	(169,231)	-153.06%
Capital contributions from Oneida Tribe of Indians of Wisconsin	257,713	0	257,713	N/A
Transfer from Oneida Tribe of Indians of Wisconsin	3,909,645	300,000	3,609,645	1203.22%
Change in net position	3,828,709	277,161	3,551,548	1281.40%
Net position at beginning	972,181	695,020	277,161	39.88%
Net position at end	\$ 4,800,890	\$ 972,181	\$ 3,828,709	393.83%

# Oneida Golf Enterprise

## Management's Discussion and Analysis (Unaudited)

September 30, 2014 and 2013



# Oneida Golf Enterprise

## Management's Discussion and Analysis (Unaudited)

September 30, 2014 and 2013

### Capital Asset and Debt Administration

At the end of 2014, OGE had \$4.87 million in net capital assets, including the transfer of the clubhouse and maintenance buildings from the Tribe and equipment purchases and improvements made to the land and building since the original date of purchase. This amount represents a net increase (including additions and deductions) of \$3.77 million, or 342.82%, over last year.

	FY2014	FY2013	Dollar Change	Percentage Change
Land improvements	\$ 715,062	\$ 715,062	\$ 0	0.00%
Building Improvements	4,234,218	316,305	3,917,913	1238.65%
Furniture, fixtures, equipment	840,225	683,246	156,979	22.98%
Computer software	59,791	60,934	(1,143)	-1.88%
Subtotals	5,849,296	1,775,547	4,073,749	229.44%
Less - Accumulated depreciation and amortization	975,663	674,956	300,707	44.55%
Capital assets - Net	\$ 4,873,633	\$ 1,100,591	\$ 3,773,042	342.82%

### Long-Term Debt

At year-end, OGE had \$373,815 in long-term debt outstanding for a note payable and capital lease—an increase of \$295,130 over last year. Additional details of OGE's debt are presented in Note 4 to the financial statements.

# Oneida Golf Enterprise

## Management's Discussion and Analysis (Unaudited)

September 30, 2014 and 2013

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### 2013 COMPARED TO 2012

The 2013 and 2012 balances in this section have not been adjusted to reflect certain reclassifications made during 2014.

This section of Oneida Golf Enterprise's (OGE's) annual financial report presents our discussion and analysis of OGE's financial performance during the fiscal year ended September 30, 2013. Please read it in conjunction with OGE's financial statements, which follow this section.

### Financial Highlights

- OGE's golf revenue decreased only \$53,378, or 3.69% despite a significantly shorter season (seven weeks) than last year.
- OGE's food and beverage revenue increased \$110,758, or 7.19%, due to record numbers of banquet events including weddings and golf outings.
- OGE's net loss before transfers decreased \$365,329 or 94.12% due to increased food and beverage revenues and overall decreased costs, most notably rent reductions from the Oneida Tribe.
- The capital contribution by the Oneida Tribe decreased by \$187,027 due to a reduction in financial needs of OGE during the fiscal year.

### Overview of the Financial Statements

This annual report consists of three components: Independent Auditor's Report, Management's Discussion and Analysis (this section), and the Basic Financial Statements. The basic financial statements include the balance sheets, statements of operations and changes in net position, and the statements of cash flows.

The financial statements also include notes explaining the information in the statements and providing detailed data.

The balance sheets are a snapshot of the financial condition of OGE as of the close of the fiscal year. The statements of operations and changes in net position present the results of the operations during the fiscal year and the increase or decrease in net position. The statements of cash flows present information on where money is coming from and how it is being spent.



# Oneida Golf Enterprise

## Management's Discussion and Analysis (Unaudited)

September 30, 2014 and 2013

### Financial Analysis of Oneida Golf Enterprise as a Whole

OGE's combined net position increased by \$277,161 between fiscal years 2012 and 2013. The ending net position balance was \$972,181. Of that, net investment in capital assets decreased by \$39,137 and unrestricted assets increased by \$316,298. A change in property lease terms resulted in an increase in current assets, specifically cash and prepaid expenses. Renewed lease terms also significantly improved cash flow.

#### OGE's Net Position

	FY2013	FY2012	Dollar Change	Percentage Change
<b>Assets:</b>				
Current assets	\$ 818,925	\$ 474,869	\$ 344,056	72.45%
Capital assets - net	1,100,591	1,211,920	(111,329)	-9.19%
Other assets	11,166	0	11,166	0.00%
<b>Total assets</b>	<b>1,930,682</b>	<b>1,686,789</b>	<b>243,893</b>	<b>14.46%</b>
<b>Liabilities:</b>				
Current liabilities	879,816	879,569	247	0.03%
Long-term liabilities	78,685	112,200	(33,515)	-29.87%
<b>Total liabilities</b>	<b>958,501</b>	<b>991,769</b>	<b>(33,268)</b>	<b>-3.35%</b>
<b>Net position:</b>				
Net investment in capital assets	548,869	588,006	(39,137)	-6.66%
Unrestricted	423,312	107,014	316,298	295.57%
<b>Total net position</b>	<b>\$ 972,181</b>	<b>\$ 695,020</b>	<b>\$ 277,161</b>	<b>39.88%</b>

# Oneida Golf Enterprise

## Management's Discussion and Analysis (Unaudited)

September 30, 2014 and 2013

### Change in Net Position

OGE's total revenues increased \$94,766, or 3.13%. The total cost of operations was \$3,256,029, a decrease of 3.40%, from the prior year. A record number of banquet events resulted in the increase in revenues but left operating costs relatively unchanged. Fewer promotions and advertisements significantly decreased other expenses during the fiscal year.

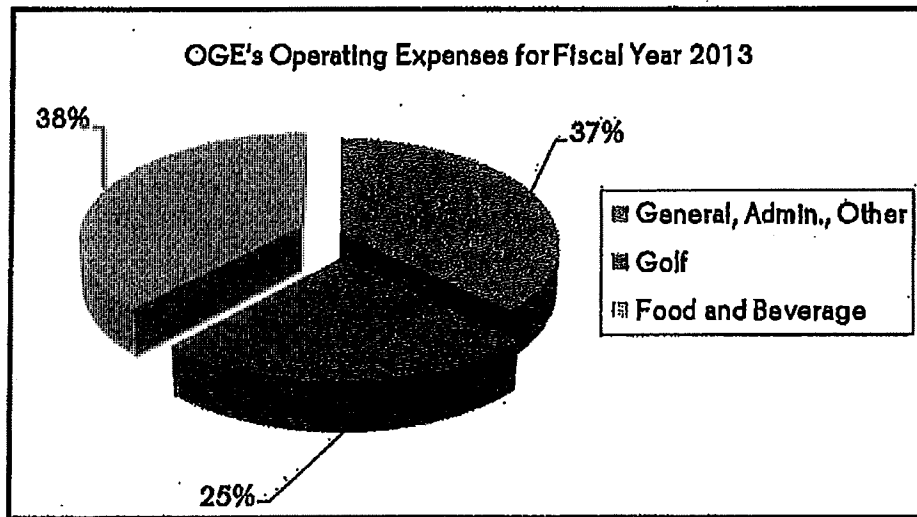
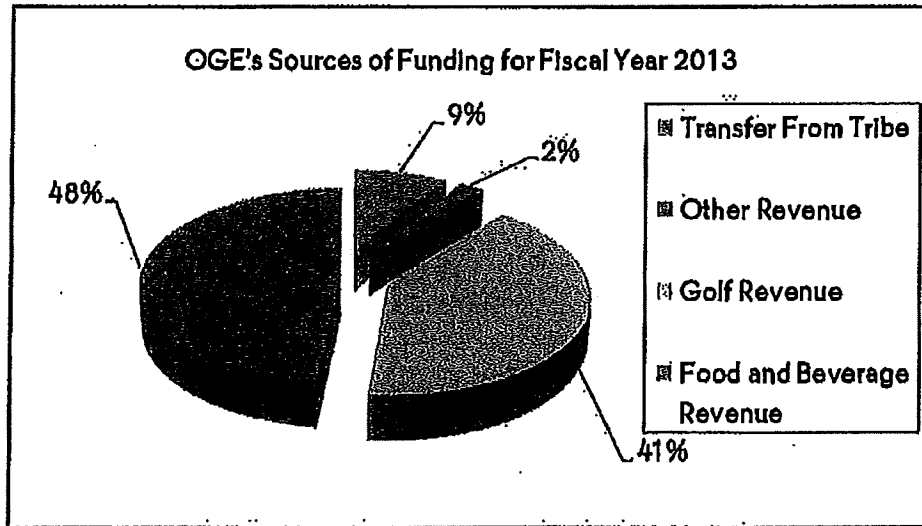
#### OGE's Change In Net Position

	FY2013	FY2012	Dollar Change	Percentage Change
Operating revenues	\$ 3,122,626	\$ 3,027,860	\$ 94,766	3.13%
Operating expenses	2,046,951	2,043,174	3,777	0.18%
Gross operating income	1,075,675	984,686	90,989	9.24%
Depreciation and other expenses	1,209,078	1,327,436	(118,358)	-8.92%
Net operating loss	(133,403)	(342,750)	209,347	-61.08%
Nonoperating income (expenses)	110,564	(45,418)	155,982	-343.44%
Transfer from Oneida Tribe of Indians of Wisconsin	300,000	487,027	(187,027)	-38.40%
Change in net position	277,161	98,859	178,302	180.36%
Net position at beginning	695,020	596,161	98,859	16.58%
Net position at end	\$ 972,181	\$ 695,020	\$ 277,161	39.88%

# Oneida Golf Enterprise

## Management's Discussion and Analysis (Unaudited)

September 30, 2014 and 2013



# Oneida Golf Enterprise

## Management's Discussion and Analysis (Unaudited)

September 30, 2014 and 2013

### Capital Asset and Debt Administration

At the end of 2013, OGE had \$1.1 million in net capital assets, including equipment purchases and improvements made to the land and building since the original date of purchase. This amount represents a net decrease (including additions and deductions) of \$111,329 or 9.19% over last year.

	FY2013	FY2012	Dollar Change	Percentage Change
Land Improvements	\$ 715,062	\$ 677,939	\$ 37,123	5.48%
Building Improvements	359,037	356,228	\$ 2,809	0.79%
Furniture, fixtures, equipment	641,658	569,582	\$ 72,076	12.65%
Computer software	59,791	58,566	\$ 1,225	2.09%
Subtotals	1,775,548	1,662,315	113,233	6.81%
Less - Accumulated depreciation and amortization	674,957	450,395	224,562	49.86%
Capital assets - Net	\$ 1,100,591	\$ 1,211,920	\$ (111,329)	-9.19%

### Long-Term Debt

At year-end, OGE had \$78,685 in long-term debt outstanding for a capital lease—a decrease of \$33,515 over last year. Additional details of OGE's debt are presented in Note 4 to the financial statements.

### Contacting OGE's Financial Management

This financial report is designed to provide our citizens, investors, and creditors with a general overview of OGE's finances and demonstrate OGE's accountability for the funds received. If you have questions about this report or need additional information, contact:

Oneida Golf Enterprise  
Jen Skenandore, Controller  
4470 North Pine Tree Road  
Oneida, WI 54155-9181

# Oneida Golf Enterprise

## Statements of Net Position September 30, 2014 and 2013

<i>Assets</i>	2014	2013
<b>Current assets:</b>		
Cash	\$ 471,313	\$ 515,657
Accounts receivable - Trade	43,379	61,939
Due from related parties	28,840	23,562
Inventories	118,264	90,262
Prepaid expenses	66,398	127,505
<b>Total current assets</b>	<b>728,194</b>	<b>818,925</b>
<b>Capital assets being depreciated - Net</b>	<b>4,873,633</b>	<b>1,100,591</b>
<b>Other assets - Deposits</b>	<b>9,459</b>	<b>11,166</b>
<b>TOTAL ASSETS</b>	<b>\$ 5,611,286</b>	<b>\$ 1,930,682</b>
<b><i>Liabilities and Net Position</i></b>		
<b>Current liabilities:</b>		
<b>Current maturities of long-term liabilities:</b>		
Notes payable	\$ 45,371	\$ 439,521
Capital lease obligations	35,231	33,516
Accounts payable - Trade	96,095	116,186
Due to related parties	204	1,520
<b>Accrued expenses and other liabilities:</b>		
Payroll and related expenses	38,852	44,793
Sales tax	15,130	18,851
Compensated absences	37,138	38,126
Advance deposits	139,825	157,785
Other	28,735	29,518
<b>Total current liabilities</b>	<b>436,581</b>	<b>879,816</b>
<b>Long-term liabilities:</b>		
Notes payable	330,361	0
Obligations under capital lease	43,454	78,685
<b>Total long-term liabilities</b>	<b>373,815</b>	<b>78,685</b>
<b>Net position:</b>		
Net investment in capital assets	4,428,675	548,869
Unrestricted	372,215	423,312
<b>Total net position</b>	<b>4,800,890</b>	<b>972,181</b>
<b>TOTAL LIABILITIES AND NET POSITION</b>	<b>\$ 5,611,286</b>	<b>\$ 1,930,682</b>

See accompanying notes to financial statements.

# Oneida Golf Enterprise

## Statements of Operations and Changes in Net Position Years Ended September 30, 2014 and 2013

	2014	2013
<b>Operating revenues:</b>		
Golf - Net	\$ 1,329,384	\$ 1,377,140
Food and beverage - Net	1,526,967	1,651,793
Other	76,989	78,162
<b>Total operating revenues</b>	<b>2,933,340</b>	<b>3,107,095</b>
<b>Operating expenses:</b>		
Golf costs of sales	113,349	110,038
Food and beverage costs of sales	466,435	541,546
Golf salaries and benefits	510,961	496,343
Food and beverage salaries and benefits	585,280	598,344
Golf - Other expenses	176,902	200,794
Food and beverage - Other expenses	92,329	99,349
General and administrative	421,924	320,834
Sales and marketing	196,365	217,943
Energy costs	126,928	127,364
Property operations and maintenance	85,947	106,268
Rent and management fee	94,459	181,173
Property and casualty insurance	41,735	15,940
Depreciation expense	300,708	224,562
<b>Total operating expenses</b>	<b>3,213,322</b>	<b>3,240,498</b>
<b>Loss from operations</b>	<b>(279,982)</b>	<b>(133,403)</b>
<b>Other Income (expense):</b>		
Other Income - Prior year's rent credit	0	166,855
Interest expense	(26,951)	(30,269)
Owner's expense	(31,716)	(26,022)
<b>Total other Income (expense)</b>	<b>(58,667)</b>	<b>110,564</b>
Loss before capital contributions transfers	(338,649)	(22,839)
Capital contributions from Oneida Tribe of Indians of Wisconsin	257,713	0
Transfers from Oneida Tribe of Indians of Wisconsin	3,909,645	300,000
Change in net position	3,828,709	277,161
Net position at beginning	972,181	695,020
<b>Net position at end</b>	<b>\$ 4,800,890</b>	<b>\$ 972,181</b>

See accompanying notes to financial statements.

# Oneida Golf Enterprise

## Statements of Cash Flows

Years Ended September 30, 2014 and 2013

	2014	2013
Increase (decrease) in cash:		
Cash flows from operating activities:		
Cash received from customers	\$ 2,928,662	\$ 3,105,088
Cash paid to suppliers	(1,733,241)	(1,716,755)
Cash paid to employees	(1,171,414)	(1,080,447)
Cash paid to related parties	(7,694)	(161,137)
Cash paid for owner's expense	(31,716)	(26,022)
<b>Net cash provided by (used in) operating activities</b>	<b>(15,403)</b>	<b>120,727</b>
Cash flows from capital and related financing activities:		
Capital expenditures	(188,569)	(113,233)
Deposits on capital assets	(8,293)	(11,166)
Transfers from Oneida Tribe of Indians of Wisconsin	257,713	0
Interest paid on capital debt	(21,782)	(23,468)
Payments on note payable	(63,789)	(40,308)
Payments on capital lease obligation	(38,685)	(38,685)
<b>Net cash used in capital and related financing activities</b>	<b>(63,405)</b>	<b>(226,860)</b>
Net cash provided by noncapital financing activities - Transfers from Oneida Tribe of Indians of Wisconsin	34,464	300,000
Net increase (decrease) in cash	(44,344)	193,867
Cash at beginning	515,657	321,790
<b>Cash at end</b>	<b>\$ 471,313</b>	<b>\$ 515,657</b>

# Oneida Golf Enterprise

## Statements of Cash Flows (Continued)

Years Ended September 30, 2014 and 2013

	2014	2013
Reconciliation of net operating loss to net cash provided by (used in) operating activities:		
Loss from operations	\$ (279,982)	\$ (133,403)
Adjustments to reconcile net operating loss to net cash provided by (used in) operating activities:		
Depreciation	300,708	224,562
Owner's expense	(31,716)	(26,022)
Prior year's rent credit	0	166,855
Changes in operating assets and liabilities:		
Accounts receivable	18,560	(15,509)
Interfund receivables and payables	(6,594)	(49,145)
Inventories	(28,002)	(617)
Prepaid expenses	61,107	(110,501)
Accounts payable	(20,091)	35,755
Accrued expenses and other liabilities	(29,393)	28,752
<b>Total adjustments</b>	<b>264,579</b>	<b>254,130</b>
<b>Net cash provided by (used in) operating activities</b>	<b>\$ (15,403)</b>	<b>\$ 120,727</b>

### Noncash capital and related financing activities:

During 2014, the Oneida Tribe of Indians of Wisconsin transferred the clubhouse and maintenance building to Oneida Golf Enterprise at a value of \$3,875,181.



# Oneida Golf Enterprise

## Notes to Financial Statements

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### Note 1 Summary of Significant Accounting Policies

#### Principal Business Activity

Oneida Golf Enterprise (OGE) is a tribally chartered corporation of the Oneida Tribe of Indians of Wisconsin (the "Tribe"), a federally recognized Indian Tribe. OGE is a limited liability company and is exempt from federal and state income taxes. OGE is established principally for the purpose of operating Thornberry Creek at Oneida golf and restaurant facility.

#### Basis of Presentation

OGE uses enterprise fund accounting. Revenues and expenses are recognized on the accrual basis using the economic resources measurement focus.

#### Use of Estimates in Preparation of Financial Statements

The preparation of the accompanying financial statements in conformity with accounting principles generally accepted in the United States (GAAP) requires management to make certain estimates and assumptions that directly affect the results of reported assets, liabilities, revenues, and expenses. Actual results may differ from these estimates.

#### Accounts Receivable - Trade and Credit Policy

Accounts receivable - trade are stated at the amount management expects to collect from balances outstanding at year-end. Based on management's assessment of the credit history with customers having outstanding balances and current relationships with them, it has concluded that realization losses on balances outstanding at year-end will be immaterial.

#### Inventories

Inventories, consisting of food, beverage, and golf merchandise, are valued at the lower of cost, determined on the first-in, first-out (FIFO) method, or market.

# Oneida Golf Enterprise

## Notes to Financial Statements

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### Note 1 Summary of Significant Accounting Policies (Continued)

#### Capital Assets

The Tribe purchased Thornberry Creek at Oneida golf and restaurant facility in January 2009. Capital assets acquired in the original purchase of Thornberry Creek are included in the financial statements of the Tribe until February 1, 2014, when the Tribe transferred the clubhouse and maintenance building to OGE at a value of \$3,875,181. Equipment purchased and improvements made to the land and building since the original purchase date are reflected in the financial statements of OGE.

Capital assets that are purchased or acquired with an original cost of \$2,500 or more are reported at historical cost and include equipment under leases that have been capitalized. Maintenance and repair costs are charged to expense as incurred. Gains or losses on disposition of capital assets are reflected in income. Depreciation is computed on the straight-line method for financial reporting purposes based on the following estimated useful lives:

<u>Assets</u>	<u>Useful Lives</u>
Land improvements	10 - 20 years
Buildings and improvements	5 - 35 years
Furniture, fixtures, and equipment	3 - 20 years
Computer software	3 years

#### Revenue Recognition

Revenues from golf fees and the sale of food and beverages are recognized at the time of the event or transaction. Discounts provided to customers at the point of sale are recognized as a reduction in revenue which totaled \$150,357 and \$213,888 for the years ended September 30, 2014 and 2013, respectively.

Gift cards sold and deposits received for banquet services are not recorded as revenue until the event occurs or the gift card is used. Unused gift cards and deposits are recorded as advance deposits on the statements of net position.

# Oneida Golf Enterprise

## Notes to Financial Statements

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### Note 1 Summary of Significant Accounting Policies (Continued)

#### Sales and Marketing Expenses

The cost of golf, food, and beverages provided to customers through promotional and other discounts are charged to sales and marketing expenses. For fiscal 2014 and 2013, \$68,473 and \$73,667, respectively, was expensed.

Advertising costs are expensed as incurred. Advertising costs charged to expense in fiscal 2014 and 2013 were \$61,001 and \$79,994, respectively.

#### Owner's Expense

Owner's expense consists of Board of Directors' expenditures including stipends and expense reimbursements through March 2013 when the Board of Directors was dissolved. Beginning in April 2013, the management fees of the new agent for OGE are also classified as owner's expense.

#### Subsequent Events

Subsequent events have been evaluated through December 17, 2014, which is the date the financial statements were available to be issued.

# Oneida Golf Enterprise

## Notes to Financial Statements

### Note 2 Capital Assets

Capital assets activity follows:

	Balance October 1, 2013	Increase	Decrease	Balance September 30, 2014
<b>Capital assets being depreciated:</b>				
Land improvements	\$ 715,062	\$ 0	\$ 0	\$ 715,062
Buildings and Improvements	359,037	3,875,181	0	4,234,218
Furniture, fixtures, and equipment	641,656	198,569	0	840,225
Computer software	59,791	0	0	59,791
<b>Total capital assets being depreciated</b>	<b>1,775,546</b>	<b>4,073,750</b>	<b>0</b>	<b>5,849,296</b>
<b>Less - Accumulated depreciation for:</b>				
Land Improvements	190,754	63,066	0	253,820
Buildings and Improvements	114,544	112,137	0	226,681
Furniture, fixtures, and equipment	317,178	119,521	0	436,699
Computer software	52,479	5,984	0	58,463
<b>Total accumulated depreciation</b>	<b>674,955</b>	<b>300,708</b>	<b>0</b>	<b>975,663</b>
<b>Capital assets being depreciated - Net</b>	<b>\$ 1,100,591</b>	<b>\$ 3,773,042</b>	<b>\$ 0</b>	<b>\$ 4,873,633</b>

# Oneida Golf Enterprise

## Notes to Financial Statements

### Note 2 Capital Assets (Continued)

	Balance October 1, 2012	Increase	Decrease	Balance September 30, 2013
<b>Capital assets being depreciated:</b>				
Land Improvements	\$ 677,939	\$ 37,123	\$ 0	\$ 715,062
Buildings and Improvements	356,228	2,809	0	359,037
Furniture, fixtures, and equipment	569,580	72,076	0	641,656
Computer software	58,566	1,225	0	59,791
<b>Total capital assets being depreciated</b>	<b>1,662,313</b>	<b>113,233</b>	<b>0</b>	<b>1,775,546</b>
<b>Less - Accumulated depreciation for:</b>				
Land Improvements	127,899	62,855	0	190,754
Buildings and Improvements	75,820	38,724	0	114,544
Furniture, fixtures, and equipment	206,422	110,756	0	317,178
Computer software	40,252	12,227	0	52,479
<b>Total accumulated depreciation</b>	<b>450,393</b>	<b>224,562</b>	<b>0</b>	<b>674,955</b>
<b>Capital assets being depreciated - Net</b>	<b>\$ 1,211,920</b>	<b>\$ (111,329)</b>	<b>\$ 0</b>	<b>\$ 1,100,591</b>

### Note 3 Line of Credit

As of September 30, 2014, the Company has a revolving line-of-credit agreement with Bay Bancorporation, Inc., a related party that is also a tribally chartered corporation of the Tribe, in the amount of \$125,000 at an annual interest rate of 5%. As of September 30, 2014, no amounts are in use. The borrowings are secured by a certificate of deposit owned by the Tribe and a second interest in the assets of OGE. The current agreement expires on March 31, 2015.

# Oneida Golf Enterprise

## Notes to Financial Statements

### Note 4 Note Payable

OGE has a 5% bank note with Bay Bancorporation, Inc., a related party that is also a tribally chartered corporation. During 2014, the due date of the note was extended for 18 months to now be due October 16, 2015. The note requires monthly principal and interest payments of \$10,628 during the golf season (May through October) and is secured by a certificate of deposit owned by the Tribe.

Activity with respect to the principal due on the note follows:

Balance at October 1, 2012	\$ 479,829
Payments	(40,308)
<hr/>	
Balance at September 30, 2013	439,521
Payments	(63,789)
<hr/>	
Balance at September 30, 2014	375,732
Less - Current maturities	45,371
<hr/>	
Long-term portion	\$ 330,361
<hr/>	

Annual debt service requirement on long-term debt at September 30, 2014, including current maturities, are summarized as follows:

	Principal	Interest	Total
<hr/>			
2015	\$ 45,371	\$ 18,395	\$ 63,766
2016	330,361	1,377	331,738
<hr/>			
Totals	\$ 375,732	\$ 19,772	\$ 395,504
<hr/>			

# Oneida Golf Enterprise

## Notes to Financial Statements

### Note 5 Capital Lease

OGE has a lease for 80 golf carts, which is classified as a capital lease since the lease contains a \$1 buyout option at expiration. Payments are due during the six months of each golf season ending October 2016.

As of September 30, 2014, capital assets include \$172,959, which is the net present value (at 5% discount rate) of lease payments, for the golf carts. Accumulated depreciation for the golf carts of \$86,432 and \$51,840 is recognized as of September 30, 2014 and 2013, respectively. Lease amortization is included in depreciation expense.

Capital lease obligation activity follows:

	Principal Portion	Interest Portion	Total
Balance at October 1, 2012	\$ 144,085	\$ 17,102	\$ 161,187
Payments in 2013	(31,884)	(6,801)	(38,685)
Balance at September 30, 2013	112,201	10,301	122,502
Payments in 2014	(33,516)	(5,169)	(38,685)
Balance at September 30, 2014	\$ 78,685	\$ 5,132	\$ 83,817

Future minimum payments, by year and in the aggregate, under the capital lease consist of the following:

2015	\$ 38,685
2016	38,685
2017	6,447
Total minimum lease payments	83,817
Amount representing interest	5,132
Present value of future minimum lease payments	78,685
Less - Current maturities	35,231
Long-term obligation under capital lease	\$ 43,454

**Oneida Golf Enterprise  
Thornberry Creek at Oneida  
Balance Sheet as of 9/30/2014  
Preliminary**

	2014 YTD	2013 YTD
<b>Current Assets</b>		
Cash	458,812	500,094
House Banks	12,500	12,500
FF&E Reserve Account	0	3,063
Squirrel DB/AR	31,656	38,347
FORE DB/AR	40,563	47,154
Inventory - Food	24,459	26,197
Inventory - Liquor	31,554	22,478
Inventory - Beer	9,445	8,991
Inventory - Wine	3,365	3,629
Inventory - Other Revenue	121	220
Inventory - Cigars	1,837	0
Inventory - Cigarettes	273	0
Inventory T-Shirts	0	47
Inventory - Pro Shop	47,210	28,700
Prepaid Expenses	56,007	137,505
<b>Total Current Assets</b>	<b>717,801</b>	<b>828,924</b>
<b>Fixed Assets</b>		
Land Improvements	715,062	715,062
Building	4,191,486	316,305
Furniture & Fixtures	48,965	28,965
Floor Covering	42,733	42,733
Television	671	671
Office Equipment	16,774	12,302
Kitchen Equipment	45,913	20,755
Vehicle	50,602	50,602
Other FF&E	111,274	101,136
Grounds Equipment	625,816	487,016
Work In Progress	9,459	1,166
Accumulated Depreciation	(975,663)	(674,956)
<b>Total Fixed Assets</b>	<b>4,883,091</b>	<b>1,101,758</b>
<b>Total Assets</b>	<b>5,600,892</b>	<b>1,930,683</b>

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Completed by Michelle Paider  
at 11:07 am on 12/23/2014



**Oneida Golf Enterprise  
Thornberry Creek at Oneida  
Balance Sheet as of 9/30/2014  
Preliminary**

	2014 YTD	2013 YTD
<b>Current Liabilities</b>		
A/P Trade	95,222	92,250
A/P OAHC	0	0
Accrued External Audit	23,000	18,500
Accrued A/P Other	1,077	25,456
Accrued Utilities	4,960	10,679
Payroll Deposit Clearing Account	0	0
Squirrel Advance Deposits	136,134	156,174
FORE Advance Deposits	2,914	1,611
Badge/Key Deposits	777	0
Payroll Payable	16	7,003
Accrued Payroll	36,959	35,635
401K Withheld New	0	114
Accrued Paid Time Off	37,138	38,126
Benefit Insurance Withheld	189	341
Accrued Worker's Comp	586	0
Garnishment Withheld	0	0
Banquet Gratuities	1,878	2,041
Payroll Taxes Payable	0	0
Accrued Payroll Taxes	0	0
Sales Tax Payable	15,130	18,851
Capital Lease Liability	78,685	112,201
Loan Payable - Bay Bank	375,732	439,521
<b>Total Current Liabilities</b>	<b>810,395</b>	<b>958,501</b>
<b>Equity</b>		
Original Contributions	7,545	7,545
Contributions	6,373,892	2,206,533
Prior Year Retained Earnings	(1,241,896)	(1,219,059)
Current Year Retained Earnings	(349,044)	(22,837)
<b>Total Liabilities &amp; Equity</b>	<b>5,600,892</b>	<b>1,930,683</b>

**ONEIDA GOLF ENTERPRISE  
THORNBERRY CREEK GOLF COURSE  
FINANCIAL SUMMARY  
As of 9/30/2014  
Preliminary**

	Budget PTD	%	Actual PTD	%	Actual Prior Yr	%	Budget YTD	%	Actual YTD	%	Actual Prior YTD	%	CY YTD over PY YTD	%	Actual YTD vs Budget YTD	%
GROSS REVENUES	358,791	100.00%	319,753	100.00%	443,054	100.00%	3,334,162	100.00%	3,087,829	100.00%	3,489,027	100.00%	(401,198)	-11.50%	(246,333)	-7.39%
SALES DISCOUNTS	21,968	6.12%	12,407	3.88%	15,781	3.56%	196,904	5.91%	150,357	4.87%	198,357	5.69%	(48,000)	-24.20%	(46,547)	-23.64%
<b>GOLF</b>																
NET GOLF REVENUE	133,980	37.34%	144,167	45.09%	178,592	40.31%	1,301,728	39.04%	1,329,383	43.05%	1,392,671	39.92%	(63,288)	-4.54%	27,656	2.12%
GOLF COST OF SALES	11,934	8.91%	11,263	7.81%	12,107	6.78%	105,177	8.08%	113,349	8.53%	110,038	7.90%	3,311	3.01%	8,172	7.77%
GROSS PROFIT GOLF	122,046	91.09%	132,904	92.19%	166,484	93.22%	1,196,551	91.92%	1,216,034	91.47%	1,282,633	92.10%	(66,592)	-5.19%	19,484	1.63%
GOLF PAYROLL & RELATED	65,471	48.87%	57,080	39.59%	61,256	34.30%	534,940	41.09%	510,961	38.44%	496,343	35.64%	14,618	2.95%	(23,979)	-4.48%
GOLF OTHER EXPENSES	20,294	15.15%	24,958	17.31%	22,926	12.84%	223,838	17.20%	176,903	13.31%	200,793	14.42%	(23,890)	-11.90%	(46,935)	-20.97%
GOLF NET PROFIT/LOSS	36,281	27.08%	50,866	35.28%	82,302	46.08%	437,773	33.63%	528,170	39.73%	585,498	42.04%	(57,328)	-9.79%	90,398	20.65%
<b>FOOD</b>																
NET FOOD REVENUE	105,659	29.45%	82,837	25.91%	101,931	23.01%	994,297	29.82%	876,300	28.38%	951,152	27.26%	(74,852)	-7.87%	(117,997)	-11.87%
FOOD COST OF SALES	40,107	37.96%	26,771	32.32%	36,422	35.73%	376,276	37.84%	310,282	35.41%	359,156	37.76%	(48,874)	-13.61%	(65,994)	-17.54%
GROSS PROFIT FOOD	65,552	62.04%	56,066	67.68%	65,509	64.27%	618,021	62.16%	566,018	64.59%	591,996	62.24%	(25,978)	-4.39%	(52,003)	-8.41%
FOOD PAYROLL & RELATED	39,991	37.85%	26,392	31.86%	40,957	40.18%	411,126	41.35%	390,804	44.60%	420,975	44.26%	(30,171)	-7.17%	(20,323)	-4.94%
FOOD OTHER EXPENSES	7,096	6.72%	5,146	6.21%	5,576	5.47%	66,166	6.65%	57,426	6.55%	59,137	6.22%	(1,711)	-2.89%	(8,740)	-13.21%
FOOD SUBTOTAL	18,465	17.48%	24,528	29.61%	18,976	18.62%	140,729	14.15%	117,787	13.44%	111,884	11.76%	5,904	5.28%	(22,941)	-16.30%
FOOD OTHER NET REVENUE	4,224	1.18%	3,567	1.12%	4,863	1.10%	36,597	1.10%	36,305	1.18%	35,907	1.03%	397	1.11%	(292)	-0.80%
FOOD NET PROFIT/LOSS	22,689	21.47%	28,095	33.92%	23,839	23.39%	177,325	17.83%	154,092	17.58%	147,791	15.54%	6,301	4.26%	(23,233)	-13.10%
<b>BEVERAGE</b>																
NET BEVERAGE REVENUE	92,052	25.66%	72,835	22.78%	84,165	19.00%	777,841	23.33%	650,667	21.07%	700,641	20.08%	(49,974)	-7.13%	(127,174)	-16.35%
BEVERAGE COST OF SALES	24,292	26.39%	13,458	18.48%	19,601	23.29%	205,264	26.39%	156,152	24.00%	182,390	26.03%	(26,238)	-14.39%	(49,112)	-23.93%
GROSS PROFIT BEVERAGE	67,761	73.61%	59,377	81.52%	64,564	76.71%	572,578	73.61%	494,515	76.00%	518,251	73.97%	(23,736)	-4.58%	(78,063)	-13.63%
BEVERAGE PAYROLL & RELATED	20,702	22.49%	16,247	22.31%	14,109	16.76%	202,265	26.00%	194,475	29.89%	177,369	25.32%	17,106	9.64%	(7,790)	-3.85%
BEVERAGE OTHER EXPENSES	4,496	4.88%	1,860	2.55%	3,375	4.01%	35,945	4.62%	34,904	5.36%	33,817	4.83%	1,087	3.21%	(1,041)	-2.90%
BEVERAGE NET PROFIT/LOSS	42,562	46.24%	41,271	56.66%	47,081	55.94%	334,368	42.59%	265,136	40.75%	307,065	43.83%	(41,929)	-13.65%	(69,232)	-20.71%
OTHER NET PROFIT/LOSS	908	0.25%	2,593	0.81%	57,643	13.01%	26,795	0.80%	40,683	1.32%	209,110	5.99%	(169,427)	-80.54%	13,888	51.83%
<b>UNALLOCATED EXPENSES</b>																
ADMIN & GENERAL	38,924	10.85%	43,606	13.64%	36,834	8.31%	404,847	12.14%	421,925	13.66%	320,862	9.20%	101,062	31.50%	17,078	4.22%
SALES & MARKETING	21,499	5.99%	23,242	7.27%	24,462	5.52%	217,744	6.53%	196,366	6.36%	233,445	6.69%	(37,079)	-15.88%	(21,378)	-9.82%
ENERGY COSTS	13,759	3.83%	10,113	3.16%	12,439	2.81%	137,000	4.11%	126,927	4.11%	127,364	3.65%	(437)	-0.34%	(10,073)	-7.35%
PROPERTY OPS & MAINTENANCE	9,663	2.69%	10,440	3.27%	12,510	2.82%	112,107	3.36%	82,872	2.68%	112,663	3.23%	(29,791)	-26.44%	(29,235)	-26.08%
TOTAL UNALLOCATED EXPENSES	83,845	23.37%	87,401	27.33%	86,245	19.47%	871,697	26.14%	828,090	26.82%	794,335	22.77%	33,755	4.25%	(43,607)	-5.00%
OPERATING PROFIT/LOSS	18,594	5.18%	35,424	11.08%	124,619	28.13%	104,564	3.14%	159,991	5.18%	455,129	13.04%	(295,138)	-64.85%	55,428	53.01%
FIXED COSTS	17,578	4.90%	19,520	6.10%	21,870	4.94%	140,582	4.22%	208,328	6.75%	253,404	7.26%	(45,076)	-17.79%	67,746	48.19%
NET PROFIT/LOSS Before Depreciation	1,017	0.28%	15,904	4.97%	102,750	23.19%	(36,019)	-1.08%	(48,337)	-1.57%	201,725	5.78%	(250,062)	-123.96%	(12,318)	34.20%
Depreciation	20,750	5.78%	29,252	9.15%	19,496	4.40%	221,071	6.63%	300,708	9.74%	224,562	6.44%	76,146	33.91%	79,637	36.02%
NET PROFIT/LOSS	(19,733)	-5.50%	(13,348)	-4.17%	83,253	18.79%	(257,089)	-7.71%	(349,044)	-11.30%	(22,837)	-0.65%	(326,208)	-1428.44%	(91,955)	35.77%

**Bay Bancorporation, Inc.  
and Subsidiaries**

Green Bay, Wisconsin

**Consolidated Financial Statements**

Years Ended December 31, 2013 and 2012

# Bay Bancorporation, Inc. and Subsidiaries

## Consolidated Financial Statements

Years Ended December 31, 2013 and 2012

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### Table of Contents

Independent Auditor's Report.....	1
Management's Discussion and Analysis.....	3
Consolidated Financial Statements	
Consolidated Balance Sheets.....	8
Consolidated Statements of Operations.....	10
Consolidated Statements of Comprehensive Loss.....	12
Consolidated Statements of Stockholder's Equity .....	13
Consolidated Statements of Cash Flows.....	14
Notes to Consolidated Financial Statements.....	16



## Independent Auditor's Report

Board of Directors  
Bay Bancorporation, Inc.  
Green Bay, Wisconsin

We have audited the accompanying consolidated financial statements of Bay Bancorporation, Inc. and Subsidiaries, which comprise the consolidated balance sheets as of December 31, 2013 and 2012, and the related consolidated statements of operations, comprehensive loss, stockholder's equity, and cash flows for the years then ended, and the related notes to the consolidated financial statements.

### Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

### Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

## Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Bay Bancorporation, Inc. and Subsidiaries as of December 31, 2013 and 2012, and the results of their operations and their cash flows for the years then ended in accordance with accounting principles generally accepted in the United States.

## Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The supplementary information included in Management's Discussion and Analysis is not a required part of the consolidated financial statements but is supplemental information required by the Governmental Accounting Standards Board. The information is presented for purposes of additional analysis and is the responsibility of management. Such information has not been subjected to the auditing procedures applied in the audits of the financial statements; however, we applied certain limited procedures consisting primarily of inquiries of management regarding the methods of measurement and presentation to this information. Accordingly, we do not express an opinion or provide any assurance on it.

*Wipfli LLP*

Wipfli LLP

April 28, 2014

Green Bay, Wisconsin

# Bay Bancorporation, Inc. and Subsidiaries

## Management's Discussion and Analysis

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Management of Bay Bancorporation, Inc. (the "Company") and Subsidiaries provides the following discussion and analysis to assist financial statement readers in understanding the Company's consolidated financial performance. This information should be read in conjunction with the Company's consolidated financial statements and notes which follow this section.

### Financial Statement Overview

This annual report includes three components: Independent Auditor's Report, Management's Discussion and Analysis, and Consolidated Financial Statements.

# Bay Bancorporation, Inc. and Subsidiaries

## Management's Discussion and Analysis

### Analysis of Financial Results

A summary of the Company's consolidated balance sheets is provided to assist in the analysis of the Company's financial results.

#### Condensed Consolidated Balance Sheets

	2013	2012	Dollar Change	Percent Change
Cash and cash equivalents	\$ 8,147,513	\$ 5,848,335	\$ 2,299,178	39.3
Certificates of deposit	735,000	0	735,000	100.0
Investment securities available for sale	16,434,567	16,204,752	229,815	1.4
Investment securities held to maturity	0	2,742,556	(2,742,556)	(100.0)
Loans, net	49,972,918	56,567,046	(6,594,128)	(11.7)
Furniture and equipment, net	173,687	149,490	24,197	16.2
Cash value of life insurance	2,964,862	2,886,664	78,198	2.7
Federal Home Loan Bank stock	475,000	475,000	0	0
Other real estate owned	1,655,302	1,851,075	(195,773)	(10.6)
Other assets	2,882,215	2,804,468	77,747	2.8
<b>Total assets</b>	<b>\$ 83,441,064</b>	<b>\$ 89,529,386</b>	<b>\$ (6,088,322)</b>	<b>(6.8)</b>
Deposits	\$ 68,653,878	\$ 71,626,299	\$ (2,972,421)	(4.1)
Borrowed funds	4,000,000	7,000,000	(3,000,000)	(42.9)
Other liabilities	942,748	900,942	41,806	4.6
<b>Total liabilities</b>	<b>73,596,626</b>	<b>79,527,241</b>	<b>(5,930,615)</b>	<b>(7.5)</b>
Common stock	85,880	85,880	0	0.0
Capital surplus	4,145,558	4,145,558	0	0.0
Retained earnings	5,207,037	5,121,543	85,494	1.7
Accumulated other comprehensive income	405,963	649,164	(243,201)	(37.5)
<b>Total stockholder's equity</b>	<b>9,844,438</b>	<b>10,002,145</b>	<b>(157,707)</b>	<b>(1.6)</b>
<b>Total liabilities and stockholder's equity</b>	<b>\$ 83,441,064</b>	<b>\$ 89,529,386</b>	<b>\$ (6,088,322)</b>	<b>(6.8)</b>



# Bay Bancorporation, Inc. and Subsidiaries

## Management's Discussion and Analysis

### Analysis of Financial Results (Continued)

Total assets as of December 31, 2013, decreased \$6.1 million, or 6.8%, compared to December 31, 2012. Investment securities (held to maturity and available for sale) decreased \$2.5 million, or 13.3%. Net loans decreased \$6.6 million, or 11.7%, primarily from a reduction in demand in the Company's commercial portfolios. Total liabilities as of December 31, 2013, decreased approximately \$5.9 million, or 7.5%, compared to December 31, 2012, results. This resulted from a decrease in deposits of \$3.0 million, primarily from a reduction in brokered deposits. In addition, a decrease of \$3.0 million in borrowed funds occurred as a result of repayment of FHLB advances by year-end 2013. Total stockholder's equity as of December 31, 2013, decreased \$157,707, or 1.6%, compared to December 31, 2012, due to net income of \$85,494 offset by a \$243,201 decrease in accumulated other comprehensive income. See the discussion on capital adequacy below and Note 15 to the consolidated financial statements for more information.

### Condensed Consolidated Statements of Operations

	2013	2012	Dollar Change	Percent Change
Interest income	\$ 3,769,788	\$ 4,709,863	\$ (940,075)	(20.0)
Interest expense	453,579	694,837	(241,258)	(34.7)
Net interest income	3,316,209	4,015,026	(698,817)	(17.4)
Provision for loan losses	519,000	2,033,000	(1,514,000)	(74.5)
Net interest income after provision for loan losses	2,797,209	1,982,026	815,183	41.1
Other income	956,283	1,449,274	(492,991)	(34.0)
Other expenses	3,868,065	3,926,228	(58,163)	(1.5)
Loss before credit for income taxes	(114,573)	(494,928)	380,355	(76.9)
Credit for income taxes	(200,067)	(352,683)	152,616	(43.3)
Net income (loss)	\$ 85,494	\$ (142,245)	\$ 227,739	(160.1)

# Bay Bancorporation, Inc. and Subsidiaries

## Management's Discussion and Analysis

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### Analysis of Financial Results (Continued)

Net income for the year ended December 31, 2013, was \$85,494 compared to a net loss of \$142,245 for the year ended December 31, 2012. The Company's net interest income decreased by \$698,817, or 17.4%, primarily due to the decrease in interest income offset to a lesser degree by a decrease in interest expense on deposits.

The Company's provision for loan losses (PLL) decreased \$1,514,000, from \$2,033,000 in 2012 to \$519,000 in 2013. Our internal risk system is used to identify loans that meet the criteria for being impaired as defined in the accounting guidance. The specific component of the allowance for loan losses (ALL) relates to loans that are individually classified as impaired and where expected cash flows are less than the loan carrying value. The decrease in the PLL is due in large part to a reduction in the specific component of the ALL. This specific reserve amounted to \$1,389,275 in 2013 compared to \$2,526,334 in 2012, a reduction of \$1,137,059. In addition, there was a reduction in net loan charge-offs that contributed to the reduction in the PLL. For 2013, net loan charge-offs totaled \$1,487,715 as compared to \$1,913,376 in 2012, a decrease of \$425,661 which would have contributed to a reduction to the historical loss portion of the ALL.

Other income decreased 34.0% during 2013 as a result of a decrease in income from mortgage banking activities. Other expenses decreased 1.5% during 2013. The decreases in other income and net interest income were offset to a lesser degree by a decrease in provision for loan losses resulting in a decrease in pretax loss. As a result, income tax benefit decreased approximately \$153,000 in 2013, resulting in a tax benefit of approximately \$200,000. Refer to Note 10 to the consolidated financial statements for a table showing the reconciliation of the effective tax rate.

### Liquidity Management and Capital Resources

#### Liquidity

Liquidity describes the ability of the Company to meet financial obligations that arise out of the ordinary course of business. Liquidity is primarily needed to meet borrowing and deposit withdrawal requirements of the customers of the Company and to fund current and planned expenditures. The Company maintains its asset liquidity position internally through short-term investments, the maturity distribution of the investment portfolio, loan repayments, and income from earning assets. Refer to Note 3 to the consolidated financial statements for a table showing the maturity distribution of the Company's securities portfolio and the related estimated fair value.

# Bay Bancorporation, Inc. and Subsidiaries

## Management's Discussion and Analysis

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### Liquidity Management and Capital Resources (Continued)

On the liability side of the balance sheet, liquidity is affected by the timing of maturing liabilities and the ability to generate new deposits or borrowings as needed. Other sources are available through brokered deposits, borrowings from the Federal Reserve Bank and the Federal Home Loan Bank (FHLB), and from lines of credit approved at correspondent banks. Management knows of no trend or event which will have a material impact on the Company's ability to maintain liquidity at satisfactory levels.

### Capital Resources and Adequacy

Total stockholder's equity decreased \$157,707, or 1.6%, in 2013 from \$10.0 million at December 31, 2012. The decrease was made up of net income offset to a larger degree by a decrease in accumulated other comprehensive income related to unrealized gains on securities available for sale.

Bay Bank (the "Bank") is currently under a Consent Order ("Order") dated August 16, 2012, in agreement with the Federal Deposit Insurance Corporation (FDIC) and the Wisconsin Department of Financial Institutions (WDFI). Under the Order, the Bank shall have and maintain its level of Tier 1 capital as a percentage of its total assets (capital ratio) at a minimum of 9.0%. The capital ratio is calculated by dividing total assets for the most recent quarter into Tier 1 capital. The capital ratio as of December 31, 2013 and 2012, was 9.4% and 8.8%, respectively.

Another measure of capital adequacy is the risk-based capital ratio or the ratio of total capital to risk-adjusted assets. Total capital is comprised of both core capital (Tier 1) and supplemental capital (Tier 2), which includes the adjustment for the allowance for loan losses and off-balance-sheet items, such as letters of credit, and also takes into account the different degrees of risk among various assets. Under the Order, the Bank is required to maintain a minimum of 12.0%. The Bank's ratios at December 31, 2013 and 2012, were 14.4% and 13.8%, respectively. As a result of the Order, the Bank is considered adequately capitalized as of December 31, 2013, per the FDIC.

Management knows of no other trend or event that will have a material impact on capital. Please also refer to Note 15 to the consolidated financial statements for additional discussion of regulatory matters.

# Bay Bancorporation, Inc. and Subsidiaries

## Consolidated Balance Sheets

December 31, 2013 and 2012

<i>Assets</i>	2013	2012
Cash and due from banks	\$ 2,065,085	\$ 2,373,400
Federal funds sold	5,033,083	2,477,563
Interest-bearing deposits	1,049,345	997,372
Cash and cash equivalents	8,147,513	5,848,335
Certificates of deposit	735,000	0
Investment securities available for sale	16,434,567	16,204,752
Investment securities held to maturity	0	2,742,556
Loans, net	49,972,918	56,567,046
Furniture and equipment, net	173,687	149,490
Cash value of life insurance	2,964,862	2,886,664
Federal Home Loan Bank stock	475,000	475,000
Other real estate owned	1,655,302	1,851,075
Other assets	2,882,215	2,804,468
<b>TOTAL ASSETS</b>	<b>\$ 83,441,064</b>	<b>\$ 89,529,386</b>

# Bay Bancorporation, Inc. and Subsidiaries

## Consolidated Balance Sheets (Continued)

December 31, 2013 and 2012

<i>Liabilities and Stockholder's Equity</i>	2013	2012
Liabilities:		
Non-interest-bearing deposits	\$ 12,462,705	\$ 9,196,929
Interest-bearing deposits	56,191,173	62,429,370
Total deposits	68,653,878	71,626,299
Borrowed funds	4,000,000	7,000,000
Other liabilities	942,748	900,942
Total liabilities	73,596,626	79,527,241
Stockholder's equity:		
Common stock, Class A voting - \$1 par value:		
Authorized - 90,000 shares		
Issued - 85,880 shares	85,880	85,880
Common stock, Class B nonvoting - \$1 par value:		
Authorized - 90,000 shares		
Capital surplus	4,145,558	4,145,558
Retained earnings	5,207,037	5,121,543
Accumulated other comprehensive income	405,963	649,164
Total stockholder's equity	9,844,438	10,002,145
<b>TOTAL LIABILITIES AND STOCKHOLDER'S EQUITY</b>	<b>\$ 83,441,064</b>	<b>\$ 89,529,386</b>

# Bay Bancorporation, Inc. and Subsidiaries

## Consolidated Statements of Operations

Years Ended December 31, 2013 and 2012

	2013	2012
Interest income:		
Loans, including fees	\$ 3,203,332	\$ 3,996,793
Securities:		
Taxable	182,850	309,061
Tax-exempt	375,315	385,582
Other interest income	8,291	18,427
<b>Total interest income</b>	<b>3,769,788</b>	<b>4,709,863</b>
Interest expense:		
Deposits	391,551	567,330
Borrowings	62,028	127,507
<b>Total interest expense</b>	<b>453,579</b>	<b>694,837</b>
Net interest income	3,316,209	4,015,026
Provision for loan losses	519,000	2,033,000
<b>Net interest income after provision for loan losses</b>	<b>2,797,209</b>	<b>1,982,026</b>
Other income:		
Service charges on deposit accounts	241,294	237,427
Loan-origination fee	137,539	155,024
Mortgage banking activities	334,935	816,298
Commissions and fee income	126,932	144,856
Net increase in cash value of life insurance	78,199	81,225
Net gains from sales of securities	5,432	0
Other	31,952	14,444
<b>Total other income</b>	<b>956,283</b>	<b>1,449,274</b>

# Bay Bancorporation, Inc. and Subsidiaries

## Consolidated Statements of Operations (Continued)

Years Ended December 31, 2013 and 2012

	2013	2012
Other expenses:		
Salaries and related employee benefits	\$ 1,622,568	\$ 1,416,697
Net occupancy expense	103,096	112,769
Equipment rentals, depreciation, and maintenance	70,655	76,677
Professional fees	163,279	160,514
Examinations and assessments	180,552	190,587
Data processing fees	353,357	350,828
Interchange fees	15,858	18,289
Loan collection	216,450	210,654
Other real estate owned	802,470	1,116,083
Other	339,780	273,130
<b>Total other expenses</b>	<b>3,868,065</b>	<b>3,926,228</b>
Loss before credit for income taxes	(114,573)	(494,928)
Credit for income taxes	(200,067)	(352,683)
<b>Net income (loss)</b>	<b>\$ 85,494</b>	<b>\$ (142,245)</b>

# Bay Bancorporation, Inc. and Subsidiaries

## Consolidated Statements of Comprehensive Loss

Years Ended December 31, 2013 and 2012

	2013	2012
Net income (loss)	\$ 85,494	\$ (142,245)
Other comprehensive loss, before tax:		
Unrealized loss on securities available for sale	(395,130)	(156,101)
Reclassification adjustment for gains realized in net income	(5,432)	0
Other comprehensive loss, before tax	(400,562)	(156,101)
Tax effect	157,361	61,448
Other comprehensive loss	(243,201)	(94,653)
Comprehensive loss	\$ (157,707)	\$ (236,898)



# Bay Bancorporation, Inc. and Subsidiaries

## Consolidated Statements of Stockholder's Equity

Years Ended December 31, 2013 and 2012

	Common Stock	Capital Surplus	Retained Earnings	Accumulated Other Comprehensive Income	Total Stockholder's Equity
Balance at January 1, 2012 as originally stated	\$ 85,880	\$4,145,558	\$ 5,384,297	\$ 743,817	\$ 10,359,552
Prior period adjustment			(120,509)		(120,509)
Adjusted balance at January 1, 2012	85,880	4,145,558	5,263,788	743,817	10,239,043
Net loss			(142,245)		(142,245)
Other comprehensive loss				(94,653)	(94,653)
Adjusted balance at December 31, 2012	85,880	4,145,558	5,121,543	649,164	10,002,145
Net income			85,494		85,494
Other comprehensive loss				(243,201)	(243,201)
Balance at December 31, 2013	\$ 85,880	\$4,145,558	\$ 5,207,037	\$ 405,963	\$ 9,844,438

# Bay Bancorporation, Inc. and Subsidiaries

## Consolidated Statements of Cash Flows

Years Ended December 31, 2013 and 2012

	2013	2012
Increase (decrease) in cash and cash equivalents:		
Cash flows from operating activities:		
Interest, fees, and dividends received	\$ 4,062,857	\$ 4,698,375
Service charges and other income received	764,437	772,421
Interest paid	(474,578)	(758,065)
Cash paid to suppliers and employees	(3,051,167)	(2,770,169)
Income tax refunds (payments)	24,949	(139,719)
Net cash provided by operating activities	1,326,498	1,802,843
Cash flows from investing activities:		
Net (increase) decrease in certificates of deposit	(735,000)	450,000
Purchases of investment securities available for sale	0	(500,000)
Maturities of investment securities available for sale	1,885,723	5,423,518
Proceeds from sales of investment securities available for sale	173,330	0
Proceeds from sale of other real estate owned	881,140	587,417
Redemptions of FHLB stock	0	425,000
Net decrease in loans	4,803,617	5,228,417
Proceeds from disposal of furniture and equipment	17,000	0
Capital expenditures	(80,709)	(27,030)
Net cash provided by investing activities	6,945,101	11,587,322
Cash flows from financing activities:		
Net decrease in deposits	(2,972,421)	(9,079,579)
Proceeds from FHLB advances	2,000,000	1,000,000
Repayment of FHLB advances	(5,000,000)	(5,500,000)
Net cash used in financing activities	(5,972,421)	(13,579,579)
Net increase (decrease) in cash and cash equivalents	2,299,178	(189,414)
Cash and cash equivalents at beginning	5,848,335	6,037,749
Cash and cash equivalents at end	\$ 8,147,513	\$ 5,848,335

# Bay Bancorporation, Inc. and Subsidiaries

## Consolidated Statements of Cash Flows (Continued)

Years Ended December 31, 2013 and 2012

	2013	2012
Reconciliation of net income (loss) to net cash provided by operating activities:		
Net income (loss)	\$ 85,494	\$ (142,245)
Adjustments to reconcile net income (loss) to net cash provided by operating activities:		
Provision for depreciation and net amortization and accretion	112,740	134,594
Provision for loan losses	519,000	2,033,000
Provision for impairment on other real estate owned	590,635	1,021,914
Net increase in cash value of life insurance	(78,198)	(81,225)
Net gains from sales of securities	(5,432)	0
Gain from sales of loans	(135,389)	(389,964)
Loss on sale of other real estate owned	130,898	15,200
(Gain) loss on disposal of furniture and equipment	(14,669)	1,485
Changes in operating assets and liabilities:		
Other assets	79,614	(482,094)
Other liabilities	41,805	(307,822)
<b>Total adjustments</b>	<b>1,241,004</b>	<b>1,945,088</b>
<b>Net cash provided by operating activities</b>	<b>\$ 1,326,498</b>	<b>\$ 1,802,843</b>
Noncash investing and financing activities:		
Loans transferred to other real estate owned	\$ 1,406,900	\$ 1,488,870
Securities transferred from held to maturity to available for sale	2,742,556	0

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

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### Note 1      **Summary of Significant Accounting Policies**

The consolidated financial statements of Bay Bancorporation, Inc. (the "Company") and its subsidiaries have been prepared in conformity with accounting principles generally accepted in the United State (GAAP) and general practices within the banking industry. Significant accounting and reporting policies follow.

#### **Principal Business Activity**

The Company provides banking services to individual and corporate customers through its wholly owned subsidiary, Bay Bank (the "Bank"). The Bank operates as a full-service financial institution with a primary market area including, but not limited to, Brown County, Wisconsin. The Bank emphasizes variable rate commercial, residential mortgage, and consumer loans. In addition, the Bank holds a variety of securities through its wholly owned subsidiary, BB Investments, Inc., a Nevada investment corporation. The Company is subject to the regulations of certain federal and state agencies and undergoes periodic examinations by those regulatory authorities.

#### **Principles of Consolidation**

The consolidated financial statements include the accounts of Bay Bancorporation, Inc. and its subsidiaries: Bay Bank and BB Investments, Inc. All significant intercompany balances and transactions have been eliminated.

#### **Use of Estimates in Preparation of Financial Statements**

The preparation of the accompanying consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that directly affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenue and expenses during the reporting period. The allowance for loan losses, fair values of securities, other real estate owned, mortgage servicing rights, and fair values of financial instruments are particularly subject to change in the near term. Actual results may differ from these estimates.

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

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### Note 1      **Summary of Significant Accounting Policies** (Continued)

#### **Cash and Cash Equivalents**

For purposes of reporting cash flows in the consolidated financial statements, cash and cash equivalents include cash on hand, interest-bearing and non-interest-bearing deposits in other financial institutions, and federal funds sold, all of which have original maturities of three months or less.

#### **Certificates of Deposit**

Certificates of deposit include interest-bearing certificates of deposit that have an original maturity greater than three months.

#### **Investment Securities**

Investment securities are designated as available for sale or held to maturity when purchased. Debt securities that management has the positive intent and ability to hold to maturity are classified as held to maturity. Debt securities classified as held to maturity are stated at cost adjusted for amortization of premiums and accretion of discounts, which are recognized as adjustments to interest income. Debt and equity securities classified as available for sale are stated at estimated fair value, with unrealized gains and losses, net of any applicable deferred income taxes, reported as a separate component of stockholder's equity. Gains and losses on the sales of securities are recorded on the trade date and determined using the specific-identification method.

Declines in fair value of securities that are deemed to be other than temporary, if applicable, are reflected in earnings as realized losses. In estimating other-than-temporary impairment losses, management considers, as applicable, the length of time and the extent to which fair value has been less than cost, the financial condition and near-term prospects of the issuer, and the intent and ability of the Company to retain its investment in the issuer for a period of time sufficient to allow for any anticipated recovery in fair value.

#### **Federal Home Loan Bank (FHLB) Stock**

FHLB stock is carried at cost which approximates fair value. The Company is required to hold the stock as a member of the FHLB, and transfer of the stock is substantially restricted. The stock is pledged as collateral for outstanding FHLB advances. FHLB stock is evaluated for impairment on an annual basis.

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

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### Note 1      **Summary of Significant Accounting Policies** (Continued)

#### **Loans Held for Sale**

Loans originated and intended for sale in the secondary market are carried at the lower of cost or estimated fair value in the aggregate. Net unrealized losses, if any, are recognized through a valuation allowance by charges to income. Realized gains and losses on the sale of loans held for sale are determined using the specific-identification method.

#### **Loans**

Loans that management has the intent and ability to hold for the foreseeable future or until maturity or payoff are generally reported at their outstanding unpaid principal balances adjusted for charge-offs, the allowance for loan losses, and any deferred fees or costs on originated loans. Interest on loans is accrued and credited to income based on the unpaid principal balance. Loan-origination fees, net of certain direct origination costs, are deferred and recognized as an adjustment of the related loan yield using the interest method.

The accrual of interest on loans is discontinued when, in the opinion of management, there is an indication the borrower may be unable to make payments as they become due. When loans are placed on nonaccrual or charged off, all unpaid accrued interest is reversed against interest income. The interest on these loans is subsequently accounted for on the cash or cost recovery basis until qualifying for return to accrual. Loans are returned to accrual status when all the principal and interest amounts contractually due are brought current and future payments are reasonably assured.

#### **Allowance for Loan Losses**

The allowance for loan losses is provided based on past experience and prevailing market conditions. The allowance for loan losses is established through a provision for loan losses charged to expense. Management's evaluation of loss considers various factors including, but not limited to, general economic conditions, loan portfolio composition, and prior loss experience. This evaluation is inherently subjective since it requires material estimates that may be susceptible to significant change. Loans are charged against the allowance for loan losses when management believes the collectibility of the principal is unlikely. In addition, various regulatory agencies periodically review the allowance for loan losses. These agencies may require additions to the allowance for loan losses based on their judgments of collectibility.

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

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### Note 1      **Summary of Significant Accounting Policies** (Continued)

#### **Allowance for Loan Losses** (Continued)

The Company's large commercial and industrial loans are subject to a loan-by-loan impairment analysis. These loans are considered impaired when, based on current information, it is probable the Company will not collect all amounts due in accordance with the contractual terms of the loan agreement. Large groups of homogeneous loans, such as mortgage and consumer loans, are collectively evaluated in the analysis of the adequacy of the allowance for loan losses. The value of impaired loans is based on discounted cash flows of expected future payments using the loan's effective interest rate or the fair value of the collateral if the loan is collateral dependent.

In management's judgment, the allowance for loan losses is appropriate and covers probable losses relating to specifically identified loans, as well as probable losses inherent in the balance of the loan portfolio.

#### **Furniture, Equipment, and Depreciation**

Furniture and equipment are stated at cost. Maintenance and repair costs are charged to expense as incurred. Gains or losses on disposition of furniture and equipment are reflected in income. Depreciation is computed on the straight-line method and is based on the estimated useful lives of the assets.

#### **Mortgage Servicing Rights**

The Company services mortgage loans it sells to third-party institutions. Servicing loans includes collecting monthly principal and interest payments from borrowers, passing such payments through to the third-party investors, and maintaining escrow accounts for taxes and insurance. When necessary, the Company also performs collection functions for delinquent loan payments, handles loan foreclosure proceedings, and disposes of foreclosed property. The Company generally earns a servicing fee of 25 or 44 basis points on the outstanding loan balance for performing these services, as well as fees and interest income from ancillary sources, such as late fees. Servicing fees, late fees, and other ancillary income earned each year, net of any amortization expense and impairment charges discussed below, are reported in the consolidated statements of operations as a component of mortgage banking activities.

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

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### Note 1 Summary of Significant Accounting Policies (Continued)

#### Mortgage Servicing Rights (Continued)

Mortgage servicing rights are recognized as separate assets when rights are acquired through purchase or sale of mortgage loans. Mortgage servicing rights acquired through sale of loans are recognized as a component of mortgage banking income and are recorded at fair value. The fair value of mortgage servicing rights is estimated using a valuation model that calculates the present value of estimated future net servicing income. The valuation model incorporates assumptions that market participants would use in estimating future net servicing income, such as costs to service, a discount rate, custodial earnings rate, ancillary income, default rates and losses, and prepayment speeds. The fair value of mortgage servicing rights may change due to changes in discount rates, prepayment expectations, default rates, and other factors. Mortgage servicing rights are reported in other assets and are amortized in proportion to, and over the period of, the estimated future net servicing income of the underlying loans.

Mortgage servicing rights are evaluated for impairment at least annually and whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. The evaluation includes stratifying the serviced loans by predominant characteristics, such as interest rates and terms, and estimating the fair value of each stratum. Impairment is recognized through a valuation allowance to the extent that fair value is less than the carrying amount.

#### Other Real Estate Owned

Assets acquired through, or in lieu of, loan foreclosure are held for sale and are initially recorded at fair value less costs to sell at the date of foreclosure, establishing a new cost basis. Subsequent to foreclosure, valuations are periodically performed by management, and the assets are carried at the lower of carrying amount or fair value less costs to sell. Revenue and expenses from operations and changes in the valuation allowance are included in the consolidated statements of operation as other real estate owned expense.

#### Advertising

Advertising costs are expensed as incurred.



# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

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### Note 1      **Summary of Significant Accounting Policies** (Continued)

#### **Other Comprehensive Income (Loss)**

Other comprehensive income (loss) is shown on the consolidated statements of comprehensive income (loss). The Company's accumulated other comprehensive income is comprised of the unrealized gain (loss) on securities available for sale, net of tax, and is shown as a separate component of stockholder's equity.

#### **Income Taxes**

Deferred tax assets and liabilities have been determined using the liability method. Deferred tax assets and liabilities are determined based on the difference between the financial statement and tax bases of assets and liabilities as measured by the current enacted tax rates which will be in effect when these differences are expected to reverse. Credit for deferred taxes is the result of changes in the deferred tax assets and liabilities.

The Company may also recognize a liability for unrecognized tax benefits from uncertain tax positions. Unrecognized tax benefits represent the differences between a tax position taken or expected to be taken in a tax return and the benefit recognized and measured in the financial statements. Interest and penalties related to unrecognized tax benefits are classified as income taxes.

#### **Transfer of Financial Assets**

Transfers of financial assets are accounted for as sales when control over the assets has been surrendered. Control over transferred assets is deemed to be surrendered when (1) the assets have been isolated from the Company, (2) the transferee obtains the right (free of conditions that constrain it from taking advantage of that right) to pledge or exchange the transferred assets, and (3) the Company does not maintain effective control over the transferred assets through an agreement to repurchase them before their maturity.

#### **Off-Balance-Sheet Financial Instruments**

In the ordinary course of business, the Company has entered into off-balance-sheet financial instruments consisting of commitments to extend credit, commitments under credit card arrangements, commercial letters of credit, and standby letters of credit. Such financial instruments are recorded in the consolidated financial statements when they become payable.

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

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### Note 1      **Summary of Significant Accounting Policies (Continued)**

#### **Rate Lock Commitments**

The Company enters into commitments to originate loans whereby the interest rate on the loan is determined prior to funding (rate lock commitments). Rate lock commitments on mortgage loans that are intended to be sold are considered to be derivatives. Rate lock commitments are recorded only to the extent of fees received since recording the estimated fair value of these commitments would not have a significant impact on the consolidated financial statements.

#### **New Accounting Pronouncements**

In January 2014, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2014-04, *Reclassification of Residential Real Estate Collateralized Consumer Mortgage Loans upon Foreclosure*. The primary purpose of this new guidance is to clarify, for residential mortgage loans, when an in substance repossession or foreclosure occurs, and a creditor is considered to have received physical possession of residential real estate property collateralizing a residential mortgage loan. This new accounting standard is effective for financial statements issued for annual periods beginning after December 15, 2014. The Company does not believe this will have a significant impact on its consolidated financial statements.

In February 2013, the FASB issued ASU No. 2013-02, *Reporting of Amounts Reclassified Out of Accumulated Other Comprehensive Income*. This guidance will require the Company to provide information about the amounts reclassified out of accumulated other comprehensive income by component, including the respective line items of net income significantly affected by those reclassifications. This new accounting standard is effective for reporting periods beginning after December 15, 2013. The Company does not believe this will have a significant impact on its consolidated financial statements.

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

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### Note 1      **Summary of Significant Accounting Policies (Continued)**

#### **New Accounting Pronouncements (Continued)**

In June 2011, the FASB issued ASU No. 2011-05, *Presentation of Comprehensive Income*. This standard eliminates the option to present components of other comprehensive income as part of the statement of stockholder's equity. The amendments require that all components of net income and other comprehensive income be presented in a single continuous statement of comprehensive income or in two separate but consecutive statements. This update is effective for fiscal years ending after December 15, 2012. The Company adopted this new accounting standard effective December 31, 2012. The Company has chosen to present comprehensive income in a separate statement of comprehensive income.

In April 2011, the FASB issued ASU No. 2011-02, *A Creditor's Determination of Whether a Restructuring is a Troubled Debt Restructuring*. The primary purpose of this new guidance is to provide additional clarity in determining whether a restructuring constitutes a troubled debt restructuring. This update is effective for financial statements issued for annual periods ending after December 15, 2012. The Company adopted this new accounting standard effective December 31, 2012. The adoption of this accounting standard did not have a significant effect on the consolidated financial statements of the Company.

#### **Reclassifications**

Certain reclassifications have been made to the 2012 consolidated financial statements to conform to the 2013 classifications.

#### **Subsequent Events**

Subsequent events have been evaluated through April 28, 2014, which is the date the consolidated financial statements were available to be issued.

### Note 2      **Cash and Cash Equivalents**

In the normal course of business, the Company maintains cash and due from bank balances with correspondent banks. Balances in these accounts may exceed the Federal Deposit Insurance Corporation's insured limit of \$250,000. Management believes these financial institutions have strong credit ratings and that the credit risk related to these deposits is minimal.

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

### Note 2 Cash and Cash Equivalents (Continued)

The Company has pledged \$200,000 of correspondent bank balances as collateral on FHLB advances as of December 31, 2013 and 2012.

### Note 3 Investment Securities

The amortized cost and estimated fair value of the Company's investment securities with gross unrealized gains and losses at December 31 follows:

	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Estimated Fair Value
<b>2013</b>				
Investment securities available for sale:				
Obligations of U.S. government-sponsored agencies and corporations	\$ 500,000	\$ 34,850	\$ 0	\$ 534,850
Obligations of states and political subdivisions	11,033,024	580,869	0	11,613,893
Corporate debt securities	567,374	1,774	18,600	550,548
Mortgage-related securities	3,664,707	91,716	21,147	3,735,276
<b>Total</b>	<b>\$ 15,765,105</b>	<b>\$ 709,209</b>	<b>\$ 39,747</b>	<b>\$ 16,434,567</b>
<b>2012</b>				
Investment securities available for sale:				
Obligations of U.S. government-sponsored agencies and corporations	\$ 500,000	\$ 55,450	\$ 0	\$ 555,450
Obligations of states and political subdivisions	8,641,793	738,668	0	9,380,461
Corporate debt securities	953,647	34,461	0	988,108
Mortgage-related securities	5,039,288	241,445	0	5,280,733
<b>Total</b>	<b>\$ 15,134,728</b>	<b>\$ 1,070,024</b>	<b>\$ 0</b>	<b>\$ 16,204,752</b>
Investment securities held to maturity:				
Obligations of states and political subdivisions	\$ 2,742,556	\$ 236,085	\$ 0	\$ 2,978,641

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

### Note 3 Investment Securities (Continued)

During 2013, all securities previously classified as held to maturity were transferred to available-for-sale securities. At the time of transfer from held to maturity, the amortized cost of the securities was \$2,742,556 with unrealized gains of \$116,751. The result was an increase in the fair value of available-for-sale securities of \$2,859,307.

The following table shows the fair value and gross unrealized losses on securities with unrealized losses at December 31, 2013 aggregated by investment category and length of time that individual securities have been in a continuous unrealized loss position:

Description of Securities	Less Than 12 Months		12 Months or More		Total	
	Fair Value	Gross Unrealized Losses	Fair Value	Gross Unrealized Losses	Fair Value	Gross Unrealized Losses
Investment securities available for sale:						
Corporate debt securities	\$ 481,400	\$ 18,600	\$ 0	\$ 0	\$ 481,400	\$ 18,600
Mortgage-related securities	1,533,512	21,147	0	0	1,533,512	21,147
<b>Totals</b>	<b>\$ 2,014,912</b>	<b>\$ 39,747</b>	<b>\$ 0</b>	<b>\$ 0</b>	<b>\$ 2,014,912</b>	<b>\$ 39,747</b>

At December 31, 2013, four debt securities have unrealized losses with an aggregate depreciation of 2.0% from the Company's amortized cost basis. These unrealized losses related principally to interest rates and are not due to changes in the financial condition of the issuer, the quality of any underlying assets, or applicable credit enhancements. In analyzing whether unrealized losses on debt securities that are other than temporary, management takes into consideration, as applicable, whether the securities are issued by a government body or agency, whether a rating agency has downgraded the securities, industry analysts' reports, the financial condition and performance of the issuer, and the quality of any underlying assets or credit enhancements. Since management has the ability to hold these securities for the foreseeable future, no declines are deemed to be other than temporary.

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

### Note 3 Investment Securities (Continued)

The amortized cost and estimated fair value of the investment securities as of December 31, 2013, by contractual maturity, are shown below. Contractual maturities will differ from expected maturities for mortgage-related securities because borrowers may have the right to call or prepay obligations without penalties.

	Available for Sale	
	Amortized Cost	Estimated Fair Value
Due in one year or less	\$ 1,215,543	\$ 1,222,145
Due after one year through five years	5,159,305	5,471,085
Due after five years through ten years	5,725,550	6,006,061
Subtotal	12,100,398	12,699,291
Mortgage-related securities	3,664,707	3,735,276
<b>Total</b>	<b>\$15,765,105</b>	<b>\$16,434,567</b>

Fair values of securities are estimated based on financial models or prices paid for similar securities. It is possible interest rates could change considerably resulting in a material change in the estimated fair value.

The carrying value and fair value of pledged securities as of December 31, 2013, was approximately \$11.1 million and \$11.7 million, respectively. The carrying value and fair value of pledged securities as of December 31, 2012, was approximately \$11.7 million and \$12.6 million, respectively.

Following is a summary of the proceeds from sales of securities available for sale as well as gross gains and losses for the year ended December 31.

	2013
Proceeds	\$ 173,330
Gross gains on sales	5,432
Gross losses on sales	0

There were no sales of securities in 2012.

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

### Note 4      Loans

The following table presents total loans at December 31 by portfolio segment and class of loan:

	2013	2012
Commercial:		
Commercial and industrial	\$ 8,357,061	\$ 12,100,281
Commercial real estate - Construction	3,690,694	5,456,794
Commercial real estate - Owner occupied	19,689,705	20,575,581
Commercial real estate - Nonowner occupied	4,315,386	6,732,237
Residential real estate:		
First mortgages	13,559,348	12,681,303
Junior mortgages	1,137,716	956,763
Consumer:		
Autos	1,885,897	1,628,962
Other	557,182	623,911
Subtotals	53,192,989	60,755,832
Less - Allowance for loan losses	3,220,071	4,188,786
Loans, net	\$ 49,972,918	\$ 56,567,046

At December 31, 2013 and 2012, deposit accounts totaling \$5,409 and \$18,370, respectively, were in an overdraft position and reclassified as loans.

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

### Note 4 Loans (Continued)

Analysis of the allowance for loan losses for the years ended December 31, 2013 and 2012, follows:

	Commercial Real Estate	Commercial and Industrial	Residential Real Estate	Consumer	Total
Balance at January 1, 2012	\$ 2,302,805	\$ 1,066,685	\$ 607,719	\$ 91,953	\$ 4,069,162
Provision (credit) for loan losses	235,585	1,928,199	(164,529)	33,745	2,033,000
Loans charged off	(835,962)	(1,103,007)	(29,253)	(53,725)	(2,021,947)
Recoveries of loans previously charged off	1,909	96,339	419	9,904	108,571
Balance at December 31, 2012	1,704,337	1,988,216	414,356	81,877	4,188,786
Provision (credit) for loan losses	695,827	(293,004)	98,142	18,035	519,000
Loans charged off	(755,283)	(798,370)	(4,455)	(44,927)	(1,603,035)
Recoveries of loans previously charged off	35,581	68,193	283	11,263	115,320
<b>Balance at December 31, 2013</b>	<b>\$ 1,680,462</b>	<b>\$ 965,035</b>	<b>\$ 508,326</b>	<b>\$ 66,248</b>	<b>\$ 3,220,071</b>
Allowance for loan losses at December 31, 2013:					
Individually evaluated for impairment	\$ 1,013,300	\$ 168,275	\$ 207,700	\$ 0	\$ 1,389,275
Collectively evaluated for impairment	667,162	796,760	300,626	66,248	1,830,796
<b>Total</b>	<b>\$ 1,680,462</b>	<b>\$ 965,035</b>	<b>\$ 508,326</b>	<b>\$ 66,248</b>	<b>\$ 3,220,071</b>
Allowance for loan losses at December 31, 2012:					
Individually evaluated for impairment	\$ 897,600	\$ 1,454,225	\$ 161,000	\$ 13,509	\$ 2,526,334
Collectively evaluated for impairment	806,737	533,991	253,356	68,368	1,662,452
<b>Total</b>	<b>\$ 1,704,337</b>	<b>\$ 1,988,216</b>	<b>\$ 414,356</b>	<b>\$ 81,877</b>	<b>\$ 4,188,786</b>



# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

### Note 4      Loans (Continued)

Analysis of loans evaluated for impairment as of December 31 follows:

	Commercial Real Estate	Commercial and Industrial	Residential Real Estate	Consumer	Total
Loans at December 31, 2013:					
Individually evaluated for impairment	\$ 8,940,883	\$ 874,488	\$ 1,697,636	\$ 0	\$ 11,513,007
Collectively evaluated for impairment	18,754,902	7,482,573	12,999,428	2,443,079	41,679,982
<b>Total loans</b>	<b>\$ 27,695,785</b>	<b>\$ 8,357,061</b>	<b>\$ 14,697,064</b>	<b>\$ 2,443,079</b>	<b>\$ 53,192,989</b>
Loans at December 31, 2012:					
Individually evaluated for impairment	\$ 8,747,196	\$ 3,163,515	\$ 1,005,652	\$ 13,509	\$ 12,929,872
Collectively evaluated for impairment	24,017,416	8,936,766	12,632,414	2,239,364	47,825,960
<b>Total loans</b>	<b>\$ 32,764,612</b>	<b>\$ 12,100,281</b>	<b>\$ 13,638,066</b>	<b>\$ 2,252,873</b>	<b>\$ 60,755,832</b>

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

### Note 4 Loans (Continued)

Information regarding impaired loans for the year ended December 31, 2013, follows:

	Recorded Investment	Principal Balance	Related Allowance	Average Investment	Interest Recognized
Loans with no related allowance for loan losses:					
Commercial and industrial	\$ 516,826	\$ 516,826	N/A	\$ 278,526	\$ 17,037
Commercial real estate - Construction	1,362,630	1,362,630	N/A	1,314,628	50,768
Commercial real estate - Owner occupied	3,335,937	3,335,937	N/A	3,320,863	225,548
Commercial real estate - Nonowner occupied	1,280,389	1,280,389	N/A	1,300,863	64,409
Residential real estate - First mortgages	979,064	979,064	N/A	1,007,239	58,445
<b>Total</b>	<b>7,474,846</b>	<b>7,474,846</b>	<b>N/A</b>	<b>7,222,119</b>	<b>416,207</b>
Loans with an allowance for loan losses:					
Commercial and industrial	357,662	357,662	168,275	384,286	14,473
Commercial real estate - Construction	1,360,485	1,360,485	632,600	1,448,847	32,847
Commercial real estate - Owner occupied	464,108	464,108	16,700	469,433	17,459
Commercial real estate - Nonowner occupied	1,137,334	1,137,334	364,000	1,161,501	54,633
Residential real estate - First mortgages	718,572	718,572	207,700	753,230	21,824
<b>Total</b>	<b>4,038,161</b>	<b>4,038,161</b>	<b>1,389,275</b>	<b>4,217,297</b>	<b>141,236</b>
<b>Total impaired loans</b>	<b>\$ 11,513,007</b>	<b>\$ 11,513,007</b>	<b>\$ 1,389,275</b>	<b>\$ 11,439,416</b>	<b>\$ 557,443</b>

At December 31, 2013, \$3,660,440 of the \$7,474,846 impaired loans with no related allowance were considered impaired due to their status as troubled debt restructurings. These loans were current with payments and considered accruing. At December 31, 2013, \$1,210,350 of the \$4,038,161 impaired loans with related allowance were considered impaired due to their status as troubled debt restructurings. These loans were current with payments and considered accruing.

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

### Note 4      Loans (Continued)

Information regarding impaired loans for the year ended December 31, 2012, follows:

	Recorded Investment	Principal Balance	Related Allowance	Average Investment	Interest Recognized
Loans with no related allowance for loan losses:					
Commercial and industrial	\$ 802,290	\$ 802,290	N/A	\$ 984,413	\$ 33,147
Commercial real estate - Construction	1,545,723	1,545,723	N/A	1,556,065	94,054
Commercial real estate - Owner occupied	3,642,560	3,642,560	N/A	3,772,687	155,401
Commercial real estate - Nonowner occupied	678,709	678,709	N/A	696,376	39,033
Residential real estate - First mortgages	468,860	468,860	N/A	497,361	37,501
<b>Total</b>	<b>7,138,142</b>	<b>7,138,142</b>	<b>N/A</b>	<b>7,506,902</b>	<b>359,136</b>
Loans with an allowance for loan losses:					
Commercial and industrial	2,361,225	2,361,225	1,454,225	2,440,402	95,796
Commercial real estate - Construction	1,186,655	1,186,655	608,200	1,195,825	74,035
Commercial real estate - Nonowner occupied	1,693,549	1,693,549	289,400	1,671,818	75,568
Residential real estate - First mortgages	536,792	536,792	161,000	549,151	16,395
Consumer - Other	13,509	13,509	13,509	27,829	1,850
<b>Total</b>	<b>5,791,730</b>	<b>5,791,730</b>	<b>2,526,334</b>	<b>5,885,025</b>	<b>263,644</b>
<b>Total impaired loans</b>	<b>\$ 12,929,872</b>	<b>\$ 12,929,872</b>	<b>\$ 2,526,334</b>	<b>\$ 13,391,927</b>	<b>\$ 622,780</b>

At December 31, 2012, \$4,804,972 of the \$7,138,142 impaired loans with no related allowance were considered impaired due to their status as a troubled debt restructuring. These loans were current with payments and considered accruing. At December 31, 2012, \$3,941,490 of the \$5,791,730 impaired loans with related allowance were considered impaired due to their status as a troubled debt restructuring. These loans were current with payments and considered accruing.

No additional funds are committed to be advanced in connection with impaired loans.

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

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### Note 4      Loans (Continued)

The Company regularly evaluates various attributes of loans to determine the appropriateness of the allowance for loan losses. The credit quality indicators monitored differ depending on the class of loan.

Commercial loans are generally evaluated using the following internally prepared ratings:

- Pass ratings are assigned to loans with adequate collateral and debt service ability such that collectibility of the contractual loan payments is highly probable.
- Special mention/watch ratings are assigned to loans where management has some concern that the collateral or debt service ability may not be adequate, though the collectibility of the contractual loan payments is still probable.
- Substandard ratings are assigned to loans that do not have adequate collateral and/or debt service ability such that collectibility of the contractual loan payments is no longer probable.
- Doubtful ratings are assigned to loans that do not have adequate collateral and/or debt service ability, and collectibility of the contractual loan payments is unlikely.

Residential real estate and consumer loans are generally evaluated based on whether or not the loan is performing according to the contractual terms of the loan.

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

### Note 4 Loans (Continued)

Information regarding the credit quality indicators most closely monitored for commercial loans by class as of December 31 follows:

	Pass	Special Mention/ Watch	Substandard	Doubtful	Total
<b>2013</b>					
Commercial and industrial	\$ 6,545,853	\$ 936,720	\$ 874,488	\$ 0	\$ 8,357,061
Commercial real estate - Construction	967,579	0	2,723,115	0	3,690,694
Commercial real estate - Owner occupied	16,445,791	1,097,644	2,146,270	0	19,689,705
Commercial real estate - Nonowner occupied	1,286,141	611,522	2,417,723	0	4,315,386
<b>Total</b>	<b>\$ 25,245,364</b>	<b>\$ 2,645,886</b>	<b>\$ 8,161,596</b>	<b>\$ 0</b>	<b>\$ 36,052,846</b>
<b>2012</b>					
Commercial and industrial	\$ 7,644,933	\$ 1,261,325	\$ 3,194,023	\$ 0	\$ 12,100,281
Commercial real estate - Construction	1,779,970	839,761	2,837,063	0	5,456,794
Commercial real estate - Owner occupied	18,049,061	1,497,546	1,028,974	0	20,575,581
Commercial real estate - Nonowner occupied	2,868,444	367,719	3,496,074	0	6,732,237
<b>Total</b>	<b>\$ 30,342,408</b>	<b>\$ 3,966,351</b>	<b>\$ 10,556,134</b>	<b>\$ 0</b>	<b>\$ 44,864,893</b>

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

### Note 4      Loans (Continued)

Information regarding the credit quality indicators most closely monitored for residential real estate and consumer loans by class as of December 31 follows:

	Performing	Nonperforming	Totals
<b>2013</b>			
Residential real estate - First mortgages	\$ 12,340,456	\$ 1,218,892	\$ 13,559,348
Residential real estate - Junior mortgages	1,120,129	17,587	1,137,716
Consumer - Auto loans	1,846,732	39,165	1,885,897
Consumer - Other	552,332	4,850	557,182
<b>Total</b>	<b>\$ 15,859,649</b>	<b>\$ 1,280,494</b>	<b>\$ 17,140,143</b>
<b>2012</b>			
Residential real estate - First mortgages	\$ 12,384,475	\$ 296,828	\$ 12,681,303
Residential real estate - Junior mortgages	956,763	0	956,763
Consumer - Auto loans	1,626,658	2,304	1,628,962
Consumer - Other	606,013	17,898	623,911
<b>Total</b>	<b>\$ 15,573,909</b>	<b>\$ 317,030</b>	<b>\$ 15,890,939</b>

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

### Note 4 Loans (Continued)

Loan aging information as of December 31 follows:

	Accruing				Nonaccrual Loans	Total Loans
	Current Loans	Loans Past Due 30-89 Days	Loans Past Due 90+ Days			
<b>2013</b>						
Commercial and industrial	\$ 8,034,245	\$ 0	\$ 0	\$ 322,816	\$ 8,357,061	
Commercial real estate - Construction	1,504,590	0	0	2,186,104	3,690,694	
Commercial real estate - Owner occupied	19,640,275	0	0	49,430	19,689,705	
Commercial real estate - Nonowner occupied	3,924,294	0	0	391,092	4,315,386	
Residential real estate - First mortgages	12,156,171	184,285	0	1,218,892	13,559,348	
Residential real estate - Junior mortgages	1,075,576	44,553	0	17,587	1,137,716	
Consumer - Auto loans	1,828,393	18,339	0	39,165	1,885,897	
Consumer - Other	530,708	21,625	0	4,849	557,182	
<b>Total</b>	<b>\$ 48,694,252</b>	<b>\$ 268,802</b>	<b>\$ 0</b>	<b>\$ 4,229,935</b>	<b>\$ 53,192,989</b>	
<b>2012</b>						
Commercial and industrial	\$ 11,447,381	\$ 50,006	\$ 0	\$ 602,894	\$ 12,100,281	
Commercial real estate - Construction	3,148,591	2,308,203	0	0	5,456,794	
Commercial real estate - Owner occupied	20,335,281	0	0	240,300	20,575,581	
Commercial real estate - Nonowner occupied	6,313,222	51,296	0	367,719	6,732,237	
Residential real estate - First mortgages	11,469,244	915,231	0	296,828	12,681,303	
Residential real estate - Junior mortgages	804,880	151,883	0	0	956,763	
Consumer - Auto loans	1,589,310	37,348	0	2,304	1,628,962	
Consumer - Other	596,842	9,171	0	17,898	623,911	
<b>Total</b>	<b>\$ 55,704,751</b>	<b>\$ 3,523,138</b>	<b>\$ 0</b>	<b>\$ 1,527,943</b>	<b>\$ 60,755,832</b>	

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

### Note 4      Loans (Continued)

When, for economic or legal reasons related to the borrower's financial difficulties, the Company grants a concession to the borrower that the Company would not otherwise consider, the modified loan is classified as a troubled debt restructuring. Loan modifications may consist of forgiveness of interest and/or principal, a reduction of the interest rate, interest-only payments for a period of time, and/or extending amortization terms.

The following presents information regarding modifications of loans classified as troubled debt restructurings during the years ended December 31. All troubled debt restructurings are classified as impaired loans. The recorded investment presented in the following tables does not include specific reserves for loan losses recognized for these loans, which totaled \$0 and \$397,700 at December 31, 2013 and 2012, respectively.

	Number of Contracts	Pre- Modification Investment	Post- Modification Investment
<b>2013</b>			
Troubled debt restructurings:			
Commercial and industrial	1	\$ 211,104	\$ 203,246
Commercial real estate - Owner occupied	1	1,395,513	886,355
<b>Total</b>	<b>2</b>	<b>\$ 1,606,617</b>	<b>\$ 1,089,601</b>
<b>2012</b>			
Troubled debt restructurings:			
Commercial and industrial	2	\$ 487,836	\$ 471,697
Commercial real estate - Construction	2	753,654	733,639
Commercial real estate - Owner occupied	1	380,596	366,292
Commercial real estate - Nonowner occupied	1	374,850	360,763
Residential real estate - First mortgages	1	124,156	119,713
<b>Total</b>	<b>7</b>	<b>\$ 2,121,092</b>	<b>\$ 2,052,104</b>



# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

### Note 4      Loans (Continued)

The Company considers a troubled debt restructuring in default if it becomes past due more than 30 days or is partially charged off. The following table summarizes troubled debt restructurings that defaulted within 12 months of their modification date during the year ended December 31, 2013.

	Number of Contracts	Recorded Investment
Commercial real estate - Construction	1	\$ 675,305

There were no troubled debt restructurings that defaulted during the year ended December 31, 2012, within 12 months of their modification date.

Directors, executive officers, and the sole stockholder of the Company, including their families and firms in which they are principal owners, are considered to be related parties. Substantially all loans to these related parties were made on the same terms, including interest rates and collateral, as those prevailing at the time for comparable transactions with others and did not involve more than the normal risk of collectibility or present other unfavorable features.

A summary of loans to directors, executive officers, the sole stockholder, and their affiliates as of December 31 is as follows:

	2013	2012
Balance at beginning	\$ 926,312	\$ 989,903
Adjustments due to changes in directors and executive officers	20,729	0
New loans	500	5,000
Repayments	(98,163)	(68,591)
Balance at end	\$ 849,378	\$ 926,312

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

### Note 5 Furniture and Equipment

An analysis of furniture and equipment at December 31 follows:

	2013	2012
Furniture and equipment	\$ 878,571	\$ 844,492
Less - Accumulated depreciation	704,884	695,002
<b>Furniture and equipment, net</b>	<b>\$ 173,687</b>	<b>\$ 149,490</b>

Depreciation charged to operating expense totaled \$54,181 and \$61,626 in 2013 and 2012, respectively.

### Note 6 Mortgage Servicing Rights

At December 31, 2013 and 2012, loans of \$3,039,681 and \$3,363,466, respectively, were serviced under a small business loan agreement with the Oneida Tribe of Indians of Wisconsin. At December 31, 2013 and 2012, loans of \$50,286,737 and \$47,564,403, respectively, were serviced under the FHLB Mortgage Partnership Finance Program. These loans are not included in the accompanying consolidated balance sheets.

The following is a summary of changes in the balance of mortgage servicing rights for the years ended December 31:

	2013	2012
Balance at beginning	\$ 490,790	\$ 285,128
Additions	84,206	261,612
Amortization	(126,044)	(55,950)
<b>Balance at end</b>	<b>\$ 448,952</b>	<b>\$ 490,790</b>

No impairment of mortgage servicing rights existed at December 31, 2013; therefore, no valuation allowance was recorded. The carrying value of mortgage servicing rights is included with other assets. The estimated fair market value at December 31, 2013, was approximately equal to book value. The fair value of the servicing rights was determined using discount rates of 8.00% and prepayment speeds of 5.00%.

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

### Note 6 Mortgage Servicing Rights (Continued)

The following table shows the estimated future amortization expense of mortgage servicing rights. The projections of amortization expense are based upon the existing balances as of December 31, 2013. The actual amortization expense the Company recognizes in any given period may be significantly different depending upon changes in interest rates, market discount rates, market conditions, and regulatory requirements.

2014	\$	106,184
2015		80,199
2016		60,920
2017		46,522
2018		35,696
Thereafter		119,431
<b>Total</b>	<b>\$</b>	<b>448,952</b>

### Note 7 Other Real Estate Owned

Other real estate owned is presented net of a valuation allowance. An analysis of other real estate owned at December 31 follows:

	2013	2012
Balance at beginning	\$ 1,851,075	\$ 1,986,736
Transfer of loans	1,406,900	1,488,870
Write-down to realizable value	(590,635)	(1,021,914)
Proceeds on sale	(881,140)	(587,417)
Loss on sale	(130,898)	(15,200)
<b>Balance at end</b>	<b>\$ 1,655,302</b>	<b>\$ 1,851,075</b>

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

### Note 7 Other Real Estate Owned (Continued)

Activity in the valuation allowance on other real estate owned for the years ended December 31 is summarized as follows:

	2013	2012
Balance at beginning	\$ 1,854,150	\$ 924,125
Write-down to realizable value	590,635	1,021,914
Reversals	(843,831)	(91,889)
<b>Balance at end</b>	<b>\$ 1,600,954</b>	<b>\$ 1,854,150</b>

All reversals were due to sale of other real estate owned for the years ended December 31, 2013 and 2012.

Expenses related to other real estate owned during the years ended December 31:

	2013	2012
Write-down to realizable value	\$ 590,635	\$ 1,021,914
Operating expenses, net of rental income	80,937	78,969
Loss on sale	130,898	15,200
<b>Total expense</b>	<b>\$ 802,470</b>	<b>\$ 1,116,083</b>

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

### Note 8 Deposits

The distribution of deposits at December 31 follows:

	2013	2012
Non-interest-bearing deposits	\$ 12,462,705	\$ 9,196,929
Interest-bearing demand deposits	3,223,226	2,367,076
Savings deposits	5,317,988	4,577,862
Money market deposits	13,739,979	13,137,560
Time deposits	33,909,980	42,346,872
<b>Total deposits</b>	<b>\$ 68,653,878</b>	<b>\$ 71,626,299</b>

Time deposits of \$100,000 or more totaled approximately \$18,773,000 and \$21,561,000 at December 31, 2013 and 2012, respectively. Interest expense on time deposits of \$100,000 or more was approximately \$216,000 and \$293,000 for the years ended December 31, 2013 and 2012, respectively.

At December 31, 2013 and 2012, the estimated fair value of securities pledged to secure deposits was approximately \$8,138,000 and \$8,108,000, respectively.

At December 31, 2013, the scheduled maturities of time deposits are as follows:

2014	\$ 26,322,459
2015	4,801,528
2016	1,236,984
2017	568,375
2018	980,634
<b>Total</b>	<b>\$ 33,909,980</b>

Deposits from the Company's sole stockholder and its related interests totaled \$27,766,973 and \$25,389,975 as of December 31, 2013 and 2012, respectively. Deposits from the Company's directors and officers totaled \$391,372 and \$331,698 as of December 31, 2013 and 2012, respectively.

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

### Note 9 Borrowed Funds

As a member of FHLB, the Company has access to various borrowing alternatives. Borrowed funds consist of the FHLB fixed rate advances. FHLB fixed rate advances at December 31 were as follows:

	2013		2012	
	Rates	Amount	Rates	Amount
FHLB fixed rate advances due:				
March 18, 2013	0.00 %	\$ 0	1.05 %	\$ 1,000,000
May 7, 2013	0.00 %	0	1.84 %	1,500,000
August 5, 2013	0.00 %	0	1.29 %	1,000,000
September 16, 2013	0.00 %	0	1.28 %	1,500,000
January 24, 2014	0.49 %	1,000,000	0.49 %	1,000,000
March 18, 2014	1.53 %	1,000,000	1.53 %	1,000,000
January 26, 2015	0.41 %	1,000,000	0 %	0
July 26, 2017	1.43 %	1,000,000	0 %	0
<b>Totals</b>		<b>\$ 4,000,000</b>		<b>\$ 7,000,000</b>

FHLB advances are secured by FHLB stock; a blanket lien consisting principally of one-to-four-family and multifamily real estate loans of approximately \$7,683,000 and \$7,528,000 at December 31, 2013 and 2012, respectively; qualifying investment securities with estimated fair values of approximately \$1,689,000 and \$2,408,000 at December 31, 2013 and 2012, respectively; and correspondent bank balances pledged of \$200,000 at December 31, 2013 and 2012. As of December 31, 2013, the Company has a total of \$3,237,919 of unused FHLB lines of credit to be drawn upon as needed.

The Company has a federal funds line of credit available at its main correspondent institution up to \$1,500,000. This line is secured partially by qualifying investment securities with an estimated fair value of approximately \$1,856,000 at December 31, 2013.

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

### Note 10 Income Taxes

The credit for income taxes consists of the following:

	2013	2012
Current tax expense (credit):		
Federal	\$ (124,392)	\$ (9,223)
State	25	25
<b>Total current</b>	<b>(124,367)</b>	<b>(9,198)</b>
Deferred tax credit:		
Federal	(61,675)	(266,500)
State	(14,025)	(76,985)
<b>Total deferred</b>	<b>(75,700)</b>	<b>(343,485)</b>
<b>Total credit for income taxes</b>	<b>\$ (200,067)</b>	<b>\$ (352,683)</b>

A summary of the source of differences between income taxes at the federal statutory rate and the credit for income taxes for the years ended December 31 follows:

	2013		2012	
	Amount	% of Pretax Loss	Amount	% of Pretax Loss
Tax credit at statutory rate	\$ (38,955)	34.0	\$ (168,396)	34.0
Increase (decrease) in taxes resulting from:				
Tax-exempt interest	(129,322)	112.9	(130,832)	26.4
State income taxes - Net	(9,192)	8.0	(50,794)	10.3
Cash surrender value of life insurance	(26,588)	23.2	(27,617)	5.6
Other	3,990	(3.5)	24,955	(5.0)
<b>Total credit for income taxes</b>	<b>\$ (200,067)</b>	<b>174.6</b>	<b>\$ (352,684)</b>	<b>71.3</b>

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

### Note 10 Income Taxes (Continued)

Deferred income taxes are provided for the temporary differences between the financial reporting basis and the tax basis of the Company's assets and liabilities net of a valuation allowance for deferred tax assets not likely to be realized. The net carrying value of deferred income taxes is included with other assets. The major components of net deferred tax assets as of December 31 are presented below:

	2013	2012
Deferred tax assets:		
Allowance for loan losses	\$ 723,992	\$ 1,090,524
Deferred compensation	147,903	74,331
Vacation pay	49,625	35,349
Net operating loss carryover	565,381	72,127
Other real estate owned	639,234	731,368
Other	9	20,409
<b>Total deferred tax assets</b>	<b>2,126,144</b>	<b>2,024,108</b>
Deferred tax liabilities:		
Depreciation	19,185	7,024
Unrealized gain on available-for-sale securities	263,499	420,860
FHLB dividends	36,685	36,685
Mortgage servicing rights	176,754	193,226
Prepaid expenses	48,100	17,453
<b>Total deferred tax liabilities</b>	<b>544,223</b>	<b>675,248</b>
<b>Net deferred tax asset</b>	<b>\$ 1,581,921</b>	<b>\$ 1,348,860</b>

At December 31, 2013, the Company had a state net operating loss carryover of approximately \$2,576,000 that will begin to expire in 2029. The Company had a federal net operating loss carryover of \$1,638,000 at December 31, 2013 that will expire 2033.



# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

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### Note 10     **Income Taxes** (Continued)

With few exceptions, the Bank is no longer subject to federal or state examinations by taxing authorities for years before 2009.

### Note 11     **Profit Sharing Plan**

The Bank sponsors a 401(k) profit sharing plan covering substantially all employees. The plan provides for discretionary contributions and matching contributions up to 6% of employee compensation; however, all contributions are at the discretion of the Board of Directors. Profit sharing expense for 2013 and 2012 was approximately \$53,000 and \$55,000, respectively.

### Note 12     **Deferred Compensation**

The Company has entered into a deferred compensation agreement with board members for director fees. Not all of the directors are participating in the plan. A contractual interest component of 6.5% of the outstanding balance is included in the total estimated liability. As of December 31, 2013 and 2012, the estimated liability related to this agreement was approximately \$27,000 and \$25,000, respectively. No directors deferred their fees as part of these agreements in 2013 and 2012.

The Company holds a postretirement split-dollar life insurance policy for one of its officers. Approximately \$187,000 and \$11,000 were charged to operations related to this policy in 2013 and 2012, respectively. As of December 31, 2013 and 2012, the estimated liability related to this agreement was approximately \$261,000 and \$74,000, respectively.

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

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### Note 13 Lease

The Company leases the building in which it operates. The building lease is classified as an operating lease and expires September 1, 2020. The building lease allows for revision of monthly rental for each succeeding five-year period. Monthly rental includes the Company's proportionate share of operating expenses including utilities, insurance, and real estate taxes.

Future minimum payments, by year and in the aggregate, under the noncancelable operating lease as of December 31, 2013, consisted of the following:

2014	\$	91,284
2015		91,284
2016		91,284
2017		91,284
2018 and thereafter		243,424
<u>Total minimum lease payments</u>		<u>\$ 608,560</u>

The leased building is owned by the sole stockholder of the Company. Rent expense on this lease totaled \$91,284 in both 2013 and 2012.

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

### Note 14 Commitments, Contingencies, and Credit Risk

#### Commitments and Contingencies

The Company may be required to maintain reserve balances against customer deposit accounts in connection with Federal Reserve Bank regulations. There were no required reserve balances as of December 31, 2013 and 2012.

The Company's consolidated financial statements do not reflect various commitments and contingent liabilities which arise in the normal course of business and which involve elements of credit risk, interest rate risk, and liquidity risk. These commitments and contingent liabilities are commitments to extend credit. A summary of the Company's commitments and contingent liabilities at December 31 is as follows:

	2013	2012
Commitments to extend credit:		
Fixed	\$ 1,819,855	\$ 1,618,824
Variable	1,752,141	1,615,787
Credit card arrangements	1,644,494	1,998,576
Letters of credit	209,800	168,538

Commitments to extend credit are agreements to lend to a customer as long as there is no violation of any condition established in the contract. Commitments generally have fixed expiration dates or other termination clauses and may require payment of a fee. A portion of the commitments is expected to be drawn upon, thus representing future cash requirements. The Company evaluates each customer's creditworthiness on a case-by-case basis. The amount of collateral obtained upon extension of credit is based on management's credit evaluation of the counterparty. Collateral held varies but may include accounts receivable; inventory; property, plant, and equipment; real estate; and stocks and bonds.

Credit card commitments are commitments on credit cards issued by the Company and serviced by other companies. These commitments are unsecured.

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

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### Note 14 Commitments, Contingencies, and Credit Risk (Continued)

#### Commitments and Contingencies (Continued)

Letters of credit include standby letters of credit and commercial letters of credit. Standby letters of credit are conditional lending commitments issued by the Company to guarantee the performance of a customer to a third party. Generally, all standby letters of credit issued have expiration dates within one year. Commercial letters of credit are issued specifically to facilitate trade or commerce. Under the terms of a commercial letter of credit, as a general rule, drafts will be drawn when the underlying transaction is consummated as intended.

The credit risk involved in issuing letters of credit is essentially the same as that involved in extending loan facilities to customers. The Company generally holds collateral supporting these commitments.

#### Concentration of Credit Risk

The majority of the Company's loans and commitments have been granted to customers in the Company's local market area. The concentrations of credit by type are set forth in Note 4.

There were no significant concentrations of credit to any one debtor or industry group. Management believes the diversity of the local economy will prevent significant losses.

### Note 15 Regulatory Matters

The Bank is subject to various regulatory capital requirements administered by the federal and state banking agencies. Failure to meet minimum capital requirements can initiate certain mandatory, and possibly additional discretionary, actions by regulators that, if undertaken, could have a direct material effect on the Company's consolidated financial statements. Under capital adequacy guidelines and the regulatory framework for prompt corrective action, the Bank must meet specific capital guidelines that involve quantitative measures of the Bank's assets, liabilities, and certain off-balance-sheet items as calculated under regulatory accounting practices. The Bank's capital amounts and classification are also subject to qualitative judgments by the regulators about components, risk weightings, and other factors.

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

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### Note 15 Regulatory Matters (Continued)

Quantitative measures established by regulation to ensure capital adequacy require the Bank to maintain minimum amounts and ratios (set forth in the table below) of total and Tier I capital to risk-weighted assets and of Tier I capital to average assets. Management believes, as of December 31, 2013, the Bank meets all capital adequacy requirements to which it is subject.

As of December 31, 2013, the Bank was categorized as adequately capitalized in accordance with the FDIC's regulatory framework for prompt corrective action. To be categorized as well capitalized, the Bank must maintain minimum total risk-based, Tier I risk-based, and Tier I leverage ratios as set forth in the table and not be subject to any written regulatory order, capital directives, or prompt corrective action directives issued by its regulators.

As part of the Consent Order, the Bank is required to maintain a Tier I Leverage Capital ratio of at least 9.0% of total assets and a Total Risk-Based Capital ratio level of at least 12.0%. At December 31, 2013, the Bank was in compliance with these directives, with a Tier I Leverage Capital ratio of 9.4% and a Total Risk-Based Capital ratio of 14.4%; however, because the Bank is subject to the Consent Order, it is precluded from being characterized as "well capitalized." The Bank continues to pursue strategies to enhance its capital position to remain in compliance with the levels established pursuant to the initiative indicated above.

The payment of dividends is subject to the statutes governing state-chartered banks and may be further limited because of the need for the Bank to maintain capital ratios satisfactory to applicable regulatory agencies. At December 31, 2013 and 2012, the Bank could not have paid dividends to the Company without prior regulatory approval.

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

### Note 15 Regulatory Matters (Continued)

The Bank's capital amounts and ratios are presented in the following table:

	Actual		For Capital Adequacy Purposes		To Be Well Capitalized Under Prompt Corrective Action Provisions	
	Amount	Ratio	Amount	Ratio	Amount	Ratio
<i>(Dollars in Thousands)</i>						
<b>2013</b>						
Total capital (to risk-weighted assets)	\$ 8,543	14.4 %	\$ 4,740	≥ 8.0 %	\$ 5,925	≥ 10.0 %
Tier I capital (to risk-weighted assets)	\$ 7,772	13.1 %	\$ 2,370	≥ 4.0 %	\$ 3,555	≥ 6.0 %
Tier I capital (to average assets)	\$ 7,772	9.4 %	\$ 3,316	≥ 4.0 %	\$ 4,145	≥ 5.0 %
<b>2012</b>						
Total capital (to risk-weighted assets)	\$ 9,088	13.8 %	\$ 5,258	≥ 8.0 %	\$ 6,572	≥ 10.0 %
Tier I capital (to risk-weighted assets)	\$ 8,216	12.5 %	\$ 2,629	≥ 4.0 %	\$ 3,943	≥ 6.0 %
Tier I capital (to average assets)	\$ 8,216	8.8 %	\$ 3,716	≥ 4.0 %	\$ 4,645	≥ 5.0 %

### Note 16 Fair Value of Financial Instruments

Accounting standards describe three levels of inputs that may be used to measure fair value (the fair value hierarchy). The level of an asset or liability within the fair value hierarchy is based on the lowest level of input significant to the fair value measurement of that asset or liability.

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

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### Note 16 Fair Value of Financial Instruments (Continued)

Following is a brief description of each level of the fair value hierarchy:

Level 1 - Fair value measurement is based on quoted prices for identical assets or liabilities in active markets.

Level 2 - Fair value measurement is based on: (1) quoted prices for similar assets or liabilities in active markets, (2) quoted prices for identical or similar assets or liabilities in markets that are not active, or (3) valuation models and methodologies for which all significant assumptions are or can be corroborated by observable market data.

Level 3 - Fair value measurement is based on valuation models and methodologies that incorporate at least one significant assumption that cannot be corroborated by observable market data. Level 3 measurements reflect the Company's estimates about assumptions market participants would use in measuring fair value of the asset or liability.

Some assets and liabilities, such as securities available for sale, are measured at fair value on a recurring basis under GAAP. Other assets and liabilities, such as impaired loans and other real estate owned, may be measured at fair value on a nonrecurring basis.

As of December 31, 2013 and 2012, the Company did not have any liabilities that were measured as fair value.

Following is a description of the valuation methodology and significant inputs used for each asset measured at fair value on a recurring or nonrecurring basis, as well as the classification of the asset within the fair value hierarchy.

*Investment securities available for sale* - Securities available for sale may be classified as Level 1, Level 2, or Level 3 measurements within the fair value hierarchy. Level 2 securities include U.S. government-sponsored agencies and corporations, obligations of states and political subdivisions, corporate debt securities, and mortgage-related securities. The fair value measurement of a Level 2 security is obtained from an independent pricing service and is based on recent sales of similar securities and other observable market data.

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

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### Note 16 Fair Value of Financial Instruments (Continued)

*Loans* - Loans are not measured at fair value on a recurring basis. However, loans considered to be impaired may be measured at fair value on a nonrecurring basis. The fair value measurement of an impaired loan that is collateral dependent is based on the fair value of the underlying collateral. Independent appraisals are obtained that utilize one or more valuation methodologies. Typically, they will incorporate a comparable sales approach and an income approach. Management routinely evaluates the fair value measurements of independent appraisers and adjusts those valuations based on differences noted between actual selling prices of collateral and the most recent appraised value. All other impaired loan measurements are based on the present value of expected future cash flows discounted at the applicable effective interest rate and thus are not fair value measurements.

Appraisals for collateral-dependent impaired loans are performed by certified general appraisers (for commercial properties) or certified residential appraisers (for residential properties) whose qualifications and licenses have been reviewed and verified by the Company. Once received, management reviews the assumptions and approaches utilized in the appraisal as well as the overall fair value measurement and compares it to other data sources, such as recent market data or industrywide statistics. On an annual basis, the Company compares the actual selling price of collateral that has been sold to the most recent appraised value to determine what additional adjustment should be made to appraised values to arrive at fair value. The most recent analysis performed indicated that a discount of 10% to 20% should be applied to appraisals, depending on the type and value of the property. Fair value of impaired loans is classified as Level 3 in the fair value hierarchy.

*Other real estate owned* - Real estate acquired through or in lieu of loan foreclosure is not measured at fair value on a recurring basis. However, other real estate owned is initially measured at fair value (less estimated costs to sell) when it is acquired and may also be measured at fair value (less estimated costs to sell) if it becomes subsequently impaired. The fair value measurement for each property may be obtained from an independent appraiser or prepared internally. Fair value measurements obtained from independent appraisers generally utilize a market approach based on sales of comparable assets and/or an income approach. Such measurements are usually considered Level 2 measurements. However, management routinely evaluates fair value measurements of independent appraisers by comparing actual selling prices to the most recent appraisals.



# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

### Note 16 Fair Value of Financial Instruments (Continued)

Appraisals for other real estate owned are performed by certified general appraisers (for commercial properties) or certified residential appraisers (for residential properties) whose qualifications and licenses have been reviewed and verified by the Company. Once received, management reviews the assumptions and approaches utilized in the appraisal as well as the overall fair value measurement and compares it to other data sources, such as recent market data or industrywide statistics. On an annual basis, the Company compares the actual selling price of collateral that has been sold to the most recent appraised value to determine what additional adjustment should be made to appraised values to arrive at fair value. The most recent analysis performed indicated that, generally, a discount of 10% to 20% should be applied to appraisals, depending on the type and value of the property. If management determines significant adjustments should be made to the independent appraisals based on these evaluations, these measurements are considered Level 3 measurements. Fair value measurements prepared internally are based on management's comparisons to sales of comparable assets, but include significant unobservable data and are therefore considered Level 3 measurements.

Information regarding the fair value of assets measured at fair value on a recurring basis as of December 31 follows:

	<u>Recurring Fair Value Measurements Using</u>			
	Assets Measured at Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
<b>2013</b>				
Investment securities available for sale	\$ 16,434,567	\$ 0	\$ 16,434,567	\$ 0
<b>2012</b>				
Investment securities available for sale	\$ 16,204,752	\$ 0	\$ 16,204,752	\$ 0

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

### Note 16 Fair Value of Financial Instruments (Continued)

Information regarding the fair value of assets measured at fair value on a nonrecurring basis as of December 31 follows:

	Assets Measured at Fair Value	Nonrecurring Fair Value Measurements Using		
		Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
<b>2013</b>				
Impaired loans	\$ 2,648,886	\$ 0	\$ 0	\$ 2,648,886
Other real estate owned	1,655,302	0	0	1,655,302
<b>Total</b>	<b>\$ 4,304,188</b>	<b>\$ 0</b>	<b>\$ 0</b>	<b>\$ 4,304,188</b>
<b>2012</b>				
Impaired loans	\$ 3,265,396	\$ 0	\$ 0	\$ 3,265,396
Other real estate owned	1,851,075	0	0	1,851,075
<b>Total</b>	<b>\$ 5,116,471</b>	<b>\$ 0</b>	<b>\$ 0</b>	<b>\$ 5,116,471</b>

As of December 31, 2013, loans with a carrying amount of \$4,038,161 had specific allocations of the allowance for loan losses and were written down to their estimated fair value of \$2,648,886. As a result, the Company recognized an impairment totaling \$1,389,275 as of December 31, 2013.

As of December 31, 2012, loans with a carrying amount of \$5,791,730 had specific allocations of the allowance for loan losses and were written down to their estimated fair value of \$3,265,396. As a result, the Company recognized an impairment totaling \$2,526,334 as of December 31, 2012.

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

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### Note 16 Fair Value of Financial Instruments (Continued)

Foreclosed assets with a fair value, net of estimated costs to sell, of \$1,655,302 and \$1,851,075 were acquired through or in lieu of foreclosure as of December 31, 2013 and 2012, respectively.

The Bank estimates fair value of all financial instruments regardless of whether such instruments are measured at fair value. The following methods and assumptions were used by the Bank to estimate fair value of financial instruments not previously discussed.

*Cash and cash equivalents* - Fair value approximates the carrying value.

*Certificates of deposit* - Fair value is estimated using discounted cash flow analysis based on current rates for similar types of deposits.

*Investment securities held to maturity* - Fair value is based on quoted market prices where available. If a quoted market price is not available, fair value is estimated using quoted market prices for similar securities.

*Loans* - Fair value of variable rate loans that reprice frequently are based on carrying value. Fair value of other loans is estimated by discounting future cash flows using current rates at which similar loans would be made to borrowers with similar credit ratings. Fair value of impaired and other nonperforming loans are estimated using discounted expected future cash flows or the fair value of underlying collateral, if applicable.

*FHLB stock* - Fair value is the redeemable (carrying) value based on the redemption provisions of the FHLB.

*Accrued interest receivable and payable* - Fair value approximates the carrying value.

*Cash value of life insurance* - Fair value is based on reported values of the assets.

*Deposits* - Fair value of deposits with no stated maturity, such as demand deposits, savings, and money market accounts, by definition, is the amount payable on demand on the reporting date. Fair value of fixed rate time deposits is estimated using discounted cash flows applying interest rates currently being offered on similar time deposits.

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

### Note 16 Fair Value of Financial Instruments (Continued)

*Borrowed funds* - Rates currently available to the Company for debt with similar terms and remaining maturities are used to estimate fair value of existing debt. The fair value of borrowed funds due on demand is the amount payable at the reporting date. The fair value of borrowed funds with fixed terms is estimated using discounted cash flows with discount rates at interest rates currently offered by lenders for similar remaining securities.

*Off-balance-sheet instruments* - The fair value of commitments is estimated using the fees currently charged to enter into similar agreements, taking into account the remaining terms of the agreements, the current interest rates, and the present creditworthiness of the counterparties. Since this amount is immaterial, no amounts for fair value are presented.

The carrying value and estimated fair value of financial instruments at December 31 follows:

	2013		2012	
	Carrying Value	Estimated Fair Value	Carrying Value	Estimated Fair Value
<i>(In Thousands)</i>				
Financial assets:				
Cash and cash equivalents	\$ 8,148	\$ 8,148	\$ 5,848	\$ 5,848
Certificates of deposit	735	735	0	0
Investment securities available for sale	16,435	16,435	16,205	16,205
Investment securities held to maturity	0	0	2,743	2,979
Loans, net	49,973	51,846	56,567	60,308
Federal Home Loan Bank stock	475	475	475	475
Accrued interest receivable	131	131	272	272
Cash value of life insurance	2,965	2,965	2,887	2,887
Financial liabilities:				
Deposits	\$ 68,654	\$ 68,753	\$ 71,626	\$ 71,837
Borrowed funds	4,000	4,000	7,000	7,041
Accrued interest payable	94	94	115	115

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

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### Note 16 Fair Value of Financial Instruments (Continued)

*Limitations* - The fair value of a financial instrument is the current amount that would be exchanged between market participants, other than in a forced liquidation. Fair value is best determined based upon quoted market prices. However, in many instances, there are no quoted market prices for the Company's various financial instruments. In cases where quoted market prices are not available, fair values are based on estimates using present value or other valuation techniques. Those techniques are significantly affected by the assumptions used, including the discount rate and estimates of future cash flows. Accordingly, the fair value estimates may not be realized in an immediate settlement of the instrument. Consequently, the aggregate fair value amounts presented may not necessarily represent the underlying fair value of the Company.

Fair value estimates are made at a specific point in time based on relevant market information and information about the financial instrument. These estimates do not reflect any premium or discount that could result from offering for sale at one time the Company's entire holdings of a particular instrument. Because no market exists for a significant portion of the Company's financial instruments, fair value estimates are based on judgments regarding future expected loss experience, current economic conditions, risk characteristics of various financial instruments, and other factors. These estimates are subjective in nature and involve uncertainties and matters that could affect the estimates. Fair value estimates are based on existing on- and off-balance-sheet financial instruments without attempting to estimate the value of anticipated future business. Deposits with no stated maturities are defined as having a fair value equivalent to the amount payable on demand. This prohibits adjusting fair value derived from retaining those deposits for an expected future period of time. This component, commonly referred to as a deposit base intangible, is neither considered in the above amounts nor is it recorded as an intangible asset on the consolidated balance sheets. In addition, the tax ramifications related to the realization of the unrealized gains and losses can have a significant effect on fair value estimates and have not been considered in the estimates.

# Bay Bancorporation, Inc. and Subsidiaries

## Notes to Consolidated Financial Statements

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### Note 17      Prior Period Adjustment

The consolidated financial statements from 2012 have been restated to correct an error related to the recording of cash surrender value on the postretirement split-dollar insurance policy for one of its officers. The Company determined the terms of the split-dollar arrangement should be adjusted to reflect the Board of Directors' intent in establishing the postretirement split-dollar insurance policy. The effect of the restatement was to decrease beginning equity as of January 1, 2012 by \$120,509; to decrease the December 31, 2012 balance of the cash value of life insurance stated on the consolidated balance sheet by \$146,644; and to decrease net increase in cash value of life insurance on the consolidated statement of operations for the year ended December 31, 2012 by \$26,135.

Oneida Total Integrated Enterprises, LLC and Subsidiary

Consolidated Financial Report

September 30, 2014

**ONEIDA TOTAL INTEGRATED ENTERPRISES, LLC AND SUBSIDIARY****C O N T E N T S**

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	Page
INDEPENDENT AUDITOR'S REPORT	1
FINANCIAL STATEMENTS	
Consolidated balance sheets	3
Consolidated statements of income and member's equity	4
Consolidated statements of cash flows	5
Notes to consolidated financial statements	6





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## INDEPENDENT AUDITOR'S REPORT

To the Board of Directors and Stockholders  
Oneida Total Integrated Enterprises, LLC and Subsidiary  
Milwaukee, WI

We have audited the accompanying consolidated financial statements of Oneida Total Integrated Enterprises, LLC and Subsidiary, which comprise the consolidated balance sheets as of September 30, 2014 and 2013, and the related consolidated statements of income and member's equity and cash flows for the years then ended, and the related notes to the financial statements.

### **Management's Responsibility for the Financial Statements**

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP"); this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of the consolidated financial statements that are free from material misstatement, whether due to fraud or error.

### **Auditor's Responsibility**

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

**Opinion**

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of Oneida Total Integrated Enterprises, LLC and Subsidiary as of September 30, 2014 and 2013, and the results of their operations and their cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Milwaukee, Wisconsin

*SVA Certified Public Accountants, S.C.*

January 20, 2015

**ONEIDA TOTAL INTEGRATED ENTERPRISES, LLC AND SUBSIDIARY**  
**CONSOLIDATED BALANCE SHEETS**  
September 30, 2014 and 2013

	2014	2013
<b>ASSETS</b>		
<b>CURRENT ASSETS</b>		
Cash and cash equivalents	\$ 2,134,804	\$ 2,490,773
Investments, at fair value	1,062,342	1,511,557
Accounts receivable, net of allowance for doubtful accounts (2014 - \$67,775 and 2013 - \$33,518)	4,889,317	3,570,523
Note receivable - related party	300,000	300,000
Costs and estimated earnings in excess of billings on uncompleted contracts	3,401,438	3,183,608
Prepaid expenses	655,577	712,797
Total current assets	12,443,478	11,769,258
<b>PROPERTY, EQUIPMENT AND SOFTWARE, net</b>	427,037	567,867
<b>OTHER ASSETS</b>		
Equity in unconsolidated joint ventures	3,087	2,529
Deposits and other	55,875	59,040
Goodwill	7,712,673	7,712,673
	7,771,635	7,774,242
<b>TOTAL ASSETS</b>	<b>\$ 20,642,150</b>	<b>\$ 20,111,367</b>
<b>LIABILITIES AND MEMBER'S EQUITY</b>		
<b>CURRENT LIABILITIES</b>		
Line of credit	\$ 0	\$ 0
Current maturities on capital lease obligations	984	6,917
Accounts payable	4,058,217	2,639,294
Accrued expenses	3,110,416	4,349,952
Billings in excess of costs and estimated earnings on uncompleted contracts	1,877,613	1,915,009
Retainage due subcontractors	0	80,407
Income tax payable	123,397	399,543
Total current liabilities	9,170,627	9,391,122
<b>LONG-TERM LIABILITIES, less current maturities</b>		
Capital lease obligations	0	999
<b>COMMITMENTS AND CONTINGENCIES</b>	-	-
<b>MEMBER'S EQUITY</b>	11,471,523	10,719,246
<b>TOTAL LIABILITIES AND MEMBER'S EQUITY</b>	<b>\$ 20,642,150</b>	<b>\$ 20,111,367</b>

The accompanying notes are an integral part of these consolidated financial statements.

**ONEIDA TOTAL INTEGRATED ENTERPRISES, LLC AND SUBSIDIARY**  
**CONSOLIDATED STATEMENTS OF INCOME AND MEMBER'S EQUITY**  
**Years ended September 30, 2014 and 2013**

	<u>2014</u>	<u>2013</u>
Net sales	\$ 46,072,315	\$ 55,061,133
Direct cost of sales:		
Subcontracting	16,132,076	24,560,661
Other direct costs	2,967,122	2,555,014
Direct labor	<u>9,606,130</u>	<u>8,761,222</u>
Total direct cost of sales	<u>28,705,328</u>	<u>35,876,897</u>
Gross profit	17,366,987	19,184,236
Operating expenses (see Note N)	<u>14,316,822</u>	<u>13,274,089</u>
Operating income	3,050,165	5,910,147
Non-operating income (expense):		
Gain on sale of property and equipment	22,919	1,300
Equity in earnings from unconsolidated joint venture	47,624	114,519
Loss on termination of joint venture interest	0	(52,199)
Interest expense	(20,288)	(4,053)
Interest income	66,967	12,267
Unrealized gain on trading securities investments	48,203	45,681
Earn-out provision (see Note K)	(1,719,297)	(3,102,795)
Other income (expense)	<u>(17,850)</u>	<u>(14,903)</u>
Total non-operating income (expense)	<u>(1,571,722)</u>	<u>(3,000,183)</u>
Income before state income taxes	1,478,443	2,909,964
State income taxes	<u>226,166</u>	<u>474,905</u>
Net income	1,252,277	2,435,059
Member's equity, beginning	10,719,246	8,534,187
Distributions	<u>(500,000)</u>	<u>(250,000)</u>
Member's equity, ending	<u>\$ 11,471,523</u>	<u>\$ 10,719,246</u>

The accompanying notes are an integral part of these consolidated financial statements.

**ONEIDA TOTAL INTEGRATED ENTERPRISES, LLC AND SUBSIDIARY**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
Years ended September 30, 2014 and 2013

	2014	2013
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Net income	\$ 1,252,277	\$ 2,435,059
Adjustments to reconcile net income to net cash provided by (used in) operating activities:		
Provision for doubtful accounts	5,113	83,625
Depreciation	207,118	192,485
Equity in earnings from unconsolidated joint ventures	(47,624)	(62,320)
Realized and unrealized gains on trading securities investments	(100,785)	(45,681)
Gain on sale of property and equipment	(22,919)	(1,300)
Loss on termination of joint venture interest	0	(52,199)
Increase (decrease) in cash due to changes in:		
Accounts receivable	(1,323,907)	(274,557)
Costs and estimated earnings in excess of billings on uncompleted contracts	(217,830)	(670,296)
Prepaid expenses	57,220	74,456
Deposits and other assets	3,165	(19,127)
Accounts payable	1,418,923	784,564
Accrued expenses	(1,239,536)	1,909,623
Billings in excess of costs and estimated earnings on uncompleted contracts	(37,396)	(192,164)
Retainage due subcontractors	(80,407)	(78,440)
Income tax payable	(276,146)	332,826
Net cash provided by (used in) operating activities	(402,734)	4,416,554
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Purchase of property and equipment	(71,069)	(371,601)
Proceeds from the sale of property and equipment	27,700	12,500
Net proceeds received from (investments made in) trading securities investments	550,000	(807,501)
Cash paid for asset acquisition	0	(400,000)
Additional investments in unconsolidated joint venture	(558)	0
Cash received from joint ventures' distributions	47,624	114,519
Net cash provided by (used in) investing activities	553,697	(1,452,083)
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Net principal payments on line of credit	0	(300,000)
Principal payments on capital lease obligation	(6,932)	(6,732)
Member's equity distributions	(500,000)	(250,000)
Net cash used in financing activities	(506,932)	(556,732)
Increase (decrease) in cash and cash equivalents	(355,969)	2,407,739
Cash and cash equivalents:		
Beginning	2,490,773	83,034
Ending	\$ 2,134,804	\$ 2,490,773

The accompanying notes are an integral part of these consolidated financial statements.

**ONEIDA TOTAL INTEGRATED ENTERPRISES, LLC AND SUBSIDIARY**  
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
September 30, 2014

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**NOTE A -- Nature of business and significant accounting policies**

**Nature of business**

Oneida Total Integrated Enterprises, LLC (a Nevada limited liability company) and its wholly-owned subsidiary, OTIE Remediation and Construction Inc. (a Nevada corporation) (collectively, the "company"), are wholly-owned by the Oneida Tribe of Indians of Wisconsin ("Oneida"), headquartered in Milwaukee, Wisconsin. The company is a consulting, engineering and construction firm focusing in the areas of civil and environmental engineering and construction. OTIE Remediation and Construction Inc., was formed on June 26, 2006 for the purpose of performing commercial work in the state of California. OTIE Remediation and Construction, Inc. was dissolved as of March 2014.

The company has locations in Milwaukee, Madison, Green Bay and Stevens Point, Wisconsin; Oak Ridge, Tennessee; Raleigh, North Carolina; Atlanta, Georgia; San Antonio, Texas; Chicago, Illinois; Ventura, San Diego, and Walnut Creek, California; Seattle, Washington; Denver, Colorado; Albuquerque, New Mexico; Boston, Massachusetts; and Cocoa Beach, Florida.

The majority of the company's sales are to local, state and federal government agencies. The company grants credit to customers who meet the company's credit policies.

The company shall be operated in a manner consistent with its treatment as a C-corporation for state income tax purposes. The company is exempt from federal income taxes.

Deferred taxes, if deemed significant upon evaluation, are provided on a liability method whereby deferred tax assets are recognized for deductible temporary differences and operating loss and tax credit carryforwards, and deferred tax liabilities are recognized for taxable temporary differences. Temporary differences are the differences between the reported amounts of assets and liabilities and their tax bases. Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it is more likely than not that some portion or all of the deferred tax assets will not be realized. Deferred tax assets and liabilities are adjusted for the effects of changes in tax laws and rates on the date of enactment.

The company has not recorded deferred taxes as their impact was evaluated by management and deemed to not have a material effect on the accompanying financial statements.

The company's income tax filings are subject to audit by various taxing authorities. Open periods subject to audit for State purposes are generally the previous three to six years of tax returns filed. In evaluating the company's tax provisions and accruals, future taxable income and the reversal of temporary differences, interpretations and tax planning strategies are considered. The company believes its estimates are appropriate based on current facts and circumstances. Any interest or penalties assessed to the company are recorded as operating expenses; however, there were no significant interest or penalties recorded for the years ended September 30, 2014 and 2013.

The company was set up with one class of membership, having rights, privileges, and duties as described in the operating agreement. Each member's liability for the debts and obligations of the company shall be limited to the maximum extent permitted by the Act and other applicable laws.

The company's operating agreement calls for the company to dissolve upon the earlier of date provided by law or specific events detailed in the operating agreement.

**ONEIDA TOTAL INTEGRATED ENTERPRISES, LLC AND SUBSIDIARY**  
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
September 30, 2014

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**NOTE A -- Nature of business and significant accounting policies (Continued)**

A summary of significant accounting policies follows:

**Use of estimates**

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

**Consolidation policy**

The company's consolidated financial statements include the accounts of Oneida Total Integrated Enterprises, LLC and its wholly-owned subsidiary, OTIE Remediation and Construction Inc. All material intercompany accounts and transactions are eliminated in consolidation.

**Cash and cash equivalents**

For purposes of reporting cash flows, the company considers all investments purchased with a maturity of three months or less to be cash equivalents.

The company maintains its cash in bank deposit accounts, which, at times, may exceed federally insured limits. The company has not experienced any losses in such accounts. Management believes it is not exposed to any significant credit risk on cash and cash equivalents.

**Investments, at fair value**

Management determines the appropriate classification of investment securities at the time they are acquired and evaluates the appropriateness of such classifications at each balance sheet date. The classification of the securities held as of September 30, 2014 and 2013 and the related accounting policies are as follows:

**Fixed income**

The company holds investments in fixed income funds classified as trading securities, which are held for resale in anticipation of short-term fluctuations in market prices. Fixed income funds, consisting primarily of bond funds, are stated at fair value based on quoted prices on national exchange markets (Level 1 fair value measurement) as of September 30, 2014 and 2013. Realized and unrealized gains and losses are included in non-operating income (expense) during the year incurred.

**Mutual funds and money market accounts**

The company also holds investments in registered investment companies (mutual funds) and money market accounts classified as trading securities, which are held for resale in anticipation of short-term fluctuations in market prices. The fair value of registered investment companies are based on the quoted net asset values of the shares held as of the balance sheet dates (Level 1 fair value measurement). Money market accounts are interest-bearing cash accounts used for holding company investment funds planned for reinvestment elsewhere.

**ONEIDA TOTAL INTEGRATED ENTERPRISES, LLC AND SUBSIDIARY**  
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
September 30, 2014

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**NOTE A -- Nature of business and significant accounting policies (Continued)**

**Accounts receivable**

Accounts receivable represent uncollected billings on completed and uncompleted jobs. The company carries its accounts receivable at cost less an allowance for doubtful accounts. Accounts receivable are not interest-bearing. On a periodic basis, the company evaluates its accounts receivable and establishes an allowance for doubtful accounts, when deemed necessary, based on its history of past write-offs and collections and current credit conditions. No fee is charged to customers for late payment.

**Property, equipment and software**

Property, equipment and software are stated at cost. Depreciation and amortization of property, equipment and software are computed on the straight-line method based upon the following estimated useful lives of the assets:

	Years
Equipment	5
Office furniture and fixtures	5
Leasehold improvements	2 - 4
Computer software	3

Leasehold improvements are amortized over the shorter of the term of the lease or their estimated useful life.

Maintenance and repairs of property and equipment are charged to operations, and major improvements are capitalized. Upon retirement, sale or other disposition of property and equipment, the cost and accumulated depreciation are eliminated from the accounts, and any resulting gain or loss is included in non-operating income (expense).

Depreciation and amortization expense amounted to \$207,118 and \$192,485 in 2014 and 2013, respectively.

**Goodwill**

Goodwill is recorded when the cost of acquired businesses exceeds the fair value of the identifiable net assets acquired. Goodwill is tested for impairment annually or when events or circumstances indicate that impairment may have occurred. The company has elected to perform the goodwill impairment test annually as of September 30. If considered impaired, the goodwill is written-down to fair value. To date, there have been no such losses.

**Long-lived assets**

The company reviews long-lived assets for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be fully recoverable. An impairment loss would be recognized when the estimated future cash flows from the use of the asset is less than the carrying amount of that asset. To date, there have been no such losses.



**ONEIDA TOTAL INTEGRATED ENTERPRISES, LLC AND SUBSIDIARY**  
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
September 30, 2014

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**NOTE A -- Nature of business and significant accounting policies (Continued)**

**Contract revenue and cost recognition**

Revenues on "cost-plus-fixed-fee" and other cost reimbursement-type contracts are recognized on the basis of the reimbursable contract costs incurred during the period plus the fee earned. Services which have been rendered but are not billed by year-end are recorded as unbilled revenues which include reimbursable costs incurred to-date and fees earned. The company's management believes that the costs recognized as revenue under these contracts are fully allowable under the respective contracts and in accordance with the prevailing government regulations.

Revenues on fixed-price contracts are recorded on the basis of the company's estimates of the percentage-of-completion of individual contracts. That portion of the total contract price is accrued based on the ratable portion of costs incurred on the contract to total estimated contract costs expected to be incurred. Contract costs include all direct material, labor and subcontractor costs related to contract performance as well as certain indirect cost allocations related to contract performance.

As contracts extend over one or more years, revisions in the cost and profit estimates during the course of the work are reflected in the accounting period in which the facts, which require the revision, become known. At the time a loss on contract becomes known, the entire amount of the estimated loss is accrued.

Certain of the company's completed contracts for governmental agencies could be reviewed by the governmental agencies of future years and could result in the company being required to refund certain revenue received or receive additional revenue. Management does not believe that any future retroactive adjustment amounts will be material.

Provisions for estimated losses on uncompleted contracts are made in the period in which such losses can be determined. Changes in job performance, conditions, estimated profitability and final contract settlements may result in revisions to costs and revenues and are recognized in the period in which the revisions are determined.

The asset, "Costs in excess of billings and estimated earnings on uncompleted contracts," represents revenues recognized in excess of amounts billed. The liability, "Billings in excess of costs and estimated earnings on uncompleted contracts," represents billings in excess of revenues recognized.

**Advertising**

The company expenses the costs of advertising as incurred. Total costs incurred were \$162 and \$77 in 2014 and 2013, respectively.

**Subsequent events**

These financial statements have not been updated for subsequent events occurring after January 20, 2015, which is the date these financial statements were available to be issued. The company has no responsibility to update these financial statements for events and circumstances occurring after this date.

**ONEIDA TOTAL INTEGRATED ENTERPRISES, LLC AND SUBSIDIARY**  
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
September 30, 2014

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**NOTE B -- Investments, at fair value (trading securities)**

The fair value of the company's trading securities investments consist of the following as of September 30:

	<u>2014</u>	<u>2013</u>
Fixed income funds	\$ 565,756	\$ 849,111
Registered investment companies:		
Large-cap funds	59,952	80,207
Mid-cap funds	58,431	76,115
Small-cap funds	33,536	47,237
Emerging market funds	23,381	25,203
Dividend income funds	24,689	32,679
Equity income funds	19,521	22,144
Stock fund	62,967	89,960
Other	204,028	274,458
Money market accounts	<u>10,081</u>	<u>14,443</u>
	<u>\$ 1,062,342</u>	<u>\$ 1,511,557</u>

**NOTE C -- Note receivable – related party**

In August, 2013 the company advanced funds to Oneida ESC Group, LLC, an entity related through common ownership. Interest accrues at 3.75% and is payable monthly. The note receivable totaled \$300,000 at September 30, 2014 and 2013; is due August 2015; and is unsecured.

**NOTE D -- Costs and estimated earnings on uncompleted contracts**

Costs and estimated earnings on uncompleted contracts consist of the following as of September 30:

	<u>2014</u>	<u>2013</u>
Costs incurred on uncompleted contracts	\$ 126,854,027	\$ 98,484,817
Uncompleted contracts acquired	30,000	30,000
Estimated earnings on uncompleted contracts	<u>76,274,823</u>	<u>56,232,690</u>
	203,158,850	154,747,507
Billings to-date on uncompleted contracts	<u>201,635,025</u>	<u>153,478,908</u>
	<u>\$ 1,523,825</u>	<u>\$ 1,268,599</u>

**ONEIDA TOTAL INTEGRATED ENTERPRISES, LLC AND SUBSIDIARY**  
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
September 30, 2014

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**NOTE D -- Costs and estimated earnings on uncompleted contracts (Continued)**

This information is included in the accompanying consolidated balance sheets under the following captions:

Costs and estimated earnings in excess of billings on uncompleted contracts	\$ 3,401,438	\$ 3,183,608
Billings in excess of costs and estimated earnings on uncompleted contracts	<u>(1,877,613)</u>	<u>(1,915,009)</u>
	<u>\$ 1,523,825</u>	<u>\$ 1,268,599</u>

**NOTE E -- Property, equipment and software**

Property, equipment and software consist of the following as of September 30:

	<u>2014</u>	<u>2013</u>
Equipment	\$ 649,010	\$ 700,785
Office furniture and fixtures	108,790	93,667
Leasehold improvements	49,914	35,603
Software	<u>360,453</u>	<u>324,657</u>
	1,168,167	1,154,712
Less accumulated depreciation and amortization	<u>741,130</u>	<u>586,845</u>
Net property, equipment and software	<u>\$ 427,037</u>	<u>\$ 567,867</u>

**NOTE F -- Joint ventures**

The company had a minority interest in a joint venture written off in 2013. The initial investment in the joint venture was approximately \$6,000. The company owned a 49% interest in the joint venture, which was accounted for using the equity method of accounting. The company guaranteed the debt of the joint venture in an amount not to exceed \$49,000. The joint venture was terminated upon completion of the applicable projects during 2010. The residual joint venture interest was written-off in fiscal year 2013 and resulted in a loss of \$52,199.

The company has a 49% equity interest in three joint ventures totaling \$3,087. The joint ventures are accounted for using the equity method of accounting. During 2014 and 2013, cash distributions were received each month equal to the equity in earnings. Earnings totaled approximately \$48,000 and \$115,000 for the years ended September 30, 2014 and 2013, respectively.

**ONEIDA TOTAL INTEGRATED ENTERPRISES, LLC AND SUBSIDIARY**  
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
September 30, 2014

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**NOTE G -- Line of credit**

The company has a \$9,000,000 general line of credit agreement due June 15, 2015 with a bank, which is secured by substantially all the assets of the company and limited guarantees by Oneida. The agreement calls for interest at the one month LIBOR rate (0.157% as of September 30, 2014) payable monthly. The company had an outstanding balance on the line of credit of \$0 as of September 30, 2014 and 2013.

Maximum borrowings under the general line of credit are limited to the sum of 80% of qualified non-bonded accounts, 50% of qualified bonded accounts (not to exceed \$2,000,000), and 65% of qualified work-in-process.

The line of credit with the bank contains certain restrictions and covenants. Under these restrictions, the company must maintain a certain level of equity and the line of credit must not exceed the lesser of the revolving credit limit or the borrowing base.

The company also has \$2,000,000 of unused letters of credit with Oneida related to specific contracts.

**NOTE H -- Capital lease obligations**

The company leases equipment under obligations that have been classified as capitalized leases. As such, the equipment leased is being amortized over the economic life of those assets.

Net book value of the leased equipment is as follows:

	<u>2014</u>	<u>2013</u>
Equipment	\$ 20,322	\$ 20,322
Less accumulated amortization	<u>7,258</u>	<u>4,355</u>
	<u>\$ 13,064</u>	<u>\$ 15,967</u>

Amortization of capital lease assets included in depreciation expense for the years ended September 30, 2014 and 2013 totaled \$2,903.

**ONEIDA TOTAL INTEGRATED ENTERPRISES, LLC AND SUBSIDIARY**  
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
September 30, 2014

---

**NOTE H -- Capital lease obligations (Continued)**

The following is a schedule of future minimum lease payments under the capital leases together with the present value of the net minimum lease payments as of September 30, 2014:

<u>Year ending September 30,</u>	
2015	\$ <u>989</u>
Total minimum lease payments	989
Less amount representing interest	<u>5</u>
Present value of future minimum lease payments	984
Less current maturities	<u>984</u>
Long-term maturities	<u>\$ 0</u>

**NOTE I -- Supplemental disclosures of cash flow information**

	<u>2014</u>	<u>2013</u>
Cash paid for interest	<u>\$ 20,288</u>	<u>\$ 4,053</u>
Cash paid for state income taxes	<u>\$ 502,312</u>	<u>\$ 142,079</u>

**Supplemental schedule of noncash investing and financing activities:**

Fair value of assets acquired:		
Equipment	\$ 0	\$ 45,000
Costs on uncompleted contracts	0	30,000
Goodwill	<u>0</u>	<u>325,000</u>
	<u>\$ 0</u>	<u>\$ 400,000</u>

**ONEIDA TOTAL INTEGRATED ENTERPRISES, LLC AND SUBSIDIARY**  
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
September 30, 2014

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**NOTE J -- Profit sharing plans**

The company maintains a qualified deferred compensation and profit sharing plan under section 401(k) of the Internal Revenue Code. The plan covers all employees who are at least 21 years of age and eligible to participate in the plan on the first day of the quarter following hire date and after attaining age 21. Employees may elect salary deferrals of up to 50% of their compensation, subject to the Internal Revenue Code limits. The company may elect annually to make a discretionary match, as well as a discretionary profit sharing contribution. The company's contribution to the plan was \$237,220 and \$218,009 for the years ended September 30, 2014 and 2013, respectively.

**NOTE K -- Commitments and contingencies****Operating leases**

The company leases its office in Green Bay, Wisconsin from Oneida, a related party. Lease expense under a non-cancelable operating lease that expires in October 2015. Lease expense was \$34,167 and \$13,500 for the years ended September 30, 2014 and 2013, respectively.

The company leases facilities for the various offices and also leases vehicles and office equipment under non-cancelable operating leases which expire at various times through September 2024 ranging in amounts from \$10 to \$15,572 per month. In addition, the company rents vehicles and equipment for various projects on a short-term basis. These short-term leases are considered direct job costs.

Overhead lease expense was approximately \$900,000 and \$740,000 for 2014 and 2013, respectively. Overhead lease expense is included in operating expenses in the accompanying financial statements.

Rental expense directly related to jobs was approximately \$174,000 and \$389,000 for 2014 and 2013, respectively. These rental expenses are included in direct cost of sales in the accompanying financial statements.

Future minimum lease payments under non-cancelable operating leases are as follows:

<u>Year ending September 30,</u>	<u>Related party</u>	<u>Third party</u>	<u>Total</u>
2015	41,389	801,643	843,032
2016	3,498	651,470	654,968
2017	0	376,951	376,951
2018	0	338,805	338,805
2019	0	310,707	310,707
Thereafter	<u>0</u>	<u>876,969</u>	<u>876,969</u>
	<u>\$ 44,887</u>	<u>3,356,545</u>	<u>3,401,432</u>

**ONEIDA TOTAL INTEGRATED ENTERPRISES, LLC AND SUBSIDIARY**  
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
September 30, 2014

---

**NOTE K -- Commitments and contingencies (Continued)****Earn-out provision and non-compete agreement**

As part of Oneida's acquisition of the company in 2008, the company entered into an earn-out agreement with the former owner. The earn-out agreement provides for annual payments of up to \$4 million per year over a nine year period calculated based on income levels. Annual payments under the agreement are limited to a total of \$18 million over the nine years. All future contingent payments (post one-year purchase price allocation period) under the agreement are being recognized as expense in the period incurred under the agreement. The company has recognized expense relating to the earn-out provision of \$1,719,297 and \$3,102,795 during the years ending September 30, 2014 and 2013, respectively. Cumulative earnings under this provision through September 30, 2014 total \$8,738,342.

Also as a part of the acquisition, the company entered into a non-compete agreement with the company's former owner. Management of the company determined that the agreement did not have a reasonably determined or material value and as such no allocation of the acquisition purchase price was recorded.

**NOTE L -- Significant concentrations**

The company receives a significant portion of revenues from government agencies. In 2014 and 2013 one and two government agencies accounted for approximately 27% and 29% of total sales, respectively. These one and two government agencies also accounted for 0% of accounts receivable as of September 30, 2014 and 2013.

**NOTE M -- Asset acquisition**

In June 2013, the company purchased certain assets of Ordinance & Explosives Remediation, Inc. ("OER") for \$400,000 in exchange for cash. The purchase price was allocated based on the fair values of the assets acquired as follows:

Equipment	\$ 45,000
Costs on uncompleted contracts	30,000
Intangible assets	<u>325,000</u>
Cash paid for acquisition	<u>\$ 400,000</u>

In conjunction with the asset purchase the company agreed to an employment agreement with the former owner of OER through June 2016. Future payroll expense related to this employment agreement will be recorded as incurred.

**ONEIDA TOTAL INTEGRATED ENTERPRISES, LLC AND SUBSIDIARY**  
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
September 30, 2014

---

**NOTE N -- Operating expenses**

Operating expenses consist of the following for the years ended September 30:

	<u>2014</u>	<u>2013</u>
Fringe benefits	\$ 5,708,473	\$ 4,833,340
Administrative overhead	5,206,130	4,959,505
Bid and proposal	938,806	933,781
Marketing	335,604	292,137
General and administrative	<u>2,127,809</u>	<u>2,255,326</u>
	<u>\$ 14,316,822</u>	<u>\$ 13,274,089</u>

**NOTE O -- Related party transactions**

The company had the following balances/transactions with Oneida, the company's owner, as of and for the year ended September 30:

	<u>2014</u>	<u>2013</u>
Accounts receivable	\$ 514,511	\$ 265,578
Revenue	1,204,173	3,145,783
Lease expense	34,167	13,500

See Note C for related party balance/transactions the company had with Oneida ESC Group, LLC.



### Oneida Business Committee Agenda Request

XII.H. Request Governmental Services Division Director bring forward Standard Operating Procedures for SEOTS at the October 14, 2015 Business Committee meeting

1. Meeting Date Requested: 09 / 09 / 15

#### 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

[Empty text box]

Agenda Header: Unfinished Business

Accept as Information only

Action - please describe:

Request the Governmental Services Division Director bring forward the draft Standard Operating Procedures for SEOTS at the 10/14/15 Business Committee meeting.

#### 3. Supporting Materials

Report  Resolution  Contract

Other:

1. 07/22/15 Agenda Request

3. [Empty text box]

2. Meeting Notes from 07/22/15-Page 6 only

4. [Empty text box]

Business Committee signature required

#### 4. Budget Information

Budgeted - Tribal Contribution  Budgeted - Grant Funded  Unbudgeted

#### 5. Submission

Authorized Sponsor / Liaison: Cristina Danforth, Tribal Chairwoman

Primary Requestor: Mary C. Graves, Chairwoman's Assistant  
Your Name, Title / Dept. or Tribal Member

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

## Oneida Business Committee Agenda Request

### 6. Cover Memo:

Describe the purpose, background/history, and action requested:

During the July 22, 2015 Business Committee meeting a motion was made to "follow the chain of command and direct the concern to the Governmental Services Division Director, for follow up and the development of Standard Operating Procedures relative to this issue".

A timeline for completion was not provided and should be set by the Business Committee to ensure the SOP's are developed timely. Recommend the draft SOP's be available for review at the 10/14/15 BC meeting with completion and approval of the SOP's expected by 11/25/15.

- 1) Save a copy of this form for your records.
- 2) Print this form as a \*.pdf *OR* print and scan this form in as \*.pdf.
- 3) E-mail this form and all supporting materials in a **SINGLE** \*.pdf file to: [BC\\_Agenda\\_Requests@oneidanation.org](mailto:BC_Agenda_Requests@oneidanation.org)

Oneida Business Committee Agenda Request Page 104 of 357

1. Meeting Date Requested: 07 / 22 / 15

2. General Information:

Session: [X] Open [ ] Executive - See instructions for the applicable laws, then choose one:

[Empty text box]

Agenda Header: New Business

[ ] Accept as Information only

[X] Action - please describe:

BC to direct the SEOTS Director to develop SOP's for polycommed/skyped meetings and to develop a procedure for having meeting packets available at SEOTS for Tribal Members. Draft SOP's to be received and presented to the BC during the 08/26/15 meeting.

3. Supporting Materials

[ ] Report [ ] Resolution [ ] Contract

[X] Other:

1. Email Request

3. [Empty text box]

2. [Empty text box]

4. [Empty text box]

[ ] Business Committee signature required

4. Budget Information

[ ] Budgeted - Tribal Contribution [ ] Budgeted - Grant Funded [ ] Unbudgeted

5. Submission

Authorized Sponsor / Liaison: Cristina Danforth, Tribal Chairwoman [Signature]

Primary Requestor: [Line] Your Name, Title / Dept. or Tribal Member

Additional Requestor: [Line] Name, Title / Dept.

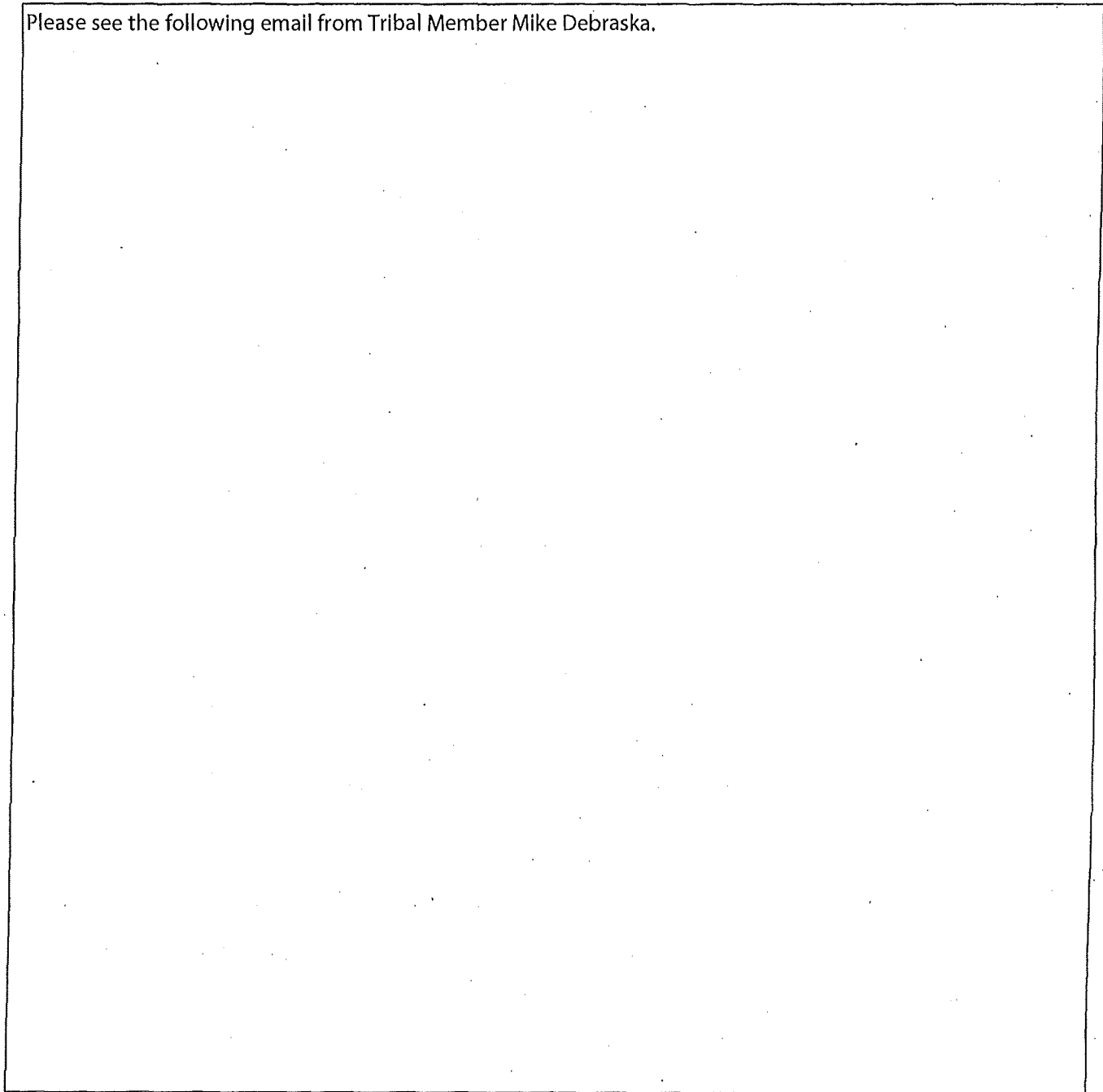
Additional Requestor: [Line] Name, Title / Dept.

Oneida Business Committee Agenda Request Page 105 of 357

**6. Cover Memo:**

Describe the purpose, background/history, and action requested:

Please see the following email from Tribal Member Mike Debraska.



- 1) Save a copy of this form for your records.
- 2) Print this form as a \*.pdf *OR* print and scan this form in as \*.pdf.
- 3) E-mail this form and all supporting materials in a **SINGLE** \*.pdf file to: [BC\\_Agenda\\_Requests@oneidanation.org](mailto:BC_Agenda_Requests@oneidanation.org)

**Mary C. Graves**

---

**From:** Mike Debraska <mike.debraska@yahoo.com>  
**Sent:** Friday, July 10, 2015 9:07 AM  
**To:** Cristina S. Danforth  
**Cc:** Mary C. Graves  
**Subject:** BC Agenda

Tina:

Please place me on the upcoming BC agenda to discuss the following:

Drafting of SOP's by the SEOTS Director for the Polycomming/Skyping of meetings, to include procedures for having agenda's, meeting packets, and any supplemental handouts at SEOTS for tribal members and to have the SOP's ready for presentation to the BC at the August 26, 2015 meeting.

Thank you.

Mike Debraska  
Advocate

*Councilman David Jordan departs at 11:29 a.m.*

**B. Direct SEOTS Director to develop SOP's**

Sponsor: Tina Danforth, Chairwoman

Motion by Jennifer Webster to follow the chain of command and direct the concern to the Governmental Services Division Director, for follow up and the development of Standard Operating Procedures relative to this issue, seconded by David Jordan. Motion carried unanimously:

Ayes: Fawn Billie, Melinda J. Danforth, Trish King, Brandon Stevens, Jennifer Webster

Not Present: David Jordan, Tehassi Hill, Lisa Summers

**C. Discuss Higher Education concerns regarding part time and returning students**

Sponsor: Tina Danforth, Chairwoman

Motion by Brandon Stevens to defer this item for thirty (30) days, seconded by Jennifer Webster. Motion carried unanimously:

Ayes: Fawn Billie, Melinda J. Danforth, Trish King, Brandon Stevens, Jennifer Webster

Not Present: David Jordan, Tehassi Hill, Lisa Summers

**D. Approve request to re-post one (1) vacancy on the SEOTS Advisory Board**

Sponsor: Tina Danforth, Chairwoman

Motion by Fawn Billie to approve request to re-post one (1) vacancy on the SEOTS Advisory Board, seconded by Brandon Stevens. Motion carried unanimously:

Ayes: Fawn Billie, Melinda J. Danforth, Trish King, Brandon Stevens, Jennifer Webster

Not Present: David Jordan, Tehassi Hill, Lisa Summers

*Councilman David Jordan returns at 11:47 a.m.*

**E. Note constitutional amendment approval letter dated June 19, 2015, for the record and note appeal dated July 9, 2015, for the record**

Sponsor: Tina Danforth, Chairwoman

Motion<sup>1</sup> by Melinda J. Danforth to accept the constitutional amendment approval letter dated June 19, 2015, and received June 24, 2015, for the record; to accept the notice of appeal dated July 9, 2015, and received on July 10, 2015, for the record; and to direct Chief Counsel to review all materials and report any potential impacts to the Business Committee, seconded by Fawn Billie. Motion carried unanimously:

Ayes: Fawn Billie, Melinda J. Danforth, David Jordan, Trish King, Brandon Stevens, Jennifer Webster

Not Present: Tehassi Hill, Lisa Summers

Motion by Jennifer Webster to recess at 12:23 p.m. and to reconvene at 1:30 p.m., seconded by Fawn Billie. Motion carried unanimously:

Ayes: Fawn Billie, Melinda J. Danforth, David Jordan, Trish King, Brandon Stevens, Jennifer Webster

*Called to order by Chairwoman Tina Danforth at 1:33 p.m.*

*Secretary Lisa Summers and Councilman Tehassi Hill are not present.*

**F. Approve Food Service Category plan**

Sponsor: Michele Doxtator, Area Profit Manager/Retail

<sup>1</sup> Motion was made prior to recess and voted upon after meeting reconvened.

### Oneida Business Committee Agenda Request

XIII.A.01. Councilman Tehassi Hill – Meijer Ladies Professional Golf Association event – Belmont, MI – July 20-23, 2015

1. Meeting Date Requested: 09 / 09 / 15

**2. General Information:**

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Agenda Header:

Accept as Information only

Action - please describe:

Accept travel report for Councilman Hill's travel to Meijer LPGA event, July 20-23, 2015 in Belmont, MI  
\*Travel was approved July 13, 2015 via E-poll and entered into the official Business Committee records at the July 22, 2015 BC meeting.

**3. Supporting Materials**

Report  Resolution  Contract

Other:

1.

3.

2.

4.

Business Committee signature required

**4. Budget Information**

Budgeted - Tribal Contribution  Budgeted - Grant Funded  Unbudgeted

**5. Submission**

Authorized Sponsor / Liaison:

Primary Requestor: Danelle Wilson, Legislative Assistant/Office of Tehassi Hill  
Your Name, Title / Dept. or Tribal Member

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

# BUSINESS COMMITTEE TRAVEL REPORT



Traveler Name: Tehassi Hill  
 Travel Event: Meijer LPGA  
 Travel Location: Belmont, MI  
 Departure Date: 07/20/2015      Return Date: 07/23/2015  
 Projected Cost: 1,251.45      Actual Cost: 1,251.45  
 Date Travel was Approved by OBC: 07/13/2015

### Narrative/Background:

I traveled to Grand Rapids Michigan for the LPGA event for the purpose of learning more about the potential opportunity to host a similar event at Thornberry Creek at Oneida. The LPGA is one of the longest running and most successful woman's sports organizations in the world. I was able to have a brief meeting with LPGA Commissioner, Michael Whan. Commissioner Whan has been overseeing the LPGA since 2010. He expressed his excitement over the potential of Oneida hosting the LPGA. His staff was very helpful in answering my questions and setting up meetings and tours with the management company running the event. I was able to see all the "back of the house operations" that it takes to run this event. I toured the space required for the television trailer, viewing platforms, how public entrance is set up, off site parking, on site parking and learned more about security, hospitality tents, sponsor signage and volunteer opportunities. It's my opinion that hosting the LPGA would be a great fit for our community and a great way to promote Oneida nationally as a destination.

### Item(s) Requiring Attention:

[Click here to enter text.](#)

### Requested Action:

Accept travel report



## Oneida Business Committee Travel Request

XIII.B.01. Approve fully grant funded travel request for Councilman Tehassi Hill – National Tribal Energy Summit – Washington, DC – September 23-24, 2015

**1. OBC Meeting Date Requested:**    09 / 09 / 15                       e-poll requested

### 2. General Information:

Event Name: \_\_\_\_\_ National Tribal Energy Summit \_\_\_\_\_

Event Location: \_\_\_\_\_ Washington, DC \_\_\_\_\_      Attendee(s):

Departure Date:       Attendee(s):

Return Date:       Attendee(s):

### 3. Budget Information:

- Funds available in individual travel budget(s)  
 Unbudgeted  
 Grant Funded or Reimbursed

Cost Estimate: \_\_\_\_\_

### 4. Justification:

- Liaison Appointment Responsibilities

To which Strategic Direction(s) does this travel relate?

- Advancing Principles                       Creating a Positive Organizational Culture  
 Committing to Building a Responsible Nation       Implementing Good Governance Processes

Describe the purpose of Travel and how it relates to the Strategic Direction(s) and/or your liaison area:

This summit will provide a forum for gaining a better understanding of energy development and other issues around energy security as it relates to energy self-sufficiency and how Tribal governments can better prepare for the future.

\*The Office of Indian Energy will be reimbursing travel costs under the START program, through National Renewable Energy Laboratory (NREL)

### 5. Submission

Sponsor:

- 1) Save a copy of this form for your records.
- 2) Print this form as a \*.pdf OR print and scan this form in as \*.pdf.
- 3) E-mail this form and all supporting materials in a **SINGLE** \*.pdf file to: BC\_Agenda\_Requests@oneidanation.org



**The Secretary of Energy**  
Washington, DC 20585

July 31, 2015

Dear Tribal Leader:

It is my honor to cordially invite you to the National Tribal Energy Summit September 23-25 at the Capitol Hill Hyatt Regency in Washington, DC. This event is co-sponsored by the U.S. Department of Energy (DOE) and the National Conference of State Legislatures, in collaboration with the National Center for American Indian Enterprise Development.

The National Tribal Energy Summit will be a two-and-a-half day event, with an opening reception the evening of September 23 at the National Museum of the American Indian.

As you are aware, energy security is of particular concern in many Native American communities. In spite of abundant natural resources on Tribal lands, Tribal leaders and their communities face unique and pressing challenges related to energy self-sufficiency and climate preparedness.

The National Tribal Energy Summit will provide a forum for exploring energy development and other important issues that you identify; sharing best practices; and identifying common goals around increased energy innovation and technology deployment on Tribal lands. There will also be special sessions, including one to address DOE's invitation made at the December 2014 Tribal Working Group Summit to assist with financing Tribal energy projects.

The National Tribal Energy Summit will bring together federal agencies, state and Tribal governments, Tribal corporations, private industry, utilities, and academia to support the Obama Administration's long-held priority to assist Tribal efforts to enhance energy security, increase community resiliency, and cultivate a sustainable energy future. Additionally, the National Tribal Energy Summit will:

- Celebrate Tribal successes in clean energy deployment;
- Convene Tribal leaders from across the United States (including Alaska);
- Examine continuing challenges to Tribal participation and jobs in the clean energy economy; and
- Highlight the energy choices Tribal governments will face in the future.

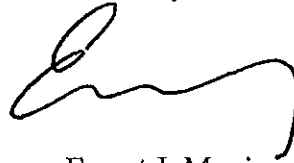
We seek to discuss how together we can achieve the important goals of President Barack Obama's National Energy Policy to the benefit of Tribes, Native Alaskans, and our Nation. Attached, please find a Registration Form, and a Summit and Logistics Overview of the National Tribal Energy Summit.



If you have any questions, please contact Chris Deschene, Director, Office of Indian Energy Policy and Programs, at [IndianEnergy@Hq.Doe.Gov](mailto:IndianEnergy@Hq.Doe.Gov), or visit the Summit website at [www.ncsl.org/tribalenergy](http://www.ncsl.org/tribalenergy) for more information.

I look forward to seeing you at the 2015 National Tribal Energy Summit and continuing our dialogue about the future of Indian Country.

Sincerely,

A handwritten signature in black ink, appearing to read 'Ernest J. Moniz', with a stylized, flowing script.

Ernest J. Moniz

Enclosures



# NATIONAL TRIBAL ENERGY SUMMIT

## Transforming Our Energy Future

Energy security is of particular concern in many Native American communities, despite the ample resource potential that exists on Indian lands. Charged with promoting the well-being of current and future generations, tribal councils face unique and pressing challenges related to energy self-sufficiency and climate preparedness.

To address these challenges, the U.S. Department of Energy (DOE) is participating in a National Tribal Energy Summit September 24–25, 2015, in Washington, D.C. The National Summit supports the Obama Administration's ongoing commitment to assist tribal efforts to enhance energy security, increase community resiliency, and cultivate a sustainable energy future.

## Save the Date!

Sept. 24–25, 2015

Washington, D.C.

**Hyatt Regency Washington  
on Capitol Hill**

Register and find more  
information online at  
[www.ncsl.org/tribalenergy](http://www.ncsl.org/tribalenergy)  
or by emailing  
[tribalenergy@ncsl.org](mailto:tribalenergy@ncsl.org).

The summit will highlight challenges and showcase opportunities in the areas of:

- Science and technology, policy, and the regulatory environment
- Community- and commercial-scale energy project development
- Tribal education and workforce development
- Federal procurement
- Energy sector supply chain participation.

Representatives from federal agencies, state and tribal governments, tribal corporations, private industry, utilities, and academia will come together with scientists, educators, analysts, and experts in energy policy, regulation, financing, and technology-to-market to exchange ideas and explore solutions.



### DOE-Sponsored Energy Working Groups

- Indian Country Energy and Infrastructure Working Group
- State and Tribal Government Working Group
- Nuclear Energy Tribal Working Group

### Other Summit Highlights

In addition to the breakout sessions and panel discussions that are central to the agenda, the summit will also feature:

- **Special Session on Financing** to address DOE's invitation made at the December 2014 Tribal Summit to assist with financing tribal energy projects
- **Technology Exhibit Hall** displaying key energy technologies, services, programs, and initiatives
- **A Welcoming Reception** on September 23 at the National Museum of the American Indian.

### How to Register

Register and find more information online at [www.ncsl.org/tribalenergy](http://www.ncsl.org/tribalenergy) or by emailing [tribalenergy@ncsl.org](mailto:tribalenergy@ncsl.org).



NATIONAL TRIBAL ENERGY SUMMIT

September 23-25, 2015

HYATT REGENCY CAPITOL HILL

400 New Jersey Ave. N.W. Washington D.C. 20001

Summit and Logistics Overview for DOE Tribal Working Groups

<p><b>MEETING OVERVIEW</b></p>	<p>With sponsorship of the U.S. Department of Energy (DOE) and in cooperation with the National Center for American Indian Enterprise Development, the National Conference of State Legislatures (NCSL) will host a National Tribal Energy Summit, September 23–25, 2015 in Washington, D.C. The Summit will focus on energy policy priorities important to American Indian Tribes and will bring together tribal and state governments, federal agencies, tribal corporations, private industry, utilities and academia to explore energy development and security issues identified by tribes and DOE’s Indian Country Energy and Infrastructure Working Group.</p> <p style="text-align: center;">See the meeting webpage for complete and updated information:  <a href="http://www.ncsl.org/tribalenergy">www.ncsl.org/tribalenergy</a></p>
<p><b>AGENDA OVERVIEW</b></p>	<p><b>Tuesday, Sept. 22</b></p> <ul style="list-style-type: none"> <li>• Travel day (for DOE working group members only)</li> </ul> <p><b>Wednesday, Sept. 23</b></p> <ul style="list-style-type: none"> <li>• DOE-sponsored tribal working group meetings at the Hyatt Regency Washington (<b>by invitation only; see meeting agenda for specific times</b>)</li> <li>• 1 -5:30 p.m. Registration, check-in and credentials at Hyatt Regency Washington</li> <li>• 2:30 – 5:30 p.m. Summit special topic meetings and roundtables</li> <li>• 6:30 – 9 p.m. <b>National Tribal Energy Summit Opening Reception with Secretary Moniz at the National Museum of the American Indian</b> (open to all participants but must be registered in advance by Sept. 10 to be included on guest list)</li> </ul> <p><b>Thursday, Sept. 24</b></p> <ul style="list-style-type: none"> <li>• 7 a.m. Registration, check-in and credentials at Hyatt Regency Washington</li> <li>• 8:30 a.m. – 5:30 p.m. Opening plenary keynote by Secretary Moniz and remarks by other administration officials followed by concurrent panel sessions (breakfast and lunch provided)</li> </ul> <p><b>Friday, Sept. 25</b></p> <ul style="list-style-type: none"> <li>• 7 – 10 a.m. Registration at Hyatt Regency Washington on Capitol Hill</li> <li>• 9 a.m. – noon Concurrent panel sessions and closing plenary with senior administration officials (breakfast provided)</li> <li>• Travel day following adjournment at noon</li> </ul>
<p><b>REGISTRATION</b>  <b>Deadline:</b>  <b>Sept. 10, 2015</b></p>	<p><b>You must register for the meeting.</b> You will need to create a log-in to access the online registration site. See the meeting webpage (<a href="http://www.ncsl.org/tribalenergy">www.ncsl.org/tribalenergy</a>) for more information.</p> <p>If preferred, you may register by completing the attached registration form and returning it to Angela Lucas with NCSL (<a href="mailto:tribalenergy@ncsl.org">tribalenergy@ncsl.org</a> / fax: 303-856-2557).</p> <p>Space is limited, so please register as soon as possible. <b>Registration closes on Sept. 10, 2015.</b></p>

## Oneida Business Committee Travel Request

XIII.B.02. Secretary Lisa Summers and Councilwoman Fawn Billie – Inter-tribal Criminal Justice Organizational meeting – Lac du Flambeau, WI – October 5-6, 2015

1. **OBC Meeting Date Requested:** 09 / 09 / 15  e-poll requested

### 2. General Information:

Event Name: Inter-tribal Criminal Justice Organizational meeting

Event Location: Lac du Flambeau Attendee(s): Fawn Billie

Departure Date: Oct 5, 2015 Attendee(s): Lisa Summers

Return Date: Oct 6, 2015 Attendee(s):

### 3. Budget Information:

- Funds available in individual travel budget(s)  
 Unbudgeted  
 Grant Funded or Reimbursed

Cost Estimate: 250.00

### 4. Justification:

- Liaison Appointment Responsibilities

To which Strategic Direction(s) does this travel relate?

- Advancing Principles  Creating a Positive Organizational Culture  
 Committing to Building a Responsible Nation  Implementing Good Governance Processes

Describe the purpose of Travel and how it relates to the Strategic Direction(s) and/or your liaison area:

Secretary Lisa Summers and Councilwoman Fawn Billie have recently been appointed to the Inter-tribal criminal Justice Coordinating Group. The first meeting is October 6, 2015. This travel relates to Implementing Good Governance Processes by working together with other tribes in Wisconsin to address issues related to criminal justice.

### 5. Submission

Sponsor: Fawn Billie, Council Member

- 1) Save a copy of this form for your records.
- 2) Print this form as a \*.pdf OR print and scan this form in as \*.pdf.
- 3) E-mail this form and all supporting materials in a **SINGLE** \*.pdf file to: BC\_Agenda\_Requests@oneidanation.org

DRAFT Agenda

Organizational Meeting

Intertribal Criminal Justice Planning and Coordination

October 6, 2015

Lake of the Torches

510 Old Abe Rd

Lac du Flambeau, WI 54538

- 9:00 a.m. Welcome and Introductions
- 9:15 a.m. Agenda Review
- 9:30 a.m. Purpose of an Intertribal Criminal Justice Group
- 9:45 a.m. Determine Roles for an Intertribal Criminal Justice Group
- 10:00 a.m. Identifying Tribal, Federal, State and Local Partners
- 10:15 a.m. Break
- 10:30 a.m. Mission, Vision and Goals
- 12:00p.m. Lunch
- 1:00 p.m. Developing an Organizational Structure for the Criminal Justice Group
- 2:00 p.m. Budget and Funding
- 2:15 p.m. Break
- 2:30 p.m. Membership
- 3:15 p.m. Next Steps
- 3:30 p.m. Meeting Schedule
- 3:45 p.m. Adjournment



**Oneida Business Committee Travel Request**

XIII.B.03. Vice-Chairwoman Melinda J. Danforth – ACF Litigation – Chicago, IL – September 30, 2015

1. **OBC Meeting Date Requested:** 9 / 09 / 15  e-poll requested**2. General Information:**

Event Name: \_\_\_\_\_ ACF Litigation \_\_\_\_\_

Event Location: Chicago, IL Attendee(s): Departure Date:  Attendee(s): Return Date:  Attendee(s): **3. Budget Information:** Funds available in individual travel budget(s) Unbudgeted Grant Funded or ReimbursedCost Estimate: \$294.25**4. Justification:** Liaison Appointment Responsibilities

To which Strategic Direction(s) does this travel relate?

 Advancing Principles Creating a Positive Organizational Culture Committing to Building a Responsible Nation Implementing Good Governance Processes

Describe the purpose of Travel and how it relates to the Strategic Direction(s) and/or your liaison area:

The Illinois Court of Appeals has scheduled oral argument to take place at 10:00 a.m. on September 30, 2015, at 160 North La Salle Street, Chicago, IL regarding the ACF Litigation.

This litigation can impact our budget, sovereignty, and organizational operations.

**5. Submission**Sponsor: 

1) Save a copy of this form for your records.

2) Print this form as a \*.pdf OR print and scan this form in as \*.pdf.

3) E-mail this form and all supporting materials in a **SINGLE** \*.pdf file to: BC\_Agenda\_Requests@oneidanation.org

# Oneida Business Committee Agenda Request

XIV.A.01. Accept Organizational Development Specialist FY '15 3rd quarter report

1. Meeting Date Requested: 09 / 09 / 15

## 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Agenda Header:

Accept as Information only

Action - please describe:

Motion to accept the Quarterly Report

## 3. Supporting Materials

Report  Resolution  Contract

Other:

1.

3.

2.

4.

Business Committee signature required

## 4. Budget Information

Budgeted - Tribal Contribution

Budgeted - Grant Funded

Unbudgeted

## 5. Submission

Authorized Sponsor / Liaison:

Primary Requestor: Melanie Burkhart, Organizational Development Specialist  
Your Name, Title / Dept. or Tribal Member

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

Quarterly Report  
To the  
Oneida Business Committee  
For the period April 2015 – June 2015

Melanie Burkhart  
Organizational Development Specialist

Tribal Treasurer Office

- Started Facilitated Sessions for the Budget Gap
  - Meet with Treasurer to determine outcomes for the facilitated sessions
  - Review PIP form and its use for the budget gap meeting
  - Met for 2 days with the direct reports and boards, committees, and commission to bring the budget into alignment from the \$23.5M gap
  - At the end of the initial 2 days the group was still at a \$2.5M gap
  - Report to OBC determined additional time would be requested in July to close the gap
- Met with OBC to reduce their portion of the budget in the Special Projects Line

Policy

- Met with BC and LRO to review the Comprehensive Policy Governing Boards, Committees and Commissions
  - Brought forward work that had been the prior quarter
  - Provided input on the policy for language changes and updates
- Work with a team to review SOP's that need to be created for OBC.
  - Provide a list to OBC for priority

OBC Reorganization

- Continue to research and put together analysis on past reorganization efforts
- Create definitions and intent on the proposed reorganization plan
- Brought forward an updated plan on reorganization for the OBC

Day to Day

- Facilitate OBC Strategic Work Meetings
- Research tools/techniques for daily work

### Oneida Business Committee Agenda Request

XIV.A.02. Accept Self-Governance FY '15 3rd quarter report

1. Meeting Date Requested: 9 / 9 / 15

#### 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Agenda Header:

Accept as Information only

Action - please describe:

#### 3. Supporting Materials

Report  Resolution  Contract

Other:

1.

3.

2.

4.

Business Committee signature required

#### 4. Budget Information

Budgeted - Tribal Contribution  Budgeted - Grant Funded  Unbudgeted

#### 5. Submission

Authorized Sponsor / Liaison:

Primary Requestor:

Christopher Johns, SG Coordinator  
Your Name, Title / Dept. or Tribal Member

Additional Requestor:

\_\_\_\_\_  
Name, Title / Dept.

Additional Requestor:

\_\_\_\_\_  
Name, Title / Dept.

# Oneida Tribe of Indians of Wisconsin

Post Office Box 365

Phone: (920) 869-2214

Oneida, WI 54155



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.

## Tribal Self-Governance Quarterly Report to the Oneida Business Committee

Submitted By:  
Christopher Johns, SG Coordinator

September 9, 2015

### **BUDGET**

#### ***Restore FY 2012 sequestration cuts and exempt Tribal funding from future sequestrations.***

Tribes experienced heavy budgetary cuts as a result of the 2012 sequester. The cuts affected direct services to Tribal citizens. Among the services affected were public safety, social welfare, and health care services. As Congressional members debate the FY 2016 appropriations, Self-Governance Tribes must continue to urge Congress to restore these funds to at least their pre-sequestration levels. We also must continue to insist that the Federal Government uphold their trust responsibility and amend the Budget Control Act of 2011 to exempt Tribal funding from future sequestrations.

#### ***Authorize mandatory funding and fully fund Contract Support Costs and expedite payments to Tribes.***

Self-Governance Tribes support the President's current budget proposal to fully fund Contract Support Costs (CSC) in FY 2016 and to shift CSC from discretionary funding to mandatory funding. Self-Governance Tribes expressly support the shift in funding to remedy the need for Administrators to make fiscal decisions without consultation from Congressional members and Tribal leaders. Additionally, mandatory funding protects appropriations that are allocated for direct services in Tribal communities.

#### ***Preserve authority to include one-time or short-term resources in Self-Governance Funding Agreements.***

Self-Governance Tribes have noticed a troubling trend that DOI is moving one-time funding to grants that cannot be included in Self-Governance Funding Agreements and are restrictive in nature – undermining core Self-Governance tenets. This trend allows DOI to heavily regulate

and restrict the inclusion of indirect costs to administer Tribal programs; and hinders Tribal governments' ability to re-design programs to better meet the needs at the local level.

***Enact Advanced Appropriations for the Indian Health Service.***

Since FY 1998, there has been only one year (FY 2006) when the Interior, Environment and Related Agencies budget, which contains the funding for IHS, has been enacted by the beginning of the fiscal year. Late funding creates significant challenges to Tribes and IHS provider budgeting, recruitment, retention, provision of services, facility maintenance and construction efforts. Providing sufficient, timely, and predictable funding is needed to ensure the federal government meets its obligation to provide health care for American Indian and Alaska Native people. Enacting advanced appropriations will provide more stable funding and sustainable planning for the entire Indian Health Care system by appropriating funding two years in advance.

White Papers

Policy priorities and goals do not often change, but strategy to implement the priorities change as external decisions are made, new data is reported, or progress is reported. The White Papers below provide the most up-to-date administrative and legislative actions as well as new strategy ideas. Click the hyperlinks to download and share the White Papers.

- [Analysis of DOI Budget Equity for Self-Governance Tribes](#)
- [Advanced Appropriations](#)
- [Sequestration](#)

**POLICIES**

Administrative policies often directly affect Self-Governance Tribes and the programs they choose to manage. Many of the policy priorities identified in the National Tribal Self-Governance 2015-2017 Strategic Plan & Priorities are critical to efficiently manage programs and leverage external opportunities to improve Tribal programs.

There are many competing policy goals for Self-Governance Tribes, however those listed below have momentum or support outside of Self-Governance Tribes. To see the full list of policy priorities, download the full version of the National Tribal Self-Governance 2015-2017 Strategic Plan & Priorities.

***Revise and streamline each agency's Contract Support Costs Policy.***

After years of advocacy, CSC funding has changed monumentally in the last twelve months. As a result of full funding and Presidential support for mandatory funding, each agency must identify, assess, and implement modifications to each agency's CSC policy that reflects recent legislative and funding changes. Each agency has a Tribal-Federal Workgroup that made several recommendations to update the CSC policy. Self-Governance Tribes urge each agency to review those recommendations begin updating the policy as quickly as possible.

***Expand Tribal consultation on allocation and formula distribution of Bureau of Indian Affairs.***

In 2012, Self-Governance Tribes published the Program Formulas Matrix Report, which identifies areas where the formulas and methodologies currently used by the Bureau of Indian Affairs (BIA) for distribution can be improved and provide recommendations for eleven

programs. Action on these recommendations has stalled in the last several years. However, as DOI seeks to move funding to one-time grants, the Formula Matrix Report recommendations are increasingly important. Continued consultation and discussion with BIA officials and Tribes is needed to implement changes recommended in the report.

***Foster greater transparency announcing new DOI funding opportunities.***

Access to program and initiative funding is critical as Tribes work to meet the needs of their citizens locally. As such, Self-Governance Tribes encourage DOI agencies to streamline their grant and funding announcements so that all Tribes have equal opportunity for one-time funding and support.

***Include Purchase and Referred Care in all VA-IHS reimbursement agreements.***

When the IHS and the Veterans Administration (VA) negotiated the first national agreement, required under the Indian Health Care Improvement Act (IHCIA), the agencies only included reimbursement for direct care provided by IHS facilities. This agreement has become the model for Tribal programs in negotiating with local VA facilities. However, it does not adequately address the specialty care Tribal systems provide eligible veterans. After two years of implementation and changes to the Veterans Administration health care delivery, Self-Governance Tribes believe the time is right to revisit the reimbursement agreement and include specialty and referred care.

***Institute a Tribal Advisory Committee for Office of Management and Budget.***

Given the role the Office of Management and Budget (OMB) plays in the Tribal funding – from guiding the President’s annual budget request to distributing appropriations to all federal agencies – a Tribal Advisory Committee could prioritize Tribal needs and requests. Other advisory committees have assisted in educating and building momentum within agencies and departments to further Tribal sovereignty and priorities.

***Update the IHS Facilities Construction Policy to include broad Tribal input.***

The IHS Health Care Facilities Design and Construction Policy does not currently reflect new authorities available under IHCIA, nor does it accurately reflect the tenants of Self-Governance. Additionally, the Facilities Appropriations Advisory Board (FAAB) recently decided to review and possibly update the Policy to reflect new authorities and make recommendations to the prioritization system. Self-Governance Tribal leadership believes the time is ripe to make changes that have broad Tribal support and allow for greater flexibility in construction projects.

***Evaluate the Indian-specific provisions of the Patient Protection and Affordable Care Act (ACA) and continue consultation to implement outstanding provisions.***

After nearly five years of implementation, an assessment is needed to ensure that Indian-specific provisions of the ACA are working effectively and efficiently. Additionally, some provisions continue to require Tribal consultation and technical fixes that may be successful through negotiated rulemaking process.

**Supporting White Papers**

Policy priorities and goals do not often change, but strategy to implement the priorities change as administrative and legislative changes occur. The White Papers below provide the most up-to-date administrative and legislative actions as well as new strategy ideas. Click the hyperlinks to download and share the White Papers.

- Implementation of the Patient Protection and Affordable Care Act (ACA) P.L. 111-148
- Implementation of the Violence Against Women's Act
- Self-Governance Concept for the Environment Protection Agency
- Self-Governance in Tribal Transportation
- Streamline and Expedite Grants authorized by Special Diabetes Program for Indians (SDPI)
- Implementation of the Tribal Law and Order Act
- Wildland Fire

## LEGISLATION

Legislation is critical to expanding Self-Governance and reaffirming its tenants throughout the Federal government. Self-Governance Tribes seek to further the self-determination across the spectrum of Tribal programs, while building local capacity to meet local needs. Self-Governance Tribes are interested in a vast number of legislative ideas, but identified the items below as their key priorities for the 114th Congress.

### ***Amend Title IV of the Indian Self-Determination and Education Assistance Act.***

Amending Title IV of the Indian Self-Determination and Education Assistance Act (ISDEAA) has been a top legislative priority for Self-Governance Tribes for over a decade. Over the past 35 years, the ISDEAA has been one of the most successful mechanisms allowing Tribes to develop the capacity for government-building activities. Self-Governance Tribes must continue to advance the vision of the ISDEAA by working to amend Title IV of the ISDEAA to create consistency between Title IV Self-Governance in the DOI and Title V Self-Governance in the Department of Health and Human Services (HHS) to create administrative efficiencies for Self-Governance Tribes.

### ***Reauthorize the Native American Housing Assistance and Self-Determination Act.***

Current authorization of the Native American Housing Assistance and Self-Determination Act of 1996 (NAHASDA) expired on September 30, 2013. NAHASDA is the main authorization of Tribal housing programs. Tribal programs under NAHASDA have been successful in allowing Tribes the self-determination necessary to provide effective programs for Tribal citizens. Tribes are now exercising their right to self-determination by designing and implementation their own housing and other community development infrastructure programs. Reauthorization of NAHASDA is critical to continue to support Tribal housing authorities that build keystone housing and community infrastructure in Tribal communities.

### ***Enact legislation that strengthens and reaffirms the original tenants of Public Law 102-477.***

The 477 Program provides Tribal governments with the flexibility to design employment, training, and economic development plans that utilize funding from several federal programs to best meet the needs of their local communities. While PL 102-477 is still technically a "demonstration project," the 477 Program has existed for over two decades and currently over 250 Tribes and Tribal organizations consolidate multiple programs into a single 477 Plan. Despite nearly two decades of success, the viability of the 477 Program was jeopardized by two Federal agency actions. Legislation is necessary to make the 477 Program permanent and remove administrative burdens for Self-Governance Tribes.



***Expand Self-Governance to the Department of Transportation.***

Congress has sought to address transportation infrastructure deficiencies in Indian Country by increasing funding available to Tribes, broadening eligibility for direct Tribal participation in Federal transportation programs and by extending the ISDEAA to several of those programs. With increased funding and expanded authority, Tribes have demonstrated that they are best positioned to ensure the effective and efficient use of federal transportation infrastructure funds. Despite these results, the Departments of Transportation (DOT) and Interior have been unwilling to extend the ISDEAA framework into new program areas, such as transit and highway safety. However, reauthorization of transportation legislation expires in May 2015 and Tribal advocates are urging Congressional members to expand Self-Governance tenants to the DOT.

***Permanently reauthorize and provide full funding for the Special Diabetes Program for Indians.***

Congress established the Special Diabetes Program for Indians (SDPI) in 1997 as part of the Balanced Budget Act to address the growing epidemic of diabetes in American Indians and Alaska Natives communities. SDPI programs have become the nation's most strategic and comprehensive effort to combat diabetes. Self-Governance Tribes believe the success of these programs require the permanent reauthorization and supporting funding for SDPI.

***Enact Medicare-Like Rates for IHS outpatient services for IHS, Tribal and Urban facilities.***

IHS, Tribes and Tribal organizations currently cap the rates they will pay for hospital services to what the Medicare program would pay for the same service (the "Medicare-Like Rate" or "MLR"). Currently, this MLR cap applies only to hospital services, which represent only a fraction of the services provided through the Purchase and Referred Care system. Proposed legislative fixes would amend Section 1866 of the Social Security Act to expand application of the MLR Cap. It would direct the Secretary to issue new regulations to establish a payment rate cap applicable to medical and other health services in addition to the current law's cap on services provided by hospitals. It would make the MLR cap apply to all Medicare-participating providers and suppliers. Self-Governance Tribes support this legislative fix to leverage the limited resources provided to IHS, Tribal and Urban health programs.

***Advance legislation to expand Self-Governance to other Health and Human Services agencies and programs.***

Title VI of the ISDEAA required the Secretary of HHS to conduct a study to determine the feasibility of a Tribal Self-Governance demonstration project for appropriate HHS PSFA in agencies other than IHS. HHS submitted the required report to Congress in March of 2003. The report concluded that the demonstration project was feasible. Although Congress has considered legislation to authorize a Self-Governance demonstration project, legislation has not been enacted into law to date. HHS has since convened a Self-Governance Tribal Federal Workgroup (SGTFW) and issued a final report in September 2014. After repeated attempts to reconstitute the SGTFW to continue working on the report recommendations, Self-Governance Tribes will seek out legislative proposals to implement recommendations outlined in the report.

**Supporting White Papers**

Legislative priorities and goals do not often change, but strategy to move legislation forward changes based on external opportunities and information available. The White Papers below

provide the most up-to-date administrative and legislative actions as well as strategy changes. Click the hyperlinks to download and share the White Papers.

- Contract Support Costs
- Amending Title IV of ISDEAA
- P.L. 102-477, Indian Employment and Training Act
- Education

#### Additional Resources

In addition to the White Papers identified above, the following documents are available upon request.

- 2015 – 2017 National Strategic Plan
- Self-Governance Acronyms
- Self-Governance Definitions
- Self-Governance Major Statutes
- HIS - OTSG Funding Agreement Components
- DOI/OSG Financial Operations
- DOI - Federal Financial Systems
- SGAC Protocols
- TSGAC Protocols
- White Paper – Budget Equity
- White Paper – HIS Advance Appropriations
- White Paper – Sequestration
- White Paper – Contract Support Costs
- White Paper – Amending Title IV
- White Paper – 477 Program
- White Paper – Streamline SDPI Process
- White Paper - TLOA
- ACA Implementation
- VAWA Update
- Tribal Transportation Update
- Expanding SG to EPA

# Oneida Business Committee Agenda Request

1. Meeting Date Requested:   9   /   9   /  15 

## 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Agenda Header: Reports

Accept as Information only

Action - please describe:

3rd Quarter (April-June) Report for Internal Services Division submitted as FYI only.

## 3. Supporting Materials

Report  Resolution  Contract

Other:

1.

3.

2.

4.

Business Committee signature required

## 4. Budget Information

Budgeted - Tribal Contribution

Budgeted - Grant Funded

Unbudgeted

## 5. Submission

Authorized Sponsor / Liaison:

Joanie Buckley, Division Director/Internal Services

Primary Requestor:

\_\_\_\_\_  
Your Name, Title / Dept. or Tribal Member

Additional Requestor:

\_\_\_\_\_  
Name, Title / Dept.

Additional Requestor:

\_\_\_\_\_  
Name, Title / Dept.

## Oneida Business Committee Agenda Request

### 6. Cover Memo:

Describe the purpose, background/history, and action requested:

The Internal Services Division is made up of the following departments: Employee Advocacy, Grants, Kalihwisaks, M.I.S., OCIFS, Print Shop-Mail Center, Tourism, Tsyunhehkwa. Attached is the 3rd quarter report for these areas

- 1) Save a copy of this form for your records.
- 2) Print this form as a \*.pdf *OR* print and scan this form in as \*.pdf.
- 3) E-mail this form and all supporting materials in a **SINGLE** \*.pdf file to: [BC\\_Agenda\\_Requests@oneidanation.org](mailto:BC_Agenda_Requests@oneidanation.org)



## INTERNAL SERVICES DIVISION

### 3<sup>rd</sup> QUARTER REPORT



This quarter builds on the previous work of collaboration -- aligning operational models toward sustainability. We keep in mind the 4 Directions, and continue to address the challenges of manpower, budgets, and workload.

The operational models are unique to each operation/department, and take on various approaches toward sustainability, such as GRANTS continuing to seek external funds to support operations and new initiatives; TOURISM developing packages and events to drive foot traffic to the reservation for increased revenues; MIS transforming workloads toward ease of business and just-in-time information; TSYUNHEHKWA increasing farm yields and production on traditional food products, and engaged in education for self-sufficiency; KALIWISAKS and the PRINT & MAIL CENTER with communications outreach to engage the community in our culture as a Nation. With these operational models transforming, we continue to build efficiencies, and strengthen collaboration across the organization.

The budget challenged all areas of the operation. As reported out during the budget sessions, Internal Services Division outlined a budget reduction of \$1,715,958 for FY16, which was made up of two large reductions: cap ex (\$680,000), technology set-aside (\$940,088); and various smaller operational cuts including advertising, personnel lines, training, rentals, and/or supplies. The cuts were necessary to close the budget gap; and it was a painful, but necessary exercise. Considering the 12% budget cut for FY15, this leaves little dollars in most departments beyond manpower.

The departments, with a total count of 100 employees, continue to focus on strengthening their operational models toward sustainability. It is evident in small wins, such as Tourism landing a group in 2018 from a newly developed visitor package; or driving efficiencies and sharing resources to weather the storm, with the shared employee. We continue to do the best work with the tools provided; and we will continue to support every effort to become sustainable, focused on the 4 strategic directions.

Let's hope that we can soon stabilize the organization and Nation Build for the present and to leave a legacy for the future.

Strategic Direction			
Advancing On'yote?a.ka Principles	Committing to Build a Responsible Nation	Implementing "Good Governance" Processes	Creating a Positive Organizational Culture

## MANAGEMENT INFORMATION SYSTEMS (MIS)

### Strategy #1 Deliver Business Technology Solutions

#### Health Care Systems

- Implementation of the latest version of GE Centricity. The new version supports OCHD federal regulatory reporting requirements
- Selection of a PACS (picture archiving communication system) for digital x-ray and mammography image capture.

#### Gaming Systems

- Completed the Scientific Games SDS (slot data system) upgrade. This project began in April and concluded on July 28<sup>th</sup>. The project was completed on time and within budget.
- Continued the work associated with the Scientific Games CMP (casino market place) upgrade. This significant upgrade is scheduled for go-live on September 9<sup>th</sup>.



### Strategy #2 Promote Information Sharing & Collaboration

- Extended the use of the Tribe's digital management solution (OnBase) into the new judicial environment.
- Selection of a new CMS (content management solution), Stellar Blue Technologies (SBT). Will be tasked with the responsibility of navigation, look & feel of the Tribe's web presence.



### Strategy #3 Optimize Use of Resources

#### Budgetary Performance

- Completed the first half of FY'15 within 1% of budget
- 100% compliance with all FY'16 budget guidelines and continuing resolution directives





EMPLOYEE ADVOCACY DEPARTMENT

The Employee Advocacy Department (EAD) continues its efforts to create a positive organizational culture through increased communication. Rather than formal litigation, EAD strives to mediate/settle cases; effectively saving the Tribe time/costs associated with hearings before the Oneida Personnel Commission and/or the Oneida Judiciary

In addition to cases carried over from the previous quarter, EAD received thirty-seven (37) new requests for assistance. The breakdown is as follows:

Employment related: 26

19 – drafted/assisted disciplinary appeals and/or complaints to area manager

10 – drafted/reviewed employment-related complaints

9 – Drafted disciplinary appeals to Area Managers

Disciplinary Decisions:

6 – Overturned/settled

1 – 20+ days beyond appeal timeline

1 – Employee decided not to pursue


1 – Pending at OPC/OTJ

Cases pursued to OPC: One – Day 3 of hearing scheduled

Cases pursued to Oneida Judiciary: One – Interlocutory filed by Respondent in above case.

Employee Requests denied: 1 case 20+ days beyond appeal time lines

18 - Misc. requests for non-employment assistance – Enrollments, Power of Attorney for Health/Finances, Living Wills, Contract Health complaints, garnishment, probate, family court, Debt collection, guardianship, family law, etc. EAD provided forms/referrals and/or links to online info.



**AGRICULTURE/FOOD SYSTEM:** We continue to build upon our present Integrated Food System with various programs and grants that can jump-start initiatives to build a healthy community. One focus is the Farm to School programs that help our youth become more knowledgeable and engaged in healthy eating habits, and knowing the origin of the foods.

## TSYUNHEHKWA FARM & CANNERY:

*Strategies/Initiatives/Goals including Progress being made:*

1. *Embrace heritage & Promote food sustainability - Promote culture through natural foods*

3 Sisters Garden Model Planted on Site, Heirloom White Corn. We provided Presentations, Informational Tables & Tours. Volunteers and Modified Duty, Youth helped with cleaning and shelling Corn. A UWGB Class helped all areas for the quarter. Newest Products worked on are Apple Bites (Dehydrated Apples) and Youth Trail Mix & Dehydrated Strawberries by Cannery

2. *Optimize resources - Share resources to reduce costs & duplication*  
Share products, services and tools. We collaborate with Oneida Nation Farm, Tourism, to minimize redundancy and maximize budgets. We have worked the Oneida Nation Farm, Eco-Services, Conservation & the Orchards in order to complete fieldwork and for On & Off Site, and activities without purchasing additional equipment. We have also shared equipment with them to meet their needs.

We are looking at increasing the number of dried apples by 25% to increase revenues to make into Apple Chips and the New Product Apple Bites. Provide processing services for Community thru cannery and meeting with Enterprise to improve services and our products.

3. *Planned growth & development considering ROI - Assess viability of new products*

Review products and services such as Salad Greens, Berries, Herbs/Teas, #6, and aquaponics. We are planning cover crops to eliminate purchasing additional fertilizers where the corn will go in FY 2016. We work with an Organic Crop & Seed Consultant (Intelligrowth) for organic nutrient needs as well as an Agronomist. Intelligrowth continues to help with field plans and the Integrated Pest Management Working Group working on Issues of White Corn of Pest, Harvesting and increase in production per acre.

We completed review of our Cannery product list to discontinue several of them to reduce supply cost and staff time. We continue reviewing all products for updated Cost Analysis. We are also continuing work with Retail to compare sales data and our production.

*Highlights and Touchdowns:*

IPM Work Group for White Corn ongoing. Department Cooperation with Oneida Farms, Orchard, Conservation, Eco Services, DPW, Oneida Museum & School Systems. Walk In Storage Freezer up and running after issues were addressed. Currently we are storing Poultry and White Corn in Freezer at Olson Road facility. Convection oven installed at cannery and another commercial dehydrator. New product development and research continues with White Corn Pancake Mix, Apple Fruit Roll Ups & Bites. Bites appear to be the immediate product processed and added to the revenue lines. Working on installation of Nitrogen Gas Food Grade to increase shelf life of packaged products in Cannery.

*Challenges to Succeeding*

New Boiler continues to have functioning issues. Working with Tweet & Garot, Heat & Power and NHC Maintenance for corrective actions. Our working with cost constraints is a challenge while continuing to improve our services & products. We make





adjustments in our overall planning so we can actively participate directly in the needs of our Community.

### **COMMUNITY DEVELOPMENT (OCIFS):**

#### ***#1 Integrate Oneida and locally produced foods into the community and institutions and provide access to healthy foods (Building a Responsible Nation) –***

A) Worked with the Oneida Farmers Market Vendor Committee to establish the first Farm Fan app in Northeast Wisconsin that can be used to better outreach the customer base for the Oneida Farmers Market while providing incentives for them to attend the Farmers Market. Another collaboration is with LIVE54218 on a grant to Green Bay Community Foundation that will allow Oneida Farmers Market to offer Double Your Bucks, expand our educational outreach, and provide an assistant for the EBT machine and promotion for low-income community members in 2015.

B) Collaborated with LIVE54218 on a grant to Green Bay Community Foundation grant that will allow Oneida Farmers Market to offer Double Your Bucks, expand our educational outreach, and provide an assistant for the EBT machine and promotion for low-income community members in 2015.

#### ***#2 Educate the community on healthy foods, nutrition and agriculture opportunities (Building a Responsible Nation)***

A) Coordinated the identification of presenters for our Seed to Market educational workshops, set dates and times, assisted in creating promotional material and put together informational folder packets for, the Organic Certification and Gardening, Marketing Strategies & Developing Collateral Material, Enterprise Profit and Supply Chain, Managed Grazing and Food Processing and Preservation workshops. There were two workshops offered each month.

B) Through negotiations I have become the monthly writer for the Seymour Advertiser News in which I will write monthly spotlights on food, diet and agricultural articles to inform Tribal and non-Tribal members about the food choices they make and the affects it has on them and their families.

C) Met w/ representatives from the Stockbridge-Munsee Tribe re: the history of the Oneida Farmers Market, and how we can assist them in starting one.

#### ***#3 Planned growth and development (Implementing “good governance” processes).***

A) Began collaborations with Theda Care, Goodwill Industries, LIVE54218 and New Leaf Market to establish an outlet for Oneida products for the Food Hub. Networked with various local institutions interested in purchasing product.



B) Updated and revised the June 4<sup>th</sup> announcement for the 'Let's Talk Hemp event' and sent it out to several key members for review and comment, and to continue the discussion of what industrial hemp might mean for the economic importance to the Oneida Tribe.

***OTHER INITIATIVES RELATING TO FOOD SYSTEMS:***

**Farm to School Grant for Aquaponics:** The project has hit a couple of snags, but the team continues to move it forward with a home at the Veterans location. It is a strong collaboration between many departments, and the project will eventually provide additional fresh greens to the school.

**First Nations Development Institute conference:** held in Minneapolis, and requesting a presentation on food system initiatives, this conference allowed to share some of the new initiatives such as Oneida's agricultural food strategies with other tribes. Additionally, the conference allowed for interaction with other tribes such as the Mississippi Choctaw who are developing their food systems as an enterprise. Finally, the forum allowed us to promote the Summit which we will host in October and to engage the Shakopee Tribe as scholarship sponsors to assist other tribes with travel to attend the Summit.



**KALIWIHSAKS:** continues to engage the community with their stories and photos.

**Advancing On<yote>a=ka principles**

**Value #1: Create a sense of Oneida citizenship and involvement through our news source**



**Initiative**

Align content to build a strong nation of families.

Organize and track submitted information for community, political bodies on issues, external

**Progress:** Continuing coverage of OBC activities and GTC meetings

We've published caucus notices, ballots, OBC minutes and board postings. We've covered Oneida Business Committee meetings as well as General Tribal Council meetings.

Stories on Oneida Youth Lacrosse team, Oneida Powwow, Oneida Gathering and other events.

### **Committing to build a responsible nation**

**Value #2: Doing more with the allocated resources**

**Initiative :** a) Align technologies to support operation; b) manpower; c) tasks (content management)



We have hired Oneida citizen Christopher Johnson as our new Photographer/Reporter and are now at full staffing; had a college intern Jamel Ness and a high school intern Marissa Danforth.

Website updates more frequently; follow through with invoices, tracking submissions

Due to cost containment and suggestion, we are assessing the cost for, and considering charging \$10 per year subscriptions to Oneida citizens under the age of 55. We will end free subscriptions for overseas citizens.

### **Implementing "Good Governance" processes**

**Value #3: Anchor a strong and sustainable operation**

**Progress:**

Received new iMac computers and switched over to InDesign to lay out the paper.

Senior Photographer/Reporter Nate Wisneski is working with Phil Wisneski in the Communications Office to do weekly pod casts reviewing activities and news in Oneida. The pod casts continue to be very popular.

The Kalihwisaks staff is looking into offering a training session on how to write a newspaper article. We will cover some photography and layout fundamentals as well. We hope to partner with Communications staff to explain what services they offer as well.

Accepted a one year printing contract with Gannett which will run Oct. 2015 to Sept. 2016.

*After an informal poll, the Kalihwisaks will become a tabloid in January.*

### **Creating a positive organizational culture**

- A. Partner with other departments to share their information with the Oneida community
- B. Created ongoing pages for the following departments:  
 South Eastern Oneida Tribal Services (SEOTS)  
 Elder Services (Drums) – The Drums will discontinue mailing their newsletter and excerpts will appear in the Kalihwisaks; Oneida Family Fitness (OFF); Adventures; Culture; Enrollments



## Quarterly Report – Grants Office

### Advancing On^yote?a.ka Principles Responsible Nation



### Committing to Build a



Onida receives new grant awards for environmental clean-up and UST program expansion  
Presented By: The Onida Tribal Environmental Response Program & Compliance Assistance Program

#### EPA Brownfield Cleanup Grant Award

The Onida Tribe of Indians of Wisconsin is one of 4 Tribes who received awards under the EPA Brownfield (0413) Cleanup Grant.

- \$5,375 for the removal, disposal & sampling of contaminated soil at the Hilltop BP
- National competition against 145 proposals
- Award begins October 2015, expected completion October 2016

#### BTA Environmental & Cultural Project Award

The Tribe received \$4,000 to remove gasoline contaminated soils from the former Timman Property at N275's Olson Rd.

- Will allow for additional planning for future use options
- May allow for the land to be placed into Trust
- Planned for late 2015/early 2016

#### EPA Underground Storage Tank Direct Implementation Tribal Cooperative Agreement Increased

In recognition of the effectiveness and capacity of the Onida Compliance Assistance Program, an additional \$19,000 was received to continue and enhance this program.

- Prepare federally regulated gas stations on the Onida Reservation for the implementation of new rules for underground storage tanks
- Assist other Wisconsin Tribes as requested and staff time allows
- Host a Tribal gas station operators Peer to Peer meeting early 2016

For More Information Contact - Tribal Environmental Response Program at (715) 388-4844 or @brownfield@onidatribes.org

- **Strategy 1: Enhance tribal services with external funding that will provide tribal members the opportunities that can help them obtain a better way of life.**

- ❖ Exceeding overall goals with a 3rd qtr. total of \$5 million in external funding.

Examples:

- Outreach & Assistance for Socially Disadvantaged Farmers & Ranchers & Veterans grant - \$199,645
- Cultural Resource Grant - \$10,000
- New Pathways for Fathers & Family - \$1,793,603 (pending grant)

- **Strategy 2: Collaborate resources for a common goal.**

- ❖ Provide training for all internal programs to enhance their ability to obtain external funding.
- ❖ Planning a DonorPerfect training session at the CEC. This is an all-encompassing donor fundraising software the will eventually enable us to take donations into the Tribe for the 7871 Youth Fund.
- ❖ Creating tribe to tribe, grantor to grantee, as well as other relationships in order to help increase our grant funding.

- **Strategy 3: Become a one-stop resource for grant funding, tribal data, and services.**

- ❖ Built a database that includes all funded, denied, and pending grants
- ❖ Built an on-going of all information that relates to grant data including statistical data.



Implementing “Good Governance”



Creating a Positive  
Organizational Culture



**Print & Mail Center:** the Print & Mail Center continues to go through transformation. With the departure of the Manager to contribute her knowledge in another department for the Tribe, the staff has taken on more responsibility for the operation. They have worked on exchanging information in the weekly meetings to move toward sustainability.

**Strategy #1 – Align technologies to support operations:** The new Xerox machines have been embraced. The color digital was upgraded, and the black & white copiers were reduced from 3 to 2 high speed. And the DP60 will be returned now that the lease has ended. The changes in equipment will not increase the lease budget.

**Strategy #2 – Increase external funding:** the operation continues to support the tribal operations, as well as a few external customers, especially those that have been long time customers.

**Strategy #3 – Capacity building for staff:** The staff continues to be engaged in the weekly meetings with ISD and Tourism Director on the processes, 4 perspectives, and efficiencies. They are working well as teams, and as a unit.



## Tourism

### Strategy #1 Develop Cultural Tourism

#### Long House

- Inside wall sheets received
- Artificial Bark ordered
- Conservation slowly working at site

### Strategy #2 Build Partnerships

- Attended Wausau Business Expo, & Kenosha welcome center.
- Provided meat and other Oneida products for the NATOW conference
- Provide design assistance to the Mole Lake Tribe – develop Trading Post Concept



### Strategy #3 Generate Foot Traffic with in the Reservation Boundaries

- Provided entertainment/PR to the Woodland Art Show
- Miss Oneida Pageant
- Kirby Reservation Tours
 

2015	25 Tours or 802 people (YTD)
2014	43 tours or 1259 people
- 201343 tours or 920 people
- IPW – International Pow Wow – Rich attended with new bus tour collateral piece.



### Strategy #4 Maximize Media

- Continue to assist other entities with advertising and joint marketing
- Continue to push Facebook posts
- Assist Producer Workshops with presentation/graphic assistance
- Native Wisconsin tribes Magazine (Oneida is best spread)



# Oneida Business Committee Agenda Request

## XIV.A.04. Accept Emergency Management FY '15 1st quarter report

1. Meeting Date Requested: 9 / 9 / 15

### 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Agenda Header:

Accept as Information only

Action - please describe:

### 3. Supporting Materials

Report  Resolution  Contract

Other:

1.

3.

2.

4.

Business Committee signature required

### 4. Budget Information

Budgeted - Tribal Contribution

Budgeted - Grant Funded

Unbudgeted

### 5. Submission

Authorized Sponsor / Liaison:

Primary Requestor:

Kaylynn Gresham, Director Emergency Management

Your Name, Title / Dept. or Tribal Member

Additional Requestor:

\_\_\_\_\_  
Name, Title / Dept.

Additional Requestor:

\_\_\_\_\_  
Name, Title / Dept.



## Oneida Tribe of Indians of Wisconsin

### Office of Emergency Management

2783 Freedom Road, Oneida WI 54155

o-920-869-6650, c-920-366-0411,

kgresham@oneindanation.org

TO: Oneida Business Committee

FM: Emergency Management

REF: Quarter 1 Report/Update

Date: September 1, 2015

#### **General Overview:**

The Emergency Management Department works to ensure the Oneida Nation is in a constant state of readiness through the use of efforts focusing on preparedness, mitigation, response and recovery. Coordinating and cooperating with numerous divisions and departments within the Tribal organization as well as differing jurisdictional response agencies/entities EM focuses on providing a coordinated timely response to emergencies and/or disasters that threaten the life safety of community members, the environment and/or assets of the Oneida Nation. Through a shared vision of coordination and cooperation emergency/disaster plans have been developed using shared principles of response initiatives; EM is the go-between for response agencies/entities of the Oneida Tribe of Indians of WI and the numerous surrounding jurisdictions when an emergency/disaster that affects the Oneida Nation or the Oneida Community occurs.

#### **Executive Summary:**

The purpose of this report is to report the activities of the Emergency Management Department during the months of October, November and December 2015. During these months the Emergency Management Department participated in a number of different activities discussed throughout the following information:

**October** – The Interim Director attended the Annual Wisconsin Emergency Management Association (WEMA) conference as well as the Annual County/Tribal All-Hands meeting for Emergency Management in Oshkosh, WI. The Interim Director attended a Mass Fatality Planning conference in Stevens Point along with our Public Health Department; discussions involved the addition of the Oneida Nation to the State of WI's current Mass Fatality Plan in development. Reviewing the current plan identified the need to add Tribal Historic Preservation Officers (THPO's) to the state's current plan should any of the 11 Federally Recognized Tribes in WI be affected in an Emergency/Disaster situation. Information has been provided, and verbiage has been added to the plan for the notification of these individuals should the situation arise.

During the months of October and November the Emergency Management Department participated in the Mass Flu Clinics offered to the Oneida community. Emergency Management provided handouts and information about safety information during cold weather as well as



information about creating a "Readiness Kit" over several months for their homes in an Emergency/Disaster situation.

**November-** The Interim Director attended the 2014 Fall School Preparedness Conference. This conference discussed a number of issues relating to creating an atmosphere of preparedness and readiness for the students when dealing with an active threat. Emergency Management regularly works with all the Oneida Nation School's as well as Head Start Facilities to ensure they have current plans and that plans are exercised and tested.

**December -** The Menominee Nation sent a request to the Oneida Nation for Mutual-Aid, seeking assistance for a Flooding Issue the Tribe was encountering. Oneida Nation provided equipment to assist; a generator with light pole (Scene lighting), a portable generator and a 500 gallon a minute pumper were delivered to the Menominee Nation for the duration of their flooding incident. The Interim Director also attended the Department of Transportation Winter tabletop exercise as a participant. The exercise discussed the plans and procedures for routine and large-scale emergencies that impact Highway's in the Brown and Outagamie County areas.

Over all during the 1st quarter of FY 2015 the Emergency Management Department worked with Oneida Judicial and the Oneida Law office on the creation and completion of their department Emergency Action Plans (EAP). EM also worked with Head Start to update their current EAP's as well as update some of their reunification procedures. Several presentations were given throughout the community for the youth and elders: presentations discussing the use of weather radios, fire concerns and safety, as well as cold weather safety and preparedness. EM also coordinated with American Red Cross to provide a Fire Safety Presentation for Elder Services in preparation for the holiday season.

During this quarter EM updated and submitted for approval two Emergency Support Function (ESF) annexes of the Oneida Emergency Response Plan to the Regional Director. ESF 2- Communications and ESF 3- Public Works & Engineering were reviewed, the updates were completed and signed off by the respective entities for approval and update acknowledgement. ESF 1- Transportation, was submitted to the Transit and Shuttle Departments for review and update. EM continues to work on the Annual required updates to the Oneida Emergency Response (ERP) plan through the validation of call-trees, updates to geographic and population changes as well as ensuring information contained within the ERP continues to be relevant and up to date.

----- End of Report -----

Kaylynn Gresham  
Director Emergency Management  
Oneida Nation

### Oneida Business Committee Agenda Request

XIV.A.05. Accept Emergency Management FY '15 2nd quarter report

1. Meeting Date Requested:   9   /   9   /  15 

#### 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Agenda Header:

Accept as Information only

Action - please describe:

#### 3. Supporting Materials

Report  Resolution  Contract

Other:

1.

3.

2.

4.

Business Committee signature required

#### 4. Budget Information

Budgeted - Tribal Contribution

Budgeted - Grant Funded

Unbudgeted

#### 5. Submission

Authorized Sponsor / Liaison:

Primary Requestor:

Kaylynn Gresham, Director Emergency Management

Your Name, Title / Dept. or Tribal Member

Additional Requestor:

\_\_\_\_\_  
Name, Title / Dept.

Additional Requestor:

\_\_\_\_\_  
Name, Title / Dept.



## Oneida Tribe of Indians of Wisconsin

### Office of Emergency Management

2783 Freedom Road, Oneida WI 54155

o-920-869-6650, c-920-366-0411,

kgresham@oneindanation.org

TO: Oneida Business Committee

FM: Emergency Management

REF: Quarter 2 Report/Update

Date: September 1, 2015

#### **General Overview:**

The Emergency Management Department works to ensure the Oneida Nation is in a constant state of readiness through the use of efforts focusing on preparedness, mitigation, response and recovery. Coordinating and cooperating with numerous divisions and departments within the Tribal organization as well as differing jurisdictional response agencies/entities EM focuses on providing a coordinated timely response to emergencies and/or disasters that threaten the life safety of community members, the environment and/or assets of the Oneida Nation. Through a shared vision of coordination and cooperation emergency/disaster plans have been developed using shared principles of response initiatives; EM is the go-between for response agencies/entities of the Oneida Tribe of Indians of WI and the numerous surrounding jurisdictions when an emergency/disaster that affects the Oneida Nation or the Oneida Community occurs.

#### **Executive Summary:**

The purpose of this report is to report the activities of the Emergency Management Department during the months of January, February and March 2015. During these month the Emergency Management Department participated in a number of different activities discussed throughout the following information:

**January** – The Deputy Director continued work on the updates and changes to Emergency Support Functions (ESF) for the Oneida Nation Emergency Response Plan. ESF 7 – Resource Support and ESF 8 - Public Health were updated and signed off by the respective area, then submitted to the East Central Regional Director as agreed upon for the Emergency Management Performance Grant (EMPG). ESF 12 – Energy was drafted and sent to each area having impact concerns for comment and review. The Deputy Director completed the required test to receive her State Emergency Management Certification.

**February**- The Deputy Director continued to work with Oneida Judicial to complete their Emergency Action Plan (EAP) as well as perform a threat assessment for the Judiciary building. EM worked with GLIS, OPD and DPW to provide updated maps and floor plans of the building to attach to the EAP for Judiciary. EM provided a power point presentation to the Business Committee on Emergency Management and Incident Response. As a follow-up the Deputy Director is coordinating future dates for a Table Top exercise involving BC members and Division Directors for areas affected in the exercise.

During this time the Deputy Director consulted with the Business Committee seeking direction for submission of the required changes to the EMPG based on the 60 day deadline delineated in the grant agreement. The EMPG is a grant that reimburses the Oneida Nation for Salary, Fringe and Equipment Purchases for EM duties for the Emergency Management Department. Upon submission of the grant the Deputy Director was listed as the Interim Director, as a result of a the cost containment resolution the Deputy Director was removed from Interim status, thereby affecting amount the Oneida Nation was eligible to receive in reimbursement for EMPG funding. As directed by the Business Committee the Deputy Director submitted the required documentation for the EMPG changes. As a result of the changes Oneida's eligible reimbursement amount for FY 2015 EMPG was decreased by approximately \$8000.

**March** - The Deputy Director attended the Annual Governors Conference on Emergency Management and Homeland Security. The Deputy Director received her State of Wisconsin Emergency Management Certification from the Governor and WEM Administrator while in attendance. As part of the Emergency Planning Committee, OPD and Public Health attended as well. While in attendance to this conference, the Deputy Director attended two trainings related to Agro Terrorism.

The Deputy Director attended the WI-PRIMA meeting as a guest of Risk Management, the meeting was focused on response to an active threat in schools and the work place. The information provided discussed ways in which risks can be evaluated and preparedness activities can be performed to reduce the amount of risks associated with these types of incidents.

During the 2nd quarter of FY 2015 the Emergency Management Department worked with several of the critical departments to update their Emergency Support Functions (ESF) for the Oneida Nation Emergency Response Plan. The first half of the FY 2015 EMPG report was completed and submitted to the Regional Director for approval of funding. Several ESFs were distributed to affected entities for review and comment to be submitted within the next half of the FY as agreed within the EMPG. ESF 10 – HAZMAT, ESF 11 – Agriculture, ESF 14 – Public Safety, and ESF -15 External Affairs were delivered in draft format and are currently awaiting feedback from the respective areas.

The Deputy Director completed the updates and received signoff from the respective entities for ESF 9 – Urban Search and Rescue and submitted the final draft to the Regional Director. The crosswalk for all updated information that was implemented to the Oneida Nation Emergency Response Plan during the first half of the fiscal year was submitted in the narrative of the 1st Half Fiscal Year Report for the EMPG.

----- End of Report -----

Kaylynn Gresham  
 Director Emergency Management  
 Oneida Nation

# Oneida Business Committee Agenda Request

XIV.A.06. Accept Emergency Management FY '15 3rd quarter report

1. Meeting Date Requested:   9   /   9   /  15 

## 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Agenda Header:

Accept as Information only

Action - please describe:

## 3. Supporting Materials

Report  Resolution  Contract

Other:

1.

3.

2.

4.

Business Committee signature required

## 4. Budget Information

Budgeted - Tribal Contribution

Budgeted - Grant Funded

Unbudgeted

## 5. Submission

Authorized Sponsor / Liaison:

Primary Requestor:

Kaylynn Gresham, Director/Emergency Management

Your Name, Title / Dept. or Tribal Member

Additional Requestor:

\_\_\_\_\_  
Name, Title / Dept.

Additional Requestor:

\_\_\_\_\_  
Name, Title / Dept.



## Oneida Tribe of Indians of Wisconsin Office of Emergency Management

2783 Freedom Road, Oneida WI 54155

o-920-869-6650, c-920-366-0411,

kgresham@oneindanation.org

TO: Oneida Business Committee  
 FM: Emergency Management  
 REF: Quarter 3 Report/Update  
 Date: September 1, 2015

### **General Overview:**

The Emergency Management Department works to ensure the Oneida Nation is in a constant state of readiness through the use of efforts focusing on preparedness, mitigation, response and recovery. Coordinating and cooperating with numerous divisions and departments within the Tribal organization as well as differing jurisdictional response agencies/entities EM focuses on providing a coordinated timely response to emergencies and/or disasters that threaten the life safety of community members, the environment and/or assets of the Oneida Nation. Through a shared vision of coordination and cooperation emergency/disaster plans have been developed using shared principles of response initiatives; EM is the go-between for response agencies/entities of the Oneida Tribe of Indians of WI and the numerous surrounding jurisdictions when an emergency/disaster that affects the Oneida Nation or the Oneida Community occurs.

### **Executive Summary:**

The purpose of this report is to report the activities of the Emergency Management Department during the months of April, May, and June 2015. During these months the Emergency Management Department participated in a number of different activities discussed throughout the following information:

**April** – The Deputy Director continued work on the updates and changes to Emergency Support Functions (ESF) for the Oneida Nation Emergency Response Plan. Information for a draft of ESF 12 – Energy, was compiled and creation of the ESF was worked on throughout the month. The Deputy Director began working with the State planning officer to create the Table Top exercise to be delivered to the BC once an agreed upon date can be determined.

As the Chairperson for WITEMA (Wisconsin Tribal Emergency Management Alliance) the Deputy Director was requested to assist with the updates to the newly designed format for the EMPG (Emergency Management Performance Grant) FY 2016. As of FY 2017 the EMPG will be submitted and completed in the state EGRANTS system, it is hoped that the updates may possibly be ready for FY 2016. Meetings will be held in Wausau every other week from April through July to meet the update deadline for FY 2016 submission to WEM headquarters.

The kick-off meeting for the update of the Pre-disaster Mitigation Plan was held with several departments whose input is needed as the updates occur. Throughout the month of April the Deputy Director completed several Independent Study courses on the FEMA.gov

website to prepare for the courses attended at EMI for the Tribal Coordinating Officer Course, the CERT Train the Trainer course and CERT Manager course at the end of April through the beginning of May.

**May** - The Deputy Director continued to work on the update to the Oneida Emergency Operations Plan. Reviewing currently completed Emergency Support Functions for relevance and necessary changes. Awaiting the results of the Oneida constitutional amendments will determine the needed updates to the ESF's. Once the election results are certified the ESF's will require updates changing "Oneida Tribe of Indians" to "Oneida Nation" anywhere in the verbiage within the documents.

**June** - The Deputy Director coordinated with the American Red Cross to facilitate a Fire/Smoke Detector Campaign on several portions of the reservation. A canvassing event was conducted providing residents information about the event and when installation opportunities would occur. The EM department and Red Cross volunteers provided family fire safety planning and smoke detector installation in several housing subdivisions (Path of the Wolf, Path of the Bear, and Cornelius Circle).

EM continued to hold meetings to update the Pre-Disaster Mitigation Plan as scheduled. The Deputy Director continued to attend meetings as the representative of WITEMA to assist with the updates/revisions of the FY 2016 EMPG requirements and deliverables. Coordination with the state Exercise Officer continued for finalization of upcoming Table Top exercise with the BC.

The Deputy Director interviewed for the Director of Emergency Management position that was posted August 2014, it was suggested that the final decision and employment offer should be made at some time during the month of July.

During the 3rd quarter of FY 2015 the Emergency Management Department worked with several of the critical departments to update several areas of the previously approved Pre-Disaster Mitigation Plan. ESFs that were distributed in the previous quarter to affected entities for review and comment were updated and redistributed to the areas to confirm updates and changes. The ESF's redistributed are currently awaiting signatures from the respective areas.

----- End of Report -----

Kaylynn Gresham  
Director Emergency Management  
Oneida Nation

### Oneida Business Committee Agenda Request

XIV.B.01. Accept Bay Bancorporation Inc. FY '15 3rd quarter report

1. Meeting Date Requested:   9   /   9   /  15 

#### 2. General Information:

Session:  Open     Executive - See instructions for the applicable laws, then choose one:

Agenda Header:

Accept as Information only

Action - please describe:

#### 3. Supporting Materials

Report     Resolution     Contract

Other:

1.

3.

2.

4.

Business Committee signature required

#### 4. Budget Information

Budgeted - Tribal Contribution     Budgeted - Grant Funded     Unbudgeted

#### 5. Submission

Authorized Sponsor / Liaison:

Primary Requestor: Jeff Bowman, President  
Your Name, Title / Dept. or Tribal Member

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.



**Bay Bank**  
**QUARTERLY REPORT**

Quarter ended June 30, 2015

A. **BAY BANK**

Submitted by: Jeff Bowman, Board Member  
Directors: Lance Broberg, Fern Orié, Bob Jossie  
Jeff Bowman, Pete King, Elaine Skenandore-Cornelius

Oneida Business Committee Contact: Tina Danforth

B. **MINUTES**

None Submitted

**ACTION TAKEN**

No Tribal Policy change.

D. **FINANCIAL**

Note that various financial reports

December 31, 2015 is Bay Bank's fiscal year end.

E. **SPECIAL EVENTS AND TRAVEL**

None

F. **PERSONAL COMMENTS**

Bay Bank account numbers as of June 30, 2015:

1,017	Checking Accounts
324	Business Checking Accounts
66	Money Market Accounts

1,563	Savings Accounts
482	Certificates of Deposit
103	Commercial Real Estate Loans
665	Residential Real Estate Loans
137	Business Loans
547	Consumer Loans
49	Oneida Small Business 2000 Loan Program Loans

The Oneida Small Business Loan Program 2000 that is administered by Bay Bank started on May 1, 2002. As of this date over \$ 11.4 million in new loans have been made to over 122 new or growing Oneida tribal member owned businesses.

The Section 184 mortgage loans serviced under FHLB MPF program totaled \$47.5 million at June 30, 2015. There are 386 loans in the program currently.

#### G. GOALS AND OBJECTIVES

##### 2015 GOALS:

GOAL A: Bay Bank will strive to attain a minimum 0.50% Return on Assets for the year ending December 31, 2015. Return on Assets (ROA) is a common measurement of a bank's profitability. This ratio informs you how well the bank is managing and investing the bank's assets.

2015 ROA Goal	2015 YTD ROA Actual	2015 Peer Group Average
0.50 %	0.68%	0.70%

GOAL B: Bay Bank will strive to attain a minimum 6.00 % Return on Equity for the year ending December 31, 2015. Return on Equity (ROE) is the measurement of how well the bank is performing for its stockholder.

2015 ROE Goal	2015 YTD ROE Actual	2015 Peer Group Average
6.00 %	5.06 %	6.26 %

Bay Bank had budgeted total loans for the quarter ended June 30, 2015 in the amount of \$ 49.6 million. Actual total loans as of June 30, 2015 were \$ 49.5 million or \$ 0.1 million less than projected. Loans increased \$ 173,000 over the 12 month period ended June 30, 2015.

Bay Bank had budgeted total deposits for the quarter ended June 30, 2015 in the amount of \$ 64.7 million. Actual total deposits as of June 30, 2015 were \$ 63.1 million or \$ 1.6 million less than projected balances. We continue to allow various non-core deposits to mature. Deposits decreased \$ 865,000 for the past twelve months as various non-core deposits matured and were not replaced.

H. MEETINGS

Monthly meeting on the third Thursday of each month. Well attended.

### Oneida Business Committee Agenda Request

XIV.B.02. Accept Oneida Seven Generations Corporation FY '15 3rd quarter report

1. Meeting Date Requested:   9   /  09  /  15 

#### 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Agenda Header:

Accept as Information only

Action - please describe:

#### 3. Supporting Materials

Report  Resolution  Contract

Other:

1.

3.

2.

4.

Business Committee signature required

#### 4. Budget Information

Budgeted - Tribal Contribution  Budgeted - Grant Funded  Unbudgeted

#### 5. Submission

Authorized Sponsor / Liaison:

Primary Requestor: Pete J King, III  
Your Name, Title / Dept. or Tribal Member

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.



## Oneida Seven Generations Corporation

### **Narrative Report:**

#### **Explanation of the core of the Corporation's business practices:**

The purpose of Oneida Seven Generations Corporation (OSGC) is to engage in activities related to commercial leasing. OSGC manages commercial developments such as the Bellin facility on Commanche Avenue, the Schneider facility on Glory Road, the Badger Sheet Metal Works facility on Partnership Drive, and the West Mason and Packerland business malls. As of June 30, 2015 we have three properties with lease space available; they are half of the former Tower Foods facility, the restaurant space at the Travel Center, and an office facility on Flightway Drive. We have spoken to a number of potential tenants on the restaurant site. There are fifteen properties under OSGC's management; with over thirty leasable areas.

The Wisconsin Supreme Court ruled in favor of OSGC on our lawsuit against the City of Green Bay for the waste-to-energy plant.

#### **Explanation of the Corporation's market information:**

*Property Management:* OSGC employs one part-time tribal elder member who assists in managing approximately 30 tenant leases. In addition to monitoring the leases, the leasing person assists in making sure the corporation buildings are insured and that tenants insure their occupancy, implementing property management procedures, and compiling data information.

#### **Identification of the primary goals and targets of the Corporation and progress made towards accomplishment of the same:**

The vision for OSGC is to increase the profitability of the company's real estate income base. This will occur by reducing expenses.

We are marketing our properties through Facebook and other social media outlets. We have seen an increase in properties being marketed through the internet which is less costly and has the ability to reach more businesses looking for space. In order to remain competitive we are moving into this market area.



## Oneida Seven Generations Corporation

### **Identification of medium (two to five year) and long (greater than five year) prospects and sustainability of the Corporation given present status, strategies and risks:**

Our medium to long range goals includes the following:

- To dissolve OSGC, per the GTC motion, once it's economically feasible due to the current lawsuits.

### **Summary of the assets of the Corporation, including but not limited to its financial, physical, employee, customer, brand or intellectual property, and supply assets:**

**Financial / Physical:** Checking accounts; buildings; other business ventures

**Employees:** OSGC has two employees; one full-time and one part-time.

**Main Customers:** Bellin Health Systems; Schneider National; Badger Sheet Metal Works; United States Postal Services and Oneida Tribe of Indians of Wisconsin

### **Summary and status update of any pending legal action to which the Corporation is a party and any relevant government regulation to which the Corporation may be subject:**

OSGC has recently won in the appeal process with the City of Green Bay regarding our rescinded permit. The Wisconsin Supreme Court ruled in favor of OSGC.

OSGC is awaiting a decision from the Appellate Court in Cook County on a case filed by ACF.

OSGC is in the preliminary stages of arbitration with a former tenant.

OSGC is also in the preliminary stages of arbitration with a former vendor.

### Oneida Business Committee Agenda Request

#### XIV.B.03. Accept Oneida Golf Enterprise FY '15 3rd quarter report

1. Meeting Date Requested: 9 / 9 / 15

#### 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Agenda Header:

Accept as Information only

Action - please describe:

Motion to accept the OGE 3rd Quarter Report for FY15.

#### 3. Supporting Materials

Report  Resolution  Contract

Other:

1.  3.

2.  4.

Business Committee signature required

#### 4. Budget Information

Budgeted - Tribal Contribution  Budgeted - Grant Funded  Unbudgeted

#### 5. Submission

Authorized Sponsor / Liaison:

Primary Requestor: Janice Skenandore Hirth - President  
Your Name, Title / Dept. or Tribal Member

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

Additional Requestor: \_\_\_\_\_  
Name, Title / Dept.

## Oneida Business Committee Agenda Request

### 6. Cover Memo:

Describe the purpose, background/history, and action requested:

To update the Business Committee on the Performance of Oneida Golf Enterprise d/b/a Thornberry Creek at Oneida for the 3rd Quarter of FY15.

1) Save a copy of this form for your records.

2) Print this form as a \*.pdf *OR* print and scan this form in as \*.pdf.

3) E-mail this form and all supporting materials in a **SINGLE** \*.pdf file to: [BC\\_Agenda\\_Requests@oneidanation.org](mailto:BC_Agenda_Requests@oneidanation.org)



## Oneida Golf Enterprise Corporation

### Fiscal year-To-Date Reporting for period Ending:

June 30, 2015

The Oneida Golf Enterprise Corporation (OGEC) is a corporation of the Oneida Tribe of Indians of Wisconsin established to oversee and manage the business known as Thornberry Creek at Oneida.

### Narrative Report

#### Business Practice, Market Overview, Place Within Market:

- Thornberry Creek at Oneida (TCO) is a 27 hole premier golf course settled in a rural prestigious housing development on the Oneida reservation.
- TCO is the Official Golf Course of the Green Bay Packers.
- TCO is one of 10 Official PGA Family golf courses in Wisconsin offering tees for kids based upon skill level and ability to further enjoy the game.
- TCO includes a banquet facility, practice range, golf shop and sports pub & grill.
- TCO is considered a leader in charitable golf event hosting and a leading choice for future brides.
- TCO hosted 85 special events in the third quarter

#### Competitive Analysis:

##### GOLF

- Area competitors in this market for public golf courses with 9 holes is Village Green in Howard; 27 holes includes Mid Vallee in De Pere; 18 holes include Brown County and Crystal Springs.
- Outside our 10 mile radius are other courses such as Royal St. Patrick's, Ledgeview, The Woods, and Northbrook. Courses outside the area but still considered competitors include The Bull in Sheboygan and Blackwolf Run/Whistling Straits in Kohler.
- Our nearest competitor, Brown County Golf Course, had temporary greens due to winter damage and have renovated and rebuilt all their greens to be ready for opening in spring 2014. **New greens opened May 15, 2014 at Brown County and their business has had a negative impact on our rounds. Update: As of press time the greens have left a lot to be desired and are struggling into the spring season.**

##### Banquet

- Thornberry Creek at Oneida has 7,000 square feet of flexible banquet space with large windows and spectacular views. This space will accommodate 300 guests at round tables.

We also feature a porch room that accommodates up to 40 people. Included in this space is the Cupola available for smaller wedding ceremonies and intimate gatherings.

- Thornberry Creek at Oneida also offers a full range of conference equipment and amenities for the corporate client.
- Our large bar and grill offers full coverage on all 24 HDTV flat screen televisions for all sporting events and seats up to 160 customers.
- Area competitors in this market include Rock Gardens and the Radisson.

#### Strategies for Improved Value:

- *Golf Digest* efforts continue and the course has seen a few raters play the facility
- TCO released the All In Package at the Milwaukee golf show in March and are already seeing groups take advantage of the promotion
- Release of new pricing has shown some success with an increase in both rounds and revenues over previous years
- The Big Cup brought about record numbers with 168 players and was a huge revenue generator for our 3<sup>rd</sup> quarter
- Wine and Canvas continue to be a great partnership as they continue to sellout and bring about new clientele to the facility
- Marketing dollars are continuing to be spent to assist in brand imaging and awareness; the presence within the market is growing rapidly
- Easter and Mother's Day brunches were a success with sellout crowds and positive reviews
- We awarded our first Bracket Breakdown winner with Free Green Fees for Life
- Bracket Breakdown brought about significant business during off peak times and TCO is proud to announce they broke records on two separate evenings in terms of revenue
- We showcased our second themed dinner, Spirit Dinner, to approximately 20 guests, all agreed it was an incredible experience
- Our first Cigar Night brought 35 attendees
- Golf rounds were up 5% in the third quarter over 2014
- Although the course saw only a 5% increase the overall golf rounds there was a 28% increase in 18 hole rounds thus providing an overall golf round revenue increase of 19%
- The Fringe Benefit Card continues to thrive and in the third quarter was responsible for almost 400 rounds
- New tee signage, tee markers and trash receptacles have been put into place on the course and add great visual value
- Golf Shop renovation has been completed along with new entry carpeting and display areas; the renovation has worked as merchandise revenues are up 16% and margins have also increased
- TCO is committed to trying new things in merchandise and will continue to be the leaders in what we sell and represent

- Using local powerhouses TCO has aligned itself with large media outlets, TCO can be found on FOX 11, NBC 26, CBS and WIXX.
- The new Winedown Wednesday's have been received well and the patio is filled the first Wednesday of every month

Material Changes or Developments in Market/Business:

- CIP continued into 2015 and decisions were made on signage, landscaping and flag pole areas
- Village of Hobart's water tower main broke causing a sinkhole in the far lot and the practice tee floor, to be corrected in May 2015 – **Update: completed in early June 2015**
- The new menu continues to gain momentum and the overall food consistency has been getting better
- Service training has been applied in both Golf and F&B; this continues to be an area that struggles
- We continue to sell old items to assist in revenues
- Our New Business Development Manager has assisted heavily in our social media presence and also secured TYP groups throughout the summer months
- Banquets are sliding but hopefully will pick up in the 4<sup>th</sup> quarter
- Secured private label bottled water at a major discount; profit margin will increase heavily
- Working on advertising efforts with the PGA Championship in August
- Our branding continues to get better with new shopping bags in the golf shop and all literature that's presented
- Still working on verbiage for bronze plaques to be installed on the course; working with the Culture and Heritage Department

Market Growth:

- Our social media presence continues to grow, up 39% since May of 2014 and up 15% in the third quarter of 2015
- Brand recognition is beginning to show as our media outlets have increased significantly; Thornberry will be venturing to the Chicago, Detroit and Minneapolis markets in 2016
- Weddings continue to sellout early however the overall attendance in weddings are down from previous years
- Early morning rounds and late afternoon rounds have grown substantially; over 300%
- On course sales continue to grow: \$46K over 2014 in the third quarter and cigar sales also continue to grow at \$2,200 over 2014

- Josh Doxtator spoke at a Thrivent Financial meeting as well as a special event for Hilton Garden Inn regarding the importance of Business and Golf
- Josh Doxtator will also be speaking at an event for Current Young Professionals about golf and business in August
- New partnerships have been created with choice hotels and business is being driven to Thornberry through those partnerships

Pending Legal Action:

- No litigation pending.

### Oneida Business Committee Agenda Request

#### XIV.B.04. Accept Oneida Airport Hotel Corporation FY '15 3rd quarter report

1. Meeting Date Requested: 9 / 9 / 15

#### 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Agenda Header:

Accept as Information only

Action - please describe:

Motion to accept the OAHC 3rd Quarter Report for FY15.

#### 3. Supporting Materials

Report  Resolution  Contract

Other:

1. OAHC d/b/a Radisson 3rd Quarter Report

2. Three Clans Airport d/b/a Wingate 3rd Qtr Report

Business Committee signature required

#### 4. Budget Information

Budgeted - Tribal Contribution

Budgeted - Grant Funded

Unbudgeted

#### 5. Submission

Authorized Sponsor / Liaison:

Trish King, Tribal Treasurer

Primary Requestor:

Janice Skenandore Hirth - President

Your Name, Title / Dept. or Tribal Member

Additional Requestor:

Name, Title / Dept.

Additional Requestor:

Name, Title / Dept.

## Oneida Business Committee Agenda Request

### 6. Cover Memo:

Describe the purpose, background/history, and action requested:

To update the Business Committee on the Performance of Oneida Airport Hotel Corporation d/b/a Radisson Hotel & Conference Center and Three Clans Airport d/b/a Wingate by Wyndham for the 3rd Quarter of FY15.

- 1) Save a copy of this form for your records.
- 2) Print this form as a \*.pdf *OR* print and scan this form in as \*.pdf.
- 3) E-mail this form and all supporting materials in a **SINGLE** \*.pdf file to: [BC\\_Agenda\\_Requests@oneidanation.org](mailto:BC_Agenda_Requests@oneidanation.org)

Oneida Airport Hotel Corporation  
Radisson Hotel & Conference Center  
Quarterly Report  
For the quarter ended: June 30, 2015

**Narrative Section**

Business practice, market overview, place within market:

- STR report shows for the Quarter that we are up in Occupancy YOY 2.6% index, up in ADR YOY .4% index with a result of 3.0% index YOY for RevPar; group rooms had great pick up for May and June; June due to Soccer tournament in Appleton, Association group and Kenny Chesney concert.
- Sales team attended networking events including Chamber Networking breakfasts monthly; BNI meetings weekly; Current luncheons/events monthly; Management Women events monthly; WSAE event quarterly; WBTA event quarterly – to gain leverage for the Radisson in the Green Bay market

Competitive analysis:

- Casino food outlets continue to be a source of competition for F&B revenue

Strategies for improved value:

- Developed packaging in Corporate/Association Meetings, Tour & Travel, Wedding, Travel Agents and Transient markets to gain short term bookings for Q3 and other need months
- Working with Radisson Corporate in all Sales markets to gain leverage and recognition
- Working closely with Green Bay CVB in all Sales markets to keep top of mind and participate in all sales initiatives

Material changes or developments in market/business:

- KI Convention Center Expansion began Dec 6, 2013, adding 23,000 square ft meeting space will have total of 80,000 when complete, due to complete September 1, 2015
- Appleton will be adding a Convention Center on land near the Radisson Appleton

Market growth:

- Northland Hotel due to start construction on 147 room hotel downtown to compliment the KI Convention Center expansion, due to open July 2016
- Formerly Clarion Hotel downtown is completing construction to become a Hampton Inn due to open September 2015
- Residence Inn 100 room property set to build and open 2017 in Green Bay, near Aloft

- 77 room Staybridge Suites will be under construction and attached to Brett Favre's Steakhouse
- 4 Star property due to be built on Packer property near the stadium with 200 rooms – Lodge Kohler due to open 2017

Pending legal action:

- Nothing at the moment



Oneida Airport Hotel Corporation  
Three Clans Airport, LLC  
Quarterly Report  
For the quarter ended: June 30, 2015

Business practice, market overview, place within market:

- Ranking for the 3rd quarter from the STR Report the Wingate is 4 out of 5 based on REVPAR and 3 out of 5 based on Occupancy. Wingate is continuing to gain and maintain fair market share within the competitive set.
- For the 3rd quarter the Wingate focused on growing ADR over occupancy and was able to grow rate by \$5.34 year over year.
- The Wingate averaged 83.4% occupancy for the 3rd quarter; this occupancy remained the same year over year.

Competitive analysis:

- The competitors ran a REVPAR of \$86.13 to Wingate's \$64.34 for the quarter.
- The competitive set had occupancy of 78.2% to the Wingate's 83.4%.

Strategies for improved value:

- The Wingate's strategy to continually grow rate is to yield rates sooner especially on high demand dates and to offer less heavily discounted rates on slow dates. Discounted rates will still be offered for slower dates but not as much as they have been in the past.
- The Wingate continues to use all 3<sup>rd</sup> party booking channels to increase bookings on low demand dates.
- The Wingate continues to run last minute deals on Expedia and hotels.com over the weekend to increase last short term bookings.
- The Radisson Sales team continues to cross sell the hotel. We have begun to see new leads and new bookings from this joint effort.

Material changes or developments in market/business:

- The Residence Inn by Marriott broke ground in June, this is located on the Fox River next to the Aloft. The hotel will add 103 guest rooms to the Green Bay market.
- The Wingate saw an increase in the corporate business traveler in the 3rd quarter. During the 3<sup>rd</sup> quarter there were many negotiated companies staying with us that we haven't seen in a while. The increase was also due to an influx of overflow rooms from the Radisson due to the large conventions they hosted during this period.

Market growth:

- For the 3rd Quarter, the Wingate ended with 74.7% REVPAR Index.
- Revenues for the third quarter were \$406,265.00.
- This was achieved by positioning ourselves better within our competitive set and the Green Bay Market.

Pending legal action:

- Nothing at the moment

### Oneida Business Committee Agenda Request

XIV.B.05. Accept Oneida Total Integrated Enterprise FY '15 3rd quarter report

1. Meeting Date Requested:   9   /   9   /  15 

#### 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Agenda Header:

Accept as Information only

Action - please describe:

#### 3. Supporting Materials

Report  Resolution  Contract

Other:

1.

3.

2.

4.

Business Committee signature required

#### 4. Budget Information

Budgeted - Tribal Contribution

Budgeted - Grant Funded

Unbudgeted

#### 5. Submission

Authorized Sponsor / Liaison:

Primary Requestor:

Wilbert "Butch" Rentmeester, OTIE Board Chair

Your Name, Title / Dept. or Tribal Member

Additional Requestor:

\_\_\_\_\_  
Name, Title / Dept.

Additional Requestor:

\_\_\_\_\_  
Name, Title / Dept.

# Oneida Total Integrated Enterprises

## 3rd Quarter Report 2015 August 11, 2015

*Prepared by:*

Nick Ni, PE, President

*Submitted to:*

OTIE Board of Managers: Butch Rentmeester, Chairperson,  
Jeff House, Jackie Zalim, Wayne Metoxen, Leslie Wheelock

OTIE Report 01-20150811

## Narrative Report

### a. Explanation of the core of the Corporation's business practices and market overview

Oneida Total Integrated Enterprises (OTIE) provides environmental, remediation, construction, engineering, and munitions response services to government agencies, as well as commercial clients in the United States and across the world. OTIE's services evolve in response to clients' changing needs. Our core services contribute a majority of OTIE's backlog in response to federal and state project requirements, changing infrastructure demands, and the often accompanying regulatory challenges. We deliver solutions that allow our customers to cost-effectively achieve their mission while adapting to evolving performance parameters.

As a service-based company, OTIE revenue is primarily derived through the labor-based contracts and task orders, rather than capital-intensive project requirements.

Our revenue potential is driven by our ability to retain existing clients as well as attract new ones, provide quality and responsive value-oriented project management at competitive rates, and identify and retain a qualified staff of dedicated employees.

OTIE directs our primary business pursuits from a stable customer base concentrated in federal, State and municipal government entities. Our tribal business, aerospace industry (commercial), and electric utility company contracts are exceptions to OTIE's heavy reliance on government contracting, and in all cases our customer base offers outstanding opportunity for securing projects and targeting:

- long-term, high-dollar contracts to offer steady and profitable backlog
- low risk contracts to stabilize the Company's business base
- capturing market share in emerging or expanding growth markets

OTIE operates in a fiercely competitive, expanding market that seeks diversity and economic vitality through government contracting. Our advantage over emerging small business competitors is maintained through steadfast conformance with quality, safety and contracting/acquisition requirements and regulations imposed by the federal government.

Budgetary reductions, labor constraints and broader recessionary pressures are forcing our customers to award low-price technically acceptable (LPTA) under competitive ID/IQ contracts. As a consequence, OTIE's pricing is marginally decreased for professional services and bids require sharper pricing and more labor investment. Coupled with the investment required for ID/IQ proposal preparation, each technical/price proposal submitted represents considerable investment of limited overhead resources.

As reported in prior Quarterly Reports, the market for our services remains highly competitive. An abundance of Architecture / Engineering / Construction (AEC) firms provide similar services offered by OTIE. Competitive factors for our success include

performance reputation, price, geographic location and availability of technically skilled personnel. We are pleased with our accomplishments and continue the drive to becoming a top-tier competitor.

b. Explanation of the Corporation's current place within the market

OTIE is a Native American, tribally-owned, SBA-certified 8(a) small disadvantaged business (SDB). Other small business (SB) categories in the marketplace include: HUB-Zone; Woman-owned; Veteran-owned; Service Disabled Veteran-owned; Alaskan Native Corporation; Native Hawaiian Owned; and Native American-owned.

We face substantial competition in each of our business profiles as the market crowds and our customers become more price-sensitive. Our competitors are often larger and have greater financial resources, requiring OTIE to be selective in our marketing and sales efforts and more adept in developing strategic partnerships to enhance our competitive advantage.

OTIE's place in the 8(a) market is distinguished from others by our over 25-year performance history: We are a mature, tested and proven SB with a big-business infrastructure. Some of our SB competitors have similar performance tenure in our industry; others in the market are emerging businesses aiming to secure their first federal contracts. We believe that our present size and diversified service offerings relative to the smaller, niche companies are advantageous to OTIE.

Our success in key growth areas demonstrates our ability to broaden our market positions in spite of stiff competition. In two key technical areas OTIE gained traction and increased our visibility and competitive posture in the market:

- **Engineering Services** – Responding to our USAF customer's needs we added new engineering disciplines and staff. OTIE hired mechanical engineers and added depth in electrical and structural engineering, too. We are self-performing several high labor-effort engineering projects that would have ordinarily been awarded to a large business contractor.
- **Environmental Compliance** – New contracts won by OTIE present long-term revenue opportunity and reinforce our position as an elite, small business environmental services provider.
  - US Army Corps of Engineers (various districts) – contracts at Vance, Little Rock, and Altus AFBs; Buckley AFB; Ellsworth AFB; Whiteman AFB; and F.E. Warren AFB.
  - Air Force Civil Engineering Center – Blanket Purchase Agreement (BPA) for Environmental Quality Services.

c. Explanation of the outlines of strategies by the Corporation for improved value in the market

To improve OTIE's value and position in the marketplace we focus on those opportunities where the federal government continues funding and that clearly align with OTIE's customers, such as engineering services, Munitions Response Services (MRS), and design/construction contract management. We also continue to focus on areas that we believe offer attractive enough returns to our clients that they will continue to fund efforts, such as Military Family Housing design (Title I) and construction type services (Title II) including infrastructure improvements internationally, and studies and assessments for improvements in energy efficiency, and facility upgrades.

Specifically, we see the following four elements driving our strategy going forward:

**1) Pursuing larger contract opportunities.** With continued development of a strong infrastructure and expanded engineering capabilities, we focus on pursuing larger prime contracts and expanding our pool of opportunities. We continue to strengthen our relationships with other firms to create teaming arrangements that better serve our clients. Where we have seen a shift in focus to contracts for small businesses in our secondary NAICS codes, we are developing and strengthening relationships with such businesses so that we can jointly capture some of this work.

**2) Leveraging of our services.** OTIE has diverse services to offer to a growing customer base. We leverage OTIE capabilities and remain watchful for 8(a) set-asides for OTIE, Mission Support Services (MS2), and Sustainment & Restoration Services (SRS). The combination of our multiple skill sets and broad service offerings allows us to work efficiently in a new economic environment, whether selling services, or via effective use of our design and construction management skills supporting DoD and bridging such skills to other customers.

**3) Expanding our international footprint.** While OTIE is strong in Japan in Title I and Title II services, expanding design services into our overseas client base will allow for replication of our proven skills and support growing overseas client needs. Basing project management services in Guam will help OTIE embolden our position in Asia/Pacific theater, and to also look for new opportunities in the region.

**4) Geographic and client expansion through acquisition.** We will direct an active acquisition strategy focused on expanding our ability to offer our technical services to both new geographic areas and new clients, such as NAVFAC and USACE through the acquisition of complementary businesses.

Key long-term clients that will improve OTIE's value and position in the marketplace include the U.S. Army Corps of Engineers, U.S. Air Force, U.S. Navy, EPA and the General Services Administration. Our ability to serve these customers depends on relationships with existing staff and enhanced capabilities and contacts brought to OTIE from new hires. OTIE continues to attract and hire staff that enhance our relationship-building and improve our competitive position in the marketplace.

Our strength in the market is built on relationships with key customers, and an ability to discover new opportunities early in the acquisition cycle. OTIE's strategy is to:

- Get in front of the right people
- Present compelling information and arm the company with winning tactics
- Partner with proven industry leaders preferred by the customer
- Reinforce our sales tactics with proven past performance.

By marketing to the right decision-makers, and conducting objective determinations on potential for success, OTIE fiercely competes when probability for success is high, and we forego opportunities where we see minimal chance of success. Using this focused approach reduces costs and improves our win percentage, both of which are key components of building value in the marketplace.

d. **Explanation of the Corporation's relative performance vs. competitors and identification of key competitors within the market**

OTIE's SBA-approved 8(a) competitors include Alaskan Native Corporations (ANCs); Native American, tribally-owned SBs; and Native Hawaiian Organizations (NHOs). Federal agencies may award new contracts without competition to ANCs, tribally-owned 8(a) SBs and NHOs. OTIE also competes against other 8(a) firms for set-aside acquisitions, including SBs that are categorized as Woman-Owned, Minority Business Enterprise, HUBZone, Service Disabled Veteran Owned SB, and others.

Typical competitors for OTIE include:

- Small Business firms with fewer than 500 employees in NAICS 562910 (e.g. EA; Baywest; Zapata Engineering; TechLaw and others) and regional Transportation engineering firms in Wisconsin.
- Current 8(a) small businesses (Ayuda, Earth Resources Technology; Prudent Technologies; Dawson Group; CTI & Associates and others).
- 8(a) "graduates" (e.g., Bhate, Cabrera, Cape, HydroGeoLogic, ERRG, Sullivan, Tidewater, Terranear PMC, Nobis and others). These SBs are now mature businesses with robust past performance and current customers that keep them "entrenched" at specific federal installations.

OTIE continues to be viewed by other SBs as extremely competitive on major ID/IQ prime acquisitions. Our federal agency customers have commended OTIE on the high quality of our ID/IQ contract proposals, as well as the ease of negotiations and businesslike interactions. In general, our customers view OTIE as a robust, durable and agile Small Business with big-business infrastructure.

Regarding task order proposals, OTIE has struggled against other Small Business competitors to win work on ID/IQ contracts. We fair better under Best Value



procurements and tend to lose out on opportunities awarded based in Low-Price, Technically Acceptable evaluation.

Viewing OTIE's competitive position from a geographic perspective, we remain very well positioned for continued DoD work overseas. We are even better positioned for diverse set of engineering design and construction requirements in Asia/Pacific based on the establishment of OTIE's Guam office location. The increased DoD force posture in Asia aligns with OTIE's planned growth: We are pre-positioning OTIE for lucrative contract performance in the Asia/Pacific theater where DoD focus has pivoted, and we are reaping the rewards of the long-term vision and investments made.

OTIE has garnered nationwide (and international) attention as a vigorous small business competitor. We hold a wide variety of federal contracts, and the diversity of these contracts sets us apart from most of our competitors.

e. **Explanation of any material changes or developments in the market or nature of business the Corporation is primarily engaged in since the last reporting period**

In FY14, the market and nature of contracting shifted even further toward contract awards under low-price schemes. For example, opportunities for "*PBR Gap*" contracting reflect the DoD's concession to an imperfect Performance-Based Remediation (PBR) model. Additional, unforeseen contracts will be awarded to new contractors and for work scopes that were not envisioned when the initial, comprehensive PBR contracts were let. The PBR Gap contracts will be lower dollar threshold opportunities, and will become potential opportunities for OTIE's pursuit in FY16 and beyond.

In addition to a preference for low-bid contract awards, in FY14 we witnessed the continued, government-wide preference to procure Multiple Award Task Order Contracts (MATOCs) as the default acquisition strategy. Observations by our customers over past few years indicate a favorable bid climate, which is forcing contractors to sharpen their fee proposals and cut costs wherever possible.

One of the last agencies to adopt MATOC strategies is USEPA, whose Remedial Action Contract (RAC) acquisition strategy for decades has relied on single awards in each EPA Region. In a departure from this contracting strategy, EPA is adjusting its Remedial Action Framework and procuring multiple-award contracts. Small Business contract competitions are poorly understood, as the agency has provided conflicting information, but OTIE will compete for these key contracts in select Regions even if the procurements are advertised on an unrestricted basis.

The bias toward MATOC contracting by federal agency customers affects our competitors more so than ourselves. As an over 25-year experienced 8(a) firm, OTIE counterbalances our ID/IQ contract portfolio with a blend of MATOC and single-award contracts where competition is not required for task order assignment.

Perhaps the most significant development in the market for all Small Businesses in NAICS 562910 (Environmental Remediation) is the proposed Rule Change by SBA to increase the size standard from its current 500 employee maximum to 1,250 employees. If the size standard is increased, OTIE will compete against firms that are substantially larger and that have access to far more resources. OTIE submitted comments to the SBA in January 2015; we expect a full year of government deliberation before a final determination to accept or reject the proposed increase in size standard to 1,250.

To counteract the potential increase in OTIE's Small Business Size Standard, it becomes critical that the Oneida Tribe invest in new 8(a) subsidiary companies. The invested capital can help our "sister" companies build a performance history to compete for more direct awards, and to become competitive entities and acquisition options for our federal customers. With a diverse roster of Small Business NAICS codes, the Tribe will have breadth of competitive, SB possibilities.

Our ability to adapt to the evolving needs of the federal marketplace has enabled OTIE to build a resilient business that is closely aligned to the spending priorities of our federal clients. Because we are accustomed to competing against formidable small and large businesses, OTIE is configured to succeed in an atmosphere of increased competition and reduced budgets. Our business development strategies aim to collect early information on upcoming procurements, affording us time to develop winning strategies and allowing us to sharpen our pricing.

- f. Identification of the primary goals and targets of the Corporation and progress made towards accomplishment of the same

***Goals for OTIE***

Growth is the primary business goal for OTIE. Success for OTIE comes when we align and invest along growth profiles and manage/measure accordingly to make sure that our clients prosper.

In the third fiscal quarter of FY15, we have observed a pronounced rebound from several quarters of delayed contract starts. We continue to see an upward trend over the course of this year—a welcomed return that signifies a potential return to more predictable contracting and project delivery conditions.

At the same time, other measures of sturdy business performance—including the utilization rate of technical staff, and the booked backlog—show that we are converting market vitality into growth and prosperity. Leaning into the last fiscal quarter we anticipate safety-focused, quality driven services, and rewarding performance at end-of-year.

We are pleased to have secured new contracts with three new Federal customers in key growth areas, potentially bringing the promise and opportunity for continued geographic expansion and service diversification particularly in the Western US. The new customers and contract wins include:

- Small Business competitive contract award with US Bureau of Indian Affairs for Operation and Maintenance at a soil remediation site in – Ponsen, AZ
- 8(a) Direct Award with the US Army Environmental Center for Long-Term Monitoring at the Red River Army Depot, Texarkana, TX
- 8(a) Direct Award with the US Fish and Wildlife Service for skeet/trap range remediation at Leavenworth Fish Hatchery located in Leavenworth, WA

We also anticipate a 4<sup>th</sup> Quarter award of an 8(a) set-aside ID/IQ contract with the Naval Facilities Engineering Command Expeditionary Warfare Center (NAVFAC EXWC) in Port Hueneme, CA. This win will be a significant achievement that provides vast opportunity for support to the Navy's Munitions Response Program and for future contract pursuits as a prime NAVFAC contractor.

These federal task order awards were augmented by other contract starts with the Oneida Tribe and Wisconsin Department of Transportation (WisDOT), plus healthy growth on the existing AE Services contract supporting the USAF 45<sup>th</sup> Space Wing (RAEIS).

Going forward, OTIE will leverage opportunities and advantages of our SB status—we will pursue two avenues: compete for 8(a) set aside contracts and aggressively solicit sole-source 8(a) contracts from existing and new customers.

### ***Targets for OTIE***

OTIE targets growth in government contracting where our skills and experience align with our customers' mission priorities. In the aggressive market of federal agency contracting - especially in times of budgetary uncertainty - every advantage counts to maintain OTIE's position in the elite levels of SB contracting. Gaining a competitive advantage takes strategic planning and research to focus on opportunities that are robust (high confidence customer spend) and enduring (affording long-term growth opportunity). We pursue emerging or growing markets and seek entry and profit in these areas, while closely monitoring entry costs and barriers. Identified market segments for expansion by OTIE include:

- Facility/infrastructure engineering and asset management
- Fence-to-Fence (F2F) environmental quality services
- Munitions Response Services (MRS)
- Expansion of USEPA services, contracts and Regions
- Growth in the Asia/Pacific market

Described below are the accomplishments for OTIE's targets.

Facility/infrastructure engineering and asset management – aging DoD real property/infrastructure is a target with legitimate potential for sustained growth. Over the last five years OTIE has expanded the engineering services we provide to our customers. Presently we have engineering projects in the mainland US plus Hawaii and Alaska and at DoD installations in Japan and Korea. We are winning engineering projects for facility/infrastructure design improvements that have typically been awarded to competing engineering giants like Jacobs Engineering, AECOM, and CH2M Hill. *OTIE was awarded a PACAF multi-base task order for Asset Inventory for Water Treatment Plants, identifying areas of vulnerability, and recommending system improvements.*

Fence-to-Fence (F2F) environmental quality services – OTIE has benefited by holding prime contracts with USACE Districts that are serving the US Air Force's needs for base-wide environmental services. We have a current backlog for F2F services and we anticipate proposing on several additional opportunities in FY15. The skillsets required to deliver F2F services match a key performance skill in the company's over 25 years in business – environmental and engineering consulting. We see the F2F market as being far lower risk than base-wide Performance Based Remediation (PBR) opportunities that we largely avoid. *OTIE won a multiple-award Blanket Purchase Agreement for F2F task orders in FY14.*

Munitions Response Services (MRS) – OTIE's investment in the MRS market in FY13 began when we acquired OER. With OER's personnel, skills and experience we are now one of the only 8(a) firms with broad capability and past performance in MRS, affording significant competitive advantage to OTIE. This service line and its growth profile are “target rich” and we will compete for small- and large projects going forward. *OTIE won a subcontract to Manson Construction for Pier 12 MEC clearance supporting NAVFAC Southwest Division in a high-visibility area of San Diego, CA.*

Expansion of services/contracts with USEPA – OTIE was awarded an important work assignment at the AMCO site in Northern California under the USEPA Region 9 8(a) RAC. In addition, we were contracted under GSA tools for continued START service support in EPA Region 4, and we await contract award for a follow-on long-term START III contract. *Long-term, high dollar contracts are targeted by OTIE, and in FY15 we will compete for Design and Engineering Services (DES) in several EPA Regions under the revised Remedial Action Framework.*

Growth in the Asia/Pacific market – projects performed by OTIE in Asia over the past eight to ten years total over \$35M under Air Force and USACE contracts. In FY13 we sought client diversification to broaden our opportunity for continued regional growth. Then in FY14 we expanded our service offerings under task orders for several engineering projects including one with an Asset Management SOW. *OTIE has been selected for award by AFCEC on two, worldwide AE Services*

*contracts and we anticipate final resolution on the contract disputes (by other firms) in FY15.*

**g. Identification of key elements for success in strategies given, including risks, resources and relations available and needed in order to successfully fulfill outlined strategies**

To uphold and fulfill OTIE's value and position in the marketplace we focus on those opportunities where the federal government continues funding and that clearly align with OTIE's customers, such as engineering services, Munitions Response Services (MRS), and design/construction contract management. We also continue to focus on areas that we believe offer attractive enough returns to our clients that they will continue to fund efforts, such as Military Family Housing design (Title I) and construction type services (Title II) including infrastructure improvements internationally, and studies and assessments for improvements in energy efficiency, and facility upgrades.

We have methodically grown OTIE into its present configuration as an elite, highly capable small business, and we have out-competed small and large businesses for some of our industry's most prized contracts. As a very credible competitor, our staff growth and geographic distribution enhances our win potential and our resources to serve customers. Going forward a challenge for our Regional Managers and Business Unit Managers is to identify and equip Project staff to continue to grow the business. Our service lanes are sturdy, lucrative and rich in potential, and we anticipate much prosperity in the years to come.

Fundamental keys to our success are our personnel, infrastructure, financial strength, and cost-consciousness. If any one of these requirements is neglected, OTIE will miss our goals and targets, and competitors may capitalize on weaknesses and gain market advantage. These key OTIE features mold our strategies and processes for identifying the growth opportunities that align our business – services, customers, channels and geographic areas – and augment the largest proportion of revenue and profits.

The primary key to OTIE's continued success is to remain customer focused, sensitive to the mission, and adaptable to change. More specific customer focused factors for sustained growth include:

- A customer-focused growth strategy that is based on OTIE's existing customers. This strategy involves creating High Impact Value Propositions for new customer sub-segments. Underpinning this strategy is the willingness to view customers through a different set of lenses, and cross-marketing OTIE's other service capabilities to new sub-segments of our long-standing customer base. For example, the USACE Sacramento District continues award new contracts to expand the services that they expect OTIE to provide, directing work away from our incumbent subcontractor.
- A customer-focused strategy that penetrates agencies with strong strategic links to OTIE's core – creating adjacent business lanes. For example, we have engineering depth and past performance that very well equips us to enter the

growing Asset Management market. OTIE's USAF customers are now relying on an Integrated Priorities List (IPL) as a tool to obligate priority requirements that support the mission and make sense from economic and environmental stances. With the new AFCEC contracts we have the primary contract tool used by one of our key customers, and *we anticipate hiring to become fully configured for success in Asset Management.*

- Customer and contract-focused strategies are needed to succeed on existing ID/IQ contracts. Despite having won an abundance of prime contracts, we have suffered losses on competitive task order proposals, losing on both cost and technical approach. Competent and compliant proposals are valued and demanded by our customers. OTIE's strategy to remain customer-focused on ID/IQ proposals will incorporate a performance assessment to evaluate proposal responsiveness, win or lose. *Strong leadership practices at every level of the organization are needed in order to successfully fulfill our mission.*

OTIE's organizational structure aligns with client expectations and industry standards. Being customer focused, we grow the business by implementing principles and strategies to:

- Organize work around results that customers consider valuable
- encourage operational accountability and concentration on high-quality achievements;
- create streamlined and flexible relationships in response to customers' evolving needs; and
- provide employees with corporate support required to create opportunities and grow our company.

As presently organized and staffed, OTIE successfully strengthens our market position based on our methodical business development and responsive value-added proposals. We generate revenue and profit after successfully winning work under our hard-fought contracts. And we provide an outstanding level of service delivery, which ultimately determines our customers' propensity and desire to continue a business relationship with OTIE. Supporting all that we do is sturdiness in our finance and accounting capabilities – a key infrastructure component that often retards growth by our smaller competitors. As OTIE continues to grow, a strategic investment in the financial management system, human resources support capability and IT capacity is being analyzed.

### **OTIE Educational and Other Outreach Programs**

OTIE continues to implement its outreach programs with the Oneida community and membership that focuses on the Oneida youth, elders and veterans. Our support in educational activities and opportunities for Oneida youth to encourage their

consideration of careers in engineering and science will include: 1) sponsorship of up to two Oneida high school students to attend a Milwaukee School of Engineering summer camp session to learn more about engineering and a potential career in the engineering field; 2) award up to two \$5000 merit scholarships to an Oneida-member high school senior and/or a college-level senior for excellent academic performance and the desire to study the sciences for a potential career in engineering or environmental sciences; 3) a \$5000 sponsorship of a math and technology camp for Oneida middle school students with the assistance of the Oneida Higher Education program and Northeast Wisconsin Technical College.

OTIE will also continue to sponsor ongoing tai chi and chair yoga exercise classes for the Oneida elders to support the health and well-being of the elders. This sponsorship is accomplished with the assistance of Oneida Elder Services and the Oneida Fitness Center. OTIE will explore available sponsorship options with the Oneida Veterans group.

**h. Identification of medium (two to five year) and long (greater than five year) prospects and sustainability of the Corporation given the present status, strategies and risks**

Past performance is often the most reliable predictor of future potential, particularly in high-labor businesses like engineering and environmental services. The fourth fiscal quarter is traditionally when the majority of government agencies spend the majority of their budgets, fearing the repercussion of a “use it or lose it” funding stream.

The first six months of 2015 have seen much progress on the defense related appropriations and authorization fronts. For the first time in nearly two decades, we stand to see the National Defense Authorization Act (NDAA) passed out of both legislative chambers, conferenced within those chambers and sent to the President for his signature before the August recess. (The authorization bill is the policy vehicle in the process.)

Fortunately for OTIE, the global A/E/C market is undergoing a healthy growth period buttressed by an investment appetite on the global scale. However, growth will be neither open-ended nor similar across the various areas of engineering and construction services that OTIE delivers. And as we have seen in the past, even a robust NDAA can become moribund in the hands of overworked DoD agency PMs and contracting officers. Nothing is certain, but it appears that a strong 4th Quarter and 2016 are in the workings.

We have successfully groomed long-term business relationships with key DoD agencies for services delivered around the world, and we are poised to benefit from an anticipated recovery and continued “rebalancing” to the Asia/Pacific theater. Despite budget vacillation, government contracting remains an exceptionally reliable market in terms of payment, stability, and growth opportunity. Our medium- and long-term prospects reinforce our projections for steady, sustained growth.

### *Medium-term prospects*

OTIE's prospects in the two- to five-year term rely on our sturdy performance in engineering, science and construction to existing clients; adjacent clients/services and geographic areas; and new service offerings to new clients.

OTIE's increased focus and investment in business development and talent acquisition has allowed us to significantly increase both new task orders and backlog going into FY15. We continue to strongly believe that OTIE's capabilities and strengths align well with the future needs and demands of our clients.

### *Existing Services/Existing Clients*

Quality service to existing clients is a top priority for OTIE, only exceeded by safe work practices in all that we do. Outstanding performance allows our good reputation to flourish and paves the way for follow-on contracts and task order opportunities.

OTIE will continue providing services to our existing customers, aiming to exceed expectations and become the preferred provider. Internationally and locally we see very strong alignment between our capabilities and the services our customers require, including WisDOT, Oneida Tribe, DoD and EPA.

In FY15 we continue to reinforce key growth areas for DoD customers: Munitions Response Services and traditional engineering services, strategic actions by the company that provide legitimate growth and align with our customers' spending trajectory.

- **Munitions Response Services (MRS)** – OTIE has invested in this growth market but the activity has been slow to kick in. Federal agency properties encumbered by MEC will not get magically remedied, and OTIE is poised to capture market share in MRS in spite of the slow start that our industry has experienced. Our challenge is to become better recognized as a safety- and quality-focused “go-to” MRS provider in any location. Additionally, the combination of our core capabilities is an important MRS selling feature as customers look for a single source to meet their needs. OTIE is competitive among the firms that combine MRS with environmental engineering design and construction capabilities in “one package.” Our acquisition of OER and their technical capabilities has expanded our ability to deliver broader capabilities in a full range of situations, and with support from specialty providers, such as geophysics. We will actively pursue customers that require combined services as we leverage our capabilities into the changing economic environment.
- **Engineering Services** – coupled with OTIE's consistent performance for WisDOT and other engineering customers, our new Asset Management task orders open significant growth potential in engineering services. Firms that engage early in the asset management process have the advantage of time and knowledge. By knowing the spending priority for capital investments and



infrastructure sustainment, restoration and modernization, OTIE will gain crucial intelligence and position for design contract opportunities. The deferred maintenance on building systems remains a phenomenal growth opportunity in the next several years. With higher direct labor utilization than construction type projects (where subcontracting is a substantial portion of project budgets) OTIE can expect strong financial performance in Engineering Services. The higher labor utilization can drive down overhead, so a “flywheel effect” is created, permitting re-investment and continued growth in Engineering Services.

Customers will continue to rely on OTIE as integral to their success — by delivering their most valuable projects safely, on time, within budget, and to their quality requirements. In the two- to five-year term we will work closely with them to find practical and innovative solutions, adding value to their every challenge.

*“Adjacent” Clients, Services and Geographic Locations*

Bridging out to new clients or offering new services to existing clients is an important component of our vision for growth. OTIE’s two- to five-year strategy is to start this process by focusing on current customers whom have strong strategic links to the core of our business. Meetings with the most creative/innovative customers can be a valuable source of potential opportunity for OTIE. By learning about ties to other agency customers, presently preferred providers, contracting preferences, and even philosophy on joint ventures or contracting strategies, we learn about barriers to entering “adjacent” service lanes and geographic markets, thereby serving different customer segments and potentially re-designing the customer’s value chain.

*New/Strategic Services, Clients and Geographic Locations*

OTIE is expanding to meet customer requirements by adding engineering disciplines including electrical, mechanical and structural engineering. We see these key areas as having growth potential in the near future with current and future clients.

We will continue to market for additional services to customers in Japan, where OTIE has a stronghold, and in Korea, where OTIE is completing two task orders for the US Air Force. Year after year, OTIE sees impressive profits from our work in Asia. Additional investment and market penetration are justified as we align and invest in our growth portfolios, and manage/measure performance accordingly. In the remainder of 2015 we will pursue further geographic growth, positioning for additional work in theater as our US DoD customers rebalance the force to Asia and the Pacific. Initially targeted regional growth areas include Singapore and Australia, with new hires being considered for OTIE.

These and other new customers and locations present outstanding opportunities for service growth and diversification. In FY15 OTIE continues the drive to target customers and new markets for additional projects.

***Long-term prospects***

Our business performance is directly related to federal spending. The federal budget deficit and the national debt exact pressures requiring our customers to examine and reduce spending which, for the DoD for the next 10 years has been reduced. Long-term changes in fiscal and economic conditions could materially impact our business, including: how spending reductions are implemented, including sequestration; future government shutdowns; and growth or contraction in the nation's debt ceiling.

In spite of considerable budget constraints, OTIE envisions steady growth with our DoD and USEPA customers. Considering that over one-third of the federal budget is devoted to defense spending, OTIE delivers projects where funds historically flow and our competitive posture has continued to improve in the last decade.

We believe that 2015 to 2020 will be strong years for OTIE. Being well positioned in key markets and critical geographic locations, we are confident that the long-term strategy of diversifying our offerings, maintaining geographic reach, and focusing on our customers' business objectives will continue to serve us well. The prospects look particularly optimistic in the Asia/Pacific region, where OTIE has methodically expanded our presence and our service offerings.

For the last two years of OTIE's 8(a) status our primary business objective will remain capturing and safely delivering on 8(a) contracts. With over 25 years of business experience OTIE differentiates ourselves from other, emerging 8(a) firms that lack the infrastructure, experience, and reliability in the federal marketplace.

OTIE is prepared for graduation from 8(a) status. We know from experience not to rely on "graduation gifts" and that the best success strategy is to be prepared and to be experienced competing for work. A standing agenda topic in Executive Management meetings will be OTIE's exit from the 8(a) program.

- i. Explanation of market growth (if any) experienced by the Corporation, identifying sources of growth (i.e., organic growth through market share increase, volume of business increase, acquisition of competition or other assets, etc.)

In FY15 OTIE has added staff to meet the increased workload under contracts such as the AFCEC AE13ES and AE13DCS contracts. We have already added a dozen staff in Florida to support RAEIS, and we anticipate growth continuing to meet the goals established by the President of OTIE. Organic growth will remain our primary method of expanding business volume and market share.

In addition to internal or organic growth, our current strategy involves growth through additional acquisitions of complementary businesses, as well as growth from acquisitions that would diversify our current service offerings. We frequently engage in *ad hoc* evaluations of potential acquisitions which, if warranted are further explored. Ultimately, and if consummated, new acquisitions could be significant to OTIE's growth.

As a top-tier contractor to the federal government, OTIE has a large and diverse blend of federal, State, municipal, tribal and commercial business customers. We provide science, engineering, construction, and specialized technical services to DoD, USEPA, WisDOT and other customer groups in support of a wide range of mission-critical programs. Being pre-positioned in Asia, we see outstanding potential for market growth internationally and in the Continental US.

- j. Summary of the assets of the Corporation, including but not limited to its financial, physical, employee, customer, brand or intellectual property, and supply assets.

## OTIE ASSETS

### **Financial (On Balance Sheet)**

Cash –Checking Accounts

Accounts Receivable from Customers

Work In Process on Current Projects

Fixed Assets such as Vehicles, Furniture and Fixtures, Survey Equipment, Monitoring Equipment

Goodwill from the purchase of T N & Associates

Other Assets such as Prepaid Expenses, Investment in Joint Ventures

### **Employees**

Total of 297 Employees

88 Engineers

67 Scientists

15 Construction Professionals

26 Technicians

7 Skilled Trades

44 Administrative

4 Land Surveyors

7 Marketing

39 MMRP/UXO Specialists

### **Customers**

74% of Revenue from our Federal clients, such as the Department of Defense, which includes the Air Force, Navy, and Corps of Engineers. Other Federal clients include the Environmental Protection Agency

5% Commercial –WE Energies, Raytheon

11% State and Municipal – WI Department of Transportation, California National Guard, Ventura County, City of San Marcos, Division of State Facilities

10% from Oneida Nation

- k. Summary and status of any pending legal action to which the Corporation is a party and any relevant government regulation to which the Corporation may be subject.

OTIE is named as a defendant in a lawsuit filed by the artist of a mural. The case is Kammeyer v. USACE.

In 1976, Kammeyer painted a mural on a dam in California after winning a contest. The mural was painted as part of the bicentennial celebration. Over time, the paint began to flake off, thereby contaminating the environment around the dam. The USACE Los Angeles District recently determined that the paint used to create the mural was lead-based. OTIE was hired by USACE to remove a mural to stop the lead-based paint contamination. Several months after the contract was awarded, Kammeyer filed a lawsuit against USACE and OTIE to prevent the destruction of the mural. Shortly after filing the lawsuit, Kammeyer filed a temporary restraining order against USACE and OTIE in June, which was granted by a judge one day before OTIE was to begin removing the mural. OTIE demobilized from the site at USACE's direction.

OTIE has hired local counsel to represent OTIE's interests in the lawsuit. OTIE requested plaintiff's counsel to remove OTIE from the lawsuit by not including OTIE as a defendant in plaintiff's second amended complaint. Plaintiff's counsel refused. OTIE next step is to decide whether to file a motion to dismiss. We may wait until after the hearing on August 19, because there is a chance the matter could be resolved at that time.

### Oneida Business Committee Agenda Request

XIV.B.06. Accept Oneida Engineering Science & Construction Group, LLC FY '15 3rd quarter report

1. Meeting Date Requested: 9 / 9 / 15

#### 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Agenda Header:

Accept as Information only

Action - please describe:

#### 3. Supporting Materials

Report  Resolution  Contract

Other:

1.

3.

2.

4.

Business Committee signature required

#### 4. Budget Information

Budgeted - Tribal Contribution  Budgeted - Grant Funded  Unbudgeted

#### 5. Submission

Authorized Sponsor / Liaison:

Primary Requestor:

Jacquelyn Zalim, Oneida ESC Group Board Chair

Your Name, Title / Dept. or Tribal Member

Additional Requestor:

\_\_\_\_\_  
Name, Title / Dept.

Additional Requestor:

\_\_\_\_\_  
Name, Title / Dept.

# **Oneida ESC Group, LLC**

**3<sup>rd</sup> Quarter Report – FY 2015**

**August 12, 2015**

**OESC Board of Managers:**

**Jacquelyn Zalim, Chair**

**Wilbert Rentmeester**

**Jeffrey House**

Oneida ESC Group, LLC (OESC), was formed in 2012 as the catalyst for continued growth for Oneida owned firms doing business in Construction NAICS codes for federal government contracts. Oneida Total Integrated Enterprises (OTIE) has exceeded the \$33.5M limit in certain NAICS codes and is unable to bid and obtain contracts that fall within these NAICS codes as a prime contractor under the small business or 8(a) business categories in the federal procurement process. OESC and its subsidiaries are positioned to bid and pursue small business or 8(a) contracts where OTIE has exceeded size standards.

OESC and its subsidiaries are supported by OTIE with general management and administrative functions, including accounting and contracting management, human resource management, IT support, overall management, and marketing, bid and proposal. Below is a summary of OESC and its subsidiary's activities.

### **Narrative Report**

#### **a. Explanation of the core of the Corporation's business practices and market overview**

OESC was created to serve as a holding company for subsidiary limited liability companies with an 8(a) certification. This type of holding company structure is modeled after the Alaskan Native Corporations (ANC) and other Native American Tribes that have created similar entity structures. This holding company structure allows ANCs and Native American Tribes to perpetually establish different 8(a) companies with different primary NAICS codes.

OESC currently has two subsidiaries, Mission Support Services (MS2) and Sustainment & Restoration Services (SRS). MS2 obtained its 8(a) certification in 2013. SRS received its 8(a) certification in 2014.

As part of the overall strategic plan for continued growth, OTIE will be moved under OESC as a third subsidiary upon OTIE's graduation from the 8(a) program in 2017.

#### **b. Explanation of the Corporation's current place within the market**

MS2 is focused on construction contracts with a size standard not to exceed \$33.5M. SRS is pursuing contracts with a size standard not to exceed \$14.5M. Only firms with less than \$33.5M or \$14.5M on average over a 3-year period can compete as a prime contractor. Since OTIE can no longer compete as a prime contractor under the small business or 8(a) business category under that size standard, OESC and its subsidiaries are strategically positioned to compete with OTIE support.

OTIE is currently focusing on developing both MS2 and SRS. The financial and technical resources that OESC needs are provided by OTIE.

#### **c. Explanation of the outlines of strategies by the Corporation for improved value in the market**

OESC's strategy is to develop its subsidiaries. The initial pursuits will take advantage of OTIE's existing networking capability and MS2's and SRS' key personnel who have existing

relationships with federal clients. These federal clients have various federal facilities nationwide.

OTIE has been supporting MS2 and SRS to recruit several employees including managers or staff that have proven past performance and existing working relationships with many federal clients. OTIE has led MS2 and SRS to their existing clients. Those clients have the work and usually will procure under the small or 8(a) category under the applicable NAICS code. This advantage will help MS2 and SRS to develop their capabilities rather quickly.

Currently MS2 is working in California, Florida, Oklahoma and Arkansas. Initial projects are expected to be sustainment, restoration, and modernization (SRM) projects for general facilities. Additional projects will be pursued in civil construction, utilities, energy management, and general facilities engineering requirements. More competencies will be added as opportunities arise.

SRS is currently pursuing work to provide waste management services for multiple clients in California. SRS established an office in Santa Barbara to pursue this opportunity. Additionally, SRS is marketing the US EPA Region V and has recently submitted a proposal for an 8(a) START contract. SRS has established an office in Chicago, Illinois for this effort.

**d. Explanation of the Corporation's relative performance vs. competitors and identification of key competitors within the market**

OESC and its subsidiaries are start-up companies. It will be difficult for them to compete with established small businesses that are active in the industry market. To offset this disadvantage, OTIE will support and lead OESC and its subsidiaries to take advantage of existing relationships already built by MS2's and SRS' key employees or from OTIE's networking. While competition will be very challenging for OESC and its subsidiaries, OTIE's support will help to overcome those challenges through the years. With OTIE support, OESC can reach a point where its subsidiaries can become more competitive and sustainable in their industries.

**e. Explanation of any material changes or developments in the market or nature of business the Corporation is primarily engaged in since the last reporting period**

None.

**f. Identification of the primary goals and targets of the Corporation and progress made towards accomplishment of the same**

Opportunities continue to exist in geographies where OTIE, MS2, or SRS key personnel have successful past performance, and where personnel involved in such projects have established strong relationships with teaming partners and clients in those locations. Downstream opportunities continue to emerge based on MS2 project performance and combined efforts of OTIE and MS2's marketing and sales efforts. Target clients continue to include Vandenberg AFB, NAVFAC SW, NAVFAC SE, NAVFAC Great Lakes, and NAS Pensacola.



Additional new target clients include Naval Base Ventura County, USACE Jacksonville, the US Army Joint Munitions Command (JMC), Edwards AFB, and the Air Force Civil Engineering Center.

OTIE is supporting MS2 and SRS on many marketing and proposal efforts. MS2 and SRS have been introduced by OTIE to many potential government clients, and as a result, more opportunities are within reach so that they can recruit more capable people to support each federal agency's mission as well as increase their technical capabilities. The following is the assistance that OTIE has provided to MS2 and SRS:

- MS2 and SRS have performed some projects as a subcontractor to OTIE.
- MS2 has submitted proposals and was awarded three projects which will sustain staff at Vandenberg AFB through FY15 and additional work is expected.
- OTIE's senior managers continue to introduce MS2 and SRS to different federal facilities in different states and continue to help M2 and SRS pursue several contract opportunities.

MS2 has recently been awarded the following contracts in part due to OTIE's assistance:

- 1) Great Lakes Naval Station Construction Project – design/build facility construction project. Funding for this project is contingent upon the exercise of seven options over the next few years. Due to a delay in scope revision by the client, MS2 may not generate revenue as expected 6 months ago.
- 2) Great Lakes Naval Station – project to replace facility gates in Green Bay, WI
- 3) Joint Munitions Command, IA – facility electrical services contract that we anticipate ongoing work for the next one to two years.
- 4) Naval Air Station, Pensacola, FL – construction contract that includes renovation of HVAC and lighting.
- 5) Dover Air Force Base, DE – continued study work that follows upon previous MS2 work conducted at the base. MS2 expects that design work will follow the study.
- 6) Naval Base Ventura County – Job Operations Contract (JOC) – received three task orders for facility renovation work including utilities, civil and site development.

SRS has recently been awarded its first prime contract with the Federal government for an above ground storage tank removal in Green Bay by Naval Station Great Lakes.

**g. Identification of key elements for success in strategies given, including risks, resources and relations available and needed in order to successfully fulfill outlined strategies**

The primary strengths at the outset will be personnel-related. MS2 and SRS key personnel understand federal construction and construction-related professional services, and have strong knowledge of competitors, target clients, and strong business relationships in several geographies.

The primary risk includes lack of immediately available resources and bonding capacity, limited availability of cash on hand, and demonstrated past performance. These must be offset or mitigated by client knowledge of key MS2 and SRS personnel, pursuit of realistic project opportunities, and timely support from the owners or parent company with respect to bonding requirements.

**h. Identification of medium (two to five year) and long (greater than five year) prospects and sustainability of the Corporation given the present status, strategies and risks**

Same as (g) above.

**i. Explanation of market growth (if any) experienced by the Corporation, identifying sources of growth (i.e., organic growth through market share increase, volume of business increase, acquisition of competition or other assets, etc.)**

As a start-up organization, OESC and its subsidiaries intend to grow organically through the methods identified above.

**j. Summary of the assets of the Corporation, including but not limited to its financial, physical, employee, customer, brand or intellectual property, and supply assets.**

### OESC ASSETS

**Financial (On Balance Sheet)**

Cash –Checking Account

Work In Process on Current Projects

Fixed Assets such as Vehicles, Furniture and Fixtures, and Miscellaneous Equipment

Other Assets such as Prepaid Expenses, Investment

**Employees**

OESC - 0 employees

MS2 -14 employees

SRS - 3 employees

**Customers**

95% of Revenue from Federal clients.

**k. Summary and status of any pending legal action to which the Corporation is a party and any relevant government regulation to which the Corporation may be subject.**

No current pending legal action.

### Oneida Business Committee Agenda Request

#### XIV.C.01. Accept Environmental Resource Board's revisions/additions to Prohibitions under Public Use of Tribal Lands Law

1. Meeting Date Requested: 9 / 9 / 15

#### 2. General Information:

Session:  Open  Executive - See instructions for the applicable laws, then choose one:

Agenda Header:

Accept as Information only

Action - please describe:

Per the Public Use of Tribal Land Law, the Business Committee shall be notified when the Environmental Resource Board establishes permissible or prohibited uses under the law.

#### 3. Supporting Materials

Report  Resolution  Contract

Other:

1.

3.

2.

4.

Business Committee signature required

#### 4. Budget Information

Budgeted - Tribal Contribution  Budgeted - Grant Funded  Unbudgeted

#### 5. Submission

Authorized Sponsor / Liaison:

Primary Requestor:

Your Name, Title / Dept. or Tribal Member

Additional Requestor:   
Name, Title / Dept.

Additional Requestor:   
Name, Title / Dept.

YUKWA HU' TSYA?WA' KU

*"We are holding the Earth"*



RICHARD BAIRD  
TED HAWK  
AL MANDERS

TOM OUDENHOVEN  
GERALD JORDAN  
MEGAN WHITE

NICOLE STEEBER  
MARLENE GARVEY  
SHAWN SKENADORE

**MEMO**

To: Oneida Business Committee  
From: Eugene Schubert, Policy Analyst, ERB  
Date: 8/31/15  
RE: Explanation of revisions/additions of prohibited uses

At the 8/6/15 meeting of the Environmental Resource Board (ERB), prohibitions were approved regarding Oneida Tribal Lands. The ability for the ERB to create prohibitions was added under recent amendments to the Public Use of Tribal Lands Law. Due to feedback from the Environmental Health & Safety Division, the community, and other areas; the ERB believes these additions are appropriate and necessary to protect Tribal Lands. The first five restrictions were developed by consensus among discussion with various entities. The remaining two were adopted in consultation with the Conservation Department.

- Use of drugs or alcohol where prohibited
- Camping where prohibited
- Use of explosives where prohibited
- Open fires where prohibited
- Use of motorized vehicles where prohibited
- Failure to abide by posted regulations
- Disorderly conduct

The ERB believes these are appropriate restrictions for properties to be enjoyed by the Oneida Community and respect the best interests of visitors of all ages. Please contact our office with any further questions.



Yaw^ko!

## 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 07-08-15-B Public Use of Tribal Lands Schedule of Citations

- WHEREAS,** the Oneida General Tribal Council is the duly recognized governing body of the Oneida Tribe of Indians of Wisconsin; and
- WHEREAS,** the Oneida General Tribal Council has been delegated the authority of Article IV, Section I of the Oneida Tribal Constitution; and
- WHEREAS,** the Oneida Business Committee may be delegated 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 the Public Use of Tribal Land Law on May 15, 2014, amended it on December 10, 2014 and most recently emergency amended it on July 8, 2015; and
- WHEREAS,** the Public Use of Tribal Land Law allows the Oneida Business Committee to adopt a citation schedule for violations of the Public Use of Tribal Lands Law, based upon recommendation of the Environmental Resource Board; and
- WHEREAS,** the Oneida Business Committee adopted a citation schedule on May 15, 2014 based upon the recommendation of the Environmental Resource Board; and
- WHEREAS,** the Environmental Resource Board has recommended that the Oneida Business Committee consider adopting the attached citation schedule for violations of the Public Use of Tribal Lands Law which has been updated to include additional citations for violations of Section 38.4-1(g), which was added by the latest emergency amendments.

**NOW THEREFORE BE IT RESOLVED,** that the Oneida Business Committee hereby adopts the attached Public Use of Tribal Lands Schedule of Citations to replace the Schedule of Citations adopted by BC-05-15-14-D, effective immediately.

#### 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 8<sup>th</sup> day of July, 2015; that the forgoing 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.

  
\_\_\_\_\_  
Lisa Summers, Tribal Secretary  
Oneida Business Committee

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

**Public Use of Tribal Lands  
Schedule of Citations\***

<b>Violation</b>	<b>Reference</b>	<b>1<sup>st</sup> Offense</b>	<b>2<sup>nd</sup> Offense</b>	<b>3<sup>rd</sup> Offense</b>
Refuses to leave land when requested to do so.	§38.6-1(a)	\$300	\$600	\$900
Enters upon land after being noticed that permission to enter land doesn't exist.	§38.6-1(b)	\$300	\$600	\$900
Destroys land, waters, livestock, poultry, buildings, equipment, or any property.	§38.6-1(c)1	\$300	\$600	\$900
Cuts or destroys any wood, timber, plant, vegetation or crop standing on the land, or carries away any wood, timber, plant, vegetation or crop on the land.	§38.6-1(c)2	\$300	\$600	\$900
Engages in any act, or attempted act of hunting, trapping or fishing.	§38.6-1(c)3	\$300	\$600	\$900
Digs, takes, or carries away earth, soil, minerals, cultural resources, or any other property.	§38.6-1(c)4	\$300	\$600	\$900
Erects, puts up, fastens, prints, or paints upon another's property, notices, advertisements, signs or other writing designed to communicate to the general public.	§38.6-1(c)5	\$300	\$600	\$900
Parks or drives any vehicle on the land.	§38.6-1(c)6	\$300	\$600	\$900
Permits or allows livestock or any domesticated animal to enter upon or remain upon the land.	§38.6-1(c)7	\$300	\$600	\$900
Uses or possesses leased or subleased lands beyond the possessory rights granted by such lease or sublease.	§38.6-1(c)8	\$300	\$600	\$900
Dumps, deposits, places, throw, burns, emits or leaves rubbish, refuse, debris, substances, or other objects upon a highway, road, air, water or any land.	§38.6-1(c)9	\$300	\$600	\$900
Violates the prescribed permissible and/or prohibited uses for property that is designated as Oneida Community Access, Oneida Tribal Member Access or Open Access as posted on the property.	§38.4-1(g)	\$300	\$600	\$900

\*The Environmental Resource Board may, in addition to the citation, impose hearing costs and restitution against the person to whom a citation is issued for damages caused by a violation of this Law.

The frequency of offenses (i.e. 1st Offense, 2nd Offense, 3rd Offense) listed in this Schedule are re-set three calendar years from the date of the first offense.

Payment of fines collected for these violations shall be deposited with the Conservation Department.

Each violation and each day a violation continues or occurs shall constitute a separate offense.

## ENVIRONMENTAL RESOURCE BOARD MEETING

### **Ridgeview Plaza**

August 6, 2015 – 6:00 p.m.

#### **ATTENDANCE**

ERB MEMBERS: Tom Oudenhoven, Ted Hawk, Marlene Garvey  
Gerald Jordan, Al Manders, Megan White

STAFF: Laura Manthe, Gene Schubert

GUESTS: Shad Webster, Harvey Kosowski

#### **APPROVAL OF MINUTES**

Meeting called to order at 6:00 pm. Motion to approve agenda by Al Manders, seconded by Tom Oudenhoven, motion passes. Motion to approve the minutes of 7/2/15 by Al Manders, seconded by Tom Oudenhoven, motion passes.

#### **OLD BUSINESS**

1. Emergency Amendment for Public Use of Land  
ERB discussed possible prohibitions that can be added due to recent amendments to the law. Any uses must be noticed to the B.C. and posted on applicable lands. New containers for hot coals will be installed on Lake property and area will be locked at night once restroom construction begins. Comments also included bigger signs in kiosks and increase beach size. Motion by Tom Oudenhoven to approve the language/fines for prohibited uses, seconded by Megan White, motion passes.
  - Use of drugs or alcohol where prohibited
  - Camping where prohibited
  - Use of explosives where prohibited
  - Open fires where prohibited
  - Use of motorized vehicles where prohibited
  - Failure to abide by posted regulations
  - Disorderly conduct
2. Hunting, Fishing, Trapping Law – Progress Update  
Tani Thurner sent over list of questions regarding law. Motion by Gerald Jordan to approve recommendations discussed by ERB, seconded by Tom Oudenhoven, motion passes. ERB will follow-up with LOC staff and bring back more questions for September.

3. Foxtails Improvements and new ATV guidelines  
Proposal from Tony Kuchma for ATV route modifications was reviewed. Motion to approve by Al Manders, seconded by Gerald Jordan, motion passes.
4. ERB training update – Coordination with other entities  
Laura is coordinating the training with Paul Stenzel, the Police Commission, and Trust and Enrollments. Training meetings may occur as early as September, and would like be on a Wednesday evening. Conservation will be notified as well.
5. Safe Routes to School Trail Update  
Trail construction, funded by a DOT grant and BIA-IRR roads, will be beginning this month. The trail will connect Site 1 to Green Valley over Silver Creek (Bread Creek).
6. 8/20 hearing (rescheduled from July)  
Officers and alternate identified.
7. Oneida Lake update  
Shad reported that interns have been monitoring the lake from 2-4 hours/day. Conservation is also creating an SOP around Lake duties. A report is also being developed detailing total investments of time and resources into maintain and patrolling the property. Community service is also being reviewed as an option to put people to work.

## **NEW BUSINESS**

1. Annual Elections for ERB Officers  
Motion by Tom Oudenhoven to nominate Marlene Garvey for Chair; nomination accepted. Seconded by Gerald Jordan. Motion passes 5-0. Motion by Marlene Garvey to nominate Al Manders for Vice-Chair; nomination accepted. Seconded by Ted Hawk. Motion passes 4-0 with Al Manders abstaining. Motion by Gerald Jordan to nominate Megan White for Secretary; nomination accepted. Seconded by Tom Oudenhoven. Motion passes 5-0.
2. Exemption to Tribal Only access for beekeeper  
Motion to approve land access for beekeeper by Al Manders, seconded by Ted Hawk, motion approved.



3. Sept 3 meeting date

Gerald Jordan recommended to move date. ERB staff is reviewing a possible date for training in September, so meeting time will be determined yet in the future.

4. Hunting on Green property

Gerald Jordan expressed concerns about hunting on this property. Motion by Gerald Jordan for no gun hunting for deer on Green property by Lambie Rd. Seconded by Al Manders. Motion passes

**FYI**

None

**ADJOURNMENT**

Motion to adjourn at 7:30 pm by Gerald Jordan, seconded by Megan White, motion passes.

# Tribes in Wisconsin:

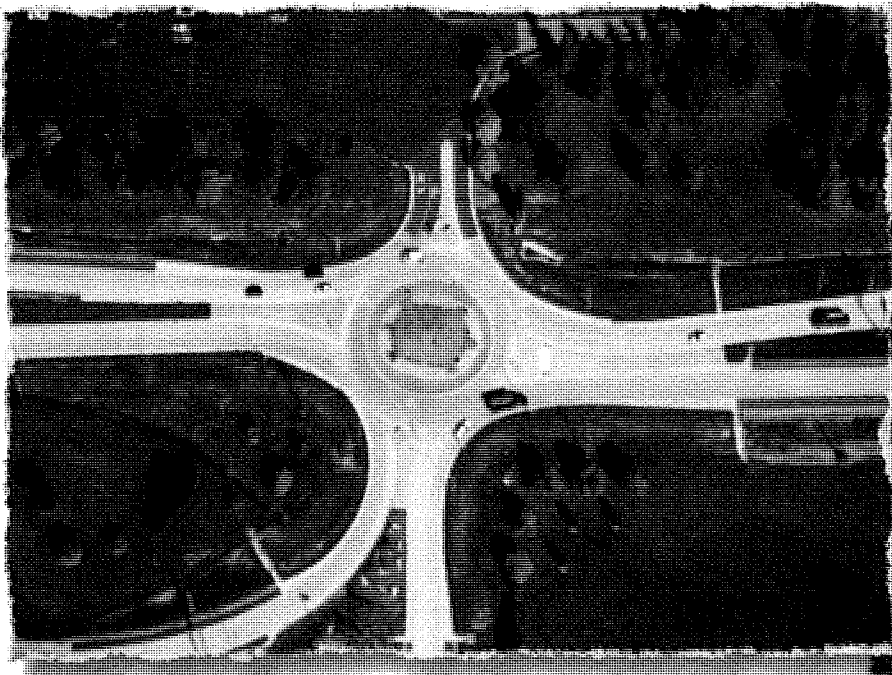
Contributing Now More Than Ever  
Community Investment Report / 2015



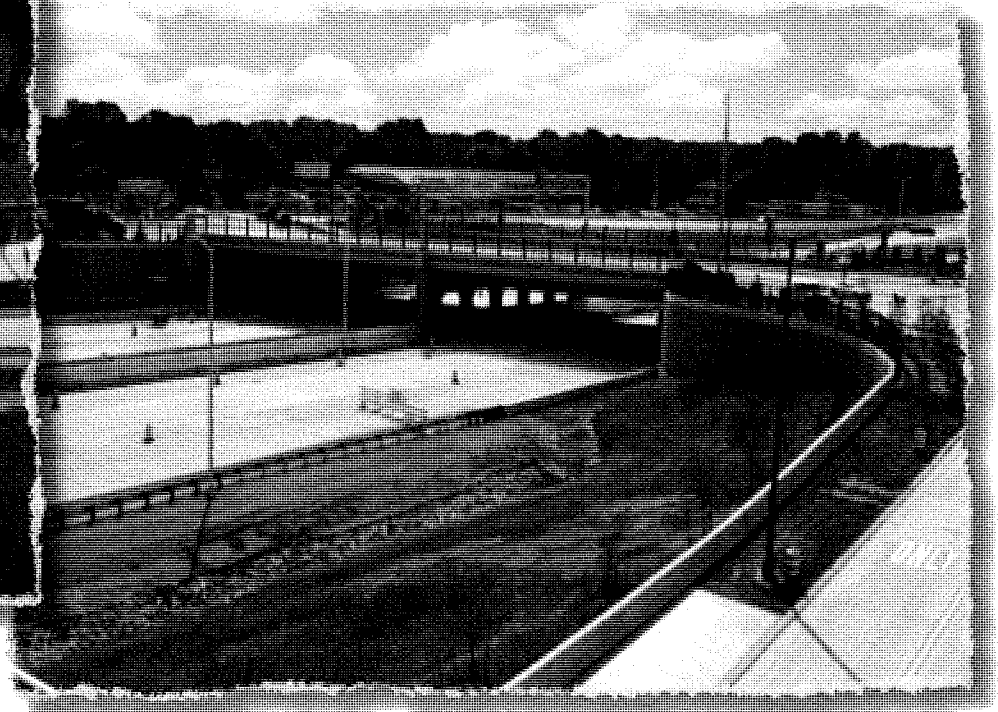
# ONEIDA TOTAL INTEGRATED ENTERPRISES

Oneida Total Integrated Enterprises, LLC, (OTIE) is a wholly-owned company of the Oneida Tribe of Indians of Wisconsin. OTIE provides engineering, science, and construction management services to federal, state, and commercial customers nationwide. OTIE was created to generate revenue for the Tribe and expand revenue sources outside the reservation boundaries through a nationwide presence.

OTIE is a self-sufficient and separate legal entity from the Tribal organization that is governed by a Board of Managers. Autonomous business operations with responsible tribal government oversight ensure that OTIE positively impacts the environment and the communities where engineering, science and construction management work is performed. The following photographs illustrate OTIE's success with its clients:



WisDOT, Highway 172 Roundabout, Austin Straubel Airport, Green Bay



WisDOT, Highway 41, West Mason Street, Green Bay

**Business Committee Meeting**  
9:00 a.m. Wednesday, September 9, 2015  
Thank you for printing clearly

BRAD GRAHAM

BILL GRAHAM

Madelyn Genkew

PAT MOORE

Jay Rasmussen

Mike Troje

Krystal John

Kathy Mitchell

Jackie Felton

Jamie Heath

Pete Kij