

# Oneida Nation

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Oneida, WI 54155

## BC Resolution # 06-12-24-D

### Appointment of Authorized Representatives to Transact Business with Wells Fargo Bank

- WHEREAS,** the Oneida Nation 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 Nation; and
- WHEREAS,** the Oneida Business Committee has been delegated the authority of Article IV, Section 1, of the Oneida Tribal Constitution by the Oneida General Tribal Council; and
- WHEREAS,** the Oneida Nation is contracting with Wells Fargo Bank, National Association and/or Wells Fargo Merchant Services, LLC ("Wells Fargo Bank") to provide merchant services and products; and
- WHEREAS,** Wells Fargo Bank requires that the Oneida Nation appoint and authorize representatives to act on the Oneida Nation's behalf in transacting business with Wells Fargo Bank; and

**NOW THEREFORE BE IT RESOLVED,** the Oneida Nation hereby appoints the following individuals to act as its duly authorized representatives with respect to any of Wells Fargo Bank's merchant services products and services: RaLinda Ninham-Lamberies.

**BE IT FUTHER RESOLVED,** the above-named authorized representatives are hereby authorized to, and are authorized to designate one or more other Oneida Nation officers, agents or employees (each such person or designee thereof referred to as an "Authorized Representative") to: (a) open or close one or more merchant processing, or any other, accounts (the "Accounts") with Wells Fargo Bank, National Association and/or Wells Fargo Merchant Services, LLC ("Bank"); (b) execute and deliver in Customer's name such agreement(s) as Bank may from time to time require regarding the Accounts and the services related thereto (including, without limitation, Bank's merchant services agreement (collectively, the "Service Documentation") and to be bound by and to perform the terms and conditions of any Service Documentation; (c) authorize and execute transactions on the Accounts, including, without limitation, (i) withdrawing funds from the Accounts, (ii) requesting funds transfers by Bank to and from the Accounts, (iii) entering into arrangements for the processing of automated clearing house ("ACH") debit entries and/or ACH credit entries to and from the Accounts, and (iv) endorsing on behalf of Customer, and otherwise negotiating, checks and other items payable to Customer; (d) incur overdrafts and other obligations in the Accounts at Bank in connection with any of the products, services, or activities authorized by these resolutions; and (e) invest Customer's funds on such terms and conditions as such Authorized Representative deems appropriate; and

**BE IT FURTHER RESOLVED,** the Oneida Nation is authorized to enter into any other arrangements, agreements and documents with respect to any of Wells Fargo Bank's merchant services products and services, in such form and on such terms and conditions as may be agreed to by a Authorized Representative signing such agreements and documents; and

**BE IT FURTHER RESOLVED**, the Oneida Nation shall be bound to Wells Fargo Bank by, and Wells Fargo Bank may rely upon, any communication or act, including telephone communications, purporting to be done by any officer, employee or agent of the Oneida Nation provided that Wells Fargo Bank believes, in good faith, that the same is done by a person authorized to so act; and

**BE IT FURTHER RESOLVED**, the authority hereby conferred is in addition to that conferred by any other certificate heretofore or hereafter delivered to Wells Fargo Bank and shall continue in full force and effect until Wells Fargo Bank shall have received notice in writing from the Oneida Nation of the revocation hereof; any such revocation shall be effective only as to actions which are taken by the Oneida Nation pursuant to the certifications contained herein, subsequent to Wells Fargo Bank's receipt of such notice; and the authority hereby conferred shall be deemed retroactive, and any and all acts authorized herein which were performed prior to the execution of this certificate are hereby approved and ratified; and

**BE IT FINALLY RESOLVED**, an Authorized Representative of the Oneida Nation shall certify that the activities covered by the foregoing resolutions constitute duly authorized activities of the Oneida Nation; that said resolutions are now in full force and effect; and that there is no provision in any document pursuant to which the Oneida Nation is organized and/or which governs the Oneida Nation's continued existence limiting the power of the undersigned to make the resolutions set forth herein, and that the same are in conformity with the provisions of all such documents.

#### 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; 5 members were present at a meeting duly called, noticed and held on the 12th day of June, 2024; that the forgoing resolution was duly adopted at such meeting by a vote of 4 members for, 0 members against, and 0 members not voting\*; and that said resolution has not been rescinded or amended in any way.

  
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Lisa Liggins, Secretary  
Oneida Business Committee

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