

# Oneida Nation

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Oneida, WI 54155

## **BC Resolution # 01-02-26-B Policy Directives for the Interim Manager of Oneida ESC Group, LLC**

- 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 of Wisconsin is a federally-recognized government and Treaty Tribe recognized by the laws of the United States of America; and
- WHEREAS,** the Oneida General Tribal Council is the duly-recognized governing body of the Oneida Nation 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 # BC-3-14-12-C authorized Oneida ESC Group, LLC (OESC), to be organized under the laws of the State of Nevada as a limited liability company, to perform environmental engineering, science and construction management services; and to create any subsidiaries to further the business interests and purposes of OESC; and
- WHEREAS,** resolution # BC-3-14-12-C also established the OESC Board of Managers, and approved the Operating Agreement between the Oneida Tribe and OESC; and
- WHEREAS,** the Operating Agreement refers to the Oneida Nation, represented by the Oneida Business Committee, as the Member of the OESC LLC and the entity vested with the management of the company; and
- WHEREAS,** the Oneida Business Committee, serving as Member, delegated management of the company to a Board of Managers, in accordance with Section 3.1 of the Operating Agreement; and
- WHEREAS,** the Oneida Business Committee, serving as Member, removed all managers of the Board of Managers, immediately, in accordance with sec. 3.5 of the Operating Agreement; and
- WHEREAS,** the Oneida Business Committee, serving as Member, appointed Debra Powless, Commerce Development Director, to serve as the interim Manager on the Board of Managers for OESC, in accordance with Section 3.1 of the Operating Agreement; and


**WHEREAS,** the Oneida Business Committee, serving as Member, directs the interim Manager to focus on certain initial actions in the role of interim Manager.

**NOW THEREFORE BE IT RESOLVED,** the Oneida Business Committee directs Debra Powless, interim Manager of the Board of Managers of OESC, to focus on certain critical matters immediately: 1) terminate Jeff House from the position of President of OESC and any other roles or titles he may hold in OESC, in accordance with the employment agreement, if any, between OESC and Mr. House; 2) appoint an interim President for OESC, in consultation with the Member; 3) post the vacancy notice for three managers for the OESC Board of Managers; and 4) ensure the contracts entered into between OE-Stantec JV and the U.S. Department of Homeland Security (DHS-ICE) are terminated or OESC and its subsidiary(ies) are no longer participating in this project.

**BE IT FINALLY RESOLVED,** Debra Powless, Manager, will become familiar with her other responsibilities as Manager.

#### 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 2<sup>nd</sup> day of January 2026; 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.

  
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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."