HO-CHUNK NATION LEGISLATURE
Governing Body of the Ho-Chunk Nation

HO-CHUNK NATION LEGISLATURE
RESTATEMENT OF MEMORANDUM OF UNDERSTANDING
REGARDING FIRST NATIONS COMMUNITY FINANCIAL,
HO-CHUNK NATION AND HO-CHUNK NATION HOUSING AND COMMUNITY
DEVELOPMENT AGENCY

RESOLUTION 05-08-12A

WHEREAS, on November 1, 1994, the United States Secretary of the Interior approved a new Constitution for the Ho-Chunk Nation, formerly known as the Wisconsin Winnebago Tribe; and

WHEREAS, the Ho-Chunk Nation ("Nation") is a federally recognized Indian Tribe, pursuant to the Indian Reorganization Act of 1934; and

WHEREAS, Article V, Section 2(a) of the Ho-Chunk Nation Constitution ("Constitution") gives the Ho-Chunk Nation Legislature ("Legislature") the power to make laws, including codes, ordinances, resolutions, and statutes; and

WHEREAS, Article V, Section 2(d) of the Constitution grants the Legislature the power to authorize expenditures by law and appropriate funds to the various Departments in an annual budget; and

WHEREAS, Article V, Section 2(f) of the Constitution grants the Legislature the power to set the salaries, terms and conditions of employment for all governmental personnel; and

WHEREAS, Article V, Section 2(i) of the Constitution grants the Legislature the power to negotiate and enter into treaties, compacts, contracts, and agreements with other governments, organizations, or individuals; and

WHEREAS, Article V, Section 2(l) of the Constitution grants the Legislature the power to enact laws to manage, lease, permit, or otherwise deal with the Nation's lands, interests in lands or other assets; and

WHEREAS, Article V, Section 2(q) of the Constitution grants the Legislature the power to issue charters of incorporation, to charter corporations and other organizations for economic or other purposes, and to regulate their activities; and

WHEREAS, Article V, Section 2(s) of the Constitution grants the Legislature the power to promote public health, education, charity, and such other services as may contribute to the social advancement of the members of the Ho-Chunk Nation; and

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WHEREAS, Article V, Section 2(x) of the Constitution grants the Legislature the power to enact any other laws, ordinances, resolutions, and statutes necessary to exercise its legislative powers delegated by the General Council pursuant to Article III including but not limited to the foregoing list of powers; and

WHEREAS, the Legislature has supported, and funded, the Nation's Small Business and Financial Literacy Program and, in fact, supported the transfer of such programs from the Nation's Treasury Department to the Nation's Community Development Financial Institution ("CDFI"), First Nation's Community Financial ("FNCF"); and

WHEREAS, by Resolution 12-22-09N, the Legislature approved the transfer of FNCF and merger with the Ho-Chunk Nation Housing and Community Development Agency ("HHCDA"), which also approved the execution of a Memorandum of Understanding ("MOU") setting forth the roles and responsibilities of HHCDA and FNCF; and

WHEREAS, FNCF has operated and expanded its competencies since early 2010 and has incorporated as an independent entity through the Nation, with an independent Board of Directors, Bylaws and Articles of Incorporation (approved by the Legislature on December 20, 2011); and

WHEREAS, FNCF discussed with HHCDA the concept of full separation between themselves and the need for FNCF to operate independently, and both agree that FNCF should operate as an independent CDFI; and

WHEREAS, FNCF staff and Board presented to the Legislature on April 17, 2012 as to their program, goals, and need for separation; and

WHEREAS, the Legislature deemed it appropriate to separate FNCF from HHCDA and, thus, rescinded Resolution 12-22-09N, in order to establish FNCF on an independent basis; and

WHEREAS, the Legislature reviewed the previous MOU in place between HHCDA and FNCF, and considered changes reflecting a separation of those two entities set forth in a revised MOU (which also sets forth the obligations and commitments of the Nation and FNCF); and

WHEREAS, the Legislature approves the separation of FNCF as an independent entity, while also approving the MOU attached to the resolution it approved on April 17, 2012 between the Nation and FNCF; and

WHEREAS, the Nation's Treasury Department and Justice Department reviewed the MOU with FNCF and addressed a concern to the Legislature that the priority debt listing of 20 in the MOU is inconsistent with the Nation's Claims Against Per Capita Ordinance;

NOW THEREFORE, BE IT RESOLVED, that the Legislature revises the portion of the MOU specific to the priority level for FNCF loan products and asset transfers and restates the MOU in its amended format; and

BE IT FURTHER RESOLVED, that the revised language on page 3 the MOU is as follows:

The following items will be subject to, and consistent with, the Nation's Claims Against Per Capita Ordinance, 2 HCC § 8:

- Small Business Loan.
- Zura Principal.
- Zura Interest.
- All Nations Principal.
- All Nations Interest.
- FNCF Loan Products
- Per Capita Verification

BE IT FURTHER RESOLVED, that the President or Vice President of the Nation is authorized to execute the MOU on behalf of the Nation.

CERTIFICATION

I, the undersigned, as Tribal Secretary of Ho-Chunk Nation, hereby certify that the Legislature of the Ho-Chunk Nation, composed of **13 members** of whom 11 constituting a quorum were present at a meeting duly called and convened and held that on the **8th day of May, 2012**, adopted the foregoing resolution at said meeting by an affirmative vote of **8 members, 1 opposed, and 2 abstaining**, pursuant to the Article V, Section 2(a) and (x) of the Constitution of the Ho-Chunk Nation, approved by the Secretary of the Interior on November 1, 1994, and that the foregoing resolution has not been rescinded or amended in any way. I further certify that this is a verified copy of said resolution.

Hope B. Smith — May 8, 2012

Hope B. Smith, Tribal Secretary — Date