



## HO-CHUNK NATION LEGISLATURE

*Governing Body of the Ho-Chunk Nation*

**HO-CHUNK NATION LEGISLATURE  
RESCISSION OF RESOLUTION 12-10-11H  
SUSPENSION OF DELEGATION OF AUTHORITY TO  
EXECUTIVE BRANCH DESIGNEES REGARDING  
LYNWOOD PROPERTIES, LLC**

**RESOLUTION 01-18-12 D**

- 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") grants the Ho-Chunk Nation Legislature ("Legislature") the power to make laws, including codes, ordinances, resolutions, and statutes; and
- WHEREAS,** Article V, Section 2(b) of the constitution grants the Legislature the power to establish Executive Departments, and to delegate legislative powers to the Executive branch to be administered by such Departments, in accordance with the law: any Department established by the executive: the legislative reserves the power to review any action taken by virtue of such delegated power: 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(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(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

**Executive Offices**

W9814 Airport Road P.O. Box 667 Black River Falls, WI 54615  
(715) 284-9343 Fax (715) 284-3172 (800) 294-9343

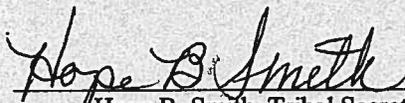
- WHEREAS,** The Legislature established Lynwood Properties, LLC in 2006 via Resolution 1-4-06F and also approved the Articles of Operation for Lynwood Properties, LLC ("Lynwood LLC") within the same resolution; and
- WHEREAS,** under Resolution 1-4-06F, and under the HCN Limited Liability Company Act and the HCN Business Corporation Act, the Nation is the sole shareholder and member of the Lynwood LLC; and
- WHEREAS,** pursuant to the Nations Limited Liability Act and Business Corporation Ordinance, the Legislature acts as the shareholder when the Nation is the sole shareholder of a Nation-incorporated LLC; and
- WHEREAS,** The Legislature, by Resolution on November 8, 2011 gave its consent, as the shareholder, to the steps necessary to begin the dissolution of Lynwood Properties, LLC, and requested a pre-dissolution plan from the Executive Branch; and
- WHEREAS,** The Executive Branch presented the Legislature with two resolutions at Session on December 20, 2011 to delegate authority to the Executive Branch to manage the affairs and wind up the business of Lynwood Properties, LLC, in the event of dissolution, and to officially take action to dissolve the LLC; and
- WHEREAS,** The Legislature adopted Resolution 12-20-11H to delegate authority to the Executive Branch and President to handle the affairs of the LLC, including any winding up of the business; and
- WHEREAS,** The Legislature adopted Resolution 12-2011I to officially direct the dissolution of Lynwood Properties, LLC, and indicate that those persons noted in Resolution 12-20-11H would take necessary steps to wind up the business;

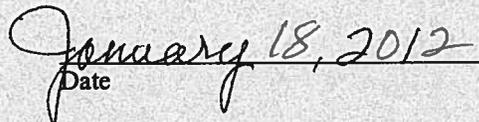
**NOW THEREFORE, BE IT RESOLVED** that the Legislature, acting for the sole shareholder, and pursuant to its Constitutional authority within the Nation's Limited Liability Act and Business Corporation Ordinance, repeals its delegation of authority to those persons or entities indicated in Resolution 12-20-11H and rescinds that Resolution;

**BE IT FURTHER RESOLVED** that the Legislature will retain authority to decide all matters pertaining to the Lynwood Properties, LLC, for the time being, until further action or limited delegation can be determined

#### CERTIFICATION

I, the undersigned, as Tribal Secretary of Ho-Chunk Nation, hereby certifies that the Legislature of the Ho-Chunk Nation, composed of 13 members of whom 10 constituting a quorum were present at a meeting duly called and convened and held that on the 18<sup>th</sup> day of January, 2012, adopted the foregoing resolution at said meeting by an affirmative vote of 6 members, 3 opposed, and 1 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, Tribal Secretary

  
\_\_\_\_\_  
Date