

******DEFEATED RESOLUTION******

**HO-CHUNK NATION LEGISLATURE
INTERIM AUTHORITY OF THE OPERATION
LYNWOOD PROPERTIES LLC
RESOLUTION 5-05-09 K**

- WHEREAS,** on November 1, 1994, the United States Secretary of Interior approved a new Constitution for the Ho-Chunk Nation, formerly known as the Wisconsin Tribe; and
- WHEREAS,** the Ho-Chunk Nation is a federally-recognized Indian Tribe, organized pursuant to the Indian Reorganization Act of 1934; and
- WHEREAS,** Article V, Section 2 (a) of the Ho-Chunk Nation Constitution (“Constitution”) authorizes the Ho-Chunk Nation Legislature (“Legislature”) to make laws, including codes, ordinances, resolutions and statutes; and
- WHEREAS,** Article V, Section 2 (i) of the Ho-Chunk Nation Constitution authorizes 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 (q) of the Ho-Chunk Nation Constitution authorizes 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,** the Ho-Chunk Nation’s *Limited Liability Company Act (5 HCC §3)*(Act) provides for the establishment and operation of Limited Liability Companies under the laws of the Ho-Chunk Nation; and
- WHEREAS,** Legislative Resolution 1-04-06F declares that the Ho-Chunk Nation shall be the sole member of Lynwood Properties, LLC; and
- WHEREAS,** Chapter 1(8)(b) of the Act provides that if the Nation is a member of any LLC formed under this Act, any action which the Nation is required or permitted to take with respect to any vote, approval, consent, appointment, direction, or other matter shall be taken as stated by a resolution of the Legislature; and
- WHEREAS,** the Ho-Chunk Nation Legislature and the Ho-Chunk Nation Executive Branch wish to provide the most effective framework to carry out the Nature of the Business as listed in Ch.1(9)(a) through (p) of the Act and including any future amendments of the Articles of Organization of the Corporation to the Executive Branch; and
- WHEREAS,** in order to determine the most effective framework for operation of Lynwood Properties, LLC., and seeing that each branch has separate and necessary tools to aide in oversight of the LLC, the Executive Branch and the Legislative Branch must work together to jointly determine the best format for a more permanent delegation of authority to manage the LLC and properties at Lynwood in the near future.

NOW THEREFORE BE IT RESOLVED, that the Ho-Chunk Nation Legislature, pursuant to its constitutional authority, hereby grants authority on an interim basis to the current manager of the Lynwood Properties, LLC., the authority over management, operation of the businesses(including the repair and lease of residential properties on the Lynwood property), and control of the Limited Liability Companies of the Lynwood Properties, LLC., including re-establishing a Board of Directors, setting rent and any other duties constituting day to day operations such as paying bills and other actions to keep the business functioning.

BE IT FURTHER RESOLVED, that Ho-Chunk Nation Legislature, pursuant to its constitutional authority, hereby delegates to the manager of the Lynwood Properties, LLC., the authority to control the land owned by the Nation in Cook County, Illinois which are located on or around the Village of Lynwood and further seek out any economic development opportunities for said property provided that RFP's proposing any sale, encumbrance or other economic development be approved by the board, if developed, and if not, the Ho-Chunk Nation Legislature prior to being sent out with a final compliance check through the Nation's Department of Justice.

BE IT FURTHER RESOLVED, that in order for the Nation to have oversight of Lynwood Properties, LLC., the manager of the Properties shall provide the Legislature a start up report within two(2) weeks after the date of this resolution, showing where the facility and properties are at financially and what further improvement are necessary and future plans as well as bi-monthly reports thereafter until a different delegation of authority is authorized by resolution in accordance with 5HCC§3, Chapter 1(8)(b).

BE IT FURTHER RESOLVED, that in order to provide a smooth transition to a properly executed delegation of authority, all actions taken by the Executive Branch after the October 5, 2005 motion is deemed a valid exercise of authority and that this and any future delegation of authority over Lynwood Properties, LLC shall be done by resolution.

CERTIFICATION

I, the undersigned, as Tribal Secretary for the Ho-Chunk Nation, hereby certify that the Legislature of the Ho-Chunk Nation, composed of 11 members, of whom 7 constituting a quorum were present at a meeting duly called and convened and held on the 5th day of May, 2009 that the foregoing resolution was adopted at said meeting by an affirmative vote of 2 members, 5 opposed, and 0 abstaining, pursuant to the authority of 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 said resolution has not been rescinded or amended in any way. I further certify that this is a verified copy of said resolution.

Elliott Garvin, Legislative Secretary

Date