



Oneidas bringing several hundred bags of corn to Washington's starving army at Valley Forge, after the colonists had consistently refused to aid them

# Oneida Tribe of Indians of Wisconsin

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Oneida, WI 54155



UGWA DEMOLUM YATEHE  
Because of the help of this Oneida Chief in cementing a friendship between the six nations and the Colony of Pennsylvania, a new nation, the United States, was made possible.

## CERTIFICATE AND RESOLUTION

I, Amelia Cornelius, Secretary of the Oneida Business Committee of the Oneida Tribe of Indians of Wisconsin (federally recognized Indian Government) do hereby certify that at a meeting of the Oneida Business Committee, of the Oneida Tribe duly held on May 16, 1989, at which a quorum was present and acting throughout, the following Resolution was unanimously adopted and that it is now in full force and effect without amendment or modification:

"RESOLVED, that each of the officers designated below is authorized and empowered to open and maintain with Underwood, Neuhaus & Co., Incorporated, ("the Brokers") one or more accounts for the purchase and sale (including short sales) of, and dealing and trading in, any and all forms of securities on behalf of the Oneida Tribe including, without limitation, stocks, bonds, debentures, notes, scrip, rights, warrants, certificates of deposits, commercial paper, money market securities, and certificates of interest of any and every kind and nature whatsoever, contracts for the forward delivery of U.S. Government and federal agency securities, standby contracts in such U.S. Government and agency securities, repurchase agreements and resale agreements involving debt instruments of all kinds and options on any underlying securities whether debt or equity, which options are currently trading or may in the future trade on any exchange.

"Resolved, that each of the officers designated herein is fully authorized on behalf of the Oneida Tribe to give oral or written instructions by telephone, telegraph, or otherwise, to the Brokers with respect to such transactions and at all times to have complete authority in every way to bind and obligate the Oneida Tribe for the carrying out of any contract, agreement or transaction which shall be entered into by any such officer and/or agent for and on behalf of the Oneida Tribe with or of the Oneida Tribe such sums as may be necessary in connection with any of the said accounts; to deliver securities to, and deposit funds with, the Brokers; to order the transfer of record of any securities to any name selected by any of the said officers or agents; to affix the tribal seal to any documents or agreements, pass title thereto; to direct the sale or exercise of any rights with respect to any securities; to sign for the Oneida Tribe all releases, powers of attorney and/or other documents in connection with any such account, and to agree to any terms or conditions to control any such account; to direct the Brokers to surrender any securities to the proper agent or party for the purpose of effecting any exchange or conversion, or for the purposes of deposit with any protective or similar committee, or otherwise; to accept

delivery of any securities; to appoint any other person or persons to do any and all things which any of the said officers and/or agents is hereby empowered to do, and generally to do and take all action necessary in connection with the account, or considered desirable by such officer and/or agent with respect thereto.

Resolved, that the establishment and maintenance by this Oneida Tribe of one or more accounts with the Broker prior to the date as of which these resolutions are effective, and all transactions consummated and actions taken with respect to transactions of the type described above are hereby ratified and confirmed in all respects.

"Resolved, that the Broker may deal with any and all of the persons holding the above stated offices as though they were dealing with this Oneida Tribe directly.

"Resolved, that no limitations are imposed upon the above authorities except as follows:

1. As authorized by the Investment Committee, and
2. Pursuant to the provisions of the Oneida Tribal Constitution

"Resolved, that the Secretary of this Oneida Tribe be, and hereby is, directed to certify and deliver under seal of the Oneida Tribe to the Broker:

a true copy of these resolutions:

specimen signatures of each and every person by the resolutions empowered; and

- (c) a certificate that the Oneida Tribe is duly organized and validly existing, that its Charter and By-Laws authorize it to transact the business by these resolutions defined, and no limitation has otherwise imposed upon such authority.

"Resolved, that the Broker may conclusively rely upon any certification given in accordance with these resolutions, until the Broker receives written notice of a change in any of the information recited therein.

"Resolved, that, in the event of any change in the office or powers of persons hereby authorized, the Secretary shall promptly certify such change to the Broker in writing in the manner hereinabove provided, which notifications, when received, shall be adequate both to terminate the authorization of the persons theretofore authorized, and to authorize the persons thereby substituted with the same force and effect as if named in the foregoing resolutions."

"This Resolution shall be and remain in full force and effect until written notification of its revocation shall be received by the Brokers.

"The officers herein referred to are as follows:

Signature:   
Type Name: Purcell Powless, Tribal Chairman

Signature:   
Type Name: Richard G. Hill, Vice-Chairman

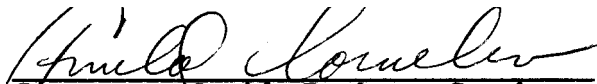
Signature:   
Type Name: Kathy Hughes, Tribal Treasurer

Signature:   
Type Name: Amelia Cornelius, Tribal Secretary

I further certify that each the foregoing officers has been duly elected or appointed, that he is now legally holding the office set opposite his name and that the signature set forth each typed name are true and genuine signatures of said officers.

IN WITNESS WHEREOF, I hereby signed by name and affixed the seal of the Oneida Tribe this 16th day of May, 1989.

(Seal

  
Secretary, Oneida Business Committee  
Oneida Tribe of Indians of Wisconsin