



## HO-CHUNK NATION LEGISLATURE

*Governing Body of the Ho-Chunk Nation*

**HO-CHUNK NATION LEGISLATURE  
AMENDMENT TO BYLAWS OF AD HOC SEARCH COMMITTEE  
OF THE HO-CHUNK NATION'S  
SECTION 17 CORPORATION ("TWELVE CLANS, INC.")**

**RESOLUTION 12-09-14D**

**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(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 Legislature shall be administered by the Executive; the Legislature 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(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

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**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

**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 analyzed and considered the issue of separation of business from government, pursuant to the wishes of the Ho-Chunk Nation General Council, for many years, including receiving guidance and recommendations from various sources and experts; and

**WHEREAS,** to further the Nation's interests, and address the wishes of the General Council, the Legislature considered the specific option of incorporating a separate business entity of the tribe through Section 17 of the Indian Reorganization Act, which provides for federal approval of a corporate charter for tribes to conduct business separate from the tribal government (See 25 U.S.C. § 477); and

**WHEREAS,** the Legislature approved a Section 17 Corporate Charter for an entity named "Twelve Clans, Inc." through Resolution 09-25-130, and filed the same with the Midwest Office of the Bureau of Indian Affairs ("BIA") for review and comment; and

**WHEREAS,** the Midwest Office of the BIA provided a technical comment letter dated February 15, 2013 to the Nation, to identify issues and questions of the BIA for the tribe to address, if it deemed it appropriate; and

**WHEREAS,** the Legislature placed the issue of economic diversification and the Section 17 incorporation on the agenda to discuss with the Nation's membership at the annual General Council meeting in September 2013; and

**WHEREAS,** the Midwest BIA issued a technical comment letter to the Nation with suggested edits to the Charter, which the Legislature considered and incorporated; and

**WHEREAS,** the Legislature authorized filing the updated version of the Section 17 Charter with the Midwest BIA and seek a final approval from the U.S. Secretary of the Interior; and

**WHEREAS,** Article XI of the Section 17 Charter contemplates that an ad hoc search committee will assist with finding suitable candidates for the Corporation's first Board of Directors; and

**WHEREAS,** the Legislative Workgroup in Economic Diversification prepared and reviewed Bylaws for the ad hoc search committee that would assist as they meet; and

**WHEREAS,** the Legislature adopted Bylaws for the ad hoc search committee in Session on September 9, 2014, via Resolution 09-09-14O, then amended said Bylaws via Resolution 10-07-14B after further input from the Economic Diversification Workgroup; and

**WHEREAS,** after further discussion with the Ad Hoc Search Committee, the Legislative Economic Diversification Workgroup recommends another amendment to the Bylaws in order to facilitate the Committee's meetings.

**NOW THEREFORE, BE IT RESOLVED** that the Legislature, pursuant to its Constitutional authority, and Article XI of the Twelve Clans, Inc. Section 17 Charter, hereby amends the Bylaws for the Ad Hoc Search Committee, specifically in Article V, Section F (Meeting Place), as set forth in the attached, proposed amendments.

### 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 10 constituting a quorum were present at a meeting duly called and convened and held that on the 9<sup>th</sup> day of December, 2014, adopted the foregoing resolution at said meeting by an affirmative vote of 7 members, 3 opposed, and 0 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.

Kathleen Lone Tree-Whiterabbit  
Kathleen Lone Tree-Whiterabbit, Tribal Secretary

12.9.14  
Date