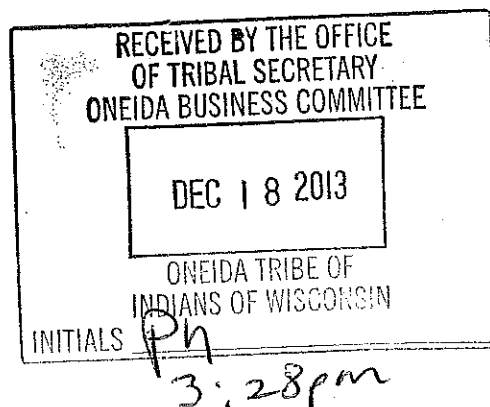


**Service Notice**

Notice Provided By: Racquel Hill  
Date, Time & Place of Service: December 18, 2013 : AM / PM  
Form of Service: In Person  
Received By: *Racquel Hill* 12-18-13  
Regarding: Racquel Hill v. OBC: Declaratory Judgment Request

This document serves as notice to the Oneida Business Committee, mailing address of P.O. Box 365 Oneida, WI 54155, that a request for a Declaratory Judgment to the Oneida Tribal Judicial System Re: Dissolution of the 7 Generations Corporation has been delivered.

Enclosures: 1. Request for Declaratory Judgment dated December 18, 2013



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**Racquel Hill, Petitioner**

v.

**Docket No: TC -**

**Oneida Business Committee, Respondent**

**Date: December 18, 2013**

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**Request for a Declaratory Judgment – GTC Motion to Dissolve 7 Generation Corporation**

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**SUMMARY**

On Sunday, December 15, 2013 a General Tribal Council (GTC) meeting was held. The meeting was duly called with 1,875 registered Tribal members in attendance at 1:15 p.m. The purpose of the GTC meeting was to address a petition submitted by Frank Cornelius (Cornelius) which requested the dissolution of the Oneida Seven Generations Corporation (7 Gens). The motion approved by the GTC is as follows: "...dissolve the Seven Generations Corporation and for Frank Cornelius to assist and work with the Business Committee on the dissolution." The motion was made by Cathy L. Metoxen and seconded by Scharlene Kasee.

**DISCUSSION**

The GTC meeting was chaotic from the start; throughout the duration of meeting, GTC members were interrupting the speakers who were trying to provide the pertinent information relating to the dissolution of 7 Gens. Also, much of the information provided by Cornelius was misleading, false or unable to be clarified. The allegations presented by Cornelius ranged from non-compliance in reporting requirements to creating business relationships with a Japanese firm to operate a 7 Gens business.

As a specific example, in Cornelius' statement (and subsequent power point presentation) to GTC (Exhibit A)<sup>1</sup>, asserts 7 Gens is responsible to pay the Tribe 75% of rent revenues in

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<sup>1</sup> Cornelius submitted a statement for the GTC packet; his statement of 7 Gens obligation to pay 75% of its profits to the Tribe can be found on page 6 of 49. All allegations can be found beginning on page 5 and going through page 8.

accordance with its corporate charter; and that by failing to do so, 7 Gens has been extorting Tribal dollars. There is no such requirement in 7 Gens' charter (Exhibit B)<sup>2</sup> making this claim false; however, Cornelius used this identifiably false information to garner GTC's support for the petition request and no rebuttable or clarifying information was allowed by Cornelius via utilization of Robert's Rules of Order. Additional segments of information, provided by Cornelius to the GTC, were similar in nature and raises concerns other allegations presented by Cornelius are unfounded.

Additionally, during the time allotted (approximately 45 - 60 minutes) for GTC to evaluate the information, to ask questions and receive answers, much of it was mired in the technicalities of Robert's Rules of Order which prevented the presentation and explanation of critical financial information. Had the meeting been orderly and balanced and consistent with previous GTC facilitated meetings, GTC would have been provided clarity that taking action to dissolve 7 Gens in a manner which can be construed as involuntary, would place the financial burden of the corporation's liabilities to the Oneida Tribe (Tribe).

The interpretation of an involuntary dissolution is a key factor in the motion which was passed by the GTC because the burden of 7 Gens liability can now be construed to rest with Tribe. This shift in responsibility creates several illegal effects, including but not limited to the following:

1. Article IV of the Oneida Constitution (Exhibit C) provides the framework in which GTC exercises its authority to act on behalf of the nation; including how actions of the Oneida Business Committee (OBC) will be reviewed and the nature of such reviews. When reviewed comprehensively, the Constitution provides for the orderly management of the GTC's authority and review powers, including the adherence to charters which may have been approved. As noted in Section E, the terms of the applicable charter must be utilized to take action. In this instance, Article XV of the 7 Gens charter requires dissolution to be completed by resolution of either the Board

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<sup>2</sup> In the most current 7 Gens Corporate Charter dated 3-29-12, Articles VI and IX identify how funds are utilized and distributed; neither article specifically requires 7 Gens provide 75% of its profits back to the Tribe.

Members or the OBC. Such a resolution was not provided as information to the GTC.

Authority to adopt and amend laws also falls within the authority of the GTC; however, GTC has adopted laws which govern the manner in which actions are to be taken to ensure harm does not come to the Tribe or tribal members.

2. The motion as passed requires an amendment of the Tribe's budget in a range of \$7.8 million up to \$24.4 million (Exhibit A)<sup>3</sup>. GTC via resolution 9-21-13-A (Exhibit D) approved the Fiscal Year 2014 Budget. Due to the impact on the approved budget, a two-thirds majority vote should have been the standard required to approve the motion as presented. A 2/3 vote was not taken and provides another justification for ruling the motion out of order.
3. The Administrative Procedures Act (APA) (Exhibit E), approved by the GTC<sup>4</sup>, outlines the responsibilities of entities of the Nation to ensure the protection of the "...health, safety, welfare, and economy of the Oneida Reservation lands and all persons who either reside on the reservation."

The APA further sets the standard in which all manners of review must take place, and identifies all entities of the tribe, which does not exclude the GTC, to act in a responsible and consistent manner when enacting, approving, revising, reviewing, interpreting, implementing and administering Tribal laws, rules or policies. The manner in which the motion approved by GTC to dissolve 7 Gens conflicts with the intent of the APA through the imbalanced conversation and by causing great economic harm to the Oneida Reservation and all of its members.

4. According to Chief Financial Officer Larry Barton, the Tribe will be harmed should the action to dissolve 7 Gens be considered an involuntary action. The motion as

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<sup>3</sup> The Financial impact statement submitted to GTC indicates the minimum and estimated maximum range of financial impact to the Tribe and can be found on page 49 of 49 in the GTC meeting packet.

<sup>4</sup> The Administrative Procedures Act was adopted by the GTC via resolution GTC-8-19-91-A, amended by GTC-1-07-13-A.

stands causes detrimental loss to assets<sup>5</sup> and will create disparity for the Tribe as it has the potential to result in layoffs or job loss for Oneida members, loss of economy, loss of revenue, and loss of credibility. This action will also have a paramount affect for all of Indian Country. The Oneida elders and children will feel the repercussion of this action that was not an educated, informed, or rational decision of the membership that should be ruled out of order as it requires two-thirds majority vote to have passed.

5. As a GTC participant, I was not afforded the option to hear the information outlining the ramifications of the motion offered; nor was I allowed to understand the necessity to ensure dissolution of 7 Gens was not done in an involuntary manner. This usurps my right to make a decision in a balanced and objective manner.

Additionally, harm to the tribe has been identified by the Tribe's CFO as follows:

- a) The majority of loan agreements will now be the obligation of the Oneida Tribe,
- b) An immediate impact of \$7.8 million would be incurred by the Tribe with potential of Tribe being forced to pay down all debts of the Seven Generations Corporation and its entities in the amount of \$25.4 million.
- c) Veil pierced of Tribe's other corporations unknown
- d) No bond issuance for at least 5-10 years (Civic center remodeling will not happen).
- e) Potential for litigation

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<sup>5</sup> The Financial Impact statement on page 48 of 49 in the GTC meeting packet outlines the significant loss in asset value, specifically Babcock I, LLC stands to be devalued from a positive \$9.6 million to a negative \$332,000.

f) Ability to assist in financing/credit of Kenosha off-reservation gaming facility is diminished

g) No additional housing development or financing for homes for Oneida people and families.

h) Potential compliance issues with Bank of America Credit facility.

i) Inability to refinance Oneida Airport Hotel Corporation that is needed in two years.

j) Perpetual cost containment

k) Food Hub diminished

l) No funding available for Oneida Golf Enterprise for capital plan to increase revenue

m) Reputational damage for public and private partnerships

n) Funding for Community Development and Planning Committee diminished

Lastly, Oneida people have a strong history of working toward consensus on issues that will have a major effect on the Nation. While the current method of government is a forced system which does not recognize this value, the cultural relevance still exists within the Oneida Constitution, as the concept and use of General Council is derived from those cultural values. These values are reflected in the APA which specifically identifies the need to exercise fundamental fairness and common sense in our decision making. While we do not utilize the same verbiage once common us in

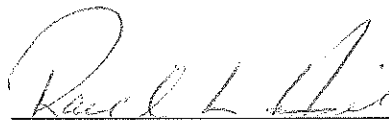
decision-making, tossing the issue across the fire until a responsible and agreeable resolution is achieved is a value still reflected in our processes and should be upheld.

### CONCLUSION

Based on the foregoing, I request as follows:

1. Subpoena the Chief Financial Officer and depose the information provided by the 3<sup>rd</sup> party auditor to validate the information provided in the Financial Impact Statement to the GTC to determine the detrimental financial impact to the Tribe,
2. Identify my rights as an individual Tribal member were usurped when I was not afforded the opportunity to have balanced information provided to me relating to the allegations presented by Cornelius, and
3. Review and apply the duly adopted rules of law to the GTC motion and rule the motion out of order.

Dated this 18 day of December, 2013.



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Racquel Hill  
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