



**RESOLUTION OF THE GOVERNING BODY OF THE  
THREE AFFILIATED TRIBES OF THE  
FORT BERTHOLD INDIAN RESERVATION**

*A Resolution Entitled: "Amendment to the Spotted Hawk Development LLC Indian Mineral Development Agreement (IMDA)."*

**WHEREAS**, This Nation having accepted the Indian Reorganization Act of June 18, 1934, and the authority under said Act and having adopted a Constitution and By-Laws pursuant to said Act; and

**WHEREAS**, The Constitution of the Three Affiliated Tribes generally authorizes and empowers the Tribal Business Council to engage in activities on behalf of and in the interest of the welfare and benefit of the Tribes and of the enrolled members thereof; and

**WHEREAS**, Article III of the Constitution of the Three Affiliated Tribes provides that the Tribal Business Council is the governing body of the Tribes; and

**WHEREAS**, Article VI, Section 5(l) of the Constitution of the Three Affiliated Tribes provides that the Tribal Business Council has the power to adopt resolutions regulating the procedure of the Tribal Business Council and other Tribal agencies; and

**WHEREAS**, Article IX of the Constitution of the Three Affiliated Tribes authorizes and empowers the Tribal Business Council to manage, lease and otherwise deal with Tribal resources in accordance with law; and

**WHEREAS**, The Three Affiliated Tribes (the "Tribes") are actively seeking to develop the oil and gas resources on the Fort Berthold Indian Reservation for the economic benefit of all of the Tribal members so as to provide both increased revenue and increased economic opportunities for Tribal members; and

**WHEREAS**, Spotted Hawk Development, LLC leases oil and gas mineral interests from the Tribes under that certain oil and gas lease entered into by and between the Tribes and Spotted Hawk, identified as Contract No. 7420A42433 (the "Lease"); and

**WHEREAS**, In consideration to settle any outstanding issues, Spotted Hawk Development, LLC has agreed to pay the Tribe a one-time fee of \$1,000,000.00 and include four additional commitment wells to the existing IMDA requirements.

**NOW THEREFORE BE IT RESOLVED**, the Tribal Business Council agrees and approves the amendment of the existing IMDA between the Tribe and Spotted Hawk Development LLC to drill the remaining four commitment wells required under the IMDA; and

**NOW BE IT FURTHER RESOLVED**, Spotted Hawk shall be the operator of record of the four (4) commitment wells under the Amendment; and



**NOW BE IT FURTHER RESOLVED**, the parties shall draft and prepare for execution an amendment to the Spotted Hawk IMDA to include the four additional commitment wells to be completed by December 31, 2014;

**NOW BE IT FURTHER RESOLVED**, provided the Amendment meets the requirements of this resolution, the Tribal Chairman is authorized to execute any and all legal documents to carry forth the intent of this resolution; and

**NOW BE IT FINALLY RESOLVED**, in consideration of the Amendment, Spotted Hawk shall remit a one-time payment of \$1,000,000.00 to the Tribe within thirty (30) days of the date of this Resolution.

*(The remainder of this page is intentionally left blank)*



**CERTIFICATION**

I, the undersigned, as Secretary of the Tribal Business Council of the Three Affiliated Tribes of the Fort Berthold Indian Reservation hereby certify that the tribal Business Council is composed of seven (7) members of whom five (5) constitute a quorum, 5 were present at a Regular Meeting thereof duly called, noticed, convened and held on the 9<sup>th</sup> day of August, 2012, that the foregoing Resolution was duly adopted at such meeting by the affirmative vote of 2 members, 1 members opposed, 2 members abstained, 0 members not voting, and that said Resolution has not been rescinded or amended in any way.

Chairman  Voting.  Not Voting.

Dated this 9<sup>th</sup> day of August, 2012.

**ATTEST:**

Tribal Secretary V. Judy Brugh  
Tribal Business Council  
Three Affiliated Tribes

Tribal Chairman, Tex G. Hall  
Tribal Business Council  
Three Affiliated Tribes