



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

Resolution Entitled: “Approval of Annual Contract - Tallsalt Advisors LLC”

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 and By-laws of the Three Affiliated Tribes was adopted by membership of the Tribes on May 15th, 1936 pursuant to the Indian Reorganization Act of 1934 and duly approved by the Secretary of Interior; 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, The Constitution of the Three Affiliated Tribes 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, Tallsalt Advisors LLC (“Tallsalt”), an Arizona Limited Liability Company, is a company experienced in the energy industry with a focus on the financial accounting of royalties and lease analysis; and

WHEREAS, the Tribal Energy Department has used Tallsalt previously to perform historical accounting services and wishes to continue utilizing Tallsalt’s services.

NOW THEREFORE BE IT RESOLVED, that the Three Affiliated Tribes Tribal Business Council does hereby approve the Annual Contract for Tallsalt Advisors LLC to provide data collection, historical analysis and reporting on the Tribe’s oil & gas production and royalties; and

NOW BE IT FURTHER RESOLVED, Tallsalt shall be entitled to the following compensation under the Annual Contract (attached) for services provided:

\$300.00 per well on wells that commenced production after December 31, 2010;

\$150.00 per well on wells that commenced production prior to December 31, 2010;

Travel Allowance of \$2,000 per month for on-site visits;

Total Compensation under the Contract shall be \$200,000.00. Any modification shall require Tribal Business Council; and

NOW BE IT FINALLY RESOLVED, The Tribal Chairman is authorized to execute all documents with regard to the Annual Contract with Tallsalt Advisors LLC.

CERTIFICATION

I, the undersigned, as Secretary of the Tribal Business Council of the Three Affiliated Tribes of the Fort Berthold Reservation, hereby certify that the Tribal Business Council is composed of 7 members of whom 5 constitute a quorum, 5 were present at a Regular Meeting thereof duly called, noticed, convened, and held on the 11th, day of October, 2012; that the foregoing Resolution was duly adopted at such Meeting by the affirmative vote of 5 members, 0 members opposed, 0 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 11th day of October, 2012.



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

ATTEST:



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