



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

A Resolution entitled, “Approval of loan from Nation to Missouri River Resources for drilling well costs associated with exploration and production on 320-acre leasehold located at W ½ of Section 3, T149N, R94W in McKenzie County, ND and located on the lands of the MHA Nation”

WHEREAS, The Mandan Hidatsa and Arikara Nation (“Nation” or “Tribes”) having accepted the Indian Reorganization Act of June 18, 1934 (“IRA”), and the authority under said Act and having adopted a Constitution and By-Laws pursuant to said Act; and

WHEREAS, The Constitution of the Nation 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, Section 1 of the Constitution of the Nation 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, Article VI, Section 5 (i) and Article IX of the Constitution authorizes the Tribal Business Council to lease tribal lands and resources, including minerals; and

WHEREAS, The Tribal Business Council created Missouri River Resources (MRR) to participate in and profit from the oil and gas exploration on Reservation lands, and to ensure the MHA Nation receives the benefits of the natural resources that lay beneath its land; and

WHEREAS, The Nation leased to MRR the 320-acre leasehold located at W ½ of Section 3, T149N, R94W in McKenzie County, ND and located on the lands of the Nation (“Property”).



Resolution No. 14-108-VJB

WHEREAS, The Tribal Business Council finds it in the best interest of the Nation to authorize and approve the loan of thirty nine million eight hundred fifty thousand dollars (\$39,850,000.00) from Nation to Missouri River Resources for costs associated with drilling of three to four wells on the Property; the loan will be paid in accordance with the promissory note and the attached amortization schedule after commencement of production.

NOW THEREFORE BE IT RESOLVED, the Tribal Council hereby approves the loan of thirty nine million eight hundred fifty thousand dollars (\$39,850,000.00) from Nation to Missouri River Resources for costs associated with drilling of three to four wells on the Property. The Nation will loan to MRR nineteen million nine hundred twenty five thousand dollars and 00/100 (\$19,925,000.00) in Fiscal Year 2014 and nineteen million nine hundred twenty five thousand dollars and 00/100 (\$19,925,000.00) in Fiscal Year 2015. The loans will be made from the Nation's Economic Development Fund, with an annual interest rate of 7 ½ percent on amounts outstanding. The loan will be repaid from MRR's share of production from the wells over a term not to exceed seven (7) years from the date production in paying quantities, and to be evidenced by a Promissory Note executed by MRR consistent with the terms of this Resolution and the attached amortization schedule.

BE IT FURTHER RESOLVED, the Tribal Chairman is hereby authorized to take such action as is necessary to carry out the terms and intent of this Resolution.

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CERTIFICATION

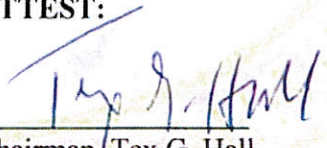
I, the undersigned, as Secretary of the Tribal Business Council of the Three Affiliated Tribes of the Fort Berthold Indian Reservation hereby certify that the tribal Business Council is composed of seven (7) members of whom five (5) constitute a quorum, 7 were present at a Special-Budget Meeting thereof duly called, noticed, convened and held on the 12th day of June, 2014, that the foregoing Resolution was duly adopted at such meeting by the affirmative vote of 6 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 12th day of June, 2014.

ATTEST:


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


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