



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

A Resolution entitled, “*Consent to a Right-of-Way across Tribal land Submitted by QEP Energy Company Multi-Well Pad 1-28A.*”

- WHEREAS,** This Mandan Hidatsa and Arikara Nation (the "MHA 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 under said Act, and
- WHEREAS,** Pursuant to Article III, Section 1 of its Constitution and By-Laws, the Tribal Business Council is the governing body of the MHA Nation; and
- WHEREAS,** Pursuant to Article VI, Section 5(1) of said Constitution, the Tribal Business Council has the power to adopt resolutions regulating the procedures of the Tribal Council, its Agencies and Officials; and
- WHEREAS,** The Tribal Business Council has authority to engage in activities on behalf of and for the welfare and benefit of the Tribes and of the enrolled members thereof; and
- WHEREAS,** Article IX Sections 1 and 3 of the Constitution provides that the Tribal Business Council has the authority to manage and lease or otherwise deal with tribal lands and resources; and
- WHEREAS,** Leases and Rights-of-Way (ROWs) across tribal trust land require the consent of the Tribal Business Council pursuant to federal and tribal law; and
- WHEREAS,** Applications for ROW(s) on Tribal Land are subject to the requirements of tribal law, including Resolution No. 14-071-VJB (MHA Nation Application for ROW(s) and Use of ROW), Resolution No. 14-089-VJB (MHA Nation Pipeline Right-of-Way Terms and Conditions), and Resolution No. 15-045-LKH (Establishing a Procedure for the Approval of Leases, ROW(s), Setback Variances and Permissions to Survey on Tribal Land); and
- WHEREAS,** The applications for a ROW submitted by QEP, described herein, have been reviewed and recommended for approval in accordance with the MHA Nation's approved procedure for authorizing ROWs on tribal land; and
- WHEREAS,** the ROW requested by QEP for Pad 1-28A, as follows:
- Allotment 373A** (an undivided 0.3819444444 interest)



Resolution No. 16-139-LKH

- A strip of land 150 feet in width for use as a road within a multi-use corridor (Access Road and Flowlines to the MHA 8-28A and MHA 1-28A Well Pads) and 3260.00 feet long in the NE/4 of Section 21 and the NW/4 of Section 22, T150N, R92W encompassing approximately 12.33 acres of disturbed area.

Allotment T5447 (an undivided 1.0000000000 interest)

- A strip of land 150 feet in width for use as a road within a multi-use corridor (Access Road and Flowlines to the MHA 8-28A Well Pad) and 2267.32 feet long in the E/2NE/4 of Section 28, T150N, R92W encompassing approximately 7.81 acres of disturbed area.
- A piece of land approximately +/- 350 feet wide and +/- 500 feet long in the S/2NE/4 of Section 28, T150N, R92W, encompassing approximately 7.29 acres of disturbed area within the barbed wire fence (8 wells); and

WHEREAS, Consideration was based off of \$25,000 for the initial well and well pad, \$5,000 for each additional well, and \$2,500 per acre of access road disturbance; and

WHEREAS, In April 2014, during the environmental and ROW on-sites, QEP met with the MHA Nation Energy Division to review and consider all other alternatives for the construction and siting of the multi-well pad 1-28A; and

WHEREAS, The MHA Nation Energy Division reviewed, processed and fully vetted QEP's request for ROWs for multi-well pad 1-28A and has determined that QEP has made a clear showing that granting the ROWs would not cause an adverse environmental effects upon the allotments described herein; and

WHEREAS, On June 13, 2016, at a duly held meeting of the Natural Resources Committee, the MHA Nation Energy Division recommended for approval QEP's ROW request for multi-well pad 1-28A, and the Natural Resources Committee approved QEP's ROW request for multi-well pad 1-28A, for a total compensation of \$900,000 (which includes TERO Fees in the amount of \$800,000 and ROW fees in the amount of \$91,298.48).

NOW THEREFORE BE IT RESOLVED, the Tribal Business Council hereby approves the ROW, attached as Exhibit A, requested by QEP for multi-well pad 1-28A, as follows:

Allotment 373A (an undivided 0.3819444444 interest)



Resolution No. 16-139-LKH

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- A piece of land approximately +/- 350 feet wide and +/- 500 feet long in the S/2NE/4 of Section 28, T150N, R92W, encompassing approximately 7.29 acres of disturbed area within the barbed wire fence (8 wells); and

BE IT FURTHER RESOLVED, the Tribal Business Council hereby approves and consent to the ROW for Multi-Well Pad 1-28A in consideration of QEP's payment of \$900,000 (which includes TERO Fees in the amount of \$800,000 and ROW fees in the amount of \$91,298.48).

BE IT FINALLY RESOLVED, that the Chairman is hereby to take such further actions as are necessary to carry out the terms and intent of this Resolution.

(SIGNATURE PAGE TO FOLLOW)



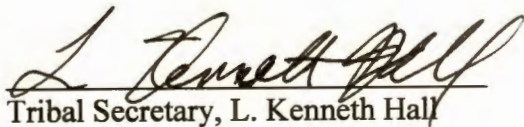
CERTIFICATION

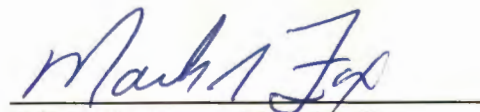
I, the undersigned, as Secretary of the Tribal Business Council of the Three Affiliated Tribes of the Fort Berthold Indian Reservation hereby certify that the Tribal Business Council is composed of seven (7) members of whom five (5) constitute a quorum, 6 were present at a Special Meeting thereof duly called, noticed, convened and held on the 13th day of July, 2016, that the foregoing Resolution was duly adopted at such meeting by the affirmative vote of 5 members, 0 members opposed, 0 members abstained, 2 members not voting, and that said Resolution has not been rescinded or amended in any way.

Chairman Voting. Not Voting.

Dated this 13th day of July, 2016.

ATTEST:


Tribal Secretary, L. Kenneth Hall
Tribal Business Council


Tribal Chairman, Mark N. Fox
Tribal Business Council