



**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 for the Skunk Creek 4-10-11-8H Well Pad Project Submitted by Whiting Resources Corporation.*”

WHEREAS, This Nation having accepted the Indian Reorganization Act of June 18, 1934, 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 the Constitution and By-Laws of the Three Affiliated Tribes, the Tribal Business Council is the governing body of the Tribes; 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, 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 Rights-of-Way on Tribal Land are subject to the requirements of tribal law, including Resolution No. 14-071-VJB (MHA Nation Application for Rights-of-Way and Use of Right-of-Way), 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, Rights-of-Way, Setback Variances and Permissions to Survey on Tribal Land); and

WHEREAS, On May 18, 2011, the Bureau of Indian Affairs granted an Easement (#FBOG100220) to Kodiak Oil and Gas (USA), Inc., for a right-of-way for Skunk Creek 4-10-11H Well Location and Access lands located in Section 10, Township 148 North, Range 93 West on Allotment T 1756, in the Northwest quarter of Section 10 (2.925 acres for access road and 4.02 acres for well pad); and

WHEREAS, Easement #FBOG100220 provides that “[s]aid right-of-way is limited to and more particularly described to be an access road 1,538.75 feet in length, 100 feet in width and a well pad 350 feet by 500 feet and 4.02 acres in total area, A



one hundred foot wide right-of-way is hereby granted across the aforementioned trust property along with 4.77 acres of surface disturbance for a well pad”; and

WHEREAS, On December 10, 2014, Kodiak Oil and Gas (USA) Inc. amended its corporate articles changing its name to Whiting Resources Corporation (“Whiting”); and

WHEREAS, On December 2, 2015, the Tribal Business Council passed Resolution No. 15-233-LKH, which approved Whiting’s ROW application to add four additional wells, Skunk Creek 4-10-11-1H, Skunk Creek 4-10-11-1H3, Skunk Creek 4-10-11-8H3 and Skunk Creek 4-10-11-8HA to the Skunk Creek 4-10-11-8H Well Pad, across certain Tribal lands on Allotment 301 T1756, consisting of 100% Tribal interest, in Section 10, Township 148 North, Range 93 West, Dunn County, North Dakota; and

WHEREAS, On February 29, 2016, Whiting filed a Modification of Right-of-Way Application for Skunk Creek 4-10-11-8H Well Pad, #FBOG100220, to add three additional wells, Skunk Creek 4-10-11-1H, Skunk Creek 4-10-11-8H3 and Skunk Creek 4-10-11-8HA, to the original ROW with an addition +/-2.92 acres of disturbance to the original well pad; and

WHEREAS, In processing Whiting’s ROW Application to modify Skunk Creek 4-10-11-8H, FBOG100220 ROW, BIA determined that neither Kodiak nor Whiting constructed the well pad or the access road that were authorized by the original Easement #FBOG100220, and therefore, the original Easement #FBOG100220 is subject to termination pursuant to 25 CFR § 169.20 (b) for two consecutive years of nonuse; and

WHEREAS, BIA has further determined that it will not act on Whiting’s Modification of Right-of-Way Application for Skunk Creek 4-10-11-8H, FBOG100220, until BIA and the MHA Nation address the current violation of 25 CFR § 169.20 (b); and

WHEREAS, Whiting has requested the MHA Nation to forego termination of Easement #FBOG100220 and agreed to remit to the Nation additional consideration and compensation; and

WHEREAS, The application for a ROW submitted by Whiting for the Skunk Creek 4-10-118H Well Pad project to add three additional wells, Skunk Creek 4-10-11-1H, Skunk Creek 4-10-11-8H3 and Skunk Creek 4-10-11-8HA, to the original ROW with an addition +/-2.92 acres of disturbance to the original well pad, described herein, has been reviewed and recommended for approval in accordance with the MHA Nation’s approved procedure for authorizing ROWs on tribal land; and

WHEREAS, On June 13, 2016, at a duly held meeting of the Natural Resources Committee



("NRC"), the MHA Nation Energy Division recommended that the MHA Nation forego terminating the original Easement #FBOG100220 for nonuse, and to approve Whiting's ROW request for the Skunk Creek 4-10-11H Well Pad, subject to Whiting's agreement and payment of additional consideration of \$25,000.00 to maintain the original ROW, and \$25,000.00 for the well pad, and \$5,000.00 for each additional three wells, Skunk Creek 4-10-11-1H, Skunk Creek 4-10-11-8H3 and Skunk Creek 4-10-11-8HA, with an addition +/-2.92 acres of disturbance to the original well pad, for a total of \$65,000.00; and

WHEREAS, The NRC approved the MHA Energy Division's recommendations and approved Whiting's ROW request, subject to the additional compensation set forth above, and the NRC forwarded the matter to the Tribal Business Council for final action.

NOW THEREFORE BE IT RESOLVED, subject to Whiting's agreement to and execution of the Terms and Conditions and payment of ROW fees pursuant to Resolution No. 14-089-VJB, the Tribal Business Council hereby approves the ROW application submitted by Whiting and consents to the following ROW:

- Whiting Resources Corporation, Skunk Creek 4-10-11H Well Pad project: Skunk Creek 4-10-118H Well Pad, three (3) additional wells (Skunk Creek 4-10-11-1H, Skunk Creek 4-10-11-8H3 and Skunk Creek 4-10-11-8HA), with an addition +/-2.92 acres of disturbance to the original well pad, across certain Tribal lands on Allotment 301 T1756, consisting of 100% Tribal interest, in Section 10, Township 148 North, Range 93 West, Dunn County, North Dakota.

BE IT FURTHER RESOLVED, that the Tribal Business Council hereby agrees to forego taking any action against Whiting for its more than five years of non-use of Easement #FBOG100220, and further requests that the BIA not take action against Whiting pursuant to 25 CFR § 169.20 (b) for such nonuse, in consideration of Whiting's agreement and payment of the following compensation to the MHA Nation:

- \$25,000.00 to maintain the original ROW granted by Easement #FBOG100220, and
- \$25,000 for the Well Pad (Skunk Creek 4-10-11-8H), and
- \$5,000.00 for each of the additional three wells (Skunk Creek 4-10-11-1H, Skunk Creek 4-10-11-8H3 and Skunk Creek 4-10-11-8HA) approved by Resolution No. 15-233-LKH
- Total compensation: \$65,000.00.



BE IT FURTHER RESOLVED, that the Tribal Business Council hereby amends Resolution No. 15-233-LKH to rescind approval of adding Skunk Creek 4-10-11-1H3, to the Skunk Creek 4-10-11-8H Well Pad.

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

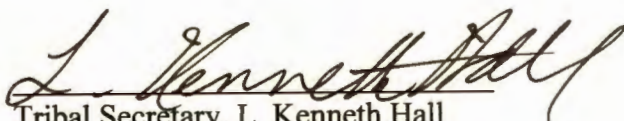
CERTIFICATION

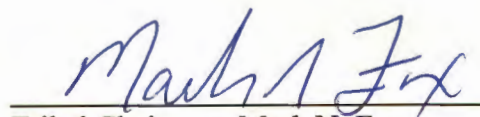
I, the undersigned, as Secretary of the Tribal Business Council of the Three Affiliated Tribes of the Fort Berthold Indian Reservation hereby certify that the Tribal Business Council is composed of seven (7) members of whom five (5) constitute a quorum, 6 were present at a Special Meeting thereof duly 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