



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

A Resolution entitled, "*Consent to Approval Requested by Marathon Oil Company to Reroute an Existing Single Phase Electrical Line for the Purpose of Avoiding Interference with Marathon's Proposed Kermit USA Well Pad.*"

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, 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 Rights-of-Way ("ROWs") on Tribal Land are subject to the requirements of tribal law, including Resolution No. 13-109-VJB (Establishment of the Three Affiliated Tribes Standardized Minimum Rates for Oil and Gas Lease Bonus, Royalties and Road and Pipeline Easements), 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, The MHA Nation currently holds 100% interest in the surface of lands those located within McKenzie County, North Dakota, and more particularly described as the Allotment No. T 3100, and more specifically the SWSW of Section 9, Township 151 North, Range 94 West of the 5th P.M.; and

WHEREAS, Marathon filed a ROW application, attached as Exhibit A, to reroute the existing single phase electrical line that supplies power to nearby residences, in order to



avoid interference with Marathon's proposed Kermit USA Well Pad.

WHEREAS, Pursuant to its ROW application, Marathon proposes to reroute the existing single phase electrical line which will be approximately 1,319.24 feet in distance and 25' width, being 0.76 acres of disturbed land as identified on the attached map of definite location and approved considered in the EA, EA Addendum and Cat-Ex, for Electrical Lines and Routine Maintenance.

WHEREAS, The current ROW application, submitted by Marathon to reroute the existing single phase electrical line, identified above and more particularly described in Exhibit A, has been reviewed and recommended for approval by the MHA Natural Resources Department and the MHA Nation Energy Division in accordance with the MHA Nation's approved procedure for authorizing ROWs on Tribal Land; and

WHEREAS, The projected compensation to the MHA Nation for this ROW application is \$1,900.00.

WHEREAS, On August 31, 2016, at a duly held meeting of the Natural Resources Committee ("NRC"), the MHA Nation Energy Division recommended for approval Marathon's application to reroute the existing single phase electrical line, identified above and more particularly described in Exhibit A, and the NRC approved Marathon's application and forwarded it to the Tribal Business Council for final approval.

NOW THEREFORE BE IT RESOLVED, Subject to Marathon Oil Company's agreement to the execution of the MHA Right-of-Way Application and Terms and Conditions, the Tribal Business Council hereby approves the following ROW application, attached as Exhibit A, and ROW consent, as follows:

PURPOSE:

To reroute an existing single phase electrical line in order to avoid interference with Marathon's proposed Kermit USA Well Pad.

DISTURBANCE ACREAGE

1,319.24 feet in distance and 25 feet in width, being 0.76 acres of disturbed land

BE IT FURTHER RESOLVED, the Right-of-Way requested herein by Marathon Oil Company is assignable, subject to the prior express approval from the MHA Nation, for Electrical Lines and Routine Maintenance.

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.



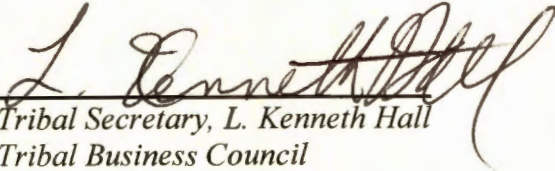
CERTIFICATION

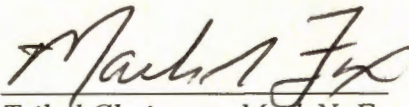
I, the undersigned, as Secretary of the Tribal Business Council of the Three Affiliated Tribes of the Fort Berthold Reservation, hereby certify that the Tribal Business Council is composed of 7 members of whom 5 constitute a quorum, 7 were present at a Regular Meeting thereof duly called, noticed, convened, and held on the 22nd day of September 2016; that the foregoing Resolution was duly adopted at such Meeting by the affirmative vote of 6 members, 0 members opposed, 0 members abstained, 1 members not voting, and that said Resolution has not been rescinded or amended in any way.

Chairman [X] voting. [] not voting.

Dated this 22nd day of September 2016.

ATTEST:


Tribal Secretary, L. Kenneth Hall
Tribal Business Council
Three Affiliated Tribes


Tribal Chairman, Mark N. Fox
Tribal Business Council
Three Affiliated Tribes

