



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

A Resolution entitled, “Approval of a Setback Variance Request Submitted by Marathon Oil Company for the Luther Pipeline Project.”

- 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,** The Tribal Business Council passed Resolution No. 12-087-VJB, entitled, “The Missouri River, Badlands and Sacred Sites Protection Act” which requires a half mile setback for well sites/drilling pads from the Missouri River, Little Missouri River, and designated sacred sites or villages in the Badlands; and
- WHEREAS,** The Tribal Business Council passed Resolution No. 12-139-VJB, entitled, “Amending the Missouri River and Badlands Protection Act to Allow Variances upon Recommendation by the Tribal Energy Office,” which authorizes the MHA Nation Tribal Energy Office to consider setback variance requests and make recommendations to the Tribal Business Council to approve such requests “when minerals would be stranded due to the setback provisions or where the applicant has made a clear showing that granting the variance would not cause an adverse environmental effect upon the Missouri River or the Little Missouri River”; and



WHEREAS, On March 27, 2015, the Tribal Business Council passed Resolution No. 15-045-LKH entitled, “Establishing a Procedure for the Approval of Leases, Rights-of-Way, Setback Variances and Permissions to Survey on Tribal Land”; and

WHEREAS, On August 18, 2016, Marathon submitted to the MHA Nation Energy Division a request for a Setback Variance, set forth in Exhibit A, for the Luther Pipeline project, which pertains to the following:

NAME: Luther Produced Water Pipeline connecting to Marathon’s Luther Well Pad, situated within a half (½) mile of Lake Sakakawea.

LOCATION: Section 9 of Township 150 North, Range 93 West.

DRILLING/SPACING UNIT: N/A

DISTANCE FROM WELLPAD: The two closest bays are approximately 2,589’ and 2,204’ from this well pad connection.

WHEREAS During the environmental and on-site review processes, Marathon met with the MHA Nation Energy Division to review and consider all other alternatives for the construction and siting of the area where the Luther Pipeline will be sited; and

WHEREAS, The MHA Nation Energy Division reviewed, processed and fully vetted Marathon’s request for a setback variance for the Luther Pipeline and has determined that Marathon has made a clear showing that granting the variance would not cause an adverse environmental effect upon the Missouri River or the Little Missouri River; and

WHEREAS, On August 31, 2016, at a duly held meeting of the Natural Resources Committee (“NRC”), the MHA Nation Energy Division recommended the approval of Marathon’s setback variance request for the Luther Pipeline, and the NRC approved Marathon’s setback variance request for the Luther Pipeline, subject to the following conditions (listed above), and forwarded the matter to the full Tribal Business Council for final action.

NOW THEREFORE BE IT RESOLVED, that the Tribal Business Council hereby approves the setback variance request, attached as Exhibit A, submitted by Marathon for Luther Pipeline, as follows:

NAME: Luther Produced Water Pipeline connecting to Marathon’s Luther Well Pad, situated within a half (½) mile of Lake Sakakawea.

LOCATION: Section 9 of Township 150 North, Range 93 West.



DRILLING/SPACING UNIT: N/A

DISTANCE FROM WELLPAD: The two closest bays are approximately 2,589' and 2,204' from this well pad connection.

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.

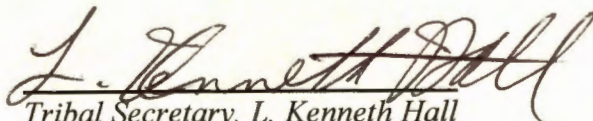
CERTIFICATION

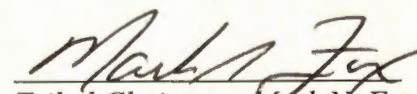
I, the undersigned, as Secretary of the Tribal Business Council of the Three Affiliated Tribes of the Fort Berthold Reservation, hereby certify that the Tribal Business Council is composed of 7 members of whom 5 constitute a quorum, 7 were present at a Regular Meeting thereof duly called, noticed, convened, and held on the 22nd day of September 2016; that the foregoing Resolution was duly adopted at such Meeting by the affirmative vote of 7 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 [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