



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

A Resolution entitled, “Approval of the Consent to a Right-of-Way across Tribal land for the FBIR Packineau Well Pad Project Submitted by XTO Energy, Inc.”

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 (“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, XTO Energy, Inc. (“XTO”) submitted a ROW application for the FBIR Packineau Well Pad project, consisting of a well pad (10.149 acres), 5 wellbores, a temporary water line, production lines and flow lines, electric and utilities and an access road 0.421 acres across certain Tribal lands on Allotment 706A-A, with 75% Tribal interest, in Section 4, Township 149 North, Range 94 West, in



MacKenzie County, North Dakota, as more particularly described in Appendix A.1.; and

WHEREAS, The ROW application, submitted by XTO for the FBIR Packineau Well Pad project, described above, 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 \$34,539.38; and

WHEREAS, On October 4, 2016, at a duly held meeting of the Natural Resources Committee ("NRC"), the MHA Nation Energy Division recommended for approval of XTO's ROW application and consent to construct the FBIR Packineau Well Pad project, more fully described herein, and in the attached Appendix A.1., and the NRC approved XTO's application and forwarded it to the Tribal Business Council for final action.

NOW THEREFORE BE IT RESOLVED, Subject to XTO's agreement to and execution of the Terms and Conditions and payment of ROW fees pursuant to the MHA Nation ROW Application, the Tribal Business Council hereby approves the ROW application submitted by XTO and consents to the following ROW:

- XTO Energy, Inc. ("XTO") - for the FBIR Packineau Well Pad project, consisting of a well pad (10.149 acres), 5 wellbores, a temporary water line, production lines and flow lines, electric and utilities and an access road 0.421 acres, across certain Tribal lands on Allotment 706A-A, with 75% Tribal interest, in Section 4, Township 149 North, Range 94 West, in MacKenzie County, North Dakota.

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.

(SIGANTURE PAGE TO FOLLOW)



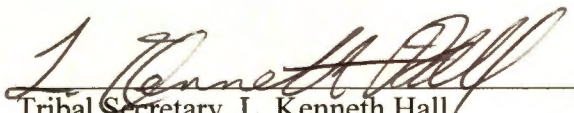
CERTIFICATION

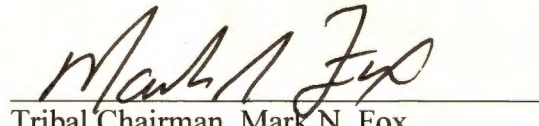
I, the undersigned, as Secretary of the Tribal Business Council of the Three Affiliated Tribes of the Fort Berthold Indian Reservation hereby certify that the Tribal Business Council is composed of seven (7) members of whom five (5) constitute a quorum, 6 were present at a Regular Meeting thereof duly called, noticed, convened and held on the 19th day of October, 2016, 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 [X] Voting. [] Not Voting.

Dated this 19th day of October, 2016.

ATTEST:


Tribal Secretary, L. Kenneth Hall
Tribal Business Council


Tribal Chairman, Mark N. Fox
Tribal Business Council





APPENDIX A.1

< Attach: (1) Application Form, (2) Approval Form signed by Department Head and Chairman of NRC per Resolution 15-045-LKH, (3) signed ROW terms and Conditions per Resolution No. 14-089-VJB, (4) map, and (5) other necessary information >

APPENDIX A.2

<Attach same information listed in Appendix A.1 for Each separate Applicant >

REPEAT AS NEEDED FOR EACH APPLICANT, LISTING APPENDIX A.3, A.4, ETC.ON SEPARATE PAGES WITH ATTACHMENTS