



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

A Resolution entitled, "Consent to Approval of a Right-of-Way across Tribal land for the Jerome Pipeline Project Submitted by Marathon Oil Company."

- 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. 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**, Marathon Oil Company ("Marathon") submitted a ROW application for the Jerome Pipeline, with permanent width of 30' to accommodate up to Four (4) Pipelines, for Oil, Gas Produced Water, and Petroleum Byproducts, across Allotment T1009A (100% tribal interest), located in the S/2 of Section 22, Township 151 North, Range 94 West, of the 5th P.M., McKenzie County, North Dakota, more particularly described in Appendix A.1.; and



WHEREAS, Marathon will place these pipelines in the ditch within Marathon's existing Jerome access road, f.k.a. TAT USA 13-23H, and the proposed ROW will overlap, but not exceed, said access road ROW FBOG100121; and

WHEREAS, The ROW application, submitted by Marathon for the Jerome Pipeline, more particularly described in Appendix A.1., 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 project is \$4,620.00; and

WHEREAS, On January 4, 2017, at a duly held meeting of the Natural Resources Committee ("NRC"), the MHA Nation Energy Division recommended approval of Marathon's ROW application for the Jerome Project, more fully described herein, and in the attached Appendix A.1., and the NRC approved Marathon's application and forwarded it to the Tribal Business Council for final action.

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, and payment of ROW fees, the Tribal Business Council hereby approves the following ROW application, attached as Appendix A.1, and ROW consent, as follows:

- Marathon Oil Company – the Jerome Pipeline Project, with permanent width of 30' to accommodate up to Four (4) Pipelines, for Oil, Gas Produced Water, and Petroleum Byproducts, across Allotment T1009A (100% tribal interest), located in the S/2 of Section 22, Township 151 North, Range 94 West, of the 5th P.M., McKenzie County, North Dakota. The pipelines will be laid in the ditch of Marathon's existing Jerome access road, formerly known as the TAT USA 13-23H access road. This proposed Jerome Pipeline will overlap said access road's ROW, FBOG100121, with no additional disturbance outside of said existing easement; and

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.



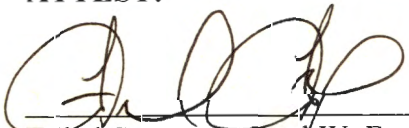
CERTIFICATION

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, 7 were present at a Regular Meeting thereof duly called, noticed, convened and held on the 8th day of February, 2017, 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.

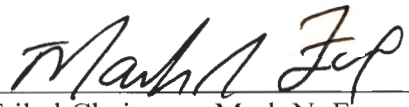
Chairman [X] Voting. [] Not Voting.

Dated this 8th day of February, 2017.

ATTEST:



Tribal Secretary, Fred W. Fox
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 >