



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

A Resolution entitled, “*Approval of Memorandums of Understanding between the MHA Nation Energy Division and West Segment Regulatory Commission.*”

- 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,** The Tribal Business Council 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,** Since the commence of the oil and gas development “boom” on the Fort Berthold Indian Reservation (“FBIR”), the MHA Nation Energy Division has served as the lead tribal government agency regulating oil and gas exploration and production activities on-site, at and on the well pad, and in the oil field operations; and
- WHEREAS,** On February 11, 2015, the Tribal Business Council approved Resolution No. 15-012-LKH entitled, “Grant of Non-Profit Corporate Charter to the West Segment Regulatory Commission,” which granted a non-profit corporate charter to a group organized within the West Segment Community for the purpose of promoting and improving the health, social and economic well-being of the resident members of the West Segment as well as the other five segments of the Fort Berthold Indian Reservation by providing local monitoring and regulation of commercial, industrial and general business activities; and
- WHEREAS,** On March 13, 2015, the Tribal Business Council approved Resolution No. 15-039-LKH entitled, “Authorization of Drawdown of \$1,000,000 for Establishment, Staffing, and Operation of the West Segment Regulatory Commission,” and included a copy of an updated non-profit corporate charter for the WSRC; and



WHEREAS, On August 3, 2016, the Tribal Business Council of the Three Affiliated Tribes approved Resolution No. 16-162-LKH, entitled, "Directive to Tribal Agencies to Establish Protocol with the West Segment Regulatory Commission" directing that such agreement for collaboration of joint regulatory and enforcement duties be negotiated by the parties and implemented; and

WHEREAS, MHA Energy and WSRC desire to enter into the attached Memorandum of Understanding for the purposes of facilitating communications and protocols between MHA Energy and WSRC regarding oil and gas related activities within the West Segment; and

WHEREAS, On June 26, 2016 at a duly held meeting of the Natural Resources Committee, the MHA Nation Energy Division recommended for approval the MOU with West Segment Regulatory Commission, and the Natural Resources Committee approved the recommendation and forwarded the matter to the Tribal Business Council for approval.

NOW THEREFORE BE IT RESOLVED, the Tribal Business Council hereby approves the attached "Memorandum of Understanding between the MHA Nation Energy Division and the West Segment Regulatory Commission."

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.

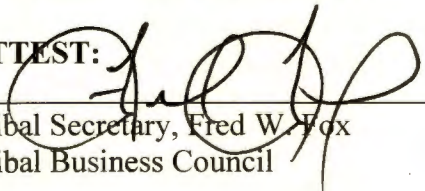
CERTIFICATION

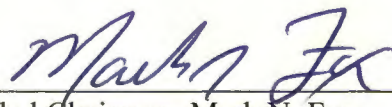
I, the undersigned, as Secretary of the Tribal Business Council of the Three Affiliated Tribes of the Fort Berthold Indian Reservation hereby certify that the Tribal Business Council is composed of seven (7) members of whom five (5) constitute a quorum, 7 were present at a Special Meeting thereof duly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

Dated this 5th day of July, 2017.

ATTEST:


Tribal Secretary, Fred W. Fox
Tribal Business Council


Tribal Chairman, Mark N. Fox
Tribal Business Council

MEMORANDUM OF UNDERSTANDING

MHA Nation Energy Division and West Segment Regulatory Commission

THIS MEMORANDUM OF UNDERSTANDING (“MOU”) made and entered into this 23rd day of October, 2017, by and between the MHA NATION ENERGY DIVISION, of the Mandan, Hidatsa and Arikara Nation, with its principal office located at 305 4th Avenue, Suite 3100, New Town, North Dakota, 57863, hereinafter referred to as “MHA Energy”, and the WEST SEGMENT REGULATORY COMMISSION, of the West Segment of the Mandan, Hidatsa and Arikara Nation, with principal offices in Mandaree, North Dakota, hereinafter referred to as the “WSRC”.

WITNESSETH:

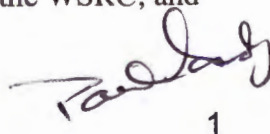
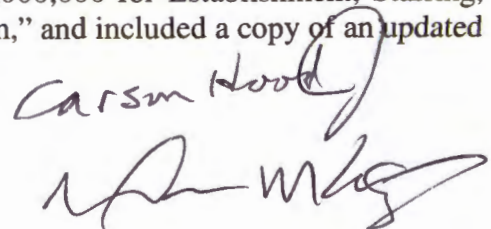
WHEREAS, the MHA Nation established the MHA Nation Energy Division whose mission is to: “manage[s] all Natural Resources through professional mentorship, responsible development, communication, and education; while committing to environmental awareness and cultural values that ensure sovereignty for generations to come”; and

WHEREAS, in accordance with its Vision Statement, the MHA Nation Energy Division “promote[s] accountability and responsibility to the members of the MHA Nation and environment through transparency and professional development while adhering to traditional values in order to protect and safeguard natural resources”; and

WHEREAS, since the inception of the “oil boom” on the Fort Berthold Indian Reservation, the MHA Nation Energy Division has been the lead tribal department regulating oil and gas exploration and production activities on-site, at and on the well pad, in the oil field operations, and on Right-of-Way access roads, pursuant to applicable tribal law and regulations and in accordance with applicable federal law and regulations, including requirements and conditions set forth in the respect environmental assessment documents and the application to drill documents; and

WHEREAS, on February 11, 2015, the Tribal Business Council approved Resolution No. 15-012-LKH entitled, “Grant of Non-Profit Corporate Charter to the West Segment Regulatory Commission,” which granted a non-profit corporate charter to a group organized within the West Segment Community for the purpose of promoting and improving the health, social and economic well-being of the resident members of the West Segment as well as the other five segments of the Fort Berthold Indian Reservation by providing local monitoring and regulation of commercial, industrial and general business activities; and

WHEREAS, on March 13, 2015, the Tribal Business Council approved Resolution No. 15-039-LKH entitled, “Authorization of Drawdown of \$1,000,000 for Establishment, Staffing, and Operation of the West Segment Regulatory Commission,” and included a copy of an updated non-profit corporate charter for the WSRC; and


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WHEREAS, on August 3, 2016, the Tribal Business Council of the Three Affiliated Tribes approved Resolution No. 16-162-LKH, entitled, "Directive to Tribal Agencies to Establish Protocol with the West Segment Regulatory Commission" directing that such agreement for collaboration of joint regulatory and enforcement duties be negotiated by the parties and implemented; and

WHEREAS, MHA Energy and WSRC desire to enter into this MOU for the purposes of facilitating communications and protocols between MHA Energy and WSRC regarding oil and gas related activities within the West Segment.

NOW THEREFORE, it is hereby agreed as follows:

1. PURPOSE AND INTENT

The purpose of this MOU is to establish communications and information sharing protocols between MHA Energy and WSRC in order to promote the common goal of providing more efficient and effective monitoring and regulation of oil and gas related activities within the West Segment Community of the MHA Nation. It is the common desire of both entities to ensure full enforcement of and compliance with the MHA Nation's oil and gas related ordinances and regulations within the West Segment with the understanding and agreement that the Energy Division is the lead and the Authorized Officer (AO) regarding site actions. Therefore, the primary focus and purpose of this MOU is monitoring and optimizing field operations and working cooperatively with oil and gas operators in the West Segment. The parties agree and acknowledge that Law Enforcement is not a component of this MOU.

2. COORDINATION AND PLANNING PROCESS

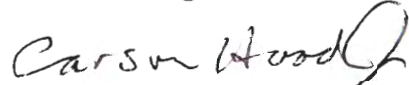
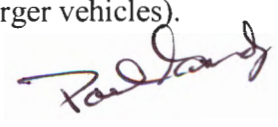

Within thirty (30) days of approval and execution of this MOU, MHA Energy and WSRC agree to have a coordination meeting to establish a set of communication protocols between the entities regarding the roles and activities set forth in this MOU. WSRC agrees that its examiners must notify the Energy Division AO immediately of an incident, that the incident will be discussed with the AO, the AO will determine and direct any actions, and that the AO must be onsite before WS Examiners get involved. The Energy Division AO will contact the responsible parties.

3. AUTHORIZED ACTIVITIES

(a) Monitoring Roads – The parties agree that one of the most important aspects of this MOU is maintaining active communication on the monitoring of roads in the West Segment. Accordingly, the parties agree that the following are covered by this MOU for continuous monitoring:

1. Health, Safety and Environmental Conditions – WSCR agrees to immediately notify MHA Energy of any unusual situations.

2. Speed Control (for larger vehicles).



3. Identify seasonal issues, snow removal, salting of roads, gravel on roads, road remediation.

4. Monitor and Report to ED road conditions that require remediation.

5. Identify ground next to roadways for Brown Spots, discoloration and dumping.

6. Identify unusual water or liquid accumulations.

7. Monitor traffic on oil roads day and night for non-Tribal and Non-oil field traffic and non-Tribal members.

8. Identify Adverse Incidents - Spills, Fires, and Wrecks on roads, not oil pads and facilities.

9. Special projects as defined by ED such as identifying sites for Road Traffic monitoring cameras.

(b) Monitoring Well Pads – The parties agree that another important aspect of this MOU is maintaining active communication on the monitoring of well pads in the West Segment. Accordingly, the parties agree to the following:

1. Monitor by walking pipelines and flowlines, particularly Set Back flowlines from well pads to production facilities. This action is always off pad and production facilities.

2. Monitor oil pads and facilities near water sources and water ways - run off topography - by walking ground around pads checking for Brown Spots, berms less than 2 feet, and ground patterns indicating runoff.

3. Monitor around pads by walking ground around the pad checking for Brown Spots and berms less than 2 feet.

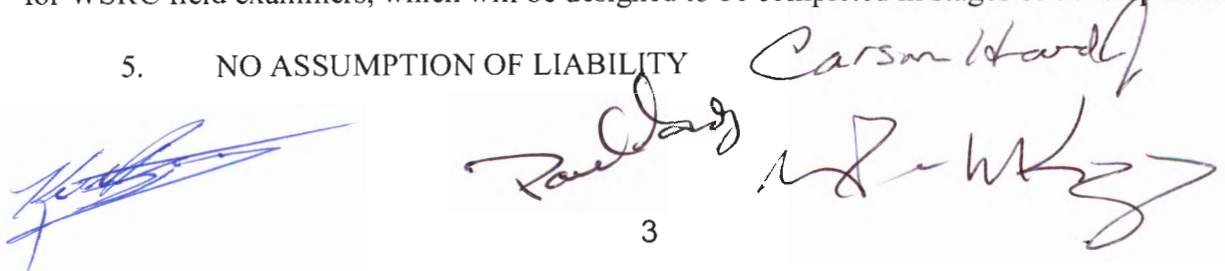
4. Work as directed with ED to check sites of abandoned wells for open wellheads, hazard issues, and remaining trash on pad.

5. Support drill rig and work over rig moves.

4. TRAINING

In coordination with WSRC, the MHA Energy Division will develop a training program for WSRC field examiners, which will be designed to be completed in stages of development.

5. NO ASSUMPTION OF LIABILITY



Handwritten signatures in blue and black ink are present below the 'NO ASSUMPTION OF LIABILITY' section. The signatures are cursive and appear to be from multiple individuals.

(a) MHA Energy and WSRC shall cooperate and communicate in good faith to achieve the purpose and intent of this MOU. The parties agree and acknowledge that by entering into this MOU, neither party assumes any responsibility or liability for the actions of their respective employees or agents. WSRC shall provide the Energy Division a copy of its bonding, insurance and liability coverage of its employees carrying out functions set forth and contemplated by this MOU.

(b) The parties agree to that each of their respective employees, representatives and/or agents carrying out activities set forth or authorized by this MOU is duly bonded or insured.

6. CONFIDENTIAL INFORMATION

MHA Energy and WSRC and their respective employees agree that any information or documents designated by either entity shall be considered and kept as private and privileged records, and will not be divulged to any person, firm, corporation, or other entity except on the written direct authorization of the respective entity. Both parties agree to promptly provide any information or documentation requested by the Tribal Business Council.

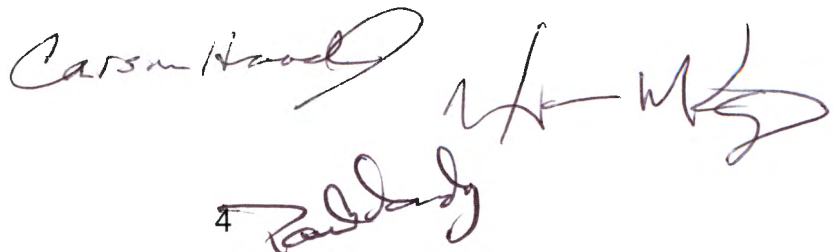
7. TECHNOLOGY TRANSFER

During the term of this MOU, the parties will work on and implement the sharing with and transfer of WSRC technology with the Energy Division, including the GPS monitoring system.

8. TERM; MONTHLY REVIEW & MEASUREMENT

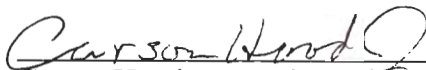
This MOU shall be effective on the date of approval by the MHA Nation Tribal Business Council for a term of six (6) months from October 23, 2017 through April 23, 2018, and the parties will coordinate on extending or amending the MOU. In addition, the parties agree to meet on a monthly basis to review and evaluate accomplishments, measurement of performance and areas and aspects which require improvement and change.

IN WITNESS WHEREOF, MHA Energy and WSRC have approved this MOU by Resolution and caused it to be subscribed by the MHA Energy Administrator and West Segment Regulatory Director and attested to by the secretary of each respective party, on the dates as stated below.



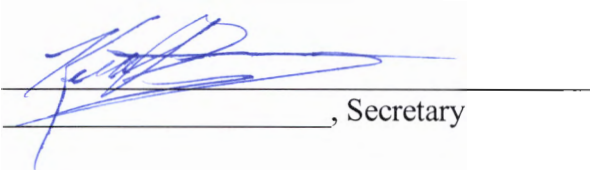
[Signatures on following page]

MHA ENERGY DIVISION:

By: 
Carson Hood, Jr., Acting Administrator

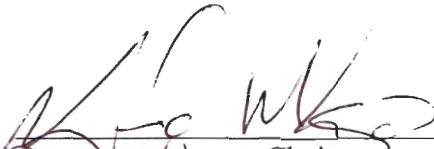
Date: 10/23/17

ATTEST:


_____, Secretary

Date: 10-23-17

WEST SEGMENT REGULATORY COMMISSION:

By: 
Dan Mohr, Chairman

Date: 10-23-2017

ATTEST:

_____, Secretary

Date: _____

