



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

*A Resolution entitled, "Authorization for Transfer of Lease No. 7420A42643"*

- 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,** The Tribal Business Council created Missouri River Resources ("MRR") to participate in and profit from the oil and gas exploration on Reservation lands, and to ensure the MHA Nation receives the benefits of the natural resources therein; and
- WHEREAS,** The Tribal Business Council leased to MRR 191.27 acres in Township 147N Range 95W Sections 2 & 11 in Dunn County, North Dakota through Tribal Resolution No. 14-131-VJB, approved on August 14, 2014, and memorialized in Lease No. 7420A42643, finally and fully executed on September 11, 2015; and
- WHEREAS,** Lease of the land to MRR created an approximately 15% working interest for MRR in Conoco's CCU Badger drilling spacing unit; and
- WHEREAS,** DW Shale seeks to acquire Lease No. 7420A42643, in its current form or amended, from MRR for \$7,000.00 per acre at a 26% royalty to the Tribe, and, after due diligence and negotiations, proffered a Letter of Intent regarding the same; and
- WHEREAS,** MRR seeks authorization to execute the Letter of Intent, engage and finalize the due diligence, and consider the sale and transfer of Lease No. 7420A42643 to DW Shale at no less than \$7,000 acre and 26% tribal royalty.

**NOW THEREFORE BE IT RESOLVED,** The Tribal Business Council hereby authorizes MRR to execute the Letter of Intent, engage in and finalize the due diligence, consider the sale and transfer of Lease No. 7420A42643 to DW Shale at no less than \$7,000 acre and 26%



royalty, and, at MRR's discretion after due diligence, sell and assign the lease to DW Shale within the terms and conditions authorized herein.

**NOW THEREFORE BE IT FURTHER RESOLVED**, The Tribal Business Council approves the assignment of Lease No. 7420A42643 from MRR to DW Shale if the terms and conditions authorized herein are met, and MRR executes the necessary agreements for the transfer and sale pursuant to its due diligence and within the authorizations of this Resolution.

**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.

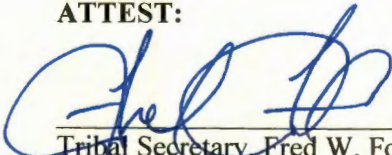
**CERTIFICATION**

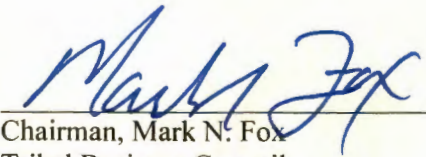
I, the undersigned, as Secretary of the Tribal Business Council of the Three Affiliated Tribes of the Fort Berthold Indian Reservation hereby certify that the Tribal Business Council is composed of seven (7) members of whom five (5) constitute a quorum, were present at a Regular Meeting thereof duly called, noticed, convened and held on the 7<sup>th</sup> day of February, 2018, 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 7<sup>th</sup> day of February, 2018.

**ATTEST:**

  
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Tribal Secretary, Fred W. Fox  
Tribal Business Council  
Three Affiliated Tribes

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