



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

A Resolution entitled, “Consent and Approval to Modify BIA ROW No. FBOG101117 to Add Two Wells on the Two Shields Butte 13-21 Well Pad, Submitted by RimRock Oil and Gas Williston, LLC.”

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. 17-117-FWF, 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, On July 13, 2016, the Tribal Business Council approved Resolution No. 16-143-LKH entitled, “Consent to Certain Right(s) of Way across Tribal land Submitted by Whiting Oil and Gas Corporation for the Two Shields Butte Project” for the Two Shields Butte 13-21 well pad, an access road, and six (6) wells (Two Shield Butte 13-21-16-4HU, Two Shield Butte 13-21-33-13H3U, Two Shield Butte 13-21-16-4H3, Two Shield Butte 13-21-33-13H, Two Shield Butte 13-21-16-3H3 & Two Shield Butte 13-21-33-13H3) across Tribal tracts in Allotment 301 643A



(0.4878747796 Tribal interest), in the SW4SW4 in Section 21, Township 149 North, Range 92 West, in Dunn County, North Dakota; and

WHEREAS, September 7, 2017, the Bureau of Indian Affairs (“BIA”) executed and issued to Whiting Oil and Gas Corp (“Whiting”) BIA ROW No. FBOG101117 for the Two Shields Butte 13-21 well pad, access road, and six (6) wells, more particularly described above; and

WHEREAS, Whiting transferred ownership of its assets on the Fort Berthold Indian Reservation to RimRock Oil and Gas Williston, LLC (“Rimrock”) effective September 1, 2017; and

WHEREAS, RimRock submitted a ROW application to modify ROW No. FBOG101117 to add two (2) wells (Two Shields Butte 13-21-17-1H3U and Two Shields Butte 13-21-32-16H3U), on the Two Shields Butte 13-21 Pad with no additional disturbance, across certain Tribal tracts in Allotment 301 643A (0.4878747796 Tribal interest), in Section 21, Township 149 North, Range 92 West, in Dunn County, North Dakota as more particularly described in Appendix A.1.; and

WHEREAS, Pursuant to fees established and set forth in Resolution No. 17-117-FWF, the projected compensation to the MHA Nation for this ROW application is \$4,878.75; and

WHEREAS, The ROW application, submitted by RimRock for the addition of two (2) wells, 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, On February 28, 2018 at a duly held meeting of the Natural Resources Committee (“NRC”), the MHA Nation Energy Division recommended approval of RimRock’s ROW application to modify ROW No. FBOG101117 to add two (2) wells, more fully described herein, and in the attached Appendix A.1., and the NRC approved RimRock’s application and forwarded it to the Tribal Business Council for final action.

NOW THEREFORE BE IT RESOLVED, Subject to RimRock Oil and Gas Williston, LLC’s agreement to the execution of the MHA Right-of-Way Application and Terms and Conditions, as listed therein, 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:

- RimRock Oil and Gas Williston, LLC – To modify BIA ROW No. FBOG101117 to add two (2) wells (Two Shields Butte 13-21-17-1H3U and Two Shields Butte



13-21-32-16H3U), on the Two Shields Butte 13-21 Pad with no additional disturbance, across certain Tribal tracts in Allotments 301 643A (0.4878747796 Tribal interest), in Section 21, Township 149 North, Range 92 West, in Dunn County, North Dakota.

BE IT FURTHER RESOLVED, In accordance with the MHA Nation Standard Terms and Conditions for Right-of-Ways, the ROW for the Two Shields Butte Project is subject to a twenty (20) year term, from the date of the BIA's execution of the grant of the ROW for said project.

BE IT FURTHER RESOLVED, The MHA Nation Standard Terms and Conditions for Right-of-Ways, executed by RimRock Oil and Gas Williston, LLC and the MHA Nation Energy Division, constituent a written agreement as part of the MHA Nation's consent to the grant of the ROW, and therefore, as provided in 25 CFR §169.107(a), the Tribal Business Council requests Bureau of Indian Affairs to incorporate these terms and conditions into the ROW grant for the Two Shields Butte Project.

BE IT FURTHER RESOLVED, The Tribal Business Council retains the authority, as well as the delegation of authority to the MHA Nation Energy Division and other Tribal departments, to issue fines and set conditions to address and resolve ROW trespass, abandonment, non-use, and other violations, including violations of applicable MHA Nation Standard ROW Terms and Conditions, and further requests the Bureau of Indian Affairs to defer to these remedies, in accordance with the intent and notice provisions in 25 CFR §169.408(a).

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.

(SIGNATURE 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, 5 were present at a Regular Meeting thereof duly called, noticed, convened and held on the 15th day of March, 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 15th day of March, 2018.

ATTEST:

Handwritten signature of Fred W. Fox in black ink.

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

Handwritten signature of Mark N. Fox in black ink.

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

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 >