



**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 Strings Project Submitted by Enerplus Resources (USA) Corporation.”

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 May 12, 2008, MHA Nation Tribal Chairman Marcus Wells executed the Bureau of Indian Affairs (“BIA”) “Consent of Owner’s - Grant of Right-of-Way” across certain trust lands on Allotment No. [T] 710A (100% Tribal interest), located in Section 2, Township 149 North, Range 94 West:

Lot 03 = NE NW – 39.85 acres

Lot 4 = NW NW – 39.87 acres; S NW – 80 acres; SW – 160 acres

Total acres – 319.92 acres; and



WHEREAS, On November 17, 2008, the Bureau of Indian Affairs (“BIA”) granted to Peak North Dakota, LLC, BIA ROW No. FBOG90005 for the following purposes, specifically: GRASSY KNOLL 2-11H WELL LOCATION AND ACCESS over and across the following described lands located in the McKenzie County, North Dakota, as follows:

Township 150 North, Range 94 West, Fifth P.M.

Allotment #T664A – S $\frac{1}{2}$ N $\frac{1}{2}$ NE $\frac{1}{4}$ of Section 33 (3.01 acres access road)

Allotment #T666A - S $\frac{1}{2}$ N $\frac{1}{2}$ NW $\frac{1}{4}$ of Section 33 (3.03 acres access road)

Allotment #T1083A – E $\frac{1}{2}$ of Section 34 (7.81 acres access road)

Township 149 North, Range 94 West, Fifth P.M.

Allotment #709A – Lots 1 & 2, S $\frac{1}{2}$ NE $\frac{1}{4}$ SE $\frac{1}{4}$ of Section 3 (2.36 acres access road)

Allotment #T710A - NW $\frac{1}{4}$ NW $\frac{1}{4}$ of Section 2

(4.73 acres well pad & 0.18 acres access road)

- Said ROW is limited to and more particularly described to be an access road 14,275 feet in length, 50 feet in width, in addition to a well pad 380 feet by 500 feet and 4.73 acres for 21.12 acres in total area; and

WHEREAS, On December, 31st, 2010, Peak North Dakota, LLC a Colorado Limited Liability Company executed a Certificate of Merger, the surviving corporation is Enerplus Resources (USA) Corporation, a Delaware Corporation; the effective date of the merger is December 31st; and

WHEREAS, The transfer of BIA ROW No. FBOG90005 from Peak North Dakota, LLC to Enerplus Resources (USA) Corporation was completed for purposes of 25 CFR § 169.207(c) when the BIA reviewed a copy of the relevant assignment conveyance documentation and recorded said documentation in the Land Title and Records Office on (insert date: _____); and

WHEREAS, On January 30, 2014, the BIA issued a modification to BIA ROW No. FBOG90005 to add an additional wellbore, BANJO 149-94-02B-01H TF, to the well location, Grassy Knoll 2-11H, with no additional acres of disturbance to the well location, and omitting Allotment #T 666A, located in S $\frac{1}{2}$ N $\frac{1}{2}$ NW $\frac{1}{4}$ of Section 33, Township 150 North, Range 94 West, thereby modifying ROW No. FBOG90005, as follows: GRASSY KNOLL 2-11H WELL LOCATION, BANJO 149-94-02B-01H TF AND ACCESS ROAD over and across the following described lands located in the McKenzie County, North Dakota, as follows:

Township 150 North, Range 94 West, Fifth P.M.

Allotment #T664A – S $\frac{1}{2}$ N $\frac{1}{2}$ NE $\frac{1}{4}$ of Section 33 (3.01 acres access road)

Allotment #T1083A – E $\frac{1}{2}$ of Section 34 (7.81 acres access road)



Township 149 North, Range 94 West, Fifth P.M.

Allotment #709A – Lots 1 & 2, S½ NE¼ SE¼ of Section 3 (2.36 acres access road)
Allotment #T710A - NW¼ NW¼ of Section 2
(4.73 acres well pad & 0.18 acres access road); and

WHEREAS, On July 23, 2018, Enerplus Resources (USA) Corporation (“Enerplus”) submitted a ROW application to amend BIA ROW No. FBOG90005 to add (4) additional well bores with NO additional disturbance area, and to include language accounting for the total fenced area of 7.964 acres, across certain Tribal tracts in Allotment T710A (100% Tribal interest) in Section 2, Township 149 North, Range 94 West, McKenzie County, North Dakota, as more particularly described in Appendix A.1.; and

WHEREAS, The ROW application, submitted by Enerplus Resources (USA) Corporation to amend BIA ROW No. FBOG90005, 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, 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 \$20,000.00; and

WHEREAS, On August 14, 2018 at a duly held meeting of the Natural Resources Committee (“NRC”), the MHA Nation Energy Division recommended for approval of Enerplus Resources (USA) Corporation ROW application to amend BIA ROW No. FBOG90005 to add (4) additional well bores with NO additional disturbance area, and to include language accounting for the total fenced area of 7.964 acres, across certain Tribal tracts in Allotment T710A (100% Tribal interest) in Section 2, Township 149 North, Range 94 West, McKenzie County, North Dakota, and the NRC approved Enerplus Resources (USA) Corporation’s application and forwarded it to the Tribal Business Council for final action.

NOW THEREFORE BE IT RESOLVED, Subject to Enerplus Resources (USA) Corporation 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:

- Enerplus Resources (USA) Corporation – To amend BIA ROW No. FBOG90005 to add (4) additional well bores with NO additional disturbance area, and to include language accounting for the total fenced area of 7.964 acres, across



certain Tribal tracts in Allotment T710A (100% Tribal interest) in Section 2, Township 149 North, Range 94 West, McKenzie County, North Dakota; and

BE IT FURTHER RESOLVED, In accordance with the MHA Nation Standard Terms and Conditions for Right-of-Ways, the Tribal Business Council consents to amending BIA ROW No. FBOG90005, as described herein, provided that such ROW amendment will be subject to a twenty (20) year term, from the date of the BIA's execution of the grant of the amended ROW; and

BE IT FURTHER RESOLVED, The Tribal Business Council consents to the estimated compensation for this ROW application in the amount of \$20,000.00, which is based on the MHA Nation ROW compensation and application fees established and set forth in Resolution No. 17-117-FWF; and

BE IT FURTHER RESOLVED, In accordance with governing MHA Nation law and policy as well as applicable federal ROW regulations, all ROW grantees must obtain the prior written approval from the MHA Nation before assigning any ROW that contains any Tribal interest, and therefore, the Tribal Business Council does not pre-consent to an assignment of the BIA ROW No. FBOG90005; and

BE IT FURTHER RESOLVED, The Tribal Business Council does not consent to waive any bond, insurance, or alternative form of security; and

BE IT FURTHER RESOLVED, The MHA Nation Standard Terms and Conditions for Right-of-Ways, executed by Enerplus 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 amended BIA ROW No. FBOG101213; and

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 §169.403(a); 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.



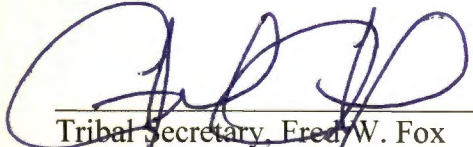
CERTIFICATION

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 21st day of September, 2018, that the foregoing Resolution was duly adopted at such meeting by the affirmative vote of 7 members, 0 members opposed, 0 members abstained, 0 members not voting, and that said Resolution has not been rescinded or amended in any way.

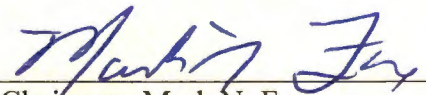
Chairman Voting. Not Voting.

Dated this 21st day of September, 2018.

ATTEST:



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



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 >