



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

A Resolution entitled: "Approval of Assessment of Civil Fine on RimRock Oil & Gas Williston, LLC for Trespass of BIA ROW No. FBOG100928 for the Skunk Creek 1-8 Well Pad and Consent to Amend BIA ROW No. FBOG100928 to Add Two Additional Wells on the Skunk Creek 1-8 Well Pad Submitted by RimRock Oil & 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. 13-109-VJB (Establishing 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), Resolution No. 17-117-FWF (Approval of Fee Structure), and Resolution No. 18-212-FWF (Amending Fee Structure); and

WHEREAS, On August 13, 2014, MHA Nation Tribal Business Council Member Fred Fox executed the Bureau of Indian Affairs ("BIA") "Consent of Owner's - Grant of Right-of-Way" application submitted by Kodiak Oil and Gas (USA) ("Kodiak") across certain Trust lands on Allotment No. 1626 (40% Tribal interest) located in



N $\frac{1}{2}$ NE $\frac{1}{4}$ of Section 8, Township 148 North, Range 93 West, Dunn County, North Dakota; and

WHEREAS, The Consent of Owner's – Grant of Right-of-Way for Allotment No. 1626, described above, includes the following description of easement:

1. A strip of land 100 feet in width and 2,505.26 feet long in the NE $\frac{1}{4}$ of Section 8, T148N R93W, encompassing approximately 5.75 acres of disturbed area.
2. A piece of land approximately +/- 420 feet wide and approximately +/- 500 feet long in the NE $\frac{1}{4}$ NE $\frac{1}{4}$ of Section 8, T148N R93W, encompassing approximately 6.60 acres of disturbed area within the barbed fence wire.; and

WHEREAS, On December 9, 2014, the Bureau of Indian Affairs ("BIA") granted ROW No. FBOG100928 for construction of the Well Pad for the Skunk Creek 1-8 on the following tribal tracts on the Fort Berthold Indian Reservation ("FBIR"):

- Allotment No. 1626 (40% Tribal interest) located in N $\frac{1}{2}$ NE $\frac{1}{4}$ of Section 8, Township 149 North, Range 93 West, the 5th Principal Meridian, Dunn County, North Dakota (5.75 acres of access road & 6.60 acres of well pad disturbance); and

WHEREAS BIA ROW No. FBOG100928 is limited to and more particularly described to be an access road 2,505.26 feet in length, 100 feet in width, approximately 5.75 acres of access road, and 6.60 acres in total area for the well pad; and

WHEREAS, On December 10, 2014, Kodiak amended its corporate articles changing its name to Whiting Resources Corporation ("Whiting") and through operation of law assigned the BIA ROW No. FBOG100928 to Whiting; and

WHEREAS, In July 2014, by operation of law transferred the assignment of BIA ROW No. FBOG100928 from Kodiak to Whiting and;

WHEREAS, Effective September 1, 2017, RimRock Oil & Gas Williston, LLC ("RimRock") acquired, through a Purchase Agreement and Assignment, Bill of Sale and Conveyance, all of Whiting's assets on the FBIR, including but not limited to leaseholds, equipment, records, permits, rights-of-way, and pending rights-of-way, and on a contractual basis, Whiting continued to operate said assets for RimRock until January 1, 2018; and

WHEREAS, On March 6, 2018, RimRock provided the BIA supporting documentation regarding the assignment of BIA rights-of-way from Whiting to RimRock, as a result of the September 1, 2017 Purchase Agreement and Assignment, Bill of Sale and Conveyance, including detailed lists of all approved rights-of-way and rights-



of-way “in process” and requested BIA to transfer all BIA ROWs on both lists from Whiting to RimRock; and

WHEREAS, The transfer of the approved ROWs and ROWs in process from Whiting to RimRock was completed under 25 CFR § 169.207(c) when BIA reviewed a copy of the assignment conveyance agreement and supporting documentation provided by RimRock and recorded said documentation in the Land Title and Records Office on September 17, 2018; and

WHEREAS, In February 2019, RimRock discovered that the original pad construction was larger than the original ROW, thus causing disturbance totaling 6.82 acres, exceeding the parameters of BIA ROW No. FBOG100928 on Allotment No. 1626 by 0.22 acres, thereby creating a trespass violation; and

WHEREAS, March 7, 2019, RimRock Oil representative met with the MHA Nation Energy Division to report the trespass matter described above, and discuss resolution of said trespass; and

WHEREAS, On March 7, 2019, RimRock submitted a ROW application to amend BIA ROW No. FBOG100928 to add two (2) additional well bores, with no additional disturbance: (i) Birdie 1-8H, and (ii) Bogie 1-8TFH, and continued use of the 0.22 acres not originally approved under BIA ROW No. FBOG100928 on the Skunk Creek 1-8 Pad, across certain Tribal tracts on Allotment No. 1626 (40% Tribal interest) located in N½ NE¼ of Section 8, Township 148 North, Range 93 West, the 5th Principal Meridian, Dunn County, North Dakota as more particularly described in Appendix A.1.; and

WHEREAS, Pursuant to fees established and set forth in Resolution No. 18-212-FWF, the projected compensation proportionate to MHA ownership (40% Tribal Interest) for this is \$10,000.00 for two (2) additional well bores (\$5,000.00 for each additional well bore) and \$770.00 for the additional 0.22 acreage (\$3,500.00 per acre of additional disturbance) for a total of \$4,308 proportion for Tribal Interest, in addition to the one-time application fee; and

WHEREAS, The ROW application, submitted by RimRock to amend BIA ROW No. FBOG100928 to add two (2) wells on the Skunk Creek 1-8 Pad, with no additional disturbance, and for the continued use of the additional 0.22 acres not approved by the original BIA ROW No. FBOG100928, and to resolve the current trespass matter, all described above, has been reviewed and recommended for approval by the MHA Nation Energy Division in accordance with the MHA Nation’s approved procedure for authorizing ROWs on Tribal Land; and

WHEREAS, On April 17, 2019, at a duly held meeting of the Energy Committee (“EC”), the MHA Nation Energy Division presented its findings regarding the trespass



violation of acreage disturbance exceeding the parameters of BIA ROW No. FBOG100928, and RimRock representatives were also in attendance at the EC meeting and were given an opportunity to be heard; and

WHEREAS, Based on all of the facts and circumstances provided to the EC regarding the above described trespass matter, the EC imposed an \$11,000.00 (\$50,000 per acre of trespass) fine for RimRock's trespass violation of acreage disturbance exceeding the parameters of BIA ROW No. FBOG100928 proportionate to 40% Tribal interest which equates to \$4,400.00, and the EC directed that RimRock must pay the fine within three (3) weeks; and

WHEREAS, Alternative resolution of ROW violations is consistent with intent and spirit of BIA Right-of-Way Regulations codified at 25 C.F.R. 169 Subpart F, which recognizes deference to Tribal decision-making and negotiated remedies; and

WHEREAS, Provided that RimRock remits timely payment of civil fine for the above described trespass violation of BIA ROW No. FBOG100928, the EC, at a duly held meeting on April 17, 2019, approved RimRock's ROW application and consent request to amend BIA ROW No. FBOG100928 to add two (2) additional well bores, with no additional disturbance: (i) Birdie 1-8H, and (ii) Bogie 1-8TFH, and continued use of the 0.22 acres not originally approved under BIA ROW No. FBOG100928 on the Skunk Creek 1-8 Pad, across certain tribal tracts on Allotment No. 1626 (40% Tribal Interest) located in N½ NE¼ of Section 8, Township 148 North, Range 93 West, the 5th Principal Meridian, Dunn County, North Dakota, and the EC forwarded RimRock's application to the Tribal Business Council for final action.

NOW THEREFORE BE IT FURTHER RESOLVED, The Tribal Business Council hereby approves the action of the Energy Committee to impose on RimRock Oil & Gas Williston, LLC a \$4,400.00 civil fine for a trespass violation of acreage disturbance exceeding the parameters of BIA ROW No. FBOG100928.

BE IT FURTHER RESOLVED, Provided that RimRock Oil & Gas Williston, LLC timely remits payment for the trespass violation of BIA ROW No. FBOG100928, described herein, and subject to RimRock Oil & 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 & Gas Williston, LLC – To amend BIA ROW No. FBOG100928 to add two (2) additional well bores, with no additional disturbance: (i) Birdie 1-8H,



and (ii) Bogie 1-8TFH, and continued use of the 0.22 acres not originally approved under BIA ROW No. FBOG100928 on the Skunk Creek 1-8 Pad, across certain tribal tracts on Allotment No. 1626 (40% Tribal Interest) located in N½ NE¼ of Section 8, Township 148 North, Range 93 West, the 5th Principal Meridian, Dunn County, North Dakota.

BE IT FURTHER RESOLVED, In accordance with the MHA Nation Standard Terms and Conditions for Right-of-Ways, amending BIA ROW No. FBOG100928 to add two (2) wells on the Skunk Creek 1-8 Well Pad, will be subject to the term of twenty (20) years from the originally executed BIA ROW grant FBOG100928.

BE IT FURTHER RESOLVED, The Tribal Business Council hereby consents to the estimated compensation proportionate to MHA ownership (40% Tribal Interest) for this is \$10,000.00 for two (2) additional well bores (\$5,000.00 for each additional well bore) and \$770.00 for the additional 0.22 acreage (\$3,500.00 per acre of additional disturbance) for a total of \$4,308 proportion for Tribal Interest, and in addition to the one-time application fee, pursuant to the application fees established and set forth in Resolution No. 18-212-FWF.

BE IT FURTHER RESOLVED, The Tribal Business Council requests Bureau of Indian Affairs to retain the original terms and conditions of the original BIA ROW No. FBOG100928.

BE IT FURTHER RESOLVED, The MHA Nation Standard Terms and Conditions for Right-of-Ways, executed by RimRock Oil & 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 amended BIA ROW No. FBOG100928.

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).

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.



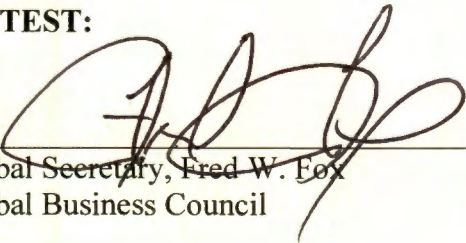
CERTIFICATION

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 9th day of May, 2019, 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.

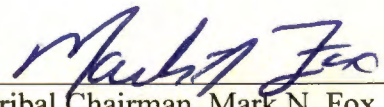
Chairman [] Voting. [X] Not Voting.

Dated this 9th day of May, 2019.

ATTEST:



Tribal Secretary, Fred W. Fox
Tribal Business Council



Tribal Chairman, Mark N. Fox
Tribal Business Council