



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

A Resolution entitled, "Approval of a Waiver of the Policy Regarding Pipeline Construction Materials Requested by Marathon Oil Company for the Existing Myrmidon Water Gathering System; Such Waiver Not Applying to the Expansion Part of the Project."

WHEREAS, This Mandan, Hidatsa, and Arikara Nation (the "MHA Nation" or "Tribes"), 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 Business 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 is concerned about the integrity of pipelines on and around the Fort Berthold Reservation; and

WHEREAS, The Tribal Business Council has adopted a policy disfavoring certain materials formerly used in the construction pipelines; and

WHEREAS, Marathon Oil Company ("Marathon") constructed a water gathering system (the "Myrmidon Water Gathering System" or "MWGS") prior to the adoption of the Tribal Business Council's policy regarding the usage and restrictions of pipeline construction materials on the Fort Berthold Indian Reservation ("FBIR"); and

WHEREAS, Marathon would like to expand its existing MWGS; and

WHEREAS, On April 17, 2019, at a duly held meeting of the Energy Committee ("EC"), Marathon's representatives apprised the Committee of its plans to expand the MWGS using only steel or Flexsteel pipe for any new construction, and that Marathon would agree to remit a waiver fee of \$100,000.00 to grandfather in its existing water gathering system constructed prior to the adoption of the Tribal Business Council's policy regarding pipeline construction materials and permit the planned expansion of the MWGS; and



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WHEREAS Having heard Marathon's plans to expand the MWGS and its request for a waiver of the pipeline construction materials policy, the EC voted in favor of grandfathering in Marathon's existing water gathering system and permitting its planned expansion of the MWGS, provided that such expansion shall comply with the Tribal Policy regarding usage and restrictions of certain pipeline construction materials on the FBIR.

NOW, THEREFORE, BE IT RESOLVED, That the Tribal Business Council hereby approves the action of the Energy Committee to waive Tribal Policy regarding usage and restrictions of certain pipeline construction materials on the Fort Berthold Indian Reservation for the Myrmidon Water Gathering System as owned by Marathon Oil Company.

BE IT FURTHER RESOLVED, That the Tribal Business Council hereby agrees to grandfather in Marathon Oil Company's existing Myrmidon Water Gathering System constructed prior to the adoption of the Tribal Business Council's policy regarding pipeline construction materials, and accepts a waiver fee of \$100,000.00 negotiated by the Energy Committee, and hereby permits Marathon to expand the MWGS using only steel or Flexsteel pipe for any new construction; provided that all new pipeline construction shall comply with the current policy regarding pipeline construction materials and, in compliance with the MHA Nation Oil and Gas Pipeline Safety Code.

BE IT FINALLY RESOLVED, That the Chairman is hereby authorized to take such further actions as are necessary to carry out the terms and intent of this Resolution.



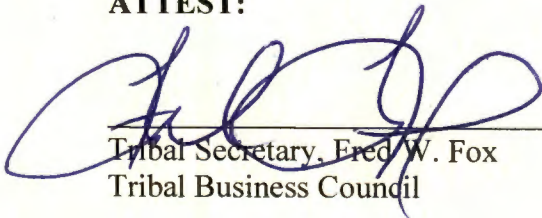
CERTIFICATION

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 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 5 members, 0 members opposed, 0 members abstained, 2 members not voting, and that said Resolution has not been rescinded or amended in any way.

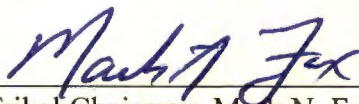
Chairman [X] Voting. [] Not Voting.

Dated this 9th day of May, 2019.

ATTEST:



Tribal Secretary, Fred W. Fox
Tribal Business Council



Tribal Chairman, Mark N. Fox
Tribal Business Council