



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

A Resolution entitled: "Approval of Consent to Amend BIA ROW No. FBOG100809 to add Four Additional Wells on the Moccasin Creek 14-33 Well Pad."

- WHEREAS,** This Nation having accepted the Indian Reorganization Act of June 18, 1934, and the authority under said Act and having adopted a Constitution and By-Laws pursuant to said Act; and
- WHEREAS,** The Constitution of the Three Affiliated Tribes (or "Tribes") generally authorizes and empowers the Tribal Business Council to engage in activities on behalf of and in the interest of the welfare and benefit of the Tribes and of the enrolled members thereof; and
- WHEREAS,** Article III of the Constitution of the Three Affiliated Tribes provides that the Tribal Business Council is the governing body of the Tribes; and
- WHEREAS,** Article VI, Section 5 (d) of the Constitution of the Three Affiliated Tribes empowers the Tribal Business Council to negotiate with the Federal government on behalf 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 provide 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 May 7, 2013, MHA Nation Tribal Business Council Member and Secretary V. Judy Brugh executed the Bureau of Indian Affairs ("BIA") "Consent of Owner's - Grant of Right-of-Way" application submitted by Kodiak Oil & Gas Corp across certain Trust lands on Allotment No. T2189 (100% Tribal Interest) located in N½ of Section 3 of Township 147 North, Range 93 West, in Dunn County, North Dakota; and

WHEREAS, The Consent of Owner's – Grant of Right-of-Way for Allotment No. T2189, described above, includes the following description of easement:

1. A strip of land 100 feet in width and 776.36 feet long in Lot 4 of Section 3, T147N, R93W, encompassing approximately 1.78 acres of disturbed area.
2. As a Condition of said consent, it shall be required that language be added to said right of ways as follows: Nothing in this grant of right of way shall diminish or be construed to diminish the jurisdiction and sovereign authority of the Three Affiliated Tribes over the above described lands and the Tribe hereby retains its jurisdiction and sovereign authority over said lands.

WHEREAS, On May 7, 2013, MHA Nation Tribal Business Council Member and Secretary V. Judy Brugh executed the Bureau of Indian Affairs ("BIA") "Consent of Owner's - Grant of Right-of-Way" application submitted by Kodiak Oil & Gas Corp across certain Trust lands on Allotment No. T3053 (100% Tribal Interest) located in the N½ of Section 4, Township 147 North, Range 93 West, and in the SE¼ of Section 33 of Township 148 North, Range 93 W, in Dunn County, North Dakota; and

WHEREAS, The Consent of Owner's – Grant of Right-of-Way for Allotment No. T3053, described above, includes the following description of easement:

1. A strip of land 100 feet in width and 2,430.62 feet long in Lot 1, Lot 2 of Section 4, T147N, R93W, and 795.16 feet long in SW4SE4 of Section 33, T148N, R93W, encompassing approximately 7.41 acres of disturbed area.
2. A piece of land approximately +/- 304 feet wide and approximately +/- 441 feet long in the SW4SE4 of Section 33, T148N, R93W, encompassing approximately 5.84 acres of disturbed area within the barbed fence wire.
3. As a Condition of said consent, it shall be required that language be added to said right of ways as follows: Nothing in this grant of right of way shall diminish or be construed to diminish the jurisdiction and sovereign authority



of the Three Affiliated Tribes over the above described lands and the Tribe hereby retains its jurisdiction and sovereign authority over said lands.

WHEREAS, On December 26, 2013, the Bureau of Indian Affairs (“BIA”) granted to Kodiak Oil & Gas (USA), Inc. (“Kodiak”) ROW No. FBOG100809, an “easement for right-of-way for the following purposes, specifically: MOCCASIN CREEK 14-33-28-4H3, 14-33-28-4H, 14-33-28-3H3A, 14-33-28-3H, 14-33-28-3H3, & 14-33-28-2H3 WELL LOCATION AND ACCESS over land embraced within a right-of-way, situated on the following described lands located in” Dunn County, North Dakota on the Fort Berthold Indian Reservation (“FBIR”):

Township 149 North, Range 93 West, Fifth Principal Meridian

Allotment No. T2189 – N½ of Section 3
(1.78 acres - access road)

Allotment No. T3053 – N½ of Section 4
(5.58 acres – access road)

Township 148 North, Range 93 West, Fifth Principal Meridian

Allotment No. T3053 – SW¼ SE¼ of Section 33
(1.83 acres – access road & 5.84 acres of well pad disturbance)

Allotment No. 2087-B – SE¼ SW¼ of Section 33
(0.94 acres – access road & 3.25 acres of well pad disturbance)

WHEREAS BIA ROW No. FBOG100809 is limited to and more particularly described to be an access road 4,413.04 feet in length, 100 feet in width, and a well pad disturbance of 9.09 acres and 19.22 acres in total area; and

WHEREAS, BIA ROW No. FBOG100809 provides that a 100 foot width right-of-way is granted across the aforementioned trust property along with 9.09 acres of surface disturbance inside a barbed wire fence for a well pad, designated as the Moccasin Creek 14-33 Pad; and

WHEREAS, On December 10, 2014, Kodiak amended its corporate articles changing its name to Whiting Resources Corporation (“Whiting”); and

WHEREAS, In July 2015, by operation of law the assignment of ROW No. FBOG100809 transferred 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, On May 9, 2019, RimRock Oil & Gas Williston, LLC submitted a ROW application and consent request to amend BIA ROW No. FBOG100809 to add four (4) additional well bores, with no additional disturbance: (i) Cirrus 14-33H, (ii) Cumulus 14-33TFH, (iii) Nimbus 14-33TFH, and (iv) Stratus 14-33H, on the Moccasin Creek 14-33 Pad, across certain Tribal tracts located in the 5th Principal Meridian in Dunn County on the FBIR:

- Allotment No. T2189 (100% Tribal Interest), in the N½ of Section 3 of Township 147 North, Range 93 West;
- Allotment No. T3053 (100% Tribal Interest), in the N½ of Section 4 of Township 147 North, Range 93 West; and
- Allotment No. T3053 (100% Tribal Interest), in the SW¼ SE¼ of Section 33 of Township 148 North, Range 93 West; and

WHEREAS, Pursuant to fees established and set forth in Resolution No. 18-212-FWF, the projected compensation to the MHA Nation for this ROW application is \$20,000.00 for four (4) additional well bores (\$5,000.00 for each additional well bore); and

WHEREAS, The ROW application and consent request, submitted by RimRock Oil & Gas Williston, LLC for the addition of four (4) wells, with no additional disturbance, on the Moccasin Creek 14-33 Pad, described above, has been reviewed and recommended for approval by the MHA Energy Committee and the MHA Nation



Energy Division in accordance with the MHA Nation's approved procedure for authorizing ROWs on Tribal Land; and

WHEREAS, On June 4, 2019, at a duly held meeting of the Energy Committee, the MHA Nation Energy Division recommended approval of RimRock Oil & Gas Williston, LLC's application to amend BIA ROW No. FBOG100809, described herein, and the EC forwarded RimRock's application to the Tribal Business Council for final action.

NOW THEREFORE BE IT RESOLVED, 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. FBOG100809 to add four (4) additional well bores, with no additional disturbance: (i) Cirrus 14-33H, (ii) Cumulus 14-33TFH, (iii) Nimbus 14-33TFH, and (iv) Stratus 14-33H, on the Moccasin Creek 14-33 Pad, across certain Tribal tracts located in the 5th Principal Meridian in Dunn County, North Dakota on the Fort Berthold Indian Reservation:
 - Allotment No. T2189 (100% Tribal Interest), in the N½ of Section 3 of Township 147 North, Range 93 West;
 - Allotment No. T3053 (100% Tribal Interest), in the N½ of Section 4 of Township 147 North, Range 93 West; and
 - Allotment No. T3053 (100% Tribal Interest), SW¼ SE¼ of Section 33 of Township 148 North, Range 93 West.

BE IT FURTHER RESOLVED, In accordance with the MHA Nation Standard Terms and Conditions for Right-of-Ways, the amending the ROW FBOG100809 for the four (4) additional Wells on the Moccasin Creek 14-33 Well Pad will be subject to a twenty (20) year term, from the date of the BIA's execution of the modification of BIA ROW No. FBOG100809.

BE IT FURTHER RESOLVED, The Tribal Business Council hereby 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 for the four (4) additional well bores (\$5,000.00 for each additional well bore), pursuant to the application fees established and set forth in Resolution No. 18-212-FWF.

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. FBOG100809.

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

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, constitutes a written agreement as part of the MHA Nation's consent to the grant of the ROW amendment, 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. FBOG100809.

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, 5 were present at a Regular Meeting thereof duly called, noticed, convened and held on the 10th day of July, 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 10th day of July, 2019.

ATTEST:

Tribal Secretary, Fred W. Fox
Tribal Business Council

Tribal Chairman, Mark N. Fox
Tribal Business Council