



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

*A Resolution entitled, "Approval of Second Amendment to Oil and Gas Lease (7420A49001),
WPX Energy Williston, LLC."*

- WHEREAS,** The Three Affiliated Tribes of the Fort Berthold Indian Reservation also known as the Mandan Hidatsa and Arikara Nation ("MHA 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 under said Act; and
- WHEREAS,** Pursuant to Article III, Section 1 of the Constitution and By-Laws of the MHA Nation, 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 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;
- WHEREAS,** Article IX Sections 1 and 3 of said Constitution provides that the Tribal Business Council has the authority to manage and lease or otherwise deal with tribal lands and resources; and
- WHEREAS,** Pursuant to the Indian Mineral Development Act of 1982 ("IMDA"), on January 7, 2008, the MHA Nation and Dakota-3, LLC, a North Dakota limited liability company, entered into Oil and Gas Lease Contract No. 7420A49001 (The "Oil and Gas Lease"); and
- WHEREAS,** On January 17, 2008, the Bureau of Indian Affairs ("BIA") approved the Oil and Gas Lease, and the Consent to Assignment of Oil and Gas Lease from Dakota-3 to Dakota-3 E&P Company, LLC, a Delaware limited liability company, dated effective as of February 1, 2008; and
- WHEREAS,** On January 29, 2008, the BIA approved the assignment of the Oil and Gas Lease by Dakota-3 to WPX Energy Williston, LLC ("WPX"); and
- WHEREAS,** On September 10, 2008, the BIA approved a First Amendment to the Oil and Gas Lease; and



WHEREAS, WPX has submitted a proposed second amendment to the Oil and Gas Lease, which would add thereto certain minerals under the Missouri riverbed, to be included as Exhibit B to the Oil and Gas Lease, and in exchange offers an increase in the royalty (21%) and bonus (\$10,000 per acre) for those lands listed in the proposed Exhibit B; and

WHEREAS, On June 12, 2019 the Executive Committee of the Tribal Business Council voted to move the proposed Second Amendment to the Oil and Gas Lease to the Tribal Business Council for Approval.

NOW THEREFORE BE IT RESOLVED, Subject to legal review, the MHA Nation authorizes the Second Amendment of the Oil and Gas Lease, to include as part of the leased premises the new proposed Exhibit B to the Oil and Gas Lease consisting of certain described minerals under the Missouri riverbed, with a bonus of \$10,000 per acre and royalty rate of 21% for the Exhibit B lands, substantially in the form attached hereto, subject to revisions as necessary after legal review.

BE IT FINALLY RESOLVED, Subject to legal review, the Chairman is hereby authorized to execute the second amendment to the Oil and Gas Lease and take such further actions as are necessary to carry out the terms and intent of this Resolution.

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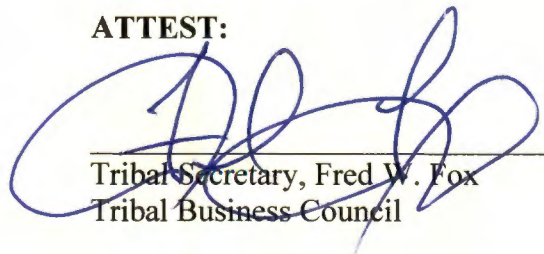
CERTIFICATION

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.

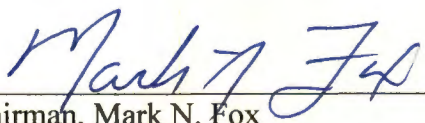
Chairman [X] Voting. [] Not Voting.

Dated this 10th day of July, 2019.

ATTEST:



Tribal Secretary, Fred W. Fox
Tribal Business Council



Chairman, Mark N. Fox
Tribal Business Council