



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

***A Resolution entitled: "Approval of Assessment of a Civil Fine on RimRock Oil & Gas Williston, LLC for Trespass Violations of BIA ROW No. FBOG090020 for the Moccasin Creek 16-3H Project and Consent to Amend BIA ROW No. FBOG090020 to Add Three Additional Wells on the Moccasin Creek 16-3H Well Pad and for the Continued Use of Access Road and Well-Pad Acreage Not Approved in the Original BIA ROW No. FBOG090020 Submitted by RimRock Oil & Gas Williston, LLC."***

**WHEREAS,** This Mandan Hidatsa and Arikara Nation, also known as the Three Affiliated Tribes" (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 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 March 18, 2009, then-MHA Nation Tribal Business Council Member and Chairman Marcus Levings executed the Bureau of Indian Affairs (“BIA”) “Consent of Owner’s - Grant of Right-of-Way” form submitted by Kodiak Oil and Gas (USA) (“Kodiak”) across certain Trust lands on Allotment No. T1029A-A (100% Tribal Interest) located in SE¼ of Section 3, Township 147 North, Range 93 West, and Allotment No. T1029A[-B] (100% Tribal Interest) located in NE¼ of Section 10, Township 147 North, Range 93 West; and

**WHEREAS,** The Consent of Owner’s – Grant of Right-of-Way described above includes the following description of easement: “ROW (Access Road) to access oil and gas site”; and

**WHEREAS,** On July 24, 2009, the Bureau of Indian Affairs (“BIA”) granted to Kodiak Oil and Gas Corporation, its successor and assigns, BIA ROW No. FBOG090020 for the following purposes, specifically: MOCCASIN CREEK 16-3H and MOCCASIN CREEK 16-3-11H WELL LOCATION AND ACCESS over land embraced within a right-of-way situated on the following described lands located on the Fort Berthold Indian Reservation (“FBIR”), in the County of Dunn, North Dakota:

**Township 147 North, Range 93 West, Fifth P.M.**

Tract T1029A-A (100% Tribal Interest), SE¼ SE¼ of Section 3  
(3.75 acres well pad and 0.29 acres access road)

Tract T1029A-B (100% Tribal Interest), NE¼ [N]E¼ of Section 10,  
(0.03 acre[s] access road); and

**WHEREAS** BIA ROW No. FBOG090020 is limited to and more particularly described to be an access road 276 feet in length and 50 feet in width and a well pad 300 feet by 500 feet and 4.07 acres in total area, with a fifty-foot wide right-of-way along with 3.44 acres of surface disturbance for a well pad; and

**WHEREAS,** On December 10, 2014, Kodiak Oil and Gas Corporation (“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. FBOG090020 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,** In June 2019, RimRock discovered that construction of the Moccasin Creek 16-3H Project exceeded the acreage granted in the original easement, BIA ROW No. FBOG090020, thus causing additional disturbance of 2.75 acres (consisting of 2.72 acres for the well pad disturbance, including 2.17 acres on Allotment T1029A-A, and 0.55 acres on Allotment T1029A-B; and 0.03 acres for the access road disturbance on Allotment T1029A-B), thereby creating a trespass violation; and

**WHEREAS,** RimRock also discovered that the construction of the Moccasin 16-3H Project exceeded the parameters of BIA ROW No. FBOG090020, by extending 0.921 acres of well pad disturbance on Allotment 1044A (8.57767491% Tribal interest), which was not part of the acreage covered by BIA ROW No. FBOG090020; thereby creating a trespass violation; and

**WHEREAS,** June 18, 2019, RimRock representative met with the MHA Nation Energy Division to report the trespass matter described above, and discuss resolution of said trespass; and

**WHEREAS,** On June 18, 2019, RimRock submitted a ROW application to amend BIA ROW No. FBOG090020 to add three (3) additional well bores: (i) Bloodaxe 16-3H, (ii) Forkbeard 16-3TFH, and (iii) Ironside 16-3TFH, and for the continued use of the 0.03 acres of access road on Allotment T1029A-B and 3.641 acres of well pad on Allotment T1029A-A, Allotment T1029A-B, and Allotment 1044A, disturbance not originally approved under BIA ROW No. FBOG090020 on the Moccasin Creek 16-3H Project, across certain Tribal tracts on Allotment No. T1029A-A (100% Tribal Interest) located in SE¼ SE¼ Section 3, Township 147 North, Range 93 West, and Allotment No. T1029A-B (100% Tribal Interest) located in NE¼ NE¼ of Section 10, Township 147 North, Range 93 West, and Allotment No. 1044A



(8.57767491% Tribal Interest) located in the SW $\frac{1}{4}$  of Section 2 and NW $\frac{1}{4}$  of Section 11, Township 147 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 Nation ownership interests for this ROW application is \$24,901.50 [consists of \$15,000.00 for Three (3) additional well bores (\$5,000.00 for each additional well bore); \$9,625.00 for the additional 2.75 acreage (\$3,500.00 per acre of additional disturbance) for Allotments T1029A-A (100% Tribal interest) and T1029A-B (100% Tribal interest); and \$276.50 for 0.921 acres of additional acreage on Allotment 1044A (\$3,500 per acre of additional disturbance X Tribal interest of 0.0857767491)], in addition to the one-time application fee; and

**WHEREAS,** The ROW application and consent request, submitted by RimRock to amend BIA ROW No. FBOG090020, as follows: (i) To add Three (3) wells on the Moccasin Creek 16-3H Pad; (ii) For the continued use of the additional 3.671 acres not approved by the original BIA ROW No. FBOG090020; and (iii) 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 August 6, 2019, at a duly held meeting of the Energy Committee ("EC"), the MHA Nation Energy Division presented to the EC its findings regarding the trespass violations of acreage disturbance exceeding the parameters of BIA ROW No. FBOG090020, and RimRock representatives were 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 at its August 6, 2019 meeting regarding the above described trespass violations, the EC imposed on RimRock a \$141,450.02 fine for the following trespass violations exceeding the parameters of BIA ROW No. FBOG090020: (i) a \$137,500.00 fine for trespass of 2.75 acres on Allotment T1029A-A and Allotment T1029A-B (based on \$50,000 per acre times 100% Tribal interest); and (ii) a \$3,950.02 fine for trespass of 0.921 acres on Allotment 1044A (based on \$50,000 per acre times 8.57767491 Tribal interest), 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 Oil & Gas Williston, LLC remits timely payment of the \$141,450.02 civil fine for the above described trespass violations, the Energy



Committee, at a duly held meeting on August 6, 2019, approved RimRock Oil & Gas Williston, LLC's ROW application and consent request to amend BIA ROW No. FBOG090020 to add three (3) additional well bores: (i) Bloodaxe 16-3H, (ii) Forkbeard 16-3TFH, and (iii) Ironside 16-3TFH, and for the continued use of the 0.03 acres of access road disturbance and 3.641 acres of well pad disturbance not originally approved under BIA ROW No. FBOG090020 on the Moccasin Creek 16-3H Pad, across certain Tribal tracts on Allotment No. T1029A-A (100% Tribal Interest) located in SE $\frac{1}{4}$  SE $\frac{1}{4}$  Section 3 of Township 147 North, Range 93 West, and on Allotment No. T1029A-B (100% Tribal Interest) located in NE $\frac{1}{4}$  NE $\frac{1}{4}$  of Section 10 of Township 147 North, Range 93 West, and on Allotment No. 1044A (8.57767491% Tribal Interest) located in the SW $\frac{1}{4}$  of Section 2 and NW $\frac{1}{4}$  of Section 11, Township 147 North, Range 93 West, the 5th Principal Meridian, Dunn County, North Dakota, more fully described herein, and in the attached Appendix A.1., and the EC forwarded RimRock Oil & Gas Williston, LLC's ROW application and consent request to the Tribal Business Council for final action.

**NOW THEREFORE BE IT FURTHER RESOLVED,** The Tribal Business Council hereby affirms the action of the Energy Committee to impose on RimRock Oil & Gas Williston, LLC a \$141,450.02 civil fine for trespass violations of acreage disturbance exceeding the parameters of BIA ROW No. FBOG090020 of 2.75 acres on Allotment T1029A-A and Allotment T1029A-B, and 0.921 acres on Allotment 1044A.

**BE IT FURTHER RESOLVED,** Provided that RimRock Oil & Gas Williston, LLC timely remits payment of \$141,450.02 for the trespass violations, 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. FBOG090020 to add three (3) additional well bores: (i) Bloodaxe 16-3H, (ii) Forkbeard 16-3TFH, and (iii) Ironside 16-3TFH, and for the continued use of the 0.03 acres of access road and 3.641 acres of well pad disturbance not originally approved under BIA ROW No. FBOG090020 on the Moccasin Creek 16-3H Project, across certain Tribal tracts on Allotment No. T1029A-A (100% Tribal Interest) located in the SE $\frac{1}{4}$  SE $\frac{1}{4}$  of Section 3, Township 147 North, Range 93 West, and on Allotment No. T1029A-B (100% Tribal Interest) located in the NE $\frac{1}{4}$  NE $\frac{1}{4}$  of Section 10, Township 147 North, Range 93 West, and on Allotment No. 1044A (8.57767491% Tribal Interest) located in the SW $\frac{1}{4}$  of Section 2 and the NW $\frac{1}{4}$  of Section 11, Township 147 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. FBOG090020 to add three, (3) wells on the Moccasin Creek 16-3 Well Pad will be subject to the term from the originally executed BIA ROW Grant No. FBOG090020.

**BE IT FURTHER RESOLVED,** The Tribal Business Council consents to the estimated compensation to the MHA Nation for this ROW application in the amount of \$24,901.50 [consisting of \$15,000.00 for Three (3) additional well bores (at \$5,000.00 for each additional well bore); \$9,625.00 for the additional 2.75 acreage on Allotment T1029A-A and Allotment T1029A-B (at \$3,500.00 per acre of additional disturbance times 100% Tribal interest); and \$276.50 for 0.921 acres of additional acreage on Allotment 1044A (at \$3,500 per acre of additional disturbance times 8.57767491% Tribal interest)], in addition to the one-time application fee.

**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 BIA ROW No. FBOG090020 or any portion thereof.

**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, 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. FBOG090020.

**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 12<sup>th</sup> day of September, 2019, 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 12<sup>th</sup> day of September, 2019.

**ATTEST:**

Tribal Secretary, Fred W. Fox  
Tribal Business Council

Chairman, Mark N. Fox  
Tribal Business Council