



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

A Resolution entitled, "Approval of Setback Variance for the Moccasin Creek 16-34H Project Requested by RimRock Oil & Gas Williston, LLC Energy Company."

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 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 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, 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, The Tribal Business Council passed Resolution No. 12-087-VJB, entitled, "The Missouri River, Badlands and Sacred Sites Protection Act" which requires a half mile setback for well sites/drilling pads from the Missouri River, Little Missouri River, and designated sacred sites or villages in the Badlands; and

WHEREAS, The Tribal Business Council passed Resolution No. 12-139-VJB, entitled, "Amending the Missouri River and Badlands Protection Act to Allow Variances upon Recommendation by the Tribal Energy Office," which authorizes the MHA Nation Energy Office to consider setback variance requests and make recommendations to the Tribal Business Council to approve such requests "when minerals would be stranded due to the setback provisions or where the applicant has made a clear showing that granting the variance would not cause an adverse environmental effect upon the Missouri River or the Little Missouri River"; and

WHEREAS, Applications for setback variances within the exterior boundaries of the Fort Berthold Indian Reservation are subject to other requirements of Tribal law, including 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 June 19, 2019, RimRock Oil & Gas Williston, LLC (“RimRock”) submitted to the MHA Nation Energy Division a request for a Setback Variance, as set forth in Exhibit A; and

WHEREAS, The specific Setback Variance requested by RimRock is, as follows:

MOCCASIN CREEK 16-34H PROJECT: For four (4) additional wellbores: (i) Mauna Loa 16-34H, (ii) Pompeii 16-34TFH, and (iii) St. Helens 16-34TFH.

LOCATION: Allotment T1029A-A (100% Tribal interest), located in the SE¼ of Section 34, Township 148 North, Range 93 West.

ACRES OF DISTURBANCE: No additional disturbance.

DRILLING/SPACING UNIT: NDM-104288

DISTANCE FROM WELLPAD: ±1056 feet to the 1854 High Water Line; (*See* Map “B” Quad Access Route, in Exhibit A); and

WHEREAS, On August 15, 2019, during the environmental and right-of-way on-sites, RimRock met with the MHA Nation Energy Division to review and consider all other alternatives for the construction and siting of the Moccasin Creek 16-34H Project; and

WHEREAS, The MHA Nation Energy Division reviewed, processed and fully vetted RimRock request for a setback variance for Moccasin Creek 16-34H Project and has determined that RimRock has made a clear showing that granting the variance would not cause an adverse environmental effect upon the Missouri River or the Little Missouri River; and

WHEREAS, On August 6, 2019, at a duly held meeting of the MHA Nation Energy Committee (“EC”), the MHA Nation Energy Division recommended approval RimRock’s setback variance request for Moccasin Creek 16-34H Project, and the EC approved RimRock’s setback variance request for Moccasin Creek 16-34H Project and forwarded it to the Tribal Business Council for final action.

NOW THEREFORE BE IT RESOLVED, the Tribal Business Council hereby approves the setback variance, attached as Exhibit A, submitted by RimRock for Moccasin Creek 16-34 Project, as set forth in Exhibit A, and more specifically as follows:



MÓCCASIN CREEK 16-34H PROJECT: For four (4) additional wellbores: (i) Mauna Loa 16-34H, (ii) Pompeii 16-34TFH, and (iii) St. Helens 16-34TFH.

LOCATION: Allotment T1029A-A (100% Tribal interest), located in the SE¼ of Section 34, Township 148 North, Range 93 West.

ACRES OF DISTURBANCE: No additional disturbance.

DRILLING/SPACING UNIT: NDM-104288

DISTANCE FROM WELLPAD: ±1056 feet to the 1854 High Water Line; (See Map "B" Quad Access Route, in Exhibit A).

BE IT FURTHER RESOLVED, Pursuant to Resolution No. 18-212-FWF, approval of the setback variance request described herein is subject to payment of a processing fee in the amount of \$3,000.00, which must be paid within fifteen (15) days from the approval and execution of this Resolution.

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

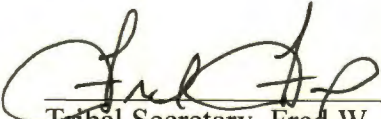
CERTIFICATION

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 12th 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.

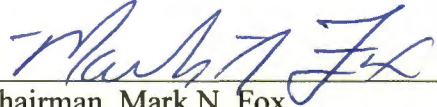
Chairman Voting. Not Voting.

Dated this 12th day of September, 2019.

ATTEST:



Tribal Secretary, Fred W. Fox
Tribal Business Council



Chairman, Mark N. Fox
Tribal Business Council