



**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. FBOG101152 for the Multi-Well Pad 1-28A (Disco Pad) Project Submitted by QEP Energy Company."

- WHEREAS**, This Nation having accepted the Indian Reorganization Act of June 18, 1934, 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 (or "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 July 13, 2016, the Tribal Business Council passed Resolution No. 16-139-LKH, entitled "Consent to a Right-of-Way across Tribal land Submitted by QEP Energy Company [for] Multi-Well Pad 1-28A" which provided Tribal consent for "multi-well Pad 1-28A, as follows:

Allotment 373A (an undivided 0.3819444444 interest)



- A strip of land 150 feet in width for use as a road within a multi-use corridor (Access Road and Flowlines to the MHA 8-28A and MHA 1-28A Well Pads) and 3260.00 feet long in the NE/4 of Section 21 and the NW/4 of Section 22, T150N, R92W, encompassing approximately 12.33 acres of disturbed area.

Allotment T5447 (an undivided 1.0000000000 interest)

- A strip of land 150 feet in width for use as a road within a multi-use corridor (Access Road and Flowlines to the MHA 8-28A Well Pad) and 2267.32 feet long in the E/2NE/4 of Section 28, T150N, R92W, encompassing approximately 7.81 acres of disturbed area.
- A piece of land approximately +/- 500 feet long in the S/2NE/4 of Section 28, T150N, R92W, encompassing approximately 7.81 acres of disturbed area within the barbed wire fence (8 wells)”; and

WHEREAS, On August 25, 2017, the Bureau of Indian Affairs (“BIA”) granted to QEP Energy Company ROW No. FBOG101152, a “right-of-way for MHA 11-27-26H-150-92, MHA 11-29-30H-150-92, MHA 5-27-26H-150-92, MHA 5-29-30H-150-92, MHA 7-27-26H-150-92, MHA 7-29-30H-150-92, MHA 9-27-26H-150-92, MHA 9-29-30H-150-92 Well Location, Access Road and Multi-Use Corridor (DISCO PAD) over and across land embrace[d] within a right-of-way, situated on the following described lands located in” Mountrail County, North Dakota on the Fort Berthold Indian Reservation (“FBIR”):

Township 150 North, Range 92 West, Fifth Principal Meridian

Tract #3114 – NW¼ NW¼ of Section 15
(4.93 acres of access road disturbance)

Tract #3114-A – SW¼ NW¼ of Section 15
(4.74 acres of access road disturbance)

Tribal Tract # 373A – NE¼ of Section 21
(4.19 acres of access road disturbance)

Tribal Tract # 373A – NW¼ of Section 22
(8.14 acres of access road disturbance)

Tribal Tract #T5447 – SE¼ SE¼ of Section 21
(0.38 acres of access road disturbance and 5.88 acres of well pad disturbance)



Tribal Tract #T5447 – E½ NE¼ of Section 28
(7.43 acres of access road disturbance and 1.41 acres of well pad disturbance);
and

WHEREAS BIA ROW No. FBOG101152 is limited to and more particularly described to be an access road 10,397.97 feet in length, up to 150 feet in width, comprising of 29.81 acres of disturbance and 7.29 acres of surface disturbance for a well location, for a total well location and access road right-of-way containing 37.10 acres; and

WHEREAS, On October 4, 2019, QEP Energy Company submitted an application and consent request to amend BIA ROW No. FBOG101152, as follows:

Allotment 373A (an undivided 38.19444444% Tribal interest)

- For the access road disturbance, amend the surface disturbance to 12.16 acres, a reduction of 0.17 acres granted in BIA ROW No. FBOG101152.

Allotment T5447 (an undivided 100% Tribal interest)

- For the access road disturbance, amend the surface disturbance to 8.09 acres, an increase of 0.28 acres granted in BIA ROW No. FBOG101152.
- For the well pad, amend the surface disturbance to 7.57 acres, an increase of 0.28 acres granted in BIA ROW No. FBOG101152.
- Decrease the number of wells to six (6) wells from the eight (8) wells approved in BIA ROW No. FBOG101152; and

WHEREAS, The ROW application and consent request, submitted by QEP Energy Company to amend BIA ROW No. FBOG101152 for the Multi-Well Pad 1-28A (Disco Pad) Project, described above, has been reviewed and recommended for approval by the MHA Natural Resources Department and the MHA Nation Energy Division in accordance with the MHA Nation's approved procedure for authorizing ROWs on Tribal Land; and

WHEREAS, Pursuant to fees established and set forth in Resolution 18-212-FWF, the projected compensation to the MHA Nation for this ROW application is \$1,255.00 in addition to the application fee; and

WHEREAS, On October 7, 2019, at a duly held meeting of the Energy Committee ("EC"), the MHA Nation Energy Division recommended approval of QEP Energy Company's ROW application and consent request to amend BIA ROW No. FBOG101152 for the Multi-Well Pad 1-28A (Disco Pad) Project, more fully



described herein, and in the attached Appendix A.1., and the EC approved QEP Energy Company's application and forwarded it to the Tribal Business Council for final action.

NOW THEREFORE BE IT RESOLVED, Subject to QEP Energy Company's agreement to the execution of the MHA Rights-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 consent request, as follows:

- QEP Energy Company – Amendment to BIA ROW No. FBOG101152 for the Multi-Well Pad 1-28A (Disco Pad) Project, as follows:

Allotment 373A (an undivided 38.19444444% Tribal interest)

- For the access road disturbance, amend the surface disturbance to 12.16 acres, a reduction of 0.17 acres granted in BIA ROW No. FBOG101152.

Allotment T5447 (an undivided 100% Tribal interest)

- For the access road disturbance, amend the surface disturbance to 8.09 acres, an increase of 0.28 acres granted in BIA ROW No. FBOG101152.
- For the well pad, amend the surface disturbance to 7.57 acres, an increase of 0.28 acres granted in BIA ROW No. FBOG101152.
- Decrease the number of wells to six (6) wells from the eight (8) wells approved in BIA ROW No. FBOG101152.

BE IT FURTHER RESOLVED, In accordance with the MHA Nation Standard Terms and Conditions for Right-of-Ways, amending BIA ROW No. FBOG101152 for the Multi-Well Pad 1-28A (Disco Pad) Project will be subject to the term of the originally executed and approved BIA ROW No. FBOG101152.

BE IT FURTHER RESOLVED, The Tribal Business Council hereby consents to the estimated compensation for this ROW application in the amount of \$1,255.00, 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 any assignment of the BIA ROW No. FBOG101152.



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 Rights-of-Way, executed by QEP Energy Company and the MHA Nation Energy Division, constitutes a written agreement as part of the MHA Nation's consent to amend BIA ROW No. FBOG101152, and therefore, as provided in 25 CFR §169.107(a), the Tribal Business Council requests the Bureau of Indian Affairs to incorporate these terms and conditions into BIA ROW No. FBOG101152.

BE IT FURTHER RESOLVED, The Tribal Business Council retains the authority, as well as the delegation of authority to the MHA 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.

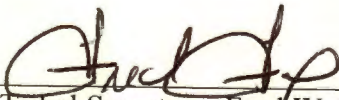
CERTIFICATION

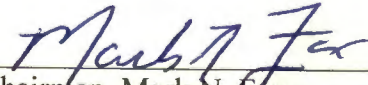
I, the undersigned, as Secretary of the Tribal Business Council of the Three Affiliated Tribes of the Fort Berthold Indian Reservation hereby certify that the Tribal Business Council is composed of seven (7) members of whom five (5) constitute a quorum, 7 were present at a Regular Meeting thereof duly called, noticed, convened and held on the 10th day of October, 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 October, 2019.

ATTEST:


Tribal Secretary, Fred W. Fox
Tribal Business Council


Chairman, Mark N. Fox
Tribal Business Council



APPENDIX A.1

< Attach: (1) Application Form, (2) Approval Form signed by Department Head and Chairman of NRC per Resolution 15-045-LKH, (3) signed ROW terms and Conditions per Resolution No. 14-089-VJB, (4) map, and (5) other necessary information >