



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

A Resolution entitled, "Consent to an Assignment of Right-of-Way of BIA ROW No. FBOG101234 from WPX Energy Williston, LLC to Arrow Pipeline, LLC for the Pipelines for the North Mabel 2-35H Pad and Consent to an Assignment of Right-of-Way of BIA ROW No. FBOG101321 from WPX Energy Williston, LLC to McKenzie Electric for the Utilities for the North Mabel 2-35H Pad, Submitted by WPX Energy 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 June 12, 2018, pursuant to Resolution No. 18-155-FWF, the MHA Nation granted consent to a right-of-way for the North Mable 2-35 Pad Project submitted



by WPX Energy Williston, LLC for a Well Pad, Well Bores, Access Road, Pipeline, Utilities, Fiber Optic, and Above Ground Appurtenances across certain Tribal tracts in Allotment No. 1002A (19.96% Tribal interest) and Tribal Tract No. T1922 (100% Tribal interest), in Sections 11 and 2, Township 149 North, Range 93 West, in Dunn County, North Dakota; and

WHEREAS, Pursuant to fees established and set forth in Resolution No. 17-117-FWF, the Tribal Business Council consented to the projected compensation of \$17,606.17 to the MHA Nation for that ROW application; and

WHEREAS, On June 7, 2018, the Bureau of Indian Affairs (“BIA”) granted to WPX Energy Williston, LLC ROW No. FBOG101234, an easement “for right-of-way for the North Mabel 2-35H Pipelines, over and across the land embraced within a right-of-way situated on the following described lands located in the County of Dunn in the State of North Dakota” on the Fort Berthold Indian Reservation:

Township 149 North, Range 93 West, Fifth P.M.

Allotment No. 1002A (19.96% Tribal interest) – N½NW¼ of Section 11
(477.26 feet or 0.33 acres of pipeline disturbance)

Tribal Tract No. T1922 (100% Tribal Interest) – SE¼SW¼ of Section 2
(541.91 feet or 0.38 acres of pipeline disturbance); and

WHEREAS, BIA ROW No. FBOG101234 is limited to and more particularly described to be pipeline 1019.17 feet in length, 30 feet in width, comprising of 0.71 acres of disturbance; and

WHEREAS, BIA ROW No. FBOG101234 lists the following purposes of the easement granted, for installing four (4) pipelines (oil, gas, fresh water and produced water pipelines), as follows:

- Oil and natural gas pipelines to be constructed of new steel and to be twelve inches (12”) or less in diameter;
- Produced water pipeline to be constructed with FlexSteel or similar corrosion-resistant material and to be twelve inches (12”) inches or less in diameter;
- Gathering pipelines to be coated with fourteen (14) to sixteen (16) millimeters of fusion-bonded epoxy;
- Temporary above ground freshwater pipeline to be a ten inch (10”) lay-flat hose;
- All pipelines, with the exception of the freshwater pipeline, will be excavated to a depth sufficient to maintain a minimum of four feet (4’) deep (six feet (6’) at road and driveway crossings) ground coverage of the pipeline(s); and



WHEREAS, On June 7, 2018, the Bureau of Indian Affairs (“BIA”) granted to WPX Energy Williston, LLC ROW No. FBOG101321, an easement “for right-of-way for UTILITIES, FIBER OPTICS AND ABOVE GROUND APPURTENANCES TO THE NORTH MABEL 2-35 WELL LOCATION” over and across the land embraced within a right-of-way situated on the following described lands located in the County of Dunn in the State of North Dakota” on the Fort Berthold Indian Reservation:

Township 149 North, Range 93 West, Fifth P.M.

Tribal Tract No. T1922 (100% Tribal Interest) – SE $\frac{1}{4}$ SW $\frac{1}{4}$ of Section 2
(524.63 feet or 0.36 acres of disturbance)

Allotment No. 1002A (19.96% Tribal interest) – N $\frac{1}{2}$ NW $\frac{1}{4}$ of Section 11
(470.24 feet or 0.32 acres of disturbance and 565.20 feet or 1.30 acres of disturbance for a total of 1,035.44 feet or 1.62 acres of disturbance)

WHEREAS, BIA ROW No. FBOG101321 is limited to and more particularly described to be Utilities, Fiber Optics & Above Ground Appurtenances corridor 1560.07 feet in length, 100 feet in width, lying fifty feet (50’) on each side of the center line, comprising of 1.98 acres of disturbance; and

WHEREAS, 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

WHEREAS, On February 13, 2020, WPX Energy Williston, LLC submitted an application to the MHA Nation Energy Division requesting the consent of the MHA Nation to allow WPX Energy Williston, LLC to (i) Assign to Arrow Pipeline, LLC, BIA ROW No. FBOG100234 for the Pipelines for the North Mabel 2-35H Pad and (ii) Assign to McKenzie Electric Cooperative, Inc., BIA ROW No. FBOG100321 for the Utilities, Fiber Optics and Above Ground Appurtenances to the North Mabel 2-35 Well Location; and

WHEREAS, The Pipeline and Utility ROWs for this application consists of 1.98 acres for utility and 0.71 acres Pipeline disturbance; the utilities will be 1,560.07 feet in length, and pipelines will be 1,019.17 feet in length; 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 \$7,000.00 for assignment processing fees (\$3,500.00 ROW assignment processing fee for assignment of the utilities ROW, and \$3,500.00 ROW assignment processing fee



for the assignment of the pipelines ROW), in addition to the one-time application fee and an annual rental fee of approximately \$2,229.34 for the pipeline ROWs starting on the first anniversary of the Grant of Easement for the term of said grant, (such responsibility to be assumed by Arrow Pipeline, LLC upon approval of the requested ROW assignment for the pipelines); and

WHEREAS, WPX Energy Williston, LLC's ROW assignment application has been reviewed 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, On February 26, 2020, at a duly held meeting of the MHA Nation Energy Committee ("EC"), WPX Energy Williston, LLC representatives appeared and presented WPX's application requesting the consent of the MHA Nation to allow WPX Energy Williston, LLC to (i) Assign to Arrow Pipeline, LLC, BIA ROW No. FBOG100234 for the Pipelines for the North Mabel 2-35H Pad and (ii) Assign to McKenzie Electric Cooperative, Inc., BIA ROW No. FBOG100321 for the Utilities, Fiber Optics and Above Ground Appurtenances to the North Mabel 2-35 Well Location; and the EC approved WPX Energy Williston, LLC's ROW assignment application and forwarded it to the Tribal Business Council for final action.

NOW THEREFORE BE IT RESOLVED, The Tribal Business Council hereby consents to the ROW assignment application submitted by WPX Energy Williston, LLC requesting the consent of the MHA Nation to assign to Arrow Pipeline, LLC BIA ROW No. FBOG100234, the Pipelines ROW for the North Mabel 2-35H Pad.

BE IT FURTHER RESOLVED, The Tribal Business Council hereby consents to the ROW assignment application submitted by WPX Energy Williston, LLC requesting the consent of the MHA Nation to assign to McKenzie Electric Cooperative, Inc., BIA ROW No. FBOG100321, the ROW for Utilities, Fiber Optics and Above Ground Appurtenances to the North Mabel 2-35 Well Location.

BE IT FURTHER RESOLVED, In accordance with the MHA Nation Standard Terms and Conditions for Right-of-Ways, the Pipelines ROW for the North Mabel 2-35H Pad will be subject the existing term set forth in BIA ROW FBOG100234.

BE IT FURTHER RESOLVED, In accordance with the MHA Nation Standard Terms and Conditions for Right-of-Ways, the ROW for Utilities, Fiber Optics and Above Ground Appurtenances to the North Mabel 2-35 Well Location will be subject the existing term set forth in BIA ROW FBOG100321.



BE IT FURTHER RESOLVED, The Tribal Business Council consents to the estimated compensation to the MHA Nation for this ROW application, which is based on the MHA Nation ROW compensation and application fees established and set forth in Resolution No. 18-212-FWF, in the amount of \$7,000.00 for assignment processing fees (\$3,500.00 ROW assignment processing fee for assignment of the utilities ROW, and \$3,500.00 ROW assignment processing fee for the assignment of the pipelines ROW), and in addition to the one-time application fee and an annual rental fee of approximately \$2,229.34 for the pipeline ROWs starting on the first anniversary of the Grant of Easement for the term of said grant, (such responsibility to be assumed by Arrow Pipeline, LLC upon approval of the requested ROW assignment for the pipelines).

BE IT FURTHER RESOLVED, The Tribal Business Council approves WPX Energy Williston, LLC's request for the consent of MHA Nation to assign to Arrow Pipeline, LLC, BIA ROW No. FBOG 100234, the Pipelines ROW for the North Mabel 2-35H Pad, provided that WPX Energy Williston LLC remits payment of the \$3,500.00 assignment processing fee within in fifteen (15) days from the passage of this Resolution, and provided further, that Arrow Pipeline, LLC/Crestwood Midstream executes and adheres to the MHA Nation's ROW standard terms and conditions for pipelines and agrees to fully adheres to such terms and conditions, including payment of the annual rental fee of approximately \$2,229.34.

BE IT FURTHER RESOLVED, The Tribal Business Council approves WPX Energy Williston, LLC's request for the consent of MHA Nation to assign to McKenzie Electric Cooperative, Inc., BIA ROW No. FBOG100321, ROW for Utilities, Fiber Optics and Above Ground Appurtenances to the North Mabel 2-35 Well Location, provided that WPX Energy Williston LLC remits payment of the \$3,500.00 assignment processing fee within in fifteen (15) days from the passage of this Resolution, and provided further, that McKenzie Electric executes and adheres to the MHA Nation's ROW standard terms and conditions and agrees to fully adheres to such terms and conditions.

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 further assignment of the BIA ROW No. 100234 and BIA ROW No. 100321, other than what is specifically approved in this Resolution.

BE IT FURTHER RESOLVED, The MHA Nation Standard Terms and Conditions for Right-of-Ways, executed by WPX Energy Williston, LLC, McKenzie Electric Cooperative, Inc. and Arrow Pipeline, LLC and the MHA Nation Energy Division, with respect to the assignment of ROWs described and approved herein, constitute written agreements 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 the Bureau of Indian Affairs to incorporate these terms and conditions into the assignment of the Utilities ROW and Pipeline ROW for the North Mabel 2-35H Pad Project.

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.

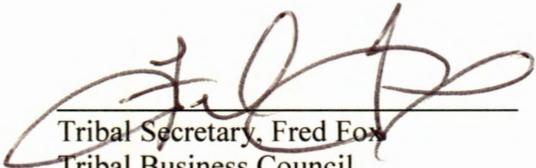


CERTIFICATION

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, 6 were present at a Special Meeting thereof duly called, noticed, convened and held on the 8th day of April, 2020, that the foregoing Resolution was duly adopted at such meeting by the affirmative vote of 6 members, 0 members opposed, 0 members abstained, 1 members not voting, and that said Resolution has not been rescinded or amended in any way.

Chairman Voting. Not Voting.

Dated this 8th day of April, 2020.



Tribal Secretary, Fred Fox
Tribal Business Council
Three Affiliated Tribes

ATTEST:


Tribal Chairman, Mark N. Fox
Tribal Business Council
Three Affiliated Tribes



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 >