



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

A Resolution Entitled, “*Authorizing Second Amendment to the Cenex Pipeline, LLC Asset Transfer Agreement*”

- WHEREAS,** The Mandan Hidatsa and Arikara Nation (MHA Nation), also known as the Three Affiliated Tribes, having accepted the Indian Reorganization Act of June 18, 1934, the authority under said Act, and having adopted a Constitution and By-laws (the Constitution) under said Act, and
- WHEREAS,** Pursuant to Article III, Section 1 of the Constitution, the Tribal Business Council is the governing body of the MHA Nation; and
- WHEREAS,** The Constitution authorizes and empowers the Tribal Business Council to engage in activities on behalf of and in the interest of the welfare and benefit of the MHA Nation and of the enrolled members thereof; and
- WHEREAS,** Article VI, Sections 5 (a) and (c) of the Constitution authorize the Tribal Business Council to manage the economic affairs of the Nation and administer funds within the exclusive control of the Nation and to make expenditures from available Tribal funds for public purposes of the Nation; and
- WHEREAS,** Article IX, Section 6 of the Constitution authorizes the Nation to acquire interests in land on behalf of the Tribe; and
- WHEREAS,** Pursuant to Resolution No. 21-010-FWF, the Tribal Business Council authorized and approved an Asset Transfer Agreement (ATA) between Cenex Pipeline, LLC and the Nation, for the transfer of a pipeline across the Fort Berthold Reservation and certain private lands northeast of the Reservation; and
- WHEREAS,** The ATA was amended on March 31, 2021 to extend the due diligence review period under the ATA; and
- WHEREAS,** The MHA Nation desires to execute a second amendment to the ATA, which would allow the MHA Nation to purchase approximately 23.4 miles of additional pipeline west of the Fort Berthold Reservation for an additional price of \$485,000, increasing the total length of pipeline to 68.6 miles, as depicted on the attached map; and
- WHEREAS,** The acquisition of the additional approximate 23.4 miles of pipeline would bring the total cash purchase price of the pipeline under the ATA to \$2,000,000; and



WHEREAS, The acquisition of the additional approximate 23.4 miles of pipeline would also require an earnest money deposit under the ATA not to exceed \$400,000, to be applied to the total purchase price at closing.

NOW THEREFORE BE IT RESOLVED, The Tribal Business Council hereby authorizes the Chairman, subject to legal review, to negotiate and execute a second amendment to the ATA to enable the acquisition of the additional pipeline west of the Fort Berthold Reservation for an additional purchase price of \$485,000, plus an earnest money deposit not to exceed \$400,000 to be applied against the total cash purchase price of \$2,000,000 at closing.

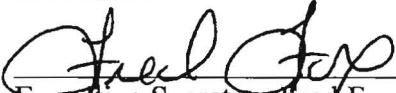
CERTIFICATION

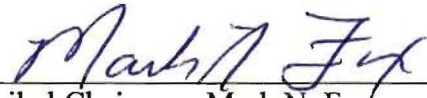
I, the undersigned, as Secretary of the Tribal Business Council of the Three Affiliated Tribes of the Fort Berthold Indian Reservation hereby certify that the tribal Business Council is composed of seven (7) members of whom five (5) constitute a quorum, 7 were present at a Regular Meeting thereof duly called, noticed, convened and held on the 9th day of March, 2022, 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. [X] Not Voting.

Dated this 9th day of March, 2022.

ATTEST:


Executive Secretary Fred Fox
Tribal Business Council
Three Affiliated Tribes


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