



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

**A Resolution entitled, “Amendment of Resolution 18-026-FWF -- Authorization for Assignment of Lease No. 7420A42643”**

- 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, 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,** The Tribal Business Council created Missouri River Resources (“MRR”) to participate in and profit from the oil and gas exploration on Reservation lands, and to ensure the MHA Nation receives the benefits of the natural resources therein; and
- WHEREAS,** The Tribal Business Council leased to MRR 191.27 acres in Township 147N Range 95W Sections 2 & 11 in Dunn County, North Dakota through Tribal Resolution No. 14-131-VJB, approved on August 14, 2014, and memorialized in Lease No. 7420A42643, finally and fully executed on September 11, 2015; and
- WHEREAS,** The Tribal Business Council approved Resolution No. 18-026-FWF in which it approved the assignment of Lease No. 7420A42643 from MRR to DW Shale if the terms and conditions authorized herein are met, and MRR executes the necessary agreements for the transfer and sale pursuant to its due diligence and within the authorizations of this Resolution; and
- WHEREAS,** MRR seeks amendments to Lease No. 7420A42643 pursuant to the aforementioned due diligence of DW Shale; and



**WHEREAS,** The proposed amendments are listed below and illustrated in the marked-up exhibit attached hereto as Exhibit A; and

**WHEREAS,** MRR seeks authorization to amend Paragraph 1 of Lease No. 7420A42643 to delete the following phrase: "a period of twenty-five (25) years, herein referred to as the ultimate term," thereby allowing the lease to be held as actual production, as defined in the lease, exists; and

**WHEREAS,** MRR seeks authorization to amend Paragraph 14 of Lease No. 7420A42643, which addresses the rights and processes to be taken if the lessee enters into bankruptcy, by replacing the entire current Paragraph 14 with the following:

*14. Bankruptcy. Should the Lessee at any time during the primary or extended term hereof be adjudged bankrupt, either upon Lessee's voluntary petition or Lessee's creditors, or any of them, or should an attachment be levied and permitted to remain for a period of one hundred and twenty (120) days upon or against the interest, rights or privileges of Lessee in or to any oil, gas or other hydrocarbon substances produced from any well or wells of Lessee on the lands covered hereby, then, Lessor shall have, and Lessee hereby gives Lessor the right, option and privilege to cancel and terminate this Lease, if and only to the extent that during such time Lessee has defaulted upon Lessee's obligations to timely make royalty payments under Section 3(b) and such default has occurred and continued for not less than sixty (60) days following the date Lessor provides notice of payment default to Lessee, by exercising its option in writing approved by the Secretary. Upon such approval by the Secretary, all of the interests, rights and privileges of Lessee in and to all oil, gas or other hydrocarbons hereunder shall immediately cease, terminate and end, and all the rights and privileges of Lessee in and to or upon the land covered hereby, and in and to any oil, gas or other hydrocarbon substances produced and saved from such lands, and all of Lessee's rights and privileges granted by this agreement shall immediately cease and terminate and end.*



**NOW THEREFORE BE IT RESOLVED**, The Tribal Business Council hereby approves and authorizes the above listed amendments to Lease No. 7420A42643.

**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 April, 2018, 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 [ X ] Voting. [ ] Not Voting.

Dated this 12<sup>th</sup> day of April, 2018.

**ATTEST:**

Handwritten signature of Fred W. Fox in black ink.

Tribal Secretary, Fred W. Fox  
Tribal Business Council  
Three Affiliated Tribes

Handwritten signature of Mark N. Fox in black ink.

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



**EXHIBIT A**