SEVEN COUNTY INFRASTRUCTURE COALITION
September 14, 2018

Resolution No. 2018-09A

RESOLUTION APPROVING NON-DISCLOSURE AGREEMENT WITH
NEWFIELD AND RELATED MATTERS.

WHEREAS, the Coalition and Newfield Production Company have had
preliminary discussions and desire to have more detailed discussions that would involve
confidential or protected information, which each is only willing to disclose to the other
under terms of a Confidentiality or Non-Disclosure Agreement (NDA); and

WHEREAS, the Coalition desires to enter into a NDA with Newfield:

NOW, THEREFORE, be it resolved by the Governing Board of the Seven County
Infrastructure Coalition, Utah as follows:

1. The Governing Board hereby approves a Non-Disclosure Agreement with
   Newfield in substantially the form as attached hereto and further approves the
   Executive Director to execute such NDA with such modifications as the
   Executive Director deems desirable and approves the attestation of such NDA
   and application of the Coalition seal thereto.

2. All parts of this Resolution are severable, and if any section, clause or provision
   of this Resolution shall, for any reason, be held to be invalid or unenforceable,
   the invalidity or unenforceability of any such section, clause or provision shall
   not affect the remaining sections, clauses or provisions of this Resolution.

3. All resolutions or parts thereof in conflict herewith are, to the extent of such
   conflict, hereby repealed and this Resolution shall be in full force and effect
   immediately upon its approval and adoption.
APPROVED AND ADOPTED this September 14, 2018

Motion by Lytle and Seconded by Burdick.

SEVEN COUNTY INFRASTRUCTURE COALITION VOTING:

<table>
<thead>
<tr>
<th>County</th>
<th>Vote</th>
</tr>
</thead>
<tbody>
<tr>
<td>Carbon County</td>
<td>Yea</td>
</tr>
<tr>
<td>Daggett County</td>
<td>Yea</td>
</tr>
<tr>
<td>Duchesne County</td>
<td>Yea</td>
</tr>
<tr>
<td>Emery County</td>
<td>Yea</td>
</tr>
<tr>
<td>San Juan County</td>
<td>Yea</td>
</tr>
<tr>
<td>Sevier County</td>
<td>Yea</td>
</tr>
<tr>
<td>Uintah County</td>
<td>Yea</td>
</tr>
</tbody>
</table>

Absent: Co-Chair Phil Lyman
Absent: Co-Chair Jae Potter

ATTEST:

Eric Johnson
Chair Pro Tem

Lynn Sitterud

(SEAL) SEVEN COUNTY INFRASTRUCTURE COALITION