

**RESOLUTION NO. R23-12**

**A RESOLUTION OF THE CITY COUNCIL AUTHORIZING THE MAYOR TO  
CONSENT TO ASSIGNMENT OF AGREEMENT BY AND BETWEEN  
EXXONMOBIL PIPELINE COMPANY LLC AND PAR PACIFIC HOLDINGS, INC.**

WHEREAS, ExxonMobil Pipeline Company LLC (hereinafter “ExxonMobil”) and Par Pacific Holdings, Inc. (hereinafter “Par”) have entered into a Sale and Purchase Agreement (hereinafter “the SPA”), dated October 19, 2022, regarding the sale and purchase of certain ExxonMobil assets located in Montana, from ExxonMobil to Par;

WHEREAS, as part of the transaction contemplated by the SPA, ExxonMobil desires to assign to Par various holdings, including the right, title, and/or interest in and to the Right of Way Grant between ExxonMobil as Grantee, and the City of Laurel as Grantor, dated August 16, 2011, and recorded in the County Records of Yellowstone County as Document No. 3596013 on August 22, 2011 (hereinafter “the Agreement”);

WHEREAS, under the terms of the Agreement, the City of Laurel’s written consent is required in order to assign the Agreement by and between ExxonMobil and Par;

WHEREAS, ExxonMobil has requested the City’s written consent to assign, indirectly or directly, all of ExxonMobil’s and or its predecessor or affiliate companies’ rights and obligations, as more particularly described in the SPA;

WHEREAS, the City’s rights and obligations related to the Right of Way Grant are not affected by or otherwise altered by the assignment of the rights and obligations under the SPA; and

WHEREAS, the City is agreeable to the assignment of its rights and obligations related to the Right of Way Grant and it reserves all of its concomitant rights and obligations.

NOW THEREFORE BE IT RESOLVED, by the City Council of the City of Laurel, Montana that the City hereby gives consent to the assignment, indirectly or directly, of ExxonMobil’s and or its predecessor or affiliate companies’ rights and obligations, as more particularly described in the SPA, from ExxonMobil to Par, and the Mayor is authorized to execute all legal documents related thereto.

Introduced at a regular meeting of the City Council on the 14<sup>th</sup> day of February 2023 by Council Member Sparks.

PASSED and APPROVED by the City Council of the City of Laurel, Montana on the 14<sup>th</sup> day of February 2023.


APPROVED by the Mayor on the 14<sup>th</sup> day of February 2023.

CITY OF LAUREL



Dave Waggoner, Mayor

ATTEST:



Kelly Strecker, Clerk-Treasurer

APPROVED AS TO FORM:



Michele L. Braukmann, Civil City Attorney



**ExxonMobil Pipeline Company LLC**  
22777 Springwoods Village Parkway  
EMHC, Energy 3, E3.5A.528  
Spring, Texas 77389  
(281) 922-2093 Telephone

**Clint Beck**  
Manager, Right-of-Way & Claims



January 30, 2023

Mayor Dave Waggoner  
115 West 1<sup>st</sup> Street  
Laurel, MT 59044

RE: Request for Consent to Assign Right of Way Grant

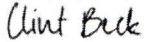
Dear Mayor Waggoner,

ExxonMobil Pipeline Company LLC (along with certain additional sellers) ("ExxonMobil") and Par Pacific Holdings, Inc. (along with certain additional purchasers), ("Par") have entered into a Sale and Purchase Agreement, dated October 19, 2022 ("SPA") regarding the sale of certain ExxonMobil assets located in Montana to Par. As part of the transaction contemplated by the SPA, ExxonMobil desires to assign to Par Rocky Mountain Midstream, LLC (a Par Pacific Holdings, Inc. affiliate), and Par desires to accept from ExxonMobil, all of ExxonMobil's and/or its predecessor or affiliate companies' rights, title and/or interest in and to the Right of Way Grant between ExxonMobil Pipeline Company LLC as grantee and the City of Laurel as grantor, dated August 16, 2011 and recorded in the county records of Yellowstone County as Document No. 3596013 on August 22, 2011 (the "Agreement").

Under the terms of the Agreement, the City's written consent is required in order to assign the Agreement to Par. We are hereby requesting the City's consent to assign, directly or indirectly, all of ExxonMobil's and or its predecessor or affiliate companies' rights and obligations as more particularly described in the SPA.

Please acknowledge the City's consent to this assignment by having a duly authorized signatory countersign this letter in the space provided below.

Yours very truly,

DocuSigned by:  
  
ECB811375A5D425...  
Clint Beck

Manager, Right-of-Way & Claims, ExxonMobil Pipeline Company LLC

Subject to the consummation of the SPA (as defined above) pursuant to the terms therein, consent and approval to this assignment is hereby agreed to and accepted this 14<sup>th</sup> day of February, 2023.

City of Laurel



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Dave Waggoner, Mayor