

CERTIFICATE

I, DANIEL S. KUNTZ, hereby certify that I am the duly elected and qualified Secretary of MDU Resources Group, Inc., a Delaware corporation; that the following is a true and correct copy of resolutions adopted at a Regular Meeting of the Board of Directors thereof held on November 16, 2017; and that said resolutions have not been modified or amended and are presently in full force and effect:

WHEREAS, the Company conducts regulated electric and natural gas distribution utility businesses through its divisions Montana-Dakota Utilities Co. and Great Plains Natural Gas Co. (the "Utility Divisions");

WHEREAS, the Company's other business operations, including natural gas transmission and natural gas distribution utility businesses, are conducted through direct or indirect subsidiaries of the Company;

WHEREAS, the Company's existing corporate structure was organized, among other reasons, to avoid registration and regulation as a public utility holding company under the Public Utility Holding Company Act of 1935 ("PUCHA");

WHEREAS, the Energy Policy Act of 2005 repealed PUCHA;

WHEREAS, a holding company reorganization would better isolate the business and the customers of the Utility Divisions from the risks associated with the Company's other businesses;

WHEREAS, a holding company reorganization would better isolate the Company's other businesses from the risks of the Utility Divisions;

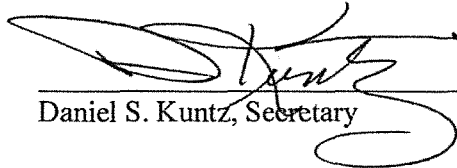
WHEREAS, a holding company reorganization would limit the effect of state and federal utility laws, which may regulate the capital structure of utilities or require pre-approval of security issuances, to the Company's affected utility businesses;

WHEREAS, a holding company reorganization would improve the transparency of the Company's business model; and

WHEREAS, a holding company reorganization would provide the Company with greater financing flexibility and provide financing costs at the Utility Divisions reflective of their financing risks;

NOW, THEREFORE, BE IT RESOLVED, that, subject to final approval of the holding company reorganization by the Board, the Company's executive management is authorized to take actions necessary to evaluate and pursue a holding company reorganization, engage advisors, and make such expenditures as are necessary for such process, including the filing of all applications necessary for approval of the holding company reorganization from governmental regulatory authorities.

IN WITNESS WHEREOF, I have hereunto set my hand on January 22, 2018.


Daniel S. Kuntz, Secretary