

STATE OF MINNESOTA

DISTRICT COURT

COUNTY OF WASHINGTON

TENTH JUDICIAL DISTRICT
CASE TYPE: OTHER CIVIL

In the Matter of the Contest of the special election held on November 3, 2015, for the purpose of the passage of a ballot question for South Washington County Schools, Independent School District No. 833, Washington County, Minnesota,

Court File No. 82-cv-15-5639

Canvass Completed November 25, 2015

**AFFIDAVIT OF
THOMAS DEANS
IN SUPPORT OF
ADDITIONAL SURETY
BOND**

Susan Richardson, Andrea Mayer-Bruestle, and Leilani Holmstadt,

Contestants,

v.

South Washington Schools,
Independent School District No. 833,

Contestee.

STATE OF MINNESOTA)
) ss.
COUNTY OF DAKOTA)

THOMAS S. DEANS, being first duly sworn under oath, deposes and says as follows:

1. I am a partner in the law firm of Knutson, Flynn & Deans, P.A. and I am bond counsel to Independent School District No. 833, South Washington County Schools (“School District”) with respect to the bonds approved by the voters of the School District in its

November 3, 2015 special election. School District Question 2 at the special election provided as follows:

If School District Question 1 is approved, shall the school board of Independent School District No. 833 (South Washington County Schools) also be authorized to issue its general obligation school building bonds in an amount not to exceed \$96,000,000 to provide funds for the acquisition and betterment of school sites and facilities, including the acquisition of land for and the construction and equipping of a new middle school facility; the repair, renovation, remodeling, upgrading, equipping and repurposing of the existing Oltman Middle School site and facility for use as an elementary school; and the construction of additions and improvements to other existing middle school sites and facilities?

2. I have acted as counsel to various school districts in the issuance of bonds and other indebtedness to finance capital projects since approximately 1983.

3. In our capacity as bond counsel, Knutson, Flynn & Deans, P.A. is responsible for delivering to the purchasers of the bonds a legal opinion that the bonds have been duly authorized, issued and delivered by the school district, that the bonds are valid and binding general obligations of the school district, and that the interest payable on the bonds is excluded from gross income for federal income tax purposes. The opinion will state that the proceedings show lawful authority for the issuance of the bonds under the constitution and laws of the State of Minnesota now in force.

4. In order for the bonds to be marketable in accordance with customary standards in the municipal bond marketplace, the approving opinion of bond counsel must be “unqualified” in the sense that the matters covered in the opinion must not be subject to dispute and that, as a prerequisite to delivering the bond approving opinion, the School District is required to make various certifications to bond counsel, including a certification

that there is no litigation threatened or pending questioning the School District's right and power to execute and deliver said bonds or otherwise questioning the validity of said bonds or the levy of any tax to pay the principal thereof and interest thereon.

5. Underwriters and other prospective purchasers of bonds will not purchase said bonds if an action to invalidate the authorizing election is pending. If the election were invalidated the bonds would also be invalidated and purchasers are not willing to undertake such a risk.

6. The present action is considered material and will prevent bond counsel from delivering its opinion to prospective purchasers of the bonds, thereby making the bonds unmarketable, so long as the action remains pending.

I declare under penalty of perjury that everything I have stated in this document is true and correct. Signed this 9th day of December, 2015 at Dakota County, Minnesota.

/s/ Thomas S. Deans
Thomas S. Deans