NORTHFIELD PUBLIC SCHOOLS
Office of the Superintendent
Memorandum

TO: Board of Education
FROM: Matt Hillmann Ed.D., Superintendent
RE: Table File Items for February 24, 2025 Regular School Board Meeting

7. Consent Agenda
   f. Personnel Items.
      i. Appointments.
         4. Nicholas Anderson, Assistant Boys Lacrosse Coach at the High School, beginning 3/31/2025. $4,435 stipend.
         5. Shania Gjerdingen, Community School Student Site Assistant for up to 12 hours/week at Spring Creek, beginning 2/24/2025-5/15/2025. Student Step 1-$15.66/hr.
         6. Jessica Jasper, Special Ed EA PCA for 6.50 hours/day and General Ed EA for .50 hours/day at the High School, beginning 3/10/2025. Step 1-$18.33/hr. Plus prorated PCA stipend.
         7. Jessica Watne, Assistant Track Coach at the Middle School, beginning 4/1/2025. $2,772 stipend
      ii. Increase/Decrease/Change in Assignment
         5. Michael Shaeffer, Special Ed/Gen Ed EA for 7.0 hours/day at the High School, change to Special Ed/Gen Ed EA for 6.75 plus Special Ed Bus Duty for 1.25 hours/day at the High School, effective 04/03/2025 through 6/6/2025.
         6. Carina Zick, Special Education EA/PCA at Spring Creek, add 1.75 hours/day for extracurricular EA/PCA duties, beginning 4/7/2025 through 5/23/2025.
      iii. Leave of Absence
         4. Jerry Jarvis, Custodian Engineer at the District Office and NCEC, FMLA Leave of Absence beginning 2/21/2025 and continue for 4 to 6 work weeks.
         5. Carol Reed, RN at the Middle School, leave of absence through the end of the 2024-2025 school year.

8. Items for Individual Action
   c. Resolution Relating to $39,000,000 General Obligation School Building Bonds, Series 2025A; Authorizing Issuance, Awarding Sale, Prescribing the Form and Details and Providing for the Payment Thereof. The board is asked to approve the Resolution Relating to $39,000,000 General Obligation School Building Bonds, Series 2025A; Authorizing Issuance, Awarding Sale, Prescribing the Form and Details and Providing for the Payment Thereof as presented. The sale day report, final resolution and supporting documents are attached.

      Superintendent's Recommendation: Motion to approve the Resolution Relating to General Obligation School Building Bonds, Series 2025A; Authorizing Issuance, Awarding Sale, Prescribing the Form and Details and Providing for the Payment Thereof.

February 24, 2025

SALE DAY REPORT FOR:

Independent School District No. 659 (Northfield Public Schools), Minnesota

$39,000,000 General Obligation School Building Bonds, Series 2025A

Prepared by:

Ehlers
3060 Centre Pointe Drive
Roseville, MN 55113

Jeff Seeley,
Senior Municipal Advisor

Shelby McQuay,
Senior Municipal Advisor

BUILDING COMMUNITIES. IT'S WHAT WE DO.

Competitive Sale Results

PURPOSE: To finance the acquisition and betterment of school sites and facilities in the District as authorized in a referendum on November 5, 2024. This bond issue is the first of two, with the second series of bonds being issued in May of calendar year 2027 for $80,080,000.

RATING: **MN Credit Enhancement Rating:** S&P Global Ratings "AAA"
Underlying Rating: S&P Global Ratings "AA"

NUMBER OF BIDS: 13

LOW BIDDER: Baird, Milwaukee, Wisconsin

COMPARISON FROM LOWEST TO HIGHEST BID:
(TIC as bid)

LOW BID:* 3.9668%

HIGH BID: 4.1110%

Summary of Sale Results:	
Principal Amount:	$39,000,000
Underwriter's Discount:	$396,231
Reoffering Premium:	$920,609
True Interest Cost:*	3.9619%
Costs of Issuance:	$182,075
Yield:	2.66%-4.04%
Total Net P&I:	$61,271,596

* *After receipt of the bids, certain maturities were adjusted. This caused a slight change in the True Interest Cost.*

NOTES: Bond Trust Services Corporation, Roseville, Minnesota will serve as Paying Agent on the Bonds.

The Bonds maturing February 1, 2034, and thereafter are callable February 1, 2033, or any date thereafter.

CLOSING DATE: March 20, 2025

SCHOOL BOARD ACTION: Adopt the Resolution Awarding the Sale of $39,000,000 General Obligation School Building Bonds, Series 2025A.

SUPPLEMENTARY ATTACHMENTS

- Bid Tabulation
- Updated Sources and Uses of Funds
- Updated Debt Service Schedule
- Updated Long-Term Financing Plan for Debt and Capital Payments and Levies
- Rating Report
- Bond Resolution (provided separately)

BID TABULATION

$39,000,000 General Obligation School Building Bonds, Series 2025A

Independent School District No. 659 (Northfield Public Schools), Minnesota

SALE: February 24, 2025

AWARD: BAIRD

MN Credit Enhancement Rating: S&P Global Ratings "AAA"
Underlying Rating: S&P Global Ratings "AA"

Tax Exempt - Non-Bank Qualified

NAME OF BIDDER	MATURITY (February 1)	COUPON RATE	REOFFERING YIELD	PRICE	TRUE INTEREST RATE
BAIRD				$39,492,411.89	3.9668%
Milwaukee, Wisconsin	2026	5.000%	2.660%		
C.L. King & Associates	2027	5.000%	2.680%		
Colliers Securities LLC	2028	5.000%	2.700%		
Edward Jones	2029	5.000%	2.730%		
Davenport & Co. L.L.C.	2030	5.000%	2.750%		
Stifel, Nicolaus & Company, Inc.	2031	5.000%	2.780%		
Bernardi Securities, Inc.	2032	5.000%	2.820%		
Country Club Bank	2033	5.000%	2.890%		
Crews & Associates, Inc.	2034	5.000%	2.960%		
Carty, Harding & Hearn, Inc.	2035	5.000%	3.020%		
BNYMellon Capital Markets	2036	5.000%	3.070%		
CADZ Securities Inc	2037	5.000%	3.120%		
Alliance Global Partners	2038	4.000%	3.480%		
Isaak Bond Investments, Inc	2039	4.000%	3.540%		
Celadon Financial Group, LLC	2040	4.000%	3.650%		
Oppenheimer & Co.	2041	4.000%	3.750%		
Midland Securities	2042	4.000%	3.850%		
FMS Bonds Inc.	2043	4.000%	3.900%		
Multi Bank Securities Inc.	2044[1]	4.000%	4.000%		
First Southern LLC	2045[1]	4.000%	4.000%		
Commerce Bank, N.A.	2046	4.000%	4.020%		
Dinosaur Financial Group	2047	4.000%	4.030%		
First Bankers' Banc Securities, Inc	2048	4.000%	4.040%		
Mountainside Securities LLC					
StoneX Financial Inc.					
Valdes and Moreno					
InspereX					
Blaylock Van, LLC					
Falcon Square Capital					

NAME OF BIDDER	TRUE INTEREST RATE

* Subsequent to bid opening the individual maturity amounts were adjusted.
Adjusted Price: $39,524,377.39 Adjusted Net Interest Cost: $21,747,218.30 Adjusted TIC: 3.9619%

[1] $5,900,000 Term Bond due 2045 with mandatory redemption in 2044.

UBS FINANCIAL SERVICES INC. New York, New York	3.9742%
PIPER SANDLER & CO. Minneapolis, Minnesota	3.9810%
BOFA SECURITIES New York, New York	3.9896%
BOK FINANCIAL SECURITIES, INC. Milwaukee, Wisconsin	4.0299%
MESIROW FINANCIAL, INC. Chicago, Illinois	4.0454%
RAYMOND JAMES & ASSOCIATES, INC. St. Petersburg, Florida	4.0528%
NORTHLAND SECURITIES, INC. Minneapolis, Minnesota	4.0557%
HILLTOPSECURITIES Dallas, Texas	4.0591%

NAME OF BIDDER	TRUE INTEREST RATE
TD SECURITIES (USA) LLC New York, New York	4.0600%
WELLS FARGO BANK, NATIONAL ASSOCIATION Charlotte, North Carolina	4.0769%
J.P. MORGAN SECURITIES LLC New York, New York	4.0939%
JEFFERIES LLC New York, New York	4.1110%

RESULTS OF BOND SALE

Northfield School District, ISD 659

February 24, 2025

Estimated Sources and Uses of Funds
School Building Bonds - Election November 5, 2024 (Passage of Three Questions)

Bond Series	Bond #1	Bond #2	Total
Authorized Bond Amount			**$121,080,000**
Bond Amount	**$39,000,000**	**$80,080,000**	**$119,080,000**
Estimated Project Costs			**$121,600,000**
Term (Years)/Number of Levies	**23**	**28**	**30**
Dated Date	**3/20/2025**	**5/20/2027**	
Sources of Funds			
Par Amount	$39,000,000	$80,080,000	$119,080,000
Private Donation	1,000,000	1,000,000	2,000,000
Reoffering Premium [1]	920,609	0	920,609
Investment Earnings [2]	737,670	1,335,480	2,073,150
Total Sources	$41,658,279	$82,415,480	$124,073,759
Uses of Funds			
Allowance for Discount Bidding [3]	$396,231	$640,640	$1,036,871
Legal and Fiscal Costs [4]	182,075	299,525	481,600
Net Available for Project Costs	**41,079,972**	**81,475,315**	**122,555,287**
Total Uses	$41,658,279	$82,415,480	$124,073,759
Initial Deposit to Construction Fund	$39,342,302	$79,139,835	$118,482,137

1 The underwriter that purchases the bonds offered a premium, a portion of which may be retained by the underwriter as their compensation, or underwriter's discount. The remainder of the premium may be used to pay costs of issuance or deposited in the construction fund and used to fund a portion of the project costs. services as part of the bond sale process and is not an underwriting firm.

2 Estimated investment earnings for the bonds are based on an average interest rate of 1.50% with an estimated completion date of 9/1/2028.

3 The allowance for discount bidding is an estimate of the compensation taken by the underwriter who provides the lowest true interest cost as part of the competitive bidding process and purchases the bonds. Ehlers provides independent municipal advisory services as part of the bond sale process and is not an underwriting firm.

4 Includes fees for municipal advisor, bond counsel, rating agency, paying agent and county certificates.

Northfield School District, MN (I.S.D #659)

$39,000,000 General Obligation School Building Bonds, Series 2025A

Dated: March 20, 2025

Debt Service Schedule

Date	Principal	Coupon	Interest	Total P+I	Fiscal Total
03/20/2025	-	-	-	-	-
02/01/2026	3,885,000.00	5.000%	1,454,745.69	5,339,745.69	5,339,745.69
08/01/2026	-	-	744,850.00	744,850.00	-
02/01/2027	3,965,000.00	5.000%	744,850.00	4,709,850.00	5,454,700.00
08/01/2027	-	-	645,725.00	645,725.00	-
02/01/2028	765,000.00	5.000%	645,725.00	1,410,725.00	2,056,450.00
08/01/2028	-	-	626,600.00	626,600.00	-
02/01/2029	255,000.00	5.000%	626,600.00	881,600.00	1,508,200.00
08/01/2029	-	-	620,225.00	620,225.00	-
02/01/2030	275,000.00	5.000%	620,225.00	895,225.00	1,515,450.00
08/01/2030	-	-	613,350.00	613,350.00	-
02/01/2031	400,000.00	5.000%	613,350.00	1,013,350.00	1,626,700.00
08/01/2031	-	-	603,350.00	603,350.00	-
02/01/2032	450,000.00	5.000%	603,350.00	1,053,350.00	1,656,700.00
08/01/2032	-	-	592,100.00	592,100.00	-
02/01/2033	450,000.00	5.000%	592,100.00	1,042,100.00	1,634,200.00
08/01/2033	-	-	580,850.00	580,850.00	-
02/01/2034	475,000.00	5.000%	580,850.00	1,055,850.00	1,636,700.00
08/01/2034	-	-	568,975.00	568,975.00	-
02/01/2035	475,000.00	5.000%	568,975.00	1,043,975.00	1,612,950.00
08/01/2035	-	-	557,100.00	557,100.00	-
02/01/2036	500,000.00	5.000%	557,100.00	1,057,100.00	1,614,200.00
08/01/2036	-	-	544,600.00	544,600.00	-
02/01/2037	500,000.00	5.000%	544,600.00	1,044,600.00	1,589,200.00
08/01/2037	-	-	532,100.00	532,100.00	-
02/01/2038	525,000.00	4.000%	532,100.00	1,057,100.00	1,589,200.00
08/01/2038	-	-	521,600.00	521,600.00	-
02/01/2039	550,000.00	4.000%	521,600.00	1,071,600.00	1,593,200.00
08/01/2039	-	-	510,600.00	510,600.00	-
02/01/2040	2,410,000.00	4.000%	510,600.00	2,920,600.00	3,431,200.00
08/01/2040	-	-	462,400.00	462,400.00	-
02/01/2041	2,530,000.00	4.000%	462,400.00	2,992,400.00	3,454,800.00
08/01/2041	-	-	411,800.00	411,800.00	-
02/01/2042	2,655,000.00	4.000%	411,800.00	3,066,800.00	3,478,600.00
08/01/2042	-	-	358,700.00	358,700.00	-
02/01/2043	2,790,000.00	4.000%	358,700.00	3,148,700.00	3,507,400.00
08/01/2043	-	-	302,900.00	302,900.00	-
02/01/2044	2,850,000.00	4.000%	302,900.00	3,152,900.00	3,455,800.00
08/01/2044	-	-	245,900.00	245,900.00	-
02/01/2045	3,050,000.00	4.000%	245,900.00	3,295,900.00	3,541,800.00
08/01/2045	-	-	184,900.00	184,900.00	-
02/01/2046	3,150,000.00	4.000%	184,900.00	3,334,900.00	3,519,800.00
08/01/2046	-	-	121,900.00	121,900.00	-
02/01/2047	3,200,000.00	4.000%	121,900.00	3,321,900.00	3,443,800.00
08/01/2047	-	-	57,900.00	57,900.00	-
02/01/2048	2,895,000.00	4.000%	57,900.00	2,952,900.00	3,010,800.00
Total	**$39,000,000.00**	**-**	**$22,271,595.69**	**$61,271,595.69**	**-**

Yield Statistics

Bond Year Dollars	$545,666.67
Average Life	13.991 Years
Average Coupon	4.0815386%
Net Interest Cost (NIC)	3.9854401%
True Interest Cost (TIC)	3.9619622%
Bond Yield for Arbitrage Purposes	3.8455835%
All Inclusive Cost (AIC)	4.0087769%

IRS Form 8038

Net Interest Cost	3.8661381%
Weighted Average Maturity	13.834 Years

Northfield Public School District No. 659
Analysis of Possible Structure for Capital and Debt Levies

$119,080,000 (2 Bond Issues)
30 Tax Levies
Wrapped Around Existing Debt

Type of Bond	Principal Amount	Dated Date	Interest Rate
Voter-Approved Building	39,000,000	03/20/25	3.97%
Voter-Approved Building	80,080,000	05/20/27	5.00%

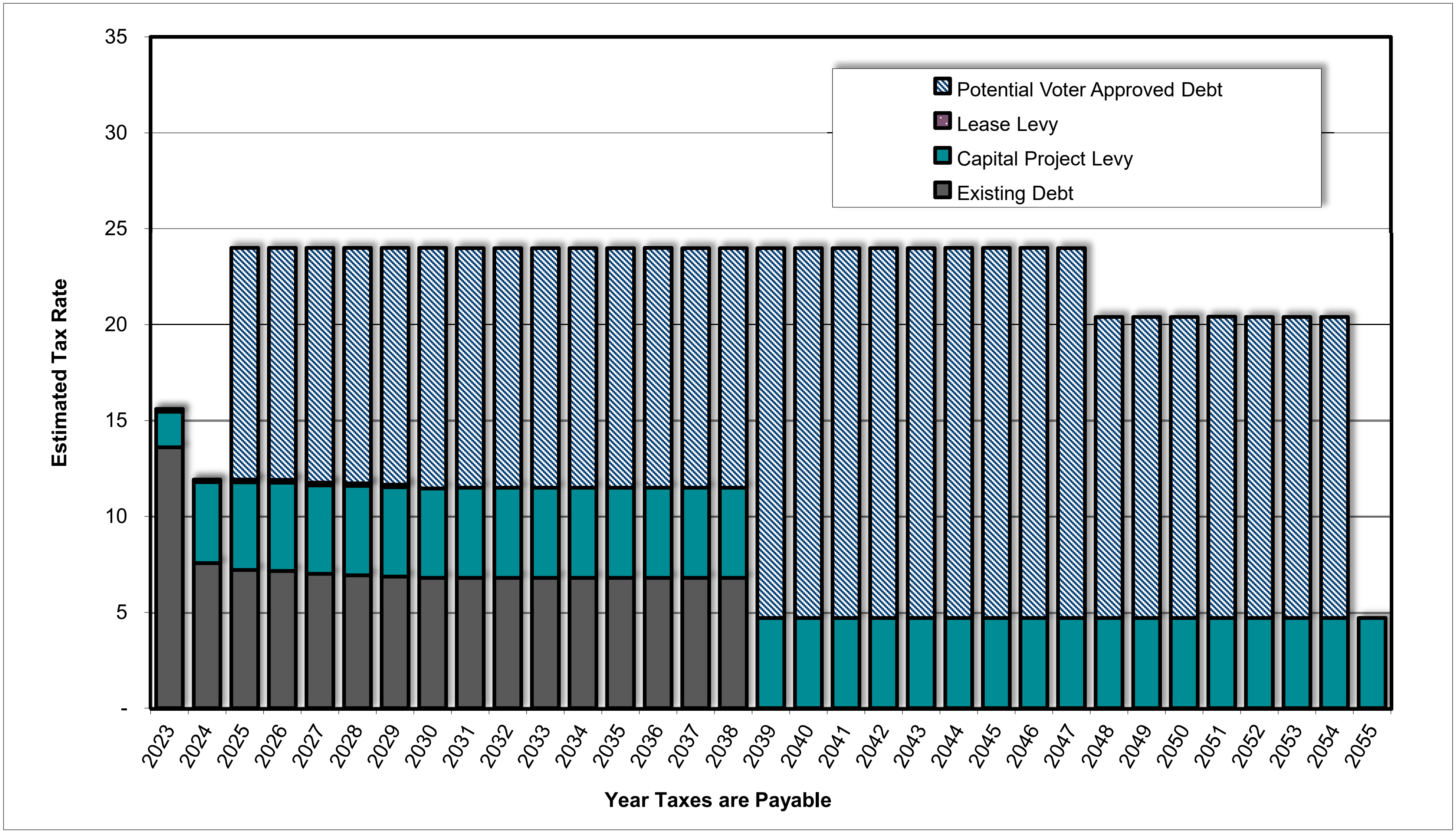
February 24, 2025

Levy Payable Year	Fiscal Year	Tax Capacity Value[1] ($000s)	% Chg	Existing Commitments: Building Bonds[2]	Alt Fac/Fac Main H&S Bonds[2]	Est. Debt Excess[3]	Net Levy	Tax Rate	Other Levies: Lease Levy	Capital Project Levy[4]	Existing Tax Rate	Proposed New School Building Bonds: Principal	Interest	Add'l. Debt Excess[3]	Net Levy[5]	Combined Totals: Initial Debt Levy	Net Levy	Tax Rate
2023	2024	40,415	15.6%	4,602,551	1,176,788	(282,096)	5,497,243	13.60	59,154	750,000	15.60	-	-	-	-	6,306,397	6,306,397	15.60
2024	2025	45,139	11.7%	2,475,251	1,328,513	(390,762)	3,413,002	7.56	59,153	1,906,488	11.92	-	-	-	-	5,378,643	5,378,643	11.92
2025	2026	46,441	2.9%	3,481,413	-	(136,808)	3,344,605	7.20	69,592	2,122,886	11.92	3,885,000	1,454,746	-	5,606,733	11,143,816	11,143,816	24.00
2026	2027	47,370	2.0%	3,526,563	-	(139,257)	3,387,306	7.15	69,592	2,184,121	11.91	3,965,000	1,489,700	-	5,727,435	11,368,455	11,368,455	24.00
2027	2028	48,318	2.0%	3,527,613	-	(141,063)	3,386,550	7.01	69,592	2,227,803	11.76	1,545,000	4,083,128	-	5,909,534	11,593,480	11,593,480	23.99
2028	2029	48,801	1.0%	3,523,150	-	(141,105)	3,382,046	6.93	69,592	2,272,359	11.73	565,000	5,218,200	(86,371)	5,985,989	11,709,987	11,709,987	24.00
2029	2030	49,289	1.0%	3,523,675	-	(140,926)	3,382,749	6.86	69,592	2,295,083	11.66	660,000	5,189,950	(63,344)	6,079,103	11,826,527	11,826,527	23.99
2030	2031	49,782	1.0%	3,524,542	-	(140,947)	3,383,595	6.80	-	2,318,034	11.45	850,000	5,156,950	(63,649)	6,243,649	11,945,277	11,945,277	24.00
2031	2032	49,782	0.0%	3,524,962	-	(140,982)	3,383,980	6.80	-	2,341,214	11.50	1,045,000	5,114,450	(249,746)	6,217,677	11,942,871	11,942,871	23.99
2032	2033	49,782	0.0%	3,522,127	-	(140,998)	3,381,128	6.79	-	2,341,214	11.49	1,100,000	5,062,200	(248,707)	6,221,603	11,943,945	11,943,945	23.99
2033	2034	49,782	0.0%	3,522,179	-	(140,885)	3,381,294	6.79	-	2,341,214	11.50	1,155,000	5,007,200	(248,864)	6,221,446	11,943,954	11,943,954	23.99
2034	2035	49,782	0.0%	3,524,962	-	(140,887)	3,384,074	6.80	-	2,341,214	11.50	1,210,000	4,949,450	(248,858)	6,218,565	11,943,853	11,943,853	23.99
2035	2036	49,782	0.0%	3,524,423	-	(140,998)	3,383,425	6.80	-	2,341,214	11.50	1,270,000	4,888,950	(248,743)	6,218,155	11,942,794	11,942,794	23.99
2036	2037	49,782	0.0%	3,525,769	-	(140,977)	3,384,792	6.80	-	2,341,214	11.50	1,335,000	4,825,450	(248,726)	6,219,746	11,945,752	11,945,752	24.00
2037	2038	49,782	0.0%	3,524,850	-	(141,031)	3,383,819	6.80	-	2,341,214	11.50	1,400,000	4,758,700	(248,790)	6,217,845	11,942,879	11,942,879	23.99
2038	2039	49,782	0.0%	3,525,323	-	(140,994)	3,384,329	6.80	-	2,341,214	11.50	1,465,000	4,693,950	(248,714)	6,218,184	11,943,726	11,943,726	23.99
2039	2040	49,782	0.0%	-	-	-	-	-	-	2,341,214	4.70	4,885,000	4,626,200	(384,100)	9,602,660	11,943,874	11,943,874	23.99
2040	2041	49,782	0.0%	-	-	-	-	-	-	2,341,214	4.70	5,105,000	4,406,050	(384,106)	9,602,496	11,943,710	11,943,710	23.99
2041	2042	49,782	0.0%	-	-	-	-	-	-	2,341,214	4.70	5,335,000	4,176,100	(384,100)	9,602,555	11,943,769	11,943,769	23.99
2042	2043	49,782	0.0%	-	-	-	-	-	-	2,341,214	4.70	5,575,000	3,935,900	(384,102)	9,602,343	11,943,557	11,943,557	23.99
2043	2044	49,782	0.0%	-	-	-	-	-	-	2,341,214	4.70	5,825,000	3,685,050	(384,094)	9,601,459	11,942,673	11,942,673	23.99
2044	2045	49,782	0.0%	-	-	-	-	-	-	2,341,214	4.70	6,090,000	3,422,300	(384,058)	9,603,857	11,945,071	11,945,071	23.99
2045	2046	49,782	0.0%	-	-	-	-	-	-	2,341,214	4.70	6,365,000	3,148,300	(384,154)	9,604,811	11,946,025	11,946,025	24.00
2046	2047	49,782	0.0%	-	-	-	-	-	-	2,341,214	4.70	6,650,000	2,861,550	(384,192)	9,602,935	11,944,149	11,944,149	23.99
2047	2048	49,782	0.0%	-	-	-	-	-	-	2,341,214	4.70	6,950,000	2,561,050	(384,117)	9,602,485	11,943,699	11,943,699	23.99
2048	2049	49,782	0.0%	-	-	-	-	-	-	2,341,214	4.70	5,565,000	2,242,500	(384,099)	7,813,776	10,154,990	10,154,990	20.40
2049	2050	49,782	0.0%	-	-	-	-	-	-	2,341,214	4.70	5,775,000	1,964,250	(312,551)	7,813,661	10,154,876	10,154,876	20.40
2050	2051	49,782	0.0%	-	-	-	-	-	-	2,341,214	4.70	6,065,000	1,675,500	(312,546)	7,814,979	10,156,193	10,156,193	20.40
2051	2052	49,782	0.0%	-	-	-	-	-	-	2,341,214	4.70	6,370,000	1,372,250	(312,599)	7,816,763	10,157,978	10,157,978	20.41
2052	2053	49,782	0.0%	-	-	-	-	-	-	2,341,214	4.70	6,685,000	1,053,750	(312,671)	7,813,017	10,154,231	10,154,231	20.40
2053	2054	49,782	0.0%	-	-	-	-	-	-	2,341,214	4.70	7,020,000	719,500	(312,521)	7,813,954	10,155,169	10,155,169	20.40
2054	2055	49,782	0.0%	-	-	-	-	-	-	2,341,214	4.70	7,370,000	368,500	(312,558)	7,812,867	10,154,081	10,154,081	20.40
2055	2056	49,782	0.0%	-	-	-	-	-	-	2,341,214	4.70	-	-	-	-	2,341,214	2,341,214	4.70
Totals				56,379,351	2,505,301	(2,640,714)	56,243,938		466,268	76,948,344		119,080,000	104,111,773	(7,921,082)	226,430,280	360,088,830	360,088,830	

1 Tax capacity value for taxes payable in 2024 is the actual value. Estimates for future years are based on the percentage changes as shown above.
2 Initial debt service levies (prior to subtracting debt equalization aid) are set at 105 percent of the principal and interest payments during the next fiscal year.
3 Debt excess adjustment for taxes payable in 2025 is the actual amount. Debt excess for future years is estimated at 4% of the prior year's initial debt service levy.
4 Assumes that the existing capital project levy would be renewed at the same tax rate prior to expiring.
5 The District's levy for taxes payable in 2025 was certified in December of 2024 and included a debt service levy of $5,612,250 (based on a preliminary estimate of principal and interest payments due in fiscal year 2025-26 and the requirement to levy at 105% of that amount).

Northfield Public School District No. 659
Estimated Tax Rates for Capital and Debt Service Levies
Existing Commitments and Proposed New Debt

$119,080,000 (2 Bond Issues)
30 Tax Levies
Wrapped Around Existing Debt



Research Update:

Northfield Independent School District No. 659, MN GO Rating Lowered To 'AA' On New Criteria; Off UCO

February 18, 2025

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Credit Highlights

- S&P Global Ratings lowered its underlying rating to 'AA' from 'AA+' on Northfield Independent School District No. 659, Minn.'s outstanding general obligation (GO) debt and removed the rating from under criteria observation (UCO).
- At the same time, we assigned our 'AAA' long-term rating (based on credit enhancement) and 'AA' underlying rating to the district's approximately $39 million series 2025A GO school building bonds.
- The outlook on both ratings is stable.
- The downgrade is based on the application of our "Methodology For Rating U.S. Governments" criteria, published Sept. 9, 2024, on RatingsDirect.

Security

The district's full-faith-credit-and-taxing-power pledge to levy ad valorem property taxes, without limitation as to rate or amount, secures the bonds. Officials intend to use series 2025A bond proceeds to finance various voter-approved facility upgrades, including building additions, replacements of classrooms, and an expanded gymnasium. The bonds are a part of a successful November 2024 referendum totaling $121 million, the remainder of which will be issued in spring 2027. Post-issuance, the district will have just under $80 million in GO debt outstanding.

The long-term enhanced rating reflects our assessment of the district's eligibility for, and participation in, Minnesota's School District Credit Enhancement Program. The stable outlook on the long-term enhanced rating reflects the outlook on the Minnesota GO rating and moves in tandem with it, (For more information, see "Minnesota Credit Enhancement Programs," published July 10, 2024).

Credit overview

The rating reflects our view of the district's financial position, which, following three consecutive years of deficit operations between fiscal years 2021 and 2023, has shown a sustained decrease in available reserves. Even with a slightly positive result in fiscal 2024, and a similar-sized result expected for fiscal 2025, we believe fund balance will remain at or below historical levels for the foreseeable future, given ongoing expenditure pressures and declining enrollment. After incorporating roughly $6 million in budget cuts across fiscal years 2022 and 2023, the magnitude of deficit size has declined, but management indicates the need for additional cuts in coming years as expenses continue to outpace revenues. The board approved another $6 million in budget reductions for fiscal 2026, anticipating a nearly breakeven results with these cuts, and expects another small deficit (close to breakeven) in fiscal 2027 based on the district's current financial forecast.

With anticipated results for fiscal year 2025, management expects unassigned fund balance to fall to 12.2% of general fund expenses, which is below its target of 14%. Per our calculation of available reserves, which includes assigned and unassigned, fund balance is expected to be about 16.8% of budgeted revenue, which, while below what the district has historically held and slightly below that of peers, is still fairly strong. With the previously mentioned cuts underway, and when incorporating the district's financial projections, reserve levels are not expected to decrease beyond these levels; however, our expectation that reserves will remain closer the 15% mark is more appropriately reflected in the current rating.

The rating also incorporates our forward-looking view of a worsening debt burden as the district works through its sizable voter-approved debt issuances over the next several years.

Other credit factors include our view of the following:

- The district's local economy benefits from the presence of two private colleges, Carleton and St. Olaf, and local incomes are above those of the nation and the county. While the tax base has seen continuous growth, the district's housing availability is limited, which has contributed to negative enrollment trends
- The district's continued trend of student count declines has led to operational deficits, based on the district's high reliance on the per-pupil state aid formula for general fund revenues.
- Management policies and practices are highlighted by consistent budget monitoring and formal policies, including a 14% reserve target, as well as long-term financial forecasting and capital planning. Risk management practices, including for cyber security, align with those of peers.
- The debt burden is moderate, and all-in fixed costs are manageable. However with an additional $80 million in authorization likely to come within the next three years, we are likely to see a worsening of the district's overall debt profile.
- For more information on our institutional framework assessment for Minnesota school districts, see "Institutional Framework Assessment: Minnesota Local Governments," published Sept. 10, 2024.

Environmental, social, and governance

We have analyzed environmental, social and governance factors relative to the district's economy, management, financial measures, and debt and liability profile, and view them as neutral in our credit analysis.

Outlook

The stable outlook reflects our view that the district's stable local economy and property tax base will continue to grow at least moderately, albeit with an enrollment decline expected to persist. It also reflects our belief that management will follow through on their outlined plan to incorporate significant expenditure cuts and that such budgetary adjustments will be sufficient to return to balanced operations and steady reserve levels.

Downside scenario

We could lower the rating if the district cannot realize significant expenditure cuts in upcoming budget years, leading to continued outpacing of costs compared with revenue, or if deficit spending were to continue, leading to reserves we no longer consider comparable at the rating level. We could also do so if the district's large additional debt plans begin to pressure its financial position.

Upside scenario

We could raise the rating if finances were to improve significantly, showing consistent stable-to-surplus operations, leading to sustained reserves we consider comparable with those of higher-rated peers, and if the debt burden were to be lowered.

Northfield Independent School District No. 659, Minnesota--credit summary

Institutional framework (IF)	2
Individual credit profile (ICP)	2.56
Economy	3.0
Financial performance	3
Reserves and liquidity	1
Management	2.30
Debt and liabilities	3.50

Northfield Independent School District No. 659, Minnesota--key credit metrics

	Most recent	2024	2023	2022
Economy				
Real GCP per capita % of U.S.	65	--	--	65
County PCPI % of U.S.	83	--	--	83
Market value ($000s)	4,771,230	4,771,230	4,436,427	3,950,711
Market value per capita ($)	161,239	161,239	149,925	131,739
Top 10 taxpayers % of taxable value	6.8	6.8	7.0	7.7
County unemployment rate (%)	2.9	2.9	2.6	2.5
Local median household EBI % of U.S.	122	--	122	119

Northfield Independent School District No. 659, Minnesota--key credit metrics

	Most recent	2024	2023	2022
Economy				
Local per capita EBI % of U.S.	98	--	98	98
Local population	29,591	--	29,591	29,989
Financial performance				
Operating fund revenues ($000s)	--	62,957	61,264	59,789
Operating fund expenditures ($000s)	--	62,171	64,739	62,770
Net transfers and other adjustments ($000s)	--	--	1,549	20
Operating result ($000s)	--	786	(1,926)	(2,961)
Operating result % of revenues	--	1.2	(3.1)	(5.0)
Operating result three-year average %	--	(2.3)	(2.9)	(1.3)
Enrollment	--	3,774	3,757	3,785
Reserves and liquidity				
Available reserves % of operating revenues	--	19.3	18.5	22.1
Available reserves ($000s)	--	12,134	11,356	13,217
Debt and liabilities				
Debt service cost % of revenues	--	8.4	9.3	9.3
Net direct debt per capita ($)	2,723	1,491	1,653	1,738
Net direct debt ($000s)	80,574	44,119	48,903	52,113
Direct debt 10-year amortization (%)	44	61	--	--
Pension and OPEB cost % of revenues	--	4.0	6.0	6.0
NPLs per capita ($)	--	1,087	1,445	1,534
Combined NPLs ($000s)	--	32,169	42,756	46,013

Financial data may reflect analytical adjustments and are sourced from issuer audit reports or other annual disclosures. Economic data is generally sourced from S&P Global Market Intelligence, the Bureau of Labor Statistics, Claritas, and issuer audits and other disclosures. GCP--Gross county product. PCPI--Per capita personal income. EBI--Effective buying income. OPEB--Other postemployment benefits. NPLs--Net pension liabilities.

Ratings List	
New Issue Ratings	
US$39.0 mil GO sch bldg bnds ser 2025A due 02/01/2048	
Long Term Rating	AAA/Stable
Underlying Rating for Credit Program	AA/Stable

Ratings List		
Downgraded		
	To	**From**
Local Government		
Northfield Indpt Sch Dist #659, MN Unlimited Tax General Obligation	AA/Stable	AA+/Stable

The ratings appearing below the new issues represent an aggregation of debt issues (ASID) associated with related maturities. The maturities similarly reflect our opinion about the creditworthiness of the U.S. Public Finance obligor's legal pledge for payment of the financial obligation. Nevertheless, these maturities may have different credit ratings than the rating presented next to the ASID depending on whether or not additional legal pledge(s) support the specific maturity's payment obligation, such as credit enhancement, as a result of defeasance, or other factors.

Certain terms used in this report, particularly certain adjectives used to express our view on rating relevant factors, have specific meanings ascribed to them in our criteria, and should therefore be read in conjunction with such criteria. Please see Ratings Criteria atwww.spglobal.com/ratings for further information. Complete ratings information is available to RatingsDirect subscribers atwww.capitaliq.com. All ratings affected by this rating action can be found on S&P Global Ratings' public website atwww.spglobal.com/ratings.

CERTIFICATION OF MINUTES RELATING TO
$39,000,000 GENERAL OBLIGATION SCHOOL BUILDING BONDS, SERIES 2025A

Issuer: Independent School District No. 659 (Northfield Public Schools), Minnesota

Governing Body: School Board

Kind, date, time and place of meeting: A regular meeting held on February 24, 2025 at 6:00 p.m. in the Northfield School District Office Boardroom.

Members present:

Members absent:

Documents attached:

Minutes of said meeting (including):

RESOLUTION RELATING TO $39,000,000 GENERAL OBLIGATION SCHOOL BUILDING BONDS, SERIES 2025A; AUTHORIZING ISSUANCE, AWARDING SALE, PRESCRIBING THE FORM AND DETAILS AND PROVIDING FOR THE PAYMENT THEREOF

I, the undersigned, being the duly qualified and acting recording officer of the public corporation issuing the bonds referred to in the title of this certificate, certify that the documents attached hereto, as described above, have been carefully compared with the original records of said corporation in my legal custody, from which they have been transcribed; that said documents are a correct and complete transcript of the minutes of a meeting of the governing body of said corporation, and correct and complete copies of all resolutions and other actions taken and of all documents approved by the governing body at said meeting, so far as they relate to said bonds; and that said meeting was duly held by the governing body at the time and place and was attended throughout by the members indicated above, pursuant to call and notice of such meeting given as required by law.

WITNESS my hand officially as such recording officer this 24h day of February, 2025.

____
School District Clerk

It was reported that thirteen (13) sealed proposals for the purchase of the District's General Obligation School Building Bonds, Series 2025A were received prior to 10:30 a.m., central time, pursuant to the Preliminary Official Statement distributed to potential purchasers of the Bonds by Ehlers & Associates, Inc., independent municipal advisor to the District. The proposals have been publicly opened, read and tabulated and were found to be as follows:

(See Attached)

EHLERS
PUBLIC FINANCE ADVISORS

BID TABULATION

$39,000,000 General Obligation School Building Bonds, Series 2025A

Independent School District No. 659 (Northfield Public Schools), Minnesota

SALE: February 24, 2025

AWARD: BAIRD

MN Credit Enhancement Rating: S&P Global Ratings "AAA"
Underlying Rating: S&P Global Ratings "AA"

Tax Exempt - Non-Bank Qualified

NAME OF BIDDER	MATURITY (February 1)	COUPON RATE	REOFFERING YIELD	PRICE	TRUE INTEREST RATE
BAIRD				$39,492,411.89	3.9668%
Milwaukee, Wisconsin	2026	5.000%	2.660%		
C.L. King & Associates	2027	5.000%	2.680%		
Colliers Securities LLC	2028	5.000%	2.700%		
Edward Jones	2029	5.000%	2.730%		
Davenport & Co. L.L.C.	2030	5.000%	2.750%		
Stifel, Nicolaus & Company, Inc.	2031	5.000%	2.780%		
Bernardi Securities, Inc.	2032	5.000%	2.820%		
Country Club Bank	2033	5.000%	2.890%		
Crews & Associates, Inc.	2034	5.000%	2.960%		
Carty, Harding & Hearn, Inc.	2035	5.000%	3.020%		
BNYMellon Capital Markets	2036	5.000%	3.070%		
CADZ Securities Inc	2037	5.000%	3.120%		
Alliance Global Partners	2038	4.000%	3.480%		
Isaak Bond Investments, Inc	2039	4.000%	3.540%		
Celadon Financial Group, LLC	2040	4.000%	3.650%		
Oppenheimer & Co.	2041	4.000%	3.750%		
Midland Securities	2042	4.000%	3.850%		
FMS Bonds Inc.	2043	4.000%	3.900%		
Multi Bank Securities Inc.	2044[1]	4.000%	4.000%		
First Southern LLC	2045[1]	4.000%	4.000%		
Commerce Bank, N.A.	2046	4.000%	4.020%		
Dinosaur Financial Group	2047	4.000%	4.030%		
First Bankers' Banc Securities, Inc	2048	4.000%	4.040%		
Mountainside Securities LLC					
StoneX Financial Inc.					
Valdes and Moreno					
InspereX					
Blaylock Van, LLC					
Falcon Square Capital					

NAME OF BIDDER	TRUE INTEREST RATE

* Subsequent to bid opening the individual maturity amounts were adjusted.
Adjusted Price: $39,524,377.39 Adjusted Net Interest Cost: $21,747,218.30 Adjusted TIC: 3.9619%

[1] $5,900,000 Term Bond due 2045 with mandatory redemption in 2044.

UBS FINANCIAL SERVICES INC. New York, New York	3.9742%
PIPER SANDLER & CO. Minneapolis, Minnesota	3.9810%
BOFA SECURITIES New York, New York	3.9896%
BOK FINANCIAL SECURITIES, INC. Milwaukee, Wisconsin	4.0299%
MESIROW FINANCIAL, INC. Chicago, Illinois	4.0454%
RAYMOND JAMES & ASSOCIATES, INC. St. Petersburg, Florida	4.0528%
NORTHLAND SECURITIES, INC. Minneapolis, Minnesota	4.0557%
HILLTOPSECURITIES Dallas, Texas	4.0591%

NAME OF BIDDER	TRUE INTEREST RATE
TD SECURITIES (USA) LLC New York, New York	4.0600%
WELLS FARGO BANK, NATIONAL ASSOCIATION Charlotte, North Carolina	4.0769%
J.P. MORGAN SECURITIES LLC New York, New York	4.0939%
JEFFERIES LLC New York, New York	4.1110%

Member _______________ introduced the following resolution and moved its adoption, which motion was seconded by Member ________________:

RESOLUTION RELATING TO $39,000,000 GENERAL OBLIGATION SCHOOL BUILDING BONDS, SERIES 2025A; AUTHORIZING ISSUANCE, AWARDING SALE, PRESCRIBING THE FORM AND DETAILS AND PROVIDING FOR THE PAYMENT THEREOF

BE IT RESOLVED by the School Board (the Board) of Independent School District No. 659 (Northfield Public Schools), Minnesota (the District), as follows:

SECTION 1. AUTHORIZATION AND SALE.

1.01. Authorization and Election. By resolution adopted on January 27, 2025, this Board authorized the issuance and sale of its General Obligation School Building Bonds, Series 2025A in the approximate principal amount of $39,000,000 (the Bonds), the proceeds to be used to finance the acquisition and betterment of school sites and facilities, as approved by the electors at a special election held on November 5, 2024 (collectively, the Project), pursuant to Minnesota Statutes, Chapter 475.

1.02. Sale. The District has retained Ehlers & Associates, Inc., in Roseville, Minnesota (Ehlers), as independent municipal advisor in connection with the sale of the Bonds. Pursuant to Minnesota Statutes, Section 475.60, Subdivision 2, paragraph 9, the requirements as to a public sale do not apply to the issuance of the Bonds. Pursuant to the Preliminary Official Statement prepared on behalf of the District by Ehlers, proposals for the purchase of the Bonds were received at or before the time specified for receipt of proposals. The proposals have been opened, publicly read and considered and the purchase price, interest rates and net interest cost under the terms of each proposal have been determined. The most favorable proposal received is that of Robert W. Baird & Co. Incorporated, in Milwaukee, Wisconsin (the Purchaser). It is hereby determined to issue the Bonds at a purchase price of $39,524,377.39 (representing the principal amount of $39,000,000, plus net original issue premium of $920,608.65, and less an underwriter's discount of $396,231.26) plus accrued interest, if any, and upon the further terms and conditions set forth herein.

1.03. Award. The sale of the Bonds is hereby awarded to the Purchaser, and the Chairperson and Clerk are hereby authorized and directed on behalf of the District to execute a contract for the sale of the Bonds with the Purchaser in accordance with the terms of the proposal. The good faith deposit of the Purchaser shall be retained and deposited by the District until the Bonds have been delivered, and shall be deducted from the purchase price paid at settlement. Any good faith deposit of other bidders shall be returned to them forthwith.

SECTION 2. BOND TERMS; REGISTRATION; EXECUTION AND DELIVERY.

2.01. Issuance of Bonds. All acts, conditions and things which are required by the Constitution and laws of the State of Minnesota to be done prior to the issuance of the Bonds having been done, existing and having happened, it is necessary for this Board to establish the form and terms of the Bonds, to provide for the security thereof, and to issue the Bonds forthwith.

2.02. Maturities, Interest Rates and Denominations. The Bonds shall be originally dated as of March 20, 2025, shall be in denominations of $5,000 or any integral multiple thereof of single maturities, shall mature on February 1 in the years and amounts stated below and shall bear interest from date of issue until paid or called for redemption at the annual rates set forth opposite such years and amounts, as follows:

Year	Amount	Rate	Year	Amount	Rate
2026	$ 3,885,000	5.000%	2038	$ 525,000	4.000%
2027	3,965,000	5.000	2039	550,000	4.000
2028	765,000	5.000	2040	2,410,000	4.000
2029	255,000	5.000	2041	2,530,000	4.000
2030	275,000	5.000	2042	2,655,000	4.000
2031	400,000	5.000	2043	2,790,000	4.000
2032	450,000	5.000	2045	5,900,000	4.000
2033	450,000	5.000	2046	3,150,000	4.000
2034	475,000	5.000	2047	3,200,000	4.000
2035	475,000	5.000	2048	2,895,000	4.000
2036	500,000	5.000			
2037	500,000	5.000			

For purposes of complying with the maturity provisions of Minnesota Statutes, Section 475.54, subdivision 1, the maturity schedule for the Bonds shall be combined with the maturity schedules for the District's outstanding general obligation bonds.

The Bonds shall be issuable only in fully registered form. Interest shall be computed on the basis of a 360-day year composed of twelve 30-day months. The interest thereon and, upon surrender of each Bond, the principal amount thereof, shall be payable by check or draft issued by the Registrar described herein; provided that, so long as the Bonds are registered in the name of a securities depository, or a nominee thereof, in accordance with Section 2.08 hereof, principal and interest shall be payable in accordance with the operational arrangements of the securities depository.

2.03. Dates and Interest Payment Dates. Upon initial delivery of the Bonds pursuant to Section 2.07 and upon any subsequent transfer or exchange pursuant to Section 2.06, the date of authentication shall be noted on each Bond so delivered, exchanged or transferred. The interest on the Bonds shall be payable on February 1 and August 1, commencing February 1, 2026, to the owners of record thereof as of the close of business on the fifteenth day of the immediately preceding month, whether or not such day is a business day.

2.04. Optional Redemption. The Bonds maturing on and after February 1, 2034 shall be subject to redemption and prepayment at the option of the District, in whole or in part, in such order as the District shall determine and within a maturity by lot as selected by the Registrar in multiples of $5,000, on February 1, 2033, and on any date thereafter, at a price equal to the principal amount thereof and accrued interest to the date of redemption. The Clerk shall cause notice of the call for redemption thereof to be published as required by law and, at least thirty (30) days prior to the designated redemption date, shall cause notice of the call for redemption to be mailed, by first class mail, to the registered owners of any Bonds to be redeemed at their addresses as they appear on the bond register described in Section 2.06 hereof but no defect in or failure to give such mailed notice of redemption shall affect the validity of proceedings for the redemption of any Bond not affected by such defect or failure. Official notice of redemption having been given as aforesaid, the Bonds or portions of Bonds so to be redeemed shall, on the redemption date, become due and payable at the redemption price therein specified, and from and after such date (unless the District shall default in the payment of the redemption price) such Bonds or portions of Bonds shall cease to bear interest. Upon partial redemption of any Bond, a new Bond or Bonds will be delivered to the registered owner without charge, representing the remaining principal amount outstanding.

Bonds maturing on February 1, 2045 (the Term Bonds) shall be subject to mandatory redemption prior to maturity pursuant to the sinking fund requirements of this Section 2.04 at a redemption price equal to the stated principal amount thereof plus interest accrued thereon to the redemption date. The Registrar shall select for redemption, by lot or other manner deemed fair, on February 1 in each of the following years the following stated principal amounts of such Bonds:

Year	Principal Amount
2044	$2,850,000
2045*	3,050,000

*stated maturity

Notice of redemption shall be given as provided in the preceding paragraph.

2.05. Appointment of Initial Registrar. The District hereby appoints Bond Trust Services Corporation, in Roseville, Minnesota, as the initial bond registrar, transfer agent and paying agent (the Registrar). The Chairperson and the Clerk are authorized to execute and deliver, on behalf of the District, a contract with the Registrar. Upon merger or consolidation of the Registrar with another corporation, if the resulting corporation is a bank or trust company organized under the laws of the United States or one of the states of the United States and authorized by law to conduct such business, such corporation shall be authorized to act as successor Registrar. The District agrees to pay the reasonable and customary charges of the Registrar for the services performed. The District reserves the right to remove the Registrar upon thirty (30) days' notice and upon the appointment and acceptance of a successor Registrar, in which event the predecessor Registrar shall deliver all cash and Bonds in its possession to the successor Registrar and shall deliver the bond register to the successor Registrar.

2.06. Registration. The effect of registration and the rights and duties of the District and the Registrar with respect thereto shall be as follows:

(a) Register. The Registrar shall keep at its principal corporate trust office a bond register in which the Registrar shall provide for the registration of ownership of Bonds and the registration of transfers and exchanges of Bonds entitled to be registered, transferred or exchanged.

(b) Transfer of Bonds. Upon surrender for transfer of any Bond duly endorsed by the registered owner thereof or accompanied by a written instrument of transfer, in form satisfactory to the Registrar, duly executed by the registered owner thereof or by an attorney duly authorized by the registered owner in writing, the Registrar shall authenticate and deliver, in the name of the designated transferee or transferees, one or more new Bonds of a like aggregate principal amount and maturity, as requested by the transferor. The Registrar may, however, close the books for registration of any transfer after the fifteenth day of the month preceding each interest payment date and until such interest payment date.

(c) Exchange of Bonds. Whenever any Bonds are surrendered by the registered owner for exchange the Registrar shall authenticate and deliver one or more new Bonds of a like aggregate principal amount and maturity, as requested by the registered owner or the owner's attorney in writing.

(d) Cancellation. All Bonds surrendered upon any transfer or exchange shall be promptly canceled by the Registrar and thereafter disposed of as directed by the District.

(e) Improper or Unauthorized Transfer. When any Bond is presented to the Registrar for transfer, the Registrar may refuse to transfer the same until it is satisfied that the endorsement on such Bond or separate instrument of transfer is valid and genuine and that the requested transfer is legally authorized. The Registrar shall incur no liability for the refusal, in good faith, to make transfers which it, in its judgment, deems improper or unauthorized.

(f) Persons Deemed Owners. The District and the Registrar may treat the person in whose name any Bond is at any time registered in the bond register as the absolute owner of such Bond, whether such Bond shall be overdue or not, for the purpose of receiving payment of, or on account of, the principal of and interest on such Bond and for all other purposes, and all such payments so made to any such registered owner or upon the owner's order shall be valid and effectual to satisfy and discharge the liability upon such Bond to the extent of the sum or sums so paid.

(g) Taxes, Fees and Charges. For every transfer or exchange of Bonds, the Registrar may impose a charge upon the owner thereof sufficient to reimburse the Registrar for any tax, fee or other governmental charge required to be paid with respect to such transfer or exchange.

(h) Mutilated, Lost, Stolen or Destroyed Bonds. In case any Bond shall become mutilated or be destroyed, stolen or lost, the Registrar shall deliver a new Bond of like amount, number, maturity date and tenor in exchange and substitution for and upon cancellation of any such mutilated Bond or in lieu of and in substitution for any such Bond destroyed, stolen or lost, upon the payment of the reasonable expenses and charges of the Registrar in connection therewith; and, in the case of a Bond destroyed, stolen or lost, upon filing with the Registrar of evidence satisfactory to it that such Bond was destroyed, stolen or lost, and of the ownership thereof, and upon furnishing to the Registrar of an appropriate bond or indemnity in form, substance and amount satisfactory to it, in which both the District and the Registrar shall be named as obligees. All Bonds so surrendered to the Registrar shall be canceled by it and evidence of such cancellation shall be given to the District. If the mutilated, destroyed, stolen or lost Bond has already matured or been called for redemption in accordance with its terms it shall not be necessary to issue a new Bond prior to payment.

(i) Authenticating Agent. The Registrar is hereby designated authenticating agent for the Bonds, within the meaning of Minnesota Statutes, Section 475.55, Subdivision 1, as amended.

(j) Valid Obligations. All Bonds issued upon any transfer or exchange of Bonds shall be the valid obligations of the District, evidencing the same debt, and entitled to the same benefits under this resolution as the Bonds surrendered upon such transfer or exchange.

2.07. Execution; Authentication and Delivery. The Bonds shall be prepared under the direction of the Clerk and shall be executed on behalf of the District by the signatures of the Chairperson and the Clerk, provided that all signatures may be printed, engraved, or lithographed facsimiles of the originals. In case any officer whose signature, or a facsimile of whose signature, shall appear on the Bonds shall cease to be such officer before the delivery of any Bond, such signature or facsimile shall nevertheless be valid and sufficient for all purposes, the same as if such officer had remained in office until delivery. Notwithstanding such execution, no Bond shall be valid or obligatory for any purpose or entitled to any security or benefit under this resolution unless and until a certificate of authentication on such Bond has been duly executed by the manual signature of the Registrar. The executed certificate of authentication on each Bond shall be conclusive evidence that it has been authenticated and delivered under this resolution. When the Bonds have been so delivered and authenticated, they shall be delivered by the Clerk to the Purchaser upon payment of the purchase price in accordance with the contract of sale heretofore made and executed, and the Purchaser shall not be obligated to see to the application of the purchase price.

2.08. Securities Depository. (a) For purposes of this section the following terms shall have the following meanings:

"Beneficial Owner" shall mean, whenever used with respect to a Bond, the person in whose name such Bond is recorded as the beneficial owner of such Bond by a Participant on the records of such Participant, or such person's subrogee.

"Cede & Co." shall mean Cede & Co., the nominee of DTC, and any successor nominee of DTC with respect to the Bonds.

"DTC" shall mean The Depository Trust Company of New York, New York.

"Participant" shall mean any broker-dealer, bank or other financial institution for which DTC holds Bonds as securities depository.

"Representation Letter" shall mean the Representation Letter pursuant to which the District agrees to comply with DTC's Operational Arrangements.

(b) The Bonds shall be initially issued as separately authenticated fully registered bonds, and one Bond shall be issued in the principal amount of each stated maturity of the Bonds.

Upon initial issuance, the ownership of such Bonds shall be registered in the bond register in the name of Cede & Co., as nominee of DTC. The Registrar and the District may treat DTC (or its nominee) as the sole and exclusive owner of the Bonds registered in its name for the purposes of payment of the principal of or interest on the Bonds, selecting the Bonds or portions thereof to be redeemed, if any, giving any notice permitted or required to be given to registered owners of Bonds under this resolution, registering the transfer of Bonds, and for all other purposes whatsoever; and neither the Registrar nor the District shall be affected by any notice to the contrary. Neither the Registrar nor the District shall have any responsibility or obligation to any Participant, any person claiming a beneficial ownership interest in the Bonds under or through DTC or any Participant, or any other person which is not shown on the bond register as being a registered owner of any Bonds, with respect to the accuracy of any records maintained by DTC or any Participant, with respect to the payment by DTC or any Participant of any amount with respect to the principal of or interest on the Bonds, with respect to any notice which is permitted or required to be given to owners of Bonds under this resolution, with respect to the selection by DTC or any Participant of any person to receive payment in the event of a partial redemption of the Bonds, or with respect to any consent given or other action taken by DTC as registered owner of the Bonds. So long as any Bond is registered in the name of Cede & Co., as nominee of DTC, the Registrar shall pay all principal of and interest on such Bond, and shall give all notices with respect to such Bond, only to Cede & Co. in accordance with DTC's Operational Arrangements, and all such payments shall be valid and effective to fully satisfy and discharge the District's obligations with respect to the principal of and interest on the Bonds to the extent of the sum or sums so paid. No person other than DTC shall receive an authenticated Bond for each separate stated maturity evidencing the obligation of the District to make payments of principal and interest. Upon delivery by DTC to the Registrar of written notice to the effect that DTC has determined to substitute a new nominee in place of Cede & Co., the Bonds will be transferable to such new nominee in accordance with paragraph (e) hereof.

(c) In the event the District determines that it is in the best interest of the Beneficial Owners that they be able to obtain Bonds in the form of bond certificates, the District may notify DTC and the Registrar, whereupon DTC shall notify the Participants of the availability through DTC of Bonds in the form of certificates. In such event, the Bonds will be transferable in accordance with paragraph (e) hereof. DTC may determine to discontinue providing its services with respect to the Bonds at any time by giving notice to the District and the Registrar and discharging its responsibilities with respect thereto under applicable law. In such event the Bonds will be transferable in accordance with paragraph (e) hereof.

(d) The execution and delivery of the Representation Letter to DTC by the Chairperson or Clerk, if not previously filed, or if required to be re-filed with DTC, is hereby authorized and directed.

(e) In the event that any transfer or exchange of Bonds is permitted under paragraph (b) or (c) hereof, such transfer or exchange shall be accomplished upon receipt by the Registrar of the Bonds to be transferred or exchanged and appropriate instruments of transfer to the permitted transferee in accordance with the provisions of this resolution. In the event Bonds in the form of certificates are issued to owners other than Cede & Co., its successor as nominee for DTC as owner of all the Bonds, or another securities depository as owner of all the Bonds, the provisions of this resolution shall also apply to all matters relating thereto, including, without limitation, the printing of such Bonds in the form of bond certificates and the method of payment of principal of and interest on such Bonds in the form of bond certificates.

SECTION 3. FORM OF BONDS. The Bonds shall be prepared in substantially the form found at EXHIBIT A hereto.

SECTION 4. USE OF PROCEEDS.

4.01. General Obligation School Building Bonds, Series 2025A Construction Fund. There is hereby established on the official books and records of the District a General Obligation School Building Bonds, Series 2025A Construction Fund (the Construction Fund), and the District shall continue to maintain the Construction Fund until payment of all costs and expenses incurred in connection with the Project financed by the Bonds have been paid. To the Construction Fund there shall be credited from the proceeds of the Bonds an amount equal to the estimated construction costs and expenses of the Project and from the Construction Fund there shall be paid all such construction costs and expenses. After payment of all such construction costs and expenses, the Construction Fund shall be discontinued and any Bond proceeds remaining therein shall be credited to the Debt Service Fund established by Section 4.02 hereof. All proceeds of the Bonds deposited in the Construction Fund will be expended solely for the payment of the costs and expenses of the Project as required pursuant to Minnesota Statutes, Section 475.58, Subdivision 4.

4.02. General Obligation School Building Bonds, Series 2025A Debt Service Fund. So long as any of the Bonds are outstanding and any principal of or interest thereon unpaid, the District shall maintain a separate debt service fund on the official books and records of the District to be known as the General Obligation School Building Bonds, Series 2025A Debt Service Fund (the Debt Service Fund), which the District agrees to maintain until the Bonds have been paid in full, and the principal of and interest on the Bonds shall be payable from the Debt Service Fund. The moneys on hand in the Debt Service Fund from time to time shall be used only to pay the principal of and interest on the Bonds. The District irrevocably appropriates to the Debt Service Fund: (a) any funds received from the Purchaser upon delivery of the Bonds in excess of (i) the amount required by Section 4.01 above to be credited to the Construction Fund and (ii) the amount required by Section 7.04 hereof to be set aside for payment of the costs of issuance of the Bonds; (b) the amounts specified in Section 4.01 above, after payment of all costs and expenses of the Project; (c) all taxes levied and collected in accordance with this resolution or any additional resolutions of the Board; and (d) all other moneys as shall be appropriated by the Board to the Debt Service Fund from time to time. If any payment of principal of and interest on the Bonds shall become due when there is not sufficient money in the Debt Service Fund to make such payment, the Clerk shall pay the same from any other available fund of the District, and such other fund shall be reimbursed for such advances out of the proceeds of the taxes levied for the payment of the Bonds when available.

4.03. Tax Levies. For the prompt and full payment of the principal of and interest on the Bonds as the same respectively become due, the full faith, credit and taxing power of the District shall be and are hereby irrevocably pledged. To provide moneys for the payment of principal of and interest on the Bonds as required by Minnesota Statutes, Section 475.61, Subdivision 1, there is hereby levied on all taxable property in the District a direct, annual ad valorem tax which shall be spread upon the tax rolls for collection in the years and amounts as follows, as a part of other general taxes of the District, as follows:

Levy Years	Collection Years	Amount

(See attached levy computation)

The taxes shall be irrepealable as long as any of the Bonds are outstanding and unpaid; provided that the District reserves the right and power to reduce the levies in the manner and to the extent permitted by Minnesota Statutes, Section 475.61. It is estimated that the ad valorem taxes will be collected in amounts not less than five percent in excess of the annual principal and interest requirements of the Bonds. If, as of the date tax levies are certified in any year, the sum of the balance in the Debt Service Fund plus any ad valorem taxes theretofore levied for the payment of Bonds payable therefrom and collectible through the end of the following calendar year is not sufficient to pay when due all principal and interest to become due on all Bonds payable therefrom in said following calendar year, or the Debt Service Fund has incurred a deficiency in the manner provided in Section 4.02, an additional direct, irrepealable, ad valorem tax shall be levied on all taxable property within the corporate limits of the District for the purpose of restoring such accumulated or anticipated deficiency in accordance with the provisions of this resolution.

4.04. Debt Service Fund Balance Restriction. In order to ensure compliance with the Internal Revenue Code of 1986 (the Code), and applicable Treasury Regulations (the Regulations), upon allocation of any funds to the Debt Service Fund, the balance then on hand in the Fund shall be ascertained. If it exceeds the amount of principal and interest on the Bonds to become due and payable through February 1 next following, plus a reasonable carryover equal to 1/12th of the debt service due in the following bond year, the excess shall (unless an opinion is otherwise received from bond counsel) be used to prepay or purchase Bonds, or invested at a yield which does not exceed the yield on the Bonds calculated in accordance with Section 148 of the Code.

SECTION 5. DEFEASANCE. When all of the Bonds have been discharged as provided in this section, all pledges, covenants and other rights granted by this resolution to the registered owners of the Bonds shall cease. The District may discharge its obligations with respect to any Bonds which are due on any date by depositing with the Registrar on or before that date a sum sufficient for the payment thereof in full; or, if any Bond should not be paid when due, it may nevertheless be discharged by depositing with the Registrar a sum sufficient for the payment thereof in full with interest accrued from the due date to the date of such deposit. The District may also discharge its obligations with respect to any prepayable Bonds called for redemption on any date when they are prepayable according to their terms, by depositing with the Registrar on or before that date an amount equal to the principal, interest and redemption premium, if any, which are then due, provided that notice of such redemption has been duly given as provided herein. The District may also at any time discharge its obligations with respect to any Bonds, subject to the provisions of law now or hereafter authorizing and regulating such action, by depositing irrevocably in escrow, with a bank or trust company qualified by law as an escrow agent for this purpose, cash or securities which are authorized by law to be so deposited, bearing interest payable at such time and at such rates and maturing or callable at the holder's option on such dates as shall be required to pay all principal and interest to become due thereon to maturity or earlier designated redemption date. Provided, however, that if such deposit is made more than ninety days before the maturity date or specified redemption date of the Bonds to be discharged, the District shall have received a written opinion of Bond Counsel to the effect that such deposit does not adversely affect the exemption of interest on any Bonds from federal income taxation and a written report of an accountant or investment banking firm verifying that the deposit is sufficient to pay when due all of the principal and interest on the Bonds to be discharged on and before their maturity dates or earlier designated redemption date.

SECTION 6. TAX COVENANTS, ARBITRAGE MATTERS, REIMBURSEMENT AND CONTINUING DISCLOSURE.

6.01. Restrictive Action. The Project will be owned and maintained by the District and used to carry out its program of public education. The District shall not enter into any lease, management agreement, use agreement or other contract with any nongovernmental entity relating to the Project or a portion thereof which would cause the Bonds to be considered "private activity bonds" or "private loan bonds" pursuant to the provisions of Section 141 of the Code. The District covenants and agrees with the registered owners of the Bonds that it will not take or permit to be taken by any of its officers, employees or agents any actions that would cause interest on the Bonds to become includable in gross income of the recipient under the Code and applicable Regulations and covenants to take any and all actions within its powers to ensure that the interest on the Bonds will not become includable in gross income of the recipient under the Code and the Regulations.

6.02. Arbitrage Certification. The Chairperson and Clerk being the officers of the District charged with the responsibility for issuing the Bonds pursuant to this resolution, are authorized and directed to execute and deliver to the Purchaser a certificate in accordance with the provisions of Section 148 of the Code and applicable Regulations stating the facts, estimates and circumstances in existence on the date of issue and delivery of the Bonds which make it reasonable to expect that the proceeds of the Bonds will not be used in a manner that would cause the Bonds to be "arbitrage bonds" within the meaning of the Code and the Regulations.

6.03. Arbitrage Rebate. The District acknowledges that the Bonds are subject to the rebate requirements of Section 148(f) of the Code. The District covenants and agrees to retain such records, make such determinations, file such reports and documents and pay such amounts at such times as are required under Section 148(f) and applicable Regulations to preserve the exclusion of interest on the Bonds from gross income for federal income tax purposes, unless the Bonds qualify for an exception from the rebate requirement pursuant to one of the spending exceptions set forth in Section 1.148-7 of the Regulations and no "gross proceeds" of the Bonds (other than amounts constituting a "bona fide debt service fund") arise during or after the expenditure of the original proceeds thereof.

6.04. Not Qualified Tax-Exempt Obligations. The Bonds are not designated as "qualified tax-exempt obligations" for purposes of Section 265(b)(3) of the Code.

6.05. Reimbursement. The District certifies that the proceeds of the Bonds will not be used by the District to reimburse itself for any expenditure with respect to the Project which the District paid or will have paid more than 60 days prior to the issuance of the Bonds unless, with respect to such prior expenditures, the District shall have made a declaration of official intent which complies with the provisions of Section 1.150-2 of the Regulations; provided that this certification shall not apply (i) with respect to certain de minimis expenditures, if any, with respect to the Project meeting the requirements of Section 1.150-2(f)(1) of the Regulations, or (ii) with respect to "preliminary expenditures" for the Project as defined in Section 1.150-2(f)(2) of the Regulations, including engineering or architectural expenses and similar preparatory expenses, which in the aggregate do not exceed 20% of the "issue price" of the Bonds.

6.06. Continuing Disclosure. (a) Purpose and Beneficiaries. To provide for the public availability of certain information relating to the Bonds and the security therefor and to permit the Purchaser and other participating underwriters in the primary offering of the Bonds to comply with amendments to Rule 15c2-12 promulgated by the SEC under the Securities Exchange Act of 1934 (17 C.F.R. § 240.15c2-12), relating to continuing disclosure (as in effect and interpreted from time to time, the Rule), which will enhance the marketability of the Bonds, the District hereby makes the following covenants and agreements for the benefit of the Owners (as hereinafter defined) from time to time of the outstanding Bonds. The District is the only obligated person in respect of the Bonds within the meaning of the Rule for purposes of identifying the entities in respect of which continuing disclosure must be made. If the District fails to comply with any provisions of this section, any person aggrieved thereby, including the Owners of any outstanding Bonds, may take whatever action at law or in equity may appear necessary or appropriate to enforce performance and observance of any agreement or covenant contained in this section, including an action for a writ of mandamus or specific performance. Direct, indirect, consequential and punitive damages shall not be recoverable for any default hereunder to the extent permitted by law. Notwithstanding anything to the contrary contained herein, in no event shall a default under this section constitute a default under the Bonds or under any other provision of this resolution. As used in this section, Owner or Bondowner means, in respect of a Bond, the registered owner or owners thereof appearing in the bond register maintained by the Registrar or any Beneficial Owner (as hereinafter defined) thereof, if such Beneficial Owner provides to the Registrar evidence of such beneficial ownership in form and substance reasonably satisfactory to the Registrar. As used herein, Beneficial Owner means, in respect of a Bond, any person or entity which (a) has the power, directly or indirectly, to vote or consent with respect to, or to dispose of ownership of, such Bond (including persons or entities holding Bonds through nominees, depositories or other intermediaries), or (b) is treated as the owner of the Bond for federal income tax purposes.

(b) Information To Be Disclosed. The District will provide, in the manner set forth in subsection (c) hereof, either directly or indirectly through an agent designated by the District, the following information at the following times:

(1) on or before twelve (12) months after the end of each fiscal year of the District, commencing with the fiscal year ending June 30, 2025, the following financial information and operating data in respect of the District (the Disclosure Information):

(A) the audited financial statements of the District for such fiscal year, prepared in accordance with generally accepted accounting principles in accordance with the governmental accounting standards promulgated by the Governmental Accounting Standards Board or as otherwise provided under Minnesota law, as in effect from time to time, or, if and to the extent such financial statements have not been prepared in accordance with such generally accepted accounting principles for reasons beyond the reasonable control of the District, noting the discrepancies therefrom and the effect thereof, and certified as to accuracy and completeness in all material respects by the fiscal officer of the District; and

(B) to the extent not included in the financial statements referred to in paragraph (A) hereof, the information for such fiscal year or for the period most recently available of the type contained in the Official Statement under the headings: "VALUATIONS – Current Property Valuations; "DEBT – Direct Debt;" "TAX LEVIES, COLLECTION AND RATES – Tax Levies and Collections;" "THE ISSUER – Student Body; and "GENERAL INFORMATION – Employment/Unemployment Data;" which information may be unaudited.

Notwithstanding the foregoing paragraph, if the audited financial statements are not available by the date specified, the District shall provide on or before such date unaudited financial statements in the format required for the audited financial statements as part of the Disclosure Information and, within 10 days after the receipt thereof, the District shall provide the audited financial statements. Any or all of the Disclosure Information may be incorporated by reference, if it is updated as required hereby, from other documents, including official statements, which have been submitted to the Municipal Securities Rulemaking Board (the MSRB) through its Electronic Municipal Market Access System (EMMA) or the SEC. The District shall clearly identify in the Disclosure Information each document so incorporated by reference. If any part of the Disclosure Information can no longer be generated because the operations of the District have materially changed or been discontinued, such Disclosure Information need no longer be provided if the District includes in the Disclosure Information a statement to such effect; provided, however, if such operations have been replaced by other District operations in respect of which data is not included in the Disclosure Information and the District determines that certain specified data regarding such replacement operations would be a Material Fact (as defined in paragraph (2) hereof), then, from and after such determination, the Disclosure Information shall include such additional specified data regarding the replacement operations. If the Disclosure Information is changed or this section is amended as permitted by this paragraph (b)(1) or subsection (d), then the District shall include in the next Disclosure Information to be delivered hereunder, to the extent necessary, an explanation of the reasons for the amendment and the effect of any change in the type of financial information or operating data provided.

(2) In a timely manner, not in excess of 10 business days, to the MSRB through EMMA, notice of the occurrence of any of the following events (each a "Material Fact," as hereinafter defined):

(A) principal and interest payment delinquencies;
(B) non-payment related defaults, if material;
(C) unscheduled draws on debt service reserves reflecting financial difficulties;
(D) unscheduled draws on credit enhancements reflecting financial difficulties;
(E) substitution of credit or liquidity providers, or their failure to perform;

(F) adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB), or other material notices or determinations with respect to the tax status of the Bonds or other material events affecting the tax status of the Bonds;

(G) modifications to rights of Bond holders, if material;

(H) Bond calls, if material and tender offers;

(I) defeasances;

(J) release, substitution, or sale of property securing repayment of the Bonds if material;

(K) rating changes;

(L) bankruptcy, insolvency, receivership, or similar event of the obligated person;

(M) the consummation of a merger, consolidation, or acquisition involving an obligated person or the sale of all or substantially all of the assets of the obligated person, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material;

(N) appointment of a successor or additional trustee or the change of name of a trustee, if material;

(O) incurrence of a financial obligation of the obligated person, if material, or agreement to covenants, events of default, remedies, priority rights, or other similar terms of a financial obligation of the obligated person, any of which affect security holders, if material; "financial obligation" means a (a) debt obligation; (b) derivative instrument entered into in connection with, or pledged as security or a source of payment for, an existing or planned debt obligation; or (c) guarantee of a debt obligation or any such derivative instrument; provided that "financial obligation" shall not include municipal securities as to which a final official statement (as defined in the Rule) has been provided to the MSRB consistent with the Rule; and

(P) default, event of acceleration, termination event, modification of terms, or other similar events under the terms of a financial obligation of the obligated person, any of which reflect financial difficulties.

As used herein, for those events that must be reported if material, a "Material Fact" is a fact as to which a substantial likelihood exists that a reasonably prudent investor would attach importance thereto in deciding to buy, hold or sell a Bond or, if not disclosed, would significantly alter the total information otherwise available to an investor from the Official Statement, information disclosed hereunder or information generally available to the public. Notwithstanding the foregoing sentence, a Material Fact is also a fact that would be deemed material for purposes of the purchase, holding or sale of a Bond within the meaning of applicable federal securities laws, as interpreted at the time of discovery of the occurrence of the event.

For the purposes of the event identified in (L) hereinabove, the event is considered to occur when any of the following occur: the appointment of a receiver, fiscal agent or similar officer for an obligated person in a proceeding under the U.S. Bankruptcy Code or in any other proceeding under state or federal law in which a court or governmental authority has assumed jurisdiction over substantially all of the assets or business of the obligated person, or if such jurisdiction has been assumed by leaving the existing governing body and officials or officers in possession but subject to the supervision and orders of a court or governmental authority, or the entry of an order confirming a plan of reorganization, arrangement or liquidation by a court or governmental authority having supervision or jurisdiction over substantially all of the assets or business of the obligated person.

For purposes of the events identified in paragraphs (O) and (P) above, the term "financial obligation" means (i) a debt obligation; (ii) a derivative instrument entered into in connection with, or pledged as security or a source of payment for, an existing or planned debt obligation; or (iii) a guarantee of (i) or (ii). The term "financial obligation" shall not include municipal securities as to which a final official statement has been provided to the MSRB consistent with the Rule.

(3) In a timely manner, to the MSRB through EMMA, notice of the occurrence of any of the following events or conditions:

(A) the failure of the District to provide the Disclosure Information required under paragraph (b)(1) at the time specified thereunder;
(B) the amendment or supplementing of this section pursuant to subsection (d), together with a copy of such amendment or supplement and any explanation provided by the District under subsection (d)(2);
(C) the termination of the obligations of the District under this section pursuant to subsection (d);
(D) any change in the accounting principles pursuant to which the financial statements constituting a portion of the Disclosure Information are prepared; and
(E) any change in the fiscal year of the District.

(c) Manner of Disclosure.

(1) The District agrees to make available to the MSRB through EMMA, in an electronic format as prescribed by the MSRB, the information described in subsection (b).

(2) All documents provided to the MSRB pursuant to this subsection (c) shall be accompanied by identifying information as prescribed by the MSRB from time to time.

(d) Term; Amendments; Interpretation.

(1) The covenants of the District in this section shall remain in effect so long as any Bonds are outstanding. Notwithstanding the preceding sentence, however, the obligations of the District under this section shall terminate and be without further effect as of any date on which the District delivers to the Registrar an opinion of Bond Counsel to the effect that, because of legislative action or final judicial or

administrative actions or proceedings, the failure of the District to comply with the requirements of this section will not cause participating underwriters in the primary offering of the Bonds to be in violation of the Rule or other applicable requirements of the Securities Exchange Act of 1934, as amended, or any statutes or laws successory thereto or amendatory thereof.

(2) This section (and the form and requirements of the Disclosure Information) may be amended or supplemented by the District from time to time, without notice to (except as provided in paragraph (c)(2) hereof) or the consent of the Owners of any Bonds, by a resolution of this Board filed in the office of the recording officer of the District accompanied by an opinion of Bond Counsel, who may rely on certificates of the District and others and the opinion may be subject to customary qualifications, to the effect that: (i) such amendment or supplement (a) is made in connection with a change in circumstances that arises from a change in law or regulation or a change in the identity, nature or status of the District or the type of operations conducted by the District, or (b) is required by, or better complies with, the provisions of paragraph (b)(5) of the Rule; (ii) this section as so amended or supplemented would have complied with the requirements of paragraph (b)(5) of the Rule at the time of the primary offering of the Bonds, giving effect to any change in circumstances applicable under clause (i)(a) and assuming that the Rule as in effect and interpreted at the time of the amendment or supplement was in effect at the time of the primary offering; and (iii) such amendment or supplement does not materially impair the interests of the Bondowners under the Rule.

If the Disclosure Information is so amended, the District agrees to provide, contemporaneously with the effectiveness of such amendment, an explanation of the reasons for the amendment and the effect, if any, of the change in the type of financial information or operating data being provided hereunder.

(3) This section is entered into to comply with the continuing disclosure provisions of the Rule and should be construed so as to satisfy the requirements of paragraph (b)(5) of the Rule.

SECTION 7. CERTIFICATION OF PROCEEDINGS.

7.01. Filing with County Auditors. The Clerk is hereby authorized and directed to file with the County Auditors of Rice, Dakota, and Goodhue Counties (the County Auditors) a certified copy of this resolution together with such other information as the County Auditors shall require and to obtain from the County Auditors a certificate that the Bonds have been entered upon the bond register and that the tax for the payment of the Bonds has been levied as required by law.

7.02. Certification of Proceedings. The officers of the District and the County Auditors are hereby authorized and directed to prepare and furnish to the Purchaser and to Dorsey & Whitney LLP, Bond Counsel, certified copies of all proceedings and records of the District relating to the Bonds and to the financial condition and affairs of the District, and such other affidavits, certificates and information as may be required to show the facts relating to the legality and marketability of the Bonds as they appear from the books and records under the officer's custody and control or as otherwise known to the them. All such certified copies, certificates and affidavits, including any heretofore furnished, shall be deemed representations of the District to the correctness of all statements contained herein.

7.03. Official Statement. The Preliminary Official Statement relating to the Bonds prepared and distributed by Ehlers, is hereby approved. Ehlers is hereby authorized on behalf of the District to prepare and distribute to the Purchaser within seven business days from the date hereof, a Final Official Statement listing the offering price, the interest rates, selling compensation, delivery date, the underwriters and such other information relating to the Bonds required to be included in the Official Statement by Rule l5c2-12 adopted by the Securities and Exchange Commission under the Securities Exchange Act of 1934. The officers of the District are hereby authorized and directed to execute such certificates as may be appropriate concerning the accuracy, completeness and sufficiency of the Official Statement.

7.04. Authorization of Payment of Certain Costs of Issuance of the Bonds. The District authorizes the Purchaser to forward the amount of Bond proceeds allocable to the payment of issuance expenses to Wells Fargo Bank, National Association on the closing date for further distribution as directed by Ehlers.

SECTION 8. STATE PAYMENT; DISTRICT AND REGISTRAR OBLIGATIONS. The District hereby covenants and obligates itself to notify the Commissioner of Education (the Commissioner) of any potential default in the payment of the principal of or interest on the Bonds and to use the provisions of Minnesota Statutes, Section 126C.55 (the State Payment Law), to guarantee, to the extent permitted by law, payment of the principal of and interest on the Bonds when due. The District further covenants to deposit with the Registrar not less than three business days prior to each February 1 and August 1 as set forth in Section 2.03 hereof, an amount sufficient to make that payment or to notify the Commissioner as provided in the State Payment Law that it will be unable to make all or a portion of such payment. The Registrar will notify the Commissioner if it becomes aware of a potential default in the payment of principal of and interest on the Bonds on any payment date or if, on the date two business days prior to the date on which a payment is due, there are insufficient funds on deposit with the Registrar to make the required payment on such date. The Registrar will cooperate with the District, the Commissioner and the Commissioner of Management and Budget in implementing the provisions of the State Payment Law. In the event that amounts sufficient to make any such interest or principal payment are held by an escrow or paying agent and invested as authorized by Minnesota Statutes, Chapter 475 and such escrow or paying agent is required to use proceeds from such investment to pay to the Registrar the amount necessary to pay such interest or principal on such payment date, then the requirements of the State Payment Law relating to the deposit of such amounts with the Registrar prior to the payment date of such interest or principal shall be deemed satisfied and neither the District nor the Registrar shall be required to notify the Commissioner that insufficient funds are available to pay such interest or principal on such payment date. The District shall do all other things which may be necessary to perform the Bonds hereby undertaken under the State Payment Law, including any requirements hereafter adopted by the Commissioner of Management and Budget or the Commissioner.

Upon vote being taken on the foregoing resolution, the following voted in favor thereof:

and the following voted against the same:

whereupon the resolution was declared duly passed and adopted

Tax Levies

Tax Levy Calculation

Tax Levy Year	Tax Collect Year	Bond Pay Year	Principal	Coupon	Interest	Total P+I	Net New D/S	105% of Total	Net Levy
2024	2025	2026	3,885,000.00	5.000%	1,454,745.69	5,339,745.69	5,339,745.69	5,606,732.97	5,606,732.97
2025	2026	2027	3,965,000.00	5.000%	1,489,700.00	5,454,700.00	5,454,700.00	5,727,435.00	5,727,435.00
2026	2027	2028	765,000.00	5.000%	1,291,450.00	2,056,450.00	2,056,450.00	2,159,272.50	2,159,272.50
2027	2028	2029	255,000.00	5.000%	1,253,200.00	1,508,200.00	1,508,200.00	1,583,610.00	1,583,610.00
2028	2029	2030	275,000.00	5.000%	1,240,450.00	1,515,450.00	1,515,450.00	1,591,222.50	1,591,222.50
2029	2030	2031	400,000.00	5.000%	1,226,700.00	1,626,700.00	1,626,700.00	1,708,035.00	1,708,035.00
2030	2031	2032	450,000.00	5.000%	1,206,700.00	1,656,700.00	1,656,700.00	1,739,535.00	1,739,535.00
2031	2032	2033	450,000.00	5.000%	1,184,200.00	1,634,200.00	1,634,200.00	1,715,910.00	1,715,910.00
2032	2033	2034	475,000.00	5.000%	1,161,700.00	1,636,700.00	1,636,700.00	1,718,535.00	1,718,535.00
2033	2034	2035	475,000.00	5.000%	1,137,950.00	1,612,950.00	1,612,950.00	1,693,597.50	1,693,597.50
2034	2035	2036	500,000.00	5.000%	1,114,200.00	1,614,200.00	1,614,200.00	1,694,910.00	1,694,910.00
2035	2036	2037	500,000.00	5.000%	1,089,200.00	1,589,200.00	1,589,200.00	1,668,660.00	1,668,660.00
2036	2037	2038	525,000.00	4.000%	1,064,200.00	1,589,200.00	1,589,200.00	1,668,660.00	1,668,660.00
2037	2038	2039	550,000.00	4.000%	1,043,200.00	1,593,200.00	1,593,200.00	1,672,860.00	1,672,860.00
2038	2039	2040	2,410,000.00	4.000%	1,021,200.00	3,431,200.00	3,431,200.00	3,602,760.00	3,602,760.00
2039	2040	2041	2,530,000.00	4.000%	924,800.00	3,454,800.00	3,454,800.00	3,627,540.00	3,627,540.00
2040	2041	2042	2,655,000.00	4.000%	823,600.00	3,478,600.00	3,478,600.00	3,652,530.00	3,652,530.00
2041	2042	2043	2,790,000.00	4.000%	717,400.00	3,507,400.00	3,507,400.00	3,682,770.00	3,682,770.00
2042	2043	2044	2,850,000.00	4.000%	605,800.00	3,455,800.00	3,455,800.00	3,628,590.00	3,628,590.00
2043	2044	2045	3,050,000.00	4.000%	491,800.00	3,541,800.00	3,541,800.00	3,718,890.00	3,718,890.00
2044	2045	2046	3,150,000.00	4.000%	369,800.00	3,519,800.00	3,519,800.00	3,695,790.00	3,695,790.00
2045	2046	2047	3,200,000.00	4.000%	243,800.00	3,443,800.00	3,443,800.00	3,615,990.00	3,615,990.00
2046	2047	2048	2,895,000.00	4.000%	115,800.00	3,010,800.00	3,010,800.00	3,161,340.00	3,161,340.00
Total	**-**	**-**	**$39,000,000.00**	**-**	**$22,271,595.69**	**$61,271,595.69**	**$61,271,595.69**	**$64,335,175.47**	**$64,335,175.47**

EXHIBIT A

UNITED STATES OF AMERICA

STATE OF MINNESOTA
RICE, DAKOTA, AND GOODHUE COUNTIES

INDEPENDENT SCHOOL DISTRICT NO. 659 (NORTHFIELD PUBLIC SCHOOLS)

GENERAL OBLIGATION SCHOOL BUILDING BOND, SERIES 2025A

R-1 $_______

Interest Rate	Maturity Date	Date of Original Issue	CUSIP No.
__%	February 1, 20__	March 20, 2025	

REGISTERED OWNER: CEDE & CO.

PRINCIPAL AMOUNT: THOUSAND DOLLARS

INDEPENDENT SCHOOL DISTRICT NO. 659 (NORTHFIELD PUBLIC SCHOOLS), RICE, DAKOTA, AND GOODHUE COUNTIES, STATE OF MINNESOTA (the District), acknowledges itself to be indebted and for value received hereby promises to pay to the registered owner specified above, or registered assigns, the principal sum specified above on the maturity date specified above, and to pay interest thereon from the date of original issue specified above, or from the most recent interest payment date to which interest has been paid or duly provided for, at the annual rate specified above, payable on February 1 and August 1 in each year, commencing February 1, 2026, to the person in whose name this Bond is registered at the close of business on the fifteenth day (whether or not a business day) of the immediately preceding month, all subject to the provisions referred to herein with respect to the redemption of the principal of this Bond prior to its stated maturity. The interest hereon and, upon presentation and surrender hereof at the principal office of the Registrar described below, the principal hereof, are payable in lawful money of the United States of America by check or draft drawn on Bond Trust Services Corporation, in Roseville, Minnesota, as bond registrar, transfer agent and paying agent, or its successor designated under the bond resolution described herein (the Registrar). For the prompt and full payment of such principal and interest as the same respectively become due, the full faith and credit and taxing powers of the District have been and are hereby irrevocably pledged.

This Bond is one of an issue in the aggregate principal amount of $39,000,000 (the Bonds), issued by the District to finance the acquisition and betterment of school sites and facilities, including, but not limited to, the acquisition and betterment of school sites and facilities, and is issued pursuant to and in full conformity with a resolution adopted by the School Board on February 24, 2025 (the Bond Resolution), and authority conferred by more than the requisite majority vote of the qualified electors of the District voting on the question of its issuance at an election duly and legally called and held, and pursuant to and in full conformity with the Constitution and laws of the State of Minnesota thereunto enabling, including Minnesota Statutes, Chapter 475. The Bonds are issuable only in fully registered form, in denominations of $5,000 or any integral multiple thereof, of single maturities.

The Bonds maturing on and after February 1, 2034 are each subject to redemption and prepayment at the option of the District, in whole or in part, in such order as the District shall determine and, within a maturity, by lot as selected by the Registrar in multiples of $5,000, on February 1, 2033, and on any date thereafter, at a price equal to the principal amount thereof plus interest accrued to the date of redemption. The District will cause notice of the call for redemption to be published as required by law and, at least thirty (30) days prior to the designated redemption date, will cause notice of the call thereof to be mailed by first class mail to the registered owner of any Bond to be redeemed at the owner's address as it appears on the bond register maintained by the Registrar, but no defect in or failure to give such mailed notice of redemption shall affect the validity of proceedings for the redemption of any Bond not affected by such defect or failure. Official notice of redemption having been given as aforesaid, the Bonds or portions of Bonds so to be redeemed shall, on the redemption date, become due and payable at the redemption price therein specified, and from and after such date (unless the District shall default in the payment of the redemption price) such Bonds or portions of Bonds shall cease to bear interest. Upon partial redemption of any Bond, a new Bond or Bonds will be delivered to the registered owner without charge, representing the remaining principal amount outstanding.

Bonds maturing in the year 2045 shall be subject to mandatory redemption, at a redemption price equal to their principal amount plus interest accrued thereon to the redemption date, on February 1 in each of the years shown below, in an amount equal to the following principal amounts:

Year	Principal Amount
2044	$2,850,000
2045*	3,050,000

*stated maturity

Notice of redemption shall be given as provided in the preceding paragraph.

As provided in the Bond Resolution and subject to certain limitations set forth therein, this Bond is transferable upon the books of the District at the principal office of the Registrar, by the registered owner hereof in person or by the owner's attorney duly authorized in writing upon surrender hereof together with a written instrument of transfer satisfactory to the Registrar, duly executed by the registered owner or the owner's attorney, and may also be surrendered in exchange for Bonds of other authorized denominations. Upon such transfer or exchange, the District will cause a new Bond or Bonds to be issued in the name of the transferee or registered owner, of the same aggregate principal amount, bearing interest at the same rate and maturing on the same date, subject to reimbursement for any tax, fee or governmental charge required to be paid with respect to such transfer or exchange.

The District and the Registrar may deem and treat the person in whose name this Bond is registered as the absolute owner hereof, whether this Bond is overdue or not, for the purpose of receiving payment and for all other purposes, and neither the District nor the Registrar shall be affected by any notice to the contrary.

Notwithstanding any other provisions of this Bond, so long as this Bond is registered in the name of Cede & Co., as nominee of The Depository Trust Company, or in the name of any other nominee of The Depository Trust Company or other securities depository, the Registrar shall pay all principal of and interest on this Bond, and shall give all notices with respect to this Bond, only to Cede & Co. or other nominee in accordance with the operational arrangements of The Depository Trust Company or other securities depository as agreed to by the District.

IT IS HEREBY CERTIFIED, RECITED, COVENANTED AND AGREED that all acts, conditions and things required by the Constitution and laws of the State of Minnesota to be done, to happen, to exist and to be performed precedent to and in the issuance of this Bond in order to make it a valid and binding general obligation of the District according to its terms have been done, have happened, do exist and have been performed in regular and due form, time and manner as so required; that, prior to the issuance hereof, a direct, annual, ad valorem tax has been duly levied upon all taxable property in the District for the years and in amounts not less than five percent in excess of sums sufficient to pay the interest hereon and the principal hereof as the same respectively become due; that additional taxes, if needed to meet the principal and interest requirements of the Bonds, shall be levied upon all such property without limitation as to rate or amount; and that the issuance of the Bonds does not cause the indebtedness of the District to exceed any constitutional or statutory limitation of indebtedness.

This Bond shall not be valid or become obligatory for any purpose or be entitled to any security or benefit under the Bond Resolution until the Certificate of Authentication hereon shall have been executed by the Registrar by manual signature of one of its authorized representatives.

IN WITNESS WHEREOF, Independent School District No. 659 (Northfield Public Schools), Rice, Dakota, and Goodhue Counties, State of Minnesota, by its School Board, has caused this Bond to be executed on its behalf by the facsimile signatures of the Chairperson and Clerk.

INDEPENDENT SCHOOL DISTRICT NO. 659
(NORTHFIELD PUBLIC SCHOOLS),
MINNESOTA

____
(Facsimile Signature – Chairperson)

____
(Facsimile Signature - Clerk)

CERTIFICATE OF AUTHENTICATION

This is one of the Bonds delivered pursuant to the Bond Resolution mentioned within.

Date of Authentication: ____________

BOND TRUST SERVICES CORPORATION, as Registrar

By________________________________
Authorized Representative

The following abbreviations, when used in the inscription on the face of this Bond, shall be construed as though they were written out in full according to the applicable laws or regulations:

TEN COM --as tenants in common UTMA …………. as Custodian for …………..
(Cust) (Minor)

TEN ENT --as tenants by the entireties under Uniform Transfers to Minors Act ....……..
(State)

JT TEN --as joint tenants with right of survivorship and not as tenants in common

Additional abbreviations may also be used.

ASSIGNMENT

For value received, the undersigned hereby sells, assigns and transfers unto ________________________________ the within Bond and all rights thereunder, and does hereby irrevocably constitute and appoint ____________________________ attorney to transfer the said Bond on the books kept for registration of the within Bond, with full power of substitution in the premises.

Dated: _________________

____
NOTICE: The assignor's signature to this assignment must correspond with the name as it appears upon the face of the within Bond in every particular, without alteration or enlargement or any change whatsoever.

Signature Guaranteed: _________________________________
Signature(s) must be guaranteed by an "eligible guarantor institution" meeting the requirements of the Registrar, which requirements include membership or participation in STAMP or such other "signature guaranty program" as may be determined by the Registrar in addition to or in substitution for STAMP, all in accordance with the Securities Exchange Act of 1934, as amended.

Please insert social security or other identifying number of assignee:______________________

CERTIFICATE OF RICE COUNTY AUDITOR
AS TO REGISTRATION OF BONDS AND TAX LEVY

The undersigned, being the duly qualified and acting County Auditor of Rice County, hereby certifies that there has been filed in my office a certified copy of a resolution duly adopted on February 24, 2025, by the School Board of Independent School District No. 659 (Northfield Public Schools), Minnesota, setting forth the form and details of an issue of $39,000,000 General Obligation School Building Bonds, Series 2025A, dated as of March 20, 2025, and levying taxes for their payment.

I further certify that the issue has been entered on my bond register and the tax required by law for their payment has been levied and filed as required by Minnesota Statutes, Sections 475.61 to 475.63.

WITNESS my hand and official seal this _____ day of ____________, 2025.

____
Rice County Auditor

(SEAL)

CERTIFICATE OF DAKOTA COUNTY AUDITOR
AS TO REGISTRATION OF BONDS AND TAX LEVY

The undersigned, being the duly qualified and acting County Auditor of Dakota County, hereby certifies that there has been filed in my office a certified copy of a resolution duly adopted on February 24, 2025, by the School Board of Independent School District No. 659 (Northfield Public Schools), Minnesota, setting forth the form and details of an issue of $39,000,000 General Obligation School Building Bonds, Series 2025A, dated as of March 20, 2025, and levying taxes for their payment.

I further certify that the issue has been entered on my bond register and the tax required by law for their payment has been levied and filed as required by Minnesota Statutes, Sections 475.61 to 475.63.

WITNESS my hand and official seal this _____ day of ____________, 2025.

____
Dakota County Auditor

CERTIFICATE OF GOODHUE COUNTY AUDITOR
AS TO REGISTRATION OF BONDS AND TAX LEVY

The undersigned, being the duly qualified and acting County Auditor of Goodhue County, hereby certifies that there has been filed in my office a certified copy of a resolution duly adopted on February 24, 2025, by the School Board of Independent School District No. 659 (Northfield Public Schools), Minnesota, setting forth the form and details of an issue of $39,000,000 General Obligation School Building Bonds, Series 2025A, dated as of March 20, 2025, and levying taxes for their payment.

I further certify that the issue has been entered on my bond register and the tax required by law for their payment has been levied and filed as required by Minnesota Statutes, Sections 475.61 to 475.63.

WITNESS my hand and official seal this _____ day of ____________, 2025.

____
Goodhue County Auditor

(SEAL)

SIGNATURE, NO-LITIGATION AND ARBITRAGE
CERTIFICATE AND PURCHASE PRICE RECEIPT

The undersigned hereby certify that we are the Chairperson and Clerk, respectively, of Independent School District No. 659 (Northfield Public Schools), Minnesota (the District), and that:

1. In our capacities as such officers, we have caused facsimiles of our true and correct signatures to be affixed to each bond of an issue of $39,000,000 General Obligation School Building Bonds, Series 2025A, dated as of March 20, 2025 (the Bonds), of the District. We are duly qualified and acting as such officers and duly authorized to execute the Bonds and we hereby ratify, confirm and adopt the facsimile signatures on each and all of the Bonds as the true and proper signatures for the execution thereof. The Bonds are in fully registered form. The Bonds have been in all respects duly executed for delivery pursuant to authority conferred upon us as such officers and no obligations other than the Bonds have been issued pursuant to such authority.

2. The Bonds mature on the dates, bear interest at the rates and are substantially in the form prescribed by a resolution duly adopted by the governing body of the District on February 24, 2025 (the Bond Resolution). The Bond Resolution has not been amended or repealed.

3. We have delivered the Bonds to Bond Trust Services Corporation, in Roseville, Minnesota, as bond registrar (the Registrar), for authentication and delivery to The Depository Trust Company on behalf of Robert W. Baird & Co. Incorporated, in Milwaukee, Wisconsin, in its capacity as the purchaser of the Bonds (the Purchaser).

4. None of the proceedings or records which have been certified to the Purchaser or to Dorsey & Whitney LLP, the attorneys rendering an opinion as to the validity of the Bonds, has been in any manner repealed, amended or changed. There has been no material change in the financial condition of the District or the facts affecting the Bonds. No litigation of any nature is now pending or, to the best of our knowledge, threatened, seeking to restrain or enjoin the issuance or delivery of the Bonds or the levy or collection of any ad valorem taxes to pay principal of or interest on the Bonds, or in any manner questioning the authority or proceedings for the issuance of the Bonds or the application of the proceeds thereof, or for the levy or collection of ad valorem taxes or affecting the validity of the Bonds or questioning the corporate existence or boundaries of the District or the title of any of the present officers thereof to their respective offices.

5. The Preliminary Official Statement, dated February 13, 2025 and the Final Official Statement, dated February 24, 2025, prepared on behalf of the District for the issuance of the Bonds by Ehlers & Associates, Inc., the District's independent municipal advisor (the Municipal Advisor), did not as of the dates thereof, and do not as of the date hereof, contain any misstatement of a material fact or omit to state any material fact necessary to make the statements contained therein, in light of the circumstances in which they are made, not misleading.

6. This certificate is given, in part, to establish the reasonable expectations of the District regarding the amount and use of the gross proceeds of the Bonds. The facts and expectations set forth herein are reasonable and the District does not reasonably expect that the

Bonds will be "arbitrage bonds" within the meaning of Section 148 of the Internal Revenue Code of 1986 (the Code) and applicable Treasury Regulations (the Regulations).

7. The Bonds are being issued to finance the acquisition and betterment of school sites and facilities, including, but not limited to, the acquisition and betterment of school sites and facilities, as approved by the electors at a special election held on November 5, 2024 (collectively, the Project), pursuant to Minnesota Statutes, Chapter 475.

8. The Bonds are generally considered a single "issue" for all purposes of Section 103 and Sections 141 through 150 of the Code because they were sold at substantially the same time (*i.e.*, less than 15 days apart) pursuant to the same plan of financing and are reasonably expected to be paid from substantially the same source of funds. The District has not entered into and will not enter into a binding written contract at substantially the same time as the sale date of the Bonds for the sale or exchange of any tax-exempt obligation pursuant to the same plan of financing as the Bonds that is reasonably expected to be payable from substantially the same source of funds as the Bonds.

9. On the date hereof (the Closing Date), the District received from the Purchaser the purchase price of the Bonds, $39,524,377.39 (representing the principal amount of $39,000,000, plus net original issue premium of $920,608.65, and less an underwriter's discount of $396,231.26), no interest having accrued to the date hereof, and the Registrar was thereupon directed to deliver the Bonds to The Depository Trust Company on behalf of the Purchaser.

10. Of the amount set forth in paragraph 9, $39,342,302.39 of the proceeds of the Bonds will be deposited in the General Obligation School Building Bonds, Series 2025A Construction Fund created by the Bond Resolution (the Construction Fund) to pay the costs of the Project and $182,075.00 will be used on or about the Closing Date to pay costs of issuance of the Bonds (representing costs of legal services, financial consulting services, advertising and printing and similar items).

11. The Bonds have been sold at competitive sale after solicitation of proposals without the requirement of published notice by the District's Municipal Advisor. To the best of our knowledge, the price paid for the Bonds by the Purchaser is reasonable under customary standards applied in the market. As shown in the Certificate of Municipal Advisor, the "issue price" of the Bonds is $39,920,608.65, which is the aggregate of the issue prices determined separately for each maturity of the Bonds (treating Bonds with the same maturity date but different credit or payment terms as separate maturities) based on the reasonably expected initial offering price of each maturity of the Bonds to the public as of the sale date, pursuant to the special rule for competitive sales provided by Section 1.148-1(f)(2)(iii) of the Regulations and as evidenced by the Issue Price Certificate of Purchaser and Certificate of Municipal Advisor.

12. As shown in the Certificate of Municipal Advisor, the yield on the Bonds (the Bond Yield), computed on the basis of the information set forth herein, and otherwise in accordance with the Code and the Regulations, is 3.8455835% per annum. The Bond Yield has been calculated, as provided in Section 1.148-4(b) of the Regulations, as that discount rate which when used in computing the present value as of the issue date of all unconditionally payable payments of principal, interest and fees paid or reasonably expected to be paid for qualified guarantees on the

Bonds, produces an amount which is equal to the present value, using the same discount rate, of the aggregate issue price thereof.

13. The net sale proceeds of the Bonds, plus investment earnings thereon, deposited into the Construction Fund do not exceed the amount to be spent by the District to construct the Project and to pay costs of issuance of the Bonds, and it is reasonably expected that all of the amounts in the Construction Fund will be allocated to expenditures for the Project or to costs of issuance of the Bonds. The District will, within six months of the date hereof, incur substantial binding obligations to third parties to expend at least 5% of the net sale proceeds of the Bonds on the Project. Work on the Project and allocation of the net sale proceeds of the Bonds to expenditures will proceed with due diligence to completion and it is reasonably expected that the Project will be completed and that at least 85% of the net sale proceeds of the Bonds will be allocated to expenditures for the Project within three years of the Closing Date. Any balance remaining in the Construction Fund upon completion of the Project, or upon an earlier determination that all such funds will not be used for the Project, will be applied in a manner determined, in consultation with bond counsel, to comply with the federal income tax rules governing the application of excess proceeds.

14. The District expects to spend on the Project, within three years from the date hereof, all of the net sale and investment proceeds to be derived by the District from the issuance of the Bonds. Any amount not so expended by said date will, pending expenditure, be invested at a yield which does not exceed the Bond Yield unless the District determines to take advantage of the provisions of Section 1.148-5(c) relating to yield reduction payments.

15. The Bonds have been made payable primarily from the General Obligation School Building Bonds, Series 2025A Debt Service Fund created by the Bond Resolution (the Debt Service Fund). The collections of ad valorem taxes and other amounts appropriated to the Debt Service Fund are estimated to be sufficient, but not in excess of the amounts required, to pay the principal of and interest on all Bonds payable therefrom when due, and it is not expected that any of such Bonds or the interest thereon will be paid from any other account or fund of the District and no other fund or account is pledged as security for the payment of the Bonds. The Debt Service Fund is expected to be depleted annually on February 1, except for a "reasonable carryover" as permitted by the definition of a "bona fide debt service fund" in Section 1.148-1(b) of the Regulations. The Debt Service Fund will constitute a "bona fide debt service fund" as defined in Section 1.148-1(b) of the Regulations.

16. The District adopted an "official intent" resolution pursuant to Section 1.150-2(d)(1) of the Regulations on January 27, 2025, with respect to the Project. Proceeds of the Bonds in the amount of $[_____] will be used to reimburse the District for Project costs paid prior to the date of issuance of the Bonds. No reimbursement will be requested or made for any expenditure made before the date hereof if such expenditure was made more than 60 days prior to the date of adoption by the District of the earliest reimbursement resolution with respect to the portion of the Project for which costs are being reimbursed; provided, however, that this restriction shall not apply (a) with respect to costs of issuing the Bonds or certain de minimis expenditures, not exceeding $100,000 in the aggregate, with respect to the Project meeting the requirements of Section 1.150-2(f)(1) of the Regulations, or (b) with respect to "preliminary expenditures" for the Project as defined in Section 1.150-2(f)(2) of the Regulations, including engineering or

architectural expenses and similar preparatory expenses, which in the aggregate do not exceed 20 percent of the aggregate issue price of the Bonds. In addition, no reimbursement will be made for any expenditure by the District that was made before the date hereof if such reimbursement occurs more than 18 months after the later of (c) the date the reimbursed expenditure was paid by the District, or (d) the date the portion of the Project to which such payment relates is placed in service or abandoned, but in any event no such reimbursement will be made more than three years after the original expenditure was paid. The District will not use or permit the use of funds corresponding to the reimbursement of its expenditures made before the date hereof in a manner that results in the creation of replacement proceeds (including without limitation a sinking fund or a pledged fund) or replacement proceeds of another bond issue. The preceding sentence does not apply to amounts deposited in a bona fide debt service fund.

17. All net proceeds of the Bonds have been or will be used, directly or indirectly, to finance capital expenditures or, to the extent permitted by Section 1.148-6(d)(3)(ii) of the Regulations, *de minimis* expenditures for certain specified purposes (including costs of issuing the Bonds and interest on the Bonds until three years from the Closing Date). The District acknowledges that if proceeds of the Bonds are allocated to expenditures other than as permitted by this paragraph, a like amount of then-available funds of the District will be treated as unspent proceeds of the Bonds.

18. The District has not and will not enter into any lease, operating agreement, management agreement or other contractual arrangement that would cause the Bonds to be considered "private activity bonds" as defined in Section 141 of the Code and applicable Regulations. Property financed with the proceeds of the Bonds is not expected to be sold or disposed of, in whole or in part, prior to the last maturity date of the Bonds.

19. No portion of the proceeds of the Bonds will be used, directly or indirectly, to make or finance loans to any other person. No proceeds of the Bonds will be used to make a prepayment for goods or services more than 90 days prior to the reasonably expected date of delivery to the District of all of the goods or services for which the prepayment was made.

20. No portion of the Bonds is issued for the purpose of investing the proceeds thereof at a yield higher than the Bond Yield. The sale proceeds of the Bonds, including income from the investment thereof, do not exceed the amount necessary for the governmental purposes of the Bonds. Other than amounts deposited into the Debt Service Fund, it is not expected that any other replacement proceeds of the Bonds will arise subsequent to the issuance of the Bonds.

21. The District reasonably expects that the term of the Bonds is no longer than is reasonably necessary for the governmental purposes of the Bonds. The weighted average maturity of the Bonds, 13.834 years, does not exceed 120% of the average reasonably expected economic life of the financed Project.

22. Except as provided in this paragraph, prior to allocation to expenditures, all gross proceeds of the Bonds shall be invested at a yield not in excess of the Bond Yield until they cease to be gross proceeds:

(a) The following may be invested without yield restriction during the indicated temporary period:

(i) amounts on deposit in the Construction Fund prior to the earlier of three years after the Closing Date or the completion (or abandonment) of the Project;

(ii) amounts on deposit in the Debt Service Fund (to the extent it qualifies as a "bona fide debt service fund") for a period of 13 months from the date received;

(iii) any other investment proceeds for a period of one year from the date received;

(iv) any other replacement proceeds for a period of 30 days from the date that the amounts are first treated as replacement proceeds; and

(v) any other gross proceeds for a period of 30 days from the date received.

(b) Gross proceeds of the Bonds may be invested without yield restriction to the extent the District makes permissible yield-reduction payments with respect to such investment in the manner provided in Section 1.148-5(c) of the Regulations.

(c) At any time gross proceeds of the Bonds do not qualify for investment at a yield in excess of the Bond Yield pursuant to an applicable temporary period, such gross proceeds may be invested without yield restriction as part of the "minor portion" as set forth in Section 148(e) of the Code. The Bonds are treated as a single issue for purposes of determining the minor portion, and, therefore, the "minor portion" amount is $100,000.

23. No amounts held in the Construction Fund or Debt Service Fund will be used to acquire an investment (including a bank deposit) for an amount in excess of the fair market value of such investment, and no such investment will be sold or otherwise disposed of for an amount less than the fair market value of the investment. The District acknowledges that, except as is otherwise provided in Section 1.148-5(d)(6) of the Regulations, an investment that is not of a type traded on an established securities market, within the meaning of Section 1273 of the Code, is rebuttably presumed to be acquired or disposed of for a price that is not equal to its fair market value.

24. The District has covenanted and agreed with the registered owners from time to time of the Bonds that it will not take or permit to be taken by any of its officers, employees or agents any action that would cause the interest on the Bonds to become subject to taxation under the Code and applicable Regulations and has also covenanted and agreed to retain such records, make such determinations, file such reports and documents and pay such amounts at such times as are required under Section 148(f) of the Code and applicable Regulations to preserve the exclusion of interest on the Bonds from gross income for federal income tax purposes. The District shall take such actions and make, or cause to be made, all calculations, transfers, and payments that may be necessary to comply with the rebate requirements under Section 148(f) of the Code and the Regulations promulgated thereunder. The District expects to satisfy the "2-year exception" of section 1.148-7(e) of the Regulations, which provides that the available construction proceeds of a construction issue are treated as satisfying the rebate requirement if those proceeds are allocated

to expenditures for the governmental purposes of the Bonds in accordance with the spending schedule specified by the Regulations. The Bonds are a construction issue because they are not a refunding issue and the District reasonably expects that at least 75% of the available construction proceeds of the Bonds will be allocated to construction expenditures for property to be owned by the District, all within the meaning of Section 148(f)(4)(C) of the Code and the Regulations thereunder. The District reasonably expects investment earnings on the Construction Fund in the amount of $730,290.

25. The Bonds are not "hedge bonds" within the meaning of Section 149(g) of the Code. The District reasonably expects to spend at least 85% of the spendable proceeds of the Bonds within three years after the date hereof and not more than 50% of the proceeds of the Bonds are or will be invested in nonpurpose investments having a substantially guaranteed yield for four years or more.

26. The Bonds will not be "federally guaranteed" within the meaning of Section 149(b) of the Code.

27. The District will retain detailed records and documents relating to the expenditure of proceeds of the Bonds, the use of the facilities financed thereby, and the investment of sale and investment proceeds until at least three years following the retirement of all the Bonds or any tax-exempt or tax-advantaged obligations that refund the Bonds. The District acknowledges that such records may be necessary to support the exclusion of interest on the Bonds from gross income.

28. To the best of the knowledge and belief of the undersigned, the expectations of the District, as set forth above, are reasonable, and there are no present facts, estimates or circumstances which would change the foregoing expectations.

Dated: March 20, 2025.

INDEPENDENT SCHOOL DISTRICT NO. 659
(NORTHFIELD PUBLIC SCHOOLS),
MINNESOTA

By: ____
Its: Chairperson

And: ______________________________________
Its: Clerk

[Signature, No-Litigation and Arbitrage Certificate and Purchase Price Receipt Independent School District No. 659 (Northfield Public Schools), Minnesota General Obligation School Building Bonds, Series 2025A]

Independent School District No. 659 (Northfield Public Schools), Minnesota
General Obligation School Building Bonds, Series 2025A

Facsimile signature for Bonds as of the closing date of March 20, 2025

INDEPENDENT SCHOOL DISTRICT NO. 659 (NORTHFIELD PUBLIC SCHOOLS), MINNESOTA

______________________________	______________________________
Chairperson	Clerk