
**ACKNOWLEDGMENT AND CONSENT
REGARDING DEED RESTRICTION**

Independent School District No. 709, Duluth, a Minnesota public school district (“District”), for the benefit of True North Goodwill (“TNG”), states as follows:

RECITALS

- A. The District previously conveyed certain real property located in St. Louis County, Minnesota, legally described in the attached Exhibit A (the “Property”), said conveyance recorded as Document No. _____ in the office of the St. Louis County Recorder, which conveyance included the following deed restriction:

The Grantee, its successors or assigns, shall not use all or any portion of the Property as a school for the purpose of conducting programs for children between the ages of 5 and 18.

(the “Restriction”).

- B. TNG has advised the District that it intends to use the Property primarily for workforce development, employment training, supportive services, and related programming serving adults.
- C. TNG has further advised the District that certain workforce development programs conducted at the Property may include participants between the ages of 16 and 24, including YouthBuild and related workforce readiness programs, and that such programs are intended to provide workforce training, employment preparation, credential attainment, leadership development, and hands-on construction experience.
- D. TNG has requested written confirmation regarding the applicability of the Restriction to the foregoing uses.

ACKNOWLEDGMENT AND CONSENT

NOW, THEREFORE, the District acknowledges and consents as follows:

1. **Acknowledgment of Proposed Uses.** The District acknowledges the uses described in the Recitals above and in TNG's written request to the District.
2. **Determination Regarding Restriction.** Based solely upon the uses described to the District, the District does not consider such uses to constitute use of the Property "as a school for the purpose of conducting programs for children between the ages of 5 and 18" within the meaning of the Restriction.
3. **Consent.** The District has no objection to the uses described herein and consents to such uses notwithstanding the presence of the Restriction.
4. **No Release or Modification.** This instrument shall not constitute a release, termination, extinguishment, modification, amendment, abandonment, or waiver of the Restriction generally. The Restriction shall remain in full force and effect according to its terms.
5. **Limited Reliance.** This acknowledgment and consent is limited to the specific uses described herein. The District reserves all rights under the Restriction with respect to any materially different use of the Property.
6. **No Precedent.** Nothing contained in this instrument shall obligate the District to approve, consent to, or permit any future use of the Property not described herein.

[signature page to follow]

IN WITNESS WHEREOF, Independent School District No. 709, Duluth has executed this Acknowledgment and Consent Regarding Deed Restriction as of this _____, 2026.

**INDEPENDENT SCHOOL DISTRICT NO. 709,
DULUTH**

By: _____
Kelly Durick Eder, Board Chair

By: _____
Sarah Mikesell, Board Clerk

STATE OF MINNESOTA)
) ss.
COUNTY OF ST. LOUIS)

The foregoing instrument was acknowledged before me on _____, 2026, by Kelly Durick Eder, as Board Chair, and Sarah Mikesell, as Board Clerk, on behalf of Independent School District No. 709, Duluth, a Minnesota public school district.

Notary Public

My Commission Expires: _____

Exhibit A

Legal Description