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<p>BEFORE THE CAMPAIGN FINANCE AND PUBLIC DISCLOSURE BOARD OF THE STATE OF MINNESOTA</p> <p>-----</p> <p>In the Matter of the Republican Party of Minnesota</p> <p>-----</p> <p>Sworn statement of ERIC J. MAGNUSON, taken in the above-entitled matter, pursuant to Notice, before Julie A. Rixe, court reporter and notary public, at Suite 190, 658 Cedar Street, in the City of St. Paul, County of Hennepin, State of Minnesota, on the 25th day of April, 2012, commencing at approximately 11:00 a.m.</p> <p style="text-align: center;">* * *</p>	<p style="text-align: center;">I N D E X</p> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 80%;"></th> <th style="text-align: right; width: 20%;">PAGE</th> </tr> </thead> <tbody> <tr> <td>1 WITNESS</td> <td></td> </tr> <tr> <td>2 ERIC J. MAGNUSON</td> <td></td> </tr> <tr> <td>3 Examination by Mr. Goldsmith</td> <td style="text-align: right;">4, 15</td> </tr> <tr> <td>4 Examination by Mr. Sigurdson</td> <td style="text-align: right;">14</td> </tr> <tr> <td>5 MAGNUSON EXHIBITS:</td> <td style="text-align: right;">PAGE</td> </tr> <tr> <td>6 1 - E-mail dated 4/4/11</td> <td style="text-align: right;">4</td> </tr> <tr> <td>7 2 - Memorandum dated 4/26/11</td> <td style="text-align: right;">4</td> </tr> <tr> <td>8 3 - E-mail dated 4/26/11</td> <td style="text-align: right;">4</td> </tr> <tr> <td>9 4 - Letter dated 4/29/11</td> <td style="text-align: right;">4</td> </tr> </tbody> </table>		PAGE	1 WITNESS		2 ERIC J. MAGNUSON		3 Examination by Mr. Goldsmith	4, 15	4 Examination by Mr. Sigurdson	14	5 MAGNUSON EXHIBITS:	PAGE	6 1 - E-mail dated 4/4/11	4	7 2 - Memorandum dated 4/26/11	4	8 3 - E-mail dated 4/26/11	4	9 4 - Letter dated 4/29/11	4
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<p>1 APPEARANCES:</p> <p>2 GARY GOLDSMITH, Executive Director, and</p> <p>3 JEFFREY SIGURDSON, Assistant Executive Director,</p> <p>4 Minnesota Campaign Finance and Public Disclosure</p> <p>5 Board, Centennial Office Building, Suite 190,</p> <p>6 658 Cedar Street, St. Paul, Minnesota 55155-1603,</p> <p>7 appeared for and on behalf of the Minnesota</p> <p>8 Campaign Finance and Public Disclosure Board.</p> <p>9 The Deponent appeared pro se.</p> <p>10</p> <p>11</p> <p>12</p> <p>13</p> <p>14</p> <p>15</p> <p>16</p> <p>17</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22 WHEREUPON, the following proceedings</p> <p>23 were duly had and entered of record, to wit:</p> <p>24</p> <p>25</p>	<p>1 (Magnuson Exhibits 1 through 4 were</p> <p>2 marked for identification by the court</p> <p>3 reporter.)</p> <p>4 ERIC J. MAGNUSON,</p> <p>5 after having been first duly sworn, was</p> <p>6 examined and testified on his oath as follows:</p> <p>7 EXAMINATION</p> <p>8 BY MR. GOLDSMITH:</p> <p>9 Q Would you state your name for the record and spell</p> <p>10 your last name, please?</p> <p>11 A Eric John Magnuson, M-A-G-N-U-S-O-N.</p> <p>12 MR. GOLDSMITH: And the other</p> <p>13 appearances, I'm Gary Goldsmith from the Campaign</p> <p>14 Finance Board.</p> <p>15 MR. SIGURDSON: Jeff Sigurdson with the</p> <p>16 Campaign Finance Board.</p> <p>17 MS. POPE: Jody Pope, Campaign Finance</p> <p>18 Board.</p> <p>19 BY MR. GOLDSMITH:</p> <p>20 Q Mr. Magnuson, thank you for being here this</p> <p>21 morning. As you know, we're here to talk, really,</p> <p>22 about two subjects of which you have some</p> <p>23 knowledge. One is the representation by the law</p> <p>24 firm of Briggs and Morgan of the Republican Party</p> <p>25 with respect to the recount efforts for the 2010</p>																				

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1 gubernatorial election.
 2 And the second thing that we want to
 3 find out if you have any knowledge about is the
 4 relationship between the Republican Party and an
 5 organization we now know as Count Them All
 6 Properly, Inc.
 7 So, first of all, tell me, in 2010, did
 8 you represent the Republican Party in various
 9 proceedings related to the gubernatorial recount?
 10 A I did.
 11 Q Could you explain, generally, that representation?
 12 A I was contacted by Tony Sutton shortly after the
 13 gubernatorial election. It became clear that a
 14 recount was in the offing. I was retained to
 15 represent the Party and Representative Emmer in
 16 association with Trimble & Associates. And we
 17 proceeded to represent those interests in the
 18 canvassing board and before the Minnesota Supreme
 19 Court.
 20 MR. GOLDSMITH: Off the record.
 21 (Break taken.)
 22 BY MR. GOLDSMITH:
 23 Q All right. Back on the record. In a conversation
 24 with me, you indicated that although you had
 25 submitted to the Republican Party a written

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1 agreement relating to your representation, that
 2 that wasn't actually signed. Can you explain a
 3 little bit more the basis, then, of the
 4 attorney-client relationship?
 5 A We, at our firm, require the terms of our
 6 engagement to be stated in writing, particularly
 7 -- well, to new clients and to old clients as
 8 well. I prepared, after discussing the matter
 9 with Tony Sutton, an engagement letter and sent it
 10 to him in draft form, then sent it to him in final
 11 form for execution. He was not in town when I
 12 sent it to him.
 13 And he sent me, I believe it was an
 14 e-mail confirmation that the terms were
 15 agreeable. And I wrote back to him and said that
 16 in light of the exigencies of the circumstances,
 17 we would proceed without a written retainer
 18 agreement, as long as he had agreed to the terms
 19 as set forth in the letter.
 20 Q Okay. Thank you.
 21 A And I have to say, after that we just kind of lost
 22 track of getting it signed.
 23 Q But there was no question in your mind that during
 24 November and December of 2010, while you were
 25 working on recount activities, that although you

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1 represented interests of maybe the Emmer for
 2 governor committee, but that your client was the
 3 Republican Party of Minnesota?
 4 A It was one of my clients, yes.
 5 Q And with respect to being paid for this work, was
 6 the Republican Party of Minnesota the only client
 7 that you were looking to for payment?
 8 A Yes. Initially I submitted the two bills that we
 9 did directly to the Republican Party of Minnesota,
 10 and they were received and accepted with no
 11 objection.
 12 Q Okay. When you performed the various services
 13 relating to the recount, was that done in your own
 14 offices or the Republican Party offices or
 15 somewhere else?
 16 A Well, we had meetings at the Republican Party
 17 offices. We had meetings at our offices as well.
 18 I guess that's the most succinct answer I can give
 19 you. We also appeared in front of the canvassing
 20 board and we appeared in the Minnesota Supreme
 21 Court.
 22 Q Do you recognize the name Dan Puhl, P-U-H-L?
 23 A I do.
 24 Q Do you know who he is?
 25 A He's associated with a company I believe that

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1 handles campaign fund raising and things like
 2 that. He is -- If I had a document in front of
 3 me, I could tell you for sure, but he's associated
 4 with Count Them All Properly, Inc. I don't
 5 believe I've ever met him.
 6 Q So having never met him, you didn't provide any
 7 legal services or advice to him regarding the
 8 formation of Count Them All Properly, Inc.?
 9 A Not at all.
 10 Q Or to anyone else?
 11 A No.
 12 Q Just one second. When is the first time you
 13 received any payment from anyone toward the legal
 14 fees that were incurred during the recount?
 15 A Well, it was long after the recount was over. I
 16 believe I sent you an e-mail yesterday telling you
 17 the date of the sole payment that we got from
 18 Count Them All Properly, Inc.
 19 Q And that --
 20 A I don't recall the date.
 21 Q I don't have the date -- I'm sorry. I do have the
 22 date. Per your e-mail it was April 19th, and it
 23 was in the amount of \$9,000.
 24 A Right. A check came into our office without any
 25 invoicing information attached to it. And I got

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1 an e-mail from -- Or there was an e-mail
 2 circulated from our accounting office, which often
 3 happens, does anyone understand or have any
 4 information as to where this payment came in. And
 5 that's how I was alerted.
 6 Q Okay. I want to go over a few documents that I've
 7 selected out of the number of documents that you
 8 provided to us and just ask you for a little bit
 9 more background on them. The first one I will
 10 give you is numbered Exhibit 1, for the purposes
 11 of this deposition. And it appears to be an
 12 e-mail from you to another individual, James
 13 Hipp. That's somebody in your law firm; is that
 14 correct?
 15 A Yes.
 16 Q Do you recognize this e-mail, at least in general
 17 terms?
 18 A Yes.
 19 Q And it appears to relate a telephone conversation
 20 from Tony Sutton to you that had occurred that
 21 day; is that correct?
 22 A Yes.
 23 Q So would you have made this e-mail notation of the
 24 conversation sometime generally in proximity of
 25 the actual telephone conversation?

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1 A Yes.
 2 Q Do you have any independent recollection of the
 3 telephone conversation itself?
 4 A I can't say that I do.
 5 Q In it you indicate that you were informed that the
 6 delay in the payment was, in part, the result of
 7 having to set up a special committee to process
 8 contributions?
 9 A Yes.
 10 Q Do you remember exactly what you understood that
 11 to mean or in general terms what you understood
 12 that to mean?
 13 A No, I don't recall. The next sentence says, I
 14 don't think the details are important to us,
 15 which, to me, would indicate that I didn't really
 16 have any details.
 17 Q You also note that apparently Mr. Sutton said
 18 there was a contribution of \$30,000 to this
 19 organization. Do you remember anything about --
 20 Was there any conversation as to who the
 21 contributor was or the source of the funds?
 22 A No.
 23 Q Did you understand it -- If you remember, did you
 24 understand it to be the Republican Party that was
 25 setting up this organization to handle the

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1 contributions?
 2 A I don't think that I had any clear idea of what
 3 was going on. This was one of many conversations
 4 that I had with Mr. Sutton in early 2011 trying to
 5 be patient but persistent in following up on
 6 payment of our invoices. And this was around the
 7 first time that I had heard that they were going
 8 to set up a different account or committee to
 9 retire the debt.
 10 Q Thank you. I'll give you what's been marked
 11 Exhibit 2. Actually, this a little earlier than
 12 Exhibit 1. I apologize. That's incorrect.
 13 A It's later.
 14 Q It's later. This appears to be a transcript of a
 15 voicemail. Is that what it is, in fact?
 16 A Yes.
 17 Q And in your law firm, is it your practice to have
 18 someone transcribe your voicemails so you have a
 19 record of them?
 20 A It is my personal practice when I think an e-mail
 21 will be helpful for reconstructing the course of
 22 events, contains details that I might otherwise
 23 take handwritten notes on to simply forward the
 24 e-mail to my assistant, Cathy Dodaro, D-O-D-A-R-O,
 25 and ask her to transcribe it, which she does

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1 phonetically. I'm not sure Huettl is spelled
 2 correctly.
 3 Q Right. And you said e-mail. This was actually a
 4 voicemail?
 5 A I'm sorry. A voicemail, yes.
 6 Q And so her practice would be to phonetically
 7 transcribe word for word the voicemail?
 8 A Right.
 9 Q That's all I needed on that one. Thank you.
 10 Giving you what's been marked Exhibit 3,
 11 I'll give you a moment to take a look at it.
 12 A Yes.
 13 Q And can you tell me -- It's a copy of an e-mail.
 14 Can you tell me who it's from?
 15 A Christopher Kraemer was, at the time, a client
 16 services specialist, which basically meant that he
 17 helped me keep track of accounts receivable, and
 18 process payments, and remind the client when the
 19 accounts got behind. He would be the person that
 20 if the firm got a general call on a particular
 21 file concerning payments, the operator might
 22 direct them to him. I think that's the only way
 23 that Ron Huettl would have been put in touch with
 24 Christopher Kraemer. Although Kraemer may have
 25 called the Republican Party and said, you know,

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1 how you doing on paying the bill.
 2 Q The third paragraph of this letter mentions the
 3 entity that you're going to be billing for the
 4 services. And Mr. Kraemer says in two sentences,
 5 I was told, and then it goes on to say what he was
 6 told. Do you have any understanding as to who it
 7 was that told him these things that he's reciting?
 8 A I believe that it was Mr. Huettl.
 9 Q So it would be your understanding that he's
 10 relating a telephone conversation from the finance
 11 director?
 12 A Right. It clearly wasn't anything that I told
 13 him.
 14 Q All right. Thank you. The last document I will
 15 pass to you is Exhibit 4. This purports to be a
 16 letter or a fee agreement to -- directed to Count
 17 Them All Properly, Inc., and addressed to Mr. Dan
 18 Puhl and signed by you. My only question on this
 19 document is whether you ever received an executed
 20 copy back from Mr. Puhl?
 21 A I don't believe that I did there either. Mr. Puhl
 22 was extremely hard to get ahold of. I would call
 23 him and leave messages and not hear back from him.
 24 Q And Mr. Puhl was your contact at Count Them All
 25 Properly?

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1 A To the extent that I ever had any contact with
 2 them, yes.
 3 Q Okay. Subsequent to all of these events and to
 4 the \$9,000 payment that you eventually received,
 5 did you ever find out what the source of the money
 6 for the \$9,000 payment was?
 7 A No.
 8 Q Have you subsequently learned anything more about
 9 Count Them All Properly or who formed it or how it
 10 operated?
 11 A No.
 12 Q And on all of your invoices for the recount, the
 13 \$9,000 is the only amount you've been paid?
 14 A Yes.
 15 Q Are you seeking payment from the Republican Party
 16 of Minnesota for the balance owed?
 17 A I am.
 18 MR. GOLDSMITH: I don't have anything
 19 further.
 20 Jeff, any?
 21 EXAMINATION
 22 BY MR. SIGURDSON:
 23 Q At some point the determination was made to not go
 24 forward with the recount efforts. Was your firm
 25 informed about that by Mr. Sutton or how was that

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1 decision made?
 2 A Well, at that point we were in the middle of
 3 proceedings before the canvassing board. We were
 4 about to reconvene to review some additional
 5 ballot challenges. I actually spoke directly
 6 with -- I believe I spoke directly with
 7 Representative Emmer. I know I spoke with him
 8 several times around that point in time.
 9 The question, really, was whether the
 10 canvassing board was going to proceed to rule on a
 11 bunch of stuff and whether, with his decision to
 12 abandon the recount, whether the canvassing board
 13 actually could proceed further if he were to waive
 14 his right to recount.
 15 So we had a conversation. We were at
 16 the Republican Party headquarters in between
 17 sessions at the state canvassing board, which were
 18 in the State Office Building. And there was a
 19 press conference for 10:30 with Representative
 20 Emmer, and we spoke around that time. And then I
 21 conveyed the written waiver that we submitted to
 22 the canvassing board.
 23 FURTHER EXAMINATION
 24 BY MR. GOLDSMITH:
 25 Q All right. Anything you'd like to

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1 add that you think might help us in resolving the
 2 matter before us?
 3 A Well, you know, we were surprised to get out of
 4 the blue this request to resubmit the invoices.
 5 One of the things that I was concerned was to
 6 ensure that if we were, as a courtesy to the
 7 client, to submit the invoices to another entity,
 8 number one, that that was an appropriate thing to
 9 do. And we were given an opinion I believe from
 10 your office talking about that kind of entity
 11 being okay, and that was enough to -- We didn't
 12 really have any questions, but it gave us a little
 13 bit more assurance.
 14 And then I was very clear with Tony
 15 Sutton that if we were to submit the invoices to
 16 another entity, the Republican Party would remain
 17 obligated. And I believe I've given you e-mails
 18 that's a direct exchange where I say, I just want
 19 to make sure. And he says, that's right. We also
 20 had that conversation with Ron Huettl.
 21 Q And during these conversations, it was your
 22 understanding that both Mr. Sutton and Mr. Huettl
 23 were at all times acting within the scope of their
 24 authority as officers of the Republican Party?
 25 A I assumed that to be the case. I have no reason

1 to think anything to the contrary.
2 Q That's all. Thank you.
3 (Whereupon, the sworn statement was
4 concluded at 11:20 a.m.)
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1 STATE OF MINNESOTA)
2) ss.
3 COUNTY OF DAKOTA)
4 Be it known that I took the sworn statement of
5 ERIC J. MAGNUSON on the 25th day of April, 2012, at
6 Suite 190, 658 Cedar Street, St. Paul, Minnesota;
7 That I was then and there a notary public in and
8 for the County of Dakota, State of Minnesota, and that
9 I was duly authorized to administer an oath;
10 That the witness before testifying was first duly
11 sworn to testify the truth and nothing but the truth;
12
13 That the testimony was recorded by myself and
14 transcribed into a computer-aided transcript and that
15 the deposition is a true record of the testimony given
16 by the witness to the best of my ability;
17 That I am not related to any of the parties hereto
18 nor interested in the outcome of the action;
19
20 That the cost of the original transcript has been
21 charged to the party noticing the deposition, unless
22 otherwise agreed by Counsel, and that copies have been
23 made available to all parties at the same cost, unless
24 otherwise agreed upon by Counsel;
25
26 That the reading and signing of the deposition by
27 the witness was waived.
28 WITNESS MY HAND AND SEAL this 1st day of May,
29 2012.
30
31 JULIE A. RIXE
32 Court Reporter
33
34
35