

MINUTES OF THE APRIL, 1999 MEETING
OF THE MADISON COUNTY ECONOMIC DEVELOPMENT AUTHORITY
HELD AND CONDUCTED ON THE 15TH DAY OF APRIL, 1999,
AT 8:30 A.M., IN THE MCEDA CONFERENCE
ROOM OF THE 1855 COURTHOUSE IN CANTON, MISSISSIPPI

The April, 1999, meeting of the Madison County Economic Development Authority was conducted on the 15th day of April, 1999, at 8:30 a.m. in the 1855 Courthouse in the City of Canton, Mississippi.

Members Present: Cindy Alford; Sammy Brown; Chip Estes; Ray Phillips and John Wallace. Also present were President Steve Vassallo; John Bourgeois; Bob Montgomery; and Joy Foy.

Guests: Chad Clark; Daniel Woolridge; Linda Man; Susan Luniduni; Maureen Simpson; Duane Gordon; and Charles Williford.

Chairman Wallace announced that the members of the Authority who were present constituted a quorum and declared the meeting duly convened.

Mr. Phillips made a motion to approve the Minutes of March 18, 1999, meeting as presented. After a second by Ms. Alford, the Minutes were unanimously approved.

Ms. Alford made a motion to approve the Minutes of the Special Meeting, March 26, 1999, as presented. After a second by Mr. Phillips, the Minutes were unanimously approved.

Ms. Alford made a motion to approve the Minutes of the Special Meeting, March 31, 1999, as presented. After a second by Mr. Brown, the Minutes were unanimously approved.

Mr. Chad Clark, representing the Cline Bus Tour project in Ridgeland, told the Board of unforeseen problems with organic materials on the site. The 1.84 acre site will require site work of approximately \$48,000. Mr. Clark asked the Board to consider ways of assisting in off setting this cost. Mr. Phillips made a motion to take the matter under advisement and table it until the May meeting. Any additional information will be presented at that time. After a second from Mr. Brown, the motion was unanimously approved.

Mr. Daniel Woolridge, architect for the Dred Porter property at Ridgeland, presented plans for the new 10,000 square foot facility on the corner of School Street and Commerce Park Drive. The building will be L-shaped and face the southwest corner. Mr. Porter's business, Magnolia Clipping will move into the center office space and 3,000 square feet of office space will be available on each wing. The metal building will be bricked across the front and sides with Smithsonian brick similar to Grady's on County Line Road. The Ridgeland Mayor, Board of Aldermen and Architectural Review Board previously approved the plans. Mr. Estes made a motion to grant architectural approval of the plans. After a second by Ms. Phillips, the motion was unanimously approved.

Ms. Foy presented Free Port Warehouse Exemption request for J.A. LaCour and Co. A copy of the Position Summary Statement is attached to and made a part of these Minutes by reference. Mr. Estes made a motion to recommend to the Madison County Board of Supervisors that the Freeport Exemption be granted. After a second by Mr. Phillips, the motion was unanimously approved.

Ms. Maureen Simpson, presented an overview of the Mississippi Pride Football team's plans for utilizing the old Canton High School. The football field, gym and two class rooms will be leased by the Canton Redevelopment Authority, renovated, and subleased to the team for a practice facility and headquarters. Ms. Simpson stated that the City of Canton has pledged \$25,000 toward needed repairs in the form of roofing, plumbing and painting. She requested that MCEDA become an equal partner with the City in pledging an additional \$25,000 toward these needed repairs. A \$3 Million EDA Grant has been applied for to completely restore the school as an incubator for new businesses. She proposed that the football team was viewed as the first new business to access the facility. Madison County will contribute an additional \$2 Million toward the \$5 Million total package of renovations. Mr. Estes made a motion to match the City's pledge

and pay unto the Canton Redevelopment Authority the amount of \$25,000 to accomplish the renovations. After a second by Mr. Phillips, the motion was unanimously approved.

Ms. Foy presented a "Resolution" attached and made a part of these Minutes by reference, to decrease the interest rate of the Union Planter's note for Gail Pittman, Inc. from 9.25% to 8.50%. Mr. Brown made the motion to approve the Resolution and accept the lower interest rate from Union Planters. After a second by Ms. Alford, the motion was unanimously approved.

The financial reports were presented, reviewed and attached to and made a part of these Minutes by reference. Mr. Vassallo reported year-to-date expenses totaled approximately 50.6% of the annual operations account budget. Ms. Alford made a motion to accept the monthly financial reports and to approve payment of the monthly invoices which are listed on an attachment to the Minutes and labeled "Docket,". Mr. Brown seconded the motion, which was unanimously approved.

On February 17, 1999, the MCEDA Board's Minutes reflect approval of \$73,334 toward an upgrade of the Rosebud Lagoon to accommodate Peco Foods, however, the Minutes also read that MCEDA will partner with PECO and CMU in funding \$220,000. The invoice from CMU, attached and made a part of these Minutes by reference, reflect \$77,334 which is also 1/3 of \$220,000. Mr. Phillips made a motion to revise the February, 17, 1999 commitment to reflect the actual 1/3 amount of \$77,334. After a second by Mr. Brown, the motion was unanimously approved.

Mr. Bourgeois of Waggoner Engineering reported that a contractor has been identified to perform the rehabilitation work of the concrete floor at the Hydro Ellay Enfield building. This work will entail removal of the skin coat of flooring and applying an epoxy sealing over the top to protect the floor at high traffic areas. The contractor estimated \$600 for the job. Mr. Phillips made the motion to hire the identified contractor to perform the work. After a second by Mr. Brown, the motion was unanimously approved.

Mr. Montgomery reported that Mr. Smith-Vaniz will join the Meeting at 11:30 a.m. to cover items such as the railroad agreement and the Dabit land deal at Gluckstadt.

Mr. Vassallo addressed the Amendment No.1 of the Hydro Ellay Enfield lease and agreement that was mailed out in the Board packets. He explained that with the uncertain conditions of the slab of the facility, Hydro has requested that MCEDA be responsible for the foundation of the facility. Mr. Montgomery explained that structural maintenance is usually the responsibility of the owner. Mr. Estes made a motion to approve the Amendment No.1, attached and made a part of the Minutes by reference, as presented. After a second by Mr. Brown, the motion was unanimously approved.

Mr. Jim Beasley inspected the Hydro project with Mr. Vassallo and the May 1st completion date still seem on schedule. Hydro has planned the grand opening for August 16, 1999. Each Board Member was urged to mark their calendars and plan to attend.

A request for approval of travel for Messrs. Wallace and Vassallo to accompany MEDA and MDECD to New York for the Mississippi Picnic in Central Park and the Forbes's Reception was presented. Ms. Alford made a motion to approve the requested travel, lodging and food for both Mr. Wallace and Mr. Vassallo. After a second by Mr. Phillips, the motion was unanimously approved.

Mr. Vassallo reported that Mr. Jimmy Palmer with the Mississippi Department of Environmental Quality (DEQ) has committed to make a presentation to Madison County leadership concerning the waste water problem facing the County on Tuesday, the 11th day of May, 1999. This meeting is planned for 6:30 p.m.

After discussion, Mr. Estes made a motion to approve the use of Canton Commercial and Industrial Center (CCIC) property for the location of the Sound Stage. Ms. Alford seconded the motion, and it was unanimously approved.

Ms. Foy requested travel approval for her to attend the Southern Gaming Summit in Biloxi, Mississippi, May 5 & 6, 1999. Mr. Phillips made the motion to approve Ms. Foy's attendance of

the convention. After a second by Ms. Alford, the motion was unanimously approved.

At 10:15 a.m., the Board took a break

At 10:20 a.m. the meeting was reconvened, and Ms. Alford made a motion to enter into closed session to consider whether or not to declare an executive session. After a second from Mr. Brown, the motion was unanimously approved. Chairman Wallace then closed the general session and convened the closed session.

After discussion of matters, Mr. Phillips made the motion to return to Open Session. Ms. Alford seconded the motion and it was unanimously adopted, whereupon Chairman Wallace reconvened the Open Session. The reason stated for executive session was 1.) Strategy sessions in respect to threatened, pending or prospective litigation; 2.) Transaction of business and discussion regarding prospective purchase and sale of land and 3.) Personnel matters.

For the stated reasons, Ms. Alford made a motion to declare an executive session. After a second by Mr. Phillips, the motion was unanimously approved. Whereupon, Chairman Wallace closed the open meeting and convened an Executive Session at 11:25 a.m.

Mr. Vassallo presented a letter of resignation, attached and made a part of the Minutes by reference, effective September 30, 1999. After much discussion, Mr. Phillips made a motion to accept Mr. Vassallo's resignation. Mr. Brown seconded and all approved reluctantly.

Mr. Vassallo reported that the Madison County School Board was in agreement for allowing MCEDA to use the 16th Section property at Gluckstadt for industrial purposes. Mr. Estes made a motion to enter into negotiations with the School Board for a 5 year lease with an additional 5 year option for expanding the CMIC industrial park. After a second by Mr. Brown, the motion was unanimously approved.

At 11:30 a.m., Mr. Larry Smith-Vaniz joined the meeting.

Mr. Smith-Vaniz reported the Dabit land swap is on schedule with only a few details to complete to secure access from the industrial park onto the Martin property.

Mr. Smith-Vaniz reviewed the Illinois Central Railroad (ICRR) agreement, a copy attached and made a part of the Minutes by reference. ICRR has scheduled the final inspection for this week, Mr. Smith-Vaniz reported. Provided the inspection is as expected, ICRR will sign the agreement. Mr. Phillips made a motion to authorize Mr. Vassallo to sign the approved contract with the recommended changes, per Mr. Smith-Vaniz's memo. After a second by Mr. Brown, the motion was unanimously approved.

Alltech Mold and Tool has offered MCEDA the right to repurchase the 1.03 acres at CMIC for \$14,935.00, the same price reflected on the closing statement of 12/5/95 when Alltech purchased the property. (A copy of the closing statement is attached and made a part of the Minutes by reference.) Mr. Phillips made a motion to repurchase the 1.03 acres for \$14,935.00 from Alltech Mold and Tool. After a second by Mr. Estes, the motion was unanimously approved.

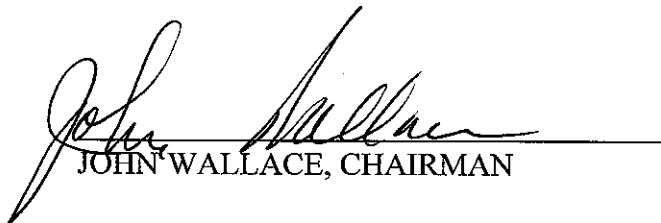
A "Joint Venture Agreement Between The Town of Flora, Mississippi and Madison County Economic Development Authority" was examined and discussed. After discussion about the legality of MCEDA furnishing infrastructure for land not owned by the County and other details, it was agreed that the MCEDA Executive Committee would meet with the Town of Flora; Dave Holman; Stanley Simpson; Ronnie Kirk and Bob Montgomery to discuss jointly the contract. The meeting is scheduled for Monday, April 26, 1999, at 10:00 a.m. in the MCEDA Board Room.

Additional industrial property in Madison County was discussed. The Board agreed to authorize the process to determine the development cost of identified property and to continue to research other available properties for a large industrial park concept.

At 1:40 p.m., Ms. Alford made a motion to adjourn executive session. After a second by Mr. Estes, the motion was unanimously approved. Chairman Wallace then adjourned the executive session and re-convened the open meeting.

Mr. Estes made a motion to deny Mr. Chad Clark's request for financial assistance on the Ridgeland property. After a second by Mr. Brown, the motion was unanimously approved.

At 1:50 p.m., upon motion duly made, seconded and unanimously adopted, Chairman Wallace adjourned the meeting.


JOHN WALLACE, CHAIRMAN

ATTEST:


CHIP ESTES, SECRETARY-TREASURER