

FINAL MINUTES OF THE APRIL 15, 2004 MEETING OF THE
MADISON COUNTY ECONOMIC DEVELOPMENT AUTHORITY
HELD AND CONDUCTED ON THE 15TH DAY OF APRIL, 2004, AT 8:30 A.M.,
IN THE MCEDA CONFERENCE ROOM
OF THE 1855 COURTHOUSE IN CANTON, MISSISSIPPI

The meeting of the Madison County Economic Development Authority was conducted on the 15th day of April, 2004, at 8:30 a.m. in the 1855 Courthouse in the City of Canton, Mississippi.

Members Present: John Almond, Kevin Broughton, Steve Davenport, Chip Estes, Barbara Gray, Billy B. Thames and Thomas Johnson. Also present were Jerry Acy, Joy Foy and Bob Montgomery.

Guests: Jerry Lousteau, John Wallace, Lloyd Spivey, Elizabeth Raley, Ed Brunini, Tom Cook, Lucy Weber, Channel 16 News Brian McNair and Joe Waggoner

Chairman Thames announced that the members present constituted a quorum and declared the meeting duly convened. He recognized the two new board members, John Almond and Kevin Broughton and presented the Oath of Office and bond for each.

Mr. John Wallace presented a copy of the Bill of Exception he filed in protest of his removal from the MCEDA Board by the Madison County Board of Supervisors and left the meeting.

Mr. Davenport made a motion to adopt the agenda as presented with the addition of transaction of business and discussion of personnel matters and strategy sessions or negotiations with respect to prospective litigation. After a second by Mr. Johnson, the motion was unanimously adopted.

Mr. Johnson made a motion to approve the minutes of March 18, 2004, meeting. After a second from Ms Gray, the motion was unanimously adopted.

Chairman Thames made a motion to ratify the action of the executive session to sell the Oxford Automotive building for \$1.8M plus \$30,000.00 in architectural design fees to Anika. After a second by Ms Gray, the motion was unanimously adopted.

Mr. Spivey reported that the Madison County Foundation now has 129 members. The MCF web page is operating at mcfoundation.com. They have recently made an application with the Internal Revenue Service for 501 C-3 status to increase grant opportunities for the Foundation under that name of Madison County Community Trust. Mr. Spivey also reported that a membership breakfast is scheduled for 7:30 a.m. on May 19, 2004, at Keegans.

Mr. Acy presented a request from the City of Ridgeland to have the Ridgeland Business Park platted in accordance with the City planning requirements. Ridgeland's ordinances mandate that all sub-divisions be platted, but Ridgeland partnered with MCEDA in this development and allowed the park to develop prior to being platted. Waggoner Engineering started the platting process during the sale of the parcels, but MCEDA decided to wait until the City requested the plat after all sells were final. Mr. Acy recommended that Waggoner Engineering be authorized to complete the project at a price not to exceed \$5,500.00. Mr. Johnson made a motion to accept Waggoner's proposal of \$5,500 to complete the work of platting the Ridgeland Business Park. After a second by Mr. Estes, the vote was unanimously adopted.

Mr. Acy presented a tax exemption policy that has been sent to the Board of Supervisors for review. A copy is attached to these Minutes as Exhibit "A."

A resolution to transfer the \$1.4M DEQ loan to the Waste Water Authority (WWA) and the associated infrastructure was presented as the appropriate step in moving MCEDA closer to transferring ownership to the WWA. Mr. Davenport made a motion to adopt the resolution, attached to and make a part of the Minutes as Exhibit "B." After a second by Mr. Johnson, the motion was unanimously adopted.

Messrs. Joe Barlow and Blake Mendrop presented site plans for the Smart Logistic building along Industrial Drive North and Old Jackson Road. A copy of which is attached to these Minutes as Exhibit "C." The metal 200 foot wide X 500 foot long building will be enhanced with simulated stone, stucco and steel awnings along the east side and berms will be added between the street and the building to screen the loading docks. Smart Logistics is working with System Electro Coatings to ensure the rail easement and property lines are maintained in a good neighbor fashion. The storm water retention facility will be located at the corner of Old Jackson Road and Industrial Drive North. Mr. Estes made a motion to approve the architectural design and site plan subject to approval of the color by the Executive Committee. After a second by Ms Gray, the motion was unanimously adopted.

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Mr. David Estes' request for architectural approval of the M&M operation building on the west side of I-55 was reviewed. A copy of the plans are attached to these Minutes as Exhibit "D." The proposed building is similar to two existing buildings and is at the end of a cul-de-sac street not visible from the Interstate. Mr. Johnson made a motion to grant the architectural review. After a second by Mr. Broughton, the motion was unanimously adopted.

A "Conflict of Interest Certificate" that the MCEDA employees were requested to sign was presented as information to the Board. Mr. Brunini, attorney for the Board of Supervisors, injected that the policy was intended to be a county wide good policy for county government. Mr. Montgomery was directed to draft a similar conflict of interest policy specifically for MCEDA. A copy of the Conflict of Interest Certificate is attached to these Minutes as Exhibit "E."

A letter from Mississippi Engineering Group, Inc. (MSEG) stated that it has identified a source of funds to possibly recoup prior expenditures in connection with the Madison County Wastewater Authority (WWA) project. These reimbursements could then be used as operating funds for the WWA. Mr. Acy recommended that MCEDA support MSEG's efforts for reimbursement. Mr. Almond made a motion to accept MSEG's proposal. After a second by Mr. Davenport, the motion was unanimously adopted. A copy of the request is attached to these Minutes as Exhibit "F."

At 9:30 a.m., the board took a break.

At 9:45 a.m., Chairman Thames reconvened the meeting and Mr. Johnson made a motion to enter closed session to determine whether or not to declare an executive session. After a second by Mr. Almond, the motion was unanimously adopted.

After discussion, Chairman Thames adjourned the closed session and reconvened the open session.

The reasons stated for executive session included: 1.) transaction of business and discussion regarding the prospective purchase, sale or leasing of lands and 2.) strategy sessions or negotiations with respect to prospective litigation.

For the reasons stated, Mr. Davenport made a motion to enter executive session. After a second by Ms Gray, the motion was unanimously adopted. Whereupon, Chairman Thames recessed the open session and convened the executive session.

Mr. Cook reported that project "Tom Cat" is being reviewed to calculate the number of structures that the project would impact, the flow change of the storm water and that three different lake scenarios are being considered: 2,700 acres, 1,500 acres and 1,000 acres. The reason for the lake project is to ensure surface water, flood control, recreation and economic growth in the north end of the county. The MCF is seeking assistance from Mississippi State University and Jackson State University with a Memorandum of Understanding agreement (MOU). The MOU will provide that project funding be channeled through the universities.

At 9:55 a.m. Mr. Johnson made a motion to adjourn the executive session. After a second by Mr. Broughton, the motion was unanimously adopted.

Whereupon, Chairman Thames adjourned the executive session and reconvened the open session.

Ms. Gray made a motion to approve the financial reports and payment of the monthly invoices. After a second by Mr. Johnson, the motion was unanimously adopted. The financial reports, including the docket of invoices are attached to and made a part of these Minutes by reference as composite Exhibit "G."

Mr. Acy presented a report from the ACT software detailing the MCEDA travel. He reported that the MCEDA staff has made 52 industry contacts this year between meetings and site visits.

Tougaloo's request to have MCEDA assist in funding the use of the Real Estate Executive firm to aid Tougaloo with developing the school's properties was discussed. Mr. Davenport made a motion that because the law prohibits MCEDA from spending county funds in this manner that the request be passed to the MCF. After a second by Mr. Broughton, the motion was unanimously adopted.

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Mr. Acy reported that Eutaw Construction, contractor for the water line from City of Jackson to the Nissan water tank, has offered to give MCEDA \$4,000.00 instead of replacing the Central Mississippi Industrial Center sign. Mr. Johnson made a motion to accept the funds in place of replacing the sign. After a second by Ms Gray, the motion was unanimously adopted.

Mr. Johnson made a motion to adjourn. The motion failed for lack of a second.

At 10:10 a.m., Ms Gray made a motion to enter closed session to determine whether or not to declare an executive session. After a second by Mr. Broughton, the motion was unanimously adopted. Whereupon, Chairman Thames recessed the open session and convened a closed session.

After discussion of 1.) transaction of business and discussion regarding the prospective purchase, sale or leasing of lands; 2.) transaction of business and discussion of personnel matters and 3.) strategy sessions or negotiations with respect to prospective litigation, Mr. Johnson made a motion to return to open session. After a second by Ms Gray, the motion was unanimously adopted. Whereupon, Chairman Thames adjourned the closed session and reconvened the open session.

For the stated reasons, Mr. Broughton made a motion to enter executive session at 10:12 a.m. After a second by Ms Gray, the motion was unanimously adopted. Whereupon, Chairman Thames recessed the open session and convened the executive session.

Mr. Acy presented an offer from Creative Logistic to purchase property that was appraised for \$26,000.00 per acre between the railroad track and Mi-Tech for \$20,000.00 per acre. Creative Logistic will create 87 warehouse jobs if this offer is accepted. Mr. Davenport made a motion to reject the \$20,000.00 offer. After a second by Ms Gray, the motion was unanimously adopted.

Mr. Davenport made a motion to offer the subject property to Creative Logistic at the appraised price of \$26,000.00 per acre. After a second by Ms Gray, the motion was unanimously adopted.

Two projects looking at the 16th Section property along Old Jackson Road were discussed. One of the requests was from an existing industry wishing to expand and the second was a logistic operations. Mr. Estes made a motion to start the 16th Section process with the School Board for the existing industry's request for property and to solicit for Request for Proposals (RFP) to have a master plan on the remaining acreage to ensure top dollar back to the school. After a second by Mr. Broughton, the motion was unanimously adopted.

A six acre land request from an automotive dealership in the Canton Commercial and Industrial Center was discussed. Mr. Estes made a motion to have the site appraised. After a second by Mr. Broughton, the motion was unanimously adopted.

A 40 acre site adjacent to the Flora Industrial Park is for sale. The asking price for the property is \$10,000.00 per acre, but the appraisal ordered by MCEDA placed a value of \$6,725.00/acre on the property. It was the consensus of the board to have Mr. Acy work with Chairman Thames, Mr. Davenport and Mr. Almond to assess MCEDA's property needs and make a recommendation for property purchases at the May board meeting.

Mr. Broughton made a motion to solicit for an attorney to replace Mr. Montgomery given his firm represents Canton Municipal Utilities and MCEDA since this could be viewed as problematic to have the same firm represent both parties in litigation concerning Mr. Wallace. After a second by Mr. Almond, Mr. Estes asked to amend the motion to include review of contracts for all outside vendors, not just the attorney. Mr. Broughton so amended his motion which was seconded by Mr. Almond. Whereupon, Chairman Thames called for a vote which was as follows: Ms Gray, Mr. Estes, Mr. Broughton and Mr. Almond voted yea and Mr. Johnson, Mr. Davenport & Chairman Thames voted nay. Whereupon, Chairman Thames declared the motion carried and adjourned the executive session.

Upon motion made, seconded and unanimously adopted, Chairman Thames adjourned the executive session and reconvened the regular session.

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At 10:30 a.m., Mr. Davenport made a motion to adjourn. After a second by Mr. Johnson, the motion was adopted with Mr. Estes voting nay and all others voting aye.


DR. BILLY B. THAMES, CHAIRMAN

ATTEST:


BARBARA GRAY, SECRETARY-TREASURER