

MINUTES OF THE DECEMBER, 1998 MEETING
OF THE MADISON COUNTY ECONOMIC DEVELOPMENT AUTHORITY
HELD AND CONDUCTED ON THE 17TH DAY OF DECEMBER, 1998,
AT 8:30 A.M., IN THE MCEDA CONFERENCE
ROOM OF THE 1855 COURTHOUSE IN CANTON, MISSISSIPPI

The December, 1998 meeting of the Madison County Economic Development Authority was conducted on the 17th day of December, 1998, at 8:30 a.m. in the 1855 Courthouse in the City of Canton, Mississippi.

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

Guests: Bill Estes; Scott Graham; Bob Stoltfus; Duane Gordon and Ken Wilbanks

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

Mr. Wolcott made a motion to approve the Minutes of November 19, 1998 meeting as presented. After a second by Mr. Phillips, the Minutes were unanimously approved.

Mr. Andrew Rushing of Foliage Design Systems presented a site elevation change to the originally submitted site plans for lot #2 at the Central Mississippi Industrial Center (CMIC). Morton Builders will construct the facility similar to Alltech Mold and Tool with a wrap around driveway. Mr. Phillips made a motion to approve the site elevation request. After a second by Mr. Wolcott, the motion was unanimously approved.

Mr. Bill Estes with Central Mississippi Procurement Center reported on contract procurement activities for the State of Mississippi. The Center has identified 2,550 bid opportunities for existing industry in 1998. Mr. Wallace made a motion to support the Procurement Center at the requested \$4,200 level for 1999. After a second by Ms. Alford, the motion was approved with all voting aye except Mr. Estes who voted nay.

Messrs. Scott Graham and Bob Stoltfus of Chimneyville College Designs presented plans for lot #4 at the CMIC. The plans were for a masonry front 7,000 square foot facility landscaped to complement the area. They will add 5-6 new employees with the move from Ridgeland to CMIC. Mr. Wallace made a motion to sell the property to Chimneyville College Designs for \$40,000.00. After a second by Mr. Brown, the motion was unanimously approved.

Mr. Estes made a motion to authorize the Executive Committee to give final approval to the exterior colors of the approved building design. After a second by Ms. Alford, the motion was unanimously approved.

The financial reports were presented and reviewed. A question was raised about the absence of any engineering invoices. Ms. Foy reported that an overpayment for surveys of the Ridgeland Business Park has created a credit balance. Mr. Johnson requested that a letter from Mr. Bourgeois explaining the overpayment. Mr. Vassallo reported year-to-date spending totaled approximately 20% of the annual budget. Mr. Phillips made a motion to accept the monthly financial reports and to approve payment of the monthly invoices which are listed on an

mirror the Ridgeland agreement in reverse. A meeting scheduled for Tuesday, January 12, 1999 at Howell's will address the State commitment to roads for the park.

Mr. Montgomery presented a resolution, attached and made a part of these Minutes by reference, to authorize closing of the Martin Property as per the terms and conditions of the contract signed April 29, 1998. The bank interest rate of 7.65% can be re-financed at a later date. Mr. Wallace made a motion to proceed with the purchase of the Martin property. After a second by Mr. Wolcott, the motion was unanimously approved.

Mr. Montgomery asked the Board to authorize Mr. Vassallo to negotiate with property owners to purchase right-of-ways and easements for the extension of a roads to the Martin property. Mr. Phillips made a motion to give Mr. Vassallo the authorization. After a second by Mr. Wolcott, the motion was unanimously approved.

The railroad agreement discussions required an Attorney General opinion concerning MCEDA indemnifying Illinois Central Railroad (ICRR) for any future claims and to hold ICRR harmless for any claims. The Attorney General's opinion sited that Public Bodies cannot indemnify. A report will be forthcoming.

The Waste Water Planning Committee is working to make recommendations to the Board of Supervisors for the expansion of sewer throughout the County. Mr. Estes asked that a representative from West Madison Water District be added to the Committee.

Mr. Wallace reported that no site has been selected for the new Sound Stage facility.

At 9:50 a.m., the Board recessed.

At 10:05 the meeting was reconvened. Mr. Vassallo read a letter drafted by Larry Smith-Vaniz for Mr. Vassallo's signature, attached and made a part of these Minutes by reference, Ms. Alford made a motion to approve sending the letter to the Mississippi Public Utilities Staff confirming MCEDA would refund Canton Municipal Utilities any infrastructure costs not recovered via federal funding in increments as the land sells. After a second by Mr. Wolcott, the motion was unanimously approved.

Temporary office space for Hydro Ellay Enfield for the months of March and April was discussed.

Mr. Vassallo requested approval to attend the Gulf South Ideal Exchange in Birmingham, Alabama on February 5, 1999. This International Council of Shopping Centers regional meeting will provide a broader audience for Madison County. Mr. Phillips made the motion to approve the requested travel, room and board. After a second by Mr. Wolcott, the motion was unanimously approved.

Ms. Foy reported that Maco Farm has exercised their option for continuing the lease on the Canton Commercial and Industrial Center farm land.

Metro Economic Development Alliance representation was discussed. Mr. Vassallo and Mr. Johnson will serve as the MCEDA representatives for MEDA with Mr. John Wallace serving as an alternate.

For the stated reason, Mr. Wallace made a motion to declare an executive session. After a second by Mr. Wolcott, the motion was unanimously approved. Whereupon, Chairman Johnson closed the General Session and convened an Executive Session at 10:35 a.m.

A proposal from Magnolia Clipping Service to purchase the 1.25 acre corner lot in the Ridgeland Business Park was discussed. After discussion, Mr. Wallace made a motion to sell the lot to Magnolia Clipping Service for \$80,000.00 for the purpose of construction of their office. Mr. Brown seconded the motion, and the motion was unanimously approved.

A joint venture between MCEDA and a private developer to construct a spec building on MCEDA property was discussed. Mr. Estes made a motion to pursue the joint venture of a spec building on the 7 acres to the north of the McNeely property at CMIC. After a second by Mr. Brown, the motion was unanimously approved.

The promotion of Veronica Peppers was discussed. It was the consensus of the Board that the appropriate time to make this announcement to the Board of Supervisors, Mayors and Chamber Executives would be at the next quarterly planned meeting in January.

A frontage road for the CMIC area recommended by Raytheon Aerospace was not supported.

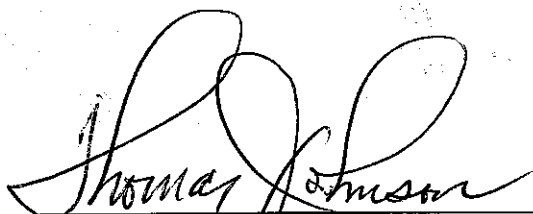
Mr. Estes made a motion allowing MCEDA to work with the Madison County Development Foundation (MCDF) in drafting a policy statement between the two organizations to clearly define the interworking relationship between the two organizations. MCDF Executive Committee will be invited to the MCEDA January meeting.

Mr. Montgomery reported favorable consideration by the Justice Department toward our proposal to the EPA litigation matter. Time will be needed to prepare the documents.

A request for accounting documents for the removal of the Sound Stage sets from the Canton Convention and Visitors Bureau has been forwarded to the Bureau's attorney. Mr. Estes made a motion to withdraw the request and have Mr. Montgomery draft a letter for closure on the matter. After a second by Ms. Alford, the motion was unanimously approved.

At 12:10 p.m., Mr. Wolcott made a motion to adjourn the Executive Session. After a second by Mr. Estes, the motion was unanimously approved. Chairman Johnson reconvened the open session.

At 12:15 p.m., upon motion duly made, seconded and unanimously adopted, the meeting was adjourned.

A handwritten signature in black ink, appearing to read "Thomas Johnson", written over a horizontal line.

THOMAS JOHNSON, CHAIRMAN