

FINAL MINUTES OF THE DECEMBER, 2003
MADISON COUNTY ECONOMIC DEVELOPMENT AUTHORITY
HELD AND CONDUCTED ON THE 18TH DAY OF DECEMBER 2003, 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 18th day of December, 2003, at 8:30 a.m. in the 1855 Courthouse in the City of Canton, Mississippi.

Members Present: Steve Davenport, Chip Estes, Allison Graves, Barbara Gray, Billy B. Thames and John Wallace. Also present were Jerry Acy, Larry Mobley, Joy Foy, and Bob Montgomery.

Guests: Lloyd Spivey, Andy Taggart, Doug Jones, Vernon Lowery, Mark McKay, Peter DeBeukelaer, Dale Curry, Jimmy Primos, Ray Turman, Charles Williford and Suzi Jochimsen

Chairman Davenport announced that the members present constituted a quorum and declared the meeting duly convened.

Dr. Thames requested two changes for the Minutes of November 20, 2003. First change is to remove the word "essentially" in the sentence, "This action essentially approves the granting of the Lease Agreement on the property upon which Tower Automotive is located as security for equipment leased from BCC Equipment Leasing Corporation." and second, to replace the word "area" with the word "acre" in the AJA discussion, "The land was initially sold for \$7,500 per area...." With the noted changes, Mr. Wallace made a motion to approve the minutes of November 20, 2003. After a second by Ms Graves, the motion was unanimously approved.

Ms Gray made a motion to approve the minutes of the December 8, 2003. After a second by Ms Graves, the motion was unanimously adopted.

Mr. Spivey reported that the Madison County Foundation had a productive year.

Mr. DeBeukelaer presented a request by D.B.C. for ad valorem tax exemption for new equipment purchased to keep up with the changing industry and to improve production. Mr. Estes made a motion to recommend approving the exemption to the Board of Supervisors. After a second by Dr. Thames, the motion was unanimously adopted. The Position Statement is attached to and made a part of the minutes as Exhibit "A."

Mr. Primos presented a request from Primos, Inc. for an ad valorem tax exemption for its manufacturing/warehouse facility in the Flora Industrial Park. Mr. Estes made a motion to recommend approving the exemption to the Board of Supervisors. After a second by Ms Gray, the motion was unanimously adopted. The Position Statement is attached to and made a part of the minutes as Exhibit "B."

Messrs McKay and Lowery presented a request for a Free Port Warehouse Application by Multicraft International d/b/a Trillium Madison. Mr. Lowery reported the business for Trillium has become one of importing product from China and warehouse the inventory to make shipments to customer in a "just-in-time" environment. This requires Trillium to purchase 2 -3 months worth of inventory for warehousing. Mr. Estes made a motion to recommend approving the Free Port status to the Board of Supervisors. After a second by Ms. Graves, the motion was unanimously adopted. A copy of the request is attached to and made a part of the minutes as Exhibit "C."

Mr. Mobley presented a power point presentation of proposed printed marketing materials. The cost of the proposed printed material is \$23,000.00. This price includes printing of 750 copies each of the bound materials (3 different pieces) and 500 of the pocket folders. A matching grant from Mississippi Development Authority for \$7,500.00 has been approved. A second request for an additional \$2,500.00 will be evaluated after Governor Barbour's appointments are made. After the review, it was suggested that each city be represented in the pictures on the main piece of the bound material. Another concern voiced was that the materials should be easily updated and flexible. Ms Jochimsen will send draft copies of the total package to each board member for review prior to the January meeting. Mr. Wallace made a motion to approve proceeding with the proposed materials subject to final approval by the board after draft reviewed. With a second by Ms. Graves, the motion was unanimously adopted.

Mr. Turman, a Realtor representing the Fleet Morris project on the Jacks property at the corner of Gluckstadt Road and Industrial Drive South, presented a request for two curb cuts along Industrial Drive South. The convenience store type development on the Jacks property has given right-of-way for a 4-lane extension of Denim Way from Industrial Drive South to Weisenberger Road in connection with the Parkway East project. Mr. Turman requested approval of a letter signed by Pete Weisenberger and Fleet Morris, whereby these two land owners agree to construct a 2-lane road from Industrial Drive over to Weisenberger Road by February 1, 2005, provided MCEDA allows the requested curb cuts and in the event that the Parkway East project does not materialize as proposed. (Note - The Parkway East projects calls for Denim Way to be four laned to Weisenberger Road.) Mr. Wallace made a motion to approve the requested curb cut requests based upon 1.) Land owners agree to sufficient right-of-way for construction of a 4-lane road from Industrial Drive South to Weisenberger Road and agrees to build a 2 lane street to connect the two points if the Parkway East project does not materialize; 2.) Approval is granted by the Board of Supervisors for the curb cuts and 3.) The convenience store does not open until construction of the extended Denim Way Street is completed from Industrial Drive South to Weisenberger Road. MCEDA will concede the right-of-way for the 2 additional lanes back to the land owners, if after five years the Parkway East project does not materialize. After a second by Dr. Thames, the motion was unanimously adopted. A copy of the request is attached to and made a part of the minutes as Exhibit "D."

Ms Gray made a motion to authorize the Executive Committee to approve a contract with Fleet Morris provided the issues, as outlined are addressed. After a second by Mr. Estes, the motion was unanimously adopted.

Mr. Estes made a motion to approve the renewal of the 16th Section lease of the remaining 100.845 acres at Central Mississippi Industrial Center (CMIC). The property is east of Interstate 55 in Section 16, Township 8 North, Range 2 East. After a second by Dr. Thames, the motion was unanimously adopted. A copy of the letter is attached to and made a part of the minutes as Exhibit "E."

A request from Oxford Automotive in the form of a letter signed by Robert Krakowiak, Vice President and Treasurer of Oxford asked for an access agreement to the property at 123 Watford Parkway, Canton, MS. A copy of the letter is attached to and made a part of these minutes as Exhibit "F." The access agreement will be signed by Silver Point Finance, LLC, Oxford

Automotive and Madison County Economic Development Authority as required by the new credit agreement between Oxford and Silver Point Finance. Dr. Thames made a motion to approve the standard form agreement. After a second by Ms. Graves, the motion was unanimously adopted. The document reflects Oxford as an Alabama company and that will be changed to a Mississippi company.

A letter from Canton Municipal Utilities (CMU) dated December 11, 2003, signed by Mr. Wallace, requested use of a parcel of MCEDA owned land south of the cemetery on Old Jackson Road to install a 250,000 gallon elevated water storage tank. The existing fire protection lines will be used as a transmission line for water from Jackson to the Nissan tank. The proposed tank will insure adequate pressure for fire protection to Central Mississippi Industrial Center (CMIC) industry and will replace the 24 inch line originally used as a fire main. The requested site is approximately 175 feet X 210 feet. Several questions were asked concerning the CMU request and it was noted that the line will not be converted until April. Dr. Thames made a motion to table the request until January. After a second by Mr. Estes, the motion was unanimously adopted. A copy of the letter is attached to and made a part of the minutes as Exhibit "G." Mr. Acy was instructed to get an independent engineering evaluation of the impact on fire protection in the CMIC.

At 10:25 a.m. the Board took a break.

At 10:40 a.m., Chairman Davenport reconvened the meeting.

Mr. Acy reported the bond note has been finalized for the debt restructuring at a 2.52% interest rate.

A draft resolution in support of the Mississippi Optional Sales Tax (MOST), as request by Mayor Gene McGee at the November meeting, was reviewed. Mr. Estes made a motion to approve and sign the resolution. After a second by Dr. Thames, the motion was unanimously adopted. A copy of the resolution is attached to and made a part of the minutes as Exhibit "H."

A letter from David Holman on behalf of the Madison County Wastewater Authority states that the WWA approved purchasing the MCEDA sewer facilities on December 8, 2003. The letter also included a draft purchase agreement for the ... certain portion of pipe known as the Catlett Road Interceptor, consisting of 17,898 linear feet of 18" and 37,440 linear feet of 24" force main, and all related pumping stations and appurtenances located in Madison County, Mississippi (the "Catlett Road Interceptor"). A review of the purchase agreement raised questions that needed to be reviewed with legal counsel. It was the consensus of the board to call a special meeting prior to the January 12, 2004, meeting of the WWA, once the concerns were addressed with the attorney. A copy of the letter and purchase agreement is attached to and made a part of the minutes as Exhibit "I."

Ms Gray presented a job evaluation form to be used in the Executive Director's performance evaluation. After some discussion, Mr. Estes made a motion to adopt the job evaluation as presented and to use this form as a strong guideline in the evaluation process. With a second by Ms Gray, the motion was unanimously adopted. A copy of the form is attached to and made a part of these minutes as Exhibit "J."

Mr. Acy presented to the Board, in a printed document, a listing of the MCEDA monthly activities. A copy is attached to and made a part of these minutes as Exhibit "K."

Mr. Acy presented an Entergy invoice in the amount of \$1,645.21 to separate the electrical meters in the Training Facility from one meter for Nissan to one for Holmes Community College and one for the Win One Stop Center. Mr. Wallace made a motion to approve payment of the Entergy invoice for the services rendered. After a second by Dr. Thames, the motion was unanimously adopted. A copy is attached to and made a part of these minutes as Exhibit "L."

At 11:15 a.m., Mr. Acy requested that an executive session be declared for the transaction of business and discussion regarding the prospective purchase, sale or leasing of lands. Mr. Wallace made a motion to declare executive session. After a second by Dr. Thames, the motion was unanimously adopted. Whereupon, Chairman Davenport recessed the open meeting and convened the executive session.

A Nissan logistic company, the Swift Company, is requesting a 15 acre site in the Canton Commercial and Industrial Center. The site is the acreage first sold to AJA Trucking Company and recently repurchased from AJA in the Canton Commercial and Industrial Center (CCIC). The contract calls for frontage and access along Solider Colony Road. The land will be sold for \$35,000 per acre; however, the closing statement will reflect \$36,770 per acre to cover the Realtor's fee. Ms. Graves made a motion to approve the sale contract as presented. After a second by Mr. Wallace, the motion was unanimously adopted.

A second Nissan logistic company, Crown Enterprises, Inc., is seeking a 27 acre site for a proposed 200,000 square foot facility. The site offered is the acreage behind Johnson Controls and Mi Tech Steel with access to Old Jackson Road. A price of \$20,000 per acre has been discussed, provided the adjoining 11.2 acre private property can be purchased by Crown. Mr. Wallace made a motion to approve the contract to sell 27 acres at \$20,000 per acre. After a second by Dr. Thames, the motion was unanimously adopted.

At 11:35 a.m., Mr. Wallace made a motion to adjourn the executive session. After a second by Mrs. Gray, the motion was unanimously adopted. Whereupon, Chairman Davenport adjourned the executive session and reconvened the open session.

The financial reports and list of invoices attached to and made a part of these Minutes by reference as composite Exhibit "M" were presented and reviewed. Mr. Wallace made a motion to approve the December financial reports and the payment of the monthly invoices. After a second by Ms Gray, the motion was unanimously adopted.

Mr. Acy reported, for informational purposes only, from a meeting with Nissan officials that Nissan is asking MCEDA to sell the Training Facility. Under the Nissan proposed arrangement, a percentage of the recaptured money would convert back to the state funds for Nissan training. Nissan would assist in the marketing of the facility; Nissan is requesting first right of refusal on the sale and MCEDA would recapture cost of the land and building. However, the issue of the existing tenants is not addressed in Nissan's proposal. Mr. Acy will continue discussions on this issue.

The board agreed to have the required special called meeting, January 5, 2004, at 3:00 p.m. MCEDA will discuss the WWA's request to purchase the Catlett Road Interceptor.

At 11:55 a.m., upon motion made, duly seconded and unanimously adopted, Chairman Davenport adjourned the meeting.



STEVE DAVENPORT, CHAIRMAN

ATTEST:



JOHN WALLACE, SECRETARY-TREASURER