

FINAL MINUTES OF THE DECEMBER 15, 2005, MEETING OF THE  
MADISON COUNTY ECONOMIC DEVELOPMENT AUTHORITY  
HELD AND CONDUCTED ON THE 15TH DAY OF DECEMBER, 2005, 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 December, 2005, 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 and Barbara Gray. Also present were Tim Coursey and Joy Foy

Guests: Chad Wages, Mike Kent, Lucy Weber, Elizabeth Garner, Leslie Scott, Lucien Bourgeois, Elizabeth Raley, Barney Daley, Dianne Dyar, Debbie Jones and Letitia Reeves

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

Mr. Almond made a motion to adopt the agenda. After a second by Mr. Broughton, the agenda was unanimously adopted.

Mr. Estes made a motion to approve the minutes from the November 17th, 2005, MCEDA meeting as presented. After a second by Mr. Almond, the motion was unanimously adopted.

Mr. Broughton made a motion to approve the minutes from the November 30th, 2005, MCEDA meeting as presented. After a second by Mr. Almond, the motion was adopted with Mr. Estes abstaining.

Mr. Almond made a motion to approve the minutes from the December 2nd, 2005, MCEDA meeting as presented. After a second by Mr. Broughton, the motion was adopted with Mr. Estes abstaining.

Mr. Daley reported that the Madison County Foundation is making presentations to local civic clubs to grow the membership.

Mr. Kent, along with Ms. Reeves and Ms. Jones, presented an overview of the proposed Memorandum of Understanding as approved by the Madison School Board to replace the development lease between MCEDA and the School Board. According to Mr. Kent, this arrangement would allow MCEDA and the School Board to share equally in the proceeds of lease hold rights after the cost of the infrastructure is repaid. Mr. Bourgeois verified for the MCEDA Board that MCEDA would have the legal authority to develop the 16<sup>th</sup> Section Land under the MOU without actually owning the property.

Mr. Broughton made a motion to authorize coverage of the MCEDA staff, effective November 1, 2005, under the Public Employment Retirement System since the accounting for salaries is no longer handled by the county. After a second by Mr. Almond, the motion was unanimously adopted.

Bids were taken for an agricultural lease of 61.8 acres of farm land in the Canton Commercial and Industrial Center (CCIC). Only one bid was submitted and it was from Danny Murphy for \$60.00 per acre. Mr. Almond made a motion to approve the lease for the 61.8 acres at \$60.00 per acre to Murphy Farms. After a second by Mr. Davenport, the motion was unanimously adopted.

Mr. Bourgeois along with Ms. Scott and Ms. Garner of Butler, Snow, O'Mara, Stevens & Cannada, PLLC, acting legal council for the December board meeting, explained that their firm is located in downtown Jackson. Mr. Bourgeois offered their firm's services at a fixed rate of \$1,000.00 a month for all daily services, including attending board meetings, review of contracts, legal opinions, staff general questions, etc and then to charge on a case by case basis for special projects at a rate of \$185 per hour.

Ms. Dyar, Executive Director for the Madison County Chamber of Commerce, reported eighteen people were certified, using the MCEDA grant funds as approved earlier, to drive fork lifts.

Mr. Almond made a motion to budget up to \$5,000.00 for the Oxford roof repairs. After a second by Mr. Broughton, the motion was unanimously adopted.

The Community Development Block Grant (CDBG) MCEDA is utilizing to address the flooding issues in the ProMax and DeBeukelaer area at Central Mississippi Industrial Center (CMIC) still requires additional right-of-way along the east side of Old Jackson Road. Mr. Woody Sample, project manager for the grant, has requested that MCEDA approve up to \$10,000.00 to fund the acquisition of the right-of-way, if the Board of Supervisors choose not to fund the purchase of the right-of-way. Mr. Broughton made a motion to approve the purchase of the right-of-way at a cost not to exceed \$10,000.00 if needed. After a second by Mr. Almond, the motion was unanimously adopted.

Mayor Mary Hawkins-Butler asked that MCEDA sponsor a concert in Sweden for the American visit. The sponsorship would cost \$2,500.00 and this will allow MCEDA's name to be added to the promotional banner. Mr. Broughton made the motion to approve sponsorship at the \$2,500.00 level for MCEDA to advertise Madison County's resources and support the City of Madison in their Swedish marketing efforts. After a second by Mr. Estes, the motion was unanimously adopted.

Mr. Coursey requested approval for accepting a bid from JaniKing Commercial Cleaning Services for \$290.00 per month for janitorial services to keep the MCEDA office and restroom areas clean. Mr. Broughton made a motion to authorize Mr. Coursey to hire JaniKing as outlined. After a second by Mr. Almond, the motion was adopted, with Mr. Estes voting nay.

Mr. Estes made a motion to approve the financial reports and payment of monthly invoices. After a second by Mr. Davenport, the motion was unanimously adopted. The financial reports are attached to and made a part of the minutes as attachment A.

At 9:25 a.m., Mr. Almond made a motion to enter into closed session to determine whether to declare an executive session. After a second by Mr. Davenport, the motion was unanimously adopted. At that time, Chairman Gray adjourned the open session and convened the closed session. And the Board took a break.

At 9:30 a.m., Chairman Gray reconvened the meeting in closed session.

There was a discussion about the need to go into executive session to discuss transaction of business and discussion regarding the prospective purchase, sale or leasing of lands and transaction of business and discussion of personnel matters.

For the above stated reasons, Mr. Davenport made a motion to declare an executive session. After a second by Mr. Almond, the motion was unanimously adopted. At 9:35 a.m., Chairman Gray declared the executive session convened.

Following discussion of these matters, Mr. Davenport then made a motion to return to open session. After a second by Mr. Almond, the motion was unanimously adopted. Whereupon, Chairman Gray adjourned the closed session and reconvened the open session.

Mr. Broughton made a motion to approve payment of invoices of up to \$116,869.00 to the Madison County Engineering Group, LLC for the Phase I study ordered to determine if a mixed use development surrounding a lake is feasible for north Madison County with the understanding that no other expenditures are allowed without specific requests. After a second by Mr. Estes the motion was unanimously approved.

Mr. Broughton made a motion to exercise MCEDA's rights under the contract between Smart Logistics and MCEDA to require masonry, as outlined in the covenants, on the Smart Logistic building in the Central Mississippi Industrial Center by having the attorney to convey to Patrick Cassico at Smart Logistics, on the attorney's stationary, the Board's plans to enforce the covenants. After a second by Mr. Almond, the motion was unanimously adopted.

Mr. Almond made a motion to approve selling a five (5) acres site at the corner of Watford Drive and Commercial Parkway in the CCIC at \$25,000.00 per acre to Madison Planting and Design Group. After a second by Mr. Broughton, the motion was unanimously approved.

Mr. Broughton made a motion to repurchase the 28.3 acre site from Crown Logistics in the CMIC at the original sale price of \$19,000.00 per acre (\$537,700.00). After a second by Mr. Almond, the motion was adopted with Mr. Estes voting nay.

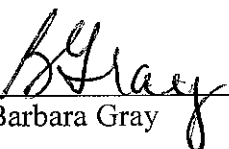
Mr. Broughton made a motion to approve the sale of the lease hold rights of a ten acre site in the 16<sup>th</sup> section property at CMIC to Fore Investment at a price not less than \$17,000.00 per acre to cover the infrastructure cost as determined. After a second by Mr. Almond, the motion was approved with Mr. Estes voting no.

Mr. Almond made a motion to accept Mr. Panter's resignation. After a second by Mr. Broughton, the motion was unanimously adopted.

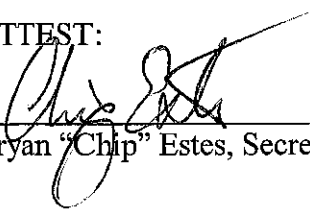
Mr. Broughton made a motion to solicit bids from all Madison County attorneys and to authorize the staff to review and select the top three (3) to present at the January meeting. After a second by Mr. Davenport, the motion was unanimously adopted.

Mr. Davenport made a motion to authorize moving forward with finalizing and approving a Memorandum of Understanding (MOU) with the School Board. The MOU would allow the School and MCEDA to share in the net profit, after MCEDA reclaims all development costs including roads, utilities infrastructure and related professional charges. The long term lease share has been previously approved by the School Board. After a second by Mr. Estes, the motion was unanimously adopted.

At 11:00 a.m., upon motion made by Mr. Davenport, seconded by Mr. Almond and unanimously adopted the meeting was adjourned.

  
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Barbara Gray

ATTEST:

  
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Bryan "Chip" Estes, Secretary-Treasurer