

MADISON COUNTY ECONOMIC DEVELOPMENT AUTHORITY

MINUTES

REGULAR MEETING, JANUARY 25, 1996

MCEDA OFFICE, 9:00 A.M.

PRESENT: Brance Beamon, Mark Bounds, Joy Foy, Mary Hawkins, Thomas Johnson, Bob Montgomery, Ray Phillips, Joe Waggoner, John Wallace, Hite Wolcott, and Steve Vassallo

GUESTS: John Bourgeois of Waggoner, Louise Spivey and Luther Waldrup Madison County Supervisors, Jim Herring as council for Ray Phillips, Mayor Gene McGee and Sam Vinson of The City of Ridgeland, Josh Zimmer and Stephanie Bell-Flint of the Media

- I. WELCOME - President Wallace after an explanation of his so called "secret meeting" called the meeting to order at 9:20 a.m.
- II. MINUTES - Mr. Bounds made a motion to table acceptance of Minutes of December, 11, December 12, December 15, December 22, January 19, and January 23 meetings until a later date to allow time for Board Members to have a chance to review. Secretary-Treasurer Johnson seconded and all approved.
- III. FINANCIAL REPORT - Ms. Foy stated that a folder of invoices was available for inspection. The October, November, and December statements, hereafter attached, were explained, as well as the Account Balances (attached) and the Docket of Expenses (attached). Pointing out the two biggest expenditures on the Docket were the \$10,000 to Wilcar; \$9,320.31 to the County both dealing with the property in the Canton Commercial and Industrial Center for the production facility. Ms. Foy concluded her report with an overview of the End Of Year Audit, noting that the main objection found was that Minutes were not always signed. Secretary-Treasurer Johnson made a motion to accept the financial report. Ms. Hawkins asked that the report be accepted with the exception of paying any invoices related to Kountry Tyme. Mr. Bounds offered an amendment to Mr. Johnson's motion to accept the report except for invoices representing monies regarding Kountry Tyme, Larry Foley, and Gene Sartin. Mr. Phillips seconded. Mr. Johnson, Mr. Beamon, and Mr. Wallace questioned should the Board vote to withhold pay for services already rendered to MCEDA. The motion passed four to three.
- IV. ELECTION OF OFFICERS - President Wallace explained the voting process by stating that the first set of ballots would be counted to determine the new MCEDA Board President. After voting, Mr. Vassallo was asked to count the votes. Mr. Bounds was announced as President; voting continued one office at a time with Mr. Wolcott being re-elected as Vice President, and Mr. Johnson as Secretary-Treasurer. Mr. Johnson excused himself after the voting for another meeting.
- V. RIDGELAND COMMERCIAL/BUSINESS PARK - Mayor Gene McGee began by thanking the Board for the time to present their plans and request. The design of the park is completed and is ready to sell, but asked that the seal bid proposal (as previously suggested at a Board Meeting) be revoked. Mr. Vinson offered that they have proposed, from the start first come, first served type policy. With Mr. Vassallo's help, they asked for an agreement to get busy selling the corner lots that require no additional streets or utilities. These sales would generate monies to help with developing the property

remaining. Ms. Hawkins made a motion to allow Mr. Vassallo to work with the City of Ridgeland to market the property at the best possible price. Mr. Phillips seconded; all approved.

- VI. PROPOSAL TO LEASE THE PRODUCTION FACILITY - Ms. Gordon had not arrived to make the presentation of the proposed lease, and Mr. Bounds moved to table this discussion until Mr. Vassallo could be officially hired and become part of the discussion. Everyone agreed.
- VII. RECOGNITION OF ANNE MARINI'S SERVICE - President Wallace presented a resolution to recognize Anne (King) Marini's years of service to the MCEDA Board. Ms. Hawkins made the motion, Vice President Wolcott seconded and all approved.
- VIII. DISCUSSION/ACTION OF PROFESSIONALISM OF STAFF - Ms. Hawkins began by saying the legal counsel's advice (and reporting to the Board) left room for concern on matters relating to Kountry Tyme.

Mr. Montgomery answered this concern by saying his firm had never been directed to investigate individuals, only the companies. Further, he said by custom and practice in the history of this Authority, criminal records have not been checked. The civil background was checked and the findings were reported to the whole Board.

Ms. Hawkins asked that the Minutes reflect that she is totally opposed to this project and has voted in every way to protect the County.

- IX. EXECUTIVE SESSION - On a motion by Mr. Phillips and seconded by Mr. Wolcott, the meeting moved into closed session to discuss going into executive session. The vote was unanimous. The items to be discussed (1)staff's professionalism; (2)Mr. Vassallo's contract; (3)any matters relating to prospects. Mr. Phillips made the motion to move into executive session, Mr. Bounds seconded with an unanimous vote. Ms. Spivey and Mr. Waldrup were invited to join in the executive session.

A contractual agreement, hereafter attached, was examined by the Board. Mr. Bounds said negotiations with Mr. Vassallo have been completed with Mr. Waldrup, President of Board of Supervisors, Mr. Wallace, President of MCEDA, and himself as Chairman of the Foundation. He further stated that the Foundation has agreed to supplement Mr. Vassallo's salary. Understanding that Mr. Vassallo needs to leave here today with a signed agreement, Mr. Bounds made a motion to approve the agreement, Ms. Hawkins seconded. After discussion from everyone in the room, Mr. Vassallo was called into the room and the vote was unanimous to hire Mr. Vassallo as outlined in the agreement.

Ms. Hawkins asked to proceed with the issue of the professionalism of MCEDA's legal counsel. After lengthy discussion, Ms. Hawkins called for a vote to replace Mr. Montgomery as legal counsel. President Wallace asked to recess until the whole Board is present for the vote. Ms. Hawkins again called for the vote. Vice President Wolcott asked that the record show he favors voting with a full Board present. The vote was taken and died for lack of a majority.

Mr. Bounds moved to move back into open session, seconded by

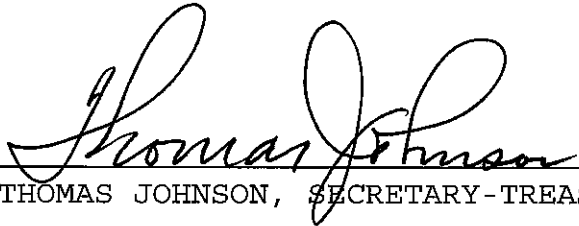
Vice President Wolcott. The motion unanimously passed.
President-Elect Bounds will call a meeting at a later date to
finish the agenda items.

The meeting was adjourned.

WITNESS OUR SIGNATURES:



MARK BOUNDS, PRESIDENT



THOMAS JOHNSON, SECRETARY-TREASURER