

MINUTES OF THE JUNE, 2002 SPECIAL MEETING
OF THE MADISON COUNTY ECONOMIC DEVELOPMENT AUTHORITY
HELD AND CONDUCTED ON THE 18TH DAY OF JUNE, 2002, AT 8:30 A.M.,
IN THE MCEDA CONFERENCE ROOM
OF THE 1855 COURTHOUSE IN CANTON, MISSISSIPPI

The special meeting of the Madison County Economic Development Authority was conducted on the 18th day of June, 2002, at 8:30 a.m. in the 1855 Courthouse in the City of Canton, Mississippi.

Members Present: Steve Davenport, Chip Estes, Billy Thames and John Wallace. Also present were Jerry Acy and Joy Foy.

Guests: Bob Montgomery, Jw Richardson, Parker Sartain, Elizabeth Raley, Andrew Rushing, Mickey Gibson, Dave Holman, Danny Williams, Jody Coleman, Charles Williford and John Bourgeois

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

Mr. Wallace made a motion to approve the Minutes of the May 16, 2002, meeting as presented. After a second by Mr. Estes, the Minutes were unanimously approved.

Mr. Danny Williams, reporting for the Madison County Foundation (MCF), introduced the newly hired MCF President, Elizabeth Raley. Mr. Williams invited the MCEDA Board to the MCF annual meeting, August 14, 2002. Dr. Kolzow will present the findings from the strategic planning interviews at the annual meeting. He also reported that plans are underway for a second trip to Washington in the fall. The MCF has amended their bylaws to allow a special appointee from the MCEDA Board to serve as ex-officio member to the MCF Board in place of the Chairman of MCEDA.

Mr. Parker Sartain passed out drawings reflecting the fencing and proposed landscaping for Lot #1 (Mr. Sartain's lot) and Lot #3 (EarthCon's lot) for consideration. Mr. Sartain is representing both land owners. It was discussed that EarthCon's fencing has already been installed to the property lines with an asphalt parking lot from the front of the building past the fence. The consensus was that EarthCon remove the slabs of the asphalt paving along the front of the cyclone fence and landscape the blocks with shrubs that will screen the fence from view. Vice-Chairman Davenport recommended that Mr. Sartain work with EarthCon and present a proposal to be shared with the Weisenberger landowners prior to the July meeting. Once the local land owners have approved, and someone with a horticulture background reviews the plans to ensure appropriate plants are being proposed, the MCEDA Board will review again.

Mr. Mickey Gibson with Trustmark National Bank and Mr. Jody Coleman with Cook, Douglas, Farr, Lemons presented plans of the branch bank planned for the Gluckstadt site. They explained plans to build the bank as a two part project. Phase I of the project will require curb cuts off Gluckstadt Road, one off Industrial Drive South and a circle drive and teller windows. This work will represent a \$500,000 investment. The bank, at the completion of phase II will resemble the Trustmark Bank at Canton. Mr. Wallace made a motion to approve the two phase plan and to approve the site plan with two curb cuts, as approved by the Board of Supervisors. After a second by Dr. Thames, the motion was unanimously approved.

Mayor Jw Richardson and Mr. Dave Holman presented a request from the Town of Flora. The Town offered to apply for \$406,000 grant to assist in building a road into the Flora Industrial Park. Because matching funds increases any municipality chances of receiving funding from a grant request, the Town asked for assistance from MCEDA in contributing matching funds. Dr. Thames made a motion to provide matching funds not to exceed \$160,000 to the Town of Flora for the roadway grant application. After a second by Mr. Wallace, the motion was unanimously approved.

The financial reports attached to and made a part of these Minutes by reference were presented

and reviewed. A list of the invoices is attached to the Minutes and labeled "Docket." Dr. Thames made a motion to approve the June financial reports and the payment of the monthly invoices. After a second by Mr. Wallace, the motion was unanimously approved.

At 10:05 a.m. the Board took a break.

At 10:15 a.m., Vice- Chairman Davenport reconvened the meeting.

Mr. Williford presented estimated engineering cost to complete the construction phase of the connector road in the Canton Commercial and Industrial Center (CCIC). Mr. Estes made a motion to approve the estimated cost of \$19,995 for engineering fees. After a second by Dr. Thames, the motion was unanimously approved.

According to Mr. Williford, in addition to easements approved at the May meeting for the rework of Covington Street, ownership of certain right-of-way would need to be transferred to the City of Canton. Mr. Wallace made a motion to provide additional right-of-way along Covington Street for drainage and to authorize Attorney Montgomery to work with the Environmental Protection Agency to release the property. After a second by Dr. Thames, the motion was unanimously approved.

It was explained that MCEDA would borrow the required money for installation of the new sewer transportation system to service the Central Mississippi Industrial Center (CMIC). The customer usage fees would be based upon the money required for the debt service of these lines. The estimated debt of \$2.5M would be transferred, along with ownership of the transportation lines, to the Sewer Authority. Mr. Estes made a motion to approve and enact the "User Charge System/User Charge Ordinance" and the resolution drafted in a letter from the State of Mississippi, addressed to Thomas Johnson, June 3, 2002. After a second by Dr. Thames the motion was unanimously approved.

A request for statement of qualifications (SOQ) draft was reviewed. The SOQ will be used to solicit architectural and engineering firms interested in master planning and design of certain properties in Madison County. After discussion Dr. Thames made a motion to approve the draft SOQ for publication with changes to add architectural/engineering firm in place of architectural firm and to change the word in item 4) consultant's to firm's. After a second by Mr. Wallace the motion was unanimously approved.

Information was reviewed concerning the increase in asphalt cost from the time the Martin Road project was bid until now. Understanding that MCEDA issued a stop order to that work in process, MCEDA was requested to allow an adjustment on material cost for the project. The asphalt cost at bid time was \$32.50 per unit and now has risen to \$40.00 per unit. Asphalt cost can only be locked in for 60 days according to Mr. Bourgeois. MCEDA would have two choices with the increase in asphalt cost taken into consideration 1.) additional cost to MCEDA over and above the grant would be \$22,424.00 or 2.) delay the final surface core until later which would reduce the cost by \$12,000. Mr. Wallace made a motion to delay the surface core of the project. After a second by Dr. Thames, the motion was unanimously approved.

A request from Mr. Joe Martin to MCEDA for release of the right of first refusal on the home site on the corner of Old Jackson Road and Church Road. Dr. Thames made a motion to terminate MCEDA's right of first refusal on that certain real property as described in the attached document entitled "Termination Of Right Of First Refusal." After a second by Mr. Estes, the motion was unanimously approved.

The regular scheduled July meeting (July 18) will conflict with the Metro Economic Development consultant trip to Atlanta. It was the consensus of the Board to re-schedule the July meeting for Monday, July 15, 2002, at 8:30 a.m.

At 10:45 a.m., Dr. Thames made a motion to enter closed session for the purpose of determining whether or not to declare an executive session. After a second by Mr. Wallace, the motion was unanimously approved. Whereupon, Vice-Chairman Davenport recessed the general session and convened the closed session.

After discussion of matters, Mr. Wallace made the motion to return to open session. Dr. Thames seconded the motion, which was unanimously adopted, whereupon, Vice-Chairman Davenport reconvened the open session. The reasons stated for executive session were transaction of business and discussion regarding prospective land sales, land acquisition and possible litigation.

Dr. Thames made a motion to enter Executive Session. After a second by Mr. Estes, the motion was unanimously approved.

Mr. Acy reported that Nissan has been assured that Madison County would have sufficient land to accommodate additional supplier to support a Nissan expansion. The proposed expansion would be a \$500M investment and 1,300 additional jobs.

A proposal from Mr. Mike Schmidt for the clearing of approximately 50 acres in the CCIC was discussed. The proposed \$1,200 per acre price was questioned. Dr. Thames made a motion to authorize a request for quote for the work outlined in the CCIC. After a second by Mr. Estes, the motion was unanimously approved.

Mr. Acy reported a prospect looking at the Hydro building continues to show interest.

Mr. Suman Pahwa offered \$5.00 per square foot for an acre of property in the CCIC. His plans are to build a tire service center. Mr. Wallace made a motion to approve the sale of the one acre site described in the letter dated May 28, 2002, from Mr. Pahwa, attached to and made a part of these Minutes by reference, for a tire service center. After a second by Mr. Estes, the motion was unanimously approved.

Mr. Acy presented a request from a site in the CMIC for a medical clinic. It was the consensus of the board to wait on the master plan to be completed.

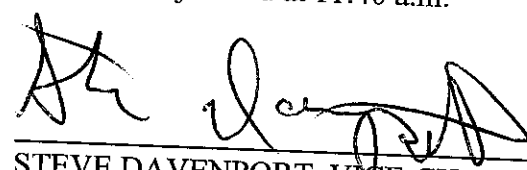
After some discussion on the Trustmark site at CMIC and the future possibility of widening of Gluckstadt Road, Mr. Acy was asked to offer Trustmark the option of changing the configuration of its lot by moving the lot south approximately twenty feet. This frontage would then be controlled by MCEDA to ensure that when or if Gluckstadt Road was widened the acquisition of the right-of-way would not be an issue for the Department of Transportation.

A request from ABC Distribution for a twenty-five foot set back on the west side of their building was discussed. Mr. Wallace made a motion to approve a twenty-five foot set back for ABC, provided the county gives approval. After a second by Mr. Estes, the motion was unanimously approved.

At 10:45, Mr. Wallace made a motion to adjourn executive session. After a second by Dr. Thames, the motion was unanimously approved.

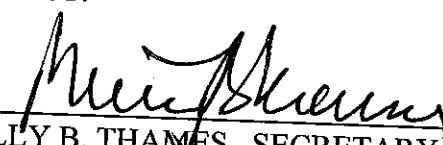
Travel for MCEDA was discussed. Mr. Wallace made a motion to approved the proposed travel outlined in the attachment entitled MCEDA Travel Opportunities. After a second by Mr. Estes, the option was unanimously approved.

There being no more business to be considered by MCEDA, and after motion properly made, seconded and unanimously approved, the meeting was adjourned at 11:40 a.m.



STEVE DAVENPORT, VICE-CHAIRMAN

ATTEST:



BILLY B. THAMES, SECRETARY-TREASURER