FINAL MINUTES OF THE NOVEMBER 19, 2012, SPECIAL MEETING OF THE MADISON COUNTY ECONOMIC DEVELOPMENT AUTHORITY HELD AND CONDUCTED ON THE 19TH DAY OF NOVEMBER 2012, AT 8:30 A.M.

IN THE MCEDA CONFERENCE ROOM OF THE MCEDA OFFICES AT 623 HIGHLAND COLONY PARKWAY, RIDGELAND, MISSISSIPPI

The special meeting of the Madison County Economic Development Authority was conducted on the 19th day of November, 2012, at 8:30 a.m. in the MCEDA office at 623 Highland Colony Parkway, Ridgeland, MS.

Members Present:

Bob Williams, Lanny Slaughter, Dick Hutchinson and

Calvin Harris

Also present were Tim Coursey, Lenita Knight, Danielle Winningham and

Attorney Andy Clark.

Guests:

Jan Collins

At 8:40 a.m., Chairman Williams announced that the members present constituted a quorum and declared the meeting duly convened and directed that the notice for the meeting be filed with the minutes.

Mr. Hutchinson made a motion to approve the agenda as presented. After a second by Mr. Slaughter the motion was unanimously approved.

Mr. Slaughter made a motion to approve the minutes for the October 15, 2012 Special MCEDA Board meeting. After a second by Mr. Harris the motion was unanimously approved.

Mr. Hutchinson made a motion to approve the Financial Report at presented. After a second by Mr. Harris the motion was unanimously approved.

Mr. Coursey reported that Entergy has requested a right of way approval as well as a wetlands mitigation easement for MCEDA property located in Gluckstadt behind Levis. The Right of Way would allow Entergy to place a power line on the property and the wetlands Mitigation easement would aid in offsetting the stream near Camden, MS.

Mr. Harris made a motion to authorize the MCEDA Executive Director to sign documentation for the Entergy Right of Way and the Wetlands Mitigation easement. After a second by Mr. Slaughter the motion was unanimously approved.

Mr. Coursey reported that he met with Mr. Jeff Ballwebber of Pickering to complete proposal to present to Senator Will Longwitz regarding funding sources. Mr. Coursey stated that he would also follow up with other State legislative representatives, starting with Senator John Horne.

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Mr. Coursey stated that the Citizens for Economic Development Act (City of Ridgeland Sales tax referendum) is being backed by the Mississippi Municipal League. Mr. Coursey stated that the referendum could be well handled by the Butler Snow lobbyist. Mr. Coursey will contact Butler Snow and request their attendance at the next MCEDA board meeting to provide an update. Mr. Hutchinson made a motion that Mr. Coursey contact Butler Snow regarding the CEDA process. After a second By Mr. Harris the motion was unanimously approved.

Mr. Coursey also broached the topic of the need for the modernization of the Certificate of Need as it relates to medical facilities. It was suggested that MCEDA request Butler Snow to prepare a report on the Certificate of Need process and how or if it might be improved. Mr. Coursey will contact the Madison County Board of Supervisor's President to determine the view of the Board of Supervisors.

Mr. Coursey reported that the proposed Strategic Plan for Madison County has been updated. MCEDA has been asked to share the cost of a plan implementation consultant. The cost would be shared with the Madison County Board of Supervisors and the Madison County Foundation. The total cost proposed is \$15,000.00 for a 6 month period.

Mr. Hutchinson made a motion to approve the shared expense of \$15,000.00 to be divided by 3, Madison County Board of Supervisors, Madison County Foundation and MCEDA to be shared equally in the amount of \$5,000.00. After a second by Mr. Harris the motion was unanimously approved.

Ms. Jan Collins provided an update for the Madison County Business League. Ms. Collins reported the League and Law Enforcement event was held at Nissan and was a success. The Health and Wellness Committee has recently held a meeting and will follow up with Matt Chaney regarding information on the Insurance Exchange.

Attorney Clark provided an update from legal counsel. Attorney Clark reported that he has followed up on conversations with Mr. Tom Cook regarding property in Camden. Attorney Clark also has been working on the mega site with zoning, covenants and site qualification.

Mr. Coursey reported that Ms. JoAnn Gordon has stated that the Film Studio is doing well. Ms. Gordon would like to propose that MCEDA consider an abatement of the lease payment for 6 months or reducing the monthly payment by 50% with repayment at a later date. The MCEDA Board suggests inviting Ms. Gordon to the next MCEDA Board meeting to provide an update and present a proposal of rent abatement and share the vision of where she sees the Film Studio in the future.

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Mr. Coursey stated that he has approached about revisiting the advantage of an airport project. Mr. Coursey stated that MCEDA will look into determining a need for an airport.

Mr. Coursey reported on the WIN Center Building at 152 Watford Parkway Drive in Canton. Omega Tec has vacated the space. Before they vacated, the lights and ballast were repaired in their space. Additionally for the Watford Parkway location, Mr. Coursey stated that it is time to start considering initiating an HVAC replacement plan for the building. Mr. Coursey reported that the units are beginning to fail on a regular basis and are nearing the end of their useful lifetime.

Mr. Coursey proposes a Capital Improvement Plan which would include replacing 2 units per year at an approximate cost of \$50,000.00 per year. It would take 8 years to replace all of the units with an approximate cost of \$400,000.00 total. It is the sense of the MCEDA Board that Ms. Knight will provide an overview of what has been spent on the HVAC systems over the last calendar year for the next MCEDA Board meeting.

Mr. Slaughter made a motion to enter into Executive Session to discuss Land Sales. After a second by Mr. Harris the motion was unanimously approved. There was then a discussion of the need to go into Executive Session to consider the aforementioned, at the conclusion of which there was a motion by Mr. Hutchinson and a second by Mr. Harris to do so. This motion was adopted unanimously. Chairman Williams then opened the meeting to announce publicly that the Board was going into Executive Session to discuss land sales. Chairman Williams convened an Executive Session for this purpose.

Mr. Hutchinson made a motion to adjourn Executive Session. After a second by Mr. Slaughter, there was a unanimous vote to adjourn the Executive Session and reconvene the open session. The following actions taken in Executive Session were then reported by the Chair:

Mr. Hutchinson made a motion to authorize the MCEDA Executive director to enter into a land agreement with Walker Properties. After a second by Mr. Harris the motion was unanimously approved.

Mr. Harris made a motion to authorize the sale of approximately 1.41 acres of MCEDA owned property at Gluckstadt at \$1.00 per square foot. After a second by Mr. Hutchinson the motion was unanimously approved.

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Ms. Winningham provided an Existing Industry update. Ms. Winningham stated Madison County remains in play for projects previously presented. Ms. Winningham stated that an RFI has been submitted on a new project which could be a call center.

Ms. Winningham stated that the Existing Industry Committee met and discussed the changes of the Priority One visits and developing relationships. Ms. Winningham also made some Existing Industry visits to Bomgar, Faurecia, Peco Foods, and Sumitomo. The committee will be planning a spring social for the industries. Ms. Winningham recently participated in a Golf tournament where Attorney Clark joined the team. Ms. Winningham also continues to work on the updating the MCEDA website which has included staff training for updates on the website.

Ms. Knight provided a Community Development Update. Ms. Knight participated on the Advisory Board for the Madison County Career and Technical Center. Ms. Knight also reported that the MCEDA Dreamweaver video will be reintroduced to the area schools starting with Flora Elementary School. Ms. Knight attended the monthly Canton Chamber Main Street Board meeting. The New Director of the chamber will begin on November 12th with a welcome reception on November 27th.

Ms. Knight attended the groundbreaking for MadCaap. Ms. Knight also participated on the planning committee for the Madison County Chamber sponsored Best of Madison County Showcase. Ms. Knight also attended the Ridgeland Chamber ribbon cutting for Community Trust Bank. Leadership Madison County will visit MCEDA on December 11th for Economic Development Day. MCEDA will host the class for breakfast.

Ms. Knight also participated in the Excel by 5 Town Hall meeting held at the Canton Library and she also attended the Sacred Heart Strategic Plan Input Session for the Camden area.

unanimously adopted,

| 10:40 upon a motion made by Mr. Harris the meeting was adjourned. | s, seconded by Mr. Slaughter and a |
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| | Robert Williams, Chairman |
| ATTEST: | |
| Bill Guion, Secretary-Treasurer | |
| Bill Gulon, Secretary-Treasurer | |