

FINAL MINUTES OF THE NOVEMBER, 2003  
MADISON COUNTY ECONOMIC DEVELOPMENT AUTHORITY  
HELD AND CONDUCTED ON THE 20TH DAY OF NOVEMBER 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 20th day of November, 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, Thomas Johnson, Billy B. Thames and John Wallace. Also present were Jerry Acy, Joy Foy, and Bob Montgomery.

Guests: Michael McKenzie, Lloyd Spivey, Andy Taggart, Doug Jones, Elizabeth Raley, Lance Mazerov, Mayor Gene McGee, Lynn Norris and Paul Griffin

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

Dr. Thames made a motion to approve the minutes of the October 16, 2003, meeting with a correction on page 2, second paragraph to replace the word "president" with "precedent," which was seconded by Mr. Wallace. The motion was unanimously adopted.

Mr. Wallace made a motion to approve the minutes of the October 20, 2003, meeting with the deletion of the note reading, "Jerry you need to help me with any action taken on the MCEDA retreat." After a second by Dr. Thames, the motion was unanimously adopted.

Mayor McGee presented a power point presentation on the Mississippi Option Sales Tax (MOST) campaign. The Option is enabling legislation that had to be adopted by a 60% approval from the affected citizen through a vote. The Sales Tax could never be over one cent and is imposed for a limited time. A sample resolution was presented. Mayor McGee told that the Mississippi Association of Police, the Mississippi Association of Fire Fighters, the Mississippi Development Authority and the Madison County Foundation have all voted to support MOST with a similar resolution of support. He stated that this is a great way to fund the much needed infrastructure that Madison County's unprecedented growth has created. Chairman Davenport asked Mr. Acy to prepare a resolution of support to be adopted in December by MCEDA.

Mr. Mazerov presented a tax exemption for Natcom, Inc. The expansion totals \$687,823.04 and represents 70 new jobs. The starting salary for Natcom is \$8.00 per hours. Natcom is the only cell phone repairer in the state. Mr. Estes made a motion to recommend to the Board of Supervisors that the exemption be granted. After a second by Dr. Thames, the motion was unanimously adopted. A copy of the Position Statement for Natcom is attached to and made a part of these minutes as Exhibit "A."

A request by Mr. Parker Sartain concerning a variance to the set backs in the covenants at the Central Mississippi Industrial Center for the cul-de-sac street development know as "First Choice Business Park" was reviewed. A copy of the written request is attached to and made a part of these minutes as Exhibit "B." Mr. Wallace made a motion to approve and recommend to the Board of Supervisors that they grant the variance of 35 feet set back along the cul-de-sac street, First Choice Drive and a minimum of 50 feet on that portion of Lots 1 and 9 fronting Industrial Drive South. After a second by Mr. Johnson, the motion was unanimously adopted.

The Board discussed a request by Cypress Utility Company, Inc. dated October 27, 2003, for MCEDA to allow it to connect to the sewer lines along Catlett Road. Chairman Davenport reported that after meeting with Cypress Utility owner, Buster Bailey, he has learned that the request is not an urgent matter in the progress of development in the Reunion subdivision. Therefore, he recommended that MCEDA direct Cypress to work with the Waste Water

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Authority (WWA) for sewer service. Dr. Thames made a motion to authorize Mr. Acy to write a letter to Cypress explaining MCEDA's position, with a commitment to work with both the WWA and Cypress to ensure they obtain sewer service. After a second by Ms Gray, the motion was unanimously adopted.

Minutes taken by Attorney Montgomery from an Executive Committee meeting, reflect an unanimous vote by the Executive Committee on October 31, 2003, as follows: "...to approve a "Recognition Agreement and Estoppel Certificate of Landlord" by and between Madison County Economic Development Authority and BBC Equipment Leasing Corporation for the benefit of Tower Automotive." This action 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. Mr. Johnson made a motion to ratify this action taken by the MCEDA Executive Committee on October 31, 2003. After a second by Dr. Thames, the motion was adopted with Mr. Estes abstaining.

Mr. Norris reported the \$4Million debt restructuring will be finalized by December 9th or 10<sup>th</sup>. This will lower the annual debt payment for MCEDA by approximately \$300,000 annually due to a lower interest rate and extending the debt out for 20 years. These savings are based on approximately 3.5% interest rate initially on a variable rate bond note. The Board of Supervisors, MCEDA and the Development Bank will all have to sign to finalize the loan.

The Sound Stage was discussed and it was agreed that MCEDA would send the Canton Tourism Director, JoAnn Gordon a written invitation to the MCEDA December meeting. She will be asked to bring a business plan for the proposed sound stage.

Mr. Spivey reported that the Madison County Foundation has adopted a resolution supporting the MOST program. It also approved continuing the Caroline golf membership for Mr. Acy. Ms Raley reported \$2Million funding for the Highway 22 project and \$1Million funding for the Highway 51/43 project has been approved in conference by the Washington delegates representing Madison County.

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

Mr. Acy presented a request from the Mississippi Major Economic Impact Authority (MMEIA) to purchase water line easements from MCEDA. The easements will be located in the CMIC south of Vertex, in the curve of Industrial Drive South, along Interstate 55 at SEC and Tower Automotive. The request includes a construction easement as well as a permanent easement as outlined in the 3 letters from Gore, Kilpatrick, Purdie, Metz and Adcock attached to and made a part of these minutes as Exhibit "D." The compensation will be divided between MCEDA and the lease holders of the property. Mr. Johnson made a motion to authorize Mr. Acy, working with Attorney Montgomery, to negotiate the division of the purchase price, close the land sale and transfer the requested easement to the MMEIA. After a second by Dr. Thames, the motion was unanimously adopted.

Bids were taken for landscape maintenance at the Training Facility along Watford Parkway in the Canton Commercial and Industrial Center (CCIC). Copies of the bids are attached to and made a part of the minutes as Exhibit "E." Mr. Acy recommended that the low bid from Hudson's Lawn Service for 32 cuts per year at a cost of \$10,650.00 be accepted with a provision to cancel the contract if unhappy with the work with a 30 day written notice to Hudson. Ms Gray made the motion to accept the Hudson bid for services as outlined. After a second by Mr. Estes, the motion was unanimously adopted.

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Mr. Acy reported on his discussions with the Mississippi Development Authority's Rapid Respond team to assist the Falcon employees losing jobs due to the Canton plant closure. A job fair for these employees as well as anyone else interested in attending has been scheduled for Thursday, December 11, 2003 at the Win Center from 1 - 7:00 p.m. A resolution requesting the Madison County Board of Supervisors to support improvements to Livingston Vernon Road, attached to and made a part of these minutes as Exhibit "F" was reviewed. Mr. Estes made a motion to adopt the resolution. After a second by Mr. Johnson, the motion was unanimously adopted.

At 10:20 a.m. the Board took a break.

At 10:25 a.m., Chairman Davenport reconvened the meeting.

Ms Graves presented a draft to be considered for the MCEDA Mission Statement. After discussion, Ms Gray made a motion to adopt "The mission of the Madison County Economic Development Authority is to stimulate economic growth in Madison County by attracting new jobs and investments and by enhancing the overall business climate that allows for the maximization of economic development in Madison County," as the official mission statement for MCEDA. After a second by Mr. Johnson, the motion was unanimously adopted.

Chairman Davenport distributed a copy of the proposed policy for the board and staff. A copy of the policy is attached to and made a part of these minutes a Exhibit "G." Dr. Thames made a motion to adopt the "MCEDA Board and Staff Policy," with the change of the word CEO to Executive Director as presented. After a second by Mr. Wallace the motion was unanimously adopted.

A communication plan for MCEDA was discussed and will be presented for approval at the December meeting.

Mr. Acy requested that an executive session be declared for the transaction of business and discussion regarding personnel matters and transaction of business and discussion regarding the prospective purchase, sale or leasing of lands. Mr. Wallace made a motion to enter executive session. After a second by Dr. Thames, the motion was unanimously adopted.

Ms Gray distributed copies of an evaluation draft of the Executive Director for consideration. After some discussion, it was the consensus of the board that a special meeting will be held the first of December to adopt. Mr. Acy will send Ms Gray a list of any issues he has with the evaluation.

Oxford Automotive is exploring options to expand the Canton facility by adding a stamping operation, with an investment of \$100 Million and an added 200 jobs. If this expansion materializes, the County would qualify for up to \$850,000 in a Community Development Block Grant (CDBG) and \$500,000 in a CAP loan for 2003 and an additional \$500,000 CAP loan for 2004. To ensure that no deadlines limits MCEDA's CAP loan capacity for either year, Mr. Wallace made a motion to authorize Mr. Acy to request the Board of Supervisors to send a letter of intent for the 2003 CAP funds and the CDBG to ensure funds are available provided the expansion materializes. After a second by Dr. Thames, the motion was unanimously adopted.

Mr. Acy reported three prospects looking for land in the industrial parks. He recommended that the Board re-purchase the AJA SouthStar site at CCIC. The land was initially sold for \$7,500 per acre and AJA is asking \$8,600 to cover development cost expended by the owner on the site. According to Mr. Acy, the property could be re-purchased for \$146,107 and had been appraised for \$386,000 when sold. With the purchase price, MCEDA will receive soil borings and other engineering reports from the development cost. Mr. Wallace made a motion to purchase the AJA site and engineering development data for \$146,107. After a

second by Dr. Thames, the motion was unanimously adopted.

Addition private property along Old Jackson Road in CMIC is required for a logistic company. The Bouldin property is approximately 11.2 acres and has been offered to MCEDA for \$23,000 per acre. This purchase would ensure a rail site large enough to accommodate the logistic company. Mr. Wallace made a motion to authorize Mr. Acy to enter into an option to purchase the property with the property owner for a 6 month option at a cost of \$5,000.00. After a second by Mr. Johnson, the motion was adopted with Mr. Estes voting no.

Mr. Acy reported that he plans to hire Ricci Boyer for the Administrative Assistant position. She will also enhance the public relations duties for MCEDA. Her salary will be within the confirms of the 2004 budget.

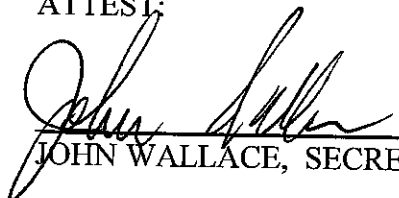
At 11:15 a.m., Mr. Wallace made a motion to adjourn the executive session. After a second by Mrs. Gray, the motion was unanimously adopted. Whereupon, Chairman Davenport adjourned the executive session and reconvened the open session.

At 11:20 p.m., upon motion made, duly seconded and unanimously adopted, Chairman Davenport adjourned the meeting.



STEVE DAVENPORT, CHAIRMAN

ATTEST:



JOHN WALLACE, SECRETARY-TREASURER