

MINUTES OF THE NOVEMBER 8, 2002, SPECIAL MEETING
OF THE MADISON COUNTY ECONOMIC DEVELOPMENT AUTHORITY
HELD AND CONDUCTED ON THE 8TH OF NOVEMBER, 2002, AT 8:00 A.M.
IN THE MCEDA UPSTAIRS CONFERENCE ROOM
OF THE 1855 COURTHOUSE IN CANTON, MISSISSIPPI

The special meeting of the Madison County Economic Development Authority was duly called, held and conducted on the 8th day of November, 2002, 8:00 a.m. in the 1855 Courthouse in the City of Canton, Mississippi.

Members Present: Chip Estes, Barbara Gray, Thomas Johnson, Billy Thames and John Wallace. Also present were Jerry Acy, Bob Montgomery, and Joy Foy.

Guest: Bill Banks, David Richardson, Marc Sharpe, David England, Kathy Mangialardi and Ken Wilbanks

Chairman Johnson announced that the members who were present constituted a quorum and declared the meeting duly convened and ordered the Notice and Call of the meeting filed with the minutes of the meeting.

Chairman Johnson explained that the reason for the special meeting involved the sale of property, land acquisition, possible litigation and personnel matters.

A \$1.4 Million grant for a Model One-Stop Center was discussed. The grant will flow through the Central Mississippi Planning and Development District (CMPDD). A Planning Committee has been named and work has begun for identifying the facility's requirements. Mr. Acy explained a request from the Canton Model One-Stop Site Committee for an appropriate site within the Canton Commercial and Industrial Center (CCIC) to build the One-Stop. The proposed 25,000 square foot facility will be used to house the Employment Security Commission's WIN Center and all other workforce training and development organizations wishing to partner with the One-Stop. It was noted that Holmes Community College will be invited to manage and oversee the video conferencing lab for the One-Stop Center. Mr. Richardson reported that the Board of Supervisors will commit to do the site work and pave the parking lot.

The site selected by the Canton Model One Stop Site Selection Committee is at the corner of Commercial Parkway and Curb View Cove. Canton Municipal Utilities will make the two acre site available according to Mr. Wallace, provided MCEDA commits to build the facility and CMPDD agrees to lease the facility for the One-Stop Center.

Mr. Estes made a motion to approve a Resolution, copy attached to and made a part of these Minutes by reference, that would request the Board of Supervisors to authorize MCEDA to borrow the money, build the facility and lease the facility for the Canton Model One-Stop Center. After a second by Dr. Thames, the motion was unanimously approved. It was understood that MCEDA would formally request site work from the Board of Supervisors and acreage from the Canton Municipal Utilities.

Ms Mangialardi and Mr. England of Dean and Dean Associates presented a contract for designing the One-Stop Center. Rates for services will range from \$133 per hour to \$45 per hour. A copy of the contract is attached to and made a part of the Minutes by reference. Dr. Thames made a motion to approve the contract with Dean and Dean contingent upon approval of a lease agreement by and between MCEDA and CMPDD and a commitment from CMPDD for transfer of funds for the interior build to suit part of the building. After a second by Ms Gray, the motion was unanimously approved.

Ms Gray made a motion to request that the Board of Supervisors authorize MCEDA to borrow up to \$1 Million for construction of the One-Stop Center. After a second by Dr. Thames, the motion was unanimously approved.

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 Chairman Johnson recessed the general session and convened the closed session.

After discussion of matters, Ms Gray made the motion to return to open session. Mr. Estes seconded the motion, which was unanimously adopted, whereupon Chairman Johnson reconvened the open session. The reasons stated for executive session were transaction of business and discussion regarding prospective land sales, land acquisition, personnel matters and possible litigation.

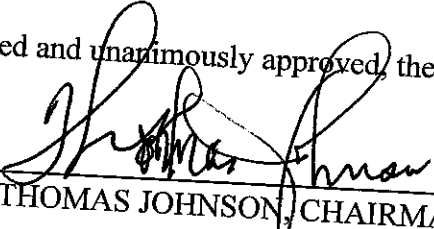
Mr. Estes made a motion to enter Executive Session. After a second by Ms Gray, the motion was unanimously approved at 9:40 a.m.

Mr. Acy presented a request from Tower Automotive, asking for a transfer of the lease with East Group Properties, TRS to East Group Properties, L.P. After affirmation that this request is within the limits set by the lease contract with MCEDA, Mr. Estes made a motion to approve the transfer as outlined in the referenced and attached request (i need a copy). Mr. Wallace seconded the motion and it was unanimously approved.

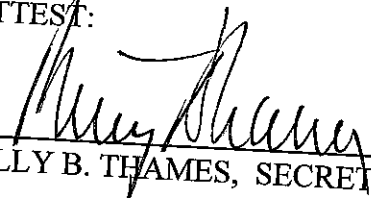
A request from one of the Nissan related transportation companies, AJA Trucking, requested a 15 acre site. They also have requested and option on an additional 7 acres and right of first refusal on other adjoining property. Mr. Acy recommended that the 2 acres north of the new fire station in the CCIC and the 13 acres along Solider Colony Road be offered to the company. Ms. Gray made a motion to offered the CCIC 15 acre site at \$7,400 per acre. After a second by Mr. Estes, the motion was unanimously approved. The other items, option, right-of-first refusal, etc., will be negotiated with AJA.

Chairman Johnson informed the Board that the MCEDA staff salary increases, approved effective October 1, 2002, have not been implemented into the yearly payroll. He is scheduled to meet with the Board of Supervisor today to request they activate this increase. Attorney Montgomery suggested to the Board that the arrears salaries could be paid from the Construction Account.

At 10:00 a.m., by motion made, duly seconded and unanimously approved, the meeting was adjourned.


THOMAS JOHNSON, CHAIRMAN

ATTEST:


BILLY B. THAMES, SECRETARY-TREASURER