

FINAL MINUTES OF THE DECEMBER 13, 2018, REGULAR BOARD MEETING OF THE  
MADISON COUNTY ECONOMIC DEVELOPMENT AUTHORITY  
HELD AND CONDUCTED ON THE 13<sup>TH</sup> DAY OF DECEMBER 2018,  
AT 8:30 A.M.  
IN THE MCEDA CONFERENCE ROOM  
OF THE MCEDA OFFICES AT 135 MISSISSIPPI PARKWAY,  
CANTON, MISSISSIPPI

The regular meeting of the Madison County Economic Development Authority was conducted on the 13<sup>TH</sup> day of December 2018, at 8:30 a.m. in the MCEDA Office at 135 Mississippi Parkway, Canton, MS.

Members Present: Dwight Luckett, Lanny Slaughter, Calvin Harris, Gerard Gibert, Tracy Bailey, Ed Gardner, Doug Jones

Staff: Joseph Deason, Attorney Matthew Vanderloo, Taquana Mack, Danielle Winningham, Lauren Scheel

Guests: Jan Collins, Serena Tolar

At 8:32 a.m., Chairman Luckett announced that the members present constituted a quorum, declared the meeting duly convened and directed that the notice for the meeting be filed with the minutes.

Mr. Bailey opened the meeting with a prayer.

Mr. Jones made a motion to adopt the agenda. After a second by Mr. Harris, the motion was unanimously approved.

Mr. Jones made a motion to approve the minutes of the November 8, 2018, MCEDA Board meeting. After a second by Mr. Gardner, the motion was unanimously approved.

Mr. Harris made a motion to approve the financial reports as presented. After a second by Mr. Gibert, the motion was unanimously approved.

Ms. Jan Collins with the Madison County Business League and Foundation provided a report and a calendar of events for the next upcoming months. She welcomed the new MCEDA board members and introduced her assistant, Serena Tolar, to them. Ms. Collins stated that the Youth Leadership Career Day and annual Vision Celebration was a success. She went over the events and meetings that would take place over the upcoming month and reminded everyone of the Christmas Luncheon that will be held at Anjou.

There was a motion by Mr. Bailey and a second by Mr. Gardner to go into closed session for the purpose of discussing the need for an Executive Session to address legal matters with Project Phoenix and the transaction of business and discussions or negotiations regarding the location, relocation, or expansion of a business or industry. The motion passed unanimously. There was then discussion of the need to go into Executive Session to consider the aforementioned, at the conclusion of which there was a motion by Mr. Bailey and a second by Mr. Gardner to do so. This motion was unanimously adopted. Mr. Harris and Mr. Slaughter left the room and recused themselves during the Project Phoenix discussion. Chairman Luckett then opened the meeting to announce publicly that the Board was going into Executive Session to discuss the legal matters with Project Phoenix and the transaction of business and discussions or negotiations regarding the location, relocation, or

expansion of a business or industry. Chairman Luckett convened an Executive Session for this purpose. Mr. Gardner made a motion to adjourn Executive Session. After a second by Mr. Harris, there was a unanimous vote to adjourn the Executive Session and reconvene the open session. The following actions were taken in Executive Session and were then reported by the Chairman:

#### No Actions Were Taken

Mr. Deason informed the board of former MCEDA Board Member Jim Smith request to amend the March 27, 2014 MCEDA recorded minutes due to inaccuracy that he had observed. Mr. Smith stated that during this meeting on that date, he recused himself from voting on revising prior minutes because he was not a board member on March 25, 2013 and did not have knowledge of this meeting nor did he vote on the contract. He stated that the minutes from March 27, 2014 should read as follows:

*“Attorney Clark advised the Board of an item in need of correction in the minutes of the March 23, 2013 Special Call MCEDA Board meeting. Attorney Clark advised he recorded the minutes at the meeting, and they were later transcribed by Mrs. Knight. Attorney Clark advised that while Mr. Calvin Harris did abstain from and recused himself from a vote on a contract with Warnock & Associates, and while the draft minutes do so reflect the same, the final minutes of the March 25, 2013 minutes do not. Mr. Clark stated that the proper procedure to correctly evidence a previous Board action which was not accurately recorded is through a nunc pro tunc order.*

*Attorney Clark presented the Board with a nunc pro tunc order correcting the error and indicating Mr. Harris’ abstention from the vote. Mr. Harris left the room, recusing himself from the discussion and abstaining from the vote on the proposed nunc pro tunc order. Likewise, Mr. Smith left the room, recusing himself from the discussion and abstaining from the vote on the proposed order with special note that he was doing so as he was not a Board member at the time of the March 25, 2013 Board meeting, and therefore did not participate in any discussion or vote on the contract with Warnock & Associates. Mr. Williams made a motion to approve the nunc pro tunc order to correct the minutes of the March 25, 2013 Special Call Meeting. After a second by Mr. Slaughter the motion was unanimously approved, with the recusal and abstention from Mr. Harris and Mr. Smith.”*

The current MCEDA board acknowledged Mr. Smith’s request, and would note the request in the December 2018 current board minutes as well as place a copy to reflect it in the 2013 minutes.

Mr. Deason updated the board on the Legislative Agenda and highlighted the Madison County transportation projects that either have state or local funding.

Ms. Winningham discussed the upcoming Greater Jackson Alliance Workforce assessment that will be conducted during the first of the year 2019.

MCEDA is looking to restart the HR Roundtable meetings that were held in previous years with existing industries. Ms. Winningham has been reaching out to the employment agencies for possible assistance with this. The meetings will be held either monthly or quarterly.

MCEDA is continuing to work on Madison County becoming a Certified WorkReady Community through ACT. Ms. Winningham stated that the goals that the county has met is currently at 96% and a press release will be sent out once the 100% goal is obtained.

MCEDA along with Carpenter Properties continues to promote the sale of the Bio-Medical Collaboratory in Canton and hosted a free lunch and tour of the building for invited brokers on December 4<sup>th</sup>. Ms. Winningham stated that five brokers visited during that time and MCEDA will continue to advertise for the sale of the building.

Ms. Wingham informed the board that MCEDA will soon send out Ad Valorem existing industry application notifications alerting businesses of the deadline to file.

Mr. Deason stated that a large sign will be placed at the Fastenal site that is being constructed that will inform the public of what is being built. This also offers great promotion for the growth happening due to the efforts of MCEDA, the Board of Supervisors, and other pertinent partners.

Ms. Mack has been working with Harper Rains accountants and Diane Thompson with the Public Employment Retirement System (PERS) on a compliance audit/review that MCEDA was selected for. This review is conducted in an effort to ensure that complete and accurate data is maintained in the PERS of Mississippi system. It should be completed soon, and a compliance report will be sent.

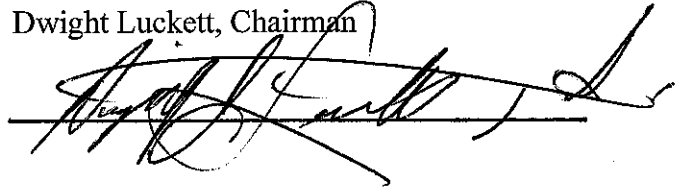
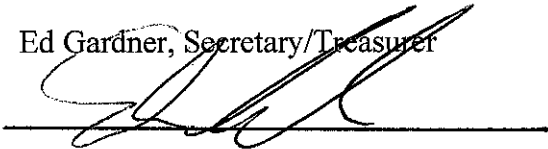
In keeping with the By-Laws, secret ballots were marked to elect the 2019 Secretary/Treasurer. Due to the resignation of the 2018 Vice-Chair Sells Newman, a new Chairman was also voted on by secret ballots. After tallying of the votes by Attorney Matthew Vanderloo, Mr. Tracy Bailey was announced as winning the Secretary/Treasurer election with a 5-1 vote and Mr. Doug Jones was announced as winning the Chairman election with a 5-1 vote.

At 10:25 a.m., upon a motion made by Mr. Slaughter, seconded by Mr. Harris and unanimously adopted, the meeting was adjourned.

ATTEST:

Ed Gardner, Secretary/Treasurer

Dwight Lockett, Chairman

A handwritten signature in black ink, appearing to read "Dwight Lockett", is written over a horizontal line. The signature is stylized and cursive.A handwritten signature in black ink, appearing to read "Ed Gardner", is written over a horizontal line. The signature is stylized and cursive.