

**MINUTES OF THE BOARD OF SUPERVISORS  
OF MADISON COUNTY, MISSISSIPPI**

REGULAR MEETING OF FEBRUARY 4 2002  
Being the first day of the February Term of the Board of Supervisors

BE IT REMEMBERED that the regular meeting of the Board of Supervisors of Madison County, Mississippi was duly convened, held and conducted on the 4th day of February, 2002, at the Madison County Chancery/Administrative Building in Canton, Mississippi, as follows, to-wit:

The President of the Board, David H. Richardson, presided and called the meeting to order. The following members were present:

Present:	Absent:
Supervisor Karl M. Banks	None
Supervisor Paul Griffin	
Supervisor Marc Sharpe	
Supervisor W. T. "Bill" Banks	
Supervisor David H. Richardson	
Sheriff Toby Trowbridge	
Mike Crook, Chancery Clerk	
George Touart, County Administrator	

The President announced that the members of the Board present constituted a quorum and declared the meeting duly convened. Supervisor W. T. "Bill" Banks opened the meeting with a prayer and Supervisor Paul Griffin led the Pledge of Allegiance to the Flag of the United States of America.

**In the Matter of the Approval of the Minutes of  
The Previous Meeting of the Board of Supervisors  
of Madison County, Mississippi for the January Term  
of the Board**

WHEREAS, the Madison County Board of Supervisors did review the Minutes for January 7, January 9, January 11, January 14, January 18, and January 25, 2002, and did make various changes to said Minutes as presented.

Following additional discussion, Supervisor Karl M. Banks did move, and Supervisor Paul Griffin did second a motion to approve the revised Minutes of January 7, January 9, January 11, January 14, January 18, and January 25, 2002 with adjustments as recommended by the various members of the Board and did authorize the President to execute said Minutes after corrections, and did further direct the Chancery Clerk to provide a digital copy of said Minutes to the County's Data Processing Department for posting on the County's web page and to record said Minutes in his office as required by law. The vote on said matter was as follows:

Supervisor W. T. "Bill" Banks - District I	Voted: Aye
Supervisor Marc Sharpe - District II	Voted: Aye
Supervisor David H. Richardson - District III	Voted: Aye
Supervisor Karl M. Banks - District IV	Voted: Aye
Supervisor Paul Griffin - District V	Voted: Aye

The motion having received the affirmative vote of the Board members present, was declared by Mr. David H. Richardson, President of said Board, as being duly carried on this the 4th day of February, 2002.

**In the Matter of Acknowledging Receipt of**

**Approval of Tax Exemptions by the  
Mississippi State Tax Commission and Entry  
of Final Orders Granting said Exemptions**

WHEREAS, Veronica Peppers, with the Madison County Economic Development Authority, did appear before the Board of Supervisors and present to said Board copies of the approval by the Mississippi State Tax Commission of tax exemptions for various businesses located in Madison County, Mississippi, as described below, and did further present final Orders granting said tax exemptions for the Board's review and execution.

Following discussion of this matter, Supervisor Karl M. Banks did move and Supervisor W. T. "Bill" Banks did second a motion to acknowledge the receipt of the final approval of the Mississippi State Tax Commission for tax exemptions granted to D.B.C. Corporation; Sun-Pine Corporation, Ltd.; Natcom, Inc.; Canton Sales & Storage (2 Orders received); and Kincses Tool & Molding Corporation (2 Orders received); and to further authorize the President and Clerk to execute the Orders approving said tax exemptions (copies of which are found in the Miscellaneous File to these Minutes). The vote on said matter was as follows:

Supervisor W. T. "Bill" Banks - District I	Voted: Aye
Supervisor Marc Sharpe - District II	Voted: Aye
Supervisor David H. Richardson - District III	Voted: Aye
Supervisor Karl M. Banks - District IV	Voted: Aye
Supervisor Paul Griffin - District V	Voted: Aye

The motion having received the affirmative vote of the Board members present, was declared by Mr. David H. Richardson, President of said Board, as being duly carried on this the 4th day of February, 2002.

**In the Matter of the Petition for a Private  
Right of Way filed by Gussie Lee Haith**

WHEREAS, previously, Gussie Lee Haith did file a petition for a private right of way with the Madison County Board of Supervisors seeking access to her property located in the Southwest Quarter of the Northwest Quarter of Section 19, Township 9 North, Range 2 East, Madison County, Mississippi; and

WHEREAS, the Board of Supervisors, as required by law, did give notice to all interested parties to appear before the Board and present evidence at a public hearing thereon; and

WHEREAS, Ms. Gussie Lee Haith did appear before the Board of Supervisors, being represented by the Hon. Jacob M. Ritchey, and Hon. Phillip Buffington, Jr. did appear before the Board of Supervisors representing Walter R. Seay and Guy Seay, Jr., and Morris D. Ferguson did appear before said Board representing himself; and

WHEREAS, the Board of Supervisors heard evidence from the parties and reviewed several exhibits presented by said parties; and

WHEREAS, Phillip Buffington, Jr. moved to dismiss the petition for private right of way, stating that Ms. Haith had failed to exhaust certain options by negotiating with his clients prior to seeking relief from the Board of Supervisors.

Following a discussion of this matter, Supervisor Karl M. Banks did move and Supervisor Paul Griffin did second a motion to deny Mr. Buffington's request to dismiss the petition for private right of way. The vote on said matter was as follows:

Supervisor W. T. "Bill" Banks - District I	Voted: Aye
Supervisor Marc Sharpe - District II	Voted: No
Supervisor David H. Richardson - District III	Voted: Aye
Supervisor Karl M. Banks - District IV	Voted: Aye
Supervisor Paul Griffin - District V	Voted: Aye

The motion having received the affirmative vote of the Board members present, was declared by Mr. David H. Richardson, President of said Board, as being duly carried on this the 4th day of February, 2002.

**In the Matter of Granting the Petition for Access  
in Part and Appointing a Committee of Two  
Members from the Board of Supervisors to Examine and  
View the Contemplated Route of a Right of Way**

WHEREAS, the Board of Supervisors did reviewed the evidence presented by the parties, as referenced above, regarding the right of way petition filed by Gussie Lee Haith and determined that access to a public road was necessary, and did further determine that a committee of two members of the Board of Supervisors, being Supervisor Paul Griffin and Supervisor W. T. "Bill" Banks, be appointed to examine and view the contemplated property to determine the location of a right of way and report back to the Board of Supervisors their findings on or before the 15<sup>th</sup> day of February, 2002 at 11:00 a.m.

Following a discussion of this matter, Supervisor Karl Banks did move and Supervisor Paul Griffin did second a motion to declare that Gussie Lee Haith was in need of a private right of way to a public road to access her property and to appoint a committee consisting of Supervisor Paul Griffin and Supervisor W. T. "Bill" Banks to examine and view the contemplated area for said private right of way and report back its findings to the Board of Supervisors at the February 15, 2002 meeting of the Board of Supervisors at 11:00 a.m. and to provide the parties will full access to said report prior to the Board taking any further action in this matter. The vote on said matter was as follows:

Supervisor W. T. "Bill" Banks - District I	Voted: Aye
Supervisor Marc Sharpe - District II	Voted: Aye
Supervisor David H. Richardson - District III	Voted: Aye
Supervisor Karl M. Banks - District IV	Voted: Aye
Supervisor Paul Griffin - District V	Voted: Aye

The motion having received the affirmative vote of the Board members present, was declared by Mr. David H. Richardson, President of said Board, as being duly carried on this the 4th day of February, 2002.

**In the Matter of Entering into a  
"Closed Session" to Determine whether  
or not the Board should declare an  
Executive Session**

WHEREAS, the Board of Supervisors, after beginning the meeting in open session, determined that it was necessary to enter into Closed Session for a brief discussion. Following this discussion and pursuant to the terms of Miss. Code Ann. Section 25-41-7, as amended, Supervisor W. T. "Bill" Banks offered and Supervisor Karl M. Banks seconded the motion to make a closed determination upon the issue of whether or not to declare an Executive Session for the purpose of discussing the lease or sale of county property with the following persons being necessary for the discussions, deliberations and recording of such Executive Session: Members of the Board, Attorney for the Board, Tom Cook and members of his law firm. The vote on said matter was as follows, to wit:

Supervisor W. T. "Bill" Banks - District I	Voted: Aye
Supervisor Marc Sharpe - District II	Voted: Aye
Supervisor David H. Richardson - District III	Voted: Aye
Supervisor Karl M. Banks - District IV	Voted: Aye
Supervisor Paul Griffin - District V	Voted: Aye

The motion having received the affirmative vote of the Board members present, was declared by Mr. David H. Richardson, President of said Board, as being duly carried on this the 4th day of February, 2002.

**In the Matter of Entering into Executive Session**

WHEREAS, a discussion of the nature and matters requiring the Executive Session was had, and Supervisor David H. Richardson informed the Board that he wished to discuss the leasing of county-owned property.

Following a brief discussion, Supervisor Karl M. Banks offered and Supervisor W. T. "Bill" Banks seconded the motion to enter into Executive Session to discuss the leasing of county-owned real property as allowed by law. The vote on said matter was as follows:

Supervisor W. T. "Bill" Banks - District I	Voted: Aye
Supervisor Marc Sharpe - District II	Voted: Aye
Supervisor David H. Richardson - District III	Voted: Aye
Supervisor Karl M. Banks - District IV	Voted: Aye
Supervisor Paul Griffin - District V	Voted: Aye

The motion, having received the affirmative vote of the Board Members present, was declared by Mr. David H. Richardson, President of said Board, as being duly carried, and he declared the Board of Supervisors to be in Executive Session for the consideration of such matters as set forth above on this the 4<sup>th</sup> day of February, 2002.

President Richardson then reopened the meeting and informed the public of the reason for the Executive Session being taken.

## **In the Matter of Leasing the Madison County Medical Center Hospital**

WHEREAS, the Board at its duly convened meeting on the 16<sup>th</sup> day November, 2001, found that it would be in the best interest of Madison County and the citizens of Madison County to lease the Madison County Medical Center Hospital (“Hospital”) after removing from the Hospital the lien of the \$9,900,000 Madison County, Mississippi Hospital Revenue Bonds dated September 15, 1999 (the “Bond Lien”); and

WHEREAS, the Board solicited proposals to lease the Hospital in accordance with the terms and conditions set forth in the Notice of Request for Proposal and the Request for Proposals to lease attached as Exhibit “A” to the Board’s minutes dated the 16th day of November, 2001 (the “RFP”), by publishing the Notice of Request for Proposals once a week for at least four consecutive weeks in the Madison County Journal, the Madison County Herald and the Clarion-Ledger as evidenced by the proofs of publication attached to these minutes as Exhibit “I”, “II” and “III”, respectively, and

WHEREAS, in response to the RFP the Board received proposals from Community Health Systems, Inc., Health Management Associates, Inc., Madison Health Management Services, LLC, and Pioneer Health Services, Inc. and also a letter from St. Dominic/Jackson Memorial Hospital (the “Proposals”) attached hereto as collective Exhibit “IV”; and

WHEREAS, the Board, after considering the Proposals and the recommendation of the Board’s attorneys, Copeland, Cook, Taylor & Bush, P.A., finds that the proposal submitted by Health Management Associates, Inc. is the highest and best proposal and that it would be in the best interests of Madison County and the citizens of Madison County for this Board to (i) enter into and pursue negotiations with Health Management Associates, Inc. or its subsidiary (“HMA”) for a long-term lease covering the Hospital in accordance with the terms of the RPF (the “Lease Agreement”), and (ii) authorize the President of the Board of Supervisors to execute the Letter of Intent with HMA attached hereto as Exhibit “V”; and

WHEREAS, the Board finds that it would be in the best interests of Madison County and the citizens of Madison County for this Board to request that the Board of Trustees of the Madison County Medical Center (“Board of Trustees”) enter into a hospital management agreement with HMA to remain in effect until the Lease Agreement becomes effective, such hospital management agreement to contain those terms and provisions which the Board of Trustees deems to be in the best interests of the Hospital and the citizens of Madison County; and

NOW, THEREFORE, BE IT RESOLVED that this Board enter into and pursue negotiations with HMA for a long-term lease covering the Hospital in accordance with the terms of the RFP, and that the Board’s attorneys, Copeland, Cook, Taylor & Bush, P.A., assist and aid the Board in those negotiations.

BE IT FURHTER RESOLVED that the President of the Board of Supervisors is authorized to execute the Letter of Intent with HMA attached hereto as Exhibit “V”.

BE IT FURTHER RESOLVED that this Board hereby requests that the Board of Trustees of the Madison County Medical Center enter into a hospital management agreement with HMA to remain in effect until the Lease Agreement becomes effective, such hospital management agreement to contain those terms and provisions as the Board of Trustees deems to be in the best interests of the Hospital and the citizens of Madison County.

Following review and discussion, Mr. W. T. “Bill” Banks did move and Mr. Karl M. Banks did second to adopt the foregoing resolutions. The vote of the Board adopting the foregoing resolutions was as follows:

Supervisor W. T. “Bill” Banks - District I	Voted: Aye
Supervisor Marc Sharpe - District II	Voted: Aye
Supervisor David H. Richardson - District III	Voted: Aye
Supervisor Karl M. Banks - District IV	Voted: Aye
Supervisor Paul Griffin - District V	Voted: Aye

The motion having received the affirmative vote of the Board members present, was

declared by Mr. David H. Richardson, President of said Board, as being duly carried on this the 4th day of February, 2002.

**In the Matter of Authorizing the Execution  
of a Letter of Intent by the President of  
the Board of Supervisors**

WHEREAS, Mr. Tom Cook with Copeland Cook did present to the Board of Supervisors a proposed Letter of Intent to Health Management Associates, Inc., a copy of which is found in the Miscellaneous File to these Minutes, and did request the Board of Supervisors to review said Letter and consider authorizing the President of said Board to execute same.

Following a discussion of this matter, Supervisor W. T. "Bill" Banks did move and Supervisor Karl M. Banks did second a motion to authorize the President, David H. Richardson, to execute said Letter of Intent with Health Management Associates, Inc. to facilitate the Board moving forward with leasing the Madison County Medical Center pursuant to the proposal set forth by said company. The vote on said matter was as follows:

Supervisor W. T. "Bill" Banks - District I	Voted: Aye
Supervisor Marc Sharpe - District II	Voted: Aye
Supervisor David H. Richardson - District III	Voted: Aye
Supervisor Karl M. Banks - District IV	Voted: Aye
Supervisor Paul Griffin - District V	Voted: Aye

The motion having received the affirmative vote of the Board members present, was declared by Mr. David H. Richardson, President of said Board, as being duly carried on this the 4th day of February, 2002.

Thereafter, Supervisor Karl M. Banks did move and Supervisor Paul Griffin did second a motion to end the Executive Session, and, upon unanimous vote of the Board, it was ordered, and the President declared the Board to again be in "Open Session" to discuss any and all county business.

There being no further business to come before the meeting of the Board of Supervisors of Madison County, Mississippi, upon motion duly made by Supervisor Karl M. Banks and seconded by Supervisor Paul Griffin and approved by the unanimous vote of those present, the meeting of the Board of Supervisors was recessed until Tuesday, February 5, 2002 at 10:00 a.m.

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David H. Richardson, President