

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

REGULAR MEETING OF FEBRUARY 20, 2007  
Recessed from regular meeting conducted on February 5, 2007

BE IT REMEMBERED that the regular meeting of the Board of Supervisors of Madison County, Mississippi was duly convened, held and conducted on February 20, 2007, in the Law Library of the Madison County Circuit Courthouse in Canton, Mississippi, as follows, to-wit:

The President of the Board, Mr. Andy Taggart, presided and called the meeting to order. The following members were present that day:

Present:

Supervisor Douglas L. Jones  
Supervisor Tim Johnson  
Supervisor Andy Taggart  
Supervisor Karl M. Banks  
Supervisor Paul Griffin  
Chancery Clerk Arthur Johnston

Absent:

None

Also in attendance:

County Administrator Donnie Caughman  
County Comptroller and Deputy Chancery Clerk Mark Houston  
Assistant Comptroller and Deputy Chancery Clerk Quandice Green  
County Zoning Administrator Brad Sellers  
Emergency Management E911 and Homeland Security Director Butch Hammack  
County Purchase Clerk Hardy Crunk  
Board Secretary and Deputy Chancery Clerk Cynthia Parker  
John Brunini, Esq. on behalf of Board Attorney Edmund L. Brunini, Jr.  
County Road Manager Lawrence Morris  
Buildings and Grounds Supervisor Barry Parker  
Chief Deputy Sheriff Eddie Belvedresi

The President announced that the members of the Board present constituted a quorum and declared the meeting duly convened. Emergency Management, E-911 and Homeland Security Director Butch Hammack opened the meeting with a prayer and County Comptroller Mark Houston led the members and the audience in the Pledge of Allegiance to the Flag of the United States of America.

***In re: Approval of Consent Agenda Items***

WHEREAS, President Taggart did announce that he and County Administrator Donnie Caughman had conferred in advance of the meeting and did recommend that Items (1) through (7) on the Agenda appeared to be routine, non-controversial matters on which all Supervisors were likely to agree, and could be taken up as Consent Items, and

WHEREAS, the Board President did explain that any Supervisor could, in advance of the call of the question, request that any of the aforesaid Items be removed from the Consent Agenda, and

WHEREAS, the following items were taken up as "Consent Items," to-wit:

**President's Initials:** \_\_\_\_\_

**Date Signed:** \_\_\_\_\_

***For Searching Reference Only: Page 1 of 10 (02/20/07)***

**1. Authorization to Assign Use of County Vehicles –  
Madison County Citizens Service Agency/Camden Volunteer Fire Department**

The Board does hereby assign unto the Camden Volunteer Fire Department that certain 2000 Chevrolet ½ Ton Truck, bearing asset no. 641 and does hereby assign unto the Madison County Citizens Service Agency that certain 2001 Chevrolet Impala, bearing asset no. 2939.

**2. Approval of Service Agreement – Cothorn Computer Systems**

At the request of Information Technology Director Duane Thompson, the Board does hereby approve that certain service agreement with Cothorn Computer Systems for programming support hours, a true and correct copy of which is attached hereto as Exhibit A, spread hereupon and incorporated herein by reference, and the Board President was and is hereby authorized to execute same.

**3. Acceptance of Bid – Electronic Control Devices and Accessories/Sheriff’s  
Department**

The sole bid received in response to the advertisement for same pertaining to electronic control devices and accessories as received from Barney’s of Lafayette, Louisiana was and is hereby accepted and approved. The invitation for bid and the Proof of Publication thereof may be found in the Miscellaneous Appendix to these minutes.

**4. Approval to Change Real Property Value – Parcel Number 81H-34-391/00.00**

As requested by Deputy Tax Assessor Norman Cannady, Jr. in that certain correspondence dated February 7, 2007, the Board hereby grants a reduction of assessment on parcel no. 081H-34-391/00.00 due to the failure of JML builders, LLC to file a builder’s affidavit in advance of the 2006 land roll. A true and correct copy of Mr. Cannady’s memorandum may be found in the Miscellaneous Appendix to these Minutes.

**5. Approval to Name Private Drive – Phelps Drive**

As requested by Ms. Bessie Minor of the E-911 Department in that certain memorandum dated February 9, 2007, a true and correct copy of which may be found in the Miscellaneous Appendix to these Minutes, the Board does hereby approve the naming of “Phelps Drive” as a private road and the same being located in Section 35, Township 8 North, Range 2 East,.

**6. Approval of Utility Permits**

The following permits allowing use and occupancy for the construction or adjustment of a utility within certain roads or highway rights of way were and are hereby approved, and a copy thereof may be found in the Miscellaneous Appendix to these Minutes:

(1) Madison County Wastewater Authority - seeking to construct a 24 inch sewage force main along Catlett Road

(2) Bellsouth – seeking to place copper cable along West Sowell Road to the Madison Career and technical Center.

**7. Request for Tax Refund – Parcel Number 082H-27-134**

The Board hereby finds and determines that the Planning and Zoning Department erred in dating the certificate of occupancy for the above captioned parcel December 28, 2005 when it was not actually issued until January 10, 2006. Said property should not have been assessed with an improved value. Therefore, at the recommendation of Tax Assessor Gerald Barber and County Zoning Administrator Brad Sellers, the ad valorem taxes for 2005 on parcel number 082H-27-

**President’s Initials:** \_\_\_\_\_

**Date Signed:** \_\_\_\_\_

134 were and are hereby reduced to \$572.22 from \$2,703.85, and Tax Collector Kay pace was and is hereby authorized and directed to issue a refund in the amount of \$2,176.63 to the taxpayer, Wiley C. Carter, 103 Bradshaw Crossing, Canton, Mississippi 39046.

Thereafter, Mr. Douglas L. Jones did offer and Mr. Paul Griffin did second a motion to approve, adopt, and authorize each of the above and foregoing matters, the same being numbered Items (1) through (7) herein above. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Not Present and Not Voting
Supervisor Paul Griffin	Aye

the matter carried by the unanimous vote of those present and each item was and is approved, adopted and authorized.

SO ORDERED this the 20<sup>th</sup> day of February, 2007.

***In re: Authorize Warnock and Associates to Perform Hydraulic Analysis***

WHEREAS, Road Manager Lawrence Morris appeared before the Board and requested the Board authorize Warnock and Associates perform a hydraulic analysis for reinforced concrete pipes under Kearney Park Road and ditch channel east of Kearney Park Road,

Following discussion, Mr. Paul Griffin did offer and Mr. Tim Johnson did second a motion to authorize Warnock and Associates to perform hydraulic analysis for reinforced concrete pipes under Kearney Park Road and ditch channel east of Kearney Park Road. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye <sup>1</sup>
Supervisor Paul Griffin	Aye

the matter carried unanimously and Warnock and Associates was and is hereby so authorized.

SO ORDERED this the 20<sup>th</sup> day of February, 2007.

***In re: Approval of Culvert Installations on Public Rights of Way***

WHEREAS, County Road Manager Lawrence Morris appeared before the Board and requested approval of certain work orders pertaining to the installation of culverts along a public rights of way and not on private property at the following locations:

<u>Date</u>	<u>Work Order</u>	<u>Address</u>
2/5/2007	3993	Way Road
2/6/2007	4016	509 Sharon Road
2/6/2007	4016	511 Sharon Road
2/7/2007	4020	Dampeer Road

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<sup>1</sup>Mr. Banks arrived prior to the call of the question.

**President's Initials:** \_\_\_\_\_

**Date Signed:** \_\_\_\_\_

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2/12/2007 4061 1282 Way Road  
2/14/2007 4076 1330 Hwy 49

WHEREAS, the Board hereby finds that the installation of each such culvert is needed on the roads listed to protect, preserve, and maintain the roads and the county rights of way thereon.

WHEREAS, the Board does desire to and does hereby approve the same at the locations listed above,

Following discussion, Mr. Tim Johnson did offer and Mr. Paul Griffin did second a motion to approve the installation of said culverts at the locations set forth above. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	No
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried by a majority vote (4-1) of the Board and said culvert installation requests were and are hereby approved.

SO ORDERED this the 20<sup>th</sup> day of February, 2007.

***In re: Request for Stop Sign at Lake Castle Road and Richardson Road***

Mr. Tim Johnson did offer and Mr. Andy Taggart did second a motion to approve the placement of a stop sign at the intersection of Lake Castle Road and Richardson Road and to direct the Road Department to erect the same accordingly. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and the Road Department was and is hereby so directed.

SO ORDERED this the 20<sup>th</sup> day of February, 2007.

***In re: Approval of Claims Docket for February 20, 2007***

WHEREAS, the Board reviewed the claims docket for February 20, 2007; and

WHEREAS, the Chancery Clerk did assure the Board of Supervisors that all claims had been properly documented and where necessary, purchase orders were obtained in advance as required by law; and

WHEREAS, the following is a summary of all claims and funds from which said claims are to be paid:

Fund	Claim Nos.	No. of Claims	Amount
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**Date Signed:** \_\_\_\_\_

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001	1669 to 1774	106	240,414.02
012	99 to 105	7	2,386.01
097	113 to 125	13	23,634.20
105	23 to 24	2	17,584.51
115	24 to 26	3	141,192.02
116	18 to 18	1	61.29
118	2 to 2	1	10,000.00
120	27 to 30	4	383.74
121	25 to 27	3	163.26
137	5 to 5	1	76.72
150	324 to 340	17	21,018.29
160	111 to 122	12	7,119.68
190	86 to 92	7	3,135.88
302	25 to 26	2	68,877.00
TOTAL ALL FUNDS		179	536,046.62

Following discussion, Mr. Douglas L. Jones did offer and Mr. Karl M. Banks did second a motion to approve said claims docket with the exception of the following held claim:

**HELD CLAIMS**

<u>Transaction No.</u>	<u>Fund No.</u>	<u>Claim No.</u>	<u>Claimant</u>	<u>Amount</u>
203908	001	1705	Copeland, Cook, Taylor	\$503.16

Said motion directed that invoice numbers should be attached to each claim on the claims docket and further directed the Chancery Clerk to publish the Summary of Claims as required by law and to authorize the Board President to sign and approve the Claims Docket, a copy of which may be found in the Miscellaneous Appendix to these Minutes together with a separate Resolution approving payment of said claims, which Resolution is attached hereto as Exhibit A spread hereupon, and incorporated herein by reference. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and said Claims Docket was and is hereby approved with the exception of the above noted held claim, and the Chancery Clerk was and is instructed to issue pay warrants accordingly.

SO ORDERED this the 20<sup>th</sup> day of February, 2007.

Thereafter, Mr. Karl M. Banks did offer and Mr. Tim Johnson did second a motion to approve the held claim of Copeland, Cook, Taylor and Bush in the amount of \$503.16 and authorize and direct the Chancery Clerk to issue pay warrant accordingly. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Not Present and Not Voting <sup>2</sup>
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye

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<sup>2</sup>Mr. Jones recused himself prior to the call of the question of this matter, participated in no discussion or deliberation thereof, and departed the meeting room, returning only after the vote was announced.

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**Date Signed:** \_\_\_\_\_

Supervisor Paul Griffin

Aye

the matter carried by a majority (4-0-1) vote of the Board and said claim was and is hereby approved, and the Chancery Clerk was and is instructed to issue a pay warrant accordingly.

SO ORDERED this the 20<sup>th</sup> day of February, 2007.

***In re: Consideration of Recycling Contract with Red River Services Corporation and Red Cycling, Inc.***

WHEREAS, County Administrator Donnie Caughman appeared before the Board and presented proposed contracts for curbside recycling with Red River Services Corporation and Red-Cycling, Inc.,

WHEREAS, true and correct copies of said contracts may be found in the Miscellaneous Appendix to these Minutes,

Following discussion, Mr. Tim Johnson did offer and Mr. Douglas L. Jones did second a motion to (1) adopt and approve the contract with Red River Services Corporation and (2) adopt and approve the contract with Red-Cycling, Inc. contingent upon Red Cycling, Inc. agreeing to an amendment to said contract to provide that a minimum of ten percent (10%) of profits derived from the recycling program be re-invested in advertising and other efforts to promote and inform the public about recycling in Madison County. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and contracts were and are hereby approved subject to the aforesaid contingency as to the Red Cycling contract, and the Board President was and is authorized to execute the same.

SO ORDERED this the 20<sup>th</sup> day of February, 2007.

***In re: Consideration of Revised Contract for Professional Engineering Services on Gluckstadt Widening Project for Design and Construction***

WHEREAS, County Engineer Rudy Warnock appeared before the Board and presented a revised contract for professional engineering services pertaining to the Gluckstadt Widening Project for design and construction phase services, and

WHEREAS, said contract does authorize County Engineer Rudy Warnock and Warnock & Associates, LLC to perform such services on behalf of the county for said project, and

WHEREAS, a true and correct copy of said contract may be found in the Miscellaneous Appendix to these Minutes,

Following discussion, Mr. Andy Taggart did offer and Mr. Karl M. Banks did second a motion to approve said contract subject to deletion of all references to CAD and clerical charges as reflected in Appendix 2, Exhibit C and to authorize and direct the Board President to execute the same. The vote on the matter being as follows:

**President's Initials:** \_\_\_\_\_

**Date Signed:** \_\_\_\_\_

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and said contract was and is hereby approved and the Board President so authorized.

SO ORDERED this the 20<sup>th</sup> day of February, 2007.

***In re: Approval of Final Plat  
Klaas Plantation, Part 2B Subdivision***

WHEREAS, County Engineer Rudy Warnock appeared before the Board and presented the final plat for Klaas Plantation, Part 2B Subdivision and requested the Board to approve same, indicating and representing that the same met with all appropriate and applicable county requirements, and

WHEREAS, Mr. Warnock did also present a Letter of Credit and advised the Board that the streets listed on said plat are to be accepted as public roads, and added to the County Road Register to the extent such streets are depicted on said plat, to-wit:

Anna Cove

Following discussion of this matter, Mr. Douglas L. Jones did offer and Mr. Karl M. Banks did second a motion **(1)** approve said final plat, (a) subject to the requirement that approval of the Madison County Board of Supervisors would be required on any changes to said plat and/or the accompanying covenants until such time as a majority of votes necessary to change the covenants are controlled by residents of the subdivision, and (b) subject to zoning ordinances that the Board finds will be applicable upon adoption thereof in the future; and **(2)** accept the above listed road as a public road, and **(3)** direct the Clerk to accept and retain the aforesaid letter of credit. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and the final plat of Klaas Plantation, Part 2B Subdivision was and is hereby approved with the aforesaid provisos and said road was and is hereby accepted as a public street.

SO ORDERED this the 20<sup>th</sup> day of February, 2007.

***In re: Presentation of Horizontal Alignment  
of Calhoun Station Phase III Project***

WHEREAS, County Engineer Rudy Warnock appeared before the Board and presented a drawing depicting the proposed horizontal alignment of the Calhoun Station Phase III Project roadway,

Following discussion, Mr. Karl M. Banks did offer and Mr. Tim Johnson did second a motion to (1) accept and adopt the route presented by Mr. Warnock as constituting a 240 foot right of way

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**Date Signed:** \_\_\_\_\_

beginning at Nissan South intersection and tying in to Highway 22 approximately ½ mile west of Nissan Parkway, being 2.8 miles in length, (2) approve and direct Mr. Warnock to prepare plats and descriptions pertaining thereto, and (3) direct Board Attorney Edmund Brunini, Jr. to prepare necessary legal documents as to said project. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and said horizontal alignment was and is hereby accepted and the County Engineer was and is hereby directed and the Board Attorney was and is hereby so directed.

SO ORDERED this the 20<sup>th</sup> day of February, 2007.

***In re: Consideration of Amended Four Year Road Plan***

WHEREAS, County Engineer Rudy Warnock appeared before the Board and engaged in a discussion of possible amendments to the County's Four Year Road Plan, and

WHEREAS, the Board did adopt and approve said Plan on February 5, 2007,

Following discussion, Mr. Douglas L. Jones did offer and Mr. Karl M. Banks did second a motion to add Yandell Road from Old Canton Road to Highway 51 to said road plan and to move item no. 11 on spreadsheet as presented on February 5, 2007, to the "unfunded" list. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and said amendments were and are hereby approved.

SO ORDERED this the 20<sup>th</sup> day of February, 2007.

***In re: Acknowledge Receipt of Reports on Annandale Road Reconstruction Project***

WHEREAS, County Engineer Rudy Warnock appeared before the Board and presented seven (7) separate reports from Burns, Cooley and Dennis on the Annandale Road Reconstruction Project, each of which may be found in the Miscellaneous Appendix to these Minutes,

Mr. Tim Johnson did offer and Mr. Karl M. Banks did second a motion to acknowledge receipt of said reports. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

**President's Initials:** \_\_\_\_\_

**Date Signed:** \_\_\_\_\_



the matter carried unanimously and said reports were and are hereby acknowledged.

SO ORDERED this the 20<sup>th</sup> day of February, 2007.

***In re: Entering into “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 to ascertain whether an Executive Session was needed as to certain litigation matters and as to the acquisition of certain real property,

Following discussion and pursuant to the terms of Miss. Code Ann. § 25-41-7, as amended, Mr. Paul Griffin did offer and Mr. Tim Johnson did second a motion to make a closed determination upon the issue of whether or not to declare an Executive Session for the purpose of discussing certain litigation matters and the acquisition of certain real property, with the following persons deemed necessary for Board discussions, deliberations, and recording of such Executive Session, to wit: members of the Board, Chancery Clerk Arthur Johnston, Board Secretary and Deputy Chancery Clerk Cynthia Parker, John Brunini, Esq., County Administrator Donnie Caughman, County Comptroller and Deputy Chancery Clerk Mark Houston, and Sheriff Toby Trowbridge. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously, and the Board took up the matter of entering into Executive Session.

SO ORDERED this the 20<sup>th</sup> day of February, 2007.

***In re: Entering into Executive Session***

WHEREAS, a discussion of the nature of the matters requiring Executive Session was had and John Brunini, Esq. on behalf of Board Attorney Edmund L. Brunini, Esq. informed the Board that the potential for litigation existed with regard to certain tax exemption matters and with respect to certain eminent domain proceedings, and

WHEREAS, Mr. Brunini advised the Board that, consequently, discussion thereof was properly the subject of executive session,

Following discussion, Mr. Tim Johnson did offer and Mr. Paul Griffin did second a motion to enter into Executive Session to discuss certain litigation matters and eminent domain proceedings. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and President Taggart declared the Board of Supervisors to be in

**President's Initials:** \_\_\_\_\_

**Date Signed:** \_\_\_\_\_

Executive Session for the consideration of such matters and the Chancery Clerk announced to the public the purpose for the Executive Session.

SO ORDERED this the 20<sup>th</sup> day of February, 2007.

During Executive Session and following discussion, Mr. Tim Johnson did offer and Mr. Karl M. Banks did second a motion to (1) authorize and approve the hiring of a real estate appraisal expert, Brian Prey, to review the county's appraisal figures with regard to certain tax exempt status matters pertaining to the appeal of Wal-Mart of its 2005 and 2006 ad valorem assessments and (2) authorize the commencement of eminent domain proceedings on the Yerger Family Property for property along Green Oak Road and Gross Road for right of way purposes, on behalf of the Madison County Wastewater Authority. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and the Board Attorney was and is so authorized.

SO ORDERED this the 20<sup>th</sup> day of February, 2007.

Thereafter, Mr. Paul Griffin did offer and Mr. Douglas L. Jones did second a motion to adjourn the Executive Session and direct the Chancery Clerk to announce to the public the action taken therein. The vote on the matter being as follows:

Supervisor Douglas L. Jones	Aye
Supervisor Tim Johnson	Aye
Supervisor Andy Taggart	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried by the unanimous vote of those present, the Executive Session declared adjourned, and the Chancery Clerk did announce to the public the action taken therein.

SO ORDERED this the 20<sup>th</sup> day of February, 2007.

THERE BEING NO FURTHER BUSINESS to come before the Board of Supervisors of Madison County, Mississippi, upon motion duly made by Supervisor Douglas L. Jones and seconded by Supervisor Tim Johnson and approved by the unanimous vote of those present, the meeting of the Board of Supervisors was recessed until Monday, February 26, 2007 at 9:00 a. m. to consider certain public hearings, the notices of which have been previously given, and any other business which may properly come before the Board.

\_\_\_\_\_  
Andy Taggart, President  
Madison County Board of Supervisors

Date signed: \_\_\_\_\_

ATTEST:

\_\_\_\_\_  
Arthur Johnston, Chancery Clerk

**President's Initials:** \_\_\_\_\_

**Date Signed:** \_\_\_\_\_

**President's Initials:** \_\_\_\_\_

**Date Signed:** \_\_\_\_\_

*For Searching Reference Only: Page 11 of 10 (02/20/07)*



# SERVICE AGREEMENT

**THIS SERVICE AGREEMENT** is by and between **Madison County, Mississippi IT** having its principal place of business in Canton, Mississippi, (hereinafter "Client") and **Cothern Computer Systems, Inc.** (hereinafter "Cothern").

executed an appropriate nondisclosure agreement with Client, for purposes other than as necessary to Client's use of the software as authorized herein. Client shall use its best efforts to safeguard copies of said software against unauthorized disclosure.

**1. COTHERN SERVICES:** This Agreement applies to any services provided to Client by Cothern as outlined in the attached Statement of Work, hereinafter referred to as Appendix A, making and including Appendix A and all its Components as part of this Agreement.

**8. LIABILITY:** Cothern will not be responsible for any coding changes, additions and/or system logic changes to any of the software by anyone other than Cothern personnel, nor be held liable for software defects or for any malfunctions in the processing of data due to these changes. Client agrees that the limit of liability of Cothern hereunder is limited to the amount of fees paid to Cothern by Client under this Agreement.

**2. THIRD PARTY VENDORS:** Equipment, hardware parts, software products, and installation services, whether sourced through Cothern, or otherwise procured, purchased, or licensed by Client are the sole responsibility of Client and its agreement between its vendor or service provider. Cothern shall bear no obligation for expense or performance of any product or service, unless expressly stated and outlined in this Service Agreement and its Attachments.

**IN NO EVENT** shall Cothern be liable for direct, indirect, incidental, or consequential damages resulting from any defect in the software.

**3. BILLING TERMS:** Charges for services, products, or tools are based on terms outlined in Appendix A of this Agreement.

**9. AUTHORITY:** Client acknowledges that it has read this Agreement and agrees to all terms and conditions stated herein. Cothern represents and warrants that it has full authority to use the described software tools and programs and that same do not infringe upon or violate any patent, copyright, or trade secret of any third party.

**4. COPYRIGHT TO COTHERN PROGRAMS AND TOOLS:** Client agrees that Cothern shall have exclusive copyright to and ownership of any software tools developed by Cothern. Client shall not disclose, make available, duplicate, or market any Cothern programs or tools developed or used pursuant to this Agreement, and shall use its best efforts to safeguard against unauthorized disclosure, use, duplication, or marketing of same. The client shall have full ownership to any application programs specifically developed under this agreement for client's internal business use.

**10. GOVERNING LAW:** This Agreement and its validity, construction and performance shall be governed by and construed in accordance with the Laws of the *State of Mississippi*.

**11. TERM AND TERMINATION:** The term of this Agreement shall commence on the date first set forth in this Agreement and shall continue in effect through the completion of the project as defined in Appendix A.

**5. CLIENT** agrees that personnel assigned on this service by Cothern are employees of Cothern, and Client shall not employ any Cothern employee, full or part-time, for a period of one year from the time said employee has been terminated or has resigned from Cothern.

**6. COMPLETION DATES:** Any delays by Client's staff may result in a corresponding delay in completion dates; however, Cothern will use all reasonable efforts to complete the project within the time frame outlined in this Agreement. In no event will Cothern be held responsible for delays caused by Client's failure to make a timely decision, provide material requested by Cothern in a timely manner, provide qualified personnel to assist when necessary, or any other reason that is out of Cothern's control.

**7. NONDISCLOSURE:** Client shall not disclose or otherwise make available any of said software to other than Client or its employees, or contracted personnel who have Confidential

**IN WITNESS WHEREOF,** the PARTIES have caused this AGREEMENT to be executed as of the 20 day of February, 2007.

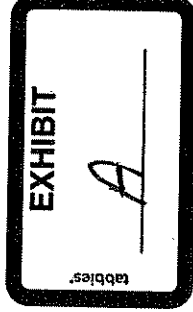
Madison County, Mississippi

Signature [Signature]  
Print Name Andy Paquet

2/20/07  
Date

COTHERN COMPUTER SYSTEMS, INC.


Signature [Signature]  
Print Name Allen B. Cothern, CEO  
2/28/07  
Date



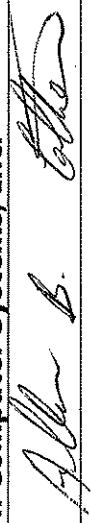
## Appendix A Statement of Work

1.	Scope of Agreement	Cothorn will provide programming and technical services for this fixed price consulting engagement
2.	Services Description	<p>Programming and technical support shall include:</p> <ul style="list-style-type: none"> <li>• Performing requested program modifications, testing, and implementation</li> <li>• Analysis, design, coding, testing, and implementation of requested application programs and systems</li> <li>• Troubleshooting</li> <li>• Correcting program defects</li> <li>• Answering questions and knowledge transfer</li> </ul>
3.	Termination	Either party may terminate this agreement with a 30 day written notice.
4.	Services Provided	<ul style="list-style-type: none"> <li>• 10 hours of monthly support</li> <li>• Technical assistance</li> <li>• Programming services</li> </ul>
5.	Fee for Basic Support	The monthly fee is \$1,250 per month.
6.	Additional support	Work over the 10 hour basic support agreement is billed at a discounted rate of \$150 per hour.
7.	Programming Services without support agreement	Work is billed at \$225.00 per hour
8.	Billing Terms	Monthly billing due when received.

**Madison County, Mississippi**

Signature	
Print Name	Andy Taggart
Title	President
Date	2/20/07

**Cothorn Computer Systems, Inc.**

Signature	
Print Name	Allen B. Cothorn
Title	CEO
Date	2/28/07

**In the Matter of the Approval of the Claims Docket**

**RESOLUTION**

WHEREAS, the Supervisors reviewed the docket of claims dated February 20, 2007, (copies of which are attached hereto and marked as Exhibit "A"); and

WHEREAS, the Chancery Clerk did assure the Board of Supervisors that all claims had been properly documented and where necessary, purchase orders were obtained in advance as required by law.

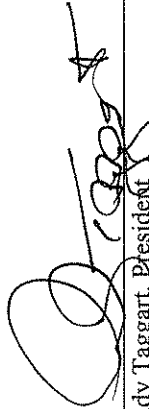
NOW THEREFORE BE IT RESOLVED BY THE SUPERVISORS OF MADISON COUNTY, MISSISSIPPI that the Chancery Clerk is hereby authorized to pay claims filed against Madison County as set forth in Exhibit "A" which is attached hereto and made a part hereof by reference and that all claims which are marked as "Hold" or "Rejected" shall be treated as such by the Clerk and that invoice numbers should be attached to each claim on the claims docket and the Chancery Clerk is further directed to publish the Summary of Claims as required by law and the President is authorized to sign the Claims Docket, a copy of which is attached hereto and marked as "Exhibit" A.

This Resolution constitutes approval of that portion of the minutes of the February 20, 2007, meeting of the Board of Supervisors of Madison County wherein the aforesaid claims docket was approved.

After discussion on the matter, Supervisor Douglas L. Jones offered and moved for the adoption of the above and foregoing Resolution, which was seconded by Supervisor Karl M. Banks. The vote on said matter was as follows, to-wit:

Supervisor Douglas L. Jones - District I	Voted: Aye
Supervisor Tim Johnson - District II	Voted: Aye
Supervisor Andy Taggart - 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. Andy Taggart, President of said Board as being duly carried on this the 20<sup>th</sup> day of February, 2007.

  
\_\_\_\_\_  
Andy Taggart, President  
Madison County Board of Supervisors

