

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

REGULAR MEETING OF FEBRUARY 19, 2008  
Recessed from regular meeting conducted on February 5, 2008

BE IT REMEMBERED that the regular meeting of the Board of Supervisors of Madison County, Mississippi was duly convened, held and conducted on February 19, 2008, in the Law Library of the Madison County Circuit Courthouse in Canton, Mississippi, as follows, to-wit:

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

Present:

Supervisor John Bell Crosby  
Supervisor Tim Johnson  
Supervisor D. I. Smith  
Supervisor Karl M. Banks  
Supervisor Paul Griffin  
Sheriff Toby Trowbridge  
Chancery Clerk Arthur Johnston

Absent:

None

Also in attendance:

County Administrator Donnie Caughman  
County Comptroller and Deputy Chancery Clerk Mark Houston  
County Zoning Administrator Brad Sellers  
County Purchase Clerk Hardy Crunk  
Board Secretary and Deputy Chancery Clerk Cynthia Parker  
Dale Danks, Esq. on behalf of Board Attorney Eric Hamer  
Assistant Comptroller and Deputy Chancery Clerk Quandice Green  
County Engineer Rudy Warnock  
County Road Manager Lawrence Morris  
Chief Deputy Tax Assessor Kent Hawkins  
County Fire Coordinator Mack Pigg

The President announced that the members of the Board present constituted a quorum and declared the meeting duly convened. Supervisor Paul Griffin opened the meeting with a prayer and Supervisor John Bell Crosby 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 Johnson did announce that he and County Administrator Donnie Caughman had conferred in advance of the meeting and did recommend that Items (1) through (17) 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, County Administrator Donnie Caughman requested that item 4 on the Consent Agenda be removed and withheld from further consideration, and

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

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

***For Searching Reference Only: Page 1 of 33 (02/19/08)***

WHEREAS, County Purchase Clerk Hardy Crunk requested the Board add two additional items to the consent agenda, denominated Items (13) and (14) below, the same being a request to take action on bids for the purchase of a four-wheel drive crew cab pickup for use by District 5 Supervisors and a request to renew a software maintenance agreement with DCS for the Sheriff's Department, and

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

**(1) Authorization to Void August 2005 Homestead Chargeback (2004 Supplemental Roll) Which Sold at the August 2007 Tax Sale**

The Board finds and determines that the homestead exemption chargeback associated with parcel no. 072I-29B-233/00.00 for 2007 should be and the same is hereby declared void due to the fact that the property was purchased by Mr. Aussie Hearon in March of 2005, and a deed to that effect was recorded on March 29, 2005, well prior to the recording of the homestead disallowance notice on July 7, 2005. Mr. Hearon is, therefore, a subsequent purchaser for value without notice of the chargeback and the same was and is void. The tax sale of said parcel conducted in August of 2007 was and is also void for the same reason.

**(2) Approval of 16th Section Lease Agreements - Madison County Schools**

WHEREAS, the Madison County School Board has approved the following 16th Section lease and forwarded it to the Board for review and approval, a true and correct copy of which may be found in the Miscellaneous Appendix to these Minutes:

Lessees: Dorothy M. Smith  
Description: Lot 12, Know Subdivision, Town of Flora  
Lease Term: 40 years

<u>Year</u>	<u>Annual Rent</u>
1 - 5	\$ 150.00
6 - 10	\$ 165.00
11 - 15	\$ 180.00
16 - 20	\$ 195.00
21 - 25	\$ 210.00
26 - 30	\$ 225.00
31 - 35	\$ 240.00
36 - 40	\$ 255.00

The Board of Supervisors does desire to and does in fact hereby approved the above listed lease.

**(3) Authorization for Refund - Taxes Collected in Error Parcel No. 0721-30D-027/02.00 James & Margaret Harris**

As requested by the Tax Assessor's office, Tax Collector Kay Pace was and is hereby authorized and directed to issue a refund in the amount of \$242.75 for tax year 2005 and \$255.06 for tax year 2006 unto James and Margaret Harris jointly. The refund is due to an assessment error on parcel no. 072I-30D-027/02.00 whereby an improvement value associated with a garage was erroneously placed on this property. A true and correct copy of a memorandum dated February 1, 2008 from William Clay Stewart, Deputy Tax Assessor explaining the error is attached hereto as Exhibit A, spread hereupon and incorporated herein by reference.

**(5) Authorization to Take Bid for Rock Separator Under Advisement**

At the request of County Purchase Clerk Hardy Crunk, the bid received for the purchase of a rock separator in the amount of \$42,642.00 from EZ Screen was and is hereby taken under advisement until such time as gravel mining permitting issues are resolved.

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

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

**(6) Authorization to Award Bid on 2008 Carry-All Vehicle**

Upon the recommendation of County Purchase Clerk Hardy Crunk as set forth in that certain memorandum dated February 12, 2008, the bid from Harreld Chevorlet in the amount of \$32,666.35 for the purchase of a new, 2008 carry all vehicle for use by District 4 Supervisor Karl Banks was and is hereby awarded unto said firm, and the Chancery Clerk was and is hereby authorized to issue a pay warrant for the same.

**(7) Acknowledge Monthly Credit Card Reports - General County**

As requested in that certain memorandum dated January 10, 2008 from County Purchase Clerk Hardy Crunk and per statutory requirements, the Sheriff's Department credit card report for billing period of December 4, 2007 through January 4, 2008 was and is hereby acknowledged, and said memorandum is attached hereto as Exhibit B, spread hereupon, and incorporated herein by reference.

**(8) Authorize Board President to Attend Greater Jackson Chamber Partnership Trip to Washington D.C. February 26-27, 2008**

The Board President was and is hereby authorized to travel with the Greater Jackson Chamber Partnership to Washington D. C. February 26 and 27, 2008 to attend certain meetings with the Mississippi Congressional Delegation. Payment of the sum of \$1,250.00 to the Greater Jackson Chamber was and is hereby authorized and approved, and all travel, meal and overnight accommodation expenses incurred by Mr. Johnson are hereby authorized and approved for payment or reimbursement.

**(9) 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 was and is hereby approved, and which applications, are attached *en masse* hereto as Collective Exhibit C, spread hereupon, and incorporated herein by reference:

- (1) AT&T Mississippi - seeking to place approximately 5096' of buried composite fiber cable along and across Clarkdell and Yandell Roads
- (2) AT&T Mississippi - seeking to place fiber on West Sowell Road
- (3) Raney Rives - seeking to road bore Bennett Road for 18 feet to connect to a sewer main at Fairfield Subdivision

**(10) Authorization for Budget Amendment/Transfer - Tax Collector**

As requested in that certain memorandum dated February 13, 2008 from Tax Collector Kay Pace, the Board does hereby approve the transfer of \$800.00 from Fund No. 001-104-501 to Fund NO. 001-104-919 to allow for the purchase of certain equipment. Said memorandum is attached hereto as Exhibit D, spread hereupon, and incorporated herein by reference.

**(11) Authorization to Delete Certain Junk Items from Inventory and Properly Dispose**

Those items set forth in that certain undated memorandum from Inventory Control Clerk Loretta Phillips, a true and correct copy of which is attached hereto as Exhibit E, spread hereupon and incorporated herein by reference, were and are hereby declared surplus, of no value to the public and are authorized to be destroyed or otherwise disposed of as allowed by law.

**(12) Approval of Lease Agreement Renewal - Catholic Diocese of Jackson**

That certain Lease Agreement with the Catholic Diocese of Jackson, a true and correct copy of which is attached hereto as Exhibit F, spread hereupon and incorporated herein by reference, was

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

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

and is hereby approved and the Board President was and is hereby authorized to execute the same.

**(13) Authorization to Reject Low Bid of Watson Quality Ford and Award the Bid for the Purchase of a Four-wheel Drive Crew Cab Pickup to Gray Daniels Ford**

For the reasons set forth in that certain Memorandum dated February 15, 2008 from County Purchase Clerk Hardy Crunk, a true and correct copy of which is attached hereto as Exhibit G, spread hereupon and incorporated herein by reference, the low bid submitted by Watson Quality Ford in the amount of \$27,767.00 for the purchase of a Four-wheel Drive Crew Cab Pickup was and is hereby rejected, and the bid of Gray Daniels Ford in the amount of \$31,535.00 was and is hereby accepted as the lowest and best bid received in response to the advertisement for the same. The Board does hereby authorize and direct the purchase of the vehicle set forth on the bid of Gray Daniels in said amount. The rejected bid of Watson Quality is attached hereto as Exhibit H, spread hereupon and incorporated herein by reference and the accepted bid of Gray Daniels is attached hereto as Exhibit I, spread hereupon and incorporated herein by reference.

**(14) Approval of Software Maintenance Renewal and Authorization for the Payment of Invoice No. 08-M017 Submitted by DCS**

As requested by Sheriff Toby Trowbridge, the Board does hereby renew the county's maintenance contract with DCS for certain computer software and does hereby approve the payment of the sum of \$8,579.70 unto said firm for such services as reflected on Invoice NO. 08-M017, a true and correct copy of which is attached hereto as Exhibit J, spread hereupon and incorporated herein by reference.

Thereafter, Mr. Paul Griffin did offer and Mr. D. I. Smith did second a motion to approve, adopt, and authorize each of the above and foregoing matters, the same being numbered Items (1) through (3) and (5) through (14) herein above. The vote on the matter being as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	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 19<sup>th</sup> day of February, 2008.

***In re:* Ricky and Joyce McDonald – Request to Replace Existing Mobile Home with New Model in R-1 Residential District**

WHEREAS, during the period of citizens concerns, Mr. Ricky McDonald appeared before the Board and requested permission to place a mobile home on certain property owned by he and his wife Joyce in an R-1 District on property owned by them at 1398 North Livingston Road, and

WHEREAS, Ms. Holiday advised that all necessary sewer and water permits had been applied for and would be approved and did further advise that they currently reside in a mobile home at this location and desire to purchase a new one,

Following discussion, Mr. D. I. Smith did offer and Mr. Paul Griffin did second a motion to (1) grant the request subject to a three (3) year limitation from today's date. The vote on the matter being as follows:

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

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

***For Searching Reference Only: Page 4 of 33 (02/19/08)***

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I Smith	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 said request was and is hereby granted subject to the limitation aforesaid.

SO ORDERED this the 19<sup>th</sup> day of February, 2008.

***In re: Acknowledge Receipt of County Financial Audit for Year End September 30, 2006***

WHEREAS, Ms. Emily Lacey of Windham and Lacey, CPAs appeared before the Board and presented the County Financial Audit for Year End September 30, 2006, a true and correct copy of each of which may be found in the Miscellaneous Appendix to these Minutes, and

WHEREAS, Ms. Lacey reported that, for the third year in a row, there were no findings or reportable discrepancies with said audit,

Following discussion, Mr. Paul Griffin did offer and Mr. John Bell Crosby did second a motion to acknowledge receipt of the County Financial Audit for Year End September 30, 2006. The vote on the matter being as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	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 the County Financial Audit for Year End September 30, 2006 was and is hereby acknowledged.

SO ORDERED this the 19<sup>th</sup> day of February, 2008.

***In re: Request of Canton Community Development Corporation to Issue Notice by Publication of a Public Hearing on FY 2008 HOME Grant Funds***

WHEREAS, Ms. Maureen Simpson did appear before the Board on behalf of the Canton Community Development Corporation seeking authority to give notice by publication of a public hearing on its FY 2008 HOME Investment Partnerships Program Grant Funds and the availability thereof, and

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

WHEREAS, Ms. Simpson also requested that the Board adopt and approved that certain Resolution, a true and correct copy of which is attached hereto as Exhibit K, spread hereupon and incorporated herein by reference, authorizing the Board President to make application for such funds,

Following discussion, Mr. Paul Griffin did offer and Mr. John Bell Crosby did second a motion to authorize the giving of notice by publication of the aforesaid hearing, adopt and approve the

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

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

Resolution aforesaid and authorize the Board President to execute the application and the County Administrator to execute any further documents, with the Chancery Clerk to remain the sole signatory on the HOME Grant Funds account(s). The vote on the matter being as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	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 said notice by publication was and is hereby authorized to be issued, the Resolution adopted and approved, and the Board President and the County Administrator so authorized.

SO ORDERED this the 19<sup>th</sup> day of February, 2008.

***In re: Request to Extend a Contract with  
AMR Ambulance Service for Madison County***

WHEREAS, Mr. William Bassett, with American Medical Response (AMR) did appear before the Board of Supervisors and present a request to extend a contract between AMR Ambulance Service and Madison County, Mississippi extending the contract for ambulance service within Madison County, Mississippi an additional four years, the same now set to expire on February 28, 2012, and

WHEREAS, the Board Attorney announced that his firm had reviewed the contract and found such an extension to be in order; however, no contract was presented to the Board during the meeting,

Following discussion, Mr. Paul Griffin did offer and Mr. D. I. Smith did second a motion to extend Madison County's ambulance service contract with AMR for an additional four (4) years. The vote on said matter was as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	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 said contract was and is hereby extended.

SO ORDERED this the 19<sup>th</sup> day of February, 2008.

***In re: Approval of Preliminary Plat of Windance Subdivision Phase III  
and Receipt of Engineer's Report on Drainage Problems***

WHEREAS, County Zoning Administrator Brad Sellers reported to the Board that he and John Granberry on behalf of County Engineer Rudy Warnock had inspected the areas of Annandale Estates and Windance Subdivisions which were enduring flooding and washout problems and presented that certain unsigned report dated February 13, 2008, a true and correct copy of which is attached hereto as Exhibit L, spread hereupon and incorporated herein by reference, and

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

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

WHEREAS, as a result thereof, Mr. Sellers recommended that the Board approve the preliminary plat of Windance Subdivision Phase III as previously submitted to the Board, Following discussion, Mr. D. I. Smith did offer and Mr. Paul Griffin did second a motion to accept said report and approve the preliminary plat with the following stipulations: (1) that the plat be revised to move the street depicted thereon 30 feet closer to Highway 463; (2) that the developer erect an undisturbed buffer area thirty (30) feet in width along rear lot lines which are adjacent to Annandale Estates in addition to the original 40 foot setback; (3) that the developer create a drainage easement ten (10) feet in width together with a berm and swale adjacent to the buffer zone; and (4) that the developer will include each of these items as deed restrictions for all lots adjacent to Annandale Estates being also specified in such deeds. The vote on the matter being as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	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 said report was and is hereby accepted and said preliminary plat approved subject to the conditions aforesaid.

SO ORDERED this the 19<sup>th</sup> day of February, 2008.

***In re: Authorization to Apply for Round Seven (7) - Rural Fire Truck Acquisition Program***

WHEREAS, County Fire Coordinator Mack Pigg appeared before the Board and recommended the Board authorize him to submit an application for Round Seven of the Rural Fire Truck Acquisition Program, and

WHEREAS, the State of Mississippi has made available funds for improvement of rural fire protection through the Rural Fire Truck Acquisition Assistance Program, and

WHEREAS, various communities in Madison County have need of such equipment,

Following discussion, Mr. Paul Griffin did offer and Mr. John Bell Crosby did second a motion to authorize Mr. Pigg to make application for participation in round seven (7) of the Rural Fire Truck Acquisition program through the State of Mississippi for the purpose of providing our communities with new fire trucks. The vote on the matter being as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	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 Mr. Pigg was and is so authorized.

SO ORDERED this the 19<sup>th</sup> day of February, 2008.

***In re: Request of County Road Manager Lawrence Morris for Engineering Assistance in Obtaining Surface Mining Permit From the Mississippi Department of Environmental Quality and Authorization to Erect Stop Signs at Lost Rabbit***

Following discussion, and at the request of County Road Manager Lawrence Morris, Mr. Paul

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

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

***For Searching Reference Only: Page 7 of 33 (02/19/08)***

Griffin did offer and Mr. John Bell Crosby did second a motion to (1) authorize and direct County Engineer Rudy Warnock to assist Mr. Morris in completing and submitting an application to the Mississippi Department of Environmental Quality (MDEQ) seeking a permit for the county to operate a surface mine, and (2) direct Mr. Morris to erect a 3-way stop sign at Hoy and Old Rice Roads at Lost Rabbit. The vote on the matter being as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	Aye
Supervisor Karl M. Banks	Not Present and Not Voting
Supervisor Paul Griffin	Aye

the matter carried by the unanimous vote of the Board and the County Engineer and the Road Manager were and are hereby authorized accordingly.

SO ORDERED this the 19<sup>th</sup> day of February, 2008.

***In re: Approval of Claims Docket for February 19, 2008***

WHEREAS, the Board reviewed the claims docket for February 19, 2008; 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
001	1798 to 1917	120	284,562.79
012	97 to 103	7	2,179.14
013	14 to 14	1	3,844.10
097	146 to 154	9	8,841.79
105	17 to 17	1	24,880.05
115	14 to 15	2	129.45
116	13 to 13	1	71.50
120	30 to 30	1	471.77
121	15 to 16	2	500.55
150	307 to 335	29	37,995.58
160	58 to 76	19	3,182.76
190	77 to 79	3	240.37
302	64 to 65	2	26,200.00
305	12 to 13	2	130,496.00
401	25 to 28	4	4,037.22
TOTAL ALL FUNDS		203	527,633.07

Following discussion, Mr. Paul Griffin did offer and Mr. D. I. Smith did second a motion to said claims docket as presented. 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 M spread hereupon, and incorporated herein by reference. The vote on the matter being as follows:

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

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



Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	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 said Claims Docket was and is hereby approved, and the Chancery Clerk was and is instructed to issue pay warrants accordingly.

SO ORDERED this the 19<sup>th</sup> day of February, 2008.

***In re: Request to Appoint Committee to Inspect Ross Road***

Following a discussion initiated by the County Administrator, and acting upon the petition filed by Ms. Stephanie Diane Jackson, a true and correct copy of which is attached hereto as Exhibit N, spread hereupon and incorporated herein by reference, Mr. Tim Johnson did offer and Mr. Paul Griffin did second a motion to appoint a committee comprised of Mr. John Bell Crosby and Mr. Tim Johnson to inspect Ross Road, located in District 5, and report to the Board at their earliest opportunity their assessment of its suitability to become a public road. The vote on the matter being as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	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 said committee is hereby appointed.

SO ORDERED this the 19<sup>th</sup> day of February, 2008.

***In re: Request for Emergency Access Road –  
Gluckstadt School Properties, LLC***

WHEREAS, representatives of Gluckstadt School Properties, LLC presented that certain resolution, a true and correct copy of which is attached hereto as Exhibit O, spread hereupon and incorporated herein by reference for consideration by the Board, and

WHEREAS, the Board desires to adopt the same, and to designate the funds set forth therein, namely \$50,000.00, be used for purposes of paving the road to Panther Creek previously contemplated by the Board,

Following discussion, Mr. Karl M. Banks<sup>1</sup> did offer and Mr. Paul Griffin did second a motion to adopt said Resolution and designate the funds received pursuant thereto be used for purposes of paving said road. The vote on the matter being as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

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<sup>1</sup>Mr. Banks arrived prior to offering his motion.

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

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

the matter carried unanimously and said Resolution is hereby adopted and said funds designated.

SO ORDERED this the 19<sup>th</sup> day of February, 2008.

***In re: Request for Funding - Full-time Branch Manager at the Paul E. Griffin Library***

WHEREAS, County Administrator Donnie Caughman appeared before the Board and presented the written request of the Madison County Library System for additional funding for the position of full-time branch manager at the Camden/Paul E. Griffin Library, and

WHEREAS, a true and correct copy of said request is attached hereto as Exhibit P, spread hereupon and incorporated herein by reference,

Following discussion, Mr. Paul Griffin did offer and Mr. John Bell Crosby did second a motion to grant said request and approve a budget amendment in the amount of an additional \$11,750.00 for the current fiscal year in the salaries and benefits line item of the Library system's budget. The vote on the matter being as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and said request was and is hereby approved and the budget amendment adopted.

SO ORDERED this the 19<sup>th</sup> day of February, 2008.

***In re: Authorizing the Board President to Execute a Subgrant Modification Agreement***

WHEREAS, Mr. Chris Wimberly appeared before the Board of Supervisors and presented a Subgrant Modification Agreement between Madison County and the Division of Youth Services for the Madison County Human Service, a true and correct copy of which is attached hereto as Exhibit Q, spread hereupon and incorporated herein by reference, and requested its approval and the authority of the Board President to execute the same,

Following discussion, Mr. Paul Griffin did offer and Mr. Karl M. Banks did second a motion to approve the same and authorize the Board President to execute said Subgrant Modification Agreement Signature Sheet as presented to the Board of Supervisors. The vote on the matter being as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

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

SO ORDERED this the 19<sup>th</sup> day of February, 2008.

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

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

***In re: Petition to Increase Assessment on Parcel No. 072C-07C-033  
Owned by Michael A. Lightman, Sr.***

WHEREAS, on January 28, 2008 the Board conducted a public hearing on certain petitions to increase assessments as presented by the Tax Assessor, and

WHEREAS, at the request of Chancery Clerk Arthur Johnston, the hearing on parcel no. 072C-07C-033 was continued until 9:00 am today, February 19, 2008, and

WHEREAS, the date and time having arisen, the Board President declared the public hearing on said parcel to be open as continued from January 28, 2008, and

WHEREAS, no one appeared to contest or otherwise object to said increase,

Following discussion, Mr. Paul Griffin did offer and Mr. Karl M. Banks did second a motion to close the public hearing as to the increase in assessment on said parcel and grant said petition and re-assess the property as set forth in that certain Notice to Increase the Assessment of Real/Personal Property, a true and correct copy of which is attached hereto as Exhibit R, spread hereupon and incorporated herein by reference. The vote on the matter being as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and said increase was and is hereby approved.

SO ORDERED this the 19<sup>th</sup> day of February, 2008.

***In re: Master Plan of Lake Caroline Planned Unit Development (PUD)***

WHEREAS, Supervisor Tim Johnson drew the Board's attention to the matter of the Master Plan for the Lake Caroline Planned Unit Development (PUD) and to the Board's split decision of April 23, 2007 which had the effect of disallowing A & F Properties, Inc. to undertake development of what was then the Lake Caroline Golf Course, and

WHEREAS, Mr. Johnson suggested that it was necessary to direct the Planning and Zoning Commission to set a special hearing for the re-zoning of said PUD,

Following discussion, Mr. Paul Griffin did offer and Mr. Tim Johnson did second a motion to authorize and direct County Zoning Administrator Brad Sellers to set the matter for a public hearing at the earliest possible date, to schedule a special meeting of the Planning and Zoning Commission to consider a Master Plan for the Lake Caroline PUD area and to notice the same as appropriate. The vote on the matter being as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	No
Supervisor Karl M. Banks	No
Supervisor Paul Griffin	Aye

the matter carried by a majority vote (3-2) and the Zoning Administrator and the Madison County Planning and Zoning Commission were and are hereby so authorized and instructed.

SO ORDERED this the 19<sup>th</sup> day of February, 2008.

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

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

***For Searching Reference Only: Page 11 of 33 (02/19/08)***

***In re: Claim of O’Neal Bell for Damage to Front Door of Home Allegedly Caused by County Mowing Crews***

WHEREAS, County Patrol Officer Jodi Wilson appeared before the Board and presented a claim made by O’Neal Bell on John Day Road in Canton for damages to his front door allegedly caused by county mowing crews, and

WHEREAS, Ms. Wilson reported that her investigation of the incident revealed that mowing crews were in the area of John Day Road during the time the damages were alleged to have occurred but there was no contemporaneous report of said damage, the same being reported much later in time, and

WHEREAS, Ms. Wilson presented the Board<sup>2</sup> with several estimates for the replacement and repair of said door, the lowest of which was \$1,290.00,

Following discussion, Mr. Paul Griffin did offer and Mr. Karl M. Banks did second a motion to authorize and direct the Chancery Clerk to issue a pay warrant in the amount of \$1,290.00 unto Mr. O’Neal Bell to compensate him for damages caused to his home as a result of county mowing along John Day Road. The vote on the matter being as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and the Chancery Clerk was and is so authorized.

SO ORDERED this the 19<sup>th</sup> day of February, 2008.

***In re: Acknowledgment of Terminations and New Hires at the Madison County Sheriff’s Office***

Mr. Paul Griffin did offer and Mr. Karl M. Banks did second a motion to acknowledge the employee terminations and new hires at the Madison County Sheriff’s Office for the months of December 2007 and January 2008, a true and correct listing of which may be found in the Miscellaneous Appendix to these Minutes. The vote on the matter being as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and said terminations and new hires were and are hereby acknowledged.

SO ORDERED this the 19<sup>th</sup> day of February, 2008.

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<sup>2</sup>Ms. Wilson did not make these estimates available to the Clerk for inclusion in these minutes, however.

**President’s Initials:** \_\_\_\_\_

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

**In re: Acknowledge Receipt of Funds for Feeding Housing Prisoners**

WHEREAS, Sheriff Toby Trowbridge appeared before the Board and presented checks for feeding and housing of prisoners as follows:

<u>Entity</u>	<u>Amount</u>
City of Flora	\$ 480.00
City of Ridgeland	\$ 5,347.67
Mississippi Department of Corrections	\$ 559.34
Valley Foods	\$ 2,516.26

Following discussion, Mr. Paul Griffin did offer and Mr. Karl M. Banks did second a motion to acknowledge receipt of said checks. The vote on the matter being as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and said checks were and are hereby acknowledged received.

SO ORDERED this the 19<sup>th</sup> day of February, 2008.

**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 with regard to potential litigations to the acquisition of certain real property, and

Following discussion and pursuant to the terms of Miss. Code Ann. § 25-41-7, as amended, Mr. Karl M. Banks did offer and Mr. Paul Griffin 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 potential litigation, 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, Dale Danks, Esq., County Administrator Donnie Caughman, County Comptroller and Deputy Chancery Clerk Mark Houston, Right of Way Agent Woody Sample, Johnny Brunini, Esq., and Sheriff Toby Trowbridge. The vote on the matter being as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	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 19<sup>th</sup> day of February, 2008.

**In re: Entering into Executive Session**

**President’s Initials:** \_\_\_\_\_

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

WHEREAS, a discussion of the nature of the matters requiring Executive Session was had and Right of Way Agent Woody Sample informed the Board that he had information concerning the acquisition of certain real property, and

Following discussion, Mr. Karl M. Banks did offer and Mr. John Bell Crosby did second a motion to enter into Executive Session to discuss potential litigation. The vote on the matter being as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and President Johnson declared the Board of Supervisors to be in 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 19<sup>th</sup> day of February, 2008.

During executive session, and at the recommendation of counsel, Mr. Karl M. Banks did offer and Mr. John Bell Crosby did second a motion to authorize and direct the Board Attorney to extend such settlement offers as he sees fit unto the Yerger Family Limited Partnership for the alleged cutting and damaging of trees by county crews or contract firms working for the county up to a sum certain. The vote on the matter being as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	No

the matter carried by a majority vote (4-1) of the Board and the Board Attorney was and is so authorized.

SO ORDERED this the 19<sup>th</sup> day of February, 2008.

Thereafter, Mr. Karl M. Banks did offer and Mr. Paul Griffin 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 John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and the Executive Session declared adjourned, and the Chancery Clerk did announce to the public the action taken therein.

SO ORDERED this the 19<sup>th</sup> day of February, 2008.

***In re: Approval of Final Plat - Kemper Creek Subdivision***

WHEREAS, County Engineer Rudy Warnock appeared before the Board and presented the final plat of Kemper Creek Subdivision and requested the Board to approve same, indicating and representing that the same met with all appropriate and applicable county requirements, and

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

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

WHEREAS, Mr. Warnock did also report that no letter of credit was received and suggested that the Board approve the plat with the instructions that the clerk not record the same until such time as the letter of credit is received by him, and

WHEREAS, Mr. Warnock further 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:

Brigade Avenue	Sumter Drive
Heritage Blvd.	

Following discussion, Mr. Karl M. Banks did offer and Mr. Tim Johnson 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, (b) subject to zoning ordinances that the Board finds will be applicable upon adoption thereof in the future; and (c) direct that the same not be recorded in the county land records by the chancery clerk until such time as the developer's letter of credit is received; and **(2)** accept the above listed roads as public roads, and **(3)** direct the Clerk to accept and retain the aforesaid letter of credit when received. The vote on the matter being as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and the final plat of Kemper Creek Subdivision was and is hereby approved with the aforesaid provisos and said roads were and are hereby accepted as public streets.

SO ORDERED this the 19<sup>th</sup> day of February, 2008.

***In re: Acknowledgment of Final Construction Plans – Calhoun Station Phase II***

WHEREAS, County Engineer Rudy Warnock appeared before the Board and presented a set of construction plans for the Calhoun Station Phase II project, a true and correct copy of which may be found in the Miscellaneous Appendix to these Minutes,

Following discussion, Mr. Karl M. Banks did offer and Mr. Paul Griffin did second a motion to acknowledge receipt of said plans. The vote on the matter being as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and said plans were and are hereby acknowledged received.

SO ORDERED this the 19<sup>th</sup> day of February, 2008.

***In re: Approval of Final Plat - Kingston Place II Part C***

WHEREAS, County Engineer Rudy Warnock appeared before the Board and presented the final plat of Kingston Place II, Part C Subdivision and requested the Board to approve same,

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

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

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:

Varner Lane  
Harrington Drive

Following discussion, Mr. Karl M. Banks did offer and Mr. Paul Griffin 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, (b) subject to zoning ordinances that the Board finds will be applicable upon adoption thereof in the future; and **(2)** accept the above listed roads as public roads, and **(3)** direct the Clerk to accept and retain the aforesaid letter of credit. The vote on the matter being as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and the final plat of Kingston Place II Part C Subdivision was and is hereby approved with the aforesaid provisos and said roads were and are hereby accepted as public streets.

SO ORDERED this the 19<sup>th</sup> day of February, 2008.

***In re: Approval of Installation of Street Light - Twin Harbor Subdivision***

Mr. John Bell Crosby did offer and Mr. Tim Johnson did second a motion to direct the Madison County Road Department to install street lights at the boat launch at Twin Harbor Subdivision and at the intersection of Clarkdell and Yandell Roads in District 1. The vote on the matter being as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

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

SO ORDERED this the 19<sup>th</sup> day of February, 2008.

***In re: Acknowledgment of Receipt of Daily Diaries from Utility Constructors on Reunion Phase II***

WHEREAS, County Engineer Rudy Warnock appeared before the Board and presented daily diaries submitted by the contractor, Utility Constructors pertaining to the work performed by said firm on the Reunion Phase II project which has been completed,

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

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



Following discussion, Mr. Karl M. Banks did offer and Mr. Paul Griffin did second a motion to acknowledge receipt of said diaries, true and correct copies of which may be found in the Miscellaneous Appendix to these Minutes. The vote on the matter being as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and said diaries were and are hereby acknowledged received.

SO ORDERED this the 19<sup>th</sup> day of February, 2008.

***In re: Approval of Professional Engineering Services Agreement  
Between Madison County and Warnock & Associates, LLC  
for Design and Construction Phase Services on Calhoun Station Parkway Phase III***

WHEREAS, County Engineer Rudy Warnock did appear before the Board and presented an agreement to the Board of Supervisors for design and construction phase services as to the Calhoun Station Parkway Phase III project, and

Following discussion, Mr. Karl M. Banks did offer and Mr. Paul Griffin did second a motion to approve and authorize the Board President to execute that certain "*Agreement Between Owner and Engineer for Professional Engineering Services by and Between Madison County as Owner and Warnock & Associates as Engineer for Design and Construction Phase Services on Calhoun Station Parkway Phase III, Madison County, Mississippi,*" which agreement is attached hereto as Exhibit S, spread hereupon and incorporated herein by reference, contingent upon review by and approval of the Board Attorney, which approval was subsequently received. The vote on the matter being as follows: The vote on the matter being as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and said Agreement was and is hereby approved, and the Board President was and is hereby authorized to execute the same.

SO ORDERED this the 19<sup>th</sup> day of February, 2008.

***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 the acquisition of certain real property, and

Following discussion and pursuant to the terms of Miss. Code Ann. § 25-41-7, as amended, Mr. Karl M. Banks did offer and Mr. Paul Griffin 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 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

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

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

***For Searching Reference Only: Page 17 of 33 (02/19/08)***

Cynthia Parker, Dale Danks, Esq., Board Attorney Eric Hamer, County Administrator Donnie Caughman, County Comptroller and Deputy Chancery Clerk Mark Houston, County Engineer Rudy Warnock, Right of Way Agent Woody Sample, Johnny Brunini, Esq., and Sheriff Toby Trowbridge. The vote on the matter being as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	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 19<sup>th</sup> day of February, 2008.

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

WHEREAS, a discussion of the nature of the matters requiring Executive Session was had and Right of Way Agent Woody Sample informed the Board that he had information concerning the acquisition of certain real property, and

Following discussion, Mr. Paul Griffin did offer and Mr. Karl M. Banks did second a motion to enter into Executive Session to discuss acquisition of real property. The vote on the matter being as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and President Johnson declared the Board of Supervisors to be in 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 19<sup>th</sup> day of February, 2008.

Following discussion, and at the recommendation of County Right of Way Agent Woody Sample, Mr. Karl M. Banks did offer and Mr. Paul Griffin did second a motion to (1) authorize and direct that Mr. Sample communicate an offer of settlement with St. Joseph Catholic Church in the amount of \$62,285.00 for the acquisition of all necessary right of way along Gluckstadt Road owned by the church, and (2) establish just compensation for said property in said amount. The vote on the matter being as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and Mr. Sample was and is so authorized and directed and just compensation so established.

SO ORDERED this the 19<sup>th</sup> day of February, 2008.

Thereafter, and following additional discussion, and again at the recommendation of Mr. Sample,

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

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

***For Searching Reference Only: Page 18 of 33 (02/19/08)***

Mr. Karl M. Banks did offer and Mr. Paul Griffin did second a motion to (1) authorize and direct Mr. Sample to communicate an offer of settlement with William Everett Tucker II and Schmidt Tucker in the amount of \$50,000.00 for the acquisition of that certain 1.58 acre tract of real property owned by them, the legal description of which is attached hereto as Exhibit T, spread hereupon and incorporated herein by reference, and (2) establish just compensation for said property in said amount. The vote on the matter being as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and Mr. Sample was and is so authorized and directed and just compensation so established.

SO ORDERED this the 19<sup>th</sup> day of February, 2008.

Thereafter, Mr. Paul Griffin did offer and Mr. Karl M. Banks 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 John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and the Executive Session declared adjourned, and the Chancery Clerk did announce to the public the action taken therein.

SO ORDERED this the 19<sup>th</sup> day of February, 2008.

***In re: the Re-zoning of Certain Land Owned by  
C.L. and Vimla Rai Situated in Section 21, Township 8  
North, Range 2 East, Madison County, Mississippi***

WHEREAS, the Board of Supervisors did previously conduct a hearing on the petition filed by C.L. Rai and Vimla Rai seeking to re-zone certain property in Madison County, Mississippi from R-1 Residential Use District classification to C-2 Highway Commercial Use District classification; and

WHEREAS, on December 5, 2003, the Board granted said petition with the understanding that the property would be a part of the proposed Calhoun Station Parkway, said understanding being a part of the Board's findings (a) that there had been substantial change in the character of the general area justifying the requested re-zoning, and (b) that there was a public need for the requested re-zoning; and

WHEREAS, the Board has encountered substantial difficulty in getting the cooperation of the Rai's with regard to the acquisition of right of way for the aforesaid project,

Following discussion, Mr. Karl M. Banks did offer and Mr. Paul Griffin did second a motion to authorize and direct the Board Attorney to inquire into the previous re-zoning of the Rai property and ascertain whether such action may be rescinded in light of the failure of said landowners to fulfill their prior agreement with the county and in light of their failure to cooperate or otherwise respond to the county's right of way acquisition efforts, including whether the Board may re-zone the property yet again without application from the aforesaid owners. The vote on the matter

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

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

***For Searching Reference Only: Page 19 of 33 (02/19/08)***

being as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

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

SO ORDERED this the 19<sup>th</sup> day of February, 2008.

***In re: A Brief Recess***

There being no further business on the Board's agenda other than the opening and warding of bids for the issuance of General Obligation Road and Bridge Bonds, Series 2008 in the principal amount of \$33 million as previously advertised for 2:00 pm, Mr. Paul Griffin did offer and Mr. D. I. Smith did second a motion to stand in recess until 2:00 pm, Tuesday, February 19, 2008. The vote on the matter being as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Aye
Supervisor D. I. Smith	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried unanimously and the Board stood in recess until 2:00 pm.

SO ORDERED this the 19<sup>th</sup> day of February, 2008.

***In re: Issuance of General Obligation Road and Bridge Bonds, Series 2008 in the Principal Amount of \$33 Million***

The Board of Supervisors of Madison County, Mississippi, acting for and on behalf of Madison County, Mississippi (the "County"), took up for consideration the matter of issuance of General Obligation Road and Bridge Bonds, Series 2008, of the County in the principal amount of Thirty Three Million Dollars (\$33,000,000) (the "Bonds") to raise money for the purpose of providing funds for constructing, reconstructing, and repairing roads, highways and bridges, and acquiring the necessary land, including land for road-building materials, acquiring rights-of-way therefor; and the purchase of heavy construction equipment and accessories thereto reasonably required to construct, repair and renovate roads, highways and bridges and approaches thereto.

The Clerk reported that pursuant to a resolution adopted January 15, 2008, he did cause to be published in the Madison County Herald, a newspaper published in and having general circulation in the County, and qualified under the provisions of Section 13-3-31, Mississippi Code of 1972, as amended, a notice that sealed proposals for the purchase of the aforesaid Bonds would be received by the Board of Supervisors at its meeting place in the Circuit Courthouse in the City of Canton, Mississippi, until the hour of 2:00 o'clock P.M. on the 19th day of February, 2008; said notice was published on February 7 and 14, 2008, in said newspaper, the first publication having been made at least ten (10) days preceding the date set for the receipt of bids.

The Clerk then and there presented a publisher's affidavit as proof of publication of said Notice in the aforesaid newspaper, a copy of which was directed to be inserted in the minutes of this Board of Supervisors and is as follows:

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

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

***For Searching Reference Only: Page 20 of 33 (02/19/08)***

**PROOF OF PUBLICATION  
THE STATE OF MISSISSIPPI  
MADISON COUNTY**

PERSONALLY appeared before me, the undersigned notary public in and for Madison County, Mississippi,

**PASTE PROOF HERE**

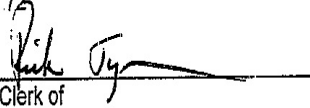
6019854325  
BUTLER, SNOW, O'MARA, STEVENS & CANN  
0200111787  
Bond Sale (\$33 mil)

RICK TYLER

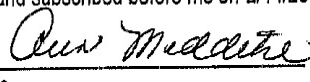
an authorized clerk of the MADISON COUNTY HERALD, a newspaper as defined and prescribed in Sections 13-3-31 and 13-3-32, of the Mississippi Code of 1972, as amended, who, being duly sworn, states that the notice, a true copy of which is hereto attached, appeared in the issues of said newspaper as follows:

2/7/2008  
2/14/2008

Size: 2,326 words / 2.00 col. x 255 00 lines  
Published: 2 time(s)  
Total: \$528.72

Signed   
Authorized Clerk of  
The Madison County Herald

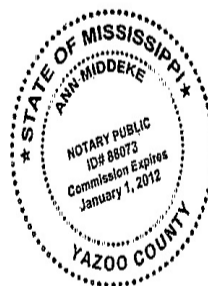
SWORN to and subscribed before me on 2/14/2008

  
Notary Public

ANN MIDDEKE

Notary Public State of Mississippi at Large Bonded thru  
Notary Public Underwriters

(SEAL)



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

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

*For Searching Reference Only: Page 21 of 33 (02/19/08)*

THE MADISON COUNTY HERALD ■ 7B

NOTICE OF BOND SALE  
\$33,000,000  
GENERAL OBLIGATION ROAD AND BRIDGE BONDS  
SERIES 2008  
OF  
MADISON COUNTY, MISSISSIPPI

Sealed proposals will be received by the Board of Supervisors of Madison County, Mississippi (the "Governing Body" of the County), in its meeting place in the Courthouse of the County in Canton, Mississippi until the hour of 2:00 o'clock p.m. on the 19th day of February, 2008, at which time said bids will be publicly opened and read, for the purchase in its entirety, at not less than par and accrued interest to the date of delivery thereof, of an issue of not to exceed Thirty Three Million Dollars (\$33,000,000) principal amount General Obligation Road and Bridge Bonds, Series 2008, of the County (the "Bonds").

The Bonds will be dated the date of delivery thereof, will be delivered in the denomination of Five Thousand Dollars (\$5,000) each, or integral multiples thereof up to the amount of a single maturity, will be numbered from one upward; will be issued in fully registered form; and will bear interest from the date thereof at the rate or rates offered by the successful bidder in its bid, payable on March 1 and September 1 in each year (each an "Interest Payment Date"), commencing March 1, 2009. The Bonds will mature serially on March 1 in each year and in the principal amounts as follows:

YEAR	AMOUNT	YEAR	AMOUNT
2009	\$1,025,000	2019	\$1,625,000
2010	1,075,000	2020	1,705,000
2011	1,125,000	2021	1,785,000
2012	1,175,000	2022	1,875,000
2013	1,235,000	2023	1,965,000
2014	1,300,000	2024	2,055,000
2015	1,350,000	2025	2,150,000
2016	1,415,000	2026	2,255,000
2017	1,485,000	2027	2,360,000
2018	1,555,000	2028	2,470,000

Bonds maturing on March 1, 2019 and thereafter, are subject to redemption prior to their stated dates of maturity, at par, plus accrued interest to the date of redemption, either in whole at any time on or after March 1, 2018, or in part, in inverse order of maturity and by lot with a maturity on March 1, 2018, or on any Interest Payment Date thereafter.

The County will appoint the Paying and Transfer Agent for the Bonds after receiving the recommendation of the successful bidder subject to the following conditions. The Paying and Transfer Agent shall be a bank or trust company located within the State of Mississippi. The Paying Agent and Transfer Agent shall be subject to change by order of the Governing Body under the conditions and in the manner provided in the Bond Resolution under which the Bonds are issued.

The successful bidder must deliver to the Transfer Agent within thirty (30) days of the date of sale, or at such other later date as may be designated by the County, the names and addresses of the Registered Owners of the Bonds and the denominations in which the Bonds of each maturity are to be issued. If the successful bidder fails to submit such information to the Transfer Agent by the required time, one bond may be issued for each maturity in the full amount maturing on that date registered in the name of the successful bidder.

Both principal of and interest on the Bonds will be payable by check or draft mailed on the Interest Payment Date to Registered Owners of the Bonds as of the 15th day of the month preceding the maturity date for such principal or interest payment at the addresses appearing in the registration records of the County maintained by the Transfer Agent. Payment of principal at maturity shall be conditioned on the presentation and surrender of the Bonds at the principal office of the Transfer Agent.

The Bonds will be transferable only upon the records of the County maintained by the Transfer Agent.

The Bonds shall not bear a greater overall maximum interest rate to maturity than eleven percent (11%) per annum, and shall mature in the amounts and on the dates hereinabove set forth; no Bond shall bear more than one (1) rate of interest; each Bond shall bear interest from its date to its stated maturity date at the interest rate or rates specified in the bid; all Bonds of the same maturity shall bear the same rate of interest from date to maturity. The lowest interest rate specified shall not be less than seventy percent (70%) of the highest interest rate specified; each interest rate specified must be an even multiple of one-eighth of one percent (1/8 of 1%) or one tenth of one percent (1/10 of 1%) and a zero rate cannot be named. The interest rate for any one maturity shall not exceed eleven percent (11%) per annum. For purposes of preparing its bid, each bidder shall assume a delivery date of the Bonds of March 1, 2008.

The Bonds will be general obligations of the County payable as to principal and interest out of and secured by an irrevocable pledge of the avails of a direct and continuing tax to be levied annually without limitation as to time, rate or amount upon the taxable property within the geographical limits of the County. The County will levy annually a special tax upon all taxable property within the geographical limits of the County adequate and sufficient to provide for the payment of the principal of and the interest on the Bonds as the same falls due.

The County has applied for bidder's option bond insurance. Bidders should directly contact Steve Pittman, representing Government Consultants, Inc., Jackson, Mississippi, as Financial Advisor to the County, Phone Number 601-982-0005, for further information prior to the sale date.

The County will not designate the Bonds as qualified tax-exempt obligations within the meaning and for the purposes of Section 265(b)(3) of the Code.

Proposals should be addressed to the Board of Supervisors and should be plainly marked "Proposal for General Obligation Road and Bridge Bonds, Series 2008, of Madison County, Mississippi" and should be filed with the Clerk of the County on or prior to the date and hour hereinabove named.

Each bid must be accompanied by a cashier's check, certified check, or exchange, issued or certified by a bank located in the State of Mississippi, payable to Madison County, Mississippi, in the amount of Six Hundred Sixty Thousand Dollars (\$660,000) as a guaranty that the bidder will carry out its contract and purchase the Bonds if its bid is accepted. If the successful bidder fails to purchase the Bonds pursuant to its bid and contract, then the amount of such good faith check shall be retained by the County as liquidated damages for such failure. No interest will be allowed on the amount of the good faith deposit. All checks of unsuccessful bidders will be returned immediately on award of the Bonds. All proposals shall remain firm for three hours after the time specified for the opening of proposals and an award of the Bonds, or rejection of proposals, will be made by the County within said period of time.

The award, if any, will be made to the bidder complying with the terms of sale and offering to purchase the Bonds at the lowest net interest cost to the County. The net interest cost will be determined by computing the aggregate interest on the Bonds over the life of the issue at the rate or rates of interest specified by the bidder, less premium offered, if any. It is requested that each proposal be accompanied by a statement of the net interest cost (computed to six decimal places), but such statement will not be considered a part of the proposal.

The Governing Body reserves the right to reject any and all bids submitted and to waive any irregularity or informality.

The obligation of the purchaser to purchase and pay for the Bonds is conditioned on the delivery, at the time of settlement of the Bonds, of the following: (1) the approving legal opinion of Butler, Snow, O'Mara Stevens & Carnada, PLLC, the Bond Counsel, to the effect that the Bonds constitute valid and legally binding obligations of the County payable from and secured by an irrevocable pledge of the avails of a direct and continuing tax to be levied annually without limitation as to time, rate or amount upon all the taxable property within the geographical limits of the County and to the effect that the interest on the Bonds is exempt from Federal and Mississippi income taxes under existing laws, regulations, rulings and judicial decisions with such exceptions as shall be required by the Internal Revenue Code of 1986; and (2) the delivery of certificates in form and tenor satisfactory to Bond Counsel evidencing the proper execution and delivery of the Bonds and receipt of payment therefor, including a statement of the County dated as of the date of such delivery, to the effect that there is no litigation pending or, to the knowledge of the signor or signers thereof, threatened relating to the issuance, sale and delivery of the Bonds. A copy of said approving legal opinion will appear on or accompany the Bonds.

It is anticipated that CUSIP identification numbers will be printed on the Bonds unless specifically declined by the purchaser but neither the failure to print such number on any Bond nor any error with respect thereto shall constitute cause for a failure or refusal by the purchaser thereof to accept delivery of and pay for the Bonds in accordance with the terms of the purchase contract. All expenses in relation to the printing of CUSIP numbers on the Bonds shall be paid by the County; the CUSIP Service Bureau charge for the assignment of said numbers shall be the responsibility of and shall be paid for by the purchaser.

The County has covenanted in its Bond Resolution that under SEC Rule 15c2-12, the County will deliver or cause to be delivered annually, commencing with the fiscal year of the County ending after January 1, 2008, to each nationally recognized municipal securities information repository, within the meaning of SEC Rule 15c2-12, and certain other entities described in SEC Rule 15c2-12 (said repositories and other entities are collectively referred to as the "Repositories"), (i) annual financial information and operating data relating to the County including audited financial statements of the County and (ii) notice of certain events, if any, relating to the Bonds and the County. If the County deems such events to be material, as set forth in SEC Rule 15c2-12. Anyone requesting information under the continuing disclosure requirements of SEC Rule 15c2-12 should contact the Chancery Clerk, Madison County Courthouse, 148 West Center Street, Canton, Mississippi 39046, Telephone Number: (601) 854-1171.

The Preliminary Official Statement, dated January 16, 2008, has been deemed final as of such date by the County with permitted omissions, subject to change without notice and to completion or modification in a final Official Statement (the "Official Statement"). The County will make available to the successful bidder a reasonable number of Official Statements within seven (7) business days (excluding Saturdays, Sundays and national holidays) of the award of the Bonds. The successful bidder shall conform to the requirements of SEC Rule 15c2-12, including an obligation, if any, to update the Official Statement and shall bear all costs relating thereto. During the period from the delivery of the Official Statement to and including the date which is twenty-five (25) days following the end of the underwriting period for the Bonds (as described below) the County shall notify the successful bidder if any event of which it has knowledge shall occur which might or would cause the Official Statement, as then supplemented or amended, to contain any untrue statement of a material fact or to omit to state a material fact necessary to make the statements therein, in light of the circumstances under which they were made, not misleading.

The successful bidder shall file the Official Statement with a nationally recognized municipal securities information repository (a "Repository") at the earliest practicable date after the date of delivery of the Bonds. The end of the underwriting period shall mean the earlier of (a) the date of the Closing unless the County has been notified in writing to the contrary by the Representative of the successful bidder on or prior to such date, or (b) the date on which the "end of the underwriting period" for the Bonds has occurred under SEC Rule 15c2-12. The successful bidder shall notify the County of the date which is the "end of the underwriting period" within the meaning of the SEC Rule 15c2-12.

For additional information concerning the sale and issuance of the Bonds, please contact the Chancery Clerk of the County or Thad W. Vamer, Esquire, Butler, Snow, O'Mara, Stevens & Carnada, PLLC, Jackson, Mississippi, Bond Counsel, at (601) 986-4518.

By order of the Board of Supervisors of Madison County, Mississippi, on January 15, 2008.  
/s/ Arthur Johnson  
CLERK, BOARD OF SUPERVISORS

PUBLISH: February 7 and 14, 2008

0201176741

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

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

The hour of 2:00 o'clock P.M. on February 19, 2008, having arrived, the Clerk reported that pursuant to the aforesaid Notice of Bond Sale there had been filed with him at or prior to said hour on said date three (3) sealed proposals for the purchase of the aforesaid Bonds and the Clerk then and there presented said sealed proposals to the Board of Supervisors.

Thereupon it was ordered by the Board of Supervisors that the Clerk proceed to open said sealed proposals and to read same aloud in the presence and hearing of said Board of Supervisors and of the bidders and other persons assembled. The Clerk thereupon proceeded to open and read the aforesaid bids which are as follows:

FEB-15-2008 10:01 From:Prager, Sealy & Co.

**OFFICIAL BID FORM**

February 19, 2008

Board of Supervisors  
Madison County, Mississippi  
Circuit Courthouse  
128 W. North Street  
Canton, MS 39046

Gentlemen:

We hereby offer to pay \$ 33,000,000 for the Thirty Three Million Dollars (\$33,000,000) principal amount General Obligation Road and Bridge Bonds, Series 2008, to be dated the date of delivery thereof (the "Bonds"), of Madison County, Mississippi (the "County"), as described in the Notice of Bond Sale, dated January 15, 2008, maturing and bearing interest as follows:

<u>YEAR OF MATURITY</u>	<u>PRINCIPAL AMOUNT</u>	<u>INTEREST RATE</u>	<u>YEAR OF MATURITY</u>	<u>PRINCIPAL AMOUNT</u>	<u>INTEREST RATE</u>
2009	\$1,025,000	<u>5.00</u> %	2019	\$1,625,000	<u>5.00</u> %
2010	1,075,000	<u>5.00</u>	2020	1,705,000	<u>5.00</u>
2011	1,125,000	<u>5.00</u>	2021	1,785,000	<u>4.30</u>
2012	1,175,000	<u>5.00</u>	2022	1,875,000	<u>4.375</u>
2013	1,235,000	<u>5.00</u>	2023	1,960,000	<u>4.375</u>
2014	1,320,000	<u>5.00</u>	2024	2,055,000	<u>4.50</u>
2015	1,350,000	<u>5.00</u>	2025	2,150,000	<u>4.50</u>
2016	1,415,000	<u>5.00</u>	2026	2,255,000	<u>3.50</u>
2017	1,485,000	<u>5.00</u>	2027	2,360,000	<u>3.50</u>
2018	1,555,000	<u>5.00</u>	2028	2,470,000	<u>3.50</u>

Based upon the interest rate or rates specified above, we compute the gross interest<sup>1</sup> cost to the County to be \$ 16,931,767.20, the net interest cost (deducting premium of \$ \_\_\_\_\_, if any) to be \$ 16,931,767.20 and the average annual net interest rate from the date of the Bonds to their respective maturities to be 4.2734 %.

If there is any discrepancy as between the actual interest cost computed upon the rate or rates of interest above specified and the interest cost or average rate hereinabove set forth, the interest rate or rates above specified and the actual interest cost or average interest rate computed upon said rate or rates shall prevail.

<sup>1</sup> For purposes of submitting this bid, please assume March 4, 2008 to be the dated date of the Bonds.

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

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

A (cashier's check) (certified check) (bank exchange), issued or certified by a bank located in the State of Mississippi and payable to the order of Madison County, Mississippi, in the amount of Six Hundred Sixty Thousand Dollars (\$660,000) accompanies this proposal as a guarantee that we will carry out this contract and accept delivery of the Bonds if this proposal is accepted, which shall be returned to the undersigned (1) if this bid be not accepted or (2) if the County should fail to deliver the Bonds to the undersigned in accordance with the terms of this proposal, or applied as and for liquidated damages in the event that the undersigned fails to take up and pay for the Bonds.

This proposal is submitted subject to all of the terms and conditions of the Notice of Bond Sale, dated January 15, 2008, which by reference is hereby made a part of this Bid.

BIDDER: PRAGER, SEALY & Co. LLC

BY: Julius M. Caccopola, Jr.  
JULIUS M. CACCIOPOLA JR.

TITLE: VICE PRESIDENT

Associates (if any):

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Return of good faith deposit is hereby acknowledged.

DATE: \_\_\_\_\_

BY: \_\_\_\_\_

ACCEPTANCE

The above proposal accepted by resolution of the Board of Supervisors of the County and receipt of the within-mentioned check is hereby acknowledged.



MADISON COUNTY, MISSISSIPPI

BY: [Signature]  
Chancery Clerk

Jackson 2681560v.1

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

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



**OFFICIAL BID FORM**

February 19, 2008

Board of Supervisors  
 Madison County, Mississippi  
 Circuit Courthouse  
 128 W. North Street  
 Canton, MS 39046

Gentlemen:

We hereby offer to pay \$33,012,620.75 for the Thirty Three Million Dollars (\$33,000,000) principal amount General Obligation Road and Bridge Bonds, Series 2008, to be dated the date of delivery thereof (the "Bonds"), of Madison County, Mississippi (the "County"), as described in the Notice of Bond Sale, dated January 15, 2008, maturing and bearing interest as follows:

<u>YEAR OF MATURITY</u>	<u>PRINCIPAL AMOUNT</u>	<u>INTEREST RATE</u>	<u>YEAR OF MATURITY</u>	<u>PRINCIPAL AMOUNT</u>	<u>INTEREST RATE</u>
2009	\$1,025,000	<u>4</u> %	2019	\$1,625,000	<u>5</u> %
2010	1,075,000	<u>3.50</u>	2020	1,705,000	<u>4</u>
2011	1,125,000	<u>3.50</u>	2021	1,785,000	<u>4.30</u>
2012	1,175,000	<u>3.50</u>	2022	1,875,000	<u>4.40</u>
2013	1,235,000	<u>3.50</u>	2023	1,960,000	<u>4.50</u>
2014	1,320,000	<u>3.50</u>	2024	2,055,000	<u>4.50</u>
2015	1,350,000	<u>3.50</u>	2025	2,150,000	<u>4.625</u>
2016	1,415,000	<u>3.50</u>	2026	2,255,000	<u>4.70</u>
2017	1,485,000	<u>4</u>	2027	2,360,000	<u>4.75</u>
2018	1,555,000	<u>3.75</u>	2028	2,470,000	<u>4.75</u>

Based upon the interest rate or rates specified above, we compute the gross interest<sup>1</sup> cost to the County to be \$17,467,446.96, the net interest cost (deducting premium of \$12,620.75, if any) to be \$17,454,826.21 and the average annual net interest rate from the date of the Bonds to their respective maturities to be 4.4055 04%.

If there is any discrepancy as between the actual interest cost computed upon the rate or rates of interest above specified and the interest cost or average rate hereinabove set forth, the interest rate or rates above specified and the actual interest cost or average interest rate computed upon said rate or rates shall prevail.

<sup>1</sup> For purposes of submitting this bid, please assume March 4, 2008 to be the dated date of the Bonds.

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

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

A (cashier's check) (certified check) (bank exchange), issued or certified by a bank located in the State of Mississippi and payable to the order of Madison County, Mississippi, in the amount of Six Hundred Sixty Thousand Dollars (\$660,000) accompanies this proposal as a guarantee that we will carry out this contract and accept delivery of the Bonds if this proposal is accepted, which shall be returned to the undersigned (1) if this bid be not accepted or (2) if the County should fail to deliver the Bonds to the undersigned in accordance with the terms of this proposal, or applied as and for liquidated damages in the event that the undersigned fails to take up and pay for the Bonds.

This proposal is submitted subject to all of the terms and conditions of the Notice of Bond Sale, dated January 15, 2008, which by reference is hereby made a part of this Bid.

BIDDER: Morgan Keegan  
BY: Lisa Dannelly  
TITLE: ISUP

Associates (if any):

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Return of good faith deposit is hereby acknowledged.

DATE: Feb 19 2008  
BY: [Signature]

ACCEPTANCE

The above proposal accepted by resolution of the Board of Supervisors of the County and receipt of the within-mentioned check is hereby acknowledged.

MADISON COUNTY, MISSISSIPPI

BY: \_\_\_\_\_  
Chancery Clerk

(SEAL)

Jackson 2681560v.1

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

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

**OFFICIAL BID FORM**

February 19, 2008

Board of Supervisors  
 Madison County, Mississippi  
 Circuit Courthouse  
 128 W. North Street  
 Canton, MS 39046

Gentlemen:

We hereby offer to pay \$ 33,140,169.10 for the Thirty Three Million Dollars (\$33,000,000) principal amount General Obligation Road and Bridge Bonds, Series 2008, to be dated the date of delivery thereof (the "Bonds"), of Madison County, Mississippi (the "County"), as described in the Notice of Bond Sale, dated January 15, 2008, maturing and bearing interest as follows:

<u>YEAR OF MATURITY</u>	<u>PRINCIPAL AMOUNT</u>	<u>INTEREST RATE</u>	<u>YEAR OF MATURITY</u>	<u>PRINCIPAL AMOUNT</u>	<u>INTEREST RATE</u>
2009	\$1,025,000	<u>4.50%</u>	2019	\$1,625,000	<u>4.50%</u>
2010	1,075,000	<u>4.50</u>	2020	1,705,000	<u>4.00</u>
2011	1,125,000	<u>4.50</u>	2021	1,785,000	<u>4.10</u>
2012	1,175,000	<u>4.50</u>	2022	1,875,000	<u>4.20</u>
2013	1,235,000	<u>4.50</u>	2023	1,960,000	<u>4.30</u>
2014	1,320,000	<u>4.50</u>	2024	2,055,000	<u>4.40</u>
2015	1,350,000	<u>4.50</u>	2025	2,150,000	<u>4.50</u>
2016	1,415,000	<u>4.50</u>	2026	2,255,000	<u>4.50</u>
2017	1,485,000	<u>4.50</u>	2027	2,360,000	<u>4.625</u>
2018	1,555,000	<u>4.50</u>	2028	2,470,000	<u>4.625</u>

Based upon the interest rate or rates specified above, we compute the gross interest<sup>1</sup> cost to the County to be \$ 17,541,651.90 the net interest cost (deducting premium of \$ 140,169.10, if any) to be \$ 17,441,482.80 and the average annual net interest rate from the date of the Bonds to their respective maturities to be 4.40236%.

If there is any discrepancy as between the actual interest cost computed upon the rate or rates of interest above specified and the interest cost or average rate hereinabove set forth, the interest rate or rates above specified and the actual interest cost or average interest rate computed upon said rate or rates shall prevail.

<sup>1</sup> For purposes of submitting this bid, please assume March 4, 2008 to be the dated date of the Bonds.

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

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

A (cashier's check) (certified check) (bank exchange), issued or certified by a bank located in the State of Mississippi and payable to the order of Madison County, Mississippi, in the amount of Six Hundred Sixty Thousand Dollars (\$660,000) accompanies this proposal as a guarantee that we will carry out this contract and accept delivery of the Bonds if this proposal is accepted, which shall be returned to the undersigned (1) if this bid be not accepted or (2) if the County should fail to deliver the Bonds to the undersigned in accordance with the terms of this proposal, or applied as and for liquidated damages in the event that the undersigned fails to take up and pay for the Bonds

This proposal is submitted subject to all of the terms and conditions of the Notice of Bond Sale, dated January 15, 2008, which by reference is hereby made a part of this Bid.

BIDDER: Stephens Inc  
BY: Robin Clay  
TITLE: Gen. Mgr.

Associates (if any):

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Return of good faith deposit is hereby acknowledged.

DATE: 2/19/08  
BY: [Signature]

ACCEPTANCE

The above proposal accepted by resolution of the Board of Supervisors of the County and receipt of the within-mentioned check is hereby acknowledged.

MADISON COUNTY, MISSISSIPPI

BY: \_\_\_\_\_  
Chancery Clerk

(SEAL)

Jackson 2681560v 1

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

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

Following the reading of the bids, the Board of Supervisors proceeded to consider them for the purpose of determining which was the best and most advantageous bid submitted. Whereupon, the following resolution was presented, read and its adoption and passage moved by Supervisor Karl M. Banks:

**RESOLUTION DIRECTING THE SALE AND AWARD OF GENERAL OBLIGATION ROAD AND BRIDGE BONDS, SERIES 2008, OF MADISON COUNTY, MISSISSIPPI, DATED THE DATE OF DELIVERY THEREOF, IN THE PRINCIPAL AMOUNT OF THIRTY THREE MILLION DOLLARS (\$33,000,000); AND A RESOLUTION APPROVING AND AUTHORIZING THE FORM OF, EXECUTION AND DISTRIBUTION OF AN OFFICIAL STATEMENT PERTAINING TO THE THIRTY THREE MILLION DOLLARS (\$33,000,000) GENERAL OBLIGATION ROAD AND BRIDGE BONDS, SERIES 2008, OF MADISON COUNTY, MISSISSIPPI.**

**WHEREAS**, the Board of Supervisors of Madison County, Mississippi (the "Board"), acting for and on behalf of Madison County, Mississippi (the "County"), hereby finds, determines, adjudicates and declares as follows:

1. This Board on January 15, 2008, did adopt a resolution directing that General Obligation Road and Bridge Bonds, Series 2008 (the "Bonds"), of the County in the principal amount of Thirty Three Million Dollars (\$33,000,000) be offered for sale on sealed bids to be received up to and until the hour of 2:00 o'clock P.M. on February 19, 2008.

2. As directed by the aforesaid resolution, notice of sale of the Bonds was duly published in the Madison County Herald, a newspaper published in and having general circulation in the County, and qualified under the provisions of Section 13-3-31, Mississippi Code of 1972, as amended, said notice having been published on February 7 and 14, 2008, in said newspaper, the first publication having been made at least ten (10) days preceding February 19, 2008, all as shown by the proof of publication of said notice filed in the office of the Clerk.

3. The Board did meet at its meeting place in the Circuit Courthouse in the City of Canton, Mississippi, at 2:00 o'clock P.M. on February 19, 2008.

4. At said time and place three (3) sealed proposals for the purchase of the Bonds were received, examined and considered by the Board, said bids having heretofore been presented by and being on file with the Clerk.

5. The Board does now find, determine and adjudicate that the highest and best bid made and offered for the Bonds on the basis of the lowest net interest cost over the life of the issue was made by Prager, Sealy & Company, LLC, New York, New York, and said bid was accompanied by a cashier's check, certified check or exchange payable to Madison County, Mississippi, in the amount of Six Hundred Sixty Thousand Dollars (\$660,000), issued or certified by a bank located in the State of Mississippi, as a guarantee that said bidder would carry out its contract and purchase the Bonds if its bid be accepted.

6. The Board finds it necessary to approve the form of, execution and distribution of an Official Statement for the Bonds.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD AS FOLLOWS:**

**SECTION 1.** The Bonds are hereby awarded and sold to Prager, Sealy & Company, LLC, New York, New York, in accordance with the offer submitted to the Board in words and figures as follows:

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

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

**OFFICIAL BID FORM**

February 19, 2008

Board of Supervisors  
 Madison County, Mississippi  
 Circuit Courthouse  
 128 W. North Street  
 Canton, MS 39046

Gentlemen:

We hereby offer to pay \$ 33,000,000 for the Thirty Three Million Dollars (\$33,000,000) principal amount General Obligation Road and Bridge Bonds, Series 2008, to be dated the date of delivery thereof (the "Bonds"), of Madison County, Mississippi (the "County"), as described in the Notice of Bond Sale, dated January 15, 2008, maturing and bearing interest as follows:

<u>YEAR OF MATURITY</u>	<u>PRINCIPAL AMOUNT</u>	<u>INTEREST RATE</u>	<u>YEAR OF MATURITY</u>	<u>PRINCIPAL AMOUNT</u>	<u>INTEREST RATE</u>
2009	\$1,025,000	<u>5.00</u> %	2019	\$1,625,000	<u>5.00</u> %
2010	1,075,000	<u>5.00</u>	2020	1,705,000	<u>5.00</u>
2011	1,125,000	<u>5.00</u>	2021	1,785,000	<u>4.30</u>
2012	1,175,000	<u>5.00</u>	2022	1,875,000	<u>4.375</u>
2013	1,235,000	<u>5.00</u>	2023	1,960,000	<u>4.375</u>
2014	1,320,000	<u>5.00</u>	2024	2,055,000	<u>4.50</u>
2015	1,350,000	<u>5.00</u>	2025	2,150,000	<u>4.50</u>
2016	1,415,000	<u>5.00</u>	2026	2,255,000	<u>3.50</u>
2017	1,485,000	<u>5.00</u>	2027	2,360,000	<u>3.50</u>
2018	1,555,000	<u>5.00</u>	2028	2,470,000	<u>3.50</u>

Based upon the interest rate or rates specified above, we compute the gross interest<sup>1</sup> cost to the County to be \$ 16,936,767.20, the net interest cost (deducting premium of \$ —, if any) to be \$ 16,936,767.20 and the average annual net interest rate from the date of the Bonds to their respective maturities to be 4.2734 %.

If there is any discrepancy as between the actual interest cost computed upon the rate or rates of interest above specified and the interest cost or average rate hereinabove set forth, the interest rate or rates above specified and the actual interest cost or average interest rate computed upon said rate or rates shall prevail.

<sup>1</sup> For purposes of submitting this bid, please assume March 4, 2008 to be the dated date of the Bonds.

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

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

A (cashier's check) (certified check) (bank exchange), issued or certified by a bank located in the State of Mississippi and payable to the order of Madison County, Mississippi, in the amount of Six Hundred Sixty Thousand Dollars (\$660,000) accompanies this proposal as a guarantee that we will carry out this contract and accept delivery of the Bonds if this proposal is accepted, which shall be returned to the undersigned (1) if this bid be not accepted or (2) if the County should fail to deliver the Bonds to the undersigned in accordance with the terms of this proposal, or applied as and for liquidated damages in the event that the undersigned fails to take up and pay for the Bonds

This proposal is submitted subject to all of the terms and conditions of the Notice of Bond Sale, dated January 15, 2008, which by reference is hereby made a part of this Bid.

BIDDER: PRAGER, SEALY & CO. LLC  
BY: JULIUS M. CACCOPOLA, JR.  
TITLE: VICE PRESIDENT

Associates (if any):

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Return of good faith deposit is hereby acknowledged.

DATE: \_\_\_\_\_

BY: \_\_\_\_\_

ACCEPTANCE

The above proposal accepted by resolution of the Board of Supervisors of the County and receipt of the within-mentioned check is hereby acknowledged.



Jackson 2681560v 1

MADISON COUNTY, MISSISSIPPI

BY: [Signature]  
Chancery Clerk

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

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

**SECTION 2.** The President of the Board and Clerk are hereby authorized and directed to endorse upon a copy or duplicate of the aforesaid offer a suitable notation as evidence of the acceptance thereof, for and on behalf of the County.

**SECTION 3.** The good faith checks filed by all unsuccessful bidders shall forthwith be returned to them upon their respective receipts therefor, and the good faith check filed by the successful bidder shall be retained by the Board as a guarantee that said bidder shall carry out its contract and purchase the Bonds. If said successful bidder fails to purchase the Bonds pursuant to its bid and contract, the amount of such good faith check shall be retained by the County as liquidated damages for such failure.

**SECTION 4.** The Bonds shall be in fully registered form; shall be dated the date of delivery thereof; shall be of the denomination of \$5,000 each or integral multiples thereof up to the amount of a single maturity; shall be numbered from one (1) upward in order of issuance; shall be payable, both as to principal and interest, in lawful money of the United States of America at Trustmark National Bank, Jackson, Mississippi, said bank to act as paying agent, registrar and transfer agent for said Bonds; shall bear interest from the date thereof at the rates hereinafter set forth, payable semiannually on March 1 and September 1 in each year (each an "Interest Payment Date"), commencing March 1, 2009; and shall mature and become due and payable serially, on March 1 in the years and principal amounts as follows:

<u>YEAR OF MATURITY</u>	<u>PRINCIPAL AMOUNT</u>	<u>INTEREST RATE</u>	<u>YEAR OF MATURITY</u>	<u>PRINCIPAL AMOUNT</u>	<u>INTEREST RATE</u>
2009	\$1,025,000	5.00%	2019	\$1,625,000	5.00%
2010	1,075,000	5.00	2020	1,705,000	5.00
2011	1,125,000	5.00	2021	1,785,000	4.30
2012	1,175,000	5.00	2022	1,875,000	4.375
2013	1,235,000	5.00	2023	1,960,000	4.375
2014	1,320,000	5.00	2024	2,055,000	4.50
2015	1,350,000	5.00	2025	2,150,000	4.50
2016	1,415,000	5.00	2026	2,255,000	3.50
2017	1,485,000	5.00	2027	2,360,000	3.50
2018	1,555,000	5.00	2028	2,470,000	3.50

Bonds maturing on March 1, 2019 and thereafter, are subject to redemption prior to their stated dates of maturity, at par, plus accrued interest to the date of redemption, either in whole at any time on or after March 1, 2018, or in part, in inverse order of maturity and by lot within a maturity on March 1, 2018, or on any Interest Payment Date thereafter.

**SECTION 5.** The Board hereby approves and adopts the Official Statement in the form attached hereto as **EXHIBIT A**, and hereby authorizes the President and Clerk to execute and distribute an Official Statement, in substantially the same form, for and on behalf of said Board.

**SECTION 6.** All orders, resolutions or proceedings of this Board in conflict with the provisions of this resolution shall be and are hereby repealed, rescinded and set aside, but only to the extent of such conflict.

**SECTION 7.** For cause, this resolution shall become effective immediately upon the adoption thereof.

Supervisor Paul Griffin seconded the motion to adopt the foregoing resolution, and the question being put to a roll call vote, the result was as follows:

Supervisor John Bell Crosby                      voted: Aye

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

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



Supervisor Tim Johnson                   voted: Aye  
Supervisor D. I. Smith                   voted: Aye  
Supervisor Karl Banks                   voted: Aye  
Supervisor Paul Griffin                   voted: Aye

The motion having received the affirmative vote of a majority of the members present, the President of the Board declared the motion carried and the resolution adopted, on this the 19th day of February, 2008.

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**PRESIDENT, BOARD OF SUPERVISORS**

**ATTEST:**

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**CLERK, BOARD OF SUPERVISORS**

**(SEAL)**

**EXHIBIT A  
(to this Resolution)**

**FORM OF THE OFFICIAL STATEMENT**

THERE BEING NO FURTHER BUSINESS to come before the Board of Supervisors of Madison County, Mississippi, upon motion duly made by Supervisor Paul Griffin and seconded by Supervisor D. .I. Smith and approved by the unanimous vote of those present, the meeting of the Board of Supervisors was recessed until Monday, February 25, 2008 at 9:00 a. m. to consider a docket of claims, and any other business which may properly come before the Board.

\_\_\_\_\_  
Tim Johnson, President  
Madison County Board of Supervisors

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

**ATTEST:**

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

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

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