

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

REGULAR MEETING OF APRIL 5, 2004
Being the first day of the April Term of the Board of Supervisors

BE IT REMEMBERED that the regular meeting of the Board of Supervisors of Madison County, Mississippi was duly convened, held and conducted on April 5, 2004, at the Madison County Chancery/Administrative Building in Canton, Mississippi, as follows, to-wit:

The President of the Board, Douglas L. Jones, presided and called the meeting to order. The following members were present that day:

Present: Absent:

Supervisor Douglas L. Jones None

Supervisor Tim Johnson

Supervisor Andy Taggart

Supervisor Paul Griffin

Supervisor Karl M. Banks

Chancery Clerk Arthur Johnston

Sheriff Toby Trowbridge

Also in attendance:

County Comptroller Mark Houston

County Road Manager Prentiss Guyton

County Engineer Mike McKenzie

Board Attorney Edmund L. Brunini, Jr.

The President announced that the members of the Board present constituted a quorum and declared the meeting duly convened. County Engineer Mike McKenzie opened the meeting with a prayer and Col. Tom Logue led the members and the audience in the Pledge of Allegiance to the Flag of the United States of America.

In re: Approval of Minutes From March, 2004 Term

WHEREAS, Chancery Clerk Arthur Johnston did present the Board with the Minutes of the previous meetings of the Board of Supervisors during the March 2004 term, said meetings having been conducted on March 1, March 12, and March 26, 2004.

Following discussion, Mr. Andy Taggart did move and Mr. Paul Griffin did second a motion to approve the minutes as presented with certain amendments which were read in open session, and to authorize the President to sign said minutes after said corrections have been made. The vote on the matter being as follows:

Supervisor Douglas L. Jones Aye

Supervisor Tim Johnson Aye

Supervisor Andy Taggart Aye

Supervisor Karl M. Banks Not Present and Not Voting

Supervisor Paul Griffin Aye

the matter carried unanimously and the minutes for the March 2004 term of the Board of Supervisors of Madison County were and are hereby approved as amended.

SO ORDERED this the 5th day of April, 2004.

In re: Approval of Consent Agenda Items

WHEREAS, President Jones did report that he and County Administrator Donnie Caughman had conferred in advance of the meeting as to certain matters denominated "Consent Items" on the Agenda and that the same appeared to be routine, non-controversial items with which all Supervisors were likely to agree, and

WHEREAS, Mr. Caughman did explain that any Supervisor could, in advance of the call of the question, request that any item be removed from the Consent Agenda, and

WHEREAS, Supervisor Taggart did request that Approval of 16th Section Leases be removed from the Consent Agenda and be addressed separately, and

WHEREAS, Supervisor Griffin did request that (1) the Request of the Road Department to Declare a Certain Trailer as Surplus Property and (2) Approval of Culvert Requests be removed from the Consent Agenda and be addressed separately, and

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

(1) Request of County Judge William S. Agin to Hire Dr. Sarah Beard and Sue Allen as a Part of the Madison County Youth Drug Court Program

WHEREAS, Judge William S. Agin did request, in writing, that the Board approve the hiring of Dr. Sarah Beard as part-time Administrator of the Madison County Youth Drug Court program and the hiring of Ms. Sue Allen as part-time Case Manager thereof, and

WHEREAS, Judge Agin did report that Dr. Beard was to be compensated in the sum of \$570.63 per month from grant funds and Ms. Allen was to be compensated in the sum of \$909.09 per month from grant funds, and

WHEREAS, Judge Agin did represent that said individuals were duly qualified and received the approval of the Madison County Youth Drug Court Steering Committee, and

WHEREAS, the Board desires and intends to approve the employment of said persons, and

(2) Consideration of *En Masse* Petitions for Reduction of Real Property Assessments (SB-82 Forms)

WHEREAS, Tax Assessor Gerald Barber presented two (2) *en masse* petitions for the reduction of assessment of real property taxes, the first dated March 22, 2004 in the amount of \$618,064 and the second dated March 30, 2004 in the amount of

\$241,401 which petitions, together with their respective spreadsheet attachments are attached hereto as Exhibits A and B respectively, spread hereupon, and incorporated herein by reference, and

WHEREAS, the Board does desire and intend to approve the reduction in tax assessments as requested by the taxpayers listed on, and in the amounts and for the reasons as set forth in, the aforesaid Exhibits, and

(3) Consideration of *En Masse* Petitions for Reduction of Personal Property Assessments (SB-82 Forms)

WHEREAS, Mr. Barber presented petitions for the reduction of assessment of personal property taxes in the total amount of \$15,309 which petitions, together with their respective spreadsheet attachments are attached hereto as Exhibit C, spread hereupon, and incorporated herein by reference, and

WHEREAS, the Board does desire and intend to approve the reduction in tax assessments as requested by the taxpayers listed on, and in the amounts and for the reasons as set forth in, the aforesaid Exhibit, and

(4) Request to Void Tax Sales For Five (5) Individuals

WHEREAS, Mr. Barber requested that the Board void the tax sale for the 2001 tax year for Parcel No. 072C-08C-107 assessed to Richard I. Darrell in the amount of \$557.73 for the reason that the subject property was conveyed to the Mississippi Transportation Commission for right of way purposes, and

WHEREAS, Mr. Barber also requested that the Board void the tax sale for the 2002 tax year for the following parcel numbers, in the following amounts and for the following reasons, to-wit:

Assessed to Parcel Number Amount Reason

Edwards, Pamela et al 072I-29B-002/01.02 \$1,471.00 double assessed property

Taylor, Cornelius et al 072I-29B-002/01.02_\$431.88 mis-assessment of improvement

Pickett, Callie Lee 105I-30-014/001.01 \$417.42 improper assessment of improvements

Schaffer, Alfred Lee 113H-28-003/01 \$374.60 double assessment of improvements

WHEREAS, the Board does find that said reasons are sufficient and in the interest of fairness and justice, the tax sales of the above and forgoing parcels should and of right ought to be voided and the purchasers at the tax sale should and of right ought to be reimbursed for the taxes paid, and

(5) Approval of Amended Homestead Applications and Corrections and Deletions of Homestead Exemptions

WHEREAS, Mr. Barber presented amended homestead applications and corrections and deletions of homestead exemptions on property in Madison County, Mississippi for the following individuals and parcel numbers and for the reasons set forth below, and

WHEREAS, copies of forms and back up materials pertaining to said requests for amendments, corrections/deletions are found in the Miscellaneous Appendix to these

Minutes and pertain to the following individuals and parcels and are made for the following reasons, to-wit:

Amendments and Corrections

Name Parcel Number Reason

Allen, Curtis 72D-20A-031 SSD

Berbette, Vernon 81H-28-004/01.02 Over 65

Dean, Eswin 95D-19-007/01 Over 65

Gilpin, E. Max 72I-31A-311 Over 65

Griffin, James 72D-17D-001/2.15 SSD

Meadows, Minnie 72C-05A-005 Over 65

Parkinson, Bonnie F. 72D-17A-047 Over 65

Williams, Marcus 71E-21-008/01.04 DAV

Cole, Lee Anna 51D-18-028 Over 65

Bullie, Annie Bell 71B-03-040 Over 65

Bullie, Annie Bell 71B-03-036/01 Over 65

Hargon, Fannie Lee 113G-25-017 Over 65

Ferguson, Mary 72I-31A-146 Over 65

Blount, Shirley 93H-33-011 SSD

George, Ethel Mae 92F-13D-042 SSD

Heller, Gerald L. and Emily 83I-30-008 SSD/clerical error

Adams, III, Claude 051B-09D-034 change of assessed value

Adams, III, Claude 051B-09D-035 change of assessed value

Adams, III, Claude 051B-09D-036 change of assessed value

Adams, III, Claude 051B-09D-037 change of assessed value

Downey, John H. 94G-25-011 no value change

Downey, John H. 94F-23-028 change of assessed value

Downey, John H. 94F-24-001 no value change

Downey, John H. 94G-26-014/01.01 no value change

George, Lucille 93D-20C-437 no value change

George, Lucille 93D-20C-394/02 change of assessed value

Griffin, Dwaine 105F-23-001/02 change of assessed value

Deletions

Name Parcel Number Reason

Flesher, Lawrence 72E-15D-023 no longer owner occupied

Largent, Richard 72E-21A-028 filing in Hinds County

Whittington, Curtis 71C-06D-010 not owner occupied

Tullos, David N. 81A-01-001/17 filed homestead too early

Thomas, Barbara 82B-03-018 not primary home

WHEREAS, the Board does desire and intend to approve said amended applications, corrections and deletions, and

(6) Certain Refunds of 2002 Real Property Taxes and Adjustments to Tax Roll

WHEREAS, Mr. Barber reported that Sharon Warner (parcel number 72D-19A-014/76), Janice Williams (parcel number 72D-19A-051\34) and H. C. McGeehee (parcel number 71A-01D-020) were entitled to refunds of their 2002 real property taxes due to overpayments by said individuals prior to reductions or adjustments by the Board, and

WHEREAS, Mr. Barber reported that Sharon Warner is entitled to a reimbursement of \$421.47; Janice Williams is entitled to an additional refund in the amount of \$235.37 and H. C. McGeehee is entitled to a refund in the amount of \$203.36 and requested that the same be issued forthwith, and

WHEREAS, Mr. Barber reported that the improvement on parcel number 72E-22C-015 assessed to Mary F. Walker, should not have been on the 2002 tax roll and should be removed and that a new tax bill should be issued in the amount of \$527.24 for land only and penalty, and

WHEREAS, the Board does desire to accommodate and approve said requests and issue said refunds, and

(7) Approval of Copy Machine Leases for Tax Assessor's Office

WHEREAS, Mr. Barber reported that a three (3) year lease on certain copiers in his office had expired and that his office secured quotes from four (4) other firms for similar copiers, said quotes being from Lanier, Ikon, Southern Duplicating, and Copy Tektronics, and

WHEREAS, a spreadsheet reflecting the needs of the office, the costs of copiers from each firm, together with per copy and per month costs may be found in the Miscellaneous Appendix to these Minutes, and

WHEREAS, Mr. Barber did recommend that the county lease three (3) copiers from Copy Tektronics at a cost of \$303.00 per month, because, in his estimation, the proposal presented by said firm was the most cost efficient to fill the needs of his office, and

WHEREAS, the Board does desire to accommodate and approve said request, and

(8) Revocation of *Ad Valorem* Tax Exemption for Natcom

WHEREAS, Ms. Joy Foy with the Madison County Economic Development Authority (MCEDA) did report, in writing, that the MCEDA Board had voted to request the Board of Supervisors to rescind its resolution of December 5, 2003 granting an *ad valorem* tax exemption unto Natcom due to the company's closure of its Ridgeland location, and

WHEREAS, the Board does concur that said exemption should and of right ought to be rescinded and held for naught, and

(9) Declaration of April 17 and April 24, 2004 as Special Pickup Days for Nonhazardous Waste Disposal

WHEREAS, County Road Manager Prentiss Guyton did recommend, in writing, that April 17 and 24, 2004 should be declared special pickup days for nonhazardous waste disposal, and

WHEREAS, the Board does concur in said recommendation and does desire to declare April 17 and 24, 2004 as such, and

(10) Approval of Five (5) Certain Utility Permits

WHEREAS, County Engineer Mike McKenzie did appear before the Board requesting approval of permits allowing use and occupancy for the construction or adjustment of a utility within certain roads or highway rights of way, and

WHEREAS, said permits were as follows:

- (1) East Madison Water - seeking to bore a 4 inch PVC line in 8 inch steel casing under on Robinson Road;
- (2) East Madison Water - seeking to bore a 4 inch PVC line in 8 inch steel casing under Permenter Road;
- (3) East Madison Water - seeking to bore a 4 inch PVC line in 8 inch steel casing under Robinson Road;
- (4) East Madison Water - seeking to bore a 4 inch PVC line in 8 inch steel casing under Virgin Mary Road;
- (5) East Madison Water - seeking to install a six inch water line on Goodloe Road;

WHEREAS, a true and correct copy of each of the above and foregoing permit applications may be found in the Miscellaneous Appendix to these Minutes, and

(11) Approval of Lease Agreements with Madison Countians Allied Against Poverty and Hispanic Outreach of Canton, Inc.

WHEREAS, the Board of Supervisors has been approached by MADCAAP, a local organization of Madison County, and Hispanic Outreach of Canton, a non-profit organization, seeking the use of a portion of that county-owned facility located at 3141 South Liberty Street, Canton, Mississippi; and

WHEREAS, the Board of Supervisors does hereby find, determine and resolve that the county-owned property which is sought to be leased by MADCAAP is no longer needed for county related purposes and is not to be used in the operation of Madison County and that the leasing of the property in the manner provided for by law at a reasonable rate is desirable and that the use of the county property by MADCAAP and Hispanic Outreach of Canton will promote and foster the development and improvement of the community in which it is located and the civic, social, educational, cultural, moral, economic or industrial welfare thereof and that the Board of Supervisors does desire to enter into leases with MADCAAP and Hispanic Outreach of Canton and that copies of said leases may be found in the Miscellaneous Appendix to these Minutes, and

WHEREAS, the Board does desire to approve said leases and authorize the Board President to enter into the same on behalf of the County, and

(12) Approval of Plats of Klass Plantation and First Choice Business Park

WHEREAS, County Engineer Mike McKenzie did recommend to the Board its approval of the final plats of Klass Plantation, Part One and First Choice Business Park, and

WHEREAS, the Board did review the same and find the same to be in order, warranting approval, and

WHEREAS, the Board does desire to approve same, and to authorize the Board President and the Chancery Clerk to execute the same as evidence thereof,

Mr. Tim Johnson did move and Mr. Andy Taggart did second a motion to approve, adopt and authorize each of the above and foregoing matters, the same being numbered items (1) through (12) herein above. The vote on the matter being as follows:

Supervisor Douglas L. Jones Aye

Supervisor Tim Johnson Aye

Supervisor Andy Taggart Aye

Supervisor Karl M. Banks Not Present and Not Voting

Supervisor Paul Griffin Aye

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

SO ORDERED this the 5th day of April, 2004.

In re: Approval of 16th Section Leases

WHEREAS, the Madison County School Board has approved the following 16th section leases and forwarded them to the Board for review and approval, true and correct copies of which may be found in the Miscellaneous Appendix to these Minutes:

Lessees: Joe Eun Lee and wife Junghye Lee

Description: Lot 108, Sherbourne Subdivision, Part 4

Lease Term: 40 years

Year Annual Rent

1 - 5 \$ 256.66

6 - 10 \$ 279.99

11 - 15 \$ 303.32

16 - 20 \$ 326.65

21 - 25 \$ 349.98

26 - 30 \$ 373.31

31 - 35 \$ 396.64

36 - 40 \$ 419.97

Lessees: William F. Moody and wife Lorena M. Moody

Description: Lot 106, Sherbourne Subdivision, Part 4

Lease Term: 40 years

Year Annual Rent

1 - 5 \$ 256.66

6 - 10 \$ 279.99

11 - 15 \$ 303.32

16 - 20 \$ 326.65

21 - 25 \$ 349.98

26 - 30 \$ 373.31

31 - 35 \$ 396.64

36 - 40 \$ 419.97

Lessees: Cleopus Jenkins and wife Allie Jenkins

Description: Lot 163, Sherbourne Subdivision, Part 4

Lease Term: 40 years

Year Annual Rent

1 - 5 \$ 256.66

6 - 10 \$ 279.99

11 - 15 \$ 303.32

16 - 20 \$ 326.65

21 - 25 \$ 349.98

26 - 30 \$ 373.31

31 - 35 \$ 396.64

36 - 40 \$ 419.97

Lessees: Andrew Michael Hill and wife Natali Tolbert Hill

Description: Lot 52, Madison Oaks Subdivision, Part 3

Lease Term: 40 years

Year Annual Rent

1 - 5 \$ 250.00

6 - 10 \$ 275.00

11 - 15 \$ 300.00

16 - 20 \$ 325.00

21 - 25 \$ 350.00

26 - 30 \$ 375.00

31 - 35 \$ 400.00

36 - 40 \$ 425.00

Lessees: David Joel Deer and wife Amy M. Deer

Description: Lot 61, Madison Oaks Subdivision, Part 3

Lease Term: 40 years

Year Annual Rent

1 - 5 \$ 250.00

6 - 10 \$ 275.00

11 - 15 \$ 300.00

16 - 20 \$ 325.00

21 - 25 \$ 350.00

26 - 30 \$ 375.00

31 - 35 \$ 400.00

36 - 40 \$ 425.00

Lessees: Jonathan P. Hustmyre

Description: Lot 6, Eastbrooke Estates Subdivision

Lease Term: 40 years

Year Annual Rent

1 - 5 \$ 350.00

6 - 10 \$ 385.00

11 - 15 \$ 420.00

16 - 20 \$ 455.00

21 - 25 \$ 490.00

26 - 30 \$ 525.00

31 - 35 \$ 560.00

36 - 40 \$ 595.00

Lessees: Larry D. Pelison and wife Lisa C. Pelison also known as Lisa Champion

Description: 2.0+/- acres, more or less, bordering on the East boundary line of Camellia Lane, in the Town of Flora, Madison County, Mississippi, reflected as the 1.0 acre Noble lot and the adjacent 1.0 acre M. Andrews lot on the 1909 Covington Map of the Town of Flora, the same bearing Tax I.D. Parcel No. 051E-16B-086

Lease Term: 40 years

Year Annual Rent

1 - 5 \$ 250.00

6 - 10 \$ 275.00

11 - 15 \$ 300.00

16 - 20 \$ 325.00

21 - 25 \$ 350.00

26 - 30 \$ 375.00

31 - 35 \$ 400.00

36 - 40 \$ 425.00

Lessees: Flora Smith Ball (Renegotiated)

Description: Lot 4, Knox Subdivision, Town of Flora

Lease Term: 40 years

Year Annual Rent

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

Following discussion, Mr. Tim Johnson did move and Mr. Paul Griffin did second a motion to approve the 16th section leases as set forth above, as submitted by the Madison County School Board. The vote on the matter being as follows:

Supervisor Douglas L. Jones Aye

Supervisor Tim Johnson Aye

Supervisor Andy Taggart No

Supervisor Karl M. Banks Not Present and Not Voting

Supervisor Paul Griffin Aye

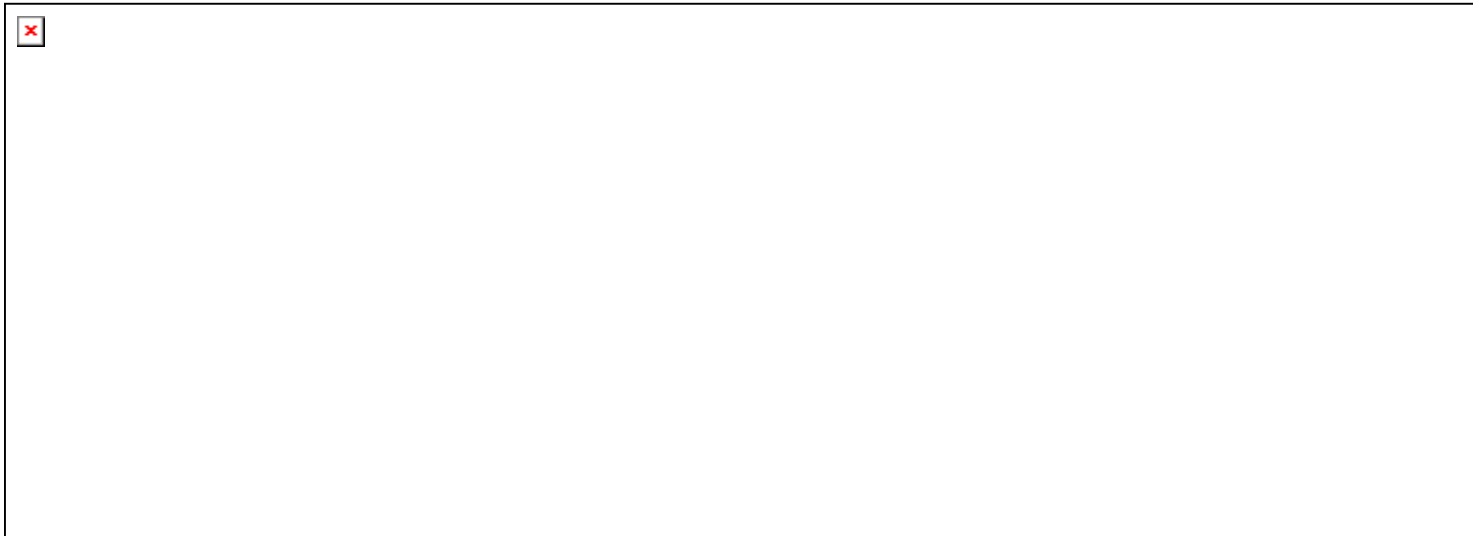
the matter carried by a majority vote of the Board and said leases were and are hereby approved.

SO ORDERED this the 5th day of April, 2004.

In re: Approval of Culvert Installation/Repair

on Certain Properties

WHEREAS, County Road Manager Prentiss Guyton appeared before the Board of Supervisors and requested approval of certain work orders pertaining to the installation of culverts on the following dates and locations:



Following discussion, Mr. Andy Taggart did move and Mr. Karl M. Banks did second a motion to approve the work orders listed above and authorize and allow the installation of culverts on the dates and at the locations listed above. The vote on the matter being as follows:

Supervisor Douglas L. Jones Aye

Supervisor Tim Johnson Aye

Supervisor Andy Taggart Aye

Supervisor Paul Griffin Aye

Supervisor Karl M. Banks Aye⁽¹⁾

the matter carried unanimously and the installation of said culverts was and is hereby approved.

SO ORDERED this the 5th day of April, 2004.

In re: Issuance of General Obligation Refunding Bonds

Series 2004 of Madison County, Mississippi

WHEREAS, the Board of Supervisors of Madison County, Mississippi, acting for and on behalf of Madison County, Mississippi, took up for consideration the matter of issuance of General Obligation Refunding Bonds, Series 2004, of Madison County, Mississippi, in the principal amount of Six Million Twenty-five Thousand Dollars (\$6,025,000) to raise money for the purpose of providing funds for the current refunding of the outstanding maturity of the County's General Obligation Refunding Bonds, Series 1993A, dated December 1, 1993, issued in the original principal amount of \$3,625,000, maturing in 2005, and the current refunding of certain outstanding maturities of the County's General Obligation Refunding Bonds, Series 1993B, dated December 1, 1993, issued in the original principal amount of \$6,000,000, maturing in the years 2005 through 2014, both inclusive (together the "Refunded Bonds"), and

WHEREAS, the hour of 9:00 o'clock A.M. on April 5, 2004, having arrived, the Clerk reported that there had been filed with him at or prior to said hour on said date five (5) proposals for the purchase of the aforesaid bonds and the Clerk then and there presented said sealed proposals to the Governing Body, and

WHEREAS, thereupon it was ordered by the Board of Supervisors that the Clerk proceed to read same aloud in the presence and hearing of said Governing Body and other persons assembled. The Clerk thereupon proceeded to open and read the aforesaid proposals which are attached hereto as Exhibits D, E, F, G, and H hereto, spread hereupon, and incorporated herein by reference, and

WHEREAS, following the reading of the proposals by the Clerk of the Board of Supervisors, Mr. Karl M. Banks did move and Mr. Paul Griffin did second a motion to take said proposals under advisement for tabulation and confirmation by the Board's bond counsel. The vote on the matter being as follows:

Supervisor Douglas L. Jones Aye

Supervisor Tim Johnson Aye

Supervisor Andy Taggart Aye

Supervisor Paul Griffin Aye

Supervisor Karl M. Banks Aye

the matter carried unanimously and said proposals were and are hereby taken under advisement.

SO ORDERED this the 5th day of April, 2004.

In re: Report of County Engineer on Annandale Drainage Problems

WHEREAS, County Engineer Mike McKenzie did appear before the Board and presented a report, in the form of a memo dated April 1, 2004, a true and correct copy of which may be found in the Miscellaneous Appendix to these Minutes, on certain drainage problems in Annandale Subdivision and did suggest two (2) possible solutions, and

WHEREAS, the Board is of the opinion that the report of the County Engineer should be taken under advisement in order to fully ascertain the breadth of the county's responsibility, if any, for said problems and whether there are others who should share in such responsibility,

Following discussion, Mr. Andy Taggart did move and Mr. Paul Griffin did second a motion to take the report of the County Engineer relative to the drainage problems in Annandale Subdivision under advisement. The vote on the matter being as follows:

Supervisor Douglas L. Jones Aye

Supervisor Tim Johnson Aye

Supervisor Andy Taggart Aye

Supervisor Paul Griffin Aye

Supervisor Karl M. Banks Aye

the matter carried unanimously and said report was and is hereby taken under advisement.

SO ORDERED this the 5th day of April, 2004.

***In re: Report of County Engineer on Replacement of
Certain Residential Mailboxes on Annandale Road***

WHEREAS, County Engineer Mike McKenzie did appear before the Board and presented a report, in the form of a memo dated April 1, 2004, a true and correct copy of which may be found in the Miscellaneous Appendix to these Minutes, on certain damage to and destruction of mailboxes at 804, 805, 807, and 825 Annandale Road which was caused by county workers and equipment during the making of improvements to said road, and

WHEREAS, Mr. McKenzie did recommend the Board authorize the replacement of boxes at 804 and 805 Annadale Road and replacement of boxes and posts at 807 and 825 Annandale Road in the total amount of \$660, and

WHEREAS, the Board is of the opinion that the county should take responsibility for the damage aforesaid and pay Copper Sculptures, a mailbox supplier, to make the repairs for the total amount recommended by Mr. McKenzie,

Following discussion, Mr. Andy Taggart did move and Mr. Paul Griffin did second a motion to take responsibility for the damage to said mailboxes and pay Copper Sculptures to replace the same as recommended by the County Engineer. The vote on the matter being as follows:

Supervisor Douglas L. Jones Aye

Supervisor Tim Johnson Aye

Supervisor Andy Taggart Aye

Supervisor Paul Griffin Aye

Supervisor Karl M. Banks Aye

the matter carried unanimously and Copper Sculptures was and is authorized to perform such work and submit invoices/claims to the county for payment of said repairs.

SO ORDERED this the 5th day of April, 2004.

In re: Issuance of General Obligation Refunding Bonds

Series 2004 of Madison County, Mississippi, Con't.

WHEREAS, following the reading of the proposals by the Clerk of the Board of Supervisors, and the tabulation and confirmation thereof by the Board's bond counsel, the following resolution was presented, read and its adoption and passage moved by Supervisor Andy Taggart:

RESOLUTION DIRECTING THE SALE AND AWARD OF GENERAL OBLIGATION REFUNDING BONDS, SERIES 2004, OF MADISON COUNTY, MISSISSIPPI, DATED MAY 1, 2004, IN THE PRINCIPAL AMOUNT OF SIX MILLION TWENTY-FIVE THOUSAND DOLLARS (\$6,025,000).

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

1. The Governing Body did meet at its regular meeting place in the Chancery Court Building in Canton, Mississippi, at 9:00 o'clock A.M., on April 5, 2004.
2. At said time and place five (5) proposals for the purchase of the Bonds were received, examined and considered by the Governing Body, said proposals having heretofore been presented by and being on file with the Clerk of the Governing Body.

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY AS FOLLOWS:

SECTION 1. The Bonds are hereby awarded and sold to Trustmark National Bank, Jackson, Mississippi, in accordance with the offer submitted to the Governing Body in words and figures as follows:

(The remainder of this page was left blank intentionally)

INSERT COPY OF WINNING PROPOSAL

SECTION 2. The President and Clerk of the Governing Body 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 Bonds shall be in fully registered form; shall be dated May 1, 2004; 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 the principal office of Trustmark National Bank, Jackson, Mississippi, the Paying and Transfer Agent; shall bear interest from the date thereof at the rates hereinafter set forth, payable semiannually on June 1 and December 1 in each year (each an "Interest Payment Date"), commencing December 1, 2004; and shall mature and become due and payable serially, on June 1 in the years and principal amounts as follows:

YEAR OF PRINCIPAL INTEREST

MATURITY AMOUNT RATE

2005 \$695,000 2.70%

2006 465,000 2.80

2006 480,000 2.90

2008 495,000 3.00

2009 520,000 3.00

2010 605,000 3.10

2011 625,000 3.20

2012 660,000 3.25

2013 690,000 3.30

2014 790,000 3.30

The Bonds are not subject to redemption prior to maturity.

SECTION 4. The refunding of the Refunded Bonds of the County with the proceeds of the Bonds will result in a net present value savings to maturity of the Refunded Bonds to the County of not less than two percent (2%) per annum as evidenced by the certificate of

Holley, Grubbs, Mitcham & Phillips, Jackson, Mississippi, the Financial Advisor to the County for the Bonds, attached hereto as **EXHIBIT A**.

SECTION 5. The Governing Body of Madison County, Mississippi, hereby approves and adopts the Official Statement in the form attached hereto as **EXHIBIT B**, 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 Governing Body.

SECTION 6. All orders, resolutions or proceedings of this Governing Body 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 Karl M. Banks seconded the motion to adopt the foregoing resolution, and the question being put to a roll call vote, the result was as follows:

Supervisor Doug Jones voted: AYE

Supervisor Tim Johnson voted: AYE

Supervisor Andrew Taggart voted: AYE

Supervisor Karl M. Banks voted: AYE

Supervisor Paul Griffin voted: AYE

The motion having received the affirmative vote of a majority of the members present, the President declared the motion carried and the resolution adopted, on this the 5th day of April, 2004.

PRESIDENT, BOARD OF SUPERVISORS

ATTEST:

CLERK, BOARD OF SUPERVISORS

EXHIBIT A

CERTIFICATE AS TO NET PRESENT VALUE SAVINGS

This is to certify that the sale and issuance of the General Obligation Refunding Bonds, Series 2004, by Madison County, Mississippi, for the purpose of providing funds for the current refunding of the outstanding maturity of the County's General Obligation Refunding Bonds, Series 1993A, dated December 1, 1993, issued in the original principal amount of \$3,625,000, maturing in 2005 (the "Refunded 1993A Bonds") and the current refunding of certain outstanding maturities of the County's General Obligation Refunding Bonds, Series 1993B, dated December 1, 1993, issued in the original principal amount of \$6,000,000, maturing in the years 2005 through 2014, both inclusive (the "Refunded

1993B Bonds" together with the Refunded 1993A Bonds, the "Refunded Bonds"), will result in an overall net present value savings to maturity of not less than two percent (2%) on the Refunded Bonds which overall net present value savings to maturity on the Refunded Bonds of not less than two percent (2%) meets or exceeds the requirements of Section 31-27-13, Mississippi Code of 1972.

HOLLEY, GRUBBS, MITCHAM & PHILLIPS

JACKSON, MISSISSIPPI

By: _

Title: Financial Advisor

EXHIBIT B

FORM OF OFFICIAL STATEMENT

(Exhibit B to this Resolution may be found in the Miscellaneous Appendix to these Minutes)

In re: Issuance of General Obligation Refunding Bonds

Series 2004 of Madison County, Mississippi, Con't.

WHEREAS, the Board of Supervisors of Madison County, Mississippi (the "County"), took up for further consideration the matter of the issuance of General Obligation Refunding Bonds, Series 2004, of said County, in the principal amount of Six Million Twenty-Five Thousand Dollars (\$6,025,000). After a discussion of the subject, Supervisor Andy Taggart offered and moved the adoption of the following resolution:

RESOLUTION AUTHORIZING AND DIRECTING THE ISSUANCE OF GENERAL OBLIGATION REFUNDING BONDS, SERIES 2004 (THE "BONDS"), OF MADISON COUNTY, MISSISSIPPI (THE "COUNTY") IN THE PRINCIPAL AMOUNT OF SIX MILLION TWENTY-FIVE THOUSAND DOLLARS (\$6,025,000) TO RAISE MONEY FOR THE PURPOSE OF PROVIDING FUNDS FOR THE (I) CURRENT REFUNDING OF (A) THE OUTSTANDING MATURITY OF THE COUNTY'S GENERAL OBLIGATION REFUNDING BONDS, SERIES 1993A, DATED DECEMBER 1, 1993, ISSUED IN THE ORIGINAL PRINCIPAL AMOUNT OF \$3,625,000, MATURING IN 2005, AND (B) CERTAIN OUTSTANDING MATURITIES OF THE COUNTY'S GENERAL OBLIGATION REFUNDING BONDS, SERIES 1993B, DATED DECEMBER 1, 1993, ISSUED IN THE ORIGINAL PRINCIPAL AMOUNT OF \$6,000,000, MATURING IN THE YEARS 2005 THROUGH 2014, BOTH INCLUSIVE; AND (II) PAYING THE COST OF ISSUANCE OF THE BONDS.

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

1. (a) In addition to any words and terms elsewhere defined herein, the following words and terms shall have the following meanings, unless some other meaning is plainly intended:

"Act" shall mean Sections 31-27-1 et seq., Mississippi Code of 1972, as amended.

"Act of Bankruptcy" shall mean the filing of a petition in bankruptcy by or against the County under any applicable bankruptcy, insolvency, reorganization or similar law, now or hereafter in effect.

"Agent" shall mean any Paying Agent or Transfer Agent, whether serving in either or both capacities, and herein designated by the Governing Body.

"Authorized Officer" means the President of the Governing Body, the Clerk of the County, and any other officer designated from time to time as an Authorized Officer by resolution of the County, and when used with reference to any act or document also means any other Person authorized by resolution of the County to perform such act or sign such document.

"Bond" or "Bonds" shall mean the \$6,025,000 General Obligation Refunding Bonds, Series 2004, of the County authorized and directed to be issued in this resolution.

"Bond Counsel" shall mean Butler, Snow, O'Mara, Stevens & Cannada, PLLC, Jackson, Mississippi.

"Bond Resolution" shall mean this resolution.

"Callable 1993A Bonds" shall mean the 1993A Bonds maturing in the year 2005.

"Callable 1993B Bonds" shall mean the 1993B Bonds maturing in the years 2005 through 2014, both inclusive.

"Clerk" shall mean the Chancery Clerk of the County.

"County" shall mean Madison County, Mississippi.

"Governing Body" shall mean the Board of Supervisors of the County.

"1993A Bonds" shall mean the Madison County, Mississippi General Obligation Refunding Bonds, Series 1993A, dated December 1, 1993, issued in the aggregate principal amount of \$3,625,000 of which \$1,035,000 remains outstanding.

"1993A Paying Agent" shall mean Liberty Bank, Jackson, Mississippi.

"1993B Bonds" shall mean the Madison County, Mississippi General Obligation Refunding Bonds, Series 1993B, dated December 1, 1993, issued in the aggregate principal amount of \$6,000,000 of which \$5,655,000 remains outstanding.

"1993B Paying Agent" shall mean Liberty Bank, Jackson, Mississippi.

"Paying Agent" shall mean initially Trustmark National Bank, Jackson, Mississippi, or any bank, trust company or other institution hereafter designated by the Governing Body for the payment of the principal of and interest on the Bonds.

"Person" shall mean an individual, partnership, corporation, trust or unincorporated organization and a government or agency or political subdivision thereof.

"President" shall mean the president of the Board of Supervisors of Madison County, Mississippi.

"Record Date" shall mean, as to interest payments, the 15th day of the month preceding the dates set for payment of interest on the Bonds and, as to payments of principal, the 15th day of the month preceding the maturity date or the date set for redemption.

"Record Date Registered Owner" shall mean the Registered Owner as of the Record Date.

"Refunded Bonds" shall mean together the Refunded 1993A Bonds and the Refunded 1993B Bonds.

"Refunded 1993A Bonds" shall mean the 1993A Bonds which mature in the year 2005.

"Refunded 1993B Bonds" shall mean the 1993B Bonds which mature in the years 2005 through 2014, both inclusive.

"Refunding Project" shall mean providing funds for the refunding of the Refunded Bonds, including funds for the redemption price of each the Callable 1993A Bonds and Callable 1993B Bonds.

"Registered Owner" shall mean the Person whose name shall appear in the registration records of the County maintained by the Transfer Agent.

"Transfer Agent" shall mean initially Trustmark National Bank, Jackson, Mississippi, or any bank, trust company or other institution hereafter designated by the Governing Body for the registration of owners of the Bonds and for the performance of such other duties as may be herein or hereafter specified by the Governing Body.

"Transferred Proceeds" shall mean funds transferred from the debt service funds of the Refunded Bonds to fund a portion of the Refunding Project.

"2004 Bond Fund" shall mean Madison County, Mississippi General Obligation Refunding Bonds, Series 2004, 2004 Bond Fund provided for in Section 13 hereof.

"2004 Cost of Issuance Fund" shall mean Madison County, Mississippi, General Obligation Refunding Bonds, Series 2004, 2004 Cost of Issuance Fund provided for in Section 14 hereof.

"Underwriter" shall mean Trustmark National Bank, Jackson, Mississippi.

(b) Words of the masculine gender shall be deemed and construed to include correlative words of the feminine and neuter genders. Unless the context shall otherwise indicate, words and terms herein defined shall be equally applicable to the plural as well as the singular form of any of such words and terms.

2. The County is authorized under the provisions of the Act to issue its General Obligation Refunding Bonds, Series 2004 to refund the Refunded Bonds. It is advisable and in the public interest to issue the Bonds for the purpose stated herein.

3. The estimated cost of refunding the Refunded Bonds and paying the costs of issuance of the Bonds herein directed to be issued is Six Million Twenty-Five Thousand Dollars (\$6,025,000).

4. On the 5th day of April, 2004, the Governing Body adopted a resolution entitled:

RESOLUTION APPROVING AND RATIFYING THE SIGNING AND DISTRIBUTION OF THE FINAL PRELIMINARY OFFICIAL STATEMENT FOR THE SALE OF \$6,025,000 GENERAL OBLIGATION REFUNDING BONDS, SERIES 2004, OF MADISON COUNTY, MISSISSIPPI.

wherein the Governing Body approved and ratified the form of, execution of and distribution of the Preliminary Official Statement for the sale of the Bonds.

5. It has now become necessary to make provision for the preparation, execution and issuance of said Bonds.

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY, ACTING FOR AND ON BEHALF OF THE COUNTY, AS FOLLOWS:

SECTION 1. In consideration of the purchase and acceptance of any and all of the Bonds by those who shall hold the same from time to time, this Bond Resolution shall constitute a contract between the County and the Registered Owners from time to time of the Bonds. The pledge made herein and the covenants and agreements herein set forth to be performed on behalf of the County for the benefit of the Registered Owners shall be for the equal benefit, protection and security of the Registered Owners of any and all of the Bonds, all of which, regardless of the time or times of their authentication and delivery or maturity, shall be of equal rank without preference, priority or distinction.

SECTION 2. The Bonds are hereby authorized and ordered to be prepared and issued in the principal amount of Six Million Twenty-Five Thousand (\$6,025,000) to provide a portion of the funds, which funds together with the Transferred Proceeds, will be sufficient to fund the Refunding Project and pay the costs of issuance of the Bonds as authorized by the Act.

SECTION 3. (a) Payments of interest on the Bonds shall be made to the Record Date Registered Owner, and payments of principal shall be made upon presentation and surrender thereof at the principal office of the Paying Agent to the Record Date Registered Owner in lawful money of the United States of America.

(b) The Bonds shall be registered as to both principal and interest; shall be dated May 1, 2004; shall be issued in the principal denomination of \$5,000 each, or integral multiples thereof up to the amount of a single maturity; shall be numbered from one upward in the order of issuance; shall bear interest from the date thereof at the rate or rates specified by further order of the Governing Body, payable on June 1 and December 1 of each year (each an "Interest Payment Date"), commencing December 1, 2004; and shall mature and become due and payable on June 1 in the years and in the principal amounts as follows:

YEAR AMOUNT

2005 \$695,000

2006 465,000

2007 480,000

2008 495,000

2009 520,000

2010 605,000

2011 625,000

2012 660,000

2013 690,000

2014 790,000

(c) The Bonds are **not** subject to redemption prior to their stated dates of maturity.

(d) The Bonds, for which the payment of sufficient moneys or, to the extent permitted by the laws of the State of Mississippi, (i) direct obligations of, or obligations for the payment of the principal of and interest on which are unconditionally guaranteed by, the United States of America ("Government Obligations"), (ii) certificates of deposit or municipal obligations fully secured by Government Obligations or (iii) evidences of ownership of proportionate interests in future interest or principal payments on

Government Obligations held by a bank or trust company as custodian, under which the owner of the investment is the real party in interest and has the right to proceed directly and individually against the obligor on the Government Obligations and which Government Obligations are not available to satisfy any claim of the custodian or any person claiming through the custodian or to whom the custodian may be obligated, (iv) State and Local Government Series ("SLGS") Securities, and (v) municipal obligations, the payment of the principal of, interest and redemption premium, if any, on which are irrevocably secured by Government Obligations and which Government Obligations are not subject to redemption prior to the date on which the proceeds attributable to the principal of such obligations are to be used and have been deposited in an escrow account which is irrevocably pledged to the payment of the principal of and interest and redemption premium, if any, on such municipal obligations (all of which collectively, with Government Obligations, "Defeasance Securities"), shall have been deposited with an escrow agent appointed for such purpose, which may be the Paying and Transfer Agent, shall be deemed to have been paid, shall cease to be entitled to any lien, benefit or security under this Bond Resolution and shall no longer be deemed to be outstanding hereunder, and the Registered Owners shall have no rights in respect thereof except to receive payment of the principal of and interest on such Bonds from the funds held for that purpose. Defeasance Securities shall be considered sufficient under the Bond Resolution if said investments, with interest, mature and bear interest in such amounts and at such times as will assure sufficient cash to pay currently maturing interest and to pay principal when due on such Bonds.

SECTION 4. 1. When the Bonds shall have been validated and executed as herein provided, they shall be registered as an obligation of the County in the office of the Clerk in a record maintained for that purpose, and the Clerk shall cause to be imprinted upon the reverse side of each of the Bonds, over his facsimile signature and facsimile seal, his certificate in substantially the form set out in Section 6.

(b) The Bonds shall be executed by the manual or facsimile signature of the President and countersigned by the manual or facsimile signature of the Clerk, with the seal of the County imprinted or affixed thereto; provided, however all signatures and seals appearing on the Bonds, other than the signature of an authorized officer of the Transfer Agent hereafter provided for, may be facsimile and shall have the same force and effect as if manually signed or impressed. In case any official of the County whose signature or a facsimile of whose signature shall appear on the Bonds shall cease to be such official before the delivery or reissuance thereof, such signature or such facsimile shall nevertheless be valid and sufficient for all purposes, the same as if such official had remained in office until delivery or reissuance.

(c) The Bonds shall be delivered to the Underwriter upon payment of the purchase price therefor in accordance with the terms and conditions of their sale and award, together with a complete certified transcript of the proceedings had and done in the matter of the authorization, issuance, sale and validation of the Bonds, and the final, unqualified approving opinion of Bond Counsel, which opinion shall be imprinted on the reverse of each of the Bonds.

(d) Prior to or simultaneously with the delivery by the Transfer Agent of any of the Bonds, the County shall file with the Transfer Agent:

(i) a copy, certified by the Clerk, of the transcript of proceedings of the Governing Body in connection with the authorization, issuance, sale and validation of the Bonds; and

(ii) an authorization to the Transfer Agent, signed by the President, to authenticate and deliver the Bonds to the Underwriter.

(e) At delivery, the Transfer Agent shall authenticate the Bonds and deliver them to the Underwriter thereof upon payment of the purchase price of the Bonds to the County.

(f) Bonds, blank as to denomination, rate of interest, date of maturity and CUSIP number and sufficient in quantity in the judgment of the County to meet the reasonable transfer and reissuance needs on the Bonds, shall be printed and delivered to the Transfer Agent in generally-accepted format, and held by the Transfer Agent until needed for transfer or reissuance, whereupon the Transfer Agent shall imprint the appropriate information as to denomination, rate of interest, date of maturity and CUSIP number prior to the registration, authentication and delivery thereof to the transferee holder. The Transfer Agent is hereby authorized upon the approval of the Governing Body to have printed from time to time as necessary additional Bonds bearing the facsimile seal of the County and facsimile signatures of the persons who were the officials of the Governing Body as of the date of original issue of the Bonds.

SECTION 5. (a) The County hereby appoints Trustmark National Bank, Jackson, Mississippi, as the Paying and Transfer Agent. The Paying and Transfer Agent shall be a bank or trust company located within the State of Mississippi. The County specifically reserves the right to hereafter designate a separate Transfer Agent and/or Paying Agent in its discretion in the manner hereinafter provided.

(b) So long as any of the Bonds shall remain outstanding, the County shall maintain with the Transfer Agent records for the registration and transfer of the Bonds. The Transfer Agent is hereby appointed registrar for the Bonds, in which capacity the Transfer Agent shall register in such records and permit to be transferred thereon, under such reasonable regulations as may be prescribed, any Bond entitled to registration or transfer.

(c) The County shall pay or reimburse the Agent for reasonable fees for the performance of the services normally rendered and the incurring of normal expenses reasonably and necessarily paid as are customarily paid to paying agents, transfer agents and bond registrars, subject to agreement between the County and the Agent. Fees and reimbursements for extraordinary services and expenses, so long as not occasioned by the negligence, misconduct or willful default of the Agent, shall be made by the County on a case-by-case basis, subject, where not prevented by emergency or other exigent circumstances, to the prior written approval of the Governing Body.

(d) (i) An Agent may at any time resign and be discharged of the duties and obligations of either the function of the Paying Agent or Transfer Agent, or both, by giving at least sixty (60) days' written notice to the County, and may be removed from either or both of said functions at any time by resolution of the Governing Body delivered to the Agent. The resolution shall specify the date on which such removal shall take effect and the name and address of the successor Agent, and shall be transmitted to the Agent being removed within a reasonable time prior to the effective date thereof. Provided, however, that no resignation or removal of an Agent shall become effective until a successor Agent has been appointed pursuant to the Bond Resolution.

(i) Upon receiving notice of the resignation of an Agent, the County shall promptly appoint a successor Agent by resolution of the Governing Body. Any appointment of a successor Agent shall become effective upon acceptance of appointment by the successor Agent. If no successor Agent shall have been so appointed and have accepted appointment within thirty (30) days after the notice of resignation, the resigning Agent may petition any court of competent jurisdiction for the appointment of a successor Agent, which court may thereupon, after such notice as it may deem appropriate, appoint a successor Agent.

(ii) In the event of a change of Agents, the predecessor Agent shall cease to be custodian of any funds held pursuant to this Bond Resolution in connection with its role as such Agent, and the successor Agent shall become such custodian; provided, however, that before any such delivery is required to be made, all fees, advances and expenses of the retiring or removed Agent shall be fully paid. Every predecessor Agent shall deliver to its successor Agent all records of account, registration records, lists of Registered Owners and all other records, documents and instruments relating to its duties as such Agent.

(iii) Any successor Agent appointed under the provisions hereof shall be a bank, trust company or national banking association having Federal Deposit Insurance Corporation insurance of its accounts, duly authorized to exercise corporate trust powers and subject to examination by and in good standing with the federal and/or state regulatory authorities under the jurisdiction of which it falls.

(iv) Every successor Agent appointed hereunder shall execute, acknowledge and deliver to its predecessor Agent and to the County an instrument in writing accepting such appointment hereunder, and thereupon such successor Agent, without any further act, shall become fully vested with all the rights, immunities and powers, and subject to all the duties and obligations, of its predecessor.

(v) Should any transfer, assignment or instrument in writing be required by any successor Agent from the County to more fully and certainly vest in such successor Agent the estates, rights, powers and duties hereby vested or intended to be vested in the predecessor Agent, any such transfer, assignment and written instruments shall, on request, be executed, acknowledged and delivered by the County.

(vi) The County will provide any successor Agent with certified copies of all resolutions, orders and other proceedings adopted by the Governing Body relating to the Bonds.

(vii) All duties and obligations imposed hereby on an Agent or successor Agent shall terminate upon the accomplishment of all duties, obligations and responsibilities imposed by law or required to be performed by this Bond Resolution.

(e) Any corporation or association into which an Agent may be converted or merged, or with which it may be consolidated or to which it may sell or transfer its assets as a whole or substantially as a whole, or any corporation or association resulting from any such conversion, sale, merger, consolidation or transfer to which it is a party, shall be and become successor Agent hereunder and vested with all the powers, discretion, immunities, privileges and all other matters as was its predecessor, without the execution or filing of any instrument or any further act, deed or conveyance on the part of either the County or the successor Agent, anything herein to the contrary notwithstanding, provided only that such successor Agent shall be satisfactory to the County and eligible under the provisions of Section 5(d)(iv) hereof.

SECTION 6. The Bonds shall be in substantially the following form, with such appropriate variations, omissions and insertions as are permitted or required by this Bond Resolution:

[BOND FORM]

UNITED STATES OF AMERICA

STATE OF MISSISSIPPI

MADISON COUNTY

GENERAL OBLIGATION REFUNDING BOND

SERIES 2004

NO. \$

Rate of Interest Maturity Date of Original Issue CUSIP

June 1, _____ May 1, 2004

Registered Owner:

Principal Amount: DOLLARS

Madison County, State of Mississippi (the "County"), a body politic existing under the Constitution and laws of the State of Mississippi, acknowledges itself to owe and for value received, promises to pay in lawful money of the United States of America to the Registered Owner identified above, upon the presentation and surrender of this Bond, at the principal office of Trustmark National Bank, Jackson, Mississippi, or its successor, as paying agent (the "Paying Agent") for the General Obligation Refunding Bonds, Series 2004, of the County (the "Bonds"), on the maturity date identified above, the principal amount identified above. Payment of the principal amount of this Bond shall be made to the Registered Owner hereof who shall appear in the registration records of the County maintained by Trustmark National Bank, Jackson, Mississippi, or its successor, as

transfer agent for the Bonds (the "Transfer Agent"), as of the 15th day preceding the maturity date hereof.

The County further promises to pay interest on such principal amount from the date of this Bond or from the most recent interest payment date to which interest has been paid at the rate of interest per annum set forth above, on June 1 and December 1 of each year (each an "Interest Payment Date"), commencing December 1, 2004, until said principal sum is paid, to the Registered Owner hereof who shall appear in the registration records of the County maintained by the Transfer Agent as of the 15th day preceding the applicable Interest Payment Date.

Payments of principal of and interest on this Bond shall be made by check or draft mailed on the Interest Payment Date to such Registered Owner at his address as it appears on such registration records. The Registered Owner hereof may change such address by written notice to the Transfer Agent by certified mail, return receipt requested, or such other method as may be subsequently prescribed by the Transfer Agent, such notice to be received by the Transfer Agent not later than the 15th day preceding the applicable principal or Interest Payment Date.

This Bond is one of a series of Bonds of like date of original issue, tenor and effect, except as to denomination, number, rate of interest and date of maturity, issued in the aggregate authorized principal amount of Six Million Twenty-Five Thousand Dollars (\$6,025,000) to provide funds, together with certain Transferred Proceeds from the debt service funds of the Refunded Bonds, as hereinafter defined, which will be sufficient for the purposes of (i) current refunding (a) the outstanding maturity of the County's General Obligation Refunding Bonds, Series 1993A, dated December 1, 1993, issued in the original principal amount of \$3,625,000, maturing in 2005, and (b) certain outstanding maturities of the County's General Obligation Refunding Bonds, Series 1993B, dated December 1, 1993, issued in the original principal amount of \$6,000,000, maturing in 2005 through 2014, both inclusive (together, the "Refunded Bonds"); and (ii) paying the costs of issuance of the Bonds.

This Bond is issued under the authority of the Constitution and statutes of the State of Mississippi, including Sections 31-27-1 et seq., Mississippi Code of 1972, as amended, and by the further authority of proceedings duly had by the Board of Supervisors of the County, including a resolution adopted April 5, 2004 (the "Bond Resolution").

The Bonds are not subject to redemption prior to their stated dates of maturity.

The Bonds are registered as to both principal and interest. The Bonds are to be issued or reissued in the denomination of \$5,000 each, or integral multiples thereof up to the amount of a single maturity.

This Bond may be transferred or exchanged by the Registered Owner hereof in person or by his attorney duly authorized in writing at the principal office of the Transfer Agent, but only in the manner, subject to the limitations in the Bond Resolution, and upon

surrender and cancellation of this Bond. Upon such transfer or exchange, a new Bond or Bonds of like aggregate principal amount in authorized denominations of the same maturity will be issued.

The County and the Paying Agent may deem and treat the Registered Owner hereof as the absolute owner for the purpose of receiving payment of or on account of principal hereof and interest due hereon and for all other purposes and neither the County nor the Paying Agent shall be affected by any notice to the contrary.

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 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.

This Bond shall not be valid or become obligatory for any purpose or be entitled to any benefit or security under the Bond Resolution until the certificate of registration and authentication hereon shall have been signed by the Transfer Agent.

IT IS HEREBY CERTIFIED, RECITED AND REPRESENTED that all conditions, acts and things required by law to exist, to have happened and to have been performed precedent to and in the issuance of the Bonds, in order to make the same legal and binding general obligations of the County, according to the terms thereof, do exist, have happened and have been performed in regular and due time, form and manner as required by law. For the performance in apt time and manner of every official act herein required, and for the prompt payment of this Bond, both principal and interest, the full faith and credit of the County are hereby irrevocably pledged.

IN WITNESS WHEREOF, the County has caused this Bond to be executed in its name by the manual or facsimile signature of the President of the Board of Supervisors of the County, countersigned by the manual or facsimile signature of the Clerk of the County, under the manual or facsimile seal of the County, which said manual or facsimile signatures and seal said officials adopt as and for their own proper signatures and seal, as of the 1st day of May, 2004.

MADISON COUNTY, MISSISSIPPI

BY: _____

President, Board of Supervisors

COUNTERSIGNED:

Chancery Clerk (Seal) There shall be printed in the lower left portion of the face of the Bonds a registration and authentication certificate in substantially the following form:

CERTIFICATE OF REGISTRATION AND AUTHENTICATION

This Bond is one of the Bonds described in the within mentioned Bond Resolution and is one of the General Obligation Refunding Bonds, Series 2004, of Madison County, Mississippi.

TRUSTMARK NATIONAL BANK

Jackson, Mississippi

as Transfer Agent

BY: _____

Authorized Officer

Date of Registration and Authentication: _____

There shall be printed on the reverse of the Bonds a registration and validation certificate and an assignment form in substantially the following form:

REGISTRATION AND VALIDATION CERTIFICATE

STATE OF MISSISSIPPI

COUNTY OF MADISON

I, the undersigned Chancery Clerk of Madison County, Mississippi, do hereby certify that the within Bond has been duly registered by me as an obligation of said County pursuant to law in a record kept in my office for that purpose, and has been validated and confirmed by Decree of the Chancery Court of Madison County, Mississippi, rendered on the 3rd day of May, 2004.

(facsimile)

Chancery Clerk

(facsimile seal)

ASSIGNMENT

FOR VALUE RECEIVED, the undersigned sells, assigns and transfers unto _____

(Name and Address of Assignee)

the within Bond and does hereby irrevocably constitute and appoint , , _____, as Transfer Agent to transfer the said Bond on the records kept for registration thereof with full power of substitution in the premises.

NOTICE: The signature to this Assignment must correspond with the name of the Registered Owner as it appears upon the face of the within Bond in every particular manner, without any alteration whatever.

Signatures guaranteed:

NOTICE: Signature(s) must be guaranteed by an approved eligible guarantor institution, an institution that is a participant in a Securities Transfer Association recognized signature guarantee program.

(Authorized Officer)

Date of Assignment: _____

Insert Social Security Number or Other

Tax Identification Number of Assignee: _____

[End of Bond Form]

SECTION 7. In case any Bond shall become mutilated or be stolen, destroyed or lost, the County shall, if not then prohibited by law, cause to be authenticated and delivered a new Bond of like date, number, maturity and tenor in exchange and substitution for and upon cancellation of such mutilated Bond, or in lieu of and in substitution for such Bond stolen, destroyed or lost, upon the Registered Owner's paying the reasonable expenses and charges of the County in connection therewith, and in case of a Bond stolen, destroyed or lost, his filing with the County or Transfer Agent evidence satisfactory to them that such Bond was stolen, destroyed or lost, and of his ownership thereof, and furnishing the County or Transfer Agent with such security or indemnity as may be required by law or by them to save each of them harmless from all risks, however remote.

SECTION 8. For the purpose of effectuating and providing for the payment of the principal of and interest on the Bonds as the same shall respectively mature and accrue, there shall be and is hereby levied a direct, continuing special tax upon all of the taxable property within the geographical limits of the County, adequate and sufficient, after allowance shall have been made for the expenses of collection and delinquencies in the payment of taxes, to produce sums required for the payment of the principal of and the interest on the Bonds. Said tax shall be extended upon the tax rolls and collected in the same manner and at the same time as other taxes of the County are collected, and the rate of tax which shall be so extended shall be sufficient in each year fully to produce the sums required as aforesaid, without limitation as to time, rate or amount. The avails of said tax are hereby irrevocably pledged for the payment of the principal of and interest on the Bonds as the same shall respectively mature and accrue. Should there be a failure in any year to comply with the requirements of this section, such failure shall not impair the right of the Registered Owners of any of the Bonds in any subsequent year to have adequate taxes levied and collected to meet the obligations of the Bonds, both as to principal and interest.

SECTION 9. Only such of the Bonds as shall have endorsed thereon a certificate of registration and authentication in substantially the form hereinabove set forth, duly executed by the Transfer Agent, shall be entitled to the rights, benefits and security of this Bond Resolution. No Bond shall be valid or obligatory for any purpose unless and until such certificate of registration and authentication shall have been duly executed by the Transfer Agent, which executed certificate shall be conclusive evidence of registration, authentication and delivery under this Bond Resolution. The Transfer Agent's certificate of registration and authentication on any Bond shall be deemed to have been duly executed if signed by an authorized officer of the Transfer Agent, but it shall not be necessary that the same officer sign said certificate on all of the Bonds that may be issued hereunder at any one time.

SECTION 10. (a) In the event the Underwriter shall fail to designate the names, addresses and social security or tax identification numbers of the Registered Owners of the Bonds within thirty (30) days of the date of sale, or at such other later date as may be designated by the County, one Bond registered in the name of the Underwriter may be issued in the full amount for each maturity. Ownership of the Bonds shall be in the Underwriter until the initial Registered Owner has made timely payment and, upon request of the Underwriter within a reasonable time of the initial delivery of the Bonds, the Transfer Agent shall re-register any such Bond upon its records in the name of the Registered Owner to be designated by the Underwriter in the event timely payment has not been made by the initial Registered Owner.

(b) Except as hereinabove provided, the Person in whose name any Bond shall be registered in the records of the County maintained by the Transfer Agent may be deemed the absolute owner thereof for all purposes, and payment of or on account of the principal of or interest on any Bond shall be made only to or upon the order of the Registered Owner thereof, or his legal representative, but such registration may be changed as hereinafter provided. All such payments shall be valid and effectual to satisfy and discharge the liability upon such Bond to the extent of the sum or sums so paid.

SECTION 11. (a) Each Bond shall be transferable only in the records of the County, upon surrender thereof at the office of the Transfer Agent, together with a written instrument of transfer satisfactory to the Transfer Agent duly executed by the Registered Owner or his attorney duly authorized in writing. Upon the transfer of any Bond, the County, acting through its Transfer Agent, shall issue in the name of the transferee a new Bond or Bonds of the same aggregate principal amount and maturity and rate of interest as the surrendered Bond or Bonds.

(b) In all cases in which the privilege of transferring Bonds is exercised, the Transfer Agent shall authenticate and deliver Bonds in accordance with the provisions of this Bond Resolution.

SECTION 12. (a) The County hereby establishes the 2004 Bond Fund which shall be maintained with a qualified depository in its name for the payment of the principal of and interest on the Bonds, and the payment of Agents' fees in connection therewith. There shall be deposited into the 2004 Bond Fund as and when received:

- (i) The accrued interest and premium, if any, received upon delivery of the Bonds;
- (ii) The avails of any of the ad valorem taxes levied and collected pursuant to Section 8 hereof;
- (iii) Any income received from investment of monies in the 2004 Bond Fund; and
- (iv) Any other funds available to the County which may be lawfully used for payment of the principal of and interest on the Bonds, and which the Governing Body, in its discretion, may direct to be deposited into the 2004 Bond Fund.

(b) As long as any principal of and interest on the Bonds remains outstanding, the Clerk is hereby irrevocably authorized and directed to withdraw from the 2004 Bond Fund sufficient monies to make the payments herein provided for and to transfer same to the account of the Paying Agent in time to reach said Paying Agent at least five (5) days prior to the date on which said interest or principal and interest shall become due.

SECTION 13. The County hereby establishes the 2004 Cost of Issuance Fund which shall be maintained at a qualified depository. A certain portion of the proceeds received upon the sale of the Bonds shall be deposited in the 2004 Cost of Issuance Fund. Any income received from investment of monies in the 2004 Cost of Issuance Fund shall be deposited in the 2004 Cost of Issuance Fund. Funds in the 2004 Cost of Issuance Fund shall be used to pay the costs, fees and expenses incurred by the County in connection with the authorization, issuance, sale, validation and delivery of the Bonds. Any amounts which remain in the 2004 Cost of Issuance Fund after the payment of the costs of issuance for the Bonds shall be deposited in the 2004 Bond Fund and used as permitted under State law.

SECTION 14. A certain portion of the principal proceeds received upon the sale of the Bonds and certain Transferred Proceeds will be remitted directly to the 1993A Paying Agent and 1993B Paying Agent, respectively, to effectuate the refunding of the Refunded 1993A Bonds and the Refunded 1993B8 Bonds, respectively, and the redemption of the Callable 1993A Bonds and the Callable 1993B Bonds, respectively.

SECTION 15. (a) Payment of principal on the Bonds shall be made, upon presentation and surrender of the Bonds at the principal office of the Paying Agent, to the Record Date Registered Owner thereof who shall appear in the registration records of the County maintained by the Transfer Agent as of the Record Date.

(b) Payment of each installment of interest on the Bonds shall be made to the Record Date Registered Owner thereof whose name shall appear in the registration records of the County maintained by the Transfer Agent as of the Record Date. Interest shall be payable in the aforesaid manner irrespective of any transfer or exchange of such Bond subsequent to the Record Date and prior to the due date of the interest.

(c) Principal of and interest on the Bonds shall be paid by check or draft mailed on the Interest Payment Date to Registered Owners at the addresses appearing in the registration records of the Transfer Agent. Any such address may be changed by written notice from the Registered Owner to the Transfer Agent by certified mail, return receipt requested, or such other method as may be subsequently prescribed by the Transfer Agent, such notice to be received by the Transfer Agent not later than the 15th day preceding the applicable principal or Interest Payment Date to be effective as of such date.

SECTION 16. The Bonds may be submitted to validation as provided by Chapter 13, Title 31, Mississippi Code of 1972, and to that end the Clerk is hereby directed to make up a transcript of all legal papers and proceedings relating to the Bonds and to certify and forward the same to the State's Bond Attorney for the institution of validation proceedings.

SECTION 17. The County hereby covenants that it will not make any use of the proceeds of the Bonds or do or suffer any other action that would cause: (i) the Bonds to be "arbitrage bonds" as such term is defined in Section 148(a) of the Internal Revenue Code of 1986, as amended ("Code"), and the Regulations promulgated thereunder; (ii) the interest on the Bonds to be included in the gross income of the Registered Owners thereof for federal income taxation purposes; or (iii) the interest on the Bonds to be treated as an item of tax preference under Section 57(a)(5) of the Code.

SECTION 18. The County hereby covenants as follows:

(a) it has not abandoned, sold or otherwise disposed of any facility, equipment or improvement financed or refinanced directly or indirectly with the proceeds of the Refunded Bonds;

(b) it does not intend to, during the term that any of the Bonds allocable to the Refunding Project are outstanding, abandon, sell or otherwise dispose of any facility, equipment or improvement financed or refinanced directly or indirectly with the proceeds of the Refunded Bonds;

(c) it shall timely file with the Ogden, Utah Service Center of the Internal Revenue Service, such information report or reports as may be required by Section 148(f) and 149(e) of the Code;

(d) it shall take no action that would cause the Bonds to be "federally guaranteed" within the meaning of Section 149(b) of the Code;

(e) it will not employ an abusive arbitrage device in connection with the issuance by it of the Bonds which will enable it to obtain a material financial advantage (based on arbitrage) apart from the savings that may be realized as a result of the lower interest rates on the Bonds than on the Refunded Bonds and overburden the tax-exempt bond market;

(f) the amount of "excess gross proceeds", as such term is defined in Income Tax Regulation 1.148-10(c)(2), of the Bonds allocable to the Refunding Project will not exceed one percent (1%) of the proceeds received from the sale thereof; and

it shall make, or cause to be made, the rebate required by Section 148(f) of the Code in the manner described in Regulation § 1.148-0 through 1.148-11, 1.149(b)-1, 1.149(d)-1, 1.149(g)-1, 1.150-1, 1.150-2, as such regulations and statutory provisions may be modified insofar as they apply to the Bonds.

SECTION 19. The County hereby designates the Bonds as "qualified tax-exempt obligations" as defined in and for the purposes of Section 265(b)(3) of the Code. For purposes of this designation, the County hereby represents that:

(a) the County reasonably anticipates that the amount of tax-exempt obligations to be issued by it during the period from January 1, 2004, to December 31, 2004, and the amount of obligations designated as "qualified tax-exempt obligations by it, will not exceed \$10,000,000 when added to the aggregate principal amount of the Bonds;

(b) for purposes of this Section 19, the following obligations are not taken into account in determining the aggregate principal amount of tax-exempt obligations issued by the County: (i) a private activity bond as defined in Section 141 of the Code (other than a qualified 501(c)(3) bond, as defined in Section 145 of the Code); and (ii) any obligation issued to refund any other tax-exempt obligation (other than to advance refund within the meaning of Section 149(d)(5) of the Code) as provided in Section 265(b)(3)(c) of the Code; and

(c) Neither the 1993A Bonds, the 1993B Bonds nor the Bonds is an issue, the face amount of which, exceeds \$10,000,000.

SECTION 20. The County hereby agrees for the benefit of the Holders and Beneficial Owners of the Bonds for so long as it remains obligated to advance funds to pay the Bonds to provide certain updated financial information and operating data annually, and timely notice of specified material events, to certain information vendors as set forth in this Section. This information will be available to securities brokers and others who subscribe to receive the information from the vendors.

The County will provide certain updated financial information and operating data to certain information vendors annually. The information to be updated includes all quantitative financial information and operating data with respect to the County of the general type included in the Official Statement in Appendix A under the headings "ECONOMIC AND DEMOGRAPHIC INFORMATION," "TAX INFORMATION" and "DEBT INFORMATION" and other financial information set forth in Appendices C and D of the Official Statement. The County will update and provide this information within six months after the end of each fiscal year of the County ending in or after 2004. The County will provide the updated information to each nationally recognized municipal securities information repository ("NRMSIR") and to any state information depository ("SID") that is designated by the State of Mississippi and approved by the staff of the United States Securities and Exchange Commission (the "SEC").

The County may provide updated information in full text or may incorporate by reference certain other publicly available documents, as permitted by Securities Exchange Act 15c2-12 (the "SEC Rule 15c2-12"). The updated information will include audited financial statements, if the County's audit is completed by the required time. If audited financial statements are not available by the required time, the County will provide unaudited financial statements by such time and audited financial statements when the audit report becomes available. Any such financial statements will be prepared in accordance with the accounting principles promulgated by the State of Mississippi or such other accounting principles as the County may be required to employ from time to time pursuant to law or regulation.

The County's current fiscal year end is September 30. Accordingly, it must provide updated information by March 31 in each year, unless the County changes its fiscal year. If the County changes its fiscal year, it will notify each NRMSIR and any SID of the change.

Anyone requesting information under the continuing disclosure requirements of SEC Rule 15c2-12 should contact the Chancery Clerk, Madison County Chancery Court Building, 146 West Center Street, Canton, Mississippi 39046 Telephone Number: (601) 859-1177.

The County will also provide timely notices of certain events to certain information vendors. The County will provide notice of any of the following events with respect to the Bonds, if such event is material to a decision to purchase or sell Bonds: (1) principal and interest payment delinquencies; (2) non-payment related defaults; (3) unscheduled draws on debt service reserves reflecting financial difficulties; (4) unscheduled draws on

credit enhancements reflecting financial difficulties; (5) substitution of credit or liquidity providers, or their failure to perform; (6) adverse tax opinions or events affecting the tax-exempt status of the Bonds; (7) modifications to rights of Holders of the Bonds; (8) Bond calls; (9) defeasances; (10) release, substitution, or sale of property securing repayment of the Bonds; and (11) rating changes. Neither the Bonds nor this Bond Resolution makes any provisions for debt service reserves. In addition, the County will provide timely notice of any failure by the County to provide information, data, or financial statements in accordance with its agreement described above under paragraph 2, 3 and 4 of this Section. The County will provide each notice described in this paragraph to any SID and to either each NRMSIR or the Municipal Securities Rulemaking Board ("MSRB").

The County has agreed to provide the foregoing information to NRMSIRs or the MSRB and any SID. The information will be available to Holders of Bonds only if the Holders comply with the procedures and pay the charges established by such information vendors or obtain the information through securities brokers who do so.

The County has agreed to update information and to provide notices of material events only as described in this Section. The County has not agreed to provide other information that may be relevant or material to a complete presentation of its financial results of operations, condition, or prospects or agreed to update any information that is provided, except as described herein. The County makes no representation or warranty concerning such information or concerning its usefulness to a decision to invest in or sell Bonds at any future date. The County disclaims any contractual or tort liability for damages resulting in whole or in part from any breach of its continuing disclosure agreement or from any statement made pursuant to its agreement, although Holders or Beneficial Owners of Bonds may seek a writ of mandamus to compel the County to comply with its agreement.

The County may amend its continuing disclosure agreement only if (1) the amendment is made in connection with a change in circumstances that arises from a change in legal requirements, change in law, or change in identity, nature, or status of the County, (2) the agreement, as amended, would have complied with SEC Rule 15c2-12 at the date of sale of the Bonds, taking into account any amendments or interpretations of the SEC Rule 15c2-12 as well as any change in circumstance, and (3) the County receives an opinion of nationally recognized bond counsel to the effect that the amendment does not materially impair the interests of the Holders and Beneficial Owners of the Bonds. If any such amendment is made, the County will include in its next annual update an explanation in narrative form of the reasons for the change and its impact on the type of operating data or financial information being provided.

SECTION 21. Each of the following constitutes an event of default under this Bond Resolution:

(A) failure by the County to pay any installment of principal of or interest on any Bond at the time required;

(B) failure by the County to perform or observe any other covenant, agreement or condition on its part contained in this Bond Resolution or in the Bonds, and the continuance thereof for a period of thirty (30) days after written notice thereof to the County by the Registered Owners of not less than ten percent (10%) in principal amount of the then outstanding Bonds; or

(C) an Act of Bankruptcy occurs.

SECTION 22. The Clerk is hereby authorized to pay costs of issuance expenses on the closing date for the Bonds from the proceeds of the Bonds deposited in the 2004 Cost of Issuance Fund for the costs of issuance of said Bonds; provided, however, total costs of issuance for said Bonds shall not exceed \$140,000.00. The President or Clerk or any other Authorized Officer are authorized to sign requisitions for the payment of costs of issuance for the Bonds.

SECTION 23. The President, the Clerk and the other Authorized Officers of the County are, and each of them acting alone is, hereby authorized and directed to take such actions and to execute such documents as may be necessary to effectuate the purposes of this Bond Resolution.

SECTION 24. All orders, resolutions or proceedings of the Governing Body in conflict with any provision hereof shall be, and the same are hereby repealed, rescinded and set aside, but only to the extent of such conflict. For cause, this Bond Resolution shall become effective upon the adoption hereof.

Following the reading of the foregoing Bond Resolution, Supervisor Karl Banks seconded the motion for its adoption. The President put the question to a roll call vote, and the result was as follows:

Supervisor Douglas Jones voted: AYE

Supervisor Timothy Johnson voted: AYE

Supervisor Andy Taggart voted: AYE

Supervisor Karl M. Banks voted: AYE

Supervisor Paul Griffin voted: AYE

The motion having received the affirmative vote of a majority of the members present, the President declared the motion carried and the Bond Resolution adopted this the 5th day of April, 2004.

PRESIDENT, BOARD OF SUPERVISORS

ATTEST:

CLERK, BOARD OF SUPERVISORS

(SEAL)

In re: Issuance of General Obligation Refunding Bonds

Series 2004 of Madison County, Mississippi, Con't.

RESOLUTION

The Board of Supervisors of Madison County, Mississippi (the "County"), acting for and on behalf of the County, took up for further consideration the matter of the issuance of \$6,025,000 General Obligation Refunding Bonds, Series 2004, of Madison County, Mississippi. After discussion of the subject, Supervisor Andy Taggart offered and moved the adoption of the following resolution:

RESOLUTION AUTHORIZING AND RATIFYING THE SIGNING AND DISTRIBUTION OF A PRELIMINARY OFFICIAL STATEMENT FOR THE SALE OF \$6,025,000 GENERAL OBLIGATION REFUNDING BONDS, SERIES 2004, OF MADISON COUNTY, MISSISSIPPI.

WHEREAS, the Board of Supervisors (the "Governing Body") of Madison County, Mississippi (the "County"), acting for and on behalf of the County, has authorized the sale and issuance of \$6,025,000 General Obligation Refunding Bonds, Series 2004 (the "Bonds"), of Madison County, Mississippi, to be dated May 1, 2004, which are being issued for the purpose of providing funds for the current refunding of the outstanding maturity of the County's General Obligation Refunding Bonds, Series 1993A, dated December 1, 1993, issued in the original principal amount of \$3,625,000, maturing in 2005 (the "Refunded 1993A Bonds") and the current refunding of certain outstanding maturities of the County's General Obligation Refunding Bonds, Series 1993B, dated December 1, 1993, issued in the original principal amount of \$6,000,000, maturing in the years 2005 through 2014, both inclusive (the "Refunded 1993B Bonds" together with the Refunded 1993A Bonds, the "Refunded Bonds").

WHEREAS, it is necessary to approve and ratify the final Preliminary Official Statement for the Bonds and the distribution thereof to prospective purchasers of the Bonds;

NOW, THEREFORE, BE IT RESOLVED by the Board of Supervisors of Madison County, Mississippi, acting for and on behalf of Madison County, Mississippi, as follows:

SECTION 1. That the Governing Body of Madison County, Mississippi, hereby approves, adopts and ratifies the form of and execution of the final Preliminary Official Statement for the sale of the Bonds in the form attached hereto as **EXHIBIT A.**

SECTION 2. That the distribution of copies of said Preliminary Official Statement to prospective purchasers of the Bonds is hereby authorized and ratified.

SECTION 3. All orders, resolutions or proceedings of the Governing Body in conflict with any provision hereof shall be, and the same are hereby repealed, rescinded and set aside, but only to the extent of such conflict. For cause, this resolution shall become effective upon the adoption hereof.

Supervisor Karl M. Banks seconded the motion to adopt the foregoing resolution and, the question being put to a roll call vote, the result was as follows:

Supervisor Doug Jones voted: AYE

Supervisor Tim Johnson voted: AYE

Supervisor Andrew Taggart voted: AYE

Supervisor Karl M. 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 Governing Body declared the motion carried and the resolution adopted, on this the 5th day of April, 2004.

**PRESIDENT, BOARD OF
SUPERVISORS**

ATTEST:

CLERK, BOARD OF SUPERVISORS

(SEAL)

EXHIBIT A

FORM OF FINAL PRELIMINARY OFFICIAL STATEMENT

(Exhibit A to this Resolution may be found in the Miscellaneous Appendix to these Minutes.)

In re: Certain Amendments to FY 2004 Budget

of Madison County

WHEREAS, County Comptroller Mark Houston and Chancery Clerk Arthur Johnston did appear before the Board recommending the following budgetary amendments and adjustments as to both revenue and expenditures, to reflect and address the needs of the county and county offices and agencies, to-wit:

COUNTY BUDGET FORM R- FINAL REVENUE ESTIMATES

MADISON COUNTY

GENERAL FUND

BUDGET OF ESTIMATED REVENUES

FOR THE FISCAL YEAR ENDING SEPTEMBER 30, 2004

	Budget Amounts	Total
205-209 Tax and Ad Valorem (Other than Tax Levy)	105,150.00	
210 Road and Bridge Privilege Taxes	7,000.00	
211-229 Licenses, Commissions and Other Revenues	1,205,000.00	
230-238 Fines and Forfeitures	653,000.00	
239 Special Assessments		
Intergovernmental Revenues:		
240-260 Federal Sources		
261-299 State Sources	1,816,000.00	

300-319 Local Sources	53,000.00
320-329 Charges for Services	1,250,000.00
330 Interest Income	15,000.00
331-378 Miscellaneous Revenues	328,000.00
379 Contributions to permanent Funds	
Total Budgeted Revenue	5,432,150.00
380-389 Other Financing Sources	1,176,300.00
390-394 Special Items	
395-399 Extraordinary Items	
Cash Balance at Beginning of Year	1,500,000.00
Total Budgeted Revenue, Other Financing Sources, Special Items, Extraordinary Items and Cash Balances at Beginning of Year	8,108,450.00
Amount Necessary to be Raised by Tax Levy net of Homestead Reimbursement	10,315,000.00
Total Beginning Cash, Budgeted Revenue, Other Financing Sources, Special Items and Extraordinary Items	18,423,450.00

	TOTAL	Personal Services	Contractual & Services	Supplies & Materials	Subsidies & Allocations	Service	Outlay
General Government							
Board of Supervisors	\$1,062,700.00	482,900.00	538,100.00	22,700.00	17,000.00		2,000.00
Chancery Clerk's department	\$214,725.00	91,125.00	50,600.00	25,000.00		10,000.00	38,000.00
Circuit Clerk's department	\$155,726.00	88,650.00	41,576.00	22,500.00			3,000.00
Tax Assessor's department	\$859,200.00	756,200.00	61,200.00	14,300.00			27,500.00
Tax Collector's	\$749,936.00	618,200.00	105,736.00	20,500.00			5,500.00

department							
County Administrator's department	\$115,560.00	113,710.00	850.00	1,000.00			
Comptroller's department	\$368,035.00	222,435.00	136,600.00	6,000.00			3,000.00
Buildings and Grounds	\$937,900.00	279,700.00	598,600.00	59,600.00			
Data Processing	\$551,900.00	150,300.00	179,500.00	10,000.00		182,100.00	30,000.00
Mapping/Reappraisal/GIS	\$62,800.00	62,050.00		250.00			500.00
Veteran's Services	\$8,560.00	7,460.00		1,100.00			
Chancery Court	\$213,870.00	185,025.00	17,745.00	5,100.00			6,000.00
Circuit Court	\$460,150.00	319,500.00	132,650.00	5,500.00			2,500.00
County Court	\$545,225.00	532,850.00	5,175.00	4,200.00			3,000.00
Youth Services	\$267,115.00	87,940.00	171,175.00	8,000.00			
Mental Health	\$221,170.00	7,270.00	213,900.00				
Justice Court	\$610,075.00	565,775.00	23,300.00	18,000.00			3,000.00
Coroner	\$126,675.00	42,600.00	79,825.00	2,750.00			1,500.00
District Attorney	\$369,900.00	301,750.00	36,100.00	7,500.00	24,000.00		550.00

BUDGET OF
ESTIMATED
EXPENDITURES
FOR THE
FISCAL YEAR
ENDING
SEPTEMBER 30,
2004

	TOTAL	Personal Services	Contractual Services	Consumable Supplies & Materials	Grants, Subsidies & Allocations	Debt Service	Capital Outlay
General Government							
County Attorney	\$40,500.00	40,500.00					
Elections	\$254,000.00	25,750.00	127,550.00	100,700.00			
Employment Security Commission	\$76,800.00		76,800.00				
Sheriff	\$3,469,925.00	2,304,725.00	726,300.00	253,500.00	4,100.00	157,300.00	24,000.00

Administration					
Detention					
Center/jail	\$2,915,548.00	1,638,823.00	1,099,725.00	153,000.00	24,000.00
Census Bureau	\$1,300.00		1,300.00		
Ambulance					
Service	\$11,300.00			11,300.00	
National Guard	\$6,000.00			6,000.00	
Constables	\$149,500.00	139,350.00	5,250.00	4,900.00	
Public Health	\$113,600.00	1,600.00		112,000.00	
Region 8 Mental					
Health	\$109,800.00			109,800.00	
Dept. Rehab					
(Winn Job Center)	\$28,800.00		28,800.00		
Welfare					
Administration	\$351,050.00	274,500.00	58,150.00	18,400.00	
Council on					
Aging- CMPDD	\$8,896.00			8,896.00	
Human Resources					
Agency	\$224,000.00	66,000.00	20,000.00	138,000.00	
Red Cross	\$5,300.00			5,300.00	
County Law					
Library	\$13,200.00	1,200.00		12,000.00	
School Pass					
Through Funds	\$539,000.00			539,000.00	

MADISON
COUNTY
**GENERAL
FUND**
BUDGET OF
ESTIMATED
EXPENDITURES
FOR THE
FISCAL YEAR
ENDING
SEPTEMBER 30,
2004

TOTAL	Personal Services	Contractual Services	Consumable Supplies &	Grants, Subsidies &	Debt Service	Capital Outlay
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				Materials	Allocations	
General Government						
Soil Conservation	\$117,346.00	84,346.00			33,000.00	
County Extension Service	\$202,830.00	72,320.00	105,610.00	3,400.00	20,500.00	1,000.00
Wildlife Department-Wardens	\$21,800.00		10,650.00	150.00		11,000.00
Ms Forestry Commission	\$15,100.00		15,100.00			
Planning and Development	\$9,600.00				9,600.00	
Statutory Tax Distributions	\$187,000.00				187,000.00	
Debt Service	\$1,095,700.00					1,095,700.00

Total Estimated Expenditures \$17,869,117.00

Other Financing Uses/Transfers

Special items

Extraordinary Items

Ending Cash Balance \$554,333.00

Total Estimated Expenditures, Other

Financing Uses, Special Items,

Extraordinary Items and Ending

Cash Balance \$18,423,450.00

COUNTY BUDGET FORM R- FINAL REVENUE ESTIMATES

MADISON COUNTY

GRAND GULF FUND

BUDGET OF ESTIMATED REVENUES

FOR THE FISCAL YEAR ENDING SEPTEMBER 30,

2004

	Budget Amounts	Total
205-209 Tax and Ad Valorem (Other than Tax Levy)		
210 Road and Bridge Privilege Taxes		
211-229 Licenses, Commissions and Other Revenues		
230-238 Fines and Forfeitures		
239 Special Assessments		
Intergovernmental Revenues:		
240-260 Federal Sources		
261-299 State Sources	323,000.00	
300-319 Local Sources		
320-329 Charges for Services		
330 Interest Income	10,000.00	
331-378 Miscellaneous Revenues		
379 Contributions to permanent Funds		
Total Budgeted Revenue		333,000.00
380-389 Other Financing Sources		160,000.00
390-394 Special Items		
395-399 Extraordinary Items		
Cash Balance at Beginning of Year		2,636,000.00
Total Budgeted Revenue, Other Financing Sources, Special Items, Extraordinary Items and Cash Balances at Beginning of Year		3,129,000.00
Amount Necessary to be Raised by Tax Levy net of Homestead Reimbursement		
Total Beginning Cash, Budgeted Revenue, Other Financing Sources, Special Items and Extraordinary Items		3,129,000.00

MADISON
COUNTY

**GRAND GULF
FUND**
BUDGET OF
ESTIMATED
EXPENDITURES
FOR THE
FISCAL YEAR
ENDING
SEPTEMBER 30,
2004

	TOTAL	Personal Services	Contractual Services	Consumable Supplies & Materials	Grants, & Subsidies & Allocations	Debt Service	Capital Outlay
100 Board of Supervisors	\$130,000.00						130,000.00
103 Tax Assessor	\$84,000.00						84,000.00
104 Tax Collector	\$21,000.00						21,000.00
120 County Administrator	\$21,000.00						21,000.00
151 Buildings and Grounds	\$21,000.00						21,000.00
200 Sheriff	\$200,000.00					200,000.00	
300 Road	\$85,415.00		80,415.00				5,000.00
420 Madison County Medical Center	\$125,230.00	230.00			125,000.00		
800 Debt Service	\$9,920.00					9,920.00	
Total Estimated Expenditures	\$697,565.00						
Other Financing Uses/Transfers	\$156,860.00						
Special items							
Extraordinary Items							
Ending Cash	\$2,274,575.00						

Balance
Total Estimated
Expenditures,
Other
Financing Uses,
Special Items,
Extraordinary
Items and Ending
Cash Balance \$3,129,000.00

Following discussion, Mr. Tim Johnson did move and Mr. Andy Taggart did second a motion to approve the above and foregoing budget amendments. The vote on the matter being as follows:

Supervisor Douglas L. Jones Aye

Supervisor Tim Johnson Aye

Supervisor Andy Taggart Aye

Supervisor Karl M. Banks Aye

Supervisor Paul Griffin Aye

the matter carried unanimously and said budget amendments were and are hereby adopted.

SO ORDERED this the 5th day of April, 2004.

In re: Approval of Telephone Contract

WHEREAS, Donnie Caughman, County Administrator did present two (2) telephone contracts to the Board of Supervisors, and

WHEREAS, Mr. Caughman did recommend to the Board of Supervisors that the contract with BellSouth be accepted for a term of three (3) years, and

WHEREAS, said contract is attached hereto as Exhibit I, spread hereupon and incorporated herein by reference,

Following discussion, Mr. Andy Taggart did move and Mr. Paul Griffin did second a motion to accept the BellSouth contract for the next three (3) years. The vote on the matter being as follows:

Supervisor Douglas L. Jones Aye

Supervisor Tim Johnson No

Supervisor Andy Taggart Aye

Supervisor Karl M. Banks Aye

Supervisor Paul Griffin Aye

the matter carried by a majority vote of the Board and said contract was and is hereby approved and the Board President was and his hereby authorized to execute the same.

SO ORDERED this the 5th day of April, 2004.

In re: Approval of Four (4) Year Road Plan

WHEREAS, County Road Manager Prentiss Guyton did appear before the Board and presented the Four (4) Year Road Plan for review, a true and correct copy of which may be found in the Miscellaneous Appendix to these Minutes,

Following discussion, Mr. Andy Taggart did move and Mr. Karl M. Banks did second a motion to adopt the Four (4) Year Road Plan as presented. The vote on the matter being as follows:

Supervisor Douglas L. Jones Aye

Supervisor Tim Johnson Aye

Supervisor Andy Taggart Aye

Supervisor Karl M. Banks Aye

Supervisor Paul Griffin Aye

the matter carried unanimously and the aforesaid Road Plan was and is hereby approved.

SO ORDERED this the 5th day of April, 2004.

In re: Approval of Travel to NACo Annual Conference

WHEREAS, the Board of Supervisors has received notice of the 2004 NACo Annual Conference and Exposition which will be held in Phoenix, AZ on July 16- 20, 2004, and

WHEREAS, the Board of Supervisors desires to approve attendance and travel expenses for all five (5) members of the Board (or as many thereof as may wish to attend) and County Administrator Donnie Caughman, and

WHEREAS, the Board of Supervisors does desire to include within these travel expenses the registration fee as set forth in the registration form, together with hotel fees and accommodations plus other meals and travel expenses documented with the appropriate receipts and not to exceed those amounts as provided for by law,

Following discussion, Mr. Paul Griffin did move and Mr. Tim Johnson did second a motion to approve the travel expenses for the five (5) members of the Board of Supervisors and County Administrator Donnie Caughman to the 2004 NACo Annual Conference and Exposition. The vote on the matter being as follows:

Supervisor Douglas L. Jones Aye

Supervisor Tim Johnson Aye

Supervisor Andy Taggart Aye

Supervisor Karl M. Banks Aye

Supervisor Paul Griffin Aye

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

SO ORDERED this the 5th day of April, 2004.

In re: Appointments to the Southcentral Mississippi

Works Board of Commissioners

WHEREAS, the Board is in receipt of correspondence dated March 2, 2004 from F. Clarke Holmes, Chief Executive Officer of Central Mississippi Planning and Development District requesting that the Board designate a representative to serve on the Southcentral Mississippi Works Board of Commissioners, and

WHEREAS, the Board desires to appoint the Board President to serve in said capacity,

Mr. Tim Johnson did move and Mr. Karl M. Banks did second a motion to appoint Mr. Doug Jones to the Southcentral Mississippi Works Board of Commissioners. The vote on the matter being as follows:

Supervisor Douglas L. Jones Aye

Supervisor Tim Johnson Aye

Supervisor Andy Taggart Aye

Supervisor Karl M. Banks Aye

Supervisor Paul Griffin Aye

the matter carried unanimously and Mr. Jones was and is hereby appointed and the County Administrator was and is instructed to notify CMPPD of this action.

SO ORDERED this the 5th day of April, 2004.

In re: Approval of Claims Docket
for April 5, 2004

WHEREAS, the Board reviewed the claims docket for April 5, 2004; 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 Checks Amount

001 22765 to 23103 336 \$251,885.45

012 333 to 336 4 13,240.93

095 36 to 37 2 93,239.04

096 16 to 16 1 5,180.00

097 352 to 357 6 19,047.71

105 319 to 324 6 27,122.42

113 31 to 31 1 990.00

114 45 to 45 1 2,956.71

116 67 to 68 2 282.93

120 42 to 43 2 65.23

121 14 to 14 1 71.12

137 356 to 364 9 13,763.36

150 6188 to 6222 35 46,805.99

160 694 to 694 1 1,615.53

190 200 to 205 6 4,412.12

401 96 to 97 2 4,764.61

682 30 to 30 1 52,604.00

690 37 to 38 2 35,650.46

691 36 to 37 2 31,382.42

TOTAL ALL FUNDS 420 605,080.03

Following discussion, Mr. Andy Taggart did move and Mr. Tim Johnson did second a motion to approve the claims docket with the following held claims:

HELD CLAIMS

Fund Claim No. Payee Amount

001 22802 Montgomery, McGraw, Collins... \$ 2,141.43

001 23088 InfoWare, Inc. 6,177.00

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 is 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 J, spread hereupon, and incorporated herein by reference.

The vote on the matter being as follows:

Supervisor Douglas L. Jones Aye

Supervisor Tim Johnson Aye

Supervisor Andy Taggart Aye

Supervisor Paul Griffin Aye

Supervisor Karl M. Banks Aye

the matter carried by the unanimous vote of the Board and said Claims Docket was and is hereby approved with the exception of the above noted held items, and the Chancery Clerk was and is instructed to issue pay warrants accordingly.

SO ORDERED this the 5th day of April, 2004.

In re: Appointments to the Metropolitan Planning Organization

Citizens Advisory Committee

WHEREAS, County Administrator Donnie Caughman did announce that the Board had received a Memorandum dated March 24, 2004 from Mike Monk, with Central Mississippi Planning and Development District, reporting that the Madison County Board of Supervisors was entitled to appoint up to seven (7) citizens to the Metropolitan Planning Organization

Citizens Advisory Committee, and

WHEREAS, said Memorandum advised that the following individuals had been appointed to said Committee by the previous Board of Supervisors, to wit: William Banks of Canton, Richard Durgin of Madison, Robert Lunardini of Jackson, John Wallace of Canton, David "Bo" Divine of Canton, Calvin Garner of Madison, Cecil Palmer of Madison and Jim Bates of Canton, and

WHEREAS, the Board does desire to reappoint Robert Lunardini and Cecil Palmer but does not desire to reappoint the remaining Committee members, and in their place does

desire to make the following appointments: Leland Hennington, Keith O'Keefe, Paul Trussell, Jack Wetz, and Robert Martin,

Following discussion, Mr. Tim Johnson did move and Mr. Andy Taggart did second a motion to appoint Robert Lunardini, Cecil Palmer, Leland Hennington, Keith O'Keefe, Paul Trussell, Jack Wetz, and Robert Martin to the Metropolitan Planning Organization Citizens Advisory Committee. The vote on the matter being as follows:

Supervisor Douglas L. Jones Aye

Supervisor Tim Johnson Aye

Supervisor Andy Taggart Aye

Supervisor Paul Griffin Aye

Supervisor Karl M. Banks Aye

the matter carried unanimously and said individuals were and are hereby so appointed, and the County Administrator was and is hereby directed to notify Central Mississippi Planning and Development District thereof.

SO ORDERED this the 5th day of April, 2004.

In re: Appointment of Andy Taggart to Metro Jackson

Chamber of Commerce Board of Directors

WHEREAS, the Board has been advised that it must make an Appointment to the Metro Jackson Chamber of Commerce Board of Directors and does desire to appoint Mr. Andy Taggart thereto,

Mr. Tim Johnson did move and Mr. Karl M. Banks did second a motion to appoint Mr. Andy Taggart to the Metro Jackson Chamber of Commerce Board of Directors. The vote on the matter being as follows:

Supervisor Douglas L. Jones Aye

Supervisor Tim Johnson Aye

Supervisor Andy Taggart Aye

Supervisor Karl M. Banks Aye

Supervisor Paul Griffin Aye

the matter carried unanimously and Mr. Taggart was and is hereby so appointed.

SO ORDERED this the 5th day of April, 2004.

***In re: Removal, for Cause, of John Wallace From the Board
of Directors of the Madison County Economic Development Authority***

WHEREAS, Supervisor Tim Johnson did announce to the Board his great concern that Mr. John Wallace, manager of Canton Municipal Utilities (CMU) and a member of the Board of Directors of the Madison County Economic Development Authority (MCEDA) had not and would not recuse himself from discussions and votes taken by the Board of Directors of MCEDA which pertained to matters from which CMU was to and did derive substantial economic and pecuniary benefit, and

WHEREAS, Board Attorney Edmund L. Brunini, Jr. did advise that such actions, and Mr. Wallace's very presence on the MCEDA Board during consideration of such matters, did, at a minimum, present ethic problems to which the Board of Supervisors could not ignore and to which the Board was compelled to redress, and

WHEREAS, Mr. Brunini strongly advised that a public declaration was necessary in order to halt such conflicts of interest and ethical difficulties, and

WHEREAS, Supervisor Andy Taggart did report that, on various occasions both privately with Mr. Wallace and in MCEDA and Board of Supervisor meetings in the presence of Mr. Wallace, he had expressed unto Mr. Wallace his concern that Mr. Wallace could not fairly and objectively represent the interest of both CMU and MCEDA in the same meeting and in so doing afford the citizenry any confidence that the public interest was being served, and

WHEREAS, Mr. Taggart advised that his expressions to Mr. Wallace were to no avail, and, as a result, the Board of Supervisors was left with no choice but to remove Mr. Wallace from the MCEDA board, and

WHEREAS, Supervisor Karl M. Banks did object to said course of action, arguing that both CMU and Mr. Wallace have been in a position to aid and have, in fact, aided in the economic development of this county for decades and that Mr. Wallace's term of office expires in August of 2004 and that the Board should not embarrass Mr. Wallace by removing him now,

Following additional discussion, Mr. Tim Johnson did move and Mr. Andy Taggart did second a motion to remove Mr. John Wallace from the Board of Directors of the Madison County Economic Development Authority for cause, the same being conflicts of interest presented by his participating in discussions about and actually voting on matters about which his employer, and the entity for which he is the chief agent -- Canton Municipal Utilities -- has direct financial interests. The vote on the matter being as follows:

Supervisor Douglas L. Jones Aye

Supervisor Tim Johnson Aye

Supervisor Andy Taggart Aye

Supervisor Karl M. Banks No

Supervisor Paul Griffin Aye

the matter carried by a majority vote of the Board and Mr. John Wallace was and is hereby removed as a member of the Board of Directors of the Madison County Economic Development Authority, and County Administrator Donnie Caughman was and is hereby directed to advise Mr. Wallace and MCEDA accordingly.

SO ORDERED this the 5th day of April, 2004.

***In re: Appointment of John Almond to Fill the Unexpired Term
of John Wallace on the Board of Directors of the Madison County
Economic Development Authority***

WHEREAS, the Board does desire to immediately fill the unexpired term of office previously held by John Wallace on the Board of Directors of the Madison County Economic Development Authority so that the county may be fully and completely represented on said Board, and

WHEREAS, the Board does desire to appoint John Almond, whom it finds to be duly and eminently qualified, to fill said unexpired term, and

WHEREAS, Supervisor Karl M. Banks did interpose his objection to said action, contending that the Board of Supervisors may not have authority to remove a member from the MCEDA board,

Following discussion, Mr. Tim Johnson did move and Mr. Andy Taggart did second a motion to appoint Mr. John Almond to the Board of Directors of the Madison County Economic Development Authority to fill the vacancy created by the removal of John Wallace, upon his taking the oath of office and posting bond as required by law. The vote on the matter being as follows:

Supervisor Douglas L. Jones Aye

Supervisor Tim Johnson Aye

Supervisor Andy Taggart Aye

Supervisor Karl M. Banks No

Supervisor Paul Griffin Aye

the matter carried by a majority vote of the Board and John Almond was and is hereby appointed to the Board of Directors of the Madison County Economic Development Authority to fill the unexpired term of John Wallace.

SO ORDERED this the 5th day of April, 2004.

In re: Acceptance of Resignation of Ms. Allison Graves
from the Board of Directors of the Madison County
Economic Development Authority

WHEREAS, the Board has previously received (and has acknowledged receipt of) the resignation of Ms. Allison Graves from the Board of Directors of the Madison County Economic Development Authority but has heretofore declined to accept the same, and

WHEREAS, the Board does now desire to accept the same and appoint Mr. Kevin Broughton to fill her unexpired term,

Following discussion, Mr. Tim Johnson did move and Mr. Paul Griffin did second to accept the resignation of Ms. Allison Graves from the Madison County Economic Development Authority and to appoint Mr. Kevin Broughton to fill her unexpired term. The vote on the matter being as follows:

Supervisor Douglas L. Jones Aye

Supervisor Tim Johnson Aye

Supervisor Andy Taggart Aye

Supervisor Karl M. Banks Aye

Supervisor Paul Griffin Aye

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

SO ORDERED this the 5th day of April, 2004.

***In re: Non-Acceptance of Resignations of Mr. Larson Conway
and Susan McCarty***

WHEREAS, the Board has received the resignations of Mr. Larson Conway and Ms. Susan McCarty from the Camden Fire Protection District, and

WHEREAS, Supervisor Paul Griffin did voice his opinion that these two individuals have served the county well and that the Board should not accept their resignations,

Following discussion, Mr. Paul Griffin did move and Mr. Tim Johnson did second a motion not to accept the resignations of Mr. Larson Conway and Ms. Susan McCarty from the Camden Fire Protection District. The vote on the matter being as follows:

Supervisor Douglas L. Jones Aye

Supervisor Tim Johnson Aye

Supervisor Andy Taggart Aye

Supervisor Karl M. Banks Aye

Supervisor Paul Griffin Aye

the matter carried unanimously and said resignations were not and are not accepted.

SO ORDERED this the 5th day of April, 2004.

In re: Approval of Payment of a Certain Claim

of Warnock & Associates

WHEREAS, the Board of Supervisors did previously, during the course of approving the claims docket as set forth herein above, order that the claim of Warnock & Associates in the amount of \$21,458.50 pertaining to work performed in connection with Gluckstadt/I55/ Weisenberger Road project be held pending receipt of additional information and conferral with County Engineer Mike McKenzie, and

WHEREAS, after reviewing such information and upon being advised by Mr. McKenzie that said claim was in order, the Board does desire to authorize the payment of claim to Warnock & Associates in the amount of \$21,458.50, the same bearing claim number 6189 on the Claims Docket approved herein above,

Following discussion, Mr. Paul Griffin did move and Mr. Karl M. Banks did second a motion to pay claim number 6189 unto Warnock & Associates in the amount of \$21,458.50 and to direct the Chancery Clerk to issue a pay warrant accordingly. The vote on the matter being as follows:

Supervisor Douglas L. Jones Aye

Supervisor Tim Johnson Aye

Supervisor Andy Taggart Aye

Supervisor Karl M. Banks Aye

Supervisor Paul Griffin Aye

the matter carried unanimously and said payment was and is hereby approved and authorized, and the Chancery Clerk was and is hereby directed to issue the appropriate pay warrant forthwith.

SO ORDERED this the 5th day of April, 2004.

In re: Authorization of Board President to Execute

Change Order on Hoy/Rice Road Project SAP 45(51)

WHEREAS, State Aid and LSBP Engineer Rudy Warnock did present unto the Board a Supplemental Agreement with Hemphill Construction, Inc., together with a Construction Change Request pertaining to the Hoy/Rice Road Project SAP 45(51), the original of which may be found in the Miscellaneous Appendix to these Minutes, and

WHEREAS, Mr. Warnock did request approval for the Board President to execute the same, stating that the same was in order and necessary to effect completion of said project,

Following discussion, Mr. Karl M. Banks did move and Mr. Tim Johnson did second to authorize the Board President to sign the both the Supplemental Agreement and the Construction Change Request on the Hoy/Rice Road Project SAP 45(51). The vote on the matter being as follows:

Supervisor Douglas L. Jones Aye

Supervisor Tim Johnson Aye

Supervisor Andy Taggart Aye

Supervisor Karl M. Banks Aye

Supervisor Paul Griffin Aye

the matter carried unanimously and said Supplemental Agreement and Construction Change Request were and are hereby approved and the Board President was and is authorized to execute the same.

SO ORDERED this the 5th day of April, 2004.

In re: Approval of Payment to Bear Creek Water

Association

WHEREAS, the Board of Supervisors did receive a request to pay Bear Creek Water Association \$22,750.00 for clearing and grubbing required to relocate certain water lines along North Livingston Road, and

WHEREAS, the Board is of the opinion that said charges are reasonable and necessary and that the payment thereof is in the best interest of the county,

Following discussion, Mr. Andy Taggart did move and Mr. Karl M. Banks did second a motion to authorize payment to Bear Creek Water Association in the amount of \$22,750.00 for clearing and grubbing required to relocate water lines along North Livingston Road. The vote on the matter being as follows:

Supervisor Douglas L. Jones Aye

Supervisor Tim Johnson Not Present and Not Voting⁽²⁾

Supervisor Andy Taggart Aye

Supervisor Karl M. Banks Aye

Supervisor Paul Griffin Aye

the matter carried unanimously and said request was and is hereby approved and the Chancery Clerk was and is hereby directed to issue a pay warrant accordingly.

SO ORDERED this the 5th day of April, 2004.

THERE BEING NO FURTHER BUSINESS to come before the Board of Supervisors of Madison County, Mississippi, upon motion duly made by Supervisor Karl M. Banks and seconded by Supervisor Andy Taggart and approved by the unanimous vote of those present, the meeting of the Board of Supervisors was recessed until Friday, April 16, 2004, for the purpose of conducting public hearings on the request of the Tax Assessor to

increase assessments on certain properties and any other business which may properly come before the Board.

Douglas L. Jones, President

Madison County Board of Supervisors

Date signed: _____

ATTEST:

Arthur Johnston, Chancery Clerk

1. Mr. Banks arrived prior to the call of the question.
2. Prior to the call of the question, Mr. Johnson excused himself from the meeting.