

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

SPECIAL MEETING OF OCTOBER 12, 2009
Recessed from regular meeting conducted on October 5, 2009

BE IT REMEMBERED that the Special Meeting of the Board of Supervisors of Madison County, Mississippi was duly convened, held and conducted on October 12, 2009, in the Board Room on the first floor of the Chancery/Administrative Building, 125 West North Street, Canton, Mississippi, as follows, to-wit:

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

Present:

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

Absent:

Also in attendance:

County Administrator Donnie Caughman
County Comptroller and Deputy Chancery Clerk Mark Houston
Board Secretary and Deputy Chancery Clerk Cynthia Parker
Board Attorney Eric Hamer

The President announced that the members of the Board present constituted a quorum and declared the meeting duly convened. Supervisor Paul Griffin opened the meeting with a prayer and Will Sligh led the members and the audience in the Pledge of Allegiance to the Flag of the United States of America.

As required by statute, that certain Notice of the instant meeting, which was posted at the Courthouse door (at the entrance to the Chancery and Administrative Building, 125 W. North Street, Canton, Mississippi) for at least five (5) days, was and is hereby entered on the Minutes hereof as Exhibit A.

***In re: Authorizing the Giving of Public Notice of
the Intent of the Board of Supervisors to Consider
Approving the Old Jackson Connector Road TIF Project***

WHEREAS, Mr. Ron Farris, Esq. appeared before the Board on behalf of the proponents of the Old Jackson Connector Road TIF Project referred to herein below and presented the Resolution which follows:

The Board of Supervisors of Madison County, Mississippi (the "Governing Body" of the "County"), took up for consideration the matter of the Amended & Restated Tax Increment Financing Plan of 2004, Madison County, Mississippi (Old Jackson Connector Road Project) (the "Tax Increment Financing Plan"), for the County, and a resolution regarding such Tax Increment Financing Plan. After a full consideration and discussion of the matter, Supervisor Karl M. Banks offered and moved the adoption of the following resolution:

President's Initials: _____

Date Signed: _____

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RESOLUTION OF THE BOARD OF SUPERVISORS OF MADISON COUNTY, MISSISSIPPI, DETERMINING THE NECESSITY FOR AND INVOKING THE AUTHORITY GRANTED TO MUNICIPALITIES BY THE LEGISLATURE WITH RESPECT TO TAX INCREMENT FINANCING AS SET FORTH IN CHAPTER 45 OF TITLE 21, MISSISSIPPI CODE OF 1972, AS AMENDED; DETERMINING THAT THE TAX INCREMENT FINANCING PLAN OF 2004, MADISON COUNTY, MISSISSIPPI (OLD JACKSON CONNECTOR ROAD PROJECT), AS AMENDED & RESTATED, PROPOSES A PROJECT THAT IS ELIGIBLE FOR TAX INCREMENT FINANCING UNDER THE LAWS OF THE STATE; THAT A PUBLIC HEARING BE CONDUCTED IN CONNECTION WITH THE AMENDED & RESTATED TAX INCREMENT FINANCING PLAN OF 2004, MADISON COUNTY, MISSISSIPPI (OLD JACKSON CONNECTOR ROAD PROJECT); AND FOR RELATED PURPOSES.

WHEREAS, the Governing Body of the County hereby finds, determines, adjudicates and declares as follows:

1. The Mississippi "Tax Increment Financing Act," Title 21, Chapter 45, Mississippi Code of 1972, as amended (the "Act"), authorizes municipalities and counties in the State of Mississippi to undertake and carry out redevelopment projects as defined therein with the use of Tax Increment Financing as set forth in detail in the Act;
2. The Governing Body of the County has adopted the "Tax Increment Financing Redevelopment Plan of 2004 Madison County, Mississippi" (the "Redevelopment Plan") and has conducted public hearings on such Redevelopment Plan as required by law which Plan constitutes a qualified plan under the Act;
3. The Governing Body of the County heretofore adopted the "Tax Increment Financing Plan of 2004 (Old Jackson Road Connector Project)" (the "TIF Plan") in accordance with applicable law;
4. First Choice Development, LLC, acting on behalf of itself, JJ International, LLC; and Blackhawk, LLC (collectively the "Developer") is proposing to revise certain of the terms of the TIF Plan following incorporation into the City of Canton, Mississippi (the "City") of the property contained with the TIF District and the City's subsequent adoption of a Tax Increment Financing Plan relating to the same Old Jackson Road Connector Project), and the Governing Body has been presented with an amended & restated Tax Increment Financing Plan entitled the Amended & Restated Tax Increment Financing Plan of 2004, Madison County, Mississippi (Old Jackson Connector Road Project), and hereinafter referred to as the Amended & Restated TIF Plan, a copy of which is attached hereto as "Exhibit A" and becomes a part hereof in its entirety, the purpose of which is to provide a financing mechanism to construct various improvements related to the Project as described in the Amended & Restated TIF Plan;
5. The Governing Body has heretofore identified various parts of the County in need of development and redevelopment and does hereby find that the Amended & Restated TIF Plan is a project of major economic significance within the County and may qualify as a project eligible for Tax Increment Financing as set forth in the Redevelopment Plan, and participation on the part of the County, in conjunction with the City, may be necessary in the public interest and in the best interest of the public health, safety, morals, and welfare of Madison County, Mississippi; and
6. The County may participate in issuance by the City of Tax Increment Limited Obligation Bonds, in one or more series, in an amount not to exceed \$3,000,000 which may be secured solely by a pledge of all or a part of the increased ad valorem taxes on real and/or personal property generated by development and construction in the TIF District described in the Amended & Restated TIF Plan (the "TIF District") with such pledge to be further restricted as provided in the Amended & Restated TIF Plan, and which funds will be used to pay the cost of constructing various site and infrastructure improvements within or appurtenant to the TIF

President's Initials: _____

Date Signed: _____

District including, but not limited to, construction, reconstruction, extension and/or improvement of four lane thoroughfare from Old Jackson Road at Sowell Road exit ramp east to property line, together with, but not limited to, acquisition of right-of-way; installation and/or relocation of utilities such as water, sanitary sewer, natural gas lines and electricity; construction of drainage improvements; construction of roadways with curb and gutter; asphalt overlay; lighting; installation of signalization and signage; landscaping as necessary and/or required; improvements to associated traffic corridors; construction, reconstruction, extension and/or improvement of streets, curbs and sidewalks, public parking and lighting, water and sewer facilities, fire protection improvements, and engineering, legal and architectural costs relating to the foregoing (the "Improvements") in connection with the proposed Old Jackson Connector Road Project in Canton, Madison County, Mississippi (the "Developer's Project") (the "Improvements" and the "Developer's Project" together are referred to hereinafter as the "Redevelopment Project").

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

SECTION 1. That receipt of the Amended & Restated Tax Increment Financing Plan of 2004, Madison County, Mississippi (Old Jackson Connector Road Project), is hereby acknowledged.

SECTION 2. As provided in the Amended & Restated TIF Plan, Tax Increment Financing Bonds in the total principal amount not to exceed \$3,000,000 may be issued by the City, acting in conjunction with the County, to finance all or a part of the Improvements.

SECTION 3. If approved, the Bonds shall be secured solely by a pledge of all or a portion of the ad valorem tax revenues generated by the Redevelopment Project and shall not be secured by the full faith and credit of the County or create any other pecuniary liability on the part of the County other than the pledge of the incremental increase in ad valorem tax heretofore set forth. These Bonds shall never constitute an indebtedness of the County within the meaning of any state constitutional or statutory limitation.

SECTION 4. That a public hearing shall be held with respect to the Amended & Restated TIF Plan at the regular meeting place of the Governing Body in the Chancery Court and Administrative Building of the County in Canton, Mississippi, at 9:00 o'clock a.m., on November 2, 2009.

SECTION 5. That the Clerk is hereby directed to publish the notice attached as "Exhibit B" in the Madison County Herald, a newspaper having a general circulation in the County and in which the County is authorized to publish legal notices, one (1) time not less than ten (10) days nor more than twenty (20) days prior to the date set forth in paragraph 4 hereof.

SECTION 6. For cause, this resolution shall become effective immediately upon the adoption thereof.

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

Supervisor John Bell Crosby	voted: Aye
Supervisor Tim Johnson	voted: Not Present and Not Voting ¹
Supervisor D. I. Smith	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

¹Prior to the call of the vote, Mr. Johnson excused himself from the meeting and departed the meeting room.

President's Initials: _____

Date Signed: _____

Chancery Clerk declared the motion carried and the resolution adopted, on this the 12th day of October, 2009.

Exhibit A to this Resolution
Amended and Restated TIF Plan
(which may be found in the Miscellaneous Appendix to these Minutes)

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

***In re: Authorizing the Resolution Acknowledging
and Approving Bond Documents and Tax Pledge Agreement
for the Colony Park TIF Project***

WHEREAS, Mr. Larry Harris, Esq. appeared before the Board on behalf of the proponents of the Colony Park TIF Project referred to herein below and presented the following Resolution and Tax Pledge Agreement which follows:

There came on for consideration the matter of acknowledging and approving bond documents and a tax pledge agreement in connection with the issuance by the City of Ridgeland, Mississippi (the "City"), of the First Series of Tax Increment Limited Obligation Bonds, Series 2009, not to exceed the principal amount of \$35,000,000 (the "Bonds") for the development of the Colony Park Project. After full consideration of the matter, Supervisor Tim Johnson offered and moved the adoption of the following resolution:

RESOLUTION OF THE BOARD OF SUPERVISORS OF MADISON COUNTY, MISSISSIPPI, ACKNOWLEDGING AND APPROVING BOND DOCUMENTS AND A TAX PLEDGE AGREEMENT IN CONNECTION WITH THE ISSUANCE BY THE CITY OF RIDGELAND, MISSISSIPPI, OF THE FIRST SERIES OF TAX INCREMENT LIMITED OBLIGATION BONDS, SERIES 2009, NOT TO EXCEED THE PRINCIPAL AMOUNT OF \$35,000,000 FOR THE COLONY PARK PROJECT.

WHEREAS, Madison County, Mississippi (the "County") is authorized and empowered by the Constitution and Laws of the State of Mississippi, including Section 21-45-1 et seq., Mississippi Code of 1972, as amended (the "TIF Act") and Section 57-64-1 et seq., Mississippi Code of 1972, as amended (the "REDA Act"), to undertake and carry out redevelopment projects within an area determined by the County to be in need of development and/or redevelopment and designated as appropriate for redevelopment in accordance with redevelopment and tax increment financing plans adopted by the Board of Supervisors (the "Governing Body" or "Board") of the County; and

WHEREAS, the County has heretofore approved a redevelopment plan entitled Tax Increment Redevelopment Plan, Madison County, Mississippi, 2003 (the "Redevelopment Plan"); and

WHEREAS, on December 17, 2004, the Governing Body of the County adopted and approved the Tax Increment Financing Plan, Colony Park Project, Madison County, Mississippi, December 2004 (the "TIF Plan"); and

WHEREAS, the Board have heretofore entered into a Regional Economic Development Alliance Agreement with the City for the purpose of assisting in the development of the Colony Park Project pursuant to the REDA Act, and providing the financing of various infrastructure and site improvements in connection therewith; and

President's Initials: _____

Date Signed: _____

WHEREAS, on May 15, 2006, this Board of Supervisors approved and acknowledged the form of a Security and Reimbursement Agreement that was to be executed by and between the City of Ridgeland, Mississippi, and Township Land Company, LLC ("Township"), and acknowledged and approved by the County regarding the development by Township of 100+/- acres within the Colony Park Project area and the issuance of Bonds by the City to assist with the development thereof (the "Township Security and Reimbursement Agreement"); and

WHEREAS, also on May 15, 2006, this Board of Supervisors approved and acknowledged the form of a Security and Reimbursement Agreement that was to be executed by and between the City of Ridgeland, Mississippi, and Highland Colony Land Company, LLC ("Highland Colony"), regarding the development by Highland Colony of 180+/- acres within the Colony Park Project area and the issuance of Bonds by the City to assist with the development thereof (the "Highland Colony Security and Reimbursement Agreement," together with the "Township Security and Reimbursement Agreement," the "Security and Reimbursement Agreements"); and

WHEREAS, it is now necessary for the City to move forward with the issuance of the first series of Tax Increment Financing Bonds, Series 2009, in the principal amount not to exceed \$35,000,000 with respect to the Colony Park Project; and

WHEREAS, to clarify the respective roles to be played by the City and the County in paying the debt service on the Bonds to be issued by the City on behalf of itself and the County, the City and the County have agreed to enter into the Tax Pledge Agreement in substantially the form attached hereto as Exhibit "A"; and

WHEREAS, the Security and Reimbursement Agreements require that the City shall not execute any bond document authorizing the issuance of the Bonds (the "Bond Documents") without the prior approval of the Bond Documents by the County, which Bond Documents are attached hereto as Exhibit "B."

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF SUPERVISORS OF MADISON COUNTY, MISSISSIPPI, AS FOLLOWS:

1. That the Tax Pledge Agreement is hereby approved in substantially the form attached hereto as Exhibit "A," with such changes, additions and deletions as shall be approved by the President of the Board and the Chancery Clerk of the County, their execution thereof signifying their approval.
2. That the Bond Documents, including exhibits and appendices attached thereto, presented to the Board are hereby acknowledged and approved in substantially the form attached hereto as Exhibit "B," with such changes, additions and deletions as shall be approved by the Mayor and the Clerk of the City and the President of the Board and the Chancery Clerk of the County, their execution thereof signifying their approval, where applicable.

Supervisor D. I. Smith seconded the motion to adopt the foregoing resolution and the same has been read and considered, section by section, and put to a roll call vote, the result was as follows:

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

The motion having received the affirmative vote of a majority of the members of the Governing Body, present the President of the Board declared the motion carried and the resolution adopted on this the 12th day of October, 2009.

President's Initials: _____

Date Signed: _____

EXHIBIT A to this Resolution
Tax Pledge Agreement
(which follows, to wit:)

Tax Pledge Agreement dated as of October 15, 2009 (the "Pledge Agreement") between Madison County, Mississippi (the "County") acting by and through its Board of Supervisors (the "Board") and the City of Ridgeland, Mississippi (the "City") acting by and through its Mayor and Board of Aldermen (the "Governing Body" of the "City").

R E C I T A L S:

1. Sections 21-45-1 et seq., Mississippi Code of 1972, as amended (the "Act"), authorizes the City and the County, acting jointly or severally, to exercise the powers and authority set forth in the Act.
2. The City has heretofore adopted its Tax Increment Redevelopment Plan, City of Ridgeland, Mississippi, 2003, and has approved the Tax Increment Financing Plan, Colony Park Project, December 2004, on December 7, 2004 (the "City TIF Plan") and approved the issuance of the City's Tax Increment Limited Obligation Bonds, in the principal amount not to exceed \$35,000,000 (the "Bonds") in two (2) or more series of which the first series will be issued in the principal amount of \$24,625,000 (the "Series 2009 Bonds").
3. The County has heretofore adopted its Tax Increment Redevelopment Plan, Madison County, Mississippi, 2003, and the Tax Increment Financing Plan, Colony Park Project, December 2004 on December 6, 2004, and has approved the issuance by the City of the City's Bonds.
4. The City has adopted a resolution on September 15, 2009 (the "Bond Resolution") authorizing the issuance of the Series 2009 Bonds.
5. The City and County have agreed to jointly exercise the powers and authority set forth in the Act and have entered into a Regional Economic Alliance Agreement/Interlocal Cooperation Agreement dated as of June 5, 2006 (the "REDA Agreement"), under which the respective duties and obligations of each are set forth, which REDA Agreement was submitted to and approved by the Attorney General of the State as required by the laws of the State, filed with the Chancery Clerk of the County, the Mississippi Secretary of State and the Mississippi State Auditor, and is in full force and effect.
6. The REDA Agreement, among other things, provides for the City to issue the Bonds in one or more series in an amount not to exceed \$35,000,000 (the "Bonds") to provide funds to defray the cost of the Public Improvement Project, as defined in the Bond Resolution, which respective series of Bonds will be secured by a pledge of (i) the avails of the increased City and County ad valorem tax revenues levied against the real and personal property and improvements thereon constituting the Redevelopment Project Sites and improvements thereon as described in the Bond Resolution (the "Redevelopment Project Sites") accruing to the City and County, and (ii) the sales tax revenue rebated by the State to the City arising out of or generated by retail sales occurring within the geographical limits of the Redevelopment Sites, which pledge will be made through the documents executed in connection with the issuance of the Bonds and will be made pursuant to this Pledge Agreement, all as authorized by the Act and the REDA Agreement.

NOW THEREFORE, in consideration of the premises and for other good and valuable consideration, the receipt of which is hereby acknowledged, the County and City hereby agree as follows:

President's Initials: _____

Date Signed: _____

Section 1. The Pledge. In order to provide additional security and payment of the City's Bonds issued to defray the cost of the Public Improvement Project, the County hereby irrevocably pledges to the City for payment of a portion of the principal of and interest on the Bonds and the fees and expenses of the Paying Agent on the Bonds, the added incremental increase in county ad valorem taxes levied against the real and personal property constituting the Redevelopment Project Sites and improvements thereon described in the Bond Resolution of the City. The amount of the tax revenues pledged pursuant to the Agreement shall be determined by the Assessment Certificate of the Chancery Clerk of Madison County, Mississippi executed in connection with the issuance of the Bonds, subject to annual adjustment based on any change in the millage rate as annually determined by the Board, less and except County ad valorem taxes arising out of taxation of 1111 Highland Colony Parkway and 601, 602, 605 and 618 Crescent Boulevard, each of which was under construction on January 1, 2004. Provided further that no part of the revenues pledged pursuant to the Pledge Agreement be used to defray the cost of any parking areas or parking facilities, as as provided in the REDA Agreement. County ad valorem taxes for school district purposes shall not be subject to the pledge of ad valorem taxes set forth herein.

Section 2. Priority Use of Ad Valorem Tax Proceeds. Upon receipt of the increased City and County ad valorem taxes resulting from the taxation of the real and personal property constituting the Redevelopment Project Sites and improvements thereon, provided that with respect to the increase in County ad valorem tax revenue generated within the Redevelopment Project Sites, the City and County have agreed that the County's portion of actual tax revenue used for payment of the principal of and interest on the Bonds shall be the same percentage of total tax revenue as the City actually uses to pay the principal of and interest on the Bonds, using both the City's increased ad valorem tax revenues and sales tax rebates from the State, such amounts and percentages to be determined annually by the City Clerk and the Chancery Clerk.

Section 3. Term of the Pledge. The pledge of tax revenues made pursuant to the agreement is irrevocable until such time as the entirety of the principal of and interest on each series of Bonds and the fees and expenses of the Paying Agent are indefeasibly paid in full, whether at maturity or otherwise.

Section 4. Duties of the City Clerk and Chancery Clerk. The City Clerk and Chancery Clerk, after consultation with the Tax Collector of the County, with respect to ad valorem tax, and with the State Tax Commission with respect to sales tax, shall jointly determine on or about March 1 of each year:

- i. the ad valorem tax revenue available for debt service, with the advice and counsel of the Tax Assessor of Madison County, in the manner set forth in the Assessment Certificate;
- ii. the amounts of increased sales tax revenue arising out of and generated within the geographical limits of the Redevelopment Project Sites and the improvements thereon, as determined by the City Clerk and the State Tax Commission, in the manner set forth in the Diversion Certificate.
- iii. the amounts necessary to pay the principal of and interest on the Bonds and the fees and expenses of the Paying Agent when each respectively becomes due and payable after consulting the Paying Agent who shall credit any funds on deposit in the Bond Fund;
- iv. how the tax revenues will be invested until such time as the revenues are needed to pay debt service on the Bonds; and
- v. an equitable distribution of surplus fund, if any, taking into consideration that the percentage of increased County ad valorem tax revenue used to pay the principal of and interest

President's Initials: _____

Date Signed: _____

on the Bonds shall be the same percentage as the City actually uses to principal of and interest on the Bonds, taking into consideration both the City's increased ad valorem tax revenue and its sales tax rebates from the State.

In the event the tax revenues are less than the amounts required to pay debt service, each Clerk shall immediately put their respective Governing Body on notice of such deficit.

The percentage applying annually to each of the City and County shall be determined as set forth in Section 11 herein.

Section 5. (a) Representation and Warranty of the County. The County represents and warrants that this Pledge Agreement has been duly authorized by all necessary action on the part of the Board and upon execution and delivery will constitute a legal, valid and binding obligation of the County, enforceable against the County in accordance to the terms and provisions of this Pledge Agreement except as may be limited by bankruptcy laws or other creditors' rights in general.

(b) Representation and Warranty of the City. The City represents and warrants that this Pledge Agreement has been duly authorized by all necessary action on the part of the Governing Body of the City and upon execution and delivery will constitute a legal, valid and binding obligation of the City, enforceable against the City in accordance to the terms and provisions of this Pledge Agreement except as may be limited by bankruptcy laws or other creditors' rights in general.

Section 6. Further Assurances. The City and County hereby agree, one to the other, that at any time and from time to time, that each will promptly execute and deliver all further instruments and documents and take all further action that may be necessary and desirable in order to carry out the transactions contemplated by this Pledge Agreement including the issuance of the Bonds.

Section 7. Amendments. This Pledge Agreement may be amended from time to time upon the mutual written consent and agreement of both the City and County but no such amendment shall be effective with respect to any decrease of the amounts of pledged tax revenues pledged pursuant to this Pledge Agreement.

Section 8. Agreement with Registered Owners of the Bonds. The Registered Owners of the Bonds shall be third party beneficiaries of the pledge under this Pledge Agreement and may enforce the rights of each of the City and County under this Pledge Agreement by way of any remedy or proceeding, in law or in equity, available under the laws of the State and this Pledge Agreement shall constitute a contract with the respective registered owners of the Bonds.

Section 9. Severability. Any provision of this Pledge Agreement that is prohibited or unenforceable in any jurisdiction shall, as to such jurisdiction, be ineffective to the extent of such prohibition of unenforceability without invalidating the remaining provisions hereof, and any such prohibition or unenforceability in any jurisdiction shall not invalidate or render unenforceable such provision in any other jurisdiction.

Section 10. Execution in Counterparts. This Pledge Agreement may be executed by the parties hereto in separate counterparts, all of which taken together shall be deemed to constitute one and the same instrument. One or more counterparts of this Pledge Agreement may be delivered via telecopier with the intention that they shall have the same effect as an original executed counterpart hereof.

Section 11. Determination of City and County Payment Percentage. For purposes of this Section 11, the following defined terms shall have the meaning set forth below:

President's Initials: _____

Date Signed: _____

"Tax Increment" shall mean all increased City and County ad valorem taxes on real and personal property generated within the geographical limits of the Redevelopment Project Sites, including those properties set forth in Section 1 hereof with respect to County ad valorem taxes, and all sales tax rebates to the City from the State Tax Commission generated within the geographical limits of the Redevelopment Project Sites.

"Debt Service Payments" shall mean the annual principal and interest payments on the Series 2009 Bonds (which is approximately \$1,950,000 per year) and any additional bonds issued up to \$35,000,000.

"City Portion of the Tax Increment" shall mean all the increased City ad valorem tax on real and personal property and all City sales tax rebates from the State Tax Commission generated within the geographical limits of the Redevelopment Project Sites.

"County Portion of the Tax Increment" shall mean all increased County ad valorem taxes on real and personal property generated within the geographical limits of the Redevelopment Project Sites, excluding those properties set forth in Section 1 hereof.

"Percentage of Payments" shall mean the quotient determined by dividing the Debt Service Payment by the Tax Increment.

The percentage of increased City and County tax revenues used to pay the principal of and interest on the Bonds shall be determined as follows:

$$\text{Debt Service Payments} \div \text{Tax Increment} = \text{percentage to be applied to City Portion of the Tax Increment and County Portion of Tax Increment.}$$

Examples:

(1) Used to Size the Initial Issue of Bonds

City ad valorem	\$ 580,352		
City sales tax	<u>1,634,369</u>		
	\$ 2,214,721		
County ad valorem	<u>881,774</u>		
Tax Increment	\$ 3,096,495		
Debt Service Payment	\$ 1,953,935		
÷ Tax Increment	\$ 3,096,495	=	63.10%
City Portion of Tax Increment	2,214,721 x .6310 =		\$1,397,489
County Portion of Tax Increment	\$ 881,774 x .6310 =		<u>\$ 556,399</u>
Debt Service Payment			\$1,953,888

(2) Debt Service Payment on 10/1/2014 is \$1,951,306.

Assume ad valorem and sales tax increases as follows:

City ad valorem	\$ 650,000		
City sales tax	<u>1,800,000</u>		
	\$ 2,450,000		
County ad valorem	<u>950,000</u>		
Tax Increment	\$ 3,400,000		

President's Initials: _____

Date Signed: _____

Debt Service Payment	\$ 1,951,306		
÷ Tax Increment	\$ 3,400,000	=	57.40%
City Portion of Tax Increment	\$ 2,450,000	x .5740 =	\$1,406,300
County Portion of Tax Increment	\$ 950,000	x .5740 =	<u>\$ 545,000</u>
Debt Service Payment			\$1,951,300

EXHIBIT B to this Resolution
Bond Documents
(which may be found in the Miscellaneous Appendix to these Minutes)

THERE BEING NO FURTHER BUSINESS to come before the Board of Supervisors of Madison County, Mississippi, upon motion duly made by Supervisor D. I. Smith and seconded by Supervisor Karl M. Banks and approved by the unanimous vote of those present, the Special Meeting of the Board of Supervisors was adjourned.

Paul Griffin, President
Madison County Board of Supervisors

Date signed: _____

ATTEST:

Arthur Johnston, Chancery Clerk

President's Initials: _____

Date Signed: _____

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