

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

REGULAR MEETING OF OCTOBER 19, 2009
Recessed from regular meeting conducted on October 5, 2009

BE IT REMEMBERED that the regular meeting of the Board of Supervisors of Madison County, Mississippi was duly convened, held and conducted on October 19, 2009, in the Board Room on the first floor of the new addition to the Chancery/Administrative Building, 125 West North Street, Canton, Mississippi, as follows, to-wit:

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

Present:

Absent:

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

None

Also in attendance:

County Administrator Donnie Caughman
County Comptroller and Deputy Chancery Clerk Mark Houston
Zoning Administrator Brad Sellers
Board Attorney Eric Hamer
Board Secretary and Deputy Chancery Clerk Cynthia Parker
County Road Manager Lawrence Morris
Assistant Comptroller and Deputy Chancery Clerk Quandice Green
County Fire Coordinator Mack Pigg
Chief Deputy Tax Assessor Kent Hawkins
County Engineer Rudy Warnock

The President announced that the members of the Board present constituted a quorum and declared the meeting duly convened. Chancery Clerk Arthur Johnston opened the meeting with a prayer and Supervisor John Bell Crosby led the members and the audience in the Pledge of Allegiance to the Flag of the United States of America.

***In re: Approval of Increase of Assessments of 2009 Real Property
Pursuant to Miss. Code Ann. § 27-35-147 et seq.***

WHEREAS, on October 5, 2009, the Board determined that October 19, 2009 would be an appropriate date for a public hearing on the matter of increasing real property assessments for 2009 on certain parcels in the county and did set said date for said hearing to begin at the hour of 9:00 am, and

WHEREAS, the Chancery Clerk did prepare and serve the appropriate notice thereof by registered mail to the affected property owners, and the Board does find that said notices were sufficient, and

WHEREAS, the petition listing the property owners, the parcel numbers, and amount of the proposed assessment increases is attached hereto as Exhibit A, spread hereupon, and incorporated herein by reference, and

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WHEREAS, the hour of 9:00 am did arise and the Board President did declare the public hearing on said proposed increases to be open, and

WHEREAS, Mr. Johnny Washington appeared on behalf of Celia Lampkin, deceased, and received a satisfactory explanation of the basis for the increases pertaining to the late Ms. Lampkin's property, and

WHEREAS, no one else did appear to contest or protest said assessment increase,

Following discussion, Mr. Tim Johnson did offer and Mr. Karl M. Banks did second a motion to close the public hearing and approve the assessment increases for the individuals and parcel numbers as set forth in the aforesaid petition. The vote on the matter being as follows:

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

the matter carried unanimously and the assessment of the parcels reflected thereon was and is hereby approved and adopted.

SO ORDERED this the 19th day of October, 2009.

In re: Petition to Rezone– Tom Dewees
A-1 Agriculture to C-2 Commercial District

WHEREAS, on August 13, 2009 the Madison County Planning and Zoning Commission denied the Petition of Thomas Dewees and Mason Lee Dewees seeking to re-zone certain property owned by them from A-1 Agricultural to C-2 Commercial at the intersection of Highway 463 and Cedar Hill Road, and

WHEREAS, thereafter, the Madison County Board of Supervisors received a notice of appeal from the petitioners and set the matter for hearing beginning at 9:00 am on October 19, 2009, and

WHEREAS, notice by publication was had in the *Madison County Herald*, a newspaper of general circulation in Madison County in accordance with statute, and

WHEREAS, the hour of 9:00 a.m. did arise and the Board President declared said public hearing to be open as previously set, and

WHEREAS, Mr. J. Parker Sartain appeared before the Board on behalf of the petitioners, and urged the Board to reverse the decision of the Planning and Zoning Commission and grant the petition to rezone, and

WHEREAS, Ms. Karen Robinson, Ms. Bentl Waldrop, and Mr. Robert Parker all appeared in opposition to the request, pointing out that the area had not sustained a change in condition or character such that commercialization was warranted and that, indeed, the area was tranquil and peaceful and further argued that there was no substantial public need for the change, and

WHEREAS, opponents also cited the traffic hazards imposed by the proposed development and urged that the re-zoning, if granted, would itself change the character of the area, and

WHEREAS, a representative of the Mannsdale-Livingston Heritage Preservation District also appeared, stating that the District did not oppose the petition but did urge that the Board

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table the matter for the presentation of a specific site plan, and

Following discussion, Mr. Tim Johnson did offer and Mr. Karl M. Banks did second a motion to close the public hearing. The vote on the matter being as follows:

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

the matter carried unanimously and said public hearing was and is hereby closed.

SO ORDERED this the 19th day of October, 2009.

WHEREAS, following the closure of the public hearing, Mr. Sellers reported that in his estimation, the petitioners have demonstrated a change in the character of the neighborhood given the recent zoning changes and other developments in the area, but stated that without a site plan, it was difficult to say that a significant public need has been demonstrated, and

WHEREAS, Mr. Dewees also appeared before the Board in response to questions from Board members and reported that his family did not have any immediate plans for the property, but it was his desire to secure the zoning change in order to market the property,

Following discussion, Mr. D. I. Smith did offer and Mr. Karl M. Banks did second a motion to table further consideration of this matter until such time as a site plan is presented. The vote on the matter being as follows:

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

the matter carried unanimously and the matter was and is hereby tabled.

SO ORDERED this the 19th day of October, 2009.

In re: Approval of Consent Agenda Items

WHEREAS, President Griffin did announce that he and County Administrator Donnie Caughman had conferred in advance of the meeting and did recommend that Items (3) through (14) on the Agenda appeared to be routine, non-controversial matters on which all Supervisors were likely to agree, and could be taken up as Consent Items, and

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

WHEREAS, Supervisor Tim Johnson requested that item (10) be removed from the Consent Agenda and addressed separately,

Therefore, Mr. Karl M. Banks did offer and Mr. Tim Johnson did second a motion to take the following actions on the Consent Agenda:

- 3. Acknowledge Distribution of Cash/Aging of Accounts Report - Justice Court.**
(A true and correct copy of the Distribution of Cash/Aging of Accounts Reports for Justice Court may be found in the Miscellaneous Appendix to these Minutes.)

President's Initials: _____

Date Signed: _____

4. **Approve 16th Section Lease - Lot 10, Belle Rose Subdivision - William K. and Sheri J. Bradford.**
(A true and correct copy of the 16th Section Renegotiated Long Term Residential Lease may be found in the Miscellaneous Appendix to these Minutes.)
5. **Acknowledge Building & Grounds Department Monthly Report.**
(A true and correct copy of said Report is attached hereto as Exhibit B, spread hereupon and incorporated herein by reference.)
6. **Acknowledge Clerk of the Board Report - Final 2009 Budget.**
(A true and correct copy of said Report is attached hereto as Exhibit C, spread hereupon and incorporated herein by reference.)
7. **Approve Annual Maintenance for NCIC - Quantum Technologies.**
(A true and correct copy of that certain memorandum dated October 13, 2009 from Purchase Clerk Hardy Crunk recommending the approval of annual maintenance on the Sheriff Department's NCIC/2000 software is attached hereto as Exhibit D, spread hereupon and incorporated herein by reference.)
8. **Approve Annual Service Agreements for Chancery/Administrative Building and Sheriff's Department - Avaya, Inc.**
(A true and correct copy of the Avaya, Inc. Channel Service Agreements for the Chancery/Administrative Building and the Sheriff's Department are attached hereto as Collective Exhibit E, spread hereupon and incorporated herein by reference.)
9. **Acknowledge Resolution in Support of Completion of Calhoun Station Parkway - Madison County School District Board of Education.**
(A true and correct copy of that certain Resolution from the Madison County School District is attached hereto as Exhibit F, spread hereupon and incorporated herein by reference.)
11. **Approve End of Fiscal Year Inventory Report.**
(A true and correct copy of the end of the fiscal year inventory report as of September 30, 2009 from Inventory Control Clerk Loretta Phillips is attached hereto as Exhibit G , spread hereupon and incorporated herein by reference.)
12. **Approve Placement of Culverts for Protection of Right of Way.**
(A true and correct copy of a spreadsheet containing dates and locations of the placement of culverts for protection of county right of way is attached hereto as Collective Exhibit H, spread hereupon and incorporated herein by reference.)
13. **Approve Utility Permit.** The following permit allowing use and occupancy for the construction or adjustment of a utility within certain roads or highway rights of way was and is hereby approved, and the application for which is attached hereto as Exhibit I, spread hereupon, and incorporated herein by reference:
 - (1) AT&T - seeking to bore a 25 pair copper telephone cable along Gunter Road.
 - (2) Entergy - seeking to relocate (lower) underground secondary cable crossing under Northshore Way so road construction and drainage improvements can be accomplished.
14. **Authorize Refund of Erroneous Excess Bid Amounts Settled to the County - 2009 Tax Sale.**
(A true and correct copy of that certain memorandum dated October 9, 2009 from Tax Collector Kay Pace requesting the county to refund erroneous excess bid amounts which she mistakenly paid to the county following the 2009 Tax Sale is attached hereto as Exhibit J, spread hereupon and incorporated herein by reference, said memorandum outlines the basis for said refund, and the correct amount of each, which amounts are hereby specifically approved.)

President's Initials: _____

Date Signed: _____

The vote on the matter being as follows:

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

the matter carried unanimously and each item was and is approved, adopted and authorized.

SO ORDERED this the 19th day of October, 2009.

***In re: Accept Letter of Resignation
County Administrator Donnie Caughman***

WHEREAS, County Administrator Donnie Caughman appeared before the Board and presented his letter of resignation effective December 31, 2009, and

WHEREAS, the Board expressed its deep gratitude to Mr. Caughman for his service to the Board and to the citizens of Madison County,

Following discussion and with deep regret, Mr. Tim Johnson did offer and Mr. Karl M. Banks did second a motion to (1) accept the letter of resignation from Mr. Caughman, (2) appoint Mark Houston as the County Administrator, effective December 31, 2009, (3) appoint Quandice Green as the County Comptroller effective December 31, 2009, and (4) authorize the advertising for the position of Assistant County Comptroller. The vote on the matter being as follows:

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

the matter carried unanimously and said letter of resignation was and is hereby accepted and Mr. Houston was and is hereby appointed as County Administrator effective as of December 31, 2009, and Ms. Green was and is hereby appointed as County Comptroller effective as of December 31, 2009 and advertising for Assistant Comptroller was and is hereby authorized.

SO ORDERED this the 19th day of October, 2009.

In re: Report of the Parkway East Public Improvement District for an Advance Under the Contribution Agreement Previously Adopted by the Board of Supervisors

WHEREAS, Mr. Bob Montgomery, Esq. appeared before the Board of Supervisors and requested that the county make an advance to the Parkway East Public Improvement District (hereinafter "the District") under and pursuant to the Contribution Agreement previously adopted and approve by the Board of Supervisors associated with said District, its road construction project, and the bond financing related thereto for the purpose of making an interest payment due November,2009 on the outstanding bonded indebtedness of said District, and

WHEREAS, Mr. Montgomery advised the Board of supervisors that at least two of the landowners in the District had not made their 2008 District assessment payments and that, as a result, the same had gone to the tax sale held in August of this year with the result that three of the four parcels did not sell at said sale and were struck off to the State of Mississippi, yielding no revenue to the District or the county, and

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WHEREAS, Mr. Montgomery reported that as the result of the failure of these landowners to make their required assessment payments, the District would be unable to meet its November, 2009 bond interest payment without utilizing funds it had set aside for certain water and sewer improvements, and

WHEREAS, Chancery Clerk Arthur Johnston reported that the District did, in fact, have Certificates of Deposit and other cash on hand to cover said bond interest payment, and that the District should utilize such funds to make the debt service payment before calling upon the taxpayers of the county through the Contribution Agreement to do so, and further noted that the District should, at all costs, avoid calling upon the bond reserve fund fro such payment, and

WHEREAS, Board Attorney Eric Hamer advised the Board that, in his opinion, the terms of the aforesaid Contribution Agreement were not triggered such that an obligation was imposed upon the county to make such payment in place and in stead of the District utilizing its available funds, and

WHEREAS, the Board does find and determine that the county is not under any obligation under the aforesaid Contribution Agreement to make the interest payment as requested by the PID Board through its attorney in view of the fact that said PID has financial resources available to make the upcoming payment, and

WHEREAS, the Board has determined that it is the obligation of the District, its Board, and the landowners to bear the burden of said interest payment together with the associated risk that delinquent landowners may not make certain assessment payments as required,

Following a lengthy discussion and at the recommendation of the Board Attorney, Mr. Tim Johnson did offer and Mr. John Bell Crosby did second a motion to find and determine that the terms of the aforesaid Contribution Agreement are not triggered and that the county is not obligated to make the payment requested. The vote on the matter being as follows:

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

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

SO ORDERED this the 19th day of October, 2009.

***In re: Authorizing the Giving of Public Notice of
the Intent of the Board of Supervisors to Consider
Approving the Madison County Medical Center/Nissan Parkway TIF Project***

WHEREAS, Mr. Travis Connor, Esq. on behalf of Mr. Ron Farris, Esq. appeared before the Board on behalf of the proponents of the Madison County Medical Center/Nissan Parkway 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 Tax Increment Financing Plan, Canton, Madison County, Mississippi (Madison County Medical Center/Nissan Parkway) (the "Tax Increment Financing Plan"), and a resolution regarding such Tax Increment Financing Plan. After a full consideration and discussion 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, DETERMINING THE NECESSITY FOR AND INVOKING THE
AUTHORITY GRANTED TO COUNTIES BY THE LEGISLATURE WITH RESPECT**

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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, CANTON, MADISON COUNTY, MISSISSIPPI (MADISON COUNTY MEDICAL CENTER/NISSAN PARKWAY) 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 TAX INCREMENT FINANCING PLAN, CANTON, MADISON COUNTY, MISSISSIPPI (MADISON COUNTY MEDICAL CENTER/NISSAN PARKWAY); 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 (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. Partridge-Madison, Inc. (the "Developer") is proposing to develop a mixed-use project to be known as the Madison County Medical Center/Nissan Parkway Development (the "Project") in the City of Canton (the "City"), Madison County, Mississippi and in a proposed TIF District as defined herein, and the Governing Body has been presented with a Tax Increment Financing Plan entitled Tax Increment Financing Plan, City of Canton, Madison County, Mississippi (Madison County Medical Center/Nissan Parkway) (the "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 TIF Plan;

4. The Governing Body has heretofore identified various parts of the County and City in need of development and redevelopment and does hereby find that the TIF Plan is a project of major economic significance within the County and City 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 and would be in the public interest and in the best interest of the public health, safety, morals, and welfare of Madison County, Mississippi; and

5. 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 \$3,000,000.00 which may be secured solely, as to the County, by a pledge of up to fifty percent (50%) of the increased ad valorem taxes on real and personal property (excluding county school district taxes) generated by the Redevelopment Project in the TIF District as described in the TIF Plan, with such pledge to be further restricted as provided in the 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 District including, but not limited to, the clearance and certain site improvements essential to the preparation of the Project area for use in accordance with the Redevelopment Plan including, but not limited to, construction, expansion, renovation or repair of streets, other roadways, utilities, drainage facilities, lighting, landscaping, signalization and signage and other infrastructure necessary to develop a multi-use development incident to the medical facility in connection with the Madison County Medical Center/Nissan Parkway Project (the "Developer's Project")(the "Improvements" and the "Developer's Project" together are referred to hereinafter as the "Redevelopment Project").

6. The County may enter into a Regional Economic Development Alliance with the City pursuant to the Regional Economic Development Act, Title 57, Chapter 64, Mississippi

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Code of 1972, as amended (the "REDA Act") to support the Developer's Project (as defined herein) and to allow proceeds of the Bonds to be used to pay the cost of certain of the Improvements and to provide additional security for the Bonds.

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

SECTION 1. That receipt of the Tax Increment Financing Plan, City of Canton, Madison County, Mississippi (Madison County Medical Center/Nissan Parkway), is hereby acknowledged.

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

SECTION 3. If approved, the Bonds shall be secured, as to the County, solely by a pledge of up to fifty percent (50%) of the increased ad valorem taxes on real and personal property (excluding county school district taxes) generated by development and construction in the TIF District as described in the TIF Plan, 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 and/or sales taxes 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 TIF Plan at the regular meeting place of the Governing Body, in the Chancery Court and Administrative Building of Madison County, Mississippi, in Canton, Mississippi, at 9:00 o'clock a.m. on November 16, 2009.

SECTION 5. That the Board Clerk is hereby directed to publish the attached notice 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:

the question being 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 M. Banks	voted: Not Present and Not Voting
Supervisor Paul Griffin	voted: Aye

The motion having received the affirmative vote of a majority of the Board members present, the President declared the motion carried and the resolution adopted, on this the 19th day of October, 2009.

SO ORDERED this the 19th day of October, 2009.

President's Initials: _____

Date Signed: _____

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EXHIBIT A

TAX INCREMENT FINANCING PLAN

**TAX INCREMENT FINANCING PLAN. CANTON, MADISON COUNTY, MISSISSIPPI
(MADISON COUNTY MEDICAL CENTER / NISSAN PARKWAY PROJECT)**

SECTION 1: STATEMENT OF INTENT

The Board of Supervisors of Madison County, Mississippi (the "Governing Body"), acting for and on behalf of Madison County, Mississippi (the "County") are authorized by Sections 21-45-1, et seq., Mississippi Code of 1972, as amended (the "Act"), to undertake redevelopment projects, including, but not limited to, the acquisition of project areas within the County necessary or incidental to the development or redevelopment of such areas, and to install, construct or reconstruct streets, utilities, public improvements, and site improvements essential to the preparation of sites for use in accordance with a redevelopment plan to encourage private development and redevelopment within the County. In order to facilitate the development of the County and as required by the Act, the Governing Body heretofore adopted the Tax Increment Financing Redevelopment Plan of 2004 for the County (the "Redevelopment Plan"). The Governing Body, acting for and on behalf of the County, is also authorized by the Act to issue Tax Increment Financing Bonds to finance TIF-eligible projects in the County.

Partridge-Madison, Inc. (the "Developer") requests the County to participate in the construction of the Development Project (as defined hereinafter) by issuing or cooperating in the issuance of tax increment limited obligation bonds in principal amount of up to, but not to exceed, \$3,000,000 for a term of up to twenty (20) years (the "Bonds"), a portion of the proceeds of which will be used to pay the cost of constructing Improvements (as defined hereinafter) necessary for the Developer's Project (as hereinafter defined). Developer requests the County to pledge up to fifty percent (50%) of the increased ad valorem taxes on real and/or personal property (excluding county school district taxes) generated by development and construction in the TIF District as described in the TIF Plan as security for payment of the Bonds. The Bonds may be issued in one or more series for terms not to exceed twenty (20) years.

The Developer's Project (also sometimes referred to herein as the "Madison County Medical Center/Nissan Parkway") is defined as follows:

Development of a new campus for the Madison County Medical Center, together with a mixed-use development featuring related and complimenting medical and quasi-medical facilities, as well as commercial, mixed use retail, professional office and mixed-use development including, but not limited to hotel/motel sites, convenience store/gas station sites, fast food and restaurant sites, retail shopping sites, office building sites, office/warehouse sites, and other facilities to be known as the Madison County Medical Center/Nissan Parkway Project (hereinafter, the "Developer's Project").

The Improvements necessary to induce and support the Developer's Project are defined as follows:

Clearance and certain site improvements essential to the preparation of the Project area for use in accordance with the Redevelopment Plan including, but not limited to, construction, expansion, renovation or repair of streets, other roadways, utilities, drainage facilities, lighting, landscaping, signalization and signage, right-of-way for public roads, water and sewer mains, street lights and electrical services and other infrastructure necessary to develop a multi-use development incident to and complimenting the medical facility in connection with the Madison County Medical Center/Nissan Parkway Project (hereinafter, the "Improvements").

The Developer's Project and the Improvements together are referred to hereinafter as the "Development Project".

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Proceeds of the Bonds may also be used to pay cost of issuance for the Bonds, fund capitalized interest and any reserve deemed advisable in connection with retirement of the Bonds, related engineering fees, architect's fees, attorney's fees, TIF Plan preparation fees, and other related soft costs. Certain of the Improvements will be dedicated to the City for use by the general public, including residents of Madison County, and will be constructed on land, rights of way or easements owned or to be owned by the City made available for such purposes. The County may enter into a development and reimbursement agreement with the Developer whereby the Developer will agree to acquire, construct, operate and maintain certain improvements and/or infrastructure under this Tax Increment Financing Plan. The County and the City may enter into an Interlocal Agreement setting forth the responsibilities and participation of each with respect to administration of the TIF Plan including, but not necessarily limited to, the issuance of Bonds or Notes or other debt obligations to provide funds to defray the cost of Infrastructure Improvements.

The Bonds will be special obligations of the City secured by the ad valorem and sales tax payments as more fully described in Section 10 hereof.

SECTION 2: PUBLIC CONVENIENCE AND NECESSITY

The public convenience and necessity require participation by the County and the public interest will be served by such participation by (a) enhancement of the east-west traffic flow between Interstate Highway 55 and points west thereof, in accordance with the long range transportation plan of the County; (b) projected creation during the Project (as defined herein) of new permanent full-time or part-time jobs injecting into the local economy additional annual payroll and other benefits; (c) creation of construction jobs and corresponding payroll over a three to ten (3-10) year period; (d) creation of estimated additional real property and personal property ad valorem tax revenues to the County of at least \$105,230 annually; (e) creation of additional school district taxes for the Canton Public School District of approximately \$302,985 annually; and (f) inducing the Project will spur additional development, encourage private development and investment, and increase jobs, payroll and property tax revenues over and above the projections for the Project.

SECTION 3: REDEVELOPMENT PROJECT DESCRIPTION

Project Description and Location

Development upon land described in Exhibit "1", attached hereto and incorporated herein, of a new campus for the Madison County Medical Center, together with a mixed-use development featuring related to and complimenting medical and quasi-medical facilities, as well as commercial, mixed use retail, professional office and mixed-use development including, but not limited to hotel/motel sites, convenience store/gas station sites, fast food and restaurant sites, retail shopping sites, office building sites, office/warehouse sites, and other facilities to be known as the Madison County Medical Center/Nissan Parkway Project (hereinafter, the "Developer's Project").

Private Investment

The Developer's Project will represent a private investment in excess of \$42 Million by the Developer and owners of Madison County Medical Center and a private investment of approximately \$2 Million for Improvements consisting of clearance and certain site improvements essential to the preparation of the Project area for use in accordance with the Redevelopment Plan including, but not limited to, construction, expansion, renovation or repair of streets, other roadways, utilities, drainage facilities, lighting, landscaping, signalization and signage, right-of-way for public roads, water and sewer mains, street lights and electrical services and other infrastructure necessary to develop a multi-use development incident to the medical facility in connection with the Madison County Medical Center Project.

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SECTION 4: DEVELOPER'S INFORMATION

- (a) Name: Partridge-Madison, Inc.
- (b) Address: 4273 I-55 North, Suite A
Jackson, MS 39206
- (c) Telephone Number: 601-713-6320
Facsimile: 601-713-9928
- (d) Tax identification number: 20-1190258
- (e) The Developer's contact for the Redevelopment Project is: Ronald D. Farris, Esq.
- (f) Telephone Number: 601-713-6320
Facsimile: 601-713-9928

SECTION 5: ECONOMIC DEVELOPMENT IMPACT DESCRIPTION

Job creation

It is estimated that the Development Project will substantially increase permanent employment opportunities for residents of the County and City with the attendant increases in payroll. It is expected that there will be significant increases in construction jobs over the projected three to ten (3-10) years required to complete construction of the Development Project.

Investment

Total cost of the Redevelopment Project is estimated to be in excess of \$42 Million, in addition to the Improvements, the cost of which is estimated to be approximately \$2 Million.

Financial benefits

It is conservatively estimated that the Redevelopment Project will create for the County at least \$105,230 annually in real and personal property ad valorem taxes. In addition, the Redevelopment Project will create substantial increases in ad valorem tax revenues for the Canton Public School District of approximately \$302,985 annually.

SECTION 6: STATEMENT OF THE OBJECTIVES FOR THE TAX INCREMENT FINANCING PLAN

The objective of the TIF Plan is to construct the Improvements which will induce construction of the Developer's Project and foster development of the Development Area, as same is defined in the Development Plan, while also providing improved public access and addressing long-term transportation needs identified by Madison County. Certain of the Improvements will be dedicated to the City and available to the general public, including residents of Madison County, on a continuous basis and made available to County residents for such purposes.

SECTION 7: STATEMENT INDICATING THE NEED OF PROPOSED USE OF THE TIF PLAN IN RELATIONSHIP TO THE REDEVELOPMENT PLAN

The need and proposed use of the TIF Plan would be to provide an economic development incentive for the construction of improvements on vacant land and land in need of redevelopment in the County as described in Sections 3, 6 and 9 herein.

SECTION 8: A STATEMENT CONTAINING THE COST ESTIMATES OF THE REDEVELOPMENT PROJECT AND THE PROJECTED SOURCES OF REVENUE TO BE USED TO MEET THE COSTS INCLUDING ESTIMATES OF TAX INCREMENT AND THE TOTAL AMOUNT OF INDEBTEDNESS TO BE INCURRED

Tax increment financing in the amount not to exceed \$3,000,000.00 is requested to fund all or a part of the Improvements, fund capitalized interest, pay costs of issuance for the Bonds, pay related engineering fees, architect's fees, attorney's fees, TIF Plan preparation fees, and other

President's Initials: _____

Date Signed: _____

related soft costs. The Bonds will be issued by the City in cooperation with the County. The term of the obligation will not exceed twenty (20) years. The estimated cost of the Improvements within the Redevelopment Project is projected to be \$2 Million. Estimated annual ad valorem tax revenue resulting from the construction of the Redevelopment Project, excluding school district taxes, is estimated to be at least \$105,230 for the County upon full build out. It is requested that up to one-half (1/2) of the incremental increase in ad valorem tax revenues of the County (excluding county school district taxes) generated by the Redevelopment Project be pledged and diverted to the payment of the tax increment debt obligations of the County.

SECTION 9: LIST OF ALL REAL PROPERTY TO BE INCLUDED IN THE TIF DISTRICT (the "Tax Increment Finance District")

The Development Project will be constructed on the tract of real property described in Exhibit "1" attached hereto, the same being incorporated herein by reference.

SECTION 10: THE DURATION OF THE TAX INCREMENT FINANCING PLAN'S EXISTENCE

The duration of the Tax Increment Financing Plan for the Redevelopment Project is for a period not to exceed twenty (20) years.

SECTION 11: STATEMENT OF THE ESTIMATED IMPACT OF THE TAX INCREMENT FINANCING PLAN UPON THE REVENUES OF ALL TAX JURISDICTIONS IN WHICH THE DEVELOPMENT PROJECT IS LOCATED

The following represents estimates of tax revenue resulting from the construction of the Redevelopment Project. Estimates for ad valorem tax revenue is based on the 2008 tax year mill rates of 20.25 mills for the City, 8.33 mills for the County and 47.94 mills for the School District.

- (a) Real property County ad valorem taxes: \$105,230
 - (b) Real property City ad valorem taxes: \$103,990
 - (c) Canton Public School District taxes: \$302,985
- Projected City of Canton Net (Rebated) Sales Taxes have not been calculated as of this time.

SECTION 12: STATEMENT REQUIRING THAT A SEPARATE FUND BE ESTABLISHED TO RECEIVE AD VALOREM TAXES AND THE PROVISIONS OF ANY OTHER FINANCIAL ASSISTANCE

In accordance with Mississippi Law, a separate fund entitled the Tax Increment Financing Fund - Madison County Medical Center/Nissan Parkway Project, will be established by the City, in cooperation with the County, to receive ad valorem taxes and the City, cooperating with the County, will make provision for any other financial assistance received in connection with this TIF Plan.

SECTION 13: THE GOVERNING BODY SHALL BY RESOLUTION FROM TIME TO TIME DETERMINE

- (a) the division of ad valorem tax receipts, if any, that may be used to pay for the cost of all or any part of a redevelopment project;
- (b) the duration of time in which such taxes may be used for such purposes;
- (c) if the Governing Body shall issue bonds for such redevelopment project; and
- (d) such other restrictions, rules and regulations as in the sole discretion of the Governing Body shall be necessary in order to promote and protect the public interest.

Through the adoption of the TIF Plan, the Governing Body of the County acknowledges the above and shall adopt the necessary resolutions when deemed necessary and appropriate.

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EXHIBIT "A"
LEGAL DESCRIPTION

(Exhibit A to the Tax Increment Financing Plan is attached hereto as Exhibit K to these Minutes.)

EXHIBIT "B"
LEGAL NOTICE

(Exhibit B to the Tax Increment Financing Plan is attached hereto as Exhibit L to these Minutes.)

***In re: Authorizing the Giving of Public Notice of
the Intent of the Board of Supervisors to Consider
Approving the Madison Station Redevelopment TIF Project***

WHEREAS, Mr. Chris Gouras appeared before the Board on behalf of the proponents of the Madison Station Redevelopment TIF Project referred to herein below and presented the Resolution which follows:

RESOLUTION OF THE BOARD OF SUPERVISORS OF MADISON COUNTY, MISSISSIPPI, DETERMINING THE NECESSITY FOR AND INVOKING THE AUTHORITY GRANTED TO COUNTIES 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 MADISON STATION REDEVELOPMENT PROJECT, IS A PROJECT ELIGIBLE FOR TAX INCREMENT FINANCING UNDER THE LAWS OF THE STATE, THAT THE TAX INCREMENT FINANCING PLAN PREVIOUSLY APPROVED SHOULD BE AMENDED AS DESCRIBED HEREIN, THAT A PUBLIC HEARING BE CONDUCTED IN CONNECTION WITH THE TAX INCREMENT FINANCING PLAN, AS AMENDED, AND FOR RELATED PURPOSES.

WHEREAS, the Board of Supervisors of Madison County, Mississippi, (the "Governing Body" of the "County"), acting for and on behalf of the County, hereby find, determine and adjudicate 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, and also to carry out such projects jointly with other local governmental units pursuant to the Interlocal Cooperation Act, Title 17, Chapter 13, Mississippi Code of 1972, as amended (the "Interlocal Act").
2. The Governing Body of the County has heretofore approved a Tax Increment Financing Redevelopment Plan (the "Redevelopment Plan"), and has conducted a public hearing on such Redevelopment Plan as required by law, which plan constitutes a qualified plan under the Act.
3. The Governing Body of the County has heretofore approved a Tax Increment Financing Plan entitled Tax Increment Financing Plan, Madison Station Redevelopment Project, Madison County, Mississippi, July 2008 (the "TIF Plan") on June 23, 2008 which plan constitutes a qualified plan under the Act.
4. The County has been presented with a proposed Tax Increment Financing Plan entitled Tax Increment Financing Plan, Madison Station Redevelopment Project, Madison County, Mississippi, July 2008, as Amended, November 2009 (hereinafter referred to as the "Amended TIF Plan"), the purpose of which is to provide certain amendments to the TIF Plan.
5. The purpose of the proposed amendments is to include the City's ad valorem real and personal property tax increases from that portion within the district described in the Amended TIF Plan (the "TIF District") as the CVS Portion (the "CVS Portion") and to restrict the increase

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in sales tax rebates to the CVS Portion to provide debt service for the Tax Increment Financing Bonds (the "TIF Bonds").

6. The County may exercise its authority as authorized by Section 21-45-3 of the Act.

NOW, THEREFORE, BE IT RESOLVED by the Governing Body of the County, as follows:

SECTION 1. The Governing Body of the County does hereby declare its intention to amend the TIF Plan to include the City's ad valorem real and personal property tax increases from the CVS Portion of the TIF District, and to restrict the increase in sales tax rebates to the CVS Portion of the TIF District to provide debt service for the TIF Bonds.

SECTION 2. A public hearing shall be held with respect to the Amended TIF Plan in the Board of Supervisors Meeting Room, 125 West North Street, Canton, Mississippi at 9:00 a.m., on the 16th day of November, 2009.

SECTION 3. The Clerk is hereby directed to publish the attached notice in the Madison County Herald one (1) time not less than ten (10) days nor more than twenty (20) days prior to the date set forth in Section 2 hereof.

Supervisor Tim Johnson moved and Supervisor John Bell Crosby 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: Not Present and Not Voting
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 declared the motion carried and the resolution adopted on this the 19th day of October, 2009.

SO ORDERED this the 19th day of October, 2009.

In re: Discussion of Proposed Solid Waste Management Authority

WHEREAS, Mr. Jim McNaughton of Environmental Business Services appeared before the Board and presented a report for a Solid Waste Management Authority outlining three (3) basic ways to form a solid waste authority, and

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

Following discussion, Mr. Karl M. Banks did offer and Mr. Paul Griffin did second a motion to (1) authorize Mr. McNaughton to proceed with the development of a solid waste management authority at a cost not to exceed \$15,000.00 and (2) approve a budget amendment to transfer \$15,000.00 from line item 105-340-915 to line item 105-340-581. The vote on the matter being as follows:

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

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the matter carried by a majority vote (4-1) of the Board and Mr. McNaughton was and is hereby so authorized and the aforementioned budget amendment was and is hereby approved.

SO ORDERED this the 19th day of October, 2009.

In re: Awarding of Bid to APAC, Mississippi for the Ratliff Ferry Road Project

WHEREAS, Mr. Dan Tolar, State Aid District Engineer appeared before the Board and reported that he and the standing committee of the Board appointed for such purposes had, this day, received and opened bids for the reconstruction of Ratliff Ferry Road being State Aid Project No. SAP-45(3)M, and

WHEREAS, in his estimation, the lowest and best bidder for said project was APAC, Mississippi who submitted a bid in the total amount of \$973,219.65, and

WHEREAS, Mr. Tolar recommended that the Board award the contract for the construction of said project to APAC, Mississippi in accordance with its bid, a true and correct copy of which may be found in the Miscellaneous Appendix to these Minutes,

Following discussion, Mr. Tim Johnson did offer and Mr. Karl M. Banks did second a motion to (1) accept the bid of APAC, Mississippi as the lowest and best bid received for the reconstruction of Ratliff Ferry Road being State Aid Project No. SAP-45(3)M and (2) award the contract for such work to said firm. The vote on the matter being as follows:

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

the matter carried unanimously and said bid was and is hereby accepted and the contract was and is hereby awarded.

SO ORDERED this the 19th day of October, 2009.

In re: Report on Virililia Road Project

WHEREAS, Mr. Keith O'Keefe of Neel-Schaffer, Inc. appeared before the Board and gave an oral report on the status of the Virililia Road Project, and

WHEREAS, Mr. O'Keefe requested permission to extend said project to the bridge, change out the culverts, and lay sod and seed due to poor drainage,

Following discussion, Mr. Karl M. Banks did offer and Mr. Tim Johnson did second a motion to (1) approve the extension of said project to the bridge for ditching, (2) approve the change in culverts, and (3) approve the laying of sod and seed in order to maintain better drainage, all of which would be paid through State Aid Funds. The vote on the matter being as follows:

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

President's Initials: _____

Date Signed: _____

the matter carried unanimously and the extension of said project to the bridge was and is hereby approved; the change in culverts was and is hereby approved; and the laying of sod and seed was and is hereby approved.

SO ORDERED this the 19th day of October, 2009.

In re: Acceptance and Award of Lowest and Best Bid for South Madison Fire Protection District Adam Weisenberger Memorial Station No. 2

WHEREAS, County Fire Coordinator Mack Pigg appeared before the Board and presented that certain memorandum dated October 7, 2009 outlining the recommendation of Mr. Joseph Orr, architect, to accept and award the low bid of Harris Constructors for the construction of the new South Madison Fire Protection District Adam Weisenberger Memorial Station No. 2, a true and correct copy of which is attached hereto as Exhibit M, spread hereupon and incorporated herein by reference,

Following discussion, Mr. Karl M. Banks did offer and Mr. Tim Johnson did second a motion to accept and award the low bid of Harris Constructors in the amount of \$574,900.00 for the construction of the new South Madison Fire Protection District Adam Weisenberger Memorial Station No. 2. The vote on the matter being as follows:

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

the matter carried unanimously and the low bid of Harris Constructors was and is hereby accepted and awarded.

SO ORDERED this 19th day of October, 2009.

In re: Authorization to Purchase Fire Truck on State Contract

WHEREAS, County Fire Coordinator Mack Pigg appeared before the Board and requested permission to purchase one (1) Pierce Class A Pumper truck on state contract for use by South Madison Fire Protection District,

Following discussion, Mr. Karl M. Banks did offer and Mr. Tim Johnson did second a motion to authorize the purchase of one (1) Pierce Class A Pumper truck on state contract for use by South Madison Fire Protection District. The vote on the matter being as follows:

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

the matter carried unanimously and Mr. Pigg was and is so authorized.

SO ORDERED this 19th day of October, 2009.

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***In re: Authorization to Set Public Hearing, CAP Loan -
Farmhaven Fire Protection District Station No. 2***

Following discussion and at the request of County Fire Coordinator Mack Pigg, Mr. Paul Griffin did offer and Mr. Tim Johnson did second a motion to (1) authorize the advertising of public notice for the construction of Farmhaven Fire Protection District Station No. 2 using a Capital Improvements (CAP) Loan from the Mississippi Development Authority setting public hearing for December 7, 2009 and (2) adopt that certain Resolution pertaining thereto, a true and correct copy of which is attached hereto as Exhibit N, spread hereupon, and incorporated herein by reference. The vote on the matter being as follows:

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

the matter carried unanimously and said public hearing was and is hereby set and said Resolution was and is hereby adopted.

SO ORDERED this the 19th day of October, 2009.

***In re: Authorization to Apply for Round Nine (9) -
Rural Fire Truck Acquisition Program***

WHEREAS, County Fire Coordinator Mack Pigg appeared before the Board and requested permission to submit an application for Round Nine of the Rural Fire Truck Acquisition Program, and

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

WHEREAS, the Board has determined the need of such equipment in various communities in Madison County,

Following discussion, Mr. Karl M. Banks did offer and Mr. Tim Johnson did second a motion to authorize Mr. Pigg to make application for participation in round nine (9) of the Rural Fire Truck Acquisition program through the State of Mississippi. The vote on the matter being as follows:

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

the matter carried unanimously and Mr. Pigg was and is so authorized.

SO ORDERED this the 19th day of October, 2009.

***In re: Request to Approve Fee Schedule for
Planning & Zoning Department***

WHEREAS, Zoning Administrator Brad Sellers appeared before the Board and requested the Board approve a proposed fee schedule for various fees within the Planning & Zoning Department, and

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

Following discussion, Mr. Tim Johnson did offer and Mr. Karl M. Banks did second a motion to approve the proposed fee schedule for various fees in the Planning & Zoning Department, and. The vote on the matter being as follows:

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

the matter carried unanimously and said fee schedule was and is hereby approved.

SO ORDERED this the 19th day of October, 2009.

In re: Request to Adopt Title VI Non-Discrimination Agreement

WHEREAS, Human Resource Manager Lisa Mayo appeared before the Board and recommended the Board adopt the Mississippi Department of Transportation's (MODT) 2009 Title VI Non-Discrimination Plan and appoint the County Comptroller to monitor and administer said plan,

Following discussion, Mr. Tim Johnson did offer and Mr. Karl M. Banks did second a motion to adopt Mississippi Department of Transportation's 2009 Title VI Plan and appoint the County Comptroller to monitor and administer said plan. The vote on the matter being as follows:

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

the matter carried unanimously and the Mississippi Department of Transportation's 2009 Title VI Non-Discrimination Plan was and is hereby adopted and the County Comptroller was and is hereby so appointed.

SO ORDERED this the 19th day of October, 2009.

In re: Request to Reduce Speed Limits and Erect Stop Signs - Ashbrooke Sbudivision

WHEREAS, County Administrator Donnie Caughman appeared before the Board and presented that certain correspondence dated August 21, 2009 from Mr. Pete Wilkinson of the Ashbrooke Homeowners Association requesting the Board reduce the speed limit in the subdivision and erect 3-way and 4-way stop signs on certain streets within the subdivision, and

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

Following discussion, Mr. D. I. Smith did offer and Mr. Karl M. Banks did second a motion to authorize the County Engineer, the Sheriff and the Road Manager to review said request and make a recommendation to the Board at a later date. The vote on the matter being as follows:

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

the matter carried unanimously and the County Engineer, the Sheriff and the Road Manager were and are hereby so authorized.

SO ORDERED this the 19th day of October, 2009.

In re: Adoption of Policy Requiring Mayors Appear Before the Board When Requesting Assistance

Following discussion, Mr. Karl M. Banks did offer and Mr. Tim Johnson did second a motion to adopt a policy requiring the appearance at a meeting of this Board by the appropriate Mayor when any municipality seeks county assistance on any project whether financial or in-kind labor. The vote on the matter being as follows:

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

the matter carried by a majority vote (4-1) of the Board and said policy was and is hereby adopted.

SO ORDERED this the 19th day of October, 2009.

In re: Authorization of Board Attorney to Correspond with Developers of Denson Farms Subdivision

WHEREAS, County Engineer Rudy Warnock appeared before the Board and explained that the letter of credit on Denson Farms Subdivision had expired and requested the Board authorize the Board Attorney to correspond with the developers and acquire an updated letter of credit for said subdivision,

Following discussion, Mr. Karl M. Banks did offer and Mr. Tim Johnson did second a motion to authorize the Board Attorney to correspond with the developers and acquire an updated letter of credit for Denson Farms Subdivision. The vote on the matter being as follows:

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

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

SO ORDERED this the 19th day of October, 2009.

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In re: Authorization of Board Attorney and County Engineer Secure Movement of Waterline - Reunion Interchange

WHEREAS, County Engineer Rudy Warnock appeared before the Board and requested the Board authorize the Board Attorney to assist in the movement of a 30" waterline along Reunion Interchange east of I-55,

Following discussion, Mr. Tim Johnson did offer and Mr. John Bell Crosby did second a motion to authorize the Board Attorney to assist the County Engineer in securing the movement of a 30" waterline along Reunion Interchange east of I-55. The vote on the matter being as follows:

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

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

SO ORDERED this the 19th day of October, 2009.

In re: Authorization to Close Old Rice Road (Thrill Hill)

WHEREAS, County Engineer Rudy Warnock appeared before the Board and reported that Hemphill Construction had requested permission to close that portion of Old Rice Road, known as "Thrill Hill" for the purpose of relocating dirt during the period October 20 - 27, 2009, weather permitting,

Following discussion, Mr. John Bell Crosby did offer and Mr. Tim Johnson did second a motion to authorize the closing of Old Rice Road for the purpose of relocating dirt from the "Thrill Hill" site during the period October 20 - 27, 2009, weather permitting. The vote on the matter being as follows:

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

the matter carried unanimously and Old Rice Road was and is hereby closed.

SO ORDERED this the 19th day of October, 2009.

In re: Reappointment to the Camden Fire District Board

Mr. Paul Griffin did offer and Mr. Tim Johnson did second a motion to re-appoint Ms. Melissa Harris to the Camden Fire District Board for a five (5) year term expiring July, 2014. The vote on the matter being as follows:

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

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the matter carried unanimously and Ms. Harris was and is hereby re-appointed.

SO ORDERED this the 19th day of October, 2009.

In re: Approval of Claims Docket for October 19, 2009

WHEREAS, the Board reviewed the claims docket for October 19, 2009; and

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

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

Fund	Claim Nos.	No. of Claims	Amount
001	99 to 424	92	276,417.16
012	11 to 13	3	322.03
097	20 to 24	5	7,694.85
105	12 to 21	10	13,749.37
115	7 to 10	4	2,920.08
116	3 to 4	2	273.28
118	2 to 2	1	140.00
119	2 to 2	1	140.00
120	6 to 8	3	60.39
121	3 to 4	2	292.61
150	34 to 57	24	25,365.71
160	9 to 9	1	4,199.58
190	15 to 15	1	127.40
291	1 to 1	1	2,500.00
302	2 to 4	3	413,082.97
TOTAL ALL FUNDS		153	747,285.43

HELD CLAIM

Fund	Claim No.	Invoice No.	Payee	Amount
302	2	6105	Warnock & Assoc.	\$ 26,250.00

Following discussion, Mr. Karl M. Banks did offer and Mr. Tim Johnson did second a motion to approve the claims docket as presented, less and except the above noted held claim. Said motion directed that invoice numbers should be attached to each claim on the claims docket and further directed the Chancery Clerk to publish the Summary of Claims as required by law and to authorize the Board President to sign and approve the Claims Docket, a copy of which may be found in the Miscellaneous Appendix to these Minutes together with a separate Resolution approving payment of said claims, which Resolution is attached hereto as Exhibit Q, spread hereupon, and incorporated herein by reference. The vote on the matter being as follows:

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

the matter carried unanimously and said Claims Docket was and is hereby approved, and the Chancery Clerk was and is instructed to issue pay warrants accordingly.

SO ORDERED this the 19th day of October, 2009.

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Thereafter, Mr. Karl M. Banks did offer and Mr. Tim Johnson did second a motion to pay the held claim of Warnock & Associates in the amount of \$26,250.00. The vote on the matter being as follows:

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

the matter carried by a majority vote (3-2) of the Board and said Held Claim was and is hereby approved, and the Chancery Clerk was and is instructed to issue pay warrant accordingly.

SO ORDERED this the 19th day of October, 2009.

In re: Approval of Budget Amendments

WHEREAS, County Comptroller Mark Houston appeared before the Board and requested the Board's consideration of certain amendments to the current year budget of the county as set forth in that certain document entitled "Madison County Budget Amendments October 19, 2009," a true and correct copy of which is attached hereto as Exhibit R, spread hereupon and incorporated herein by reference,

Following discussion, Mr. Karl M. Banks did offer and Mr. Tim Johnson did second a motion to approve said budget amendments. The vote on the matter being as follows:

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

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

SO ORDERED this the 19th day of October, 2009.

In re: Adoption of County Road Registry

WHEREAS, the Board had previously received the revised County Road Registry for review, and

WHEREAS, Board Secretary and Deputy Chancery Clerk Cynthia Parker and Chancery Clerk Arthur Johnston requested the Board's adoption of same,

Following discussion, Mr. Karl M. Banks did offer and Mr. John Bell Crosby did second a motion to adopt the County Road Registry as presented, a true and correct copy of which may be found in the Miscellaneous Appendix to these Minutes, and shall be placed on record in the Chancery Clerk's office as required by statute. The vote on the matter being as follows:

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

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the matter carried unanimously and said County Road Registry was and is hereby approved and adopted.

SO ORDERED this the 19th day of October, 2009.

In re: Acknowledgment of State Tax Commission's Approval of 2009 Real and Personal Assessment Rolls and Making Same Final

WHEREAS, County Administrator Donnie Caughman appeared before the Board and presented the "Order of State Tax Commission" dated October 6, 2009 approving the 2009 Real and Personal Property Tax Rolls,

Following discussion, Mr. Karl M. Banks did offer and Mr. D. I. Smith did second a motion to acknowledge receipt of and adopt that certain Order dated October 6, 2009 from the Mississippi State Tax Commission, a true and correct copy of which is attached hereto as Exhibit S, spread hereupon and incorporated herein by reference, make the 2009 Madison county tax rolls final in accordance therewith, and direct the Chancery Clerk to proceed in accordance with Miss. Code Ann. § 27-35-123. The vote on the matter being as follows:

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

the matter carried unanimously and said Order was and is hereby acknowledged and adopted, said rolls made final, and the Chancery Clerk was and is hereby directed to proceed in accordance with Miss. Code Ann. § 27-35-123.

SO ORDERED this the 19th day of October, 2009.

In re: Authorization to Post Public Notice for Telecommunication Towers

WHEREAS, County Administrator Donnie Caughman appeared before the Board and presented two (2) public notices from Neel-Schaffer, Inc. requesting public comments for proposed telecommunication towers to be located at 6091 Highway 51 and 907 Davis Crossing Road in Madison County, and

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

Following discussion, Mr. Karl M. Banks did offer and Mr. John Bell Crosby did second a motion to authorize the posting of said notices for public comment for said proposed telecommunication towers. The vote on the matter being as follows:

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

the matter carried unanimously and the Chancery Clerk was and is hereby authorized to post said public notices.

SO ORDERED this the 19th day of October, 2009.

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In re: Approval of Sale of Truck; Approval of Purchase of E911 Truck on State Contract and Approval of Budget Amendment

WHEREAS, E911 Director Butch Hammack appeared before the Board and requested permission to sell that certain 2004 3/4 ton Chevrolet truck, bearing VIN 1GCGK23UX4F101567 and authorize the purchase of a ½ ton crew cab 4WD truck on state contract for use in the E911 Department, and

WHEREAS, Mr. Hammack later requested authorization for a budget amendment in the amount of \$1,016.00 to allow for the difference of the purchase of the new vehicle,

Following discussion, Mr. John Bell Crosby did offer and Mr. Tim Johnson did second a motion to (1) authorize the sale of that certain 2004 3/4 ton Chevrolet truck, bearing VIN 1GCGK23UX4F101567, (2) authorize the purchase of a ½ ton crew cab 4WD truck on state contract for use in the E911 Department, and (3) approve a budget amendment in the amount of \$1,016.00. The vote on the matter being as follows:

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

the matter carried unanimously and the sale of that certain 2004 3/4 ton Chevrolet truck was and is hereby approved; the purchase of a ½ ton crew cab 4WD truck on state contract was and is hereby approved; and said budget amendment was and is hereby approved.

SO ORDERED this the 19th day of October, 2009.

In re: Acknowledge Receipt of Funds for Housing Prisoners and Other Services

WHEREAS, E911 Director Butch Hammack on behalf of Sheriff Toby Trowbridge appeared before the Board and presented checks as follows:

<u>Entity</u>	<u>Amount</u>
City of Flowood	\$ 1,125.00
City of Ridgeland	\$ 3,788.61
Evercom	\$ 13,223.69

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

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

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

SO ORDERED this the 19th day of October, 2009.

President's Initials: _____

Date Signed: _____

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In re: Entering into “Closed Session” to Determine Whether or not the Board Should Declare an Executive Session

WHEREAS, the Board of Supervisors, after beginning the meeting in open session, determined that it was necessary to enter into Closed Session for a brief discussion to ascertain whether an Executive Session was needed as to real property acquisition and pending and threatened litigation,

Following discussion and pursuant to the terms of Miss. Code Ann. § 25-41-7, as amended, Mr. Karl M. Banks did offer and Mr. Tim Johnson did second a motion to make a closed determination upon the issue of whether or not to declare an Executive Session for the purpose of discussing real property acquisition and pending and threatened litigation, with the following persons deemed necessary for Board discussions, deliberations, and recording of such Executive Session, to wit: members of the Board, Board Attorney Eric Hamer, his assistant Ms. Tammy McDaniel, County Administrator Donnie Caughman, County Comptroller and Deputy Chancery Clerk Mark Houston, Assistant County Comptroller Quandice Green, Board Secretary and Deputy Chancery Clerk Cynthia Parker, County Engineer Rudy Warnock. The vote on the matter being as follows:

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

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

SO ORDERED this the 19th day of October, 2009.

In re: Entering into Executive Session

WHEREAS, a discussion of the nature of the matters requiring Executive Session was had and the Board Attorney informed the Board that there were certain matters concerning real property acquisition and pending and threatened litigation, that required discussion in Executive Session, and

Mr. Tim Johnson did offer and Mr. Karl M. Banks did second a motion to enter into Executive Session to discuss real property acquisition and litigation issues. The vote on the matter being as follows:

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

the matter carried unanimously and President Griffin declared the Board of Supervisors to be in Executive Session for the consideration of such matters and the Board Secretary/Deputy Chancery Clerk announced to the public the purpose for the Executive Session.

SO ORDERED this the 19th day of October, 2009.

President’s Initials: _____

Date Signed: _____

For Searching Reference Only: Page 25 of 28 (10/19/09)

**In re: Discussion of Gulf South Pipeline Relocation
Highway 51 and Sowell Road**

Following discussion, Mr. Karl M. Banks did offer and Mr. Tim Johnson did second a motion to authorize the Board Attorney to initiate court action for the purposes of relocating the pipeline at the Intersection of Highway 51 and Sowell Road. The vote on the matter being as follows:

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

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

SO ORDERED this the 19th day of October, 2009.

**In re: Approval of Memorandum of Understanding
Calhoun Station Properties, LLC**

Following discussion, Mr. Karl M. Banks did offer and Mr. Tim Johnson did second a motion to approve the Memorandum of Understanding between Madison County and Calhoun Station Properties, LLC for the acquisition of certain property for right of way for the Calhoun Station Parkway Phase II Project, a true and correct copy of which is attached hereto as Exhibit T, spread hereupon and incorporated herein by reference, and authorize the Board President to execute same. The vote on the matter being as follows:

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

the matter carried by a unanimous vote (4-1) of the Board and said Memorandum of Understanding was and is hereby approved and the Board President was and is hereby so authorized.

SO ORDERED this the 19th day of October, 2009.

**In re: Authorization of Board Attorney to
Correspond with State Farm Insurance**

At the request of the Board Attorney, Mr. Karl M. Banks did offer and Mr. Tim Johnson did second a motion to authorize the Board Attorney to (1) correspond with State Farm Insurance informing it that the county does not feel State Farm is due a refund for the claims paid unto Mr. Jimmie Roush for damage to his vehicle, and (2) authorize the Board Attorney to defend the county should the need arise. The vote on the matter being as follows:

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

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

SO ORDERED this the 19th day of October, 2009.

President's Initials: _____

Date Signed: _____

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In re: Authorization of Board President Execute Agreement of Understanding Regarding Nerhus Properties, LLC

At the recommendation of the Board Attorney, Mr. Karl M. Banks did offer and Mr. John Bell Crosby did second a motion to authorize the Board President to execute the Agreement of Understanding between Madison County, Tax Assessor Gerald Barber and Nerhus Properties, LLC with regard to the assessment of the ad valorem tax assessment of that certain property owned by Nerhus Properties, LLC for the Tax Year 2009 once final figures have been agreed upon by said parties. The vote on the matter being as follows:

Supervisor John Bell Crosby	Aye
Supervisor Tim Johnson	Not Present and Not Voting ¹
Supervisor D. I. Smith	Aye
Supervisor Karl M. Banks	Aye
Supervisor Paul Griffin	Aye

the matter carried by the unanimous vote of those present and the Board President was and is hereby so authorized.

SO ORDERED this the 19th day of October, 2009.

In re: Authorize Board President to Execute Real Estate Purchase and Sale Agreement

At the recommendation of the Board Attorney, Mr. Tim Johnson did offer and Mr. John Bell Crosby did second a motion to authorize the Board President to execute that certain Real Estate Purchase and Sale Agreement between Madison County and Missionary Servants of the Most Holy Trinity for the purchase of approximately 64.05 acres located at the intersection of Highway 17 and Sulpher Springs Road, Madison County, Mississippi, a true and correct copy of which is attached hereto as Exhibit U, spread hereupon and incorporated herein by reference. The vote on the matter being as follows:

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

the matter carried unanimously and the Board President was and is hereby authorized.

SO ORDERED this the 19th day of October, 2009.

In re: Authorize Board Attorney to Take Necessary Action Against Tommie and Diane Lumpkin

Due to a zoning violation and at the request of the Board Attorney, Mr. Tim Johnson did offer and Mr. John Bell Crosby did second a motion to authorize the Board Attorney to take the necessary action against Tommie and Diane Lumpkin to have a horse removed from their property located at 399 Highway 17. The vote on the matter being as follows:

¹Mr. Johnson excused himself from the Executive Session prior to the call of the question and returned shortly thereafter.

President's Initials: _____

Date Signed: _____

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

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

SO ORDERED this the 19th day of October, 2009.

Thereafter, Mr. D. I. Smith did offer and Mr. Karl M. Banks did second a motion to adjourn the Executive Session and direct the Board Attorney to announce to the public the action taken therein. The vote on the matter being as follows:

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

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

SO ORDERED this the 19th day of October, 2009.

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 Tim Johnson and approved by the unanimous vote of those present, and the October, 2009 term of the Madison County 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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