

**MINUTES OF THE REGULAR MEETING
OF NOVEMBER 2, 2010
OF THE MAYOR AND BOARD OF ALDERMEN
OF THE CITY OF SOUTHAVEN, MISSISSIPPI**

BE IT REMEMBERED that the Mayor and Board of Aldermen of the City of Southaven, Mississippi met in Regular Session on the 2nd day of November, 2010 at six o'clock (6:00) p.m. at City Hall.

Present were:

Charles G. Davis	Mayor
Greg Guy	Alderman at Large
Alderman Cady	Alderman, Ward 1
Ronnie Hale	Alderman, Ward 2
William Brooks	Alderman, Ward 4
Ricky Jobes	Alderman, Ward 5
Randall Huling	Alderman, Ward 6

Alderman Jobes and Alderman Guy were present via-telecommunication. Also present were Sheila Heath, City Clerk, Chris Wilson, City Administrator, Mark Sorrell, City Attorney and Whitney Choat-Cook, City Planning Director. Approximately twenty (20) other people were present.

Mayor Davis called the meeting to order. Alderman Cady led in prayer, followed by the Pledge of Allegiance led by Alderman Hale. Next, a motion was made by Alderman Cady to approve the minutes of the regular meeting of October 19, 2010 with any corrections, deletions, or additions necessary. Motion seconded by Alderman Brooks. Motion was put to a vote and passed unanimously.

CITIZEN'S AGENDA

No Citizen's Agenda

RESOLUTIONS FOR 3.5 BOND:

RESOLUTION DECLARING THE ABSENCE OF PROTEST

The Clerk reported that pursuant to a resolution declaring the intention of the Mayor and Board of Aldermen of the City of Southaven, Mississippi (the "City"), to issue general obligation refunding bonds of the City in a maximum principal amount not to exceed Three Million Five Hundred Thousand Dollars (\$3,500,000) for the purpose of providing funds to pay for the cost of (i) prepaying and currently refunding the outstanding balance of the City's \$5,000,000 Promissory Note, dated June 7, 2002 (the "Note"), originally issued under the terms and provisions of a Loan Agreement, dated June 7, 2002 (the "Loan Agreement"), by and between the City and the Mississippi Development Bank (the "Bank"), which Note and Loan Agreement secure a portion of the proceeds of the Mississippi Development Bank Special Obligation Bonds (Capital Projects and Equipment Acquisition Program), Series 2001A (the "2001A Bank Bonds"), dated March 6, 2001; and (ii) paying the costs of issuing the Series 2010 Bonds, she did cause notice of intention to issue said Bonds to be published not

less than three (3) times in *The DeSoto Times-Tribune*, a newspaper having a general circulation in the City, on October 12, 19, and 26, 2010, as evidenced by proof of publication on file in the office of the Clerk. The Clerk further reported that no written protest of any kind or character against the issuance of said Bonds had been filed in the Clerk's office. Thereupon, Alderman Huling moved the adoption of the following resolution:

A RESOLUTION DECLARING THE ABSENCE OF ANY PROTEST AGAINST THE ISSUANCE OF GENERAL OBLIGATION REFUNDING BONDS OF THE CITY OF SOUTHAVEN, MISSISSIPPI, IN THE PRINCIPAL AMOUNT NOT TO EXCEED THREE MILLION FIVE HUNDRED THOUSAND DOLLARS (\$3,500,000).

WHEREAS, under the power and authority granted by the laws of the State of Mississippi and particularly under Sections 31-15-1 through 31-15-19, Mississippi Code of 1972, as amended, the Mayor and Board of Aldermen (the "Governing Body") of the City did adopt a certain resolution on Tuesday, October 5, 2010, entitled:

RESOLUTION DECLARING THE INTENTION OF THE MAYOR AND BOARD OF ALDERMEN OF THE CITY OF SOUTHAVEN, MISSISSIPPI, TO ISSUE GENERAL OBLIGATION REFUNDING BONDS OF THE CITY IN A MAXIMUM PRINCIPAL AMOUNT NOT TO EXCEED THREE MILLION FIVE HUNDRED THOUSAND DOLLARS (\$3,500,000) FOR THE PURPOSE OF PROVIDING FUNDS TO PAY FOR THE COST OF (I) PREPAYING AND CURRENTLY REFUNDING THE OUTSTANDING BALANCE OF THE CITY'S \$5,000,000 PROMISSORY NOTE, DATED JUNE 7, 2002 (THE "NOTE"), ISSUED UNDER THE TERMS AND PROVISIONS OF A LOAN AGREEMENT, DATED JUNE 7, 2002 (THE "LOAN AGREEMENT"), BY AND BETWEEN THE CITY AND THE MISSISSIPPI DEVELOPMENT BANK (THE "BANK"), WHICH NOTE AND LOAN AGREEMENT SECURE A PORTION OF THE PROCEEDS OF THE MISSISSIPPI DEVELOPMENT BANK SPECIAL OBLIGATION BONDS (CAPITAL PROJECTS AND EQUIPMENT ACQUISITION PROGRAM), SERIES 2001A (THE "2001A BANK BONDS"), DATED MARCH 6, 2001; AND (II) PAYING THE COSTS OF ISSUING THE SERIES 2010 BONDS.

WHEREAS, as directed by the aforesaid resolution and as required by law, the entire text of the said resolution was published once a week for at least three (3) consecutive weeks in *The DeSoto Times-Tribune*, a newspaper having a general circulation within the City, and was so published in said newspaper on October 12, 19, and 26, 2010, as evidenced by the publisher's proof of publication of the same heretofore presented to the Governing Body and filed with the Clerk, the first publication of which was made not less than twenty-one (21) days prior to November 2, 2010, and the last publication of which was

made not more than seven (7) days prior thereto, said date being the date fixed in said resolution on or prior to which a written protest by qualified electors against the issuance of the Bonds might be filed and on which the Governing Body would take further action to provide for the issuance of the bonds; and

WHEREAS, at or prior to the hour of 6:00 p.m. on November 2, 2010, no written protest of any kind or character was filed or presented by qualified electors against the issuance of the Bonds.

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF SOUTHAVEN, MISSISSIPPI, AS FOLLOWS:

SECTION 1. That all of the findings of fact made and set forth in the preamble to this resolution shall be and the same are hereby found, declared and adjudicated to be true and correct.

SECTION 2. That the Mayor and Board of Aldermen of the City of Southaven, Mississippi (the “City”), are now fully authorized and empowered under the provisions of Sections 31-15-1 through 31-15-19, Mississippi Code of 1972, as amended, to proceed with the issuance of the Bonds without an election on the question of the issuance thereof.

SECTION 3. That the Bonds, being general obligation bonds of the City in the principal amount not to exceed Three Million Five Hundred Thousand Dollars (\$3,500,000), shall be and the same are hereby authorized to be issued to raise money for the purpose of providing funds to pay for the cost of (i) prepaying and currently refunding the outstanding balance of the City’s \$5,000,000 Promissory Note, dated June 7, 2002 (the “Note”), originally issued under the terms and provisions of a Loan Agreement, dated June 7, 2002 (the “Loan Agreement”), by and between the City and the Mississippi Development Bank (the “Bank”), which Note and Loan Agreement secure a portion of the proceeds of the Mississippi Development Bank Special Obligation Bonds (Capital Projects and Equipment Acquisition Program), Series 2001A (the “2001A Bank Bonds”), dated March 6, 2001; and (ii) paying the costs of issuing the Series 2010 Bonds.

Alderman Guy seconded the motion to adopt the foregoing resolution after the same had been read and considered section by section, and, being put to a roll call vote, the result was as follows:

Alderman Greg Guy	voted: YEA
Alderman Lorine Cady	voted: YEA
Alderman Ronnie Hale	voted: YEA
Alderman George Payne	voted: ABSENT
Alderman William Brooks	voted: YEA
Alderman Ricky Jobs	voted: YEA
Alderman Randy Huling	voted: YEA

The motion having received the affirmative vote of a majority of all of the Aldermen present, the Mayor declared the motion carried and the Resolution adopted on this the 2nd day of November, 2010.

**RESOLUTION AUTHORIZING AND DIRECTING THE ISSUANCE OF
GENERAL OBLIGATION REFUNDING BONDS, SERUES 2010**

The Board of Aldermen of the City of Southaven, Mississippi took up for consideration the matter of the issuance of not to exceed Three Million Five Hundred Thousand Dollars (\$3,500,000) General Obligation Refunding Bonds, Series 2010, of the City of Southaven, Mississippi. After a discussion of the subject, Alderman Huling offered and moved the adoption of the following resolution:

RESOLUTION AUTHORIZING AND DIRECTING THE ISSUANCE OF GENERAL OBLIGATION REFUNDING BONDS, SERIES 2010 IN THE AGGREGATE PRINCIPAL AMOUNT OF NOT TO EXCEED THREE MILLION FIVE HUNDRED THOUSAND DOLLARS (\$3,500,000) OF THE CITY FOR THE PURPOSE OF PROVIDING FUNDS TO PREPAY AND CURRENT REFUND THE OUTSTANDING BALANCE OF THE CITY'S \$5,000,000 PROMISSORY NOTE, DATED JULY 7, 2002, SECURING A LOAN (THE "LOAN") BETWEEN THE CITY AND THE MISSISSIPPI DEVELOPMENT BANK (THE "BANK") UNDER A LOAN AGREEMENT, DATED JULY 7, 2002, BY AND BETWEEN THE CITY AND THE BANK, SAID LOAN BEING FUNDED FROM A PORTION OF THE PROCEEDS OF THE BANK'S SPECIAL OBLIGATION BONDS (CAPITAL PROJECTS AND EQUIPMENT ACQUISITION PROGRAM), SERIES 2001A AND SERIES 2001B, DATED MARCH 6, 2001 (TOGETHER, THE "SERIES 2001 BANK BONDS"); APPROVING THE FORM OF A BOND PURCHASE AGREEMENT AND THE EXECUTION THEREOF; APPROVING A PRELIMINARY OFFICIAL STATEMENT AND AN OFFICIAL STATEMENT AND THE EXECUTION THEREOF; AND FOR RELATED PURPOSES.

Alderman Guy seconded the motion to adopt the foregoing Bond Resolution after the same had been read and considered section by section, and, being put to a roll call vote, the result was as follows:

Alderman Greg Guy	voted: YEA
Alderman Lorine Cady	voted: YEA
Alderman Ronnie Hale	voted: YEA
Alderman George Payne	voted: ABSENT
Alderman William Brooks	voted: YEA
Alderman Ricky Jobs	voted: YEA

Alderman Randy Huling

voted: YEA

The motion having received the affirmative vote of a majority of all of the Aldermen present, the Mayor declared the motion carried and the Bond Resolution adopted on this the 2nd day of November, 2010. Complete Resolution will be attached to this set of minutes.

RESOLUTION AUTHORIZING THE EMPLOYMENT OF PROFESSIONALS IN CONNECTION WITH THE ISSUANCE OF GENERAL OBLIGATION REFUNDING BONDS, SERIES 2010.

Mayor Davis reported that this is a refinance of the remainder of a \$5,000,000.00 Bond. This will lower the interest rate which will save tremendously on the interest payment of the loan.

The Mayor and Board of Aldermen of the City of Southaven, Mississippi (the "City"), took up for consideration the matter of employing professionals in connection with the issuance of General Obligation Refunding Bonds, Series 2000, of said City. After a discussion of the subject, Alderman Brooks offered and moved the adoption of the following resolution:

RESOLUTION OF THE MAYOR AND BOARD OF ALDERMEN OF THE CITY OF SOUTHAVEN, MISSISSIPPI (THE "CITY"), AUTHORIZING THE EMPLOYMENT OF PROFESSIONALS IN CONNECTION WITH THE ISSUANCE OF GENERAL OBLIGATION REFUNDING BONDS, SERIES 2010, OF THE CITY TO RAISE MONEY FOR THE PURPOSE OF REFUNDING THE CITY'S OUTSTANDING GENERAL OBLIGATION BONDS, SERIES 2001, DATED OCTOBER 1, 2001, ISSUED IN THE ORIGINAL PRINCIPAL AMOUNT OF \$5,000,000.

WHEREAS, the Mayor and Board of Aldermen of the City of Southaven, Mississippi (the "Governing Body" of the "City"), hereby finds, determines, adjudicates and declares as follows:

1. The Governing Body has determined that the City can realize financial benefits by refunding the City's outstanding General Obligation Bonds, Series 2001, dated October 1, 2001, issued in the original principal amount of \$5,000,000.
2. It is necessary and in the public interest for the City to negotiate for the sale of refunding bonds.
3. That in order to prepare the necessary offering documents it is in the best interest of the City to authorize the law firm of Butler, Snow, O'Mara, Stevens & Cannada, PLLC, as Bond Counsel, Government Consultants, Inc., Jackson, Mississippi, as Financial Advisor, and Crews and Associates, Inc., Little Rock, Arkansas, as Underwriter, to prepare and distribute such documents in order to facilitate the sale of such refunding bonds at a subsequent date.

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

SECTION 1. The Governing Body hereby declares its intention to issue General Obligation Refunding Bonds, Series 2010 (the “Refunding Bonds”), of the City to raise money for the purpose of refunding the City’s outstanding General Obligation Bonds, Series 2001, dated October 1, 2001, issued in the original principal amount of \$5,000,000.

SECTION 2. The Governing Body herein employs the law firm of Butler, Snow, O’Mara, Stevens & Cannada, PLLC, Ridgeland, Mississippi, as Bond Counsel, Government Consultants, Inc., Jackson, Mississippi, as Financial Advisor, and Crews and Associates, Inc., Little Rock, Arkansas, as Underwriter, and authorizes them to prepare the necessary offering documents for the subsequent sale of the Refunding Bonds subject to the approval of the Governing Body of the City. No fee will be due to Butler, Snow, O’Mara, Stevens & Cannada, PLLC, Government Consultants, Inc. or Crews and Associates, Inc. unless the Governing Body approves the sale and issuance of said Refunding Bonds.

Alderman Cady seconded the motion to adopt the foregoing resolution, and the question being putt to a roll call vote, the result was as follows:

Alderman Guy	voted: YEA
Alderman Cady	voted: YEA
Alderman Hale	voted: YEA
Alderman Payne	voted: ABSENT
Alderman Brooks	voted: YEA
Alderman Jobes	voted: YEA
Alderman Huling	voted: YEA

The motion having received the affirmative vote of a majority of the members present, the Mayor declared the motion carried and the resolution adopted, on this the 2nd day of November, 2010.

SOLE SOURCE PURCHASE-PORTACOUNT QUANTITIVE FIT TEST INSTRUMENT-SFD.

Mayor Davis reported that Fire Chief, Ron White, is requesting to purchase from TSI Incorporated a new Porta Count Quantitive Fit Test Instrument to replace the department’s existing test instrument which is over 16 years old. This purchase will be a Sole Source purchase. The purchase price for the model 8030 Porta Count Pro Respirator Fit Test is \$8,440.00 and includes a prepaid three year calibration contract and a trade in allowance of \$1,500.00 for the old equipment. Sole Source letter is attached to these minutes. Motion was made by Alderman Cady to approve the Sole Source and approve the purchase as presented to this Board. Motion was seconded by Alderman Hale. Motion was put to vote and passed unanimously.

PLANNING AGENDA

Item #1. Application by Stephen Joe for subdivision approval to amend the Northwest Commercial Subdivision on the west side of Northwest Drive, south of Stateline Road. Mrs. Whitney Choat-Cook, Planning Director reported that this is Dr. Joe’s Dentist office. He is selling one of the office buildings. This was approved unanimously by the Planning Commission.

Alderman Cady made the motion to approve Item #1 as presented. Motion was seconded by Alderman Hale. Motion was put to vote and passed unanimously.

MAYOR'S REPORT

Mayor Davis reported that he needs permission from this Board to sign all documentation on the widening of the Church Road Project. This will include change orders and official documentation with MDOT. Alderman Huling made the motion to allow Mayor Davis to sign all documentation for the widening of the Church Road Project. Motion was seconded by Alderman Brooks. Motion was put to vote and passed unanimously.

COMMITTEE REPORTS:

No Committee Reports

CITY ATTORNEY'S LEGAL UPDATE

No City Attorney Report

OLD BUSINESS:

No Old Business

PROGRESS REPORTS:

No Progress Reports

CLAIMS DOCKET:

A motion was made by Alderman Hale to approve the Claims Docket of November 2, 2010, including demand checks and payroll in the amount of \$952,128.64. Motion was seconded by Alderman Huling. Motion was put to vote and passed unanimously.

Excluding voucher numbers:

153096, 153106, 153107, 153169, 153220, 153306, 153332, 153386, 153505.

Roll call was as follows:

ALDERMAN	VOTED
Alderman Guy	YEA
Alderman Cady	YEA
Alderman Hale	YEA
Alderman Payne	ABSENT
Alderman Brooks	YEA
Alderman Jobs	YEA
Alderman Huling	YEA

Having received a majority of affirmative votes, the Mayor declared that the motion was carried and approved for payment on this the 2nd day of November, 2010.

PERSONNEL AND LITIGATION

Next, motion was made by Alderman Guy to move for a closed determination of the issue on whether or not to declare an Executive Session for the purpose of discussing Personnel in the Parks Department and Potential Litigation. Motion was put to vote and passed unanimously. Motion was made by Alderman Brooks to go into Executive Session. Motion was seconded by Alderman Hale. Motion was put to a vote and passed unanimously.

There being no further business to come before the Mayor and Board of Aldermen, a motion was made by Alderman Cady to adjourn. Motion seconded by Alderman Brooks. Motion was put to a vote and passed unanimously, November 2, 2010 at 6:30 p.m.

Charles G. Davis
Mayor

Sheila Heath, City Clerk

Seal