

Minutes, City of Southaven, Southaven, Mississippi



MEETING OF THE MAYOR AND BOARD OF ALDERMEN
SOUTHAVEN, MISSISSIPPI
CITY HALL
February 1, 2022
6:00 PM
AGENDA

1. Call To Order
2. Invocation
3. Pledge Of Allegiance
4. Executive Session: SPD Personnel
5. Approval of Minutes: January 18, 2022
6. Resolution for ARPA Funds
7. Authorization for Parks Department to Seek Bids and Request for Proposals
8. Waste Connections Contract Renewal - Rick West & Lindsey Matsek present for questions
9. Resolution for Bond Sale to Mississippi Development Bank Not to Exceed \$10 Million
10. Approval of Greenbrook Lake HOA Access
11. Planning Agenda: Item #1 Application by Will Patton for subdivision approval of the Patton Office Subdivision on the southwest corner of Getwell Road and College Road
Item #2 Application by Silo Square, LLC for subdivision approval for Silo Square Commercial Subdivision, lots 11 and 12
Item #3 Application by Silo Square, LLC for design review approval of 3 new buildings on lots 11 and 12 of Silo Square Commercial Subdivision
12. Temeki Boyce, Citizen
13. Mayor's Report
14. Personnel Docket
15. City Attorney's Legal Update
16. Utility Bill Adjustment Docket
17. Claims Docket
18. Executive Session: Claims/Litigation against SPD and Infrastructure; City-wide Personnel; Economic Development

Items may be added to or omitted from this agenda as needed.

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MINUTES OF THE REGULAR MEETING OF February 1, 2022 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 a Regular Meeting on the 1st day of February, 2022 at six o'clock (6:00) p.m. at City Hall.

Present were:

George Payne	Alderman At Large
Kristian Kelly	Alderman, Ward 1
Charlie Hoots	Alderman, Ward 2
William Jerome	Alderman, Ward 3
Joel Gallagher	Alderman, Ward 4
John David Wheeler	Alderman, Ward 5
Raymond Flores	Alderman, Ward 6

Also present were Mayor Musselwhite, Andrea Mullen, City Clerk, and Nick Manley, City Attorney. Approximately twenty (20) other people were present. Mayor Musselwhite called the meeting to order. Alderman Gallagher led in prayer followed by the Pledge of Allegiance led by Alderman Payne.

EXECUTIVE SESSION – SPD PERSONNEL

A motion was made by Alderman Gallagher to move for a closed determination of the issue on whether or not to declare an Executive Session. Motion was put to vote and passed unanimously. Alderman Hoots made the motion to go into Executive Session for the purpose of discussing SPD Personnel. Motion was seconded by Alderman Jerome. Motion was put to vote and passed unanimously.

The Board considered the two-day unpaid suspension of Terreous Johnson. After hearing of the actions of Mr. Johnson as documented in his personnel file and based on the recommendation of the Southaven Police Chief, a motion was made by Alderman Wheeler to suspend Mr. Johnson unpaid for two days. The motion was seconded by Alderman Flores. The Mayor called for a roll call vote:

Roll call was as follows:

ALDERMAN	VOTED
Alderman Jerome	YES
Alderman Kelly	YES
Alderman Hoots	YES
Alderman Payne	YES
Alderman Gallagher	YES
Alderman Wheeler	YES

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Alderman Flores

YES

Having received a majority of affirmative votes, Mayor Musselwhite declared that the motion was carried on the 1st day of February, 2022.

A motion was made by Alderman Hoots to end executive session and re-open the meeting. The motion was seconded by Alderman Payne. Motion was put to vote and passed unanimously.

Next, a motion was made by Alderman Hoots to approve the minutes of the Regular Meeting of January 18, 2022 with any corrections, deletions, or additions necessary. Motion was seconded by Alderman Payne. Motion was put to a vote and passed unanimously.

RESOLUTION FOR ARPA FUNDS

Nick Manley, City Attorney, presented this item to the Board.

Mr. Manley stated that this resolution will authorize acceptance of the ARPA funds along with providing the authority to spend the funds on "governmental services". The Department of Treasury's Final Rule offers a standard allowance for revenue loss of \$10 million, allowing the City to select between a standard amount of revenue loss or complete a full revenue loss calculation. This resolution authorizes the City to select the standard amount of revenue loss option and use the standard allowance in the amount of \$7,604,974.00 for "government services" as allowed by the Final Rule. The "government services" includes a variety of eligible uses including, road building and maintenance, and other infrastructure, environmental remediation, and purchase of fire trucks and police vehicles. After hearing from Mr. Manley, the Board of Alderman considered the following resolution:

RESOLUTION OF CITY OF SOUTHAVEN ACCEPTING AMERICAN RESCUE PLAN FUNDS (CORONAVIRUS STATE AND LOCAL FISCAL RECOVERY FUNDS) FROM THE U.S. DEPARTMENT OF TREASURY AND AUTHORIZATION FOR EXPENDITURES

WHEREAS, the United States Congress has adopted the "American Rescue Plan Act of 2021" (ARPA), and it has become law; and

WHEREAS, the ARPA provides for financial assistance for counties, cities and non-entitlement units of local government for eligible expenses in accordance with the "Final Rule" issued by the U.S. Department of Treasury; and

WHEREAS, the City of Southaven ("City") is eligible to receive \$7,604,974.00; and

WHEREAS, the Final Rule offers a standard allowance for revenue loss of \$10 million, allowing the City to select between a standard amount of revenue loss or complete a full revenue loss calculation; and

WHEREAS, the City desires to select the standard amount of revenue loss option and used the standard allowance in the amount of \$7,604,974.00 for "government services" as allowed by the Final Rule; and

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WHEREAS, the funds have to be obligated by the end of 2024 and spent by the end of 2026; and

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

1. That the City hereby accepts ARPA Funds (Coronavirus State and Local Fiscal Recovery Funds) from the U.S. Department of Treasury in a total amount of 7,604,974.00 and the funds have to be obligated by December 31, 2024 and spent by December 31, 2026.

2. That the Mayor and/or his designee do each and everything necessary to obtain said ARPA grant funds and to coordinate their appropriation for eligible expenditures for "government services", including but not limited to, road building and maintenance, and other infrastructure, environmental remediation, and purchase of fire trucks and police vehicles.

3. On behalf of the City, the Mayor or his designee is authorized to take all actions to effectuate the intent of this Resolution.

Following the reading of the foregoing resolution, Alderman Flores made the motion to adopt the Resolution and Alderman Wheeler seconded the motion for its adoption. The Mayor put the question to a roll call vote and the result was as follows:

Alderman William Jerome	voted: YES
Alderman Kristian Kelly	voted: YES
Alderman Charlie Hoots	voted: YES
Alderman George Payne	voted: YES
Alderman Joel Gallagher	voted: YES
Alderman John Wheeler	voted: YES
Alderman Raymond Flores	voted: YES

RESOLVED AND DONE, this 1st day of February, 2022.

AUTHORIZATION FOR PARKS DEPARTMENT TO SEEK BIDS AND REQUEST FOR PROPOSALS

Nick Manley, City Attorney, presented this item to the Board.

Mr. Manley stated that as part of the construction at the amphitheater, the City Parks Department needs to seek bids for kitchen equipment and proposals for point of sale services. After the bids and proposals are received, the lowest bid and best proposal will be presented to the Board for approval. Alderman Flores made the motion to authorize the Parks Department to advertise for bids and request for proposals. Motion was seconded by Alderman Payne.

Roll call was as follows:

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ALDERMAN	VOTED
Alderman Jerome	YES
Alderman Kelly	YES
Alderman Hoots	YES
Alderman Payne	YES
Alderman Gallagher	YES
Alderman Wheeler	YES
Alderman Flores	YES

Having received a majority of affirmative votes, Mayor Musselwhite declared that the motion was carried on the 1st day of February, 2022.

WASTE CONNECTIONS CONTRACT RENEWAL – RICK WEST & LINDSEY MATSEK PRESENT FOR QUESTIONS

Mr. West with Waste Connections gave an update on current services that are being offered. Mr. West explained that they had to do a reroute due to growth and by doing so, will create another route. Additional equipment will be purchased or rented in the Spring to keep up with this growth. Mr. West stated that recently, Waste Connections purchased Team Waste adding an additional 150 employees. They have increased wages and invested in artificial intelligence with their camera system that gives six (6) views inside and outside cabin and is stored for 72 hours. There was some discussion about challenges and ways to improve. Mayor Musselwhite thanked Mr. West for updating the Board. No action was taken at this meeting.

A copy of the proposed contract renewal is attached and fully incorporated into these minutes.

RESOLUTION FOR BOND SALE TO MISSISSIPPI DEVELOPMENT BANK NOT TO EXCEED \$10 MILLION

Nick Manley, City Attorney, presented this item to the Board.

Mr. Manley stated that this resolution will set forth the form and details for the bond issuance. Also, it authorizes the sale to the MDB, which includes the form and execution of the MDB Agreement. In addition, it authorizes the distribution of the preliminary official statement and final official statement in connection with the sale and issuance of the MDB Bonds, which will not exceed \$10 million. After hearing from Mr. Manley, the Board of Alderman considered the following resolution:

RESOLUTION AUTHORIZING AND DIRECTING THE ISSUANCE OF A TAXABLE GENERAL OBLIGATION BOND, SERIES 2022, OF THE CITY OF SOUTHAVEN, MISSISSIPPI (THE "CITY"), FOR SALE TO THE MISSISSIPPI DEVELOPMENT BANK IN A TOTAL AGGREGATE PRINCIPAL AMOUNT OF NOT TO EXCEED TEN MILLION DOLLARS (\$10,000,000) IN ONE OR MORE SERIES; PRESCRIBING THE FORM AND DETAILS OF SAID BOND; PROVIDING CERTAIN COVENANTS OF THE CITY IN CONNECTION WITH SAID BOND AND DIRECTING THE PREPARATION,

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EXECUTION AND DELIVERY THEREOF; AUTHORIZING THE SALE OF SAID BOND TO THE MISSISSIPPI DEVELOPMENT BANK; AUTHORIZING AND APPROVING THE FORM OF, EXECUTION OF AND DELIVERY OF, AS APPLICABLE, AN INDENTURE OF TRUST, THE MISSISSIPPI DEVELOPMENT BANK BOND PURCHASE AGREEMENT AND THE CITY BOND PURCHASE AGREEMENT; APPROVING THE FORM OF AND AUTHORIZING AND DIRECTING THE DISTRIBUTION OF A PRELIMINARY OFFICIAL STATEMENT AND A FINAL OFFICIAL STATEMENT IN CONNECTION WITH THE SALE AND ISSUANCE OF THE MISSISSIPPI DEVELOPMENT BANK TAXABLE SPECIAL OBLIGATION BONDS, SERIES 2022 (SOUTHAVEN, MISSISSIPPI GENERAL OBLIGATION BOND PROJECT), IN ONE OR MORE SERIES, IN THE AGGREGATE PRINCIPAL AMOUNT OF NOT TO EXCEED TEN MILLION DOLLARS (\$10,000,000); AND FOR RELATED PURPOSES.

WHEREAS, the Mayor and the Board of Aldermen of the City of Southaven, Mississippi, acting for and on behalf of said City of Southaven, Mississippi, hereby find, determine, adjudicate and declare as follows:

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

"**Act**" means together the Bank Act and the City Bond Act.

"**Agent**" shall mean any Paying Agent or Transfer Agent, whether serving in either or both capacities. The Agent shall initially be the Trustee.

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

"**Bank**" shall mean the Mississippi Development Bank, a body corporate and politic exercising essential public functions, or any successor to its functions organized under the Bank Act.

"**Bank Act**" means the provisions of Sections 31-25-1 *et seq.*, Mississippi Code of 1972, as amended or supplemented from time to time.

"**Bank Bonds**" shall mean the not to exceed \$10,000,000 Mississippi Development Bank Taxable Special Obligation Bonds, Series 2022 (Southaven, Mississippi General Obligation Bond Project), authorized to be issued in one or more series by the Bank pursuant to the Bank Act and the terms and conditions of the Indenture.

"**Bond Counsel**" shall mean Butler Snow LLP, Ridgeland, Mississippi.

"**Bond Resolution**" shall mean this resolution, as may be amended and supplemented from time to time.

"**Business Day**" means any day, other than (a) a Saturday or a Sunday, (c) any other day on which the Trustee or the City Hall of the City is not closed and on which the payment system of the Federal Reserve System, is operational.

"**City**" shall mean the City of Southaven, Mississippi, a "local governmental unit" under the Bank Act.

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"City Bond" shall mean the not to exceed \$10,000,000 Taxable General Obligation Bond, Series 2022, of the City authorized and directed to be issued in this Bond Resolution and registered to the Trustee as assignee of the Bank pursuant to the Indenture.

"City Bond Act" shall mean Sections 21-33-301 *et seq.*, Mississippi Code of 1972, as amended or supplemented from time to time.

"Clerk" shall mean the City Clerk of the City.

"Code" shall mean the Internal Revenue Code of 1986 in effect on the date of issuance of the Bank Bonds and the City Bond, and the applicable regulations or rulings promulgated or proposed thereunder, and any successor thereto, as such may be amended from time to time.

"Construction Project" shall mean financing certain capital projects and improvements which shall consist of (a) erecting municipal buildings and purchasing land therefor, and repairing, improving, adorning and equipping the same; and (b) purchasing land for parks and improving, equipping and adorning the same, including the constructing, repairing and equipping of other recreational facilities; (c) constructing, improving, or paving streets, sidewalks, driveways, parkways, walkways, or public parking facilities, and purchasing land therefor and constructing bridges and culverts; and (d) for other authorized purposes under the City Bond Act and the Bank Act.

"Governing Body" shall mean the Mayor and Board of Aldermen of the City.

"Indenture" shall mean that certain Indenture of Trust, to be dated the date of delivery thereof, by and between the Bank and the Trustee, pursuant to which the Bank Bonds are issued. A copy of the substantial form of the Indenture is attached as **EXHIBIT A** hereto.

"Interest Payment Date" shall be as described in Section 2.3 of the Indenture as the interest payment dates of the Bank Bonds.

"Mayor" shall mean the Mayor of the City of Southaven, Mississippi.

"Municipal Advisor" shall mean Government Consultants Inc., Madison, Mississippi.

"Paying Agent" shall mean any bank, trust company or other institution hereafter designated by the Governing Body for the payment of the principal of and interest on the City Bond. The Paying Agent shall initially be the Trustee.

"Payments" shall have the meaning given it in Section 12(b) hereof.

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

"Project" shall mean providing funds for (i) the costs of the Construction Project, and (ii) paying costs of issuance for the City Bond and the Bank Bonds.

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

"Record Date" shall have the meaning given to it in Section 1.1 of the Indenture.

"Registered Owner" or **"Bondholder"** shall mean the Person whose name shall appear in the registration records of the City maintained by the Transfer Agent and shall initially be the Trustee as assignee of the Bank as provided for in the Indenture.

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"**State**" shall mean the State of Mississippi.

"**Transfer Agent**" shall mean any bank, trust company or other institution hereafter designated by the Governing Body for the registration of the owner of the City Bond and for the performance of such other duties as may be herein or hereafter specified by the Governing Body. The Transfer Agent shall initially be the Trustee.

"**Trustee**" shall mean The Peoples Bank, Biloxi, Mississippi.

"**2022 Bond Fund**" shall mean the City of Southaven, Mississippi Taxable General Obligation Bond, Series 2022 Bond Fund provided for in Section 12 hereof.

"**2022 Construction Fund**" shall mean the City of Southaven, Mississippi Taxable General Obligation Bond, Series 2022 Construction Fund provided for in Section 13 hereof.

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

2. Heretofore, on the 21st day of December 2021, the Governing Body adopted a certain resolution entitled "**RESOLUTION DECLARING THE INTENTION OF THE MAYOR AND THE BOARD OF ALDERMEN OF THE CITY OF SOUTHAVEN, MISSISSIPPI, TO ISSUE GENERAL OBLIGATION BONDS OF THE CITY AND/OR A GENERAL OBLIGATION BOND OF THE CITY FOR SALE TO THE MISSISSIPPI DEVELOPMENT BANK, ALL IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED TEN MILLION DOLLARS (\$10,000,000) TO RAISE MONEY FOR THE PURPOSE OF (A) ERECTING MUNICIPAL BUILDINGS AND COMMUNITY CENTERS AND PURCHASING BUILDINGS OR LAND THEREFOR, AND FOR REPAIRING, IMPROVING, ADORNING AND EQUIPPING THE SAME, AND FOR ERECTING, EQUIPPING AND FURNISHING OF BUILDINGS TO BE USED AS A MUNICIPAL OR CIVIC ARTS CENTER; AND (B) PURCHASING LAND FOR PARKS AND IMPROVING, EQUIPPING AND ADORNING THE SAME, INCLUDING THE CONSTRUCTING, REPAIRING AND EQUIPPING OF OTHER RECREATIONAL FACILITIES; AND (C) CONSTRUCTING, IMPROVING, OR PAVING STREETS, SIDEWALKS, DRIVEWAYS, PARKWAYS, WALKWAYS, OR PUBLIC PARKING FACILITIES, AND PURCHASING LAND THEREFOR AND CONSTRUCTING BRIDGES AND CULVERTS; AND (D) FOR OTHER AUTHORIZED PURPOSES UNDER SECTIONS 21-33-301 ET SEQ., MISSISSIPPI CODE OF 1972, AS AMENDED AND/OR SUPPLEMENTED FROM TIME TO TIME AND SECTIONS 31-25-1 ET SEQ., MISSISSIPPI CODE OF 1972, AS AMENDED AND SUPPLEMENTED FROM TIME TO TIME, INCLUDING FUNDING CAPITALIZED INTEREST, IF APPLICABLE AND PAYING THE COSTS OF BORROWING; DIRECTING THE PUBLICATION OF A NOTICE OF SUCH INTENTION; AND FOR RELATED PURPOSES**" (the "**Intent Resolution**") indicating its intent to (a) issue general obligation bonds of the City, in one or more series, pursuant to the City Bond Act and/or (b) issue a general obligation bond of the City, in one or more series, to be sold to the Bank pursuant to the City Bond Act and the Bank Act, all in a total aggregate principal amount not to exceed Ten Million Dollars (\$10,000,000), as authorized by the Act for the purposes of providing funds for the Project, and fixed 4:00 o'clock p.m. on January 18, 2022, as the date and hour for any protest to be made and filed against the issuance of such general obligation bonds and/or general obligation bond as described in the Intent Resolution.

3. As required by law and as directed by the Intent Resolution, the Intent Resolution was published once a week for at least three (3) consecutive weeks in the *Desoto Times-Tribune*, a newspaper published in and having a general circulation in the City, and qualified under the provisions of Section 13-3-31, Mississippi Code of 1972, as amended, the first publication having been made not less than twenty-one (21) days prior to January 18, 2022, and the last publication having been made not more than seven (7) days prior to such date, said notice having been published in said newspaper on December 23 and 30, 2021 and January 6 and 13, 2022.

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4. On or prior to the hour of 4:00 o'clock p.m. on January 18, 2022, no written protest against the issuance of such general obligation bonds and/or general obligation bond as described in the Intent Resolution, had been filed or presented by qualified electors of the City with the Clerk in her office located in City Hall.

5. The Governing Body did meet at 6:00 o'clock p.m. on January 18, 2022, wherein it was reported that no written protest against the issuance of the bonds and/or general obligation bond as described in the Intent Resolution had been filed with the City Clerk of the City in her office located in City Hall on or prior to the hour of 4:00 o'clock p.m. on January 18, 2022 as required by the Intent Resolution and the Governing Body did adopt a resolution finding, determining and adjudicating that no protest against the issuance of the bonds and/or general obligation bond as described in the Intent Resolution had been duly filed.

6. The Governing Body is authorized and empowered by the provisions of the Act and other applicable laws of the State, to issue its City Bond in a principal amount of not to exceed \$10,000,000, in one or more series, and sell same to the Bank for the purpose of providing funds for the Project without any election on the question of the issuance thereof.

7. The Governing Body desires to authorize and approve the issuance of the City Bond pursuant to this Bond Resolution and the purchase thereof by the Bank with the proceeds of the Bank Bonds.

8. As of December 1, 2021, the assessed value of all taxable property within the City, according to the last completed assessment for taxation, is \$682,966,011, and the City has outstanding bonded indebtedness as subject to the fifteen percent (15%) debt limit prescribed by Section 21-33-303 of the City Bond Act, in the amount of \$37,952,528, and outstanding bonded and floating indebtedness as subject to the twenty percent (20%) debt limit prescribed by Section 21-33-303 of the City Bond Act (which amount includes the sum set forth above subject to the fifteen percent (15%) debt limit), in the amount of \$37,952,528; the issuance of the City Bond, when added to the outstanding bonded indebtedness of the City, will not result in bonded indebtedness, exclusive of indebtedness not subject to the aforesaid fifteen percent (15%) debt limit, of more than fifteen percent (15%) of the assessed value of taxable property within the City, and will not result in indebtedness, both bonded and floating, exclusive of indebtedness not subject to the aforesaid twenty percent (20%) debt limit, in excess of twenty percent (20%) of the assessed value of taxable property within the City, and will not exceed any constitutional or statutory limitation upon indebtedness which may be incurred by the City.

9. The Governing Body is now desirous of proceeding with the issuance of the City Bond pursuant to this Bond Resolution and the purchase thereof by the Bank with the proceeds of the Bank Bonds and authorizing the negotiation of the sale of the Bank Bonds thereof to Raymond James & Associates, Inc., Memphis, Tennessee, as Underwriter (the "Underwriter").

10. The Governing Body hereby receives, examines and considers the following form of documents concerning the issuance, sale and purchase of the City Bond by the Bank: (i) the form of the City Bond Purchase Agreement, to be dated the date of sale of the City Bond (the "City Bond Purchase Agreement"), by and between the Bank and the City, which provides for the sale of the City Bond to the Bank; (ii) the form of the Indenture, to be dated the date of delivery of the Bank Bonds, by and between the Bank and the Trustee (the "Indenture") under which the Bank Bonds will be issued and by which they will be secured; (iii) the form of the Mississippi Development Bank Bond Purchase Agreement, to be dated the date of sale of the Bank Bonds (the "Bond Purchase Agreement"), by and among the Bank, the City and the Underwriter, which provides for the sale of the Bank Bonds to the Underwriter; and (iv) the Preliminary Official Statement, to be dated the date of distribution thereof (the "Preliminary Official Statement") describing the Bank Bonds, the City Bond, the terms of the Indenture and other matters in

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connection with the sale and issuance of the Bank Bonds and the City Bond, and (v) the form of the Continuing Disclosure Certificate, to be dated the date of delivery thereof (the "Continuing Disclosure Certificate"), to be executed by the City in connection with the issuance of the Bank Bonds (together, the "City Documents").

11. The Governing Body does now find, determine and adjudicate that each of the City Documents referred to above, which City Documents are now before the Governing Body, is in appropriate form and are in appropriate document for the purposes identified.

12. Upon approval by the Bank, the Preliminary Official Statement will be distributed for use in connection with the sale of the Bank Bonds.

13. The City will make payments on the City Bond in amounts sufficient to pay the principal of, premium, if any, and interest on the Bank Bonds, as and when the same shall become due and payable.

14. The Governing Body does now find, determine and adjudicate that all conditions, acts and things required by the Act and the Constitution and laws of the State to have existed, to have happened and to have been performed precedent to and in connection with the adoption of this Bond Resolution, the sale and issuance of the City Bond to the Bank, the sale and issuance of the Bank Bonds, the execution by the City of the Bond Purchase Agreement, the City Bond Purchase Agreement and the distribution of the Preliminary Official Statement have happened and have been performed in regular and due time, form and manner as required by law.

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

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

SECTION 2. The City Bond is hereby authorized and ordered to be prepared and issued in one or more series in a principal amount of not to exceed Ten Million Dollars (\$10,000,000) to raise money for the Project as authorized by the Act. The Governing Body is authorized and empowered by the provisions of the City Bond Act to issue the City Bond without an election on the question of the issuance thereof and is authorized to issue the City Bond pursuant to the Act or as may otherwise be provided by law.

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

(b) The City Bond shall be dated the date of its delivery; shall be issued as a fully registered bond in a single denomination equal to the principal amount thereof; shall be numbered 1; shall bear interest from the date thereof at the federally taxable or tax exempt rate or rates borne by the Bank Bonds (as provided in the Indenture) which federally taxable or tax exempt rate or rates shall be reviewed by the Municipal Advisor and determined to be

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reasonable under then current market conditions, payable on each Interest Payment Date, subject to the limitation that the City Bond shall not bear a greater overall interest rate to maturity than eleven percent (11%) per annum; and shall mature and become due and payable in the same manner and at the same dates and times as provided for the Bank Bonds in the Indenture; provided, however, that the final maturity for the City Bond shall be no later than twenty (20) years from its date of issuance unless earlier redeemed as provided for in this Bond Resolution and the Indenture.

(c) The City Bond is subject to redemption prior to maturity only at the times, to the extent, in the manner and as otherwise provided for the Bank Bonds in the Indenture. If applicable, the City shall provide proper notices to the Bank and the Trustee as provided in the Indenture in the event the City elects to redeem the City Bond or any portion thereof, and redemption of the City Bond or any portion thereof shall be as provided in this Section 3 and Article IV of the Indenture. It is intended that redemption of the City Bond may only occur through the processes provided in the Indenture, and the City hereby accepts such redemption provisions by this reference.

(d) A default in the due and punctual payment of any interest or principal on the City Bond or a default by the City under this Bond Resolution is an Event of Default (as defined in the Indenture) under the Indenture entitling the Trustee to exercise certain remedies under the Indenture, including, but not limited to, the acceleration of all principal and interest due and owing on the Bank Bonds outstanding. In the event the Trustee exercises such remedies under the Indenture, the principal and interest due and owing on the City Bond may be accelerated in accordance with the Indenture and the City shall cause the City Bond to be redeemed and paid in full.

SECTION 4. (a) When the City Bond have been validated and executed as herein provided, they shall be registered as an obligation of the City in the office of the Clerk in a record maintained for that purpose, and the Clerk shall cause to be imprinted upon the City Bond, over her manual or facsimile signature and manual or facsimile seal, her certificate in substantially the form set out in Section 6.

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

(c) The City Bond shall be delivered to the Bank upon payment of the purchase price therefor in accordance with the terms and conditions of the Indenture and the City Bond Purchase Agreement, together with a complete certified transcript of the proceedings had and done in the matter of the authorization, issuance, sale and validation of the City Bond, and the final, unqualified approving opinion of Bond Counsel.

(d) Prior to or simultaneously with the delivery of the City Bond by the Transfer Agent, the City shall file with the Transfer Agent:

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

(ii) an authorization to the Transfer Agent, signed by the Mayor or an Authorized Officer, to authenticate and deliver the City Bond to the Bank; and

(iii) such other documentation, if any, as may be required by this Bond Resolution, the Bond Purchase Agreement, Bond Counsel and the Indenture.

(e) At delivery, the Transfer Agent shall authenticate the City Bond and deliver it to the Bank thereof upon payment of the purchase price of the City Bond to the City.

SECTION 5. (a) The City hereby appoints the Trustee designated under the Indenture as the Paying Agent, Trustee and Transfer Agent for the City Bond. The City specifically reserves the right to hereafter designate and/or approve a separate Paying Agent, Transfer Agent and/or Trustee in its discretion, subject, however to the terms and conditions of the Indenture, as hereinafter provided.

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

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

(d) (i) An Agent may at any time resign and be discharged of the duties and obligations of the function of the Trustee, Paying Agent and Transfer Agent pursuant to the terms and conditions stated in Section 11.5 and 11.6 of the Indenture.

(ii) In the event of the resignation or removal of the Agent, a successor Agent shall be selected as provided in Section 11.7 of the Indenture.

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

(iv) The provisions of Sections 11.7 and 11.8 of the Indenture shall govern the acceptance of any appointment of a successor Agent.

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

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

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

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

[CITY BOND FORM]

THIS CITY BOND HAS BEEN ASSIGNED TO THE PEOPLES BANK, BILOXI, MISSISSIPPI, AS TRUSTEE (THE "TRUSTEE") UNDER AN INDENTURE OF TRUST (THE "INDENTURE") DATED AS OF _____, 2022, BY AND BETWEEN THE MISSISSIPPI DEVELOPMENT BANK AND THE TRUSTEE. THIS CITY BOND IS REGISTERED IN THE NAME OF THE TRUSTEE AND IS NON-TRANSFERRABLE EXCEPT AS PERMITTED IN THE INDENTURE.

UNITED STATES OF AMERICA

STATE OF MISSISSIPPI

CITY OF SOUTHAVEN

TAXABLE GENERAL OBLIGATION BOND

SERIES 2022

NO. 1

\$_____,000

Rate of Interest

Maturity

Dated Date

%

_____, 2022

Registered Owner:

THE PEOPLES BANK,

As Assignee of the Mississippi Development Bank

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Principal Amount: _____ DOLLARS

The City of Southaven, State of Mississippi (the "**City**"), a body politic existing under the Constitution and laws of the State of Mississippi, acknowledges itself to owe and for value received, promises to pay in lawful money of the United States of America to the Registered Owner identified above, upon the presentation and surrender of this City Bond, at the principal office of The Peoples Bank, in Biloxi, Mississippi, or its successor, as paying agent (the "**Paying Agent**") for the General Obligation Bond, Series 2022, of the City (the "**City Bond**"), on the maturity date identified above, the principal amount identified above. Payment of the principal amount of this City Bond shall be made to the Registered Owner hereof who shall appear in the registration records of the City maintained by The Peoples Bank, Biloxi, Mississippi, or its successor, as transfer agent for the City Bond (the "**Transfer Agent**") at the times and periods as provided in the Indenture (herein defined).

The City further promises to pay interest on such principal amount from the date of this City Bond until said principal sum is paid, to the Registered Owner hereof who shall appear in the registration records of the City maintained by the Transfer Agent as of the Record Date (as defined in the Bond Resolution defined below).

Payments of principal of and interest on this City Bond shall be made by check or draft mailed on the Interest Payment Date (as defined in the Bond Resolution) to such Registered Owner at his address as it appears on such registration records.

This City Bond is issued under the authority of the Constitution and statutes of the State of Mississippi, including Sections 21-33-301 *et seq.* Mississippi Code of 1972, as amended (the "**City Bond Act**") and Sections 31-25-1 *et seq.*, Mississippi Code of 1972, as amended (the "**Bank Act**") and together with the City, the "**Act**"), and by the further authority of proceedings duly had by the Mayor and the Board of Aldermen of the City, including a resolution adopted February 1, 2022 (the "**Bond Resolution**").

This City Bond is issued in the aggregate authorized principal amount of _____ Dollars (\$____,000) to raise money for the purpose of providing funds for (a) erecting municipal buildings and purchasing land therefor, and repairing, improving, adorning and equipping the same; and (b) purchasing land for parks and improving, equipping and adorning the same, including the constructing, repairing and equipping of other recreational facilities; (c) constructing, improving, or paving streets, sidewalks, driveways, parkways, walkways, or public parking facilities, and purchasing land therefor and constructing bridges and culverts; and (d) for other authorized purposes under the City Bond Act and the Bank Act, and paying the costs of borrowing (together, the "**Project**").

The City will duly and punctually pay the principal of, premium, if any, and interest on the City Bond at the dates and the places and in the manner mentioned in the Bond Resolution, according to the true intent and meaning thereof. Notwithstanding any schedule of payments upon the City Bond, the City agrees to make payments upon the City Bond and be liable therefor at such times and in such amounts (including principal, premium, if any, and interest) so as to provide for payment of the principal of, premium, if any, and interest on the \$____,000 Mississippi Development Bank Taxable Special Obligation Bonds, Series 2022 (Southaven, Mississippi General Obligation Bond Project) (the "**Bank Bonds**"), outstanding under the Indenture of Trust, by and between the Mississippi Development Bank and The Peoples Bank,

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Biloxi, Mississippi, as trustee (the "**Trustee**"), dated _____, 2022 (the "**Indenture**") when due whether upon a scheduled interest payment date, at maturity or by mandatory redemption or optional redemption.

Reference is hereby made to the Bond Resolution and to all amendments and supplements thereto for the provisions, among others, with respect to the nature and extent of the security for the Bondholder, the rights, duties and obligations of the City and the Bondholder and the terms upon which the City Bond is or may be issued and secured.

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

The City Bond is a general obligation of the City and shall be payable as to principal of, premium, if any, and interest out of and secured by an irrevocable pledge of the avails of a direct and continuing tax to be levied annually without limitation as to time, rate or amount upon all the taxable property within the geographical limits of the City adequate and sufficient to provide for the payment of the principal of, premium, if any, and interest on the City Bond as the same becomes due; provided, however, that such tax levy for any year shall be abated pro tanto to the extent the City on or prior to September 1 of that year has transferred money to the bond fund of the City Bond, or has made other provisions for funds, to be applied toward the payment of the principal of and interest on the City Bond due during the ensuing fiscal year of the City, in accordance with the provisions of the Bond Resolution. The City, when necessary, will levy annually a special tax upon all taxable property within the geographical limits of the City adequate and sufficient to provide for the payment of the principal of and the interest on the City Bond as the same falls due. The avails of said tax are irrevocably pledged by the City under the Bond Resolution for the payment of the principal of, premium, if any, and interest on the City Bond as the same shall mature and accrue. Should there be a failure in any year to comply with the requirements, such failure shall not impair the right of the holder of the City Bond in any subsequent year to have adequate taxes levied and collected to meet the obligations of the City Bond, as to principal of, premium, if any, and interest.

This City Bond is the only evidence of indebtedness issued and outstanding under the Bond Resolution. This City Bond has been purchased by the Mississippi Development Bank and has been assigned to the Trustee under the Indenture. This City Bond is registered in the name of the Trustee and is non-transferrable except as provided in the Indenture.

The City and the Trustee may deem and treat the person in whose name this City Bond is registered as the absolute owner hereof, whether this City Bond shall be overdue or not, for the purpose of receiving payment of the principal of, redemption premium, if any, and interest on this City Bond and for all other purposes. All such payments so made to the registered owner shall be valid and effectual to satisfy and discharge the liability upon this City Bond to the extent of the sum or sums so paid, and neither the City nor the Trustee shall be affected by any notice to the contrary.

Upon a default in payment under this City Bond, the Trustee may, as provided in the Indenture and the Bond Resolution, declare the principal of and accrued interest on this City Bond to be due and payable immediately.

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This City Bond shall only be redeemed under the Bond Resolution to the extent and in the manner required to redeem the Bank Bonds pursuant to the provisions of the Indenture.

Modifications or alterations of the Bond Resolution may be made only to the extent and under the circumstances permitted by the Indenture.

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

Capitalized terms used herein, but not defined herein, shall have the meanings given to such terms in the Bond Resolution and the Indenture.

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

IN WITNESS WHEREOF, the City has caused this City Bond to be executed in its name by the manual or facsimile signature of the Mayor of the City, countersigned by the manual or facsimile signature of the City Clerk of the City, under the manual or facsimile seal of the City, which said manual or facsimile signatures and seal said officials adopt as and for their own proper signatures and seal, on this the ____ day of ____, 2022.

CITY OF SOUTHAVEN, MISSISSIPPI

BY:

Mayor

COUNTERSIGNED:

City Clerk
(SEAL)

CERTIFICATE OF REGISTRATION AND AUTHENTICATION

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This City Bond is the City Bond described in the within mentioned Bond Resolution and is the Taxable General Obligation Bond, Series 2022, of the City of Southaven, Mississippi.

THE PEOPLES BANK,

as Transfer Agent

BY:

Authorized Signatory

Date of Registration and Authentication: ____, 2022

REGISTRATION AND VALIDATION CERTIFICATE

STATE OF MISSISSIPPI

COUNTY OF DESOTO

CITY OF SOUTHAVEN

I, the undersigned City Clerk of the City of Southaven, Mississippi, do hereby certify that the within City Bond has been duly registered by me as an obligation of said City pursuant to law in a record kept in my office for that purpose, and has been validated and confirmed by Decree of the Chancery Court of DeSoto County, Mississippi, rendered on the __ day of _____, 2022.

City Clerk

(SEAL)

[END OF CITY BOND FORM]

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

SECTION 8. This City Bond shall be a general obligation of the City and the City hereby irrevocably pledges its full faith, credit and taxing power for the purpose of effectuating and providing for the payment of the principal of, premium, if any, and interest on the City Bond as the same shall respectively mature and accrue. For the purpose of effectuating and providing for

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the payment of the principal of and interest on the City Bond as the same shall respectively mature and accrue, there shall be and is hereby levied a direct, continuing special tax upon all of the taxable property within the geographical limits of the City, adequate and sufficient, after allowance shall have been made for the expenses of collection and delinquencies in the payment of taxes, to produce sums required for the payment of the principal of, premium, if any, and the interest on the City Bond and any additional obligations of the City under the Indenture; provided, however, that such tax levy for any year shall be abated pro tanto to the extent the City on or prior to September 1 of that year has transferred money to the 2022 Bond Fund of the City Bond, or has made other provisions for funds, to be applied toward the payment of the principal of and interest on the City Bond due during the ensuing fiscal year of the City, in accordance with the provisions of the Bond Resolution. Said tax, if necessary, shall be extended upon the tax rolls and collected in the same manner and at the same time as other taxes of the City are collected, and the rate of tax which shall be so extended shall be sufficient in each year fully to produce the sums required as aforesaid, without limitation as to time, rate or amount. The avails of said tax are hereby irrevocably pledged for the payment of the principal of, premium, if any, and interest on the City Bond and any additional obligations of the City as aforesaid as the same shall respectively mature and accrue. Should there be a failure in any year to comply with the requirements of this section, such failure shall not impair the right of the Registered Owner of the City Bond in any subsequent year to have adequate taxes levied and collected to meet the all of the aforesaid obligations of the City Bond.

SECTION 9. Only if the City Bond shall have endorsed thereon a certificate of registration and authentication in substantially the form hereinabove set forth, duly executed by the Transfer Agent, shall the City Bond be entitled to the rights, benefits and security of this Bond Resolution. The City Bond shall not be valid or obligatory for any purpose unless and until such certificate of registration and authentication shall have been duly executed by the Transfer Agent, which executed certificate shall be conclusive evidence of registration, authentication and delivery under this Bond Resolution. The Transfer Agent's certificate of registration and authentication on the City Bond shall be deemed to have been duly executed if signed by an authorized officer of the Transfer Agent, but it shall not be necessary that the same officer sign said certificate on the City Bond that may be issued hereunder at any one time.

SECTION 10. Ownership of the City Bond shall be in the Bank or its assignee. The Person in whose name the City Bond shall be registered in the records of the City maintained by the Transfer Agent may be deemed the absolute owner thereof for all purposes, and payment of or on account of the principal of or interest on the City Bond shall be made only to or upon the order of the Registered Owner thereof, or his legal representative, but such registration may be changed as hereinafter provided. All such payments shall be valid and effectual to satisfy and discharge the liability upon the City Bond to the extent of the sum or sums so paid.

SECTION 11. The City Bond shall be transferable only as provided in the Indenture. Upon the transfer of the City Bond, the City, acting through its Transfer Agent, shall issue in the name of the transferee a new City Bond of the same aggregate principal amount and maturity and rate of interest as the surrendered City Bond.

SECTION 12. (a) The City hereby establishes the 2022 Bond Fund which shall be maintained with a qualified depository in its name for the payment of the principal of and interest on the City Bond, and the payment of Agents' fees in connection therewith. There shall be deposited into the 2022 Bond Fund as and when received:

- (i) The avails of any of the ad valorem taxes levied and collected pursuant to Section 8 hereof;

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(ii) Any income received from investment of monies in the 2022 Bond Fund;
and

(iii) Any other funds available to the City which may be lawfully used for payment of the principal of, premium, if any, and interest on the City Bond or for other obligations of the City which may be due under the Indenture, and which the Governing Body, in its discretion, may direct to be deposited into the 2022 Bond Fund.

(b) As long as any principal of, premium, if any, and interest on the City Bond or the Bank Bonds remain outstanding and/or other obligations of the City remain outstanding under the Indenture, the Clerk is hereby irrevocably authorized and directed to withdraw from the 2022 Bond Fund sufficient monies to make the payments necessary (the "Payments") to pay (i) the principal of, premium, if any, and interest coming due on the Bank Bonds, and (ii) any additional Payments necessary and required as obligations of the City under the Indenture, and to transfer same to the account of the Trustee in time to reach the Trustee at least five (5) days prior to the date on which said interest or principal and interest or premium, if any, on the Bank Bonds shall become due. The Trustee shall deposit all Payments received in the General Account of the General Fund of the Indenture, or such other fund or account in the Indenture as so directed in the Indenture.

SECTION 13. (a) The City hereby establishes the 2022 Construction Fund which shall be maintained with a qualified depository. The principal proceeds received upon the sale of the City Bond shall be deposited in the 2022 Construction Fund. Any income received from investment of monies in the 2022 Construction Fund shall be deposited in the 2022 Construction Fund and shall be used for the cost of the Construction Project and, if necessary, shall be deposited in the 2022 Bond Fund for the payment of debt service on the City Bond. From the 2022 Construction Fund there shall be held and disbursed moneys for the acquisition and construction of the Construction Project, as authorized by the Act. Any amounts which remain in the 2022 Construction Fund after the completion of the Construction Project shall be transferred to the 2022 Bond Fund and used as permitted under State law.

(b) Funds on deposit in the 2022 Construction Fund may be invested in Investment Securities, as defined in the Indenture, to the extent they are authorized by the Bank Act and applicable provisions of State law.

SECTION 14. (a) Payment of principal on the City Bond shall be made at the principal office of the Paying Agent; provided, however, the final payment of principal shall be made upon the presentation and surrender of the City Bond at the principal office of the Paying Agent, to the Record Date Registered Owner thereof who shall appear in the registration records of the City maintained by the Transfer Agent as of the Record Date.

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

(c) Principal of and interest on the City Bond shall be paid by check or draft mailed on an Interest Payment Date to the Registered Owner at the addresses appearing in the registration records of the Transfer Agent. Any such address may be changed by written notice from the Registered Owner to the Transfer Agent by certified mail, return receipt requested, or such other method and at the times as may be subsequently prescribed by the Transfer Agent.

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SECTION 15. The City Bond shall be submitted to validation as provided by Chapter 13, Title 31, Mississippi Code of 1972, and to that end the Clerk is hereby directed to make up a transcript of all legal papers and proceedings relating to the City Bond and to certify and forward the same to the State's Bond Attorney for the institution of validation proceedings.

SECTION 16. Reserved.

SECTION 17. Reserved.

SECTION 18. Reserved.

SECTION 19. The City Bond shall be sold to the Bank based on the terms and conditions of the sale of the Bank Bonds by the Bank to the Underwriter of the Bank Bonds.

SECTION 20. Pursuant to SEC Rule 15c2-12(b)(5) (the "Rule"), the City, as an "obligated person" under the Rule, covenants and agrees to enter into the Continuing Disclosure Certificate, setting forth the City's agreement with regard to continuing disclosure and to comply with the covenants set forth therein and carry out all of the provisions of the Continuing Disclosure Certificate. In the event the City fails to comply with the provisions of the Continuing Disclosure Certificate, the beneficial owners of the Bank Bonds may take such actions as may be necessary and appropriate, including mandamus or specific performance by court order, to cause the City to comply with its obligations set forth in the Continuing Disclosure Certificate and this Section 20.

SECTION 21. The City may issue refunding bonds, in one or more series, with the consent of the Bank pursuant to a supplement to this Bond Resolution or a separate resolution to provide funds for the refunding of all or a portion of the City Bond so long as: (a) no default has occurred and is continuing under this Bond Resolution or the Indenture; and (b) there shall have been filed with the City and the Trustee an opinion of Bond Counsel that the exclusion from gross income for federal income tax purposes of interest on the Bank Bonds then outstanding under the Indenture shall not be adversely affected, if applicable.

Such refunding bonds shall be appropriately designated, shall be dated, shall bear interest at a rate or rates not exceeding the maximum rate then permitted by law, shall be numbered, shall have such paying agents and shall have such maturities and redemption provisions, all as may be provided in the supplement to this Bond Resolution or separate resolution of the Governing Body authorizing the issuance of such refunding bonds.

It is intended that this Section 21 allow for the provision of refunding bonds commensurate with the ability of the Bank to issue its refunding bonds as provided in Section 2.5 of the Indenture.

SECTION 22. (a) The Bank and the City, without the consent of the owners of any of the Bank Bonds outstanding under the Indenture, may enter into supplements to this Bond Resolution which shall not be inconsistent with the terms and provisions hereof for any of the purposes heretofore specifically authorized in this Bond Resolution or the Indenture, and in addition thereto for the following purposes:

- (i) To cure any ambiguity or formal defect or omission in the Indenture;
- (ii) To grant to or confer upon the Trustee for the benefit of the Bondholders any additional benefits, rights, remedies, powers or authorities that may lawfully be granted to or conferred upon the Bondholders or the Trustee, or to make any change which, in the opinion of Bond Counsel, does not materially and adversely affect the

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interest of the owners of the Outstanding City Bond and does not require unanimous consent of the Bondholders pursuant to Section 12.1 of the Indenture;

(iii) To subject to the Indenture additional Revenues, properties or collateral;

(iv) To modify, amend or supplement the Indenture or any indenture supplemental thereto in such manner as to permit the qualification thereof and thereof under the Trust Indenture Act of 1939 or any similar federal statute hereafter in effect, or to preserve the status of the interest on any Bank Bonds as exempt from inclusion in gross income of the holders thereof for federal tax purposes, or to permit the qualification of the Bank Bonds for sale under the securities laws of the United States of America or of any of the states of the United States of America, and, if they so determine, to add to the Indenture or any indenture supplemental thereto such other terms, conditions and provisions as may be permitted by said Trust Indenture Act of 1939 or similar federal statute;

(v) To evidence the appointment of a separate or co-trustee or the succession of a new Trustee under the Indenture or the succession of a new registrar and/or paying agent; and

(vi) In connection with issuance of refunding bonds.

(b) The provisions of this Bond Resolution may be amended in any particular with the written consent of the Bank and the owners of not less than a majority of the aggregate principal amount of Bank Bonds then outstanding; provided, however, that no such amendment may be adopted which decreases the percentage of owners of Bank Bonds required to approve any amendment, or which permits a change in the date of payment of the principal of or interest on any Bank Bonds or of any redemption price thereof or the rate of interest thereon.

(c) If at any time the Bank and the City shall request the Trustee to consent to a proposed amendment for any of the purposes of this Section 22, the Trustee shall, upon being satisfactorily indemnified with respect to expenses, cause notice of the proposed execution of such proposed amendment to be given in the manner required by the Indenture to redeem Bank Bonds. Such notice shall briefly set forth the nature of the proposed amendment and shall state that copies thereof are on file at the principal corporate trust office of the Trustee for inspection by all holders of Bank Bonds. If, within 60 days or such longer period as shall be prescribed by the Bank following such notice, the owners of not less than a majority in aggregate principal amount of the Bank Bonds outstanding at the time of the execution of any such proposed amendment shall have consented to and approved the execution thereof as herein provided, no owner of any Bank Bond shall have any right to object to any of the terms and provisions contained therein, or the operation thereof, or in any manner to question the propriety of the execution thereof, or to enjoin or restrain the Trustee, the City or the Bank from executing or approving the same or from taking any action pursuant to the provisions thereof. Upon the execution of any such proposed amendment as in this Section permitted and provided, this Bond Resolution shall be and be deemed to be modified and amended in accordance therewith.

(d) Copies of any such supplement or amendment shall be filed with the Trustee and delivered to the Bank and the City before such supplement or amendment may become effective.

SECTION 23. The Mayor, the Clerk and an Authorized Officer of the Governing Body are authorized to execute and deliver such resolutions, agreements, certificates and other documents as are required for the sale, issuance and delivery of the City Bond.

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SECTION 24. The Indenture, in the form submitted to this meeting, is hereby made a part of this Bond Resolution as though set forth in full herein and shall be, and the same hereby is, approved in substantially the form attached as **EXHIBIT A** (with such completions, changes, insertions and modifications as may be approved by such officers, said execution being conclusive evidence of such approval). The Mayor, the Clerk and an Authorized Officer of the Governing Body are hereby authorized to approve such additional changes as may be requested by the Bank. The Governing Body hereby approves and acknowledges the Indenture and the terms and provisions thereof and recognizes that may items governing the terms and conditions of the City Bond are based upon terms, limitations and conditions provided in the Indenture.

SECTION 25. The City Bond Purchase Agreement, in the form submitted to this meeting, is hereby made a part of this Bond Resolution as though set forth in full herein and shall be, and the same hereby is, approved in substantially the form as provided in **EXHIBIT B** hereto. The Mayor, the Clerk and an Authorized Officer of the Governing Body are hereby authorized and directed to execute and deliver the City Bond Purchase Agreement with such changes, insertions and omissions as may be approved by such officers.

SECTION 26. The City deems it most advantageous to authorize the Municipal Advisor, to negotiate for the sale of the Bank Bonds with the Underwriter and to approve the submission of the form of the Bond Purchase Agreement for the sale of the Bank Bonds to the Bank and the City, for approval at a subsequent date to be determined by the Municipal Advisor and the City to be the most financially advantageous to the City and the Bank and hereby gives authority to the Mayor, the Clerk and an Authorized Officer of the Governing Body to approve the sale of the Bank Bonds including the execution of the Bond Purchase Agreement as evidence thereof, for and on behalf of the City, subject to the following conditions: (1) compliance of the City and the Bank with the provisions of the Act regarding the issuance of the City Bond and the Bank Bonds; (2) a total amount of Bank Bonds, in one or more series, not to exceed a total aggregate principal amount of Ten Million Dollars (\$10,000,000); (3) the Bank Bonds shall not bear a greater overall maximum interest rate to maturity than eleven percent (11%) per annum; (4) approval by the City and the Bank of the Bond Purchase Agreement for the sale of the Bonds evidenced by the execution of the Bond Purchase Agreement; (5) maturity schedule for the Bank Bonds of not to exceed twenty (20) years from the date of issuance of the Bank Bonds; and (6) terms and provisions of the Bank Bonds in compliance with the Act.

SECTION 27. (a) The form of the Preliminary Official Statement and the Bond Purchase Agreement as submitted to this meeting and made a part of this resolution as though set forth in full herein shall be, and the same hereby are, approved in substantially said forms. The Mayor, the Clerk and an Authorized Officer of the Governing Body are hereby authorized and directed to execute and deliver, as applicable, the Preliminary Official Statement and the Bond Purchase Agreement with such changes, insertions and omissions as may be approved by such officer, said execution being conclusive evidence of such approval. The Preliminary Official Statement is hereby "deemed final" by the City as described in the Rule. The Mayor, the Clerk and an Authorized Officer of the Governing Body are hereby authorized and directed to execute and deliver the Official Statement in connection with the Bank Bonds with such changes from the Preliminary Official Statement as he/she may approve. Said Preliminary Official Statement and Bond Purchase Agreement are attached hereto as **EXHIBIT C** and **EXHIBIT D**, respectively.

(b) If in the opinion of the Bond Counsel, the Underwriter and the Municipal Advisor, a supplement or amendment to the Preliminary Official Statement and/or Official Statement is necessary to provide proper disclosure for the Bank Bonds, the Governing Body of the City hereby authorizes (a) Bond Counsel to prepare and distribute such supplement or amendment to the Preliminary Official Statement and/or the Official Statement in a form and in a manner approved by the Underwriter, and (b) the Underwriter to provide distribution of such

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supplement or amendment to the Preliminary Official Statement and/or Official Statement, as the case may be, in connection with the sale of the Bank Bonds, with the distribution of such supplement or amendment being conclusive evidence of the approval of the Governing Body.

(c) The Continuing Disclosure Certificate, in the form attached to the Preliminary Official Statement as submitted to this meeting, is hereby made part of this Bond Resolution as though set forth in full herein and shall be, and the same hereby is, approved in substantially said form. The Mayor, the Clerk and an Authorized Officer are hereby authorized and directed to execute and deliver the Continuing Disclosure Certificate with such changes, insertions and omissions as may be approved by such officers, said execution being conclusive evidence of such approval.

SECTION 28. The City hereby appoints the Trustee for the Bank Bonds under the Indenture.

SECTION 29. The Mayor, the Clerk and an Authorized Officer are hereby authorized and directed to sign requisitions and perform such other acts as may be necessary to authorize the payment by the Trustee for the Bank Bonds on the closing date of the Bank Bonds the costs of issuance of said Bank Bonds and cost of issuance for the City Bond of the City; provided, however, total costs of issuance for said Bank Bonds and the City Bond shall not exceed five (5%) percent of the par amount of the Bank Bonds (excluding Underwriter's discount and any premiums for municipal bond insurance, if applicable).

SECTION 30. Upon receiving the recommendation of the Municipal Advisor and Bond Counsel, the Mayor, the Clerk and an Authorized Officer are hereby authorized and directed to make all final determinations necessary to prepare the Indenture, the sale of the Bank Bonds, including the date of sale, the dated date of the Bank Bonds, the final principal amount of the Bank Bonds, the maturity schedule relating to the Bank Bonds, the redemption terms of the Bank Bonds, the series designation of the Bank Bonds and any other terms thereof; provided, however, that all such determinations shall be made subject to approval by the Bank, to be evidenced by the execution of the Bond Purchase Agreement for the sale of the Bank Bonds.

SECTION 31. The Mayor, the Clerk and an Authorized Officer are hereby authorized and directed to execute and deliver any additional documents, agreements, instruments, requisitions and certificates, which are required in connection with the sale and issuance of the Bank Bonds and the City Bond, including the approval of the final Official Statement in connection with the Bank Bonds. Notwithstanding any other provision herein or in any attachments hereto, the Governing Body further authorizes any necessary changes to the name or title or series designation of the Bank Bonds or the City Bond and corresponding changes to any of the related documents approved hereby if it is determined, after consultation with the Municipal Advisor, that it is in the best interest of the City for the Bank Bonds to be issued at a later date or in one or more tax-exempt or taxable series, as municipal bond market conditions may dictate.

SECTION 32. Prior to their delivery, the City Bond shall be validated pursuant to Sections 31-13-1 *et seq.*, Mississippi Code of 1972, as amended, by the Chancery Court of DeSoto County, Mississippi.

SECTION 33. Upon the recommendation of the Municipal Advisor, the Mayor, the Clerk and an Authorized Officer are hereby authorized to apply for, execute and deliver, a commitment for the provision of municipal bond insurance and any additional documents and certificates which are required by any provider of such municipal bond insurance selected to provide credit enhancement in connection with the issuance of the Bank Bonds. Such insurer shall be selected by the Bank and the City following negotiations with perspective insurers by the Municipal Advisor. Any changes, insertions and omissions as may be required by the provider of the municipal bond insurance to the Indenture, the City Bond, and the Preliminary Official

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Statement are to be approved by the City and the Bank, and the execution of the commitment for said municipal bond insurance being conclusive evidence of such approval. Payment of the premiums, if applicable, for such municipal bond insurance out of the proceeds of the Bank Bonds is hereby approved. The Mayor, the Clerk and an Authorized Officer are hereby authorized to execute, if applicable, the commitment for municipal bond insurance on behalf of the Bank and/or the City.

SECTION 34. The Mayor, the Clerk and an Authorized Officer are authorized to execute and deliver such resolutions, agreements, certificates and other documents as are required for the sale, issuance and delivery of the City Bond. The Governing Body further authorizes Bond Counsel, City Counsel and the Municipal Advisor, to prepare and distribute all necessary documents and to do all things required in order to negotiate the sale of the Bank Bonds and to effectuate the sale and issuance of the City Bond and the Bank Bonds.

SECTION 35. The Mayor, the Clerk and an Authorized Officer are hereby authorized and directed to make all final determinations necessary in connection with the City Bond and the Bank Bonds including, but not limited to, the final principal amount of the City Bond and the Bank Bonds, the maturity schedule relating to the City Bond and the Bank Bonds, the redemption terms of the City Bond and the Bank Bonds, the dated date and payment dates of the City Bond and the Bank Bonds, the interest rate or rates to be borne by the City Bond and the Bank Bonds, and the price to be paid for the City Bond and the Bank Bonds, subject to the provisions of the Act and this Bond Resolution.

SECTION 36. If the Municipal Advisor deems it in the best interest of the City to sell the Bank Bonds to one or more designated purchasers (collectively, the "**Purchaser**") at a private negotiated sale (the "**Private Placement Transaction**"), a preliminary placement memorandum ("**Preliminary Placement Memorandum**") in a format similar to the Preliminary Official Statement is hereby approved, if applicable. If sold through a Private Placement Transaction, (a) the Bank Bonds shall be initially issued as fully registered bonds in the denominations of \$100,000 and integral multiples of \$1,000 in excess thereof and shall be numbered separately from R-1 upwards without regard to maturity pursuant to the Private Placement Agreement; (b) the Purchaser may determine if the Bank Bonds are issued pursuant to Book-Entry; and (c) the Bank Bonds will be placed on the closing date to the Purchaser under the exemptions set forth in Rule 15c2-12 of the Securities and Exchange Commission. The City hereby approves any changes to the Bond Purchase Agreement, the Indenture, the City Bond Purchase Agreement and all other documents, as applicable, if required by the Private Placement Transaction, with such changes, insertions and omissions as may be approved by such officers, said execution being conclusive evidence of such approval. The City hereby approves the execution of a Private Placement Agreement, if applicable and the appointment of Raymond James & Associates, Inc., Memphis, Tennessee, as placement agent of the Bank Bonds, if applicable. The Governing Body hereby authorizes Bond Counsel to draft a Private Placement Agreement and authorizes the approval of such Private Placement Agreement assuming certain parameters as authorized herein are met and hereby authorizes the Mayor or the Clerk of the Governing Body to execute such Private Placement Agreement upon the recommendation of the Municipal Advisor.

SECTION 37. If any one or more of the provisions of this Bond Resolution shall for any reason be held to be illegal or invalid, such illegality or invalidity shall not affect any of the other provisions of this Bond Resolution, but this Bond Resolution shall be construed and enforced as if such illegal or invalid provision or provisions had not been contained herein.

SECTION 38. All orders, resolutions or proceedings of the Governing Body in conflict with any provision hereof shall be, and the same are hereby repealed, rescinded and set aside, but only to the extent of such conflict. For cause, this Bond Resolution shall become effective upon the adoption hereof.

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The above and foregoing resolution, after having been first reduced to writing, was introduced by Board Member Flores seconded by Board Member Wheeler and was adopted by the following roll call vote, to wit:

Alderman Kristian Kelly	Voted: YES
Alderman Charlie Hoots	Voted: YES
Alderman William Jerome	Voted: YES
Alderman Joel Gallagher	Voted: YES
Alderman John David Wheeler	Voted: YES
Alderman Raymond Flores	Voted: YES
Alderman George Payne	Voted: YES

The motion having received the affirmative vote of a majority of the members present, the Mayor declared the motion carried and the resolution adopted this the 1st day of February 2022.

EXHIBIT A

FORM OF THE INDENTURE

EXHIBIT B

FORM OF CITY BOND PURCHASE AGREEMENT

EXHIBIT C

FORM OF PRELIMINARY OFFICIAL STATEMENT

EXHIBIT D

FORM OF MISSISSIPPI DEVELOPMENT BANK BOND PURCHASE AGREEMENT

Exhibits A, B, C, and D are attached to these minutes.

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APPROVAL OF GREENBROOK LAKE HOA ACCESS

Nick Manley, City Attorney, presented this item to the Board.

Mr. Manley stated that Greenbrook Lake HOA needs to perform repair to the dam that is maintained by the HOA. As part of the repair work, the HOA is receiving funds from MDEQ, who is requiring a letter from the City authorizing access. The letter will also set forth the conditions by the HOA for the access. Alderman Gallagher made the motion to authorize Wes Brown to sign the authorization letter and approve access to Greenbrook Lake HOA to perform repairs to the dam. Motion was seconded by Alderman Kelly.

Roll call was as follows:

ALDERMAN	VOTED
Alderman Jerome	YES
Alderman Kelly	YES
Alderman Hoots	YES
Alderman Payne	YES
Alderman Gallagher	YES
Alderman Wheeler	YES
Alderman Flores	YES

Having received a majority of affirmative votes, Mayor Musselwhite declared that the motion was carried on the 1st day of February, 2022.

A copy of the letter agreement is attached and fully incorporated into these minutes.

PLANNING AGENDA

Planning Agenda presented by Whitney Cook, Director of Planning & Development.

Item #1 Application by Will Patton for subdivision approval of the Patton Office Subdivision on the southwest corner of Getwell Road and College Road

Mrs. Choat-Cook stated that the applicant is requesting subdivision approval for the Patton Office Subdivision on the southwest corner of Getwell Road and College Road which is set to encompass 2.37 acres. The proposed subdivision shows two lots with lot 1 having 0.50 acres and lot 2 having 1.87 acres. Lot 1 is situated on the hard corner of the intersection while lot 2 encompasses the remainder of the property with frontage on both College Road as well as Getwell Road. The applicant is showing 13' of additional right of way for Getwell Road being dedicated with this subdivision application which will provide the necessary width to get the required 106' of right of way for Getwell Road. There is 248.50 feet of linear frontage on Getwell Road. College Road ROW has already been dedicated prior to this application and totals the needed 106'. There is approx. 376 linear feet along College Road. This application was tabled at the December hearing to determine the location of any access points on Getwell Road. After

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review by city engineering staff, the best location for a Getwell Road access will be the southernmost boundary of lot 2 which the applicant has agreed to when lot 2 is set to develop. The engineer also agreed to the location of the access points on College Road, one of which has been submitted with this application and the other is set to push further west on lot 2. The applicant has agreed to this stipulation as well. The submittal is compliant with all bulk regulations set forth in the ordinance and subdivision regulations regarding commercial subdividing. Alderman Flores made the motion to approve the application by Will Patton. Motion was seconded by Alderman Wheeler.

Roll call was as follows:

ALDERMAN	VOTED
Alderman Jerome	YES
Alderman Kelly	YES
Alderman Hoots	YES
Alderman Payne	YES
Alderman Gallagher	YES
Alderman Wheeler	YES
Alderman Flores	YES

Having received a majority of affirmative votes, Mayor Musselwhite declared that the motion was carried on the 1st day of February, 2022.

A copy of the staff report is attached and fully incorporated into these minutes.

Item #2 Application by Silo Square, LLC for subdivision approval for Silo Square Commercial Subdivision, lots 11 and 12

Mrs. Choat-Cook stated that the applicant is requesting subdivision approval for the lots 11 and 12 of Silo Square Commercial Subdivision on the west side of Getwell Road, north of May Blvd. This area consists of 1.356 acres with two lots showing lot 11 with 0.766 acres and lot 12 with 0.590 acres. The lots are located on the northeast side of the roundabout with lot 12 having frontage on May Blvd. and lot 11 having frontage on Silo Square Lane North. The roadways have both been recorded and built per city code so there is no dedication shown on these plats. The submittal is compliant with all bulk regulations set forth in the ordinance and subdivision regulations regarding commercial subdividing. Additionally, this proposed subdivision follows the conceptual design of the master plan submitted for Silo Square PUD. Alderman Flores made the motion to approve the application by Silo Square, LLC. Motion was seconded by Alderman Gallagher.

Roll call was as follows:

ALDERMAN	VOTED
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Alderman Jerome	YES
Alderman Kelly	YES
Alderman Hoots	YES
Alderman Payne	YES
Alderman Gallagher	YES
Alderman Wheeler	RECUSED
Alderman Flores	YES

Having received a majority of affirmative votes, Mayor Musselwhite declared that the motion was carried on the 1st day of February, 2022.

A copy of the staff report and preliminary plat is attached and fully incorporated into these minutes.

Item #3 Application by Silo Square, LLC for design review approval of 3 new buildings on lots 11 and 12 of Silo Square Commercial Subdivision

Mrs. Choat-Cook stated that the applicant is requesting design review approval for three buildings on lots 11 and 12 mixed use buildings on the west side of Getwell Road, north of May Blvd. Building elevations and landscaping plan were submitted. Mrs. Choat-Cook stated that this site is unlike any other development within the city with respect to setbacks, signage and landscaping. Staff believes that the applicant has captured the look of an old main street building with the proposed renderings submitted and has no comments regarding that submittal. The site has already proven its quality with the existing buildings, landscape and lighting and this application is a carryover of that quality. Staff's only comment would be to ensure with the new incorporation of landscape that the minimum sizes be acknowledged and met by the applicant's contractor. As requested for all the other buildings at Silo Square, staff would ask for the leniency on the color palette for the storefronts to be determined at a closer date of completion through administrative approval process. Alderman Flores made the motion to approve the application by Silo Square, LLC with the stated comments. Motion was seconded by Alderman Kelly.

Roll call was as follows:

ALDERMAN	VOTED
Alderman Jerome	YES
Alderman Kelly	YES
Alderman Hoots	YES
Alderman Payne	YES
Alderman Gallagher	YES
Alderman Wheeler	RECUSED
Alderman Flores	YES

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Having received a majority of affirmative votes, Mayor Musselwhite declared that the motion was carried on the 1st day of February, 2022.

A copy of the staff report and building elevations is attached and fully incorporated into these minutes.

TEMEKI BOYCE, CITIZEN

Ms. Boyce stated that she is a licensed cosmetologist that performs non-surgical stitch hair replacement and explained that her type of business is different from other salons. Ms. Boyce stated that she found a location for her business, but the ordinance will not allow for her to be within a certain radius of another salon and she asked for consideration for the type of work performed. Mayor Musselwhite stated that they could not differentiate what is classified as a salon because there are so many types and recommended that she work with a realtor. Mrs. Choat-Cook stated that she and her office have been working with Ms. Boyce to help her find a location that is zoned appropriately. Alderman Wheeler asked Ms. Boyce to contact him and he would get her in touch with a realtor. Ms. Boyce agreed to contact him and thanked the Board for allowing her to come forward.

MAYOR'S REPORT

Surplus of Firearm in Recognition of Mark Little's Retirement

This resolution will authorize surplus of Mark Little's firearm in recognition of his retirement under the state retirement system. The Board of Alderman considered the following resolution:

RESOLUTION OF THE MAYOR AND BOARD OF ALDERMEN OF THE
CITY OF SOUTHAVEN, MISSISSIPPI
PRESENTING DEPUTY CHIEF MARK LITTLE
HIS SERVICE WEAPON IN RECOGNITION OF HIS RETIREMENT

WHEREAS, the City of Southaven Police Department and City Board of Aldermen hereby desire to honor Deputy Chief Mark Little by presenting to him his service firearm, a Glock model 43, 9mm caliber, serial #66A534798 ("Weapon"), and

WHEREAS, after many years of serving the City and public, Deputy Chief Little is retiring under a state retirement system; and

WHEREAS, in accordance with Mississippi Code Section 45-9-131, it has been recommended to the Mayor and Board of

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Aldermen that this Weapon be sold to Deputy Chief Mark Little for one dollar in recognition of his retirement and service to the City of Southaven, and

WHEREAS, the Mayor and Board of Aldermen hereby authorize that the Weapon as described above be provided to Deputy Chief Mark Little.

NOW, THEREFORE, BE IT ORDERED by the Mayor and Board of Aldermen of the City of Southaven, Mississippi as follows, to wit:

1. The Weapon be provided to Deputy Chief Mark Little for One Dollar.
2. The Mayor and/or Police Chief are hereby authorized to take all actions to effectuate the intent of this Resolution.

Motion was made by Alderman Hoots and seconded by Alderman Flores, for the Resolution, and the question being put to a vote:

Alderman Kristian Kelly	voted: YES
Alderman Charlie Hoots	voted: YES
Alderman George Payne	voted: YES
Alderman Joel Gallagher	voted: YES
Alderman John Wheeler	voted: YES
Alderman Raymond Flores	voted: YES
Alderman William Jerome	voted: YES

RESOLVED AND DONE, this 1st day of February, 2022.

Entergy Update

Mayor Musselwhite stated that citizens commonly contact the City in regards to street lights. Mayor Musselwhite explained that in the City of Southaven, Entergy owns and services the poles, not the City. Mayor Musselwhite stated that he and Bradley Wallace met with Entergy requesting to improve service time. Entergy has been very responsive to this request and have been doing tremendously better. Mayor Musselwhite asked that Citizen's use email, website, or the My Entergy App to help with reporting outages to Entergy to assist with getting the lights back on faster.

Beautification Update

Mayor Musselwhite stated that they are always working on ways to improve beautification in the City. Littering on roadways coming from sanitation trucks that are not properly covered is a major issue in the City and they are looking for a way to

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solve the problem. Mayor Musselwhite gave a courtesy announcement that they are going to start issuing tickets to sanitation truck drivers that are not properly covered. Mayor Musselwhite stated that they will be looking for other ways to enforce this, including reaching out to neighboring cities. Mayor Musselwhite stated that he will report back to the Board on the progress.

PERSONNEL DOCKET

Personnel

Docket

February 1,
2022

New Hires	Department	Position Title	Start Date	Rate of Pay
** Matthew Standford	Fire	Paramedic	TBD	\$19.45
**			TBD	
**			TBD	

*pending 1 pre-emp
screening

** pending 2 pre-emp
screenings

Re-Hires	Department	Position Title	Start Date	Rate of Pay
Noah Gascon	Parks	PT Front Desk	02/01/2022	\$9.50

Pay Adjustments	Previous Classification	New Classification	Effective Date	Proposed Rate of Pay
Police				\$94,500
Brent Vickers	Major	Deputy Chief of Police	1/31/2022	.00
Seth Kern	Captain	Major	1/31/2022	\$39.11
Bryan Rosenberg	Lieutenant	Captain	1/31/2022	\$32.92
M. Chase Joiner	Sergeant	Lieutenant	1/31/2022	\$30.64
Jacob Cooke	Sergeant	Lieutenant	1/31/2022	\$30.64
Justin Robinson	Patrol Officer 4	Sergeant	1/31/2022	\$26.88
Tarah Crum	Patrol Officer 4	Sergeant	1/31/2022	\$26.88
William Kjellin	Patrol Officer 4	Sergeant	1/3/2022	\$26.88
Scottie Montgomery	Patrol Officer 3	Patrol Officer 4	1/31/2022	\$25.15

Fire

Michael Johnson	Fire Inspector I	Fire Inspector II/Investigator	2/7/2022	\$27.92
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Stipends	Type of Stipend	Effective Date	Yearly Amount
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Police

Fire

Steven W. Cossey	EMT	2/2/2022	\$600.00
Malena Alderman	Honor Guard	2/7/2022	\$600.00
Allan Cunningham	Honor Guard	2/2/2022	\$600.00
Eric Davis	Honor Guard	2/2/2022	\$600.00
John Haynes	Honor Guard	2/2/2022	\$600.00
Chris Johnson	Honor Guard	2/2/2022	\$600.00
Kevin Smith	Honor Guard	2/2/2022	\$600.00
Adam Stone	Honor Guard	2/2/2022	\$600.00
Craig Woodard	Honor Guard	2/2/2022	\$600.00

Resignations/Terminations	Department	Current Position Title	Effective Date	Rate of Pay
				\$94,500
Mark Little	Police	Deputy Chief of Police	2/1/2022	.00
Alyssa Harville	Parks	PT Front Desk	1/21/2022	\$7.47
Cody Edwards	Fire	Firefighter II	2/13/2022	\$16.76
Jeremy Delaney	Police	Sergeant	1/31/2022	\$26.88
		Greenbrook Indoor		
Carly McBride	Parks	Supervisor	1/23/2022	\$9.53

Not Hired	Department	Current Position Title	Effective Date	Rate of Pay
Daniel Cooper	Utility	Sewer Tech	1/28/2022	\$14.00

Pay Adjustments	Classification	Effective Date	Previous Rate of Pay	Proposed Rate of Pay
Parks & Parks Tournaments				
Larry H Cole	P/T GOLF	1/31/2022		
	COURSE CLERK		\$9.58	\$11.00
Tylan T Cole	Greenbrook	1/31/2022		
	Indoor Supervisor		\$8.50	\$10.75
Noah Gascon	PT FRONT DESK	1/31/2022	\$7.47	\$9.50
Seth Gascon	PT FRONT	1/31/2022		
	DESK		\$7.47	\$9.50
Aidan Glover	PT FRONT	1/31/2022		
	DESK		\$7.25	\$9.50
Murry Hayes	PT PARKS	1/31/2022		
	LABORER		\$7.81	\$9.50
Tamyra Higgenbottom	Parks Front Desk	1/31/2022	\$7.44	\$9.50
Parker R. Jones	Turf Tech	1/31/2022	\$7.47	\$9.50
Jackson McBride	PT FRONT	1/31/2022		
	DESK		\$7.44	\$9.50
Marli Ann Reynolds	Tennis	1/31/2022		
	Concessions		\$8.24	\$10.25

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Selena Rhea	PT FRONT DESK	1/31/2022	\$7.47	\$9.50
William Shell	PT FRONT DESK	1/31/2022	\$7.47	\$9.50
Ashlynn Toney	PT FRONT DESK	1/31/2022	\$7.47	\$9.50
Gary Willoughby	PT Golf	1/31/2022	\$9.68	\$11.50
Martha Alexander	TOURN GATES	1/31/2022	\$7.50	\$9.75
Lauren Allen	TOURN CONCESSION	1/31/2022	\$7.25	\$9.50
Samuel Anderson	Head Supervisor	1/31/2022	\$9.00	\$11.25
Zachary Armstrong	Head Supervisor - Snowden	1/31/2022	\$9.00	\$11.25
Samuel Arton	GROUNDS CREW	1/31/2022	\$7.25	\$9.50
Whitney Bailey	Cook	1/31/2022	\$8.00	\$10.25
Lauren Ballard	TOURN GATES	1/31/2022	\$7.50	\$9.75
Esther Barulli	GIFT SHOP	1/31/2022	\$7.25	\$9.50
Addison Bentley	TOURN GATES	1/31/2022	\$7.50	\$9.75
Madison Bloodworth	Head Supervisor	1/31/2022	\$9.00	\$11.25
Natalie Bloodworth	CASH CONTROL	1/31/2022	\$10.00	\$12.25
Josie Brown	TOURN CONCESSION	1/31/2022	\$7.25	\$9.50
Chad Burdette	TOURN GATES	1/31/2022	\$7.50	\$9.75
Hunter Church	Tennis Cashier	1/31/2022	\$8.00	\$10.25
Kagan Church	Tennis Concessions	1/31/2022	\$8.00	\$10.25
Henry Clark	GROUNDS CREW	1/31/2022	\$7.25	\$9.50
Garrett Coleman	GROUNDS CREW	1/31/2022	\$7.25	\$9.50
Benjamin Cope	TOURN GATES	1/31/2022	\$7.50	\$9.75
Morgan Davis	Tennis Cashier	1/31/2022	\$8.00	\$10.25
Peter Diehl Jr.	TOURN GATES	1/31/2022	\$7.50	\$9.75
David Earnest	GROUNDS CREW	1/31/2022	\$7.25	\$9.50
John Eason	Cook	1/31/2022	\$8.00	\$10.25
Auna Faulkner	TOURN CONCESSION	1/31/2022	\$7.25	\$9.50
Lauryn Ferguson	TOURN CONCESSION	1/31/2022	\$7.25	\$9.50
Loren Foreman	Head Supervisor	1/31/2022	\$9.00	\$11.25
Gage Fulwood	Head Supervisor	1/31/2022	\$9.00	\$11.25
Roberto Garza	GROUNDS CREW	1/31/2022	\$7.25	\$9.50
Madison Griffin	GIFT SHOP	1/31/2022	\$7.25	\$9.50
Jana Harford	GIFT SHOP	1/31/2022	\$7.25	\$9.50
Samantha Harwood	TOURN CONCESSION	1/31/2022	\$7.25	\$9.50
Kennedy Holliday	SUPERVISOR CONCESSION	1/31/2022	\$8.00	\$10.25
Jessica Jaimes-Ramon	TOURN GATES	1/31/2022	\$8.00	\$9.75

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Tennesson Jordan	Cook	1/31/2022	\$8.00	\$10.25
Michelle Magnifico	CASH CONTROL	1/31/2022	\$10.00	\$12.25
Grace Mayfield	TOURN	1/31/2022		
	CONCESSION		\$7.25	\$9.50
Jacob McAfee	GROUND	1/31/2022		
	CREW		\$7.25	\$9.50
Alexis McAfee	TOURN GATES	1/31/2022	\$7.50	\$9.75
Susan Miller	GIFT SHOP	1/31/2022	\$13.00	\$15.25
Nicole Moslow	TOURN GATES	1/31/2022	\$7.50	\$9.75
Lura Newsom	CASH CONTROL	1/31/2022	\$10.00	\$12.25
Andrew Norton	Head Cook	1/31/2022	\$9.00	\$11.25
Andrew O'Neal	Tennis Cashier	1/31/2022	\$8.00	\$10.25
Erin Page	Tennis Cashier	1/31/2022	\$10.00	\$10.25
Brayden Parrish	TOURN	1/31/2022		
	CONCESSION		\$7.25	\$9.50
Abby Peacock	Tennis Cashier	1/31/2022	\$8.00	\$10.25
Taylor Pegram	SUPERVISOR	1/31/2022		
	CONCESSION			
	TOURN		\$8.00	\$10.25
Cade Pegram	TOURN	1/31/2022		
	CONCESSION		\$7.25	\$9.50
Jacob Pegram	Cook	1/31/2022	\$8.00	\$10.25
Lincoln Perry	Cook	1/31/2022	\$8.00	\$10.25
Leslie Pettigrew	TOURN GATES	1/31/2022	\$7.50	\$9.75
Oscar Rabuco	Tennis Cashier	1/31/2022	\$8.00	\$10.25
Kevin Rico	TOURN GATES	1/31/2022	\$7.50	\$9.75
Arleda Sawe	CASH CONTROL	1/31/2022	\$10.00	\$12.25
Emily Schreck	Head Supervisor	1/31/2022	\$8.00	\$10.25
Eva Shea	TOURN	1/31/2022		
	CONCESSION		\$7.25	\$9.50
Shelby Shelton	GIFT SHOP	1/31/2022	\$7.25	\$9.50
Noah Simpson	Cook	1/31/2022	\$8.00	\$10.25
Connie Sockwell	CASH CONTROL	1/31/2022	\$12.00	\$12.25
Andrew Stewart	GROUND	1/31/2022		
	CREW		\$7.25	\$9.50
Gene Sumners	TOURN GATES	1/31/2022	\$7.50	\$9.75
Thomas Swazer	GROUND	1/31/2022		
	CREW/Custodian		\$10.00	\$12.25
Audrey Tabor	GIFT SHOP	1/31/2022	\$7.25	\$9.50
Kayle Turner	GIFT SHOP	1/31/2022	\$7.25	\$9.50
Amber Vines	Cook Trainer	1/31/2022	\$9.00	\$11.25
Venessia Darby Ward	GROUND	1/31/2022		
	CREW/Custodian		\$10.00	\$12.25
Nathan Watts	GROUND CREW	1/31/2022	\$7.25	\$9.50
Jordan Webb	TOURN	1/31/2022		
	CONCESSION		\$7.25	\$9.50
Madison White	GIFT SHOP	1/31/2022	\$7.25	\$9.50

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Jackson Whittington	Cook	1/31/2022	\$8.00	\$10.25
Shelby Wilson	Tournament	1/31/2022		
	Tennis Supervisor		\$8.00	\$10.25
Lundyn Wilson	GIFT SHOP	1/31/2022	\$7.25	\$9.50
Christopher Wise	Head Supervisor	1/31/2022		
	- Snowden		\$10.00	\$12.25
Taniya Young	TOURN	1/31/2022		
	CONCESSION		\$7.25	\$9.50
Karen Brown	CASH CONTROL	1/31/2022	\$10.00	\$12.25
Delores Clayton	CASH CONTROL	1/31/2022	\$10.00	\$12.25
Lily McClelland	TOURN	1/31/2022		
	CONCESSION		\$7.25	\$9.50
India Day	GIFT SHOP	1/31/2022	\$7.25	\$9.50
Ashley Diehl	TOURN GATES	1/31/2022	\$9.00	\$9.75
Kay Diehl	CASH CONTROL	1/31/2022		
	SUPERVISOR		\$14.00	\$16.25
Lauren Hardy	Head Supervisor	1/31/2022	\$8.00	\$10.25
Lena Hardy	TOURN	1/31/2022		
	CONCESSION		\$7.25	\$9.50
Caden Hubbard	GROUNDS CREW	1/31/2022	\$7.25	\$9.50
Veena Kapoor	TOURN GATES	1/31/2022	\$8.00	\$9.75
Lori Shelton	GIFT SHOP	1/31/2022	\$9.00	\$11.25
Chris Van Tuyt	TOURN DATA	1/31/2022		
	ENTRY		\$10.00	\$12.25
Alyssa Norris	TOURN	1/31/2022		
	CONCESSION		\$7.25	\$9.50

Resignations/Terminations	Current Position Title	Effective Date	Rate of Pay
Parks Tournaments			
Lauren C Treglown	Gates	1/28/2022	\$7.50
	Concession		
Sarah Eason	Supervisor	1/28/2022	\$8.00
Stephanie Branson Hill	Data Entry	1/28/2022	\$10.00

Alderman Payne made the motion to approve the Personnel Docket of February 1, 2022 as presented to this Board. Motion was seconded by Alderman Hoots.

Roll call was as follows:

ALDERMAN	VOTED
Alderman Jerome	YES
Alderman Kelly	YES
Alderman Hoots	YES
Alderman Payne	YES
Alderman Gallagher	YES
Alderman Wheeler	YES

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Alderman Flores

YES

Having received a majority of affirmative votes, Mayor Musselwhite declared that the motion was carried on the 1st day of February, 2022.

CITY ATTORNEY'S LEGAL UPDATE

FY2021 CONTINUING DISCLOSURE ENGAGEMENT LETTER

Mr. Manley stated that the SEC requires that the City provide on an annual basis certain financial information and data to the Municipal Securities Rulemaking Board via the electronic format required by SEC. This engagement letter will authorize Butler Snow to work with Edi McIlwain to compile the information and for Butler Snow to serve as the Dissemination Agent for filing of the information for fiscal year 2021. Alderman Flores made the motion to authorize Mayor Musselwhite to sign the engagement letter. Motion was seconded by Alderman Kelly.

Roll call was as follows:

ALDERMAN

VOTED

Alderman Jerome	YES
Alderman Kelly	YES
Alderman Hoots	YES
Alderman Payne	YES
Alderman Gallagher	YES
Alderman Wheeler	YES
Alderman Flores	YES

Having received a majority of affirmative votes, Mayor Musselwhite declared that the motion was carried on the 1st day of February, 2022.

A copy of the engagement letter is attached and fully incorporated into these minutes.

UTILITY BILL ADJUSTMENT DOCKET

UTILITY BILL LEAK ADJUSTMENT DOCKET 02/01/22

The addresses below experienced unforeseen circumstances in their utilities for which no benefit was received.

NAME	HOUSE #	STREET	ADJUSTED AMOUNT	REASON FOR LEAK ADJUSTMENT
ANNIE JACKSON	5665	KAYLA DRIVE	(258.64)	LEAK ON SERVICE LINE
DARRELL HARDY	45	WOODLAND TRACE S.	(1010.16)	LEAK ON IRRG. LINE

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SHEILA WILKES	2810	FOREST BEND	(38.56)	SERVICE LINE
TEIA ROBERTSON	2149	MISS VALLEY	(122.60)	TOILET LEAK
TARNESHIA FLEMING	3803	RASCO HILLS DRIVE	(68.32)	TOILET LEAK
DENNIS FOWLER	1384	STAUNTON	(126.88)	SHOWER LEAK
MARTIN JOHSTON	3280	CECIL MOORE DRIVE	(219.60)	TUB LEAK
SHELIA MURRY	7425	OVERLOOK DRIVE	(82.96)	TOILET LEAK
SOUTHAVEN HIGH SCHOOL	735	RASCO ROAD	(2270.22)	LEAK ON IRRG SYSTEM
GREG COBB	8340	BOONEVILLE	(141.52)	LEAK ON SERVICE LINE
MARCUS & KIM WILSON	2341	HEATHER RIDGE	(234.24)	TOILET LEAK
WILLIAM LEGGETTE	8713	SMITH RANCH	(83.58)	TOILET LEAK
WILLIE FIGGS	701	LONG ST	(34.16)	TOILET LEAK
JASON FRALEY	7770	GREENBROOK PKSY	(96.33)	POOL ADJUSTMENT
NORRA HARRIS	1611	TICONDEROGA	(370.88)	TOILET LEAK
JENSEN AQUISTION	2374	GLOBE CV	(699.20)	TOILET LEAK
		TOTAL	(5857.85)	

A motion was made by Alderman Payne to approve the Utility Bill Adjustment Docket of February 1, 2022 in the amount of \$5,857.85. Motion was seconded by Alderman Gallagher.

Roll call was as follows:

ALDERMAN	VOTED
Alderman Jerome	YES
Alderman Kelly	YES
Alderman Hoots	YES
Alderman Payne	YES
Alderman Gallagher	YES
Alderman Wheeler	YES
Alderman Flores	YES

Having received a majority of affirmative votes, Mayor Musselwhite declared that the motion was carried on the 1st day of February, 2022.

CLAIMS DOCKET

A motion was made by Alderman Payne to approve the Claims Docket of February 1, 2022 in the amount of \$3,773,623.79. Motion was seconded by Alderman Flores.

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Excluding voucher numbers:

373009,373011,373014,373030,373090,373253,373269,373274,373278,373318,
373329,373350,373359,373434,373436,373488,373508,373565

Roll call was as follows:

ALDERMAN	VOTED
Alderman Jerome	YES
Alderman Kelly	YES
Alderman Hoots	YES
Alderman Payne	YES
Alderman Gallagher	YES
Alderman Wheeler	YES
Alderman Flores	YES

Having received a majority of affirmative votes, Mayor Musselwhite declared that the motion was carried and approved for payment on the 1st day of February, 2022.

EXECUTIVE SESSION

A copy of the Executive Session Minutes are maintained in the City Clerk's Office.

There being no further business to come before the Board of Aldermen, a motion was made by Alderman Kelly to adjourn. Motion was seconded by Alderman Gallagher. Motion was put to a vote and passed unanimously February 1, 2022 at 8:20 p.m.

Darren Musselwhite,
Mayor

Andrea Mullen,
City Clerk
(Seal)

All exhibits and attachments are electronically filed in the City Clerk's Office.

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