

MINUTE BOOK No. 63, CITY OF OXFORD

Leadership Lafayette Project 2012

DEMENT-MERIDIAN 61-0226

Beautification of Faulkner's Alley

Reason for choosing this project:

- Broken Windows Theory: Simply put, the theory is based on data that suggests when an area is perceived to be well taken care of, people tend to take better care of that area.
- Faulkner's Alley is often used as a haven for vandalism. We would like to make it less of a grimy hallway and more of an item on people's "to-do list" when visiting Oxford.

Art Being Displayed:

- Photo from Cofield Collection and descriptive plaque
 - Side of stairwell
 - Neither being more than 12"x12"
- Doors of Oxford
 - Artist is working on switching some doors out for more Faulkner/Square related ones
 - 20"x30"
 - On bead board area under stairwell and left of first column
 - One small plaque (business card sized) will be just beneath the work or affixed to the frame, referencing artist and work
- Stained Glass
 - 5 different floral pieces each 20x30
 - Each from a different Faulkner novel
 - Evenly spaced between the first two columns on the east wall, but staggered with two high and three low
 - One small plaque (business card sized) will be just beneath the work or affixed to it, referencing artist, flower, and corresponding Faulkner novel

Notes:

- Great care is being taken to make maintenance easy and theft improbable
- All fixtures will be done where should they need to come down, traces can be removed and it would be as if nothing was ever there
- We would like to time the unveiling in conjunction with some of the Faulkner festivities of this summer

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GANESH INC. TAX
ABATEMENT REQUEST:

It was moved by Alderman Howell, seconded by Alderman Williams to grant the tax abatement to Ganesh, Inc. for the two parcels where the hotel sits on Ed Perry Blvd. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

HITT LAW FIRM, PLLC
MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

Carter C. Hitt

Oxford, Mississippi 38655

Telephone: (662) 232-8848

Facsimile: (662) 232-8842

May 11, 2012
Via Hand Delivery

Ms. Lisa D. Carwyle
 City Clerk - Oxford, Mississippi
 107 Courthouse Square
 Oxford, Mississippi 38655

Re: Ganesh Investments, LLC - Tax Abatement per MS Code 27-31-101

Dear Lisa:

As you are aware, I represent Ganesh Investments, LLC in regard to a tax abatement for the Hampton Inn Conference Center. Please accept this as our request to be placed on the agenda for the Board of Alderman meeting on Tuesday, May 15th at 6:00p.m.

Previously, the City of Oxford committed to a minimum of five years in regard to the requested abatement. I have attached a copy of the minutes. See Exhibit "C". Due to the timing of the request, the exact term and amount was to be determined following completion. Hopefully this determination will be made at the next meeting of the Board. I have attached the application for ad valorem tax exemption and the supporting documents for property to be exempted. This includes the land acquisition costs and project costs associated with building the hotel.

MS Code 27-31-101 allows for a request for exemption to be made in writing by June 1 of the year immediately following the date of completion of the new enterprise. (See Exhibit "A"). The hotel at issue was completed in 2011. Ganesh is taxed on three separate parcels of land. The hotel itself sits on parcels 2.12 and 2.02. Parcel 2.03 has no improvements on it at this time. (See Exhibit "B"). I just want to be absolutely certain that there is no dispute as it relates to the deadline for making sure the request is made (The June 1 deadline).

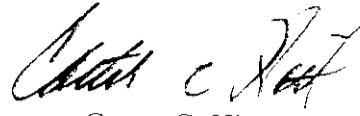
The project meets the minimum requirements set forth under MS Code 27-31-101 (See Exhibit "D"). Also attached is correspondence between Mr. Walsh and Kathy Gelston of the Mississippi Development Authority. (See Exhibit "E"). Ms. Gelston acknowledges that the project meets the minimum requirements but states specifically that the county/city makes the determination of whether to grant the exemption. Ms. Gelston goes on to state that the MDA does not play any role on granting or not granting the exemption.

Ultimately, the time to request the exemption is now at hand. The project meets the minimum requirement of the code and was previously granted by the City of Oxford. We look forward to appearing before you on Tuesday to finalize this process and will be happy to answer any questions and/or provide any additional information.

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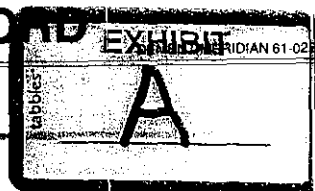
DEMENT-MERIDIAN 61-226

Sincerely,



Carter C. Hitt

cc: Pope S. Mallette, Esq.
Attachments - Ex. A, B, C, D & E

MINUTE BOOK No. 63, CITY OF OXFORD**MISSISSIPPI CODE OF 1972***As Amended***SEC. 27-31-101. Enumeration of new enterprises which may be exempted.**

County boards of supervisors and municipal authorities are hereby authorized and empowered, in their discretion, to grant exemptions from ad valorem taxation, except state ad valorem taxation. Provided, however, said governing authorities shall not exempt ad valorem taxes for school district purposes on tangible property used in, or necessary to, the operation of the manufacturers and other new enterprises hereinafter enumerated by classes, except to the extent authorized in Sections 27-31-104 and 27-31-105 (2), nor shall they exempt from ad valorem taxes the products thereof or automobiles and trucks belonging to the said manufacturers or other new enterprises operating on and over the highways of the State of Mississippi. The time of such exemption shall be for a period not to exceed a total of ten (10) years which shall begin on the date of completion of the new enterprise for which the exemption is granted; however, boards of supervisors and municipal authorities, in lieu of granting the exemption for one (1) period of ten (10) years, may grant the exemption in a period of less than ten (10) years. When the initial exemption period granted is less than ten (10) years, the boards of supervisors and municipal authorities may grant a subsequent consecutive period or periods to follow the initial period of exemption, provided that the total of all periods of exemption shall not exceed ten (10) years. The date of completion of the new enterprise, from which the initial period of exemption shall begin, shall be the date on which operations of the new enterprise begin. Any request for an exemption must be made in writing by June 1 of the year immediately following the year in which the date of completion of a new enterprise occurs.

Any board of supervisors and/or municipal governing authorities which has entered into an agreement with an enterprise to grant an exemption for a period of not more than ten (10) years, as this section authorized prior to amendment by Chapter 524, Laws of 1989 (Senate Bill 2925, 1989 Regular Session), may grant the exemption agreed upon provided that proof is presented to the State Tax Commission that the agreement was negotiated and, with respect to which, official action has been taken by the board of supervisors and/or municipal governing authorities, prior to July 1, 1989.

Any exemption from ad valorem taxes heretofore granted to existing enterprises shall continue in full force and effect but only as to tangible property heretofore included in the exemption but not as to tangible property that may be later added as an addition or improvement to the exempt tangible property.

Any board of supervisors or municipal authority which has entered into an agreement prior to July 1, 1989, with a specific and new enterprise authorized to be exempt under the provisions of Section 27-31-101, may grant an exemption under this section provided said agreement is in writing and the date of the agreement is certified by the chancery clerk or municipal clerk of the granting authority. It is the intent of the Legislature to permit an exemption allowed under this section in those instances where the granting authority has in good faith negotiated with the new enterprise as to said exemption, and the agreement is reduced to writing and the date certified as provided in this paragraph, but to prohibit the granting of an exemption after June 30, 1989, under Section 27-31-101 as to ad valorem taxes for school district purposes, except to the extent authorized in Sections 27-31-104 and 27-31-105(2).

Any board of supervisors or municipal authority which has granted an exemption for a period of less than ten (10) years may grant subsequent periods of exemption to run consecutively with the initial exemption period, or a subsequently granted exemption period, but in no case shall the total of the exemption periods granted for a new enterprise exceed ten (10) years. Any consecutive period of exemption shall be granted by entry of an order by the board or the authority granting the consecutive

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exemption on its minutes, reflecting the granting of the consecutive exemption period and the dates upon which such consecutive exemption period begins and expires. The entry of this order granting the consecutive period of exemption shall be made before the expiration of the exemption period immediately preceding the consecutive exemption period being granted.

The new enterprises which may be exempt are enumerated as and limited to the following, as determined by the State Tax Commission:

Warehouse and/or distribution centers;

Manufacturing, processors and refineries;

Research facilities;

Corporate regional and national headquarters meeting minimum criteria established by the Department of Economic and Community Development;

Movie industry studios meeting minimum criteria established by the Department of Economic and Community Development;

Air transportation and maintenance facilities meeting minimum criteria established by the Department of Economic and Community Development;

Recreational facilities that impact tourism meeting minimum criteria established by the Department of Economic and Community Development; and

Telecommunications enterprises meeting minimum criteria established by the Department of Economic and Community Development. The term "telecommunications enterprises" means entities engaged in the creation, display, management, storage, processing, transmission or distribution for compensation of images, text, voice, video or data by wire or by wireless means, or entities engaged in the construction, design, development, manufacture, maintenance or distribution for compensation of devices, products, software or structures used in the above activities. Companies organized to do business as commercial broadcast radio stations, television stations or news organizations primarily serving in-state markets shall not be included within the definition of the term "telecommunications enterprises."

SOURCES: Codes, 1930, Sec. 3109; 1942, Sec. 9703; Laws, 1922, ch. 139; 1928, chs. 10, 100; 1928, Ex. ch. 57; 1930, ch. 67; 1932, ch. 293; 1936, ch. 159; 1936, 2nd Ex. ch. 17; 1938, Ex. ch. 76; 1942, ch. 132; 1944, ch. 135; 1946, chs. 208, 448; 1948, ch. 439; 1950, ch. 528; 1952, chs. 420 (Sec. 1), 422; 1954, chs. 363, 382; 1956, chs. 202 (Secs. 1, 2), 203 (Secs. 1, 2); 1958, chs. 566 (Sec. 1), 567 (Secs. 1, 2); 1960, ch. 467; 1961, 2nd Ex. ch. 7, Sec. 1; 1962, ch. 269, Sec. 1; 1963, 1st Ex Sess. ch. 35, Sec. 1; 1964, ch. 520, Sec. 1; 1968, ch. 583, Sec. 1; 1970, ch. 545, Sec. 1; 1972, ch. 495, Sec. 1; 1978, ch. 514, Sec. 4; 1981, ch. 523, Sec. 1; 1986, ch. 407, Sec. 1; 1987, ch. 411, Sec. 1; 1989, ch. 524, Sec. 15; 1990, ch. 502, Sec. 3; 1990 Ex Sess, ch. 71 Sec. 1; 1992, ch. 518, Sec. 2; 1994, ch. 571, Sec. 1; 1994, ch. 558, Sec. 18; 1995, ch. 355, Sec. 1, eff from and after passage (approved March 14, 1995); 1995, ch. 527, Sec. 1, eff from and after passage (approved April 5, 1995). Amended by Laws 2000, Ch. 591, Sec. 1, SB2772, eff. July 1, 2000.

PREVIOUS VERSIONS: Pre-2000

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Delta Computer Systems, Inc.

DOCUMENT-MERIDIAN 61-0226

Copyright 2000

Property Link LAFAYETTE COUNTY, MS

Current Date 4/11/2012

Tax Year 2011

Records Last Updated 4/10/2012

PROPERTY DETAIL

OWNER GANESH INVESTMENTS LLC ACRES : **NA**
 110 HERITAGE DR LAND VALUE : 210000
 OXFORD MS 38655 IMPROVEMENTS : **NA**
 TOTAL VALUE: 210000
 ASSESSED : 31500

PARCEL 135J-22-002.12
ADDRESS ED PERRY

TAX INFORMATION

YEAR 2011	TAX DUE	PAID	BALANCE
COUNTY	874.76	874.76	0.00
CITY	0.00	0.00	0.00
SCHOOL	0.00	0.00	0.00
TOTAL	874.76	874.76	0.00

LAST PAYMENT DATE 12 / 22 / 2011

MISCELLANEOUS INFORMATION

EXEMPT CODE LEGAL LOT 19 OXFORD COMMONS PUD PH 1
 HOMESTEAD CODE None TRACT C PART 2
 TAX DISTRICT 2110 BK PG 20100216903/29/2010
 PPIN 031270
 SECTION 22
 TOWNSHIP 08
 RANGE 03

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TAX SALES

PURCHASE COUNTY TAX SALE FILES

Year Sold To Redeemed Date/By
 ***NO TAX SALES FOUND**

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Delta Computer Systems, Inc.

DEMENT-MERIDIAN 61-226

Copyright 2000

Property Link LAFAYETTE COUNTY, MS

Current Date 4/11/2012

Tax Year 2011

Records Last Updated 4/10/2012

PROPERTY DETAIL

OWNER	GANESH INVESTMENTS LLC	ACRES : **NA**
	110 HERITAGE DR	LAND VALUE : 210000
		IMPROVEMENTS : **NA**
	OXFORD MS 38655	TOTAL VALUE : 210000
		ASSESSED : 31500

PARCEL 135R-22-002.02
ADDRESS **NA**

TAX INFORMATION

YEAR 2011	TAX DUE	PAID	BALANCE
COUNTY	874.76	874.76	0.00
CITY	0.00	0.00	0.00
SCHOOL	0.00	0.00	0.00
TOTAL	874.76	874.76	0.00

LAST PAYMENT DATE 12 / 22 / 2011

MISCELLANEOUS INFORMATION

EXEMPT CODE		LEGAL LOT 24 OXFORD COMMONS PUD PH 1
HOMESTEAD CODE	None	TRACT C PART 2
TAX DISTRICT	2110	BK PG 20100217003/29/2010
PPIN	031266	
SECTION	22	
TOWNSHIP	08	
RANGE	03	

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TAX SALES

PURCHASE COUNTY TAX SALE FILES

<u>Year</u>	<u>Sold To</u>	<u>Redeemed Date/By</u>
NO TAX SALES FOUND		

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LEMENT-MERIDIAN 61-0226

Copyright 2000

Property Link
LAFAYETTE COUNTY, MS

Current Date 4/11/2012 Tax Year 2011
Records Last Updated 4/10/2012

PROPERTY DETAIL

OWNER GANESH INVESTMENTS LLC ACRES : **NA**
110 HERITAGE DR LAND VALUE : 80000
IMPROVEMENTS : **NA**
OXFORD MS 38655 TOTAL VALUE: 80000
ASSESSED : 12000

PARCEL 135R-22-002.03
ADDRESS **NA**

TAX INFORMATION

Table with 4 columns: YEAR 2011, TAX DUE, PAID, BALANCE. Rows include COUNTY, CITY, SCHOOL, and TOTAL.

LAST PAYMENT DATE 12 / 22 / 2011

MISCELLANEOUS INFORMATION

EXEMPT CODE LEGAL PT N1/2 NW1/4 SE1/4
HOMESTEAD CODE None BK PG 20100216803/29/2010
TAX DISTRICT 2110
PPIN 032314
SECTION 22
TOWNSHIP 08
RANGE 03

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TAX SALES

PURCHASE COUNTY TAX SALE FILES

Year Sold To Redeemed Date/By
NO TAX SALES FOUND

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Property Link CITY OF OXFORD, MS

Current Date 5/11/2012

Tax Year 2011

Records Last Updated 5/10/2012

PROPERTY DETAIL

OWNER GANESH INVESTMENTS LLC
110 HERITAGE DR

OXFORD MS 38655

ACRES : **NA**
LAND VALUE : 210000
IMPROVEMENTS : **NA**
TOTAL VALUE: 210000
ASSESSED : 31500

PARCEL 135J-22-002.12
ADDRESS ED PERRY

TAX INFORMATION

YEAR 2011	TAX DUE	PAID	BALANCE
COUNTY	0.00	0.00	0.00
CITY	858.38	858.38	0.00
SCHOOL	1716.12	1716.12	0.00
TOTAL	2574.50	2574.50	0.00

LAST PAYMENT DATE 12 / 22 / 2011

MISCELLANEOUS INFORMATION

EXEMPT CODE		LEGAL LOT 19 OXFORD COMMONS PUD PH 1
HOMESTEAD CODE	None	TRACT C PART 2
TAX DISTRICT	2110	BK PG 20100216903/29/2010
PPIN	031270	
SECTION	22	
TOWNSHIP	08	
RANGE	03	

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Property Link CITY OF OXFORD, MS

Current Date 5/11/2012

Tax Year 2011

Records Last Updated 5/10/2012

PROPERTY DETAIL

OWNER GANESH INVESTMENTS LLC
110 HERITAGE DR
OXFORD MS 38655

ACRES : **NA**
LAND VALUE : 210000
IMPROVEMENTS : **NA**
TOTAL VALUE: 210000
ASSESSED : 31500

PARCEL 135R-22-002.02
ADDRESS **NA**

TAX INFORMATION

YEAR 2011	TAX DUE	PAID	BALANCE
COUNTY	0.00	0.00	0.00
CITY	858.38	858.38	0.00
SCHOOL	1716.12	1716.12	0.00
TOTAL	2574.50	2574.50	0.00

LAST PAYMENT DATE 12 / 22 / 2011

MISCELLANEOUS INFORMATION

EXEMPT CODE
 HOMESTEAD CODE None
 TAX DISTRICT 2110
 PPIN 031266
 SECTION 22
 TOWNSHIP 08
 RANGE 03

LEGAL LOT 24 OXFORD COMMONS PUD PH 1
 TRACT C PART 2
 BK PG 20100217003/29/2010

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Property Link CITY OF OXFORD, MS

Current Date 5/11/2012

Tax Year 2011

Records Last Updated 5/10/2012

PROPERTY DETAIL

OWNER GANESH INVESTMENTS LLC ACRES : **NA**
 110 HERITAGE DR LAND VALUE : 80000
 OXFORD MS 38655 IMPROVEMENTS : **NA**
 TOTAL VALUE: 80000
 ASSESSED : 12000

PARCEL 135R-22-002.03
ADDRESS **NA**

TAX INFORMATION

YEAR 2011	TAX DUE	PAID	BALANCE
COUNTY	0.00	0.00	0.00
CITY	327.00	327.00	0.00
SCHOOL	653.76	653.76	0.00
TOTAL	980.76	980.76	0.00

LAST PAYMENT DATE 12 / 22 / 2011

MISCELLANEOUS INFORMATION

EXEMPT CODE LEGAL PT N1/2 NW1/4 SE1/4
 HOMESTEAD CODE None BK PG 20100216803/29/2010
 TAX DISTRICT 2110
 PPIN 032314
 SECTION 22
 TOWNSHIP 08
 RANGE 03

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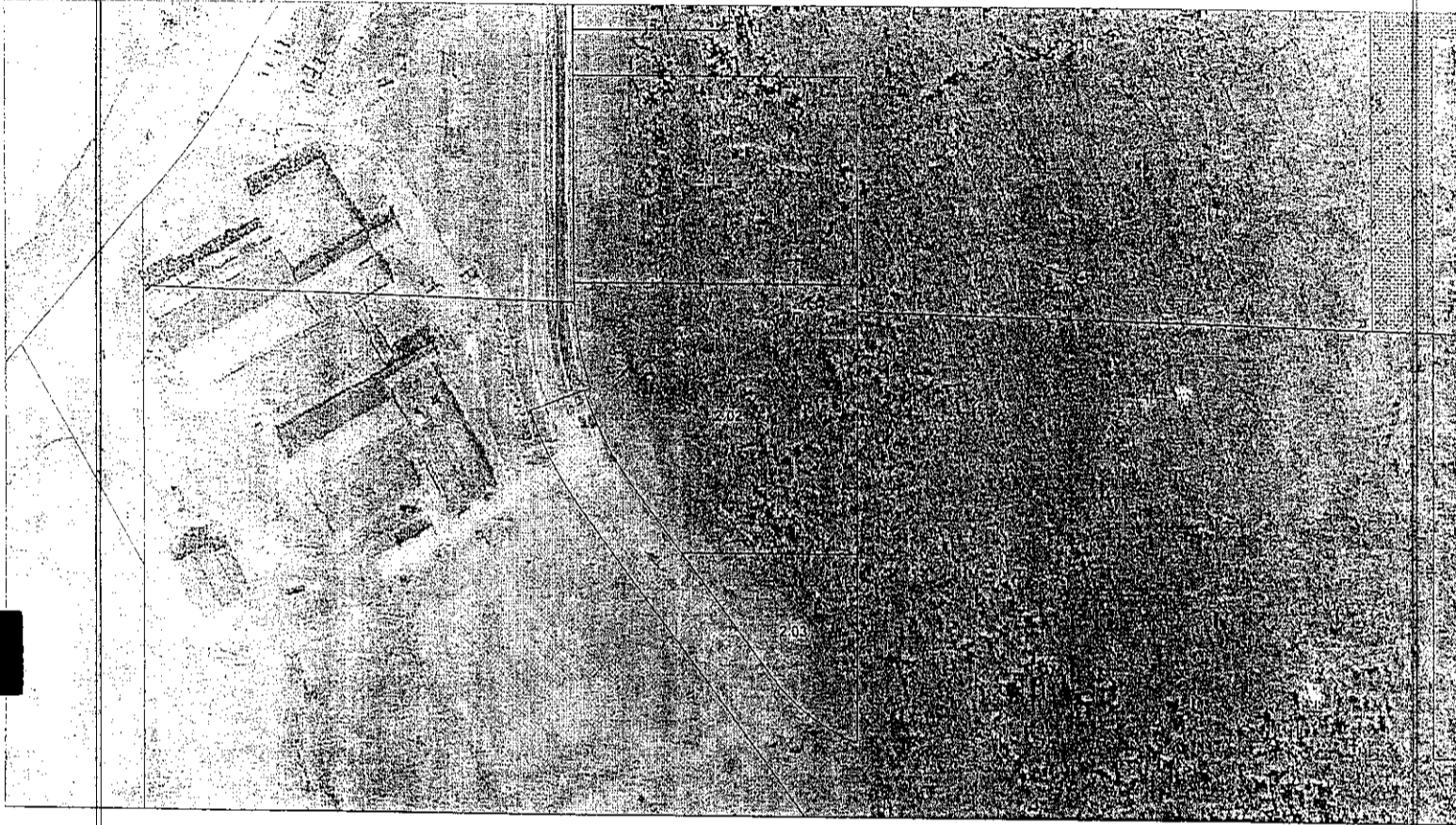
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Lafayette County, Mississippi

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Wednesday, April 11, 2012 12:34 PM

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DEMENT-MERIDIAN 61-226

UNITED STATES OF AMERICA

STATE OF MISSISSIPPI

COUNTY OF LAFAYETTE

CITY OF OXFORD

REGULAR MEETING

July 6, 2010

6:00 p.m.

CALL TO ORDER:

The meeting of the Mayor and Board of Aldermen of the City of Oxford, Mississippi, was called to order by Mayor Patterson at 6:00 p.m. on Tuesday, July 6, 2010, in the court room of City Hall when and where the following were present:

George G. Patterson- Mayor
 Ney Williams- Alderman Ward I
 E.O. Oliver- Alderman Ward II
 Janice Antonow- Alderman Ward III
 Ulysess Howell – Alderman Ward IV
 Preston Taylor- Alderman Ward V
 Brad Mayo – Alderman Ward VI

Mayo Mallette PLLC – Of Counsel
 Bart Robinson- Director of Public Works
 Lisa Carwyle – City Clerk
 Tim Akers- Director of Planning
 Randy Russell- Dir of Sanitation
 Lynn Robbins- Supt. Of Electric Dept
 Mike Martin- Chief Oxford Police Dept
 Mike Hill- Chief of Fire Department
 Billy Lamb- Supt of Building & Grounds
 Jimmy Allgood- Emergency Mang. Coordinator
 Al Hope- Director of Human Resources
 Bubba Robinson- Asst Dir of Parks and Rec
 Mary Kathryn Millner- Tourism Director

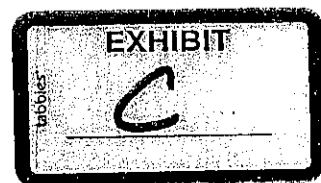
AGENDA:

It was moved by Alderman Howell, seconded by Alderman Mayo to adopt the agenda for the meeting. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

MAYOR'S REPORT:

I want to welcome everyone back from a long and good holiday break. We first want to thank Kate Rosson and our own Megan Prescott, as well as the entire July 4th Committee, for their hard work on all of the events that took place over the weekend. It is indeed a community wide event and going forward we will need community wide support.

Kudos to our local law enforcement agencies for their fast response and teamwork last Thursday on handling a bank robbery. My first call was that the bank had been robbed and my second call from the Chief, about ten minutes later, I was told to relax and stay put, they had caught the guy.



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If you haven't noticed, Bob and Chris have a new website up for the City. It looks great and is very much appreciated.

We started the budget meeting process for the City this afternoon and as you know this is a stressful time for everyone involved, especially in the current economic climate. I have two commitments on the table. One, is if you are a city of Oxford employee your job is secure. And two, we just aren't going to raise any taxes, especially this year. So those are two major goals that we are planning to accomplish.

MINUTES:

It was moved by Alderman Antonow, seconded by Alderman Taylor to adopt the minutes of the regular meeting on June 15, 2010 and the special meeting on June 15, 2010. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ACCOUNTS:

It was moved by Alderman Oliver, seconded by Alderman Mayo to approve the payment of all accounts for the City. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

TAX EXEMPTION REQUEST:

Brad Walsh, representing Ganesh Investments, came before the Mayor and Board of Aldermen to request a tax exemption for the proposed hotel beside the Oxford Conference Center.

It was moved by Alderman Williams, seconded by Alderman Mayo to adopt a resolution of support for the Hotel at the Oxford Conference Center. The board commits to thirty thousand dollars for road and sidewalk improvements on public property adjacent to the proposed hotel. The board supports an abatement of taxes for at least a minimum of five years, the exact term and amount will be determined at completion of the hotel near the Oxford Conference Center. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

LAW ENFORCEMENT ASSOCIATION:

It was moved by Alderman Taylor, seconded by Alderman Mayo to authorize \$550.00 from the Community Promotions budget for the Lafayette County Law Enforcement Officers Association's Youth Fishing Rodeo at Lake Patsy. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

FOURTH OF JULY:

Kate Rosson came before the Mayor and Board of Aldermen to request funds for the 2010 and 2011 Fourth of July celebrations from the LOU Bridge Builders Committee.

It was moved by Alderman Antonow, seconded by Alderman Williams to authorize \$1500.00 for the 2010 Fourth of July celebration. The request for the

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Zimbra

bwalsh@thewalshlawfirm.com

Font size

RE: Ganesh Investments LLC

From : Kathy Gelston <KGELSTON@mississippi.org>
Subject : RE: Ganesh Investments LLC
To : Brad Walsh <bwalsh@thewalshlawfirm.com>
Cc : Chan Patel <chanpatel422@gmail.com>, Daniel Barfield <dbarfield@barfieldcpa.com>

Fri, Apr 16, 2010 10:39 PM

Brad,

This letter provides enough to show that you meet the minimum criteria. Again, we do not certify for the county. We only certify for state incentives. The request should go to the county, not MDA.

Thanks,

Kathy

From: Brad Walsh [mailto:bwalsh@thewalshlawfirm.com]
Sent: Friday, April 16, 2010 11:29 AM
To: Kathy Gelston
Cc: Chan Patel; Daniel Barfield
Subject: Re: Ganesh Investments LLC

Kathy,

I am attaching a letter intended to meet our requirement for the statement to be provided to the MDA. I would appreciate any comments prior to giving you a final.

Thanks again for your help.

Brad Walsh

----- Original Message -----

From: "Kathy Gelston" <KGELSTON@mississippi.org>
To: "Brad Walsh" <bwalsh@thewalshlawfirm.com>
Sent: Tuesday, March 23, 2010 2:08:27 PM
Subject: RE: Ganesh Investments LLC

Actually, the county makes the determination, based on this minimum criteria. MDA does not play any role. You treat this just like any other industrial exemption, and report it to the Tax Commission the same way.

From: Brad Walsh [mailto:bwalsh@thewalshlawfirm.com]
Sent: Tuesday, March 23, 2010 12:34 PM
To: Kathy Gelston
Subject: Re: Ganesh Investments LLC

Thanks Kathy, can you provide a model statement that has been presented in the past? Do we send it to you? Is there anyone we need to coordinate with at the MSTC or will your office handle that?

From: Kathy Gelston
To: Brad Walsh
Cc: Chan Patel
Sent: Tue Mar 23 10:58:12 2010
Subject: RE: Ganesh Investments LLC
 Mr. Walsh,



MDA, we don't certify that tourism projects for business development establish minimum criteria.

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Recreational Facilities that Impact Tourism	§27-31-101	<p>Facilities that provide entertainment, amusement, cultural, or scenic activities and promote or encourage out-of-state visitors for pleasure or education.</p> <p>To qualify, the business must have an initial capital investment of \$100,000, create 10 jobs, and provide the Mississippi Development Authority a statement that shows the impact that the facility will have on the community. To be certified by the Mississippi Development Authority, the company must submit a request that provides a detailed explanation of the activities that will be conducted at the facility and shows that all minimum requirements will be met.</p> <p>At the discretion of the County Board of Supervisors and/or Municipal Authorities, an exemption of not more than ten years may be granted from ad valorem taxes, except for taxes for school district purposes.</p>
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Please let me know if you have additional questions.

Thanks,

Kathy

From: Brad Walsh [mailto:bwalsh@thewalshlawfirm.com]
 Sent: Tuesday, March 23, 2010 10:24 AM
 To: Kathy Gelston
 Cc: Chan Patel
 Subject: Ganesh Investments LLC

Kathy,

I represent Ganesh Investments, LLC. We had asked the city of Oxford for abatement of certain property taxes for a proposed development. As the city currently has no defined development district, it was suggested we make our request pursuant to Miss. Code Ann. Section 27-31-101 pursuant to the recreational facility subsection. In order to do that, it is my understanding we need a determination from the MDA that the proposed facility will impact tourism at some level established by the authority.

The enclosed letter to the Mayor outlines the proposed facility. The city is anxious to help as they see a hotel adjacent to the already constructed conference center as an amenity that would aid the conference center bring in more business. Obviously such gains would help tourism as well.

Can you please advise what steps we need to take to get clearance from the MDA and who we should talk to with the tax commission to get this done? I would appreciate any assistance. My client is anxious to get going on the development.

--

Brad Walsh
 662.281.5790
 103A Courthouse Square
 Oxford, MS 38655
www.thewalshlawfirm.com

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Under requirements imposed by the IRS, we inform you that, if any advice concerning one or more U.S. Federal Tax issues is contained in this communication, such advice was not intended or written to be used and cannot be used for the purpose of (1) avoiding penalties under the Internal Revenue Code or (2) promoting, marketing or recommending to another party any transactions or tax-related matter addressed herein. Thank you for your cooperation.

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MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

Brad Walsh
662.281.5790
103A Courthouse Square
Oxford, MS 38655
www.thewaishlawfirm.com

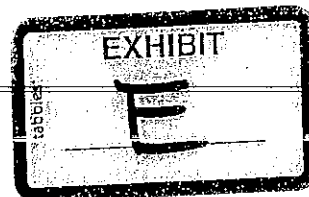
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5/4/2010

Minimum Criteria Definitions

Enterprise	Code Section	Definition
Data or Information Processing Enterprises	§27-31-101	<p>Business enterprises engaged in account servicing, data entry, payment processing, customer service, information processing, or other business related functions where the facilities are not open to the public.</p> <p>To qualify, a data or information processing enterprise must create 10 or more jobs in the taxable year in a Tier Three County, 15 or more jobs in the taxable year in a Tier Two County, or 20 or more jobs in the taxable year in a Tier One County.</p> <p>At the discretion of the County Board of Supervisors and/or Municipal Authorities, an exemption of not more than ten years may be granted from ad valorem taxes, except for taxes for school district purposes.</p>
Corporate and Regional Headquarters	§27-31-101	<p>Business enterprises with multi-state activities must provide to the Mississippi Development Authority a letter of intent that outlines capital investment, job creation, payroll, and a project schedule related to the creation of a national or regional headquarters. Centralized activities such as financial, legal, technical, and personnel functions must be performed at the facilities. The function and purpose of the headquarters must be to plan, direct, and control all aspects of the organization's operations, either as a whole, or for a subdivided area of the United States.</p> <p>To qualify, the company must establish or transfer a national or regional office in the state that creates a minimum of 35 new full-time jobs. These jobs must include officers and other high level employees, along with the support staff normally associated with a headquarters. The support staff's duties must be in direct relationship to the functions of the office and not based on physical presence. Positions such as janitors, salesmen, and truck drivers do not qualify as headquarters positions. The Mississippi State Tax Commission will have final authority regarding whether a position will qualify when determining whether the minimum number of jobs are created. To be certified by the Mississippi Development Authority, the company must submit a request that provides a detailed explanation of the activities that will be conducted at the facility and shows that all minimum requirements will be met. The request must contain a listing of each job to be created, along with the duties associated with the job.</p> <p>At the discretion of the County Board of Supervisors and/or Municipal Authorities, an exemption of not more than ten years may be granted from ad valorem taxes, except for taxes for school district purposes.</p>



Enterprise	Code Section	Definition
Movie Industry Studios	§27-31-101	<p>Business entities engaged in providing motion picture and video services and/or producing motion pictures, videos, television programs, or television commercials.</p> <p>To qualify, the business must have a minimum private capital investment of \$1,000,000.</p> <p>At the discretion of the County Board of Supervisors and/or Municipal Authorities, an exemption of not more than ten years may be granted from ad valorem taxes, except for taxes for school district purposes.</p>
Air Transport and Maintenance Facilities	§27-31-101	<p>Business entities engaged in providing air transportation for passengers and/or cargo; and/or facilities operated to repair and maintain aircraft used for air transportation.</p> <p>To qualify, a commercial airline operation or a non-commercial operation (i.e., corporate fleet operations) must create 10 or more jobs in the taxable year in a Tier Three County, 15 or more jobs in the taxable year in a Tier Two County, or 20 or more jobs in the taxable year in a Tier One County.</p> <p>At the discretion of the County Board of Supervisors and/or Municipal Authorities, an exemption of not more than ten years may be granted from ad valorem taxes, except for taxes for school district purposes.</p>
Recreational Facilities that Impact Tourism	§27-31-101	<p>Facilities that provide entertainment, amusement, cultural, or scenic activities and promote or encourage out-of-state visitors for pleasure or education.</p> <p>To qualify, the business must have an initial capital investment of \$100,000, create 10 jobs, and show the impact that the facility will have on the community.</p> <p>At the discretion of the County Board of Supervisors and/or Municipal Authorities, an exemption of not more than ten years may be granted from ad valorem taxes, except for taxes for school district purposes.</p>

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

APPLICATION FOR AD VALOREM TAX EXEMPTION

AS AUTHORIZED BY SECTION 27-31-101, et seq.,
MISSISSIPPI CODE OF 1972, AS AMENDED

NAME OF ENTERPRISE GANESH INVESTMENTS, LLC
 PHYSICAL ADDRESS 103 ED PERRY BLVD.
 TYPE OF INDUSTRY HOSPITALITY PRODUCT/SERVICE HOTEL
 LOCATION - COUNTY LAFAYETTE CITY OXFORD
 DATE OF COMPLETION 8- -11 YEARS REQUESTED 10
 NEW (SECTION 27-31-101) EXPANSION (SECTION 27-31-105)
 NEW JOBS 25 ESTIMATED PAYROLL 250,000.00
 TRUE VALUE OF PROPERTY EXEMPTED 7,317,364. -

*Attach an itemized list of property to be exempted as Exhibit "A".

The applicant request that the Board approve this application by an order spread on its minutes declaring that the above property be exempt from all ad valorem taxation except school taxation for the period requested. The applicant further request that the application and certified approval of exemption be forwarded to the State Tax Commission and upon approval and certification by the Commission, the Board enter a final order on its minutes granting the exemption. The above information is true and correct as certified by the applicant.

This application is submitted on the 11th day of APRIL, 2012



Applicant (Name of Taxpayer)

By: CHAN PATEL
 Title: MANAGING MEMBER

ATTEST:

Subscribed and sworn to before me in my
 Presence, this 11th day of APRIL
2012, a Notary Public in and for the
 County of Lafayette State of Mississippi
Gwendolyn Lewis
 (Signature) Notary Public
 My commission expires June 24, 2012



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GANESH INVESTMENTS, LLC
GL Account Ledger - Detail By Date Range (Current and History)
1/1/2010 through 12/31/2011

Batch	Journal	Entry #	Date	Job	Document	Description	Debits	Credits	Balance
185200.HAMEA.000						LAND - OXFORD CONFRENCE CENTER			\$0.00
*	2186	G	40843	01/01/10		beginning balance 1/1/10 transfer to: GANESH INV	\$1,005,000.00	\$-	\$1,005,000.00
*	2186	G	40845	01/01/10		beginning balance 1/1/10 transfer to: GANESH INV	-	142,279.43	\$62,720.57
*	2195	G	40897	08/25/10		CLOSE BANK LOA HITT LAW FIRM CK # 1001	11,533.50	-	\$74,254.07
						LAND - OXFDRD CONFRENCE CENTER TOTAL:	\$1,016,533.50	\$142,279.43	\$74,254.07
						TOTAL OF LEDGER:	\$1,016,533.50	\$142,279.43	\$74,254.07

MINUTE BOOK No. 63, CITY OF OXFORD

* indicates a batch in the History file (batches in a closed General Ledger year)

1/1/2010 through 12/31/2011

Batch	Journal	Entry #	Date	Job	Document	Description	Debits	Credits	Balance
185100.HAMEA.000 PROJECT COST - OXFORD CONFERENCE CENTER									\$0.00
*	2189	G	40858	03/30/10		Hilton Hotel ck# 105	\$50,000.00	\$-	\$50,000.00
*	2190	G	40864	04/05/10		LLW Architects ck# 104	12,500.00	-	62,500.00
*	2203	G	40962	05/18/10		Record Shiv payment to LLW Arc	12,500.00	-	75,000.00
*	2191	G	40868	06/08/10		LLW Architects ck# 1001	12,500.00	-	87,500.00
*	2204	G	40964	06/23/10		Record Shiv payment to LLW Arc	12,500.00	-	100,000.00
*	2192	G	40873	07/20/10		Precision Eng ck# 1002	7,200.00	-	107,200.00
*	2194	G	40880	08/04/10		LLW ARCHITECTS CK# 1003	862.50	-	108,062.50
*	2194	G	40881	08/04/10		PRECISION ENGINEERING CK# 1004	3,500.00	-	111,562.50
*	2194	G	40882	08/04/10	PROF FEES	JIM TAYLOR CK# 1005	300.00	-	111,862.50
*	2194	G	40883	08/04/10	PROF FEES	YOUNGHOON KIM CK# 1006	300.00	-	112,162.50
*	2194	G	40884	08/05/10	CITY OF OX LETTI	BANK OF OXFORD CK# 1007	400.00	-	112,562.50
*	2194	G	40885	08/16/10	BUILDING PERMIT	CITY OF OXFORD CK# 1008	8,219.00	-	120,781.50
*	2195	G	40899	08/25/10	TAP FEES	CITY OF OXFORD CK# 1002	3,226.05	-	124,007.55
*	2233	AP	41479	09/13/10	1STBKDRAW	McMURRY CONSTRUCTION CO - 1ST BANK OF OX DRAW	147,319.20	-	271,326.75
*	2233	AP	41481	09/13/10	1STINSTALL	McMURRY CONSTRUCTION CO - 1ST INSTALLMENT PROMISARY NOTE	67,887.25	-	339,214.00
*	2233	AP	41471	09/13/10	24369	LLW ARCHITECTS - 24369	12,100.00	-	351,314.00
*	2233	AP	41473	09/13/10	24377	LLW ARCHITECTS - 24377	4,110.50	-	355,424.50
*	2233	AP	41475	09/13/10	BAL	LLW ARCHITECTS - 24377	1.00	-	355,425.50
*	2233	AP	41483	09/17/10	2855	PRECISION ENGINEERING - 2855	2,350.00	-	357,775.50
*	2233	AP	41477	09/21/10	092110	MAGNOLIA GROUND MANAGEMENT LLC - IRRIGATION SLEEVING	1,350.00	-	359,125.50
*	2233	AP	41485	09/29/10	2913	PRECISION ENGINEERING - 2913	1,890.00	-	361,015.50
*	2266	AP	42101	10/01/10	OCT	MAGNOLIA GROUND MANAGEMENT LLC - ELECTRICAL SERVICES	1,476.60	-	362,492.10
*	2266	AP	42105	10/10/10	2NDINST	McMURRY CONSTRUCTION CO - 2ND INSTALLMENT	67,887.25	-	430,379.35
*	2266	AP	42103	10/14/10	2NDBK	McMURRY CONSTRUCTION CO - 2ND BANK DRAW	255,016.80	-	685,396.15
*	2304	AP	42958	11/09/10	24404	LLW ARCHITECTS - 24404	2,185.00	-	687,581.15
*	2304	AP	42962	11/09/10	2915	PRECISION ENGINEERING - 2915	2,262.50	-	689,843.65
*	2304	AP	42960	11/09/10	3	McMURRY CONSTRUCTION CO - INSTALLMENT	67,887.25	-	757,730.90
*	2304	AP	42964	11/09/10	3006	PRECISION ENGINEERING - 3006	1,875.00	-	759,605.90
*	2304	AP	42966	11/09/10	3011	PRECISION ENGINEERING - 3011	1,260.00	-	760,865.90
*	2304	AP	42968	11/09/10	3011-2	PRECISION ENGINEERING - 3011	1,700.00	-	762,565.90
*	2329	AP	43374	11/10/10	3RDBKDRAW	McMURRY CONSTRUCTION CO - 3RD BANK DRAW	389,166.30	-	1,151,732.20
*	2385	AP	44135	12/07/10	4THDRAW	McMURRY CONSTRUCTION CO - 4TH BANK DRAW	294,768.00	-	1,446,500.20
*	2385	AP	44137	12/07/10	NOTE	McMURRY CONSTRUCTION CO - 1ST OF 3	22,629.00	-	1,469,129.20
*	2418	AP	44741	12/28/10	1228	LEWIS SMITH - REBAR & WIRE MESH	560.00	-	1,469,689.20
*	2450	AP	45350	01/04/11	2NDINSTALLMENT	McMURRY CONSTRUCTION CO -	22,629.00	-	1,492,318.20
*	2450	AP	45354	01/04/11	3116	PRECISION ENGINEERING - 3116	2,970.00	-	1,495,288.20
*	2450	AP	45352	01/10/11	5TH	McMURRY CONSTRUCTION CO - 5TH BANK DRAW	329,463.00	-	1,824,751.20
*	2450	AP	45356	01/24/11	012411	Tri -State Skytracker - lights	500.00	-	1,825,251.20
*	2450	AP	45346	01/24/11	APPR	BANK OF OXFORD - Bullock/ Appraisal	5,000.00	-	1,830,251.20
*	2500	AP	46466	02/07/11	BANKDRAW	McMURRY CONSTRUCTION CO - FEB 11 BANK DRAW	419,634.00	-	2,249,619.20

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

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GANESH INVESTMENTS, LLC
GL Account Ledger - Detail By Date Range (Current and History)
1/1/2010 through 12/31/2011

Batch	Journal	Entry #	Date	Job	Document	Description	Debits	Credits	Balance
185100.HAMEA.000		PROJECT COST - OXFORD CONFERENCE CENTER (CONTINUED)							
*	2500	AP	46468	02/07/11	LST	McMURRY CONSTRUCTION CO - LAST NOTE PYMT	\$22,629.25	\$-	\$22,629.25
*	2500	AP	46470	02/22/11	3203	PRECISION ENGINEERING - 3203	2,975.00	-	25,604.25
*	2510	AP	46668	02/23/11	1276	City Of Oxford Electric -	3,317.00	-	28,921.25
*	2536	AP	47090	03/08/11	MARDRAW	McMURRY CONSTRUCTION CO - MARCH 2011 DRAW BANK OF OXFORD	497,629.40	-	28,421.85
*	2599	AP	48407	03/25/11	0332	PRECISION ENGINEERING - 0332	1,275.00	-	29,696.85
*	2598	AP	48405	04/07/11	041111	McMURRY CONSTRUCTION CO - 8TH DRAW	511,905.60	-	30,208.25
*	2648	AP	49054	04/26/11	24448	LLW ARCHITECTS - 24448	225.00	-	30,433.25
*	2659	AP	49338	05/09/11	MAY11	McMURRY CONSTRUCTION CO - MAY 2011 DRAW	423,755.10	-	31,158.15
*	2659	AP	49340	05/09/11	WATERDEPOSIT	City of Oxford - WATER DEPOSIT	2,418.20	-	33,576.35
*	2674	AP	49546	05/10/11	1STDEP	COMMERCIAL PLANT WHOLESALERS - 1ST INSTALLMENT	6,128.13	-	39,704.48
*	2674	AP	49550	05/10/11	CR-0000001	City of Oxford - WATER DEPOSIT	-	2,418.20	37,286.28
*	2674	AP	49552	05/10/11	WATERDEP	City of Oxford - WATER DEPOSIT	2,374.15	-	39,660.43
*	2674	AP	49554	05/13/11	0424REV	PRECISION ENGINEERING - 0424-rev	630.00	-	40,290.43
*	2674	AP	49548	05/16/11	2NDINSTALLMENT	COMMERCIAL PLANT WHOLESALERS - 2ND INSTALLMENT	6,128.13	-	46,418.56
*	2674	AP	49556	05/16/11	CABLE	STARRETT ELECTRIC CO. LLC - CABLE PULLING	678.30	-	47,096.86
*	2684	AP	49982	05/19/11	3RDINSTAL	COMMERCIAL PLANT WHOLESALERS - 3RD INSTALLMENT	6,128.12	-	53,224.98
*	2737	AP	50887	06/08/11	HOTSGNCOM	AMERICAN EXPRESS - HOTELSIGNS.COM ORDER	5,511.04	-	58,736.02
*	2737	AP	50893	06/08/11	JUNE11	McMURRY CONSTRUCTION CO - JUNE 2011 DRAW	297,600.80	-	61,436.82
*	2819	AP	52402	07/05/11	0705	GURUDEV LLC - CARPET INSTALLERS	624.42	-	62,061.24
*	2819	AP	52416	07/08/11	SIGNPER	City of Oxford - SIGN PERMIT	91.00	-	62,152.24
*	2819	AP	52412	07/10/11	JULYDRAW	McMURRY CONSTRUCTION CO - JULY 2011 DRAW	504,523.15	-	67,675.39
*	2819	AP	52410	07/11/11	MOBLIZA	MAGNOLIA GROUND MANAGEMENT LLC - DRAW FOR PROJECT	500.00	-	68,175.39
*	2819	AP	52404	07/15/11	119	MAGNOLIA GROUND MANAGEMENT LLC - 119 irrigation	1,845.75	-	69,021.14
*	2819	AP	52418	07/15/11	SIGNPERMIT	City of Oxford - SIGN PERMIT	61.00	-	69,082.14
*	2819	AP	52406	07/22/11	120	MAGNOLIA GROUND MANAGEMENT LLC - 120	2,016.95	-	71,099.09
*	2819	AP	52408	07/29/11	21	MAGNOLIA GROUND MANAGEMENT LLC - 121	535.00	-	71,634.09
*	3098	AP	57521	07/31/11	OCT/11	AMERICAN EXPRESS - 6-91006 CABLE	3,378.69	-	75,012.78
*	3098	AP	57522	07/31/11	OCT/11	AMERICAN EXPRESS - SPEAKER WIRE	315.40	-	75,328.18
*	3098	AP	57523	07/31/11	OCT/11	AMERICAN EXPRESS - EQUIP RENTAL	4,815.00	-	80,143.18
*	3098	AP	57524	07/31/11	OCT/11	AMERICAN EXPRESS - FIXTURE BULBS	867.94	-	81,011.12
*	2841	AP	52791	08/04/11	AUGDRAW	McMURRY CONSTRUCTION CO - August Draw	278,520.05	-	83,791.17
*	2841	AP	52784	08/10/11	081011	COMMERCIAL PLANT WHOLESALERS - INSTALLMENT	5,557.31	-	89,348.48
*	2846	AP	52891	08/12/11	126	MAGNOLIA GROUND MANAGEMENT LLC - 126	3,611.25	-	92,959.73
*	2846	AP	52885	08/17/11	0817	AMERICAN EXPRESS - JERRY PATE TURF	1,393.74	-	94,353.47
*	2869	AP	53508	08/19/11	1276	MAGNOLIA GROUND MANAGEMENT LLC - 127	4,532.52	-	98,886.00
*	2869	AP	53498	08/25/11	WF	AMERICAN EXPRESS - 3727 103576 23002 WATER FOUNTA	561.50	-	103,417.50
*	2869	AP	53506	08/26/11	082611	MAGNOLIA GROUND MANAGEMENT LLC - Landscapings	8,346.00	-	111,763.50
*	2907	AP	54131	08/31/11	6604AUG11	BANK OF AMERICA - TURF	1,294.70	-	113,058.20

MINUTE BOOK No. 63, CITY OF OXFORD

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GANESH INVESTMENTS, LLC
GL Account Ledger - Detail By Date Range (Current and History)

1/1/2010 through 12/31/2011

Batch	Journal	Entry #	Date	Job	Document	Description	Debits	Credits	Balance
185100.HAMEA.000 PROJECT COST - OXFORD CONFERENCE CENTER (CONTINUED)									
*	2907	AP	54132	08/31/11	6604AUG11	BANK OF AMERICA - GRAPHICS FOR BLDG	\$1,660.53	\$-	\$4,863,827.12
*	2937	AP	54661	08/31/11	AUG11-AMEX	AMERICAN EXPRESS - RAILROAD CROSSTIES	112.21	-	4,863,939.33
*	2897	AP	54007	09/01/11	CONTBAL	COMMERCIAL PLANT WHOLESALERS - BAL OF CONTRACT	13,107.06	-	4,877,046.39
*	2897	AP	54017	09/02/11	129	MAGNOLIA GROUND MANAGEMENT LLC - 129	3,888.38	-	4,880,934.77
*	2897	AP	54021	09/07/11	SEPT	McMURRY CONSTRUCTION CO - SEPT BANK DRAW	293,203.60	-	5,174,138.37
*	2897	AP	54009	09/08/11	STONES	COMMERCIAL PLANT WHOLESALERS - REIMBURSE FOR SLATE	425.40	-	5,174,563.77
*	2897	AP	54019	09/09/11	131	MAGNOLIA GROUND MANAGEMENT LLC - 131	941.60	-	5,175,505.37
*	2908	AP	54141	09/13/11	OVERAGES	COMMERCIAL PLANT WHOLESALERS - OVERAGES ON CONTRACT	2,200.00	-	5,177,705.37
*	2950	AP	54917	09/27/11	1269-8	McMURRY CONSTRUCTION CO - 1ST INSTALLMENT	25,600.57	-	5,203,305.94
*	3012	AP	56061	09/30/11	0911AMEX	AMERICAN EXPRESS - GRAPHICS	471.68	-	5,203,777.62
*	3012	AP	56062	09/30/11	0911AMEX	AMERICAN EXPRESS - RELIABLE GLASS	1,008.01	-	5,204,785.63
*	3111	AP	57900	09/30/11	3RDINSTALL	McMURRY CONSTRUCTION CO - 3rd & LAST INSTALLMENT	25,600.56	-	5,230,386.19
*	2950	AP	54911	09/30/11	DIRT	HAYNIE'S DOZER WORK - 19 LOADS OF DIRT	1,728.05	-	5,232,114.24
*	2997	AP	55804	09/30/11	SEPT11BA	BANK OF AMERICA - TURF	117.70	-	5,232,231.94
*	2997	AP	55793	09/30/11	XTR	AMERICAN EXPRESS - 3727 103576 24000	2,500.00	-	5,234,731.94
*	2983	AP	55491	10/11/11	2ND	McMURRY CONSTRUCTION CO - 2ND INSTALLMENT	25,600.57	-	5,260,332.51
*	2998	AP	55814	10/12/11	BALPLANTINGS	COMMERCIAL PLANT WHOLESALERS - Balance of Plantings	1,000.00	-	5,261,332.51
*	3024	AP	56257	10/26/11	20114891686	COMMERCIAL PLANT WHOLESALERS - 2011489-1686	2,635.32	-	5,263,967.83
*	3060	AP	56772	10/28/11	102811	STEELMAN SERVICES - 10/28/11 STMT	1,200.00	-	5,265,167.83
*	3033	AP	56322	10/28/11	144	MAGNOLIA GROUND MANAGEMENT LLC - 144	1,883.20	-	5,267,051.03
*	3099	AP	57541	10/31/11	OCT/11	BANK OF AMERICA - GRAPHICS	686.43	-	5,267,737.46
*	3099	AP	57542	10/31/11	OCT/11	BANK OF AMERICA - TURF	606.16	-	5,268,343.62
*	3099	AP	57543	10/31/11	OCT/11	BANK OF AMERICA - SIGNS FOR HOTEL	639.96	-	5,268,983.58
*	3099	AP	57529	10/31/11	OCTAMX	AMERICAN EXPRESS - PLUMBING FIXTURES	7,000.00	-	5,275,983.58
*	3080	AP	57194	11/16/11	148	MAGNOLIA GROUND MANAGEMENT LLC - 148	1,478.74	-	5,277,462.32
*	3080	AP	57202	11/18/11	111811	STEELMAN SERVICES - 11/18/11 DIRT WORKS & ROCKS	2,000.00	-	5,279,462.32
*	3097	AP	57558	11/21/11	SHELV	GKG CONSTRUCTION - SHELVES	600.00	-	5,280,062.32
*	3110	AP	57896	11/23/11	501-/502	COMMERCIAL PLANT WHOLESALERS - PARTIAL/TREES	1,946.62	-	5,282,008.94
*	3110	AP	57894	11/29/11	1686	COMMERCIAL PLANT WHOLESALERS - BAL #1686 /TREES	1,297.75	-	5,283,306.69
*	3202	AP	59185	11/30/11	AMEX1111	AMERICAN EXPRESS - PLUMBING FIXTURES	7,076.01	-	5,290,382.70
*	3176	AP	58774	12/20/11	NOV	BANK OF AMERICA - TURF	1,300.85	-	5,291,683.55
*	3406	G	62550	12/31/11		RECLASSIFY GUEST SUPPLIES	100,000.00	-	5,391,683.55
*	3406	G	62551	12/31/11		RECLASSIFY CONST INTEREST	95,805.00	-	5,487,488.55

PROJECT COST - OXFORD CONFERENCE CENTER TOTAL: \$5,489,906.75 \$2,418.20 \$5,487,488.55

TOTAL OF LEDGER: \$5,489,906.75 \$2,418.20 \$5,487,488.55

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 5/10/2015

* indicates a batch in the History file (batches in a closed General Ledger year)

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GANESH INVESTMENTS, LLC
GL Account Ledger - Detail By Date Range (Current and History)
1/1/2010 through 12/31/2011

Batch	Journal	Entry #	Date	Job	Document	Description	Debits	Credits	Balance
153000.HAMEA.000						FURNITURE, FIXTURES, EQUIP			\$0.00
* 2674	AP	49544	05/10/11		DEPOSIT	BOSTON TRADE INT'L INC - FF & E DEPOSIT	\$50,000.00	\$-	50,000.00
* 2819	AP	52396	07/13/11		BAL	CENTRAL LAUNDRY - 2 Washers/3 Dryers & Install	19,535.52	-	69,535.52
* 2819	AP	52398	07/13/11		DN	CENTRAL LAUNDRY - Balance / Installation of W/D	19,535.53	-	89,071.05
* 3209	AP	59279	07/20/11		116758	BOSTON TRADE INT'L INC - FURNITURE & LAMPS	24,799.60	-	13,870.65
* 3216	AP	59365	07/20/11		116763-75	BOSTON TRADE INT'L INC - 116763	664.15	-	14,534.80
* 3216	AP	59366	07/20/11		116763-75	BOSTON TRADE INT'L INC - 116767	2,046.65	-	16,581.45
* 3216	AP	59367	07/20/11		116763-75	BOSTON TRADE INT'L INC - 116768	614.60	-	17,196.05
* 3216	AP	59368	07/20/11		116763-75	BOSTON TRADE INT'L INC - 116775	4,742.00	-	21,938.05
* 3133	AP	58175	07/20/11		2/116757	BOSTON TRADE INT'L INC - BAL OF INV# 116757	21,321.50	-	43,259.55
* 2819	AP	52400	07/25/11		0720	CHARLES REEVES - FF & E installation	18,246.68	-	61,506.23
* 2819	AP	52390	07/25/11		EXE	AMERICAN EXPRESS - 2004 PRECOR Exercise Equip	20,000.00	-	81,506.23
* 2819	AP	52392	07/25/11		EXEQ	BANK OF AMERICA - 2063 PRECOR Exercise Equip	19,186.78	-	200,693.01
* 3216	AP	59370	07/28/11		116784	BOSTON TRADE INT'L INC - 116784	22,715.00	-	223,408.01
* 3216	AP	59372	07/28/11		116808-27	BOSTON TRADE INT'L INC - 116808	1,303.18	-	224,711.19
* 3216	AP	59373	07/28/11		116808-27	BOSTON TRADE INT'L INC - 116810	815.80	-	225,526.99
* 3216	AP	59374	07/28/11		116808-27	BOSTON TRADE INT'L INC - 116827	89.51	-	225,616.50
* 3216	AP	59376	07/29/11		116836	BOSTON TRADE INT'L INC - 116836	29,607.40	-	255,223.90
* 3216	AP	59378	07/29/11		116838-40	BOSTON TRADE INT'L INC - 116838	1,466.90	-	256,690.80
* 3216	AP	59379	07/29/11		116838-40	BOSTON TRADE INT'L INC - 116839	6,284.48	-	262,975.28
* 3216	AP	59380	07/29/11		116838-40	BOSTON TRADE INT'L INC - 116840	1,122.80	-	264,098.08
* 3216	AP	59382	07/29/11		116851-78	BOSTON TRADE INT'L INC - 116851	382.94	-	264,481.02
* 3216	AP	59383	07/29/11		116851-78	BOSTON TRADE INT'L INC - 116853	161.85	-	264,642.87
* 3216	AP	59384	07/29/11		116851-78	BOSTON TRADE INT'L INC - 116878	10,350.10	-	274,992.97
* 2819	AP	52414	07/29/11		NUKOH	NUKO, INC - 89 LED Samsung TV's	61,569.00	-	336,561.97
* 2937	AP	54675	08/01/11		SERTA-1	AMERICAN EXPRESS - 3727 103576 24000 100 SERTA MA	19,099.50	-	355,661.47
* 2841	AP	52789	08/02/11		337801	HOTEL & RESTAURANT SUPPLY, INC - 2 Refrigerators/1 Freezer	11,887.70	-	367,549.17
* 2937	AP	54677	08/02/11		SERTA-2	AMERICAN EXPRESS - 3727 103576 24000 100 SERTA MA	19,099.50	-	386,648.67
* 2937	AP	54679	08/03/11		SETRTA-3	AMERICAN EXPRESS - 3727 103576 24000 88 SERTA MAT	18,511.59	-	405,160.26
* 2841	AP	52780	08/10/11		INSTALL	BOSTON TRADE INT'L INC - FF & E- Down	50,000.00	-	455,160.26
* 2846	AP	52888	08/12/11		SIGNAGE	BANK OF AMERICA - 2063 VPC Hotel Signs	9,215.50	-	464,375.76
* 2846	AP	52889	08/12/11		SIGNAGE	BANK OF AMERICA - 2063 VPC Hotel Signs	6,250.00	-	470,625.76
* 2846	AP	52881	08/15/11		081511	AMERICAN EXPRESS - 33002 Serta Bed Frames	3,044.87	-	473,670.63
* 2846	AP	52882	08/15/11		081511	AMERICAN EXPRESS - Mirror & Towel rack/ExerciseRM	3,932.00	-	477,602.63
* 2846	AP	52883	08/15/11		081511	AMERICAN EXPRESS - Moffat Convection Oven & Stand	2,020.00	-	479,622.63
* 2846	AP	52886	08/17/11		0817	AMERICAN EXPRESS - PUZZEL TILE-EX ROOM	5,477.76	-	485,100.39
* 3217	AP	59386	08/19/11		116892-904	BOSTON TRADE INT'L INC - 116892	934.80	-	486,035.19
* 3217	AP	59387	08/19/11		116892-904	BOSTON TRADE INT'L INC - 116894	399.94	-	486,435.13
* 3217	AP	59388	08/19/11		116892-904	BOSTON TRADE INT'L INC - 116896	799.72	-	487,234.85
* 3217	AP	59389	08/19/11		116892-904	BOSTON TRADE INT'L INC - 116900	1,326.78	-	488,561.63
* 3217	AP	59390	08/19/11		116892-904	BOSTON TRADE INT'L INC - 116904	2,047.55	-	490,609.18
* 2907	AP	54146	08/19/11		1266798	HILTON HOTEL CORP - 02022274 1266798 ON Q HARDWAR	503.39	-	491,112.57

MINUTE BOOK NO. 63, CITY OF OXFORD

DEMENT-MERIDIAN 6/1/2006

* indicates a batch in the History file (batches in a closed General Ledger year)

1/1/2010 through 12/31/2011

Batch	Journal	Entry #	Date	Job	Document	Description	Debits	Credits	Balance
153000.HAMEA.000			FURNITURE, FIXTURES, EQUIP (CONTINUED)						
* 2907	AP	54147	08/19/11		1266798	HILTON HOTEL CORP - 02022274 1264355 ON Q SOFTWARE	\$30,672.51	\$-	\$521,785.08
* 2869	AP	53504	08/23/11		269641	CITY AUTO SALES, INC - 08 FORD E 150 VAN	11,500.00	-	533,285.08
* 3217	AP	59392	08/24/11		116933	BOSTON TRADE INT'L INC - 116933	36,176.84	-	569,461.92
* 3217	AP	59394	08/24/11		116934	BOSTON TRADE INT'L INC - 116934	39,771.76	-	609,233.68
* 3217	AP	59396	08/24/11		116940-55	BOSTON TRADE INT'L INC - 116940	2,170.70	-	611,404.38
* 3217	AP	59397	08/24/11		116940-55	BOSTON TRADE INT'L INC - 116942	2,731.66	-	614,136.04
* 3217	AP	59398	08/24/11		116940-55	BOSTON TRADE INT'L INC - 116946	5,000.00	-	619,136.04
* 3217	AP	59399	08/24/11		116940-55	BOSTON TRADE INT'L INC - 116948	51.56	-	619,187.60
* 3217	AP	59401	08/30/11		116955	BOSTON TRADE INT'L INC - 116955	31,999.80	-	651,187.40
* 3217	AP	59403	08/30/11		116965	BOSTON TRADE INT'L INC - 116965	10,338.12	-	661,525.52
* 3217	AP	59405	08/30/11		116969	BOSTON TRADE INT'L INC - 116969	6,506.19	-	668,031.71
* 2873	AP	53566	08/30/11		208HIOX	CHARLES REEVES - FF & E Installation	28,171.24	-	696,202.95
* 2873	AP	53568	08/30/11		525102	HILTON SUPPLY MANAGEMENT - 525102 5 Ice Machines	21,135.62	-	717,338.57
* 2907	AP	54143	08/31/11		2658AUG11	DISCOVER - 20 BOARD/OFFICE CHAIRS	2,180.85	-	719,519.42
* 2907	AP	54144	08/31/11		2658AUG11	DISCOVER - 111 CONFERENCE ROOM CHAIRS	2,693.70	-	722,213.12
* 2907	AP	54137	08/31/11		6604AUG11	BANK OF AMERICA - 6604 COMPUTER SOFTWARE	5,136.01	-	727,349.13
* 2997	AP	55812	09/01/11		ML	CITICARD - 32 CONFERENCE TABLES	6,245.51	-	733,594.64
* 2970	AP	55317	09/15/11		10223679	IBM CORPORATION - WORK ORDER 10223679 - SOFTWARE	2,013.59	-	735,608.23
* 2982	AP	55487	09/16/11		6109	AT&T - TELE EQUIP & INSTALLATION	27,555.17	-	763,163.40
* 3012	AP	56077	09/16/11		SIGNBAL	BANK OF AMERICA - 5466 3210 1224 5458 VPC IMAGE	9,215.50	-	772,378.90
* 3012	AP	56073	09/19/11		90000722	AT & T WI-FI SERVICES - 90000722 ATT WIFI SYSTEM	1,926.00	-	774,304.90
* 2938	AP	54666	09/22/11		SEPTAMEX	AMERICAN EXPRESS - WHIRLPOOL REF/FREEZER	754.35	-	775,059.25
* 2938	AP	54667	09/22/11		SEPTAMEX	AMERICAN EXPRESS - SNACK MCH / DRINK MCH	8,596.38	-	783,655.63
* 2938	AP	54668	09/22/11		SEPTAMEX	AMERICAN EXPRESS - 4 LUGGAGE CARTS	1,231.06	-	784,886.69
* 2950	AP	54919	09/28/11		083111	SUNRISE ENTERPRISES - 200 PHONES/EQUIP/CABLE/PBX SYS	15,000.00	-	799,886.69
* 3111	AP	57904	09/28/11		BAL	SUNRISE ENTERPRISES - Balance Inv# 1261Teles/PBX/ Ca	14,750.00	-	814,636.69
* 3012	AP	56063	09/30/11		0911AMEX	AMERICAN EXPRESS - CONFERENCE TABLES-BALANCE	4,000.00	-	818,636.69
* 2997	AP	55800	09/30/11		SEPT11BA	BANK OF AMERICA - BAL VISUAL PROD/SIGNS	6,250.00	-	824,886.69
* 2997	AP	55792	09/30/11		XTR	AMERICAN EXPRESS - 3727 103576 24000 BAL OF SERTA	2,955.81	-	827,842.50
* 2983	AP	55489	10/11/11		116756	BOSTON TRADE INT'L INC - 116756	25,000.00	-	852,842.50
* 3013	AP	56081	10/21/11		116756/3	BOSTON TRADE INT'L INC - 116756 partial pymt	25,000.00	-	877,842.50
* 3051	G	56631	10/31/11			PRECOR - REFUND	-	118.29	877,724.21
* 3051	G	56632	10/31/11			VISUAL PROD - REFUND(SIGN)	-	1,048.04	876,676.17
* 3099	AP	57527	10/31/11		OCTAMX	AMERICAN EXPRESS - DRAPERY SHEERS	250.47	-	876,926.64
* 3099	AP	57528	10/31/11		OCTAMX	AMERICAN EXPRESS - MUSIC SYSTEM	3,997.01	-	880,923.65
* 3052	AP	56643	11/02/11		1442-1	AUDIO CENTRAL - 81442 PARTIAL,81443,81444,	13,960.77	-	894,884.42
* 3061	AP	56758	11/09/11		116756P	BOSTON TRADE INT'L INC - 116756 PARTIAL PYMT	25,000.00	-	919,884.42
* 3097	AP	57554	11/22/11		PATIAL	BOSTON TRADE INT'L INC - PARTIAL PYMT/ INV# 116757	5,542.00	-	925,426.42
* 3097	AP	57556	11/22/11		PYMT	BOSTON TRADE INT'L INC - BAL OF INV 16756	19,467.12	-	944,893.54

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

* indicates a batch in the History file (batches in a closed General Ledger year)

4/11/12
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GANESH INVESTMENTS, LLC
GL Account Ledger - Detail By Dale Range (Current and History)
1/1/2010 through 12/31/2011

Batch	Journal	Entry #	Date	Job	Document	Description	Debits	Credits	Balance
153000.HAMEA.000			FURNITURE, FIXTURES, EQUIP (CONTINUED)						
*	3110	AP	57892	11/23/11	BAL	AUDIO CENTRAL - BALANCE OF AUDIO SYSTEM	\$10,000.00	\$-	\$954,893.54
*	3202	AP	59186	11/30/11	AMEX1111	AMERICAN EXPRESS - SMOKING POST	727.41	-	\$955,620.95
FURNITURE, FIXTURES, EQUIP TOTAL:							\$956,787.28	\$1,166.33	\$955,620.95
TOTAL OF LEDGER:							\$956,787.28	\$1,166.33	\$955,620.95

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

* indicates a batch in the History file (batches in a closed General Ledger year)

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

ORDINANCE 2012-2:

It was moved by Alderman Howell, seconded by Alderman Antonow to adopt Ordinance 2012-2, "AN ORDINANCE AMENDING THE REZONING ORDINANCE ESTABLISHING A PUD OVERLAY DISTRICT FOR CERTAIN PROPERTY LOCATED ON OLD TAYLOR ROAD WEST OF THE MARKS CONDOMINIUMS" Said Ordinance is recorded in Book 8 of the City of Oxford Code of Ordinances. The vote was as follows:

Voting Aye – Bailey, Oliver, Howell, Antonow, Taylor and Williams

Voting No- Morgan

Mayor Patterson declared the motion carried.

**AN ORDINANCE AMENDING THE REZONING ORDINANCE ESTABLISHING A PUD
OVERLAY DISTRICT FOR CERTAIN PROPERTY LOCATED ON OLD TAYLOR ROAD
WEST OF THE MARKS CONDOMINIUMS**

BE IT ORDAINED BY THE MAYOR AND BOARD OF ALDERMEN OF THE CITY OF OXFORD, MISSISSIPPI:

WHEREAS on April 17, 2012, the Board of Aldermen found that a change in the land use character of the area has occurred and that there was need for additional multi-family and neighborhood commercial property in the area to justify rezoning the subject property from CE to PUD with the condition that approval is only for an attached site plan (Zoning Case #1627). The subject property is more particularly described below:

Part of the Southeast Quarter and the Northeast Quarter of Section 31, Township 8 South, Range 3 West, Lafayette County, Mississippi, being 29.965 acres, more or less, and more particularly described as follows:

Beginning at a 1/2-inch steel tube on the westerly right-of-way line of Old Taylor Road (50.0 feet wide) 1,546.41 feet north and 948.17 feet west of a 1-inch iron pipe found and commonly accepted as the southeast corner of the southeast quarter of said Section 31; thence run North 80°43' 47" West a distance of 1,470.08 feet to a 1/2-inch steel tube on the easterly right-of-way line of the Illinois Central Railroad (100-feet wide); thence run northeasterly along a 5641.73-foot radius curve to the left, having a Chord Bearing and Chord Distance of North 34°34'10" East and 774.46 feet, a distance of 775.07 feet along said easterly right of way line to a 1/2-inch iron bar at a fence corner at the southwest corner of the Braxton Comer property; thence run South 89°55'27" East a distance of 910.06 feet along the south line of said Comer property to a 1-inch iron pipe; thence run North 54° 49' 55" East a distance of 103.60 feet along said Comer south property line to a 1/2-inch steel tube; thence run North 55°52'55" East a distance of 313.50 feet along said Comer south property line to a 1/2-inch iron bar; thence run North 60°41'26" East a distance of 502.00 feet along said Comer south property line to a 1/2-inch iron bar; thence run North 30°30'18" East a distance of 282.29 feet along said Comer south property line to a 1/2-inch iron pipe on said Old Taylor Road westerly right-of-way line; thence run South 26°19'32" West a distance of 626.97 feet along said westerly right-of-way line to a point; thence run southwesterly along a 1,975.30 feet radius curve to the right, having a Chord Bearing and Chord Distance of South 27°04'16" West and 51.40 feet, a distance of 51.41 feet along said westerly right-of-way line to a point; thence run South 27°49'00" West a distance of 1,120.25 feet along said westerly right-of-way line to the Point of Beginning and containing 29.965 acres, more or less

WHEREAS on May 1, 2012 the Board of Aldermen considered an amendment to the ordinance establishing the PUD overlay district for the above described property to preclude occupancy of residential development until after January 1, 2014; and

WHEREAS, on May 15, 2012 a public hearing was held on the proposed amendment restricting residential occupancy until January 1, 2014 for the PUD overlay for the above described property.

NOW, THEREFORE, BE IT ORDAINED BY THE MAYOR AND BOARD OF ALDERMEN OF THE CITY OF OXFORD, MISSISSIPPI, AS FOLLOWS:

Section 1. That the Ordinance establishing the PUD for the above described property be amended to preclude occupancy of residential development until after January 1, 2014.

Section 2. That all ordinances, or parts of ordinances in conflict herewith, shall be, and the same are hereby repealed.

Section 3. That this ordinance shall take effect and be in force from and after the time required by Mississippi Code of 1972, as amended, provided, however, that such change or amendment made by this ordinance shall not become effective until such has been duly entered upon the Official Zoning Map of the City of Oxford, Mississippi.

The above Ordinance having been first reduced to writing and considered at a public meeting of the governing authorities of the City of Oxford, Mississippi, on motion of Alderman Howell seconded by Alderman Antonow and the roll being called, the same was adopted by the following vote:

Alderman Williams	voted AYE
Alderman Oliver	voted AYE

Alderman Antonow	voted AYE
Alderman Howell	voted AYE
Alderman Taylor	voted AYE
Alderman Bailey	voted AYE
Alderman Morgan	voted NO

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

APPROVED, this day the 15th of May, 2012

 GEORGE G. PATTERSON, MAYOR

 LISA D. CARWYLE, CITY CLERK

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

ORDINANCE 2012-3:

It was moved by Alderman Morgan, seconded by Alderman Williams to adopt Ordinance 2012-3, "AN ORDINANCE AMENDING THE BLACKBERRY HILLS PLANNED UNIT DEVELOPMENT (PUD) LOCATED ON MOLLY BARR ROAD WEST OF CHRISTMAN DRIVE". Said ordinance is recorded in Book 8 of the City of Oxford Code of Ordinances. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

MINUTE BOOK No. 63, CITY OF OXFORD

AN ORDINANCE AMENDING THE BLACKBERRY HILLS PLANNED UNIT

DEMENT-MERIDIAN 61-0226

DEVELOPMENT (PUD) LOCATED ON MOLLY BARR ROAD WEST OF CRISTMAN DRIVE

BE IT ORDAINED BY THE MAYOR AND BOARD OF ALDERMEN OF THE CITY OF OXFORD, MISSISSIPPI:

WHEREAS, on April 9, 2012, the Oxford Board of Adjustment in accordance with public notice, held a public hearing on a Special Exception request by Chance Properties to amend a portion the Blackberry Hills PUD (Case # 1634) The amended portion of the Blackberry Hills PUD is a 65 acre tract of land located on the north side of Molly Barr Road west of Cristman Drive more particularly described as the following:

All that certain real property, and all appurtenances thereto, lying situate in Lafayette County, Mississippi, particularly described as follows:

TRACT I: Commencing at a Cotton Picker Spindle (found) and recognized as being at the Northeast Corner of Section 16, Township 8 South, Range 3 West, Lafayette County, Mississippi, Chickasaw Meridian; thence run SOUTH for a distance of 674.85 feet to a point; thence run WEST for a distance of 1,333.92 feet to a ½" rebar(set) and the Point of Beginning; from said Point of Beginning, thence run South 53°44'44" East for a distance of 232.57 feet to a ½" rebar (set); thence run South 00°22'59" West for a distance of 84.33 feet to a ½" rebar (set); thence run South 06°52'10" East for a distance of 297.82 feet to a ½" rebar (set); thence run South 05°40'47" East for a distance of 174.28 feet to a ½" rebar (set); thence run South 85°23'00" East for a distance of 140.83 feet to a ½" rebar (found); thence run South 85°28'45" East for a distance of 36.22 feet to ½" rebar (set); thence run North 88°03'05" East for a distance of 54.51 feet to a ½" rebar (set) on the West right way of Christman Drive; thence run along said West right-of-way South 30°58'05" East for a distance of 92.12 feet to a ½" rebar (set); thence, leaving said right-of-way, run South 56°33'38" West for a distance of 109.34 feet to a ½" rebar (set); thence run South 22°33'20" East for a distance of 131.82 feet to a ½" rebar (set); thence run South 09°41'42" East for a distance of 89.82 feet to a ½" rebar (set); thence run South 01°07'26" East for a distance of 95.12 feet to a ½" rebar (set); thence run South 01°03'41" East for a distance of 100.71 feet to a ½" rebar (set); thence run South 00°20'48" East for a distance of 234.78 feet to a ½" rebar (set); thence run South 86°42'45" East for a distance of 114.01 feet to a ½" rebar (set); thence run South 83°40'02" East for a distance of 87.30 feet to a w rebar (set); thence run South 55°50'30" East for a distance of 51.31 feet to a ½" rebar (set); thence run across a ½" rebar (found) South 00°28'56" East for a distance of 542.06 feet to a ½" rebar (found); thence run South 89°22'27" West for a distance of 118.69 feet to a ½" rebar (set); thence run North 00°47'58" West for a distance of 69.15 feet to a ½" rebar (set); thence run North 56°06'24" West for a distance of 154.07 feet to a ½" rebar (set); thence run South 89°51'41" West for a distance of 560.95 feet to a ½" rebar (set); thence run South 00°47'07" East for a distance of 99.11 to a ½" rebar (set); thence run South 53°30'47" West for a distance of 84.47 feet to a ½" rebar (set); thence run South 47°08'26" West for a distance of 104.51 feet to a ½" rebar (set); thence run North 44°32'37" West for a distance of 1,084.11 feet to a ½" rebar (set); thence run North 32°42'21" East for a distance of 169.89 feet to a ½" rebar (set); thence run North 45°00'55" East for a distance of 73.38 feet to a ½" rebar (set); thence run North 68°12'33" East for a distance of 69.87 feet to a ½" rebar (set); thence run North 87°47'55" East for a distance of 84.40 feet to a ½" rebar (set); thence run South 74°29'01" East for a distance of 60.59 feet to a ½" rebar (set); thence run South 45°00'55" East for a distance of 96.31 feet to a ½" rebar (set); thence run North 48°35'29" East for a distance of 147.04 feet to a ½" rebar (set); thence run North 00°32'36" West for a distance of 684.08 feet to a ½" rebar (set); thence run North 39°44'28" West for a distance of 299.34 feet to a ½" rebar (set); thence run North 49°29'57" East for a distance of 173.25 feet to a ½" rebar (set); thence run South 55°11'23" East for a distance of 25.92 feet to a ½" rebar (set); thence run North 89°53'49" East for a distance of 397.89 feet to the Point of Beginning.

All lying situate and being in the Northeast (NE ¼) Quarter of Section 16, Township 8 South, Range 3 West, Lafayette County, Mississippi, Chickasaw Meridian and containing 40.01 acres, more or less.

TRACT II: Commencing at a Cotton Picker Spindle (found) and recognized as being at the Northeast Corner of Section 16, Township 8 South, Range 3 West, Lafayette County, Mississippi, Chickasaw Meridian; thence run SOUTH for a distance of 674.85 feet to a point; thence run WEST for a distance of 1,333.92 feet to a ½" rebar (set) and the Point of Beginning; from said Point of Beginning, thence run South 89°53'49" West for a distance of 397.89 feet to a ½" rebar (set); thence run North 55°11'23" West for a distance of 25.92 feet to a ½" rebar (set); thence run South 49°29'57" West for a distance of 173.25 feet to a ½" rebar (set); thence run North 50°58'13" West for a distance of 278.95 feet to a ½" rebar (set); thence run South 39°31'43" West for a distance of 285.83 feet to a ½" rebar (set); thence run North 50°15'55" West for a distance of 298.66 feet to ½" rebar (set); thence run North 39°25'47" East for a distance of 511.99 feet to a ½" rebar (set); thence run North 00°03'07" West for a distance of 241.49 feet to a ½" rebar (set); thence run South 89°44'38" East for a distance of 1,146.37 feet to a ½" rebar (set); thence run South 00°35'27" East for a distance of 436.39 feet to a ½" rebar (set); thence run North 83°00'32" East for a distance of 266.90 feet to a ½" rebar (set) on the West right-of-way of Christman Drive; thence run along said West right-of-way South 45°59'12" West for a distance of 127.84 feet to a ½" rebar (set); thence run along a curve to the right having a radius of 82.93 feet for a distance of 29.49 feet along

said curve, having a chord bearing of South 36°29'05" West and a chord length of 29.49 feet to a ½" rebar (set); thence, ~~run South 36°29'05" West for a distance of 29.49 feet to a ½" rebar (set); thence run South 58°55'10" West for a distance of 158.37 feet to the Point of Beginning.~~ **MINUTE BOOK No. 63, CITY OF OXFORD** CEMENT-MERIDIAN 61-226

All lying situate and being in the Northeast (NE ¼) Quarter Section 16, Township 8 South, Range 3 West, Lafayette County, Mississippi, Chickasaw Meridian and containing 20.89 acres, more or less.

All that certain real property, and all appurtenances thereto, lying situate in Lafayette County, Mississippi, particularly described as follows:

A 3.95 acre, more or less, fraction of the Northeast Quarter Section 16, Township 8 South, Range 3 West, Lafayette County, Mississippi, described in detail as follows:

Commencing at a Cotton Picker Spindle (found) and recognized as being at the Northeast Corner of Section 16, Township 8 South, Range 3 West, Lafayette County, Mississippi, Chickasaw Meridian; thence run South for a distance of 1,457.14 feet to a point; thence run West for a distance of 815.65 feet to a ½" rebar (set) on the West right-of-way line of Lafayette County Road known as Christman Drive (20 feet from centerline) and the Point of Beginning of this description.

From said Point of Beginning, run thence along said right-away as follows: South 30°58'05" East for a distance of 172.50 feet to a ½" rebar set; run thence along a curve to the right, having a radius of 179.58 feet, for a distance of 92.45 feet, said curve having a chord bearing of South 16°13'13" East and a chord length of 91.43 feet, to a ½" rebar set; run thence South 01°28'21" East for a distance of 127.02 feet to a ½" rebar set; run thence along a curve to the left having a radius of 390.58 feet, for a distance of 245.95 feet, said curve having a chord bearing of South 19°30'43" East and a chord length of 241.90 feet, to a ½" inch rebar set; run thence South 37°33'05" East for a distance of 55.89 feet to a ½" rebar set; run thence along a Curve to the left having a radius of 575.58 feet for a distance of 202.69 feet, said curve having a chord bearing of South 47°38'23" East and a chord length of 201.64 feet, to a ½" rebar set; run thence along a curve to the right having a radius of 30,182.61 feet for a distance at 113.88 feet, said curve having a chord bearing of South 56°56'46" East and a chord length of 113.88 feet, to a ½" rebar set; run thence along a curve to the right having a radius of 474.80 feet for a distance of 120.57 feet, said curve having a chord bearing of South 42°00'17" East and a chord length of 120.24 feet; run thence along a curve to the right having a radius of 5,005.12 feet for a distance of 106.08 feet, said curve having a chord bearing of South 34°48'44" East and a chord length of 106.08 feet; run thence, leaving said right-of-way, North 81°19'55" West for a distance of 312.13 feet to a ½" rebar set; run thence North 00°28'56" West for a distance of 132.42 feet to a ½" rebar set; run thence North 55°50'30" West for a distance of 161.31 feet to a ½" rebar set; run thence North 68°40'02" West for a distance of 87.30 feet to a ½" rebar set; run thence North 86°42'45" West for a distance of 114.01 feet to a ½" rebar set; run thence North 00°20'48" West for a distance of 234.78 feet to a ½" rebar set; run thence North 01°07'26" West for a distance of 95.12 feet to a ½" rebar set; run thence North 09°41'42" West for a distance of 89.82 feet to a ½" inch rebar set; run thence North 22°33'20" West for a distance of 131.82 feet to a ½" rebar set; run thence North 56°33'38" East for a distance of 109.34 feet to the Point of Beginning.

WHEREAS, on April 9, 2012, after hearing statements of the Petitioner, and considering the Petition's request to amend a portion of the Blackberry Hills PUD known as the Highlands and as depicted on the attached site plan, and information presented by the city planner, including objections thereto, if any, the Oxford Board of Adjustment found that the proposed use of the property would not adversely affect the public interest and approved a Special Exception to amend the Blackberry Hills PUD with the following conditions:

1. all improvements to Cristman Drive shall be completed as directed by the Director of Public Works and;
2. permits for the project shall be issued within 18 months from the date of final approval or the Special Exception is voided and;
3. commercial uses depicted on the presented conceptual site plan shall be limited to the uses permitted in the (NB) Neighborhood Business District and;
4. turn lanes shall be constructed at all points of access to the project from Molly Barr Road and;

WHEREAS, at the regular April 17, 2012 meeting of the Mayor and Board of Aldermen, the recommendations of the Oxford Board of Adjustment to amend the Blackberry Hills PUD as depicted on the attached site plan with conditions; and a public hearing and second reading of the proposed ordinance was held at the regular May 1, 2012 meeting of the Mayor and Board of Aldermen; and

WHEREAS, the third reading and extended public hearing of the proposed ordinance was held at the regular May 15, 2012 meeting of the Mayor and Board of Aldermen.

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PERM-MERIDIAN 61-0226

WHEREAS, after hearing statements of the Petitioner, and considering the Petition's request to amend a portion of the Blackberry Hills PUD as depicted on the attached site plan and information presented by the city planner, including objections thereto, if any, the Oxford Board of Aldermen found that the proposed use of the property would not adversely affect the public interest and approved a to amend the Blackberry Hills PUD with the following conditions:

1. all improvements to Cristman Drive shall be completed as directed by the Director of Public Works and;
2. permits for the project shall be issued within 18 months from the date of final approval or the Special Exception is voided and;
3. commercial uses depicted on the presented conceptual site plan shall be limited to the uses permitted in the (NB) Neighborhood Business District and;
4. turn lanes shall be constructed at all points of access to the project from Molly Barr Road.

NOW, THEREFORE, BE IT ORDAINED BY THE MAYOR AND BOARD OF ALDERMEN OF THE CITY OF OXFORD, MISSISSIPPI, AS FOLLOWS:

Section 1. That all ordinances, or parts of ordinances in conflict herewith, shall be, and the same are hereby repealed.

Section 2. That this ordinance shall take effect and be in force from and after the time required by Mississippi Code of 1972, as amended, provided, however, that such change or amendment made by this ordinance shall not become effective until such has been duly entered upon the Official Zoning Map of the City of Oxford, Mississippi.

The above Ordinance having been first reduced to writing and considered at a public meeting of the governing authorities of the City of Oxford, Mississippi, on motion of Alderman Morgan seconded by Alderman Williams and the roll being called, the same was adopted by the following vote:

Alderman Williams	voted	AYE
Alderman Oliver	voted	AYE
Alderman Antonow	voted	AYE
Alderman Howell	voted	AYE
Alderman Taylor	voted	AYE
Alderman Bailey	voted	AYE
Alderman Morgan	voted	AYE

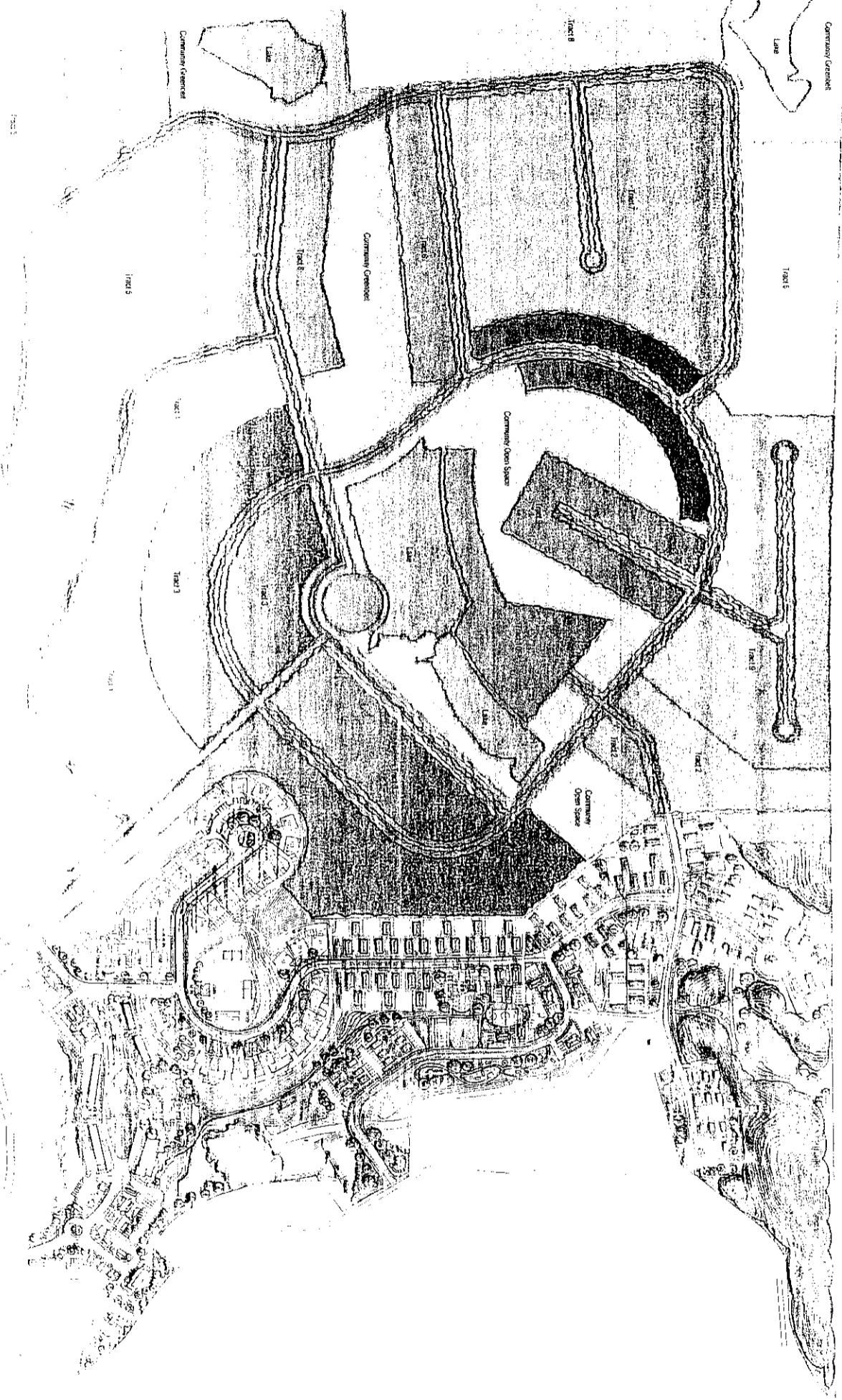
APPROVED, this day the 15th of May, 2012

GEORGE G. PATTERSON, MAYOR

LISA D. CARWYLE, CITY CLERK

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226



REVISION	DATE

Black Berry Hills
 A Planned Unit Development
 Molly Bar Road
 Oxford, Mississippi



WILLIAMS ENGINEERING CONSULTANTS, INC.
 Professional Engineers | Professional Land Surveyors

210 NORTH MAIN ST., EIGHTH FLOOR
 OXFORD, MISSISSIPPI 38653
 P.O. BOX 129

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

**BICYCLE FRIENDLY
COMMUNITY:**

Kate Kellum and Scott Rone came before the Mayor and Board of Aldermen to present the City of Oxford with the Bicycle Friendly Community national award.

**2012 OXFORD ENDURANCE
WEEKEND:**

It was moved by Alderman Howell, seconded by Alderman Taylor to authorize the 2012 Oxford Endurance Weekend. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

**STANDARD PARKING
CONTRACT:**

The Mayor discussed whether there was a need for a vote regarding the Standard Parking contract for downtown parking management services. Pope Mallette, counsel, stated they had been working with Standard Parking on the proposed contract and would continue to work with them.

CHANGE ORDER:

It was moved by Alderman Morgan, seconded by Alderman Taylor to authorize the change order for water distribution extension for Bell Utilities. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

MINUTE BOOK No. 63, CITY OF OXFORD Change Order

DEMENT-MERIDIAN 61-226

No. 4 & Final

Date of Issuance: May 3, 2012 Effective Date: May 15, 2012

Project:	Owner: <i>City of Oxford</i>	Owner's Contract No.:
Contract: <i>Water Distribution Extension for Bell Utilities Acquisition</i>		Date of Contract: <i>June 8, 2011</i>
Contractor: <i>Eubank Construction Co., Inc.</i>		Engineer's Project No.:

The Contract Documents are modified as follows upon execution of this Change Order:

Description:
Revise contract quantities (see attached sheet).

Attachments (list documents supporting change):
Recap sheet showing quantity additions and deletions with dollar amount totals.

CHANGE IN CONTRACT PRICE:	CHANGE IN CONTRACT TIMES:
Original Contract Price: \$ <u>1,164,715.00</u>	Original Contract Times: <input type="checkbox"/> Working days <input checked="" type="checkbox"/> Calendar days Substantial completion (date): <u>January 3, 2012</u> Ready for final payment (date): <u>January 13, 2012</u>
[<u>Increase</u>] [Decrease] from previously approved Change Orders No. <u>1</u> to No. <u>3</u> : \$ <u>19,488.40</u>	[<u>Increase</u>] [Decrease] from previously approved Change Orders No. <u>1</u> to No. <u>3</u> : Substantial completion (days): <u>78 days</u> Ready for final payment (days): <u>88 days</u>
Contract Price prior to this Change Order: \$ <u>1,184,203.40</u>	Contract Times prior to this Change Order: Substantial completion (date): <u>March 21, 2012</u> Ready for final payment (date): <u>March 31, 2012</u>
<u>Decrease</u> of this Change Order: \$ <u>(44,962.27)</u>	<u>Increase</u> / Decrease of this Change Order: Substantial completion (days): <u>40 days</u> Ready for final payment (days): <u>50 days</u>
Contract Price incorporating this Change Order: \$ <u>1,139,241.13</u>	Contract Times with all approved Change Orders: Substantial completion (date): <u>April 30, 2012</u> Ready for final payment (date): <u>May 1, 2012</u>

RECOMMENDED: By: <u><i>David Daniel</i></u> Engineer (Authorized Signature) Date: <u>5/3/12</u>	ACCEPTED: By: _____ Owner (Authorized Signature) Date: _____	ACCEPTED: By: <u><i>John Eubank</i></u> Contractor (Authorized Signature) Date: <u>5/8/12</u>
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MINUTE BOOK No. 63, CITY OF OXFORD

CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

WATER DISTRIBUTION EXTENSION
 FOR BELL UTILITIES ACQUISITION
 EUBANK CONSTRUCTION CO., INC.
 CHANGE ORDER NO. 4 & FINAL

Sheet CO4-a

ADDITIONS:

Pay Item	Description	QUANTITY	UNIT	UNIT PRICE	AMOUNT
37	Cap & Block 4" Main	1.0	EACH	\$500.00	\$500.00
50	4" Set Screw Retainer Glands	11.0	EACH	45.00	495.00
58	Seed Fertilize & Mulch	508.0	L.F.	1.00	508.00
62	Solid Bermuda Sod	1,450.0	S.Y.	3.00	4,350.00
*72	3 Way Fire Hydrant - Material Only	4.0	EACH	1,097.92	4,391.68
*73	Concrete Drive Repair	65.0	S.F.	15.00	975.00
Subtotal - Additions					\$11,219.68

* Asterisk indicates new pay item

DELETIONS:

Pay Item	Description	QUANTITY	UNIT	UNIT PRICE	AMOUNT
1	12" Ductile Iron Pipe, Cl. 350	866.0	L.F.	\$34.00	\$29,444.00
4	4" Ductile Iron Pipe, Cl. 350	40.0	L.F.	20.00	800.00
25	3 Way Fire Hydrant Assembly	5.0	EACH	3,400.00	17,000.00
49	6" Set Screw Retainer Glands	50.0	EACH	50.00	2,500.00
52	Ductile Iron Fittings	1,775.0	LBS	3.50	6,212.50
53	Tracer Wire	1,503.0	L.F.	0.15	225.45
Subtotal - Deletions					\$56,181.95

NET DECREASE IN CONTRACT AMOUNT

-\$44,962.27

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DEMENT-MERIDIAN 61-226

**WEST SPRING HILL
TRANSFER:**

It was moved by Alderman Antonow, seconded by Alderman Taylor to authorize the transfer of West Spring Hill and authorize Mayor Patterson and Clerk to execute necessary documents. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

**SLUDGE FROM WASTEWATER
TREATMENT PLANT:**

It was moved by Alderman Morgan, seconded by Alderman Bailey to accept the low bid from Sludge Technology, Inc. in the amount of \$525,000.00 for the BioSolids Land Application for sludge from WasteWater Treatment Plant. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

BID TABULATION

W.L. BURLE, ENGINEERS, P.A.
 P.O. BOX 1084
 OXFORD, MISSISSIPPI 38655-1084

**CITY OF OXFORD
 BIOSOLIDS LAND FARMING PROJECT
 OXFORD, MISSISSIPPI**

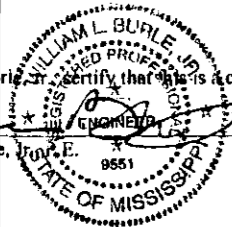
DATE: May 10, 2012
 TIME: 3:00 P.M. (CST)
 PLACE: Oxford City Hall
 Oxford, MS

CONTRACT NO.	PAY ITEM	ESTIMATED QUANTITY	BIDDERS					
			Sludge Technology, Inc. 8101 West 33 rd Street South Muskogee, OK 74401		Synagro-WWT, Inc. 1800 Bering Drive, Ste. 1000 Houston, TX 77057		Terra Renewal, LLC 1100 E. Campbell Road, Ste 220 Richardson, TX 75081	
			UNIT PRICE	AMOUNT	UNIT PRICE	AMOUNT	UNIT PRICE	AMOUNT
	Biosolid Subsurface Injection Program	2,500 Dry Tons	\$200.00	\$500,000.00	\$293.00	\$732,500.00	\$305.75	\$764,375.00
	Lime Soil Treatment	500 Tons	\$50.00	\$25,000.00	\$36.95	\$18,475.00	\$54.77	\$27,385.00
TOTAL - CONTRACT NO. 1 & NO. 2				\$525,000.00		\$750,975.00		\$791,760.00



I, William L. Burle, Jr., certify that this is a correct tabulation of all bids received for the Project on the date stated above.

William L. Burle, Jr.



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DEMENT-MERIDIAN 61-226

**STREET NAMES FOR
2007 ANNEXATION:**

It was moved by Alderman Williams, seconded by Alderman Antonow to adopt the following street names related to the 2007 annexation. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

PROPOSED STREET NAME CHANGES

<i>County Road 356</i>	<i>Off of Old Taylor Rd.</i>	<i>Kay Towery Rd.</i>
<i>County Road 300</i>	<i>Off of Old Taylor Rd.</i>	<i>Brown's Chapel Rd.</i>
<i>County Road 303</i>		<i>Old Taylor Rd.</i>
<i>County Road 322</i>	<i>Off of S. Lamar</i>	<i>Shackelford Rd.</i>
<i>County Road 305</i>	<i>Street Behind Waller Funeral Home</i>	<i>Hollowell Loop</i>
<i>County Road 301</i>		<i>S. Lamar Blvd.</i>
<i>Proposing to change to S. Lamar all the way to Hwy 7. The county has verbally agreed to this change.</i>		

AMENDMENT:

It was moved by Alderman Taylor, seconded by Alderman Williams to authorize the amendment of the OPC budget for an ADA parking pad and walkway at Price Hill Park in the amount of \$6,000.00. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

SHORT TERM NOTE:

It was moved by Alderman Bailey, seconded by Alderman Antonow to adopt the following resolution authorizing the refinance of a short term note. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

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There can be no consideration of the matter of refunding a general obligation note of the City of Oxford, Mississippi and, after a discussion of the subject matter, Alderman Bailey offered and moved the adoption of the following resolution:

RESOLUTION OF THE MAYOR AND BOARD OF ALDERMEN OF THE CITY OF OXFORD, MISSISSIPPI DIRECTING THE ISSUANCE OF A NOT TO EXCEED TWO HUNDRED ELEVEN THOUSAND DOLLAR (\$211,000) GENERAL OBLIGATION REFUNDING NOTE, SERIES 2012 OF THE CITY OF OXFORD, MISSISSIPPI FOR THE PURPOSE OF REFUNDING THAT CERTAIN \$675,000 (ORIGINAL PRINCIPAL AMOUNT) GENERAL OBLIGATION NOTE, SERIES 2008 OF THE CITY OF OXFORD, MISSISSIPPI; PRESCRIBING THE FORM AND DETAILS OF SAID NOTE; PROVIDING CERTAIN COVENANTS OF THE CITY OF OXFORD, MISSISSIPPI IN CONNECTION WITH SAID NOTE AND DIRECTING THE PREPARATION, EXECUTION AND DELIVERY THEREOF; APPROVING THE FORM OF AND THE EXECUTION AND DELIVERY OF A PRIVATE PLACEMENT AGREEMENT IN CONNECTION WITH THE SALE OF SAID NOTE; AND FOR RELATED PURPOSES.

WHEREAS, the Mayor and Board of Aldermen of the City of Oxford, Mississippi (the "Governing Body"), acting for and on behalf of the City of Oxford, Mississippi (the "City") are authorized by Sections 31-15-1 *et seq.*, Mississippi Code of 1972, as amended (the "Refunding Act"), to issue general obligation refunding bonds or notes of the City for the purpose of refinancing certain outstanding prior obligations of the City; and

WHEREAS, pursuant to Sections 17-21-51 through 17-21-55, Mississippi Code of 1972, as amended, and Sections 21-33-301 *et seq.*, Mississippi Code of 1972, as amended, the Governing Body, acting for and on behalf of the City, did heretofore issue a \$675,000 (original principal amount) General Obligation Note, Series 2008 of the City (the "Prior Note") for the purpose of preparing and equipping athletic fields and purchasing machinery and equipment which has an expected useful life in excess of ten (10) years, including motor vehicles weighing in excess of twelve thousand (12,000) pounds; and

WHEREAS, the City is desirous of refunding the outstanding Prior Note for interest rate savings; and

WHEREAS, it has been determined that the outstanding Prior Note is eligible for refunding under the Refunding Act; and

WHEREAS, pursuant to the Refunding Act, the Prior Note can be legally or economically defeased; and

WHEREAS, the Refunding Act authorizes such refunding note to be secured by a pledge of the same source of security as the Prior Note; and

WHEREAS, the Refunding Act authorizes the Governing Body, among other things, to provide for the terms and details of such refunding note, to sell such refunding note at public or

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private sale (which sale shall be on such terms and in such manner as the Governing Body shall determine to be in the City's best interest), to make arrangements for the retirement of the Prior Note and to make all other arrangements relating to such refunding note; and

WHEREAS, the Governing Body has determined that the sale of such refunding note through private sale will provide the Governing Body with the greatest degree of flexibility in the marketing of such refunding note and will ensure the most favorable long term interest rates and will thereby maximize the interest savings for the City; and

WHEREAS, such refunding note will be sold to Regions Bank (the "Purchaser") pursuant to the terms and provisions of a Private Placement Agreement, to be dated as of the date of the sale of such refunding note (the "Private Placement Agreement"), by and between the Purchaser and the City; and

WHEREAS, it appears that the Private Placement Agreement, which is now before the Governing Body, is in appropriate form and is an appropriate document for the purposes identified; and

WHEREAS, all conditions, acts and things required by the Refunding Act and the Constitution and laws of the State of Mississippi (the "State") to have existed, to have happened and to have been performed precedent to and in connection with the adoption of this resolution, the sale and issuance of such refunding note and the execution and delivery of the Private Placement Agreement have happened and have been performed in regular and due time, form and manner as required by law; and

WHEREAS, it is proposed that the Governing Body should take all such additional actions, authorize the execution of such documents and certificates and authorize such other actions and proceedings as shall be necessary in connection with the sale and issuance of such refunding note; and

WHEREAS, the issuance of such refunding note does not exceed any statutory or constitutional limitation upon indebtedness which may be incurred by the City.

NOW, THEREFORE, BE IT RESOLVED BY THE MAYOR AND BOARD OF ALDERMEN OF THE CITY, ACTING FOR AND ON BEHALF OF THE CITY, AS FOLLOWS:

SECTION 1. This resolution is adopted pursuant to the Refunding Act and the Constitution and laws of the State and all recitations hereinabove made are found and adjudicated to be true and correct.

SECTION 2. Proceeding under the authority of the Refunding Act, there shall be and there is hereby authorized and directed to be issued a General Obligation Refunding Note, Series 2012 of the City in the aggregate principal amount of Two Hundred Eleven Thousand Dollars (\$211,000) (the "Note"). In consideration of the purchase and acceptance of the Note, this resolution shall constitute a contract between the City and the registered holder from time to time of the Note. Pursuant to the Refunding Act, the Note shall be a general obligation of the City, and the full faith, credit and resources of the City are hereby irrevocably pledged for the payment

of the principal and interest on the Note for the purposes of effectuating and providing for the payment of the principal of and interest on the Note, as the same shall mature and accrue, there shall be and is hereby levied a direct, continuing special ad valorem 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 and the interest on the Note. Said tax shall be extended upon the tax rolls and collected in the same manner and at the same time as other taxes of the 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 rate or amount. The avails of said tax are hereby irrevocably pledged for the payment of the principal of and interest on the Note as the same shall respectively mature and accrue. Should there be a failure in any year to comply with the requirements of this Section 2, such failure shall not impair the right of the registered holder of the Note in any subsequent year to have adequate taxes levied and collected to meet the obligations of the Note, both as to principal and interest.

SECTION 3. The Governing Body hereby finds and determines that (a) the Refunding Act provides that the Note may be secured by a pledge of the same source of security as the Prior Note; (b) the net proceeds of the Note shall be applied to the refunding and redemption of the Prior Note; (c) the Note shall not be issued unless all of the requirements of the Refunding Act and other applicable laws of the State are met, including without limitation, the requirement that the interest rate on the Note does not exceed six percent (6%) per annum; (d) pursuant to the Refunding Act and the resolution of the Governing Body under which the Prior Note was issued, the Note shall be a general obligation of the City for which the full faith, credit and resources of the City are pledged for the payment of the principal of and interest on the Note; (e) the aggregate principal amount of the Note shall not exceed Two Hundred Eleven Thousand Dollars (\$211,000); and (f) the Note shall mature no later than two (2) years from its date of issuance.

SECTION 4. The Note will be dated and bear interest from the date of its delivery; will be delivered in the denomination of \$211,000; will be numbered R-1; will be issued in registered form; and will bear interest at the rate of 1.55% per annum, payable on the dates provided in the Private Placement Agreement. Interest will be payable by check or draft of Regions Bank, Oxford, Mississippi (the "Paying and Transfer Agent") made payable to the registered holder of the Note as of the close of business on the date which shall be the fifteenth (15th) day (whether or not a business day) preceding such interest payment date and named in and mailed to the address appearing on the registration books of the City kept and maintained by the Paying and Transfer Agent (the "Registration Books"). Interest on the Note will be computed on the basis of a 360-day year of twelve (12) thirty (30) day months. Principal of the Note will be payable at the principal corporate trust office of the Paying and Transfer Agent on the dates and in the principal amounts provided in the Private Placement Agreement.

SECTION 5. The Mayor of the City (the "Mayor"), acting for and on behalf of the City, is hereby authorized and directed to negotiate with the Purchaser for the sale of the Note and to make the final decisions regarding the aggregate principal amount of the Note, and to make all final determinations necessary to structure the Note.

SECTION 6. The Note will not be subject to redemption prior to maturity thereof.

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~~SECTION 7. The Note shall be sold to the Purchaser pursuant to the terms and~~
 provisions of the Private Placement Agreement in substantially the form attached hereto as Exhibit A. The Private Placement Agreement in substantially such form is hereby approved in all respects, subject to the provisions of Sections 3 and 4 hereof. The Mayor is hereby authorized and directed to execute and deliver the Private Placement Agreement for and on behalf of and in the name of the City, with such changes, omissions, insertions and revisions, as may be approved by the Mayor, said execution being conclusive evidence of such approval.

SECTION 8. Pursuant to the authority granted by the Refunding Act and the Registered Bond Act, being Sections 31-21-1 *et seq.*, Mississippi Code of 1972, as amended (the "Registered Bond Act"), the Note shall be executed by the manual signature of the Mayor and the official seal of the City shall be affixed or otherwise reproduced thereon, attested by the Clerk of the City (the "Clerk"), and the Note shall be authenticated by the Paying and Transfer Agent. The Paying and Transfer Agent shall authenticate the Note by executing the Certificate of Registration and Authentication thereon and the Note shall not be valid or become obligatory for any purpose until such certificate shall have been duly executed by the Paying and Transfer Agent. Such certificate, when duly executed on behalf of the City, shall be conclusive evidence that the Note so authenticated has been duly authenticated and delivered. The Note shall be delivered to the Purchaser upon payment of the purchase price therefor in accordance with the terms and conditions of their sale and award and this resolution. Prior to or simultaneously with the delivery by the Paying and Transfer Agent of the Note, the City shall file with the Paying and Transfer Agent: (a) a copy, certified by the Clerk, of the transcript of proceedings of the Governing Body in connection with the authorization, sale and issuance of the Note; and (b) an authorization to the Paying and Transfer Agent, signed by the Mayor, to authenticate and deliver the Note to the Purchaser. At delivery, the Paying and Transfer Agent shall authenticate the Note and deliver it to the Purchaser upon payment of the purchase price of the Note to the City in accordance with this resolution. When the Note shall have been executed as herein provided, it shall be registered as an obligation of the City in a book maintained for that purpose, and the Clerk shall cause to be imprinted upon the Note, over his signature and seal, his certificate in substantially the form set out in Section 9 hereof.

SECTION 9. The form of the Note, the certificates to appear on the Note and the Certificate of Registration and Authentication shall be in substantially the following forms and the Mayor and the Clerk be and are hereby authorized and directed to make such changes, insertions and omissions therein as may in their opinions be required:

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DEMENT-MERIDIAN 61-0226

**THE SALE, ASSIGNMENT, REPLACEMENT OR TRANSFER
OF THIS NOTE IS SUBJECT TO THE RESTRICTIONS IMPOSED
THEREON BY THE WITHIN MENTIONED RESOLUTION**

Registered

No. R-1

\$211,000

**UNITED STATES OF AMERICA
CITY OF OXFORD, MISSISSIPPI
GENERAL OBLIGATION REFUNDING NOTE,
SERIES 2012**

The City of Oxford, Mississippi (the "City") for value received, hereby promises to pay to Regions Bank, as registered holder hereof, or its legal representatives or registered assigns as hereinafter provided (the "Registered Holder") at the times and in the amount set forth below, the principal sum of

TWO HUNDRED ELEVEN THOUSAND DOLLARS

in any coin or currency of the United States of America which, on the date of payment thereof is legal tender for the payment of public and private debts, and to pay in like coin or currency, interest thereon from and including the date hereof at the rate of 1.55% per annum payable on December 1, commencing December 1, 2012. Interest will be payable by check or draft of Regions Bank, Oxford, Mississippi (the "Paying and Transfer Agent") made payable to the Registered Holder of this Note as of the close of business on the date which shall be the fifteenth (15th) day (whether or not a business day) preceding such interest payment date and named in and mailed to the address appearing on the registration books of the City held and maintained by the Paying and Transfer Agent. Interest on this Note will be computed on the basis of a 360-day year consisting of twelve (12) thirty (30) day months. Principal of the Note will be payable at the principal corporate trust office of the Paying and Transfer Agent on December 1, 2012 and December 1, 2013.

This Note is issued pursuant to the authority of and in full compliance with Sections 31-15-1 *et seq.*, Mississippi Code of 1972, as amended (the "Act") and a resolution duly adopted by the Mayor and Board of Aldermen of the City on May 15, 2012 (the "Resolution"). This Note is subject to all terms and conditions of the Resolution. Terms not otherwise defined herein shall have the same meanings ascribed to them in the Resolution.

This Note is issued to refund the outstanding amount of the City's \$675,000 (original principal amount) General Obligation Note, Series 2012.

This Note shall be a general obligation of the City and shall be secured by a pledge of the full faith, credit and resources of the City.

This Note will not be subject to redemption prior to its maturity.

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~~If the date for payment of the principal of or interest on this Note shall be a Saturday,~~

Sunday, legal holiday or a day on which banking institutions in the City are authorized by law or executive order to close, then the date for such payment shall be the next succeeding day which is not a Saturday, Sunday, legal holiday or a day on which such banking institutions are authorized to close, and payment on such day shall have the same force and effect as if made on the normal day of payment.

This Note may be transferred or exchanged by the Registered Holder hereof in person or by his attorney duly authorized in writing at the principal office of the Paying and Transfer Agent, but only in the manner, subject to the limitations in the Resolution, and upon surrender and cancellation of this Note. Upon such transfer or exchange, a new note of like amount, tenor and maturity will be issued.

The City and the Paying and Transfer Agent may deem and treat the Registered Holder 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 and Transfer Agent shall be affected by any notice to the contrary.

It is hereby certified and recited that all acts, conditions and things required to exist, to happen, and to be performed precedent to and in the issuance of this Note exist, have happened and have been performed in regular and due form and time as required by the laws and the provisions of the Constitution of the State of Mississippi applicable thereto, and that the issuance of this Note does not violate any constitutional or statutory limitation or provision.

This Note shall bind the City and its successors and assigns, and the benefits hereof shall inure to the Registered Holder hereof and its successors and assigns.

IN WITNESS WHEREOF, the City of Oxford, Mississippi has issued this Note and has caused the same to be executed by the Mayor of the City and attested by the City Clerk of the City and its seal to be impressed hereon, all as of the ____ day of May, 2012.

(SEAL)

CITY OF OXFORD, MISSISSIPPI

By _____
Mayor

ATTEST:

City Clerk

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DEMENT-MERIDIAN 61-0226

This is the Note described in the within mentioned Resolution of the Mayor and Board of Aldermen of the City of Oxford, Mississippi.

REGIONS BANK, as Paying and Transfer Agent

By _____
Authorized Signatory

Date of Registration and Authentication: _____

REGISTRATION CERTIFICATE

**STATE OF MISSISSIPPI
COUNTY OF LAFAYETTE**

I, the undersigned City Clerk of the City of Oxford, Mississippi, do hereby certify that the within Note has been registered as an obligation of said City pursuant to law in a record kept in my office for that purpose.

(SEAL)

City Clerk of the City of Oxford,
Mississippi

ASSIGNMENT

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

(Name and Address of Assignee)

the within Note and does hereby irrevocably constitute and appoint _____ as registrar and transfer agent to transfer the within Note on the records kept for registration thereof with full power of substitution in the premises.

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DEMENT-MERIDIAN 61-226

Signature guaranteed: _____

(Bank, Trust Company or Paying Agent)_____
(Authorized Officer)

Date of Assignment: _____

Insert Social Security Number or other Tax
Identification Number of Assignee

NOTICE: The signature to this Assignment must correspond with the name of the registered holder as it appears upon the face of the within Note in every particular, without any alteration whatever, and must be guaranteed by a commercial bank or trust company or a member of a national securities exchange who is a member of a Medallion Signature Guarantee Program.

[END OF FORM OF NOTE]

SECTION 10. Subject to the restrictions contained herein, the registration of the Note may be transferred upon the Registration Books upon delivery to the Paying and Transfer Agent, accompanied by a written instrument or instruments of transfer in form and with guaranty of signatures satisfactory to the Paying and Transfer Agent, duly executed by the registered holder of the Note or by his attorney-in-fact or legal representative, containing written instructions as to the detail of transfer of the Note, along with the social security number or federal employer identification number of such transferee. In all cases of a transfer of the Note, the Paying and Transfer Agent shall at the earliest practical time according to the provisions of this resolution, enter the transfer of ownership in the Registration Books and shall deliver in the name of the transferee a new fully registered note identical to the Note. The City may charge the registered holder of the Note for the registration of every such transfer of the Note sufficient to reimburse it for any tax, fee or any other governmental charge required (other than by the City) to be paid with respect to the registration of such transfer, and may require that such amounts be paid before any new such Note shall be delivered.

The Note may only be transferred upon compliance by the registered holder of the Note with the terms and provisions of this resolution, specifically, the registered holder of the Note must obtain from the purchaser or transferee thereof, and deliver to the City on or before the closing date thereof, a document satisfactory to the City to the effect that:

- (a) such purchaser is purchasing the Note for its own account for the purpose of investment and not with a view towards distribution or resale;
- (b) such purchaser has knowledge and experience in financial matters and is capable of evaluating the merits and risk of purchasing the Note;
- (c) such purchaser has read and fully understands this resolution;

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(d) such purchaser has had an opportunity to obtain and has received from the City all of the information, documents and materials which it regards as necessary to evaluate the merits and risks of its purchase of the Note;

(e) such purchaser recognizes that Baker, Donelson, Bearman, Caldwell & Berkowitz, P.C. ("Special Counsel") is not responsible for any information contained in or omitted from materials regarding the City and the Note, this resolution and the Note and acknowledges that it does not look to Special Counsel to obtain such information on its behalf; and

(f) while it has no present intention to resell or otherwise dispose of all or any part of the Note purchased by it, such purchaser assumes responsibility for disclosing all material information in compliance with all applicable federal and state securities laws in the event of its resale or transfer of the Note.

The above limitation shall not prohibit the Purchaser from selling or transferring up to four (4) participation interests in the Note to other national or state banks or similar institutions provided that the holders of such participation interests shall provide a document similar to the one set forth above satisfactory to the City and Special Counsel, and such holders shall have no right to sell or transfer their participation interests without prior approval of the City except to the Purchaser.

If the date for payment of the principal of and interest on the Note shall be a Saturday, Sunday, legal holiday or a day on which banking institutions in the City are authorized by law or executive order to close, then the date for such payment shall be the next succeeding day which is not a Saturday, Sunday, legal holiday or a day on which such banking institutions are authorized to close, and payment on such day shall have the same force and effect as if made on the normal day of payment.

SECTION 11. (a) So long as the Note shall remain outstanding, the City shall maintain with the Paying and Transfer Agent records for the registration and transfer of the Note. The Paying and Transfer Agent is hereby appointed registrar for the Note, in which capacity the Paying and Transfer Agent shall register in such records and permit to be transferred thereon, under such reasonable regulations as may be prescribed, any Note entitled to registration or transfer.

(b) The City shall pay or reimburse the Paying and Transfer 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 note registrars, subject to agreement between the City and the Paying and Transfer Agent. Fees and reimbursements for extraordinary services and expenses, so long as not occasioned by the negligence, misconduct or willful default of the Paying and Transfer 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.

(c) (1) A Paying and Transfer Agent may at any time resign and be discharged of its duties and obligations as Paying and Transfer Agent, by giving at least sixty (60) days

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written notice to the City, and may be removed as Paying and Transfer Agent by resolution of the Governing Body delivered to the Paying and Transfer Agent. The resolution shall specify the date on which such removal shall take effect and the name and address of the successor Paying and Transfer Agent, and shall be transmitted to the Paying and Transfer Agent being removed within a reasonable time prior to the effective date thereof; provided, however, that no resignation or removal of a Paying and Transfer Agent shall become effective until a successor Paying and Transfer Agent has been appointed pursuant to this resolution.

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

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

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

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

(6) Should any transfer, assignment or instrument in writing be required by any successor Paying and Transfer Agent from the City to more fully and certainly vest in such successor Paying and Transfer Agent the estates, rights, powers and duties hereby vested or intended to be vested in the predecessor Paying and Transfer Agent, any such

transfer, **MINUTE BOOK No. 63, CITY OF OXFORD**, shall, on request, be executed, acknowledged and delivered by the City. DEMENT MERIDIAN 61-0226

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

(8) All duties and obligations imposed hereby on a Paying and Transfer Agent or successor Paying and Transfer Agent shall terminate upon the accomplishment of all duties, obligations and responsibilities imposed by law or required to be performed by this resolution.

(d) Any corporation or association into which a Paying and Transfer Agent may be converted or merged, or with which it may be consolidated or to which it may sell or transfer its assets as a whole or substantially as a whole, or any corporation or association resulting from any such conversion, sale, merger, consolidation or transfer to which it is a party, shall be and become successor Paying and Transfer Agent hereunder and vested with all the powers, discretions, immunities, privileges and all other matters as was its predecessor, without the execution or filing of any instrument or any further act, deed or conveyance on the part of either the City or the successor Paying and Transfer Agent, anything herein to the contrary notwithstanding, provided only that such successor Paying and Transfer Agent shall be satisfactory to the City and eligible under the provisions of Section 11(c)(4) hereof.

SECTION 12. In case the Note shall become mutilated or be stolen, destroyed or lost, the City shall, if not then prohibited by law, cause to be delivered a new Note of like date, number, maturity and tenor in exchange and substitution for and upon cancellation of such mutilated Note, or in lieu of and in substitution for such Note stolen, destroyed or lost, upon the registered holder's paying the reasonable expenses and charges of the City in connection therewith, and in case of a Note stolen, destroyed or lost, his filing with the City or Paying and Transfer Agent evidence satisfactory to it or them that such Note was stolen, destroyed or lost, and of his ownership thereof, and furnishing the City or Paying and Transfer Agent with such security or indemnity as may be required by law and by them to save each of them harmless from all risks, however remote.

SECTION 13. The Note shall be prepared and executed as soon as may be practicable after the adoption of this resolution and shall be delivered thereafter to the Purchaser.

SECTION 14. If (a) the City shall pay or cause to be paid to the holder of the Note the principal of, and interest to become due thereon at the times and in the manner stipulated therein and herein, (b) all reasonable fees and expenses of the Paying and Transfer Agent shall have been paid, and (c) the City shall have kept, performed and observed all and singular the covenants and promises in the Note and in this resolution expressed as to be kept, performed and observed by it or on its part, then the Note shall cease to be entitled to any lien, benefit or security under this resolution and shall no longer be deemed to be outstanding hereunder.

SECTION 15. The person in whose name the Note shall be registered in the records of the City kept and maintained by the Paying and Transfer Agent may be deemed the absolute

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holder thereof for all purposes, and payment of or on account of the principal of or interest on the Note shall be made only to or upon the order of the registered holder thereof, or his legal representative, but such registration may be changed as herein provided. All such payments shall be valid and effectual to satisfy and discharge the liability upon the Note to the extent of the sum or sums so paid.

SECTION 16. (a) The City shall maintain with a qualified depository thereof a fund (the "Series 2012 Note Fund") in its name for the payment of the principal of and interest on the Note and the payment of the Paying and Transfer Agent's fees in connection therewith. There shall be deposited into the Series 2012 Note Fund as and when received:

- (1) the avails of any of the ad valorem taxes levied and collected pursuant to Section 2 hereof;
- (2) any income received from investment of monies in the Series 2012 Note Fund; and
- (3) any other funds available to the City which may be lawfully used for payment of the principal of and interest on the Note, and which the Governing Body, in its discretion, may direct to be deposited into the Series 2012 Note Fund.

(b) As long as any principal of and interest on the Note remains outstanding, the Clerk is hereby irrevocably authorized and directed to withdraw from the Series 2012 Note Fund sufficient monies to make the payments herein provided for and to transfer same to the account of the Paying and Transfer Agent in time to reach said Paying and Transfer Agent at least one (1) business day prior to the date on which said principal and interest shall become due.

SECTION 17. The principal proceeds received upon the sale of the Note shall be deposited with a qualified depository of the City in a special fund, hereby created, in the name of the City designated the "Series 2012 Note Refunding Fund" from which there shall be paid by the Clerk all expenses, premiums, fees and commissions incurred and deemed necessary or advantageous in connection with the authorization, sale, issuance and delivery of the Note, with the remainder being used by the City for the payment of the principal of and interest on the Prior Note upon the redemption thereof.

SECTION 18. The City covenants to comply with each requirement of the Internal Revenue Code of 1986, as amended (the "Code"), necessary to maintain the exclusion of interest on the Note from gross income for federal income tax purposes, and in furtherance thereof, to comply with a certificate of the City to be executed and delivered concurrently with the issuance and delivery of the Note, or such other covenants as may, from time to time, be required to be complied with in order to maintain the exclusion of interest on the Note from gross income for federal income tax purposes. Notwithstanding any other provisions to the contrary, so long as necessary in order to maintain the exclusion of interest on the Note from gross income for federal income tax purposes under the Code, the covenants contained in this Section shall survive the payment of the Note and the interest thereon.

SECTION 19. The Governing Body hereby designates the Note as a "qualified tax exempt obligation" for purposes of Section 265(b)(3) of the Code. The City (including any

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subordinate entity... (DEMENT MERIDIAN 61-0226)
meaning of Section 265(b)(3) of the Code) has not issued, and does not reasonably expect to issue, tax exempt obligations within calendar year 2012 which, together with the Note, will exceed \$10,000,000.

SECTION 20. Each member of the Governing Body, the Mayor and the Clerk are hereby authorized to execute such documents, instruments and papers, and do such acts and things as may be necessary or advisable in connection with the authorization, sale, preparation, execution, issuance and delivery of the Note.

SECTION 21. The decisions and determinations made by the Mayor and the Clerk relating to the Note, and the actions taken by them in connection with the Note are hereby approved and ratified by the Governing Body.

SECTION 22. Except as otherwise expressly provided herein, nothing in this resolution, express or implied, is intended or shall be construed to confer upon any person or firm or corporation other than the City, the holder of the Note issued under the provisions of this resolution, the Governing Body and the Paying and Transfer Agent, any right, remedy, or claim, legal or equitable, under and by reason of this resolution or any of the provisions hereof. This resolution, and all of its provisions are intended to be and shall be for the sole and exclusive benefit of the City, the Governing Body and the holder from time to time of the Note issued under the provisions of this resolution.

SECTION 23. All covenants, stipulations, obligations and agreements of the City contained in this resolution, shall be binding upon the City, and, except as otherwise provided in this resolution, all rights, powers and privileges conferred and duties and liabilities imposed upon the City by the provisions of this resolution, shall be exercised or performed by the City. No stipulation, obligation or agreement herein contained or any other document necessary to conclude the sale and issuance of the Note shall be deemed to be a stipulation, obligation or agreement of any officer, agent or employee of the City, including the Governing Body, in his or her individual capacity, and no such officer, agent or employee shall be personally liable on the Note or be subject to personal liability or accountability by reason of the sale and issuance thereof.

SECTION 24. Regions Bank is hereby appointed Paying and Transfer Agent in connection with the Note.

SECTION 25. If any one or more of the provisions of this 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 resolution, but this resolution shall be construed and enforced as if such illegal or invalid provision or provisions had not been contained herein.

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

Alderman Ney Williams voted:	AYE
Alderman E.O. Oliver voted:	AYE
Alderwoman Janice Antonow voted:	AYE

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Alderman Ulysses Howell voted:

AYE

DEMENT-MERIDIAN 61-226

Alderman Preston E. Taylor voted:

AYE

Alderman Jason Bailey voted:

AYE

Alderman John Morgan voted:

AYE

The motion having received the affirmative vote of a majority of the members of the Governing Body present, being a quorum of said Governing Body, the Mayor declared the motion carried and the resolution adopted this 15th day of May, 2012.

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DEMENT-MERIDIAN 61-0226

EXHIBIT A
PRIVATE PLACEMENT AGREEMENT

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

PRIVATE PLACEMENT AGREEMENT**REGARDING THE****\$211,000****CITY OF OXFORD, MISSISSIPPI
GENERAL OBLIGATION REFUNDING NOTE,
SERIES 2012**

May____, 2012

Mayor and Board of Aldermen
City of Oxford, Mississippi
Oxford, Mississippi

Ladies and Gentlemen:

The undersigned, Regions Bank (the "Purchaser"), being duly authorized, offers to enter into this Private Placement Agreement (this "Agreement") with the City of Oxford, Mississippi (the "City"), acting by and through the Mayor and Board of Aldermen of the City (the "Governing Body"), which, upon acceptance of this offer, will be binding upon the City and upon the Purchaser. The offer is made subject to the written acceptance of this Agreement on or before 5:00 o'clock p.m., Mississippi time, on the date hereof, and, if not so accepted, will be subject to withdrawal by the Purchaser upon written notice delivered by the Purchaser to the City at any time prior to the acceptance hereof.

1. (a) Upon the terms and conditions and upon the basis of the representations, warranties and agreements set forth herein, the Purchaser hereby agrees to purchase from the City and the City hereby agrees to sell and deliver to the Purchaser the \$211,000 City of Oxford, Mississippi General Obligation Note, Series 2012 (the "Series 2012 Note"), dated the date of its delivery, and payable on December 1, 2012 and on December 1, 2013. The Series 2012 Note is more particularly described in the resolution concerning the Series 2012 Note adopted by the Governing Body on May 15, 2012 (the "Resolution"). The purchase price for the Series 2012 Note shall be equal to 100% of the principal amount thereof (the "Purchase Price"). The Series 2012 Note shall bear interest at the rate of 1.55% per annum, computed on the basis of a 360-day year of twelve (12) thirty (30) day months.

(b) All capitalized terms used and not defined herein shall have the meanings ascribed to them in the Resolution.

(c) The Series 2012 Note will constitute a general obligation of the City, secured by a pledge of the full faith, credit and resources of the City, as provided in the Resolution.

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(d) The Series 2012 Note will be issued pursuant to the provisions of Sections 31-15-1 *et seq.*, Mississippi Code of 1972, as amended and supplemented from time to time (the "Act") and the Resolution.

(e) Interest on the Series 2012 Note is excludable from gross income for federal income tax purposes and exempt from all income taxation in the State of Mississippi (the "State").

2. The City represents and warrants to, and agrees with the Purchaser that:

(a) The City is a body politic and a political subdivision of the State with full legal right, power and authority to: (a) execute, deliver and perform this Agreement; (b) approve the issuance, sale and delivery of the Series 2012 Note to the Purchaser as provided herein; and (c) carry out and consummate the transactions contemplated by this Agreement.

(b) The Governing Body, on behalf of the City, has full legal right, power and authority to enter into or accept this Agreement, to adopt the Resolution, to sell, issue and deliver the Series 2012 Note to the Purchaser as provided herein and to carry out and consummate all other transactions contemplated by this Agreement, the Series 2012 Note and the Resolution.

(c) By official action of the Governing Body prior to or concurrently with the acceptance hereof, the Governing Body has duly adopted the Resolution, has duly authorized and approved the execution and delivery of or acceptance of, and the performance by the City of the obligations of the City contained in the Resolution, the Series 2012 Note and this Agreement and the consummation by it of all other transactions contemplated by this Agreement.

(d) Neither the City nor the Governing Body is in breach of or default under any applicable law or administrative regulation of the State or the United States of America or any applicable judgment or decree or any agreement or other instrument to which either the City or the Governing Body is a party or is otherwise subject, which breach or default would in any way materially adversely affect the official existence or powers of the City or the Governing Body, the Resolution or the issuance of the Series 2012 Note, and no event has occurred and is continuing, which with the passage of time or the giving of notice, or both, would constitute such a breach of or default under any such instrument; and the execution and delivery of or acceptance of this Agreement and the Series 2012 Note and the adoption of the Resolution and compliance with the provisions of each thereof will not conflict with or constitute a breach of or default under any law, administrative regulation, judgment, decree, agreement or other instrument to which either the City or the Governing Body is a party or is otherwise subject.

(e) No summons or complaint or any other notice or document has been served upon or delivered to the City or the Governing Body or any of their respective officers or employees relating to any litigation, and there is no action, suit, proceeding, inquiry or investigation, at law or in equity, before or by any court, public board or body,

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pending or, to the best knowledge of the City or the Governing Body, threatened against the City or the Governing Body, affecting the existence of the City or the Governing Body, the titles of their officers to their respective offices or seeking to prohibit, restrain or enjoin the sale, issuance or delivery of the Series 2012 Note or in any way contesting or affecting the validity or enforceability of the Series 2012 Note, the Resolution or this Agreement, contesting the tax exempt status of the Series 2012 Note or contesting in any way the powers of the City or the Governing Body or any authority for the issuance of the Series 2012 Note, the adoption of the Resolution or the execution or acceptance of this Agreement, or the performance by the City and Governing Body thereunder, nor is there any controversy or litigation pending or threatened, nor, to the best of the knowledge of the City and the Governing Body, is there any basis therefor, wherein an unfavorable decision, ruling or finding would materially adversely affect the validity or enforceability of the Series 2012 Note, the Resolution or this Agreement or the tax exempt status of the Series 2012 Note.

(f) The proceeds received by the City from the sale of the Series 2012 Note will be used and applied as is provided in the Resolution.

(g) The City shall maintain the exemption of the Series 2012 Note and interest thereon from gross income for federal income tax purposes and from all income taxation by the City. Notwithstanding any other provisions to the contrary, so long as is necessary in order to maintain such exemption of the Series 2012 Note and interest thereon from said taxes, the covenants contained in this subsection shall survive the payment of the Series 2012 Note and the interest thereon, including any payment or defeasance thereof.

3. At or prior to 9:00 o'clock a.m., Mississippi time, on May __, 2012 (the "Closing Date"), at City Hall, in the City of Oxford, Mississippi, or at such other place, time or date as shall be mutually agreed upon by the City and the Purchaser, the City will deliver the Series 2012 Note to the Purchaser in definitive form, duly executed and authenticated as provided in the Resolution, and, subject to the terms and conditions hereof, the Purchaser will accept such delivery and pay the Purchase Price of the Series 2012 Note as set forth in Paragraph 1 hereof by wire transfer of immediately available federal funds to the order of the City as directed by the City Clerk of the City (the "City Clerk"); provided, however, that, notwithstanding any other provision of this Agreement, the Purchaser shall have no obligation to purchase the Series 2012 Note if the Closing Date is a date after July 31, 2012. The Series 2012 Note will be delivered in fully registered form in the amount of \$211,000 and registered to the Purchaser. The Series 2012 Note may be in printed, engraved, typewritten or photocopied form and each such form shall constitute "definitive form." As provided in the Resolution, the Series 2012 Note shall be payable both as to principal and interest to the Purchaser, in lawful money of the United States of America by Regions Bank, as paying and transfer agent for the Series 2012 Note.

4. The Purchaser has entered into this Agreement in reliance upon the representations, warranties and agreements of the City and the Governing Body contained herein and in the Resolution and to be contained in the documents and instruments to be delivered on the Closing Date and upon the performance by the City and the Governing Body of their respective obligations hereunder, both as of the date hereof and as of the Closing Date. Accordingly, the Purchaser's obligations under this Agreement to purchase and pay for the Series

2012 Note shall be subject to the terms and conditions of the City and the Governing Body of their respective obligations to be performed hereunder and under such documents and instruments at or prior to the Closing Date, and shall also be subject to the following conditions: DEMENT-MERIDIAN 61-0226

(a) The representations and warranties of the City and the Governing Body contained herein and in the Resolution shall be true, complete and correct as of the date hereof, and on and as of the Closing Date with the same effect as if made on the Closing Date.

(b) On the Closing Date, the Resolution shall be in full force and effect, and shall not have been amended, modified or supplemented, except as may have been agreed to in writing by the Purchaser.

(c) On the Closing Date, all official action of the City and the Governing Body relating to this Agreement, the Series 2012 Note and the Resolution shall be in full force and effect and shall not have been amended, modified or supplemented, except as may have been agreed to in writing by the Purchaser.

(d) Subsequent to the date hereof and prior to the Closing Date, the City shall not have failed to pay principal or interest when due on any of the City's obligations for money borrowed wherein such failure, if any, would have a material adverse impact on its ability to perform in accordance with this Agreement, the Series 2012 Note or the Resolution.

(e) At or prior to the Closing Date, the Purchaser shall have received each of the following documents:

(i) A copy of the Resolution certified as of the Closing Date by the City Clerk as having been duly adopted by the Governing Body and as being in effect, only with such amendments, modifications and supplements as may have been agreed to by the Purchaser;

(ii) A certified copy of a transcript of all proceedings taken by the Governing Body relating to the authorization and issuance of the Series 2012 Note and the execution and delivery of this Agreement; and

(iii) Such additional legal opinions, certificates, instruments and other documents as the Purchaser may reasonably request to evidence the truth and accuracy, as of the date hereof and as of the Closing Date, of the representations and warranties contained herein and in the Resolution, and the due performance or satisfaction by the City and the Governing Body at or prior to the Closing Date of all agreements then to be performed and all the conditions then to be satisfied by the City and the Governing Body.

All the opinions, letters, certificates, instruments and other documents mentioned above or elsewhere in this Agreement shall be deemed to be in compliance with the provisions hereof but only if they are delivered to the Purchaser in form and substance reasonably satisfactory to the Purchaser.

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If the City and the Governing Body, in good faith, shall be unable to satisfy the conditions to the obligations of the Purchaser contained in this Agreement (unless the Purchaser waives and/or consents in writing, in either case, to the inability to satisfy such conditions), or if such obligations of the Purchaser shall be terminated for any reason permitted by this Agreement, this Agreement shall terminate and neither the Purchaser, nor the City and the Governing Body shall be under further obligation hereunder.

5. All expenses incident to the performance of the obligations of the City and the Governing Body hereunder including but not limited to: (a) the cost of the preparation and printing of the definitive Series 2012 Note; (b) the fees and disbursements of the experts, financial advisors, legal counsel or consultants retained by the City; and (c) the cost of the preparation of this Agreement, shall be paid by the City.

6. The Series 2012 Note shall be purchased by the Purchaser for purposes of investment only and not with any intent to offer, sell, resell or otherwise distribute the Series 2012 Note or any portion thereof or interest therein; provided, however, that the Series 2012 Note may be transferred upon compliance by the Purchaser with the terms and provisions of the Resolution (collectively, the "Purchaser's Investment Obligation").

7. Prior to or on the Closing Date, the Purchaser shall execute and deliver an Investment Letter of Purchaser (the "Investment Letter"), requiring, among other things, compliance with the Purchaser's Investment Obligation arising from the Purchaser's purchase of the Series 2012 Note. A copy of the Investment Letter is attached hereto as Exhibit A. If the Purchaser fails to execute and deliver the Investment Letter satisfactory to the City prior to or on the Closing Date, the City may rescind this Agreement by giving written notice of such rescission to the Purchaser at the address provided in Paragraph 9 herein.

8. The Purchaser may terminate its obligations hereunder by written notice to the Governing Body if, at any time subsequent to the date hereof and on or prior to the Closing Date:

(a) In the judgment of the Purchaser, any litigation shall be instituted pending or threatened to restrain or enjoin the issuance of the Series 2012 Note or in any way contesting or affecting any authority or security for or the validity of the Series 2012 Note, or the existence or powers of the Governing Body;

(b) There shall have occurred any change that, in the reasonable judgment of the Purchaser, makes unreasonable or unreliable any of the assumptions upon which (i) payment of debt service on the Series 2012 Note, or (ii) the basis for the exclusion of interest on the Series 2012 Note from gross income for federal income tax purposes, is predicated;

(c) There shall have occurred any material change in the business or affairs of the City which, in the reasonable judgment of the Purchaser, materially adversely affects the investment quality of the Series 2012 Note;

(d) Any legislation, ordinance, rule or regulation shall be enacted or be actively considered for enactment by any governmental body, department or agency of the City, or a decision by any court of competent jurisdiction within the City shall be

rendered null and void in whole or in part of the Purchaser, and any such event adversely affects the enforceability of or expectation of payment on the Series 2012 Note;

(e) A stop order, ruling, regulation or official statement by or on behalf of the Office of Secretary of City of the City shall be issued or made to the effect that the issuance of the Series 2012 Note, or of obligations of the general character of the Series 2012 Note as contemplated hereby, is a violation of any provisions of the Blue Sky laws of the City; or

(f) There shall have occurred any outbreak or material escalation of hostilities or other calamity or crisis, the effect of which on the financial markets of the United States of America is such as to make it, in the reasonable opinion of the Purchaser, impractical to purchase the Series 2012 Note.

9. Any notice or other communication to be given to the City and the Governing Body under this Agreement may be given by delivering the same in writing at the City's address set forth above and any notice or other communication to be given to the Purchaser under this Agreement may be given by delivering the same in writing to Regions Bank, 158 Courthouse Square, Oxford, Mississippi 38655.

10. This Agreement is made solely for the benefit of the City and the Purchaser (including the successors or assigns of the Purchaser), and no other person shall acquire or have any right hereunder or by virtue hereof. All the representations, warranties and agreements of the City and the Purchaser contained in this Agreement shall remain operative and in full force and effect, regardless of (a) any investigation made by or on behalf of the Purchaser and the City; (b) delivery of any payment for the Series 2012 Note hereunder; and (c) any termination of this Agreement.

11. If any provision of this Agreement shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such provision shall not affect any of the remaining provisions of this Agreement and this Agreement shall be construed and in force as if such invalid or unenforceable provision had not been contained herein.

12. This Agreement shall be governed by, and construed in accordance with, the laws of the City. This Agreement shall become effective upon the execution of the acceptance hereof by duly authorized officers of the City and shall be valid and enforceable as of the time of such acceptance.

13. This Agreement may be executed in several counterparts, each of which shall be deemed an original and all of which together shall constitute one and the same instrument.

14. This Agreement, when accepted by the City in writing as heretofore specified, shall constitute the entire agreement among the parties hereto with respect to the offer and sale of the Series 2012 Note and the transactions related thereto, as set forth herein.

If you agree with the foregoing, please sign this Private Placement Agreement in the space provided below and return one copy so executed to each of the Purchaser and the City,

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whereby this Private Placement Agreement shall then become a binding agreement between the Purchaser and the City.

Very truly yours,

REGIONS BANK

By _____

Title _____

ACCEPTED:

This ___ day of May, 2012.

CITY OF OXFORD, MISSISSIPPI

By _____
Mayor

1099015
2902914.8

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DEMENT-MERIDIAN 61-0226

EXHIBIT A**INVESTMENT LETTER OF PURCHASER**

The undersigned, Regions Bank (the "Purchaser"), hereby certifies and acknowledges that in connection with the purchase by it of the \$211,000 City of Oxford, Mississippi General Obligation Note, Series 2012 (the "Series 2012 Note") that:

1. The Purchaser has received a copy of the resolution adopted by the Mayor and Board of Aldermen (the "Governing Body") of the City of Oxford, Mississippi (the "City") on May 15, 2012, related to the sale, issuance, execution and delivery of the Series 2012 Note (the "Resolution"), and the Resolution is in form and substance satisfactory to the Purchaser and has been read and fully understood by it.

2. The Purchaser has conducted its own investigations, to the extent it deems satisfactory or sufficient, into matters relating to the business, properties, management, and financial position and results of operations of the City in connection with the issuance by the City of the Series 2012 Note; it has received such information concerning the City as it deems to be necessary in connection with its purchase of the Series 2012 Note and the payment of the Series 2012 Note by the City; and during the course of this transaction and prior to the purchase of the Series 2012 Note it has been provided with the opportunity to ask questions of and receive answers from representatives of the City and the Governing Body concerning the terms and conditions of the offering of the Series 2012 Note, and to obtain any additional information needed in order to verify the accuracy of the information obtained.

3. The Purchaser has sufficient knowledge and experience in financial and business matters, including purchase and ownership of taxable and tax exempt municipal and other obligations, to be able to evaluate the risks and merits of the investment represented by the purchase of the Series 2012 Note.

4. The Purchaser is aware that certain economic and political variables could affect the security of its investment in the Series 2012 Note and the Purchaser is able to bear the economic risks of such investment.

5. The Purchaser acknowledges and represents that it has not sought from Baker, Donelson, Bearman, Caldwell & Berkowitz, PC ("Special Counsel") or received from Special Counsel, or looked or relied upon Special Counsel for any information with respect to the City or its financial condition.

6. The Purchaser is a "bank" as defined in Section 3(a)(2) of the Securities Act of 1933, as amended ("Section 3(a)(2)").

7. Except as provided in paragraph 9 hereof, the Purchaser hereby certifies that it is purchasing the Series 2012 Note for its own account for the purpose of investment and not for resale at a profit, and it has no present intention of reselling or otherwise redistributing the Series 2012 Note. The Purchaser and all subsequent holders of the Series 2012 Note will not sell the

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Series 2012 Note except to another bank (as defined in Section 3(a)(2)) who will execute an

Investment Letter in form and substance identical to this Investment Letter and acceptable to the City that certifies that it is purchasing the Series 2012 Note for its own account and not for resale, and will not sell, convey, pledge or otherwise transfer the Series 2012 Note without prior compliance with applicable registration and disclosure requirements of state and federal securities laws.

8. The Purchaser acknowledges that it has, under the Resolution, a limited right to sell or transfer up to four (4) participation interests in the Series 2012 Note to banks (as defined in Section 3(a)(2)) provided that the holders of such participation interests shall provide an Investment Letter similar to the one set forth above satisfactory to the Governing Body and such holders shall have no right to sell or transfer their participation interests without prior approval of the Governing Body except to the Purchaser.

IN WITNESS WHEREOF, Regions Bank has hereunto set its hand as of this ____ day of May, 2012.

REGIONS BANK

By _____

Title _____

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DEMENT-MERIDIAN 61-0226

REDISTRICTING COMMITTEE:

The redistricting committee will meet next week.

2012 Redistricting Committee

Diala Chaney	Mayor Patterson	496 Exbury Drive	801-2745
C.D. Shorter	Ney Williams	508 Ridgewood Manor	234-4765
Johnathon Walker	E.O. Oliver	Windsor Falls	832-6000
Beckett Howorth III	Janice Antonow	921 Hayes Ave	234-3848
Nancy Joy	Coach Howell		
Elihue Burt	Preston Taylor		
Bill Turner	Jason Bailey		701-7018
Darlene Washington	John Morgan		816-9693

2012 MML CONVENTION:

It was moved by Alderman Williams, seconded by Alderman Howell to authorize any department head and Mayor and Board of Alderman to attend the 2012 MML Convention in Biloxi, MS on June 24-28, 2012. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

MS MUNICIPAL LEAGUE VOTING DELEGATES:

It was moved by Alderman Morgan, seconded by Alderman Antonow to adopt the following resolution appointed MS Municipal League 2012 voting delegates. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

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RESOLUTION

DEMENT-MERIDIAN 61-226

**RESOLUTION APPOINTING
MISSISSIPPI MUNICIPAL LEAGUE
2012 VOTING DELEGATES
FOR THE CITY OF OXFORD**

WHEREAS, the Mississippi Municipal League amended the bylaws of the association to provide for a ballot election, to be conducted by the officers of the Mississippi Municipal Clerks and Collectors Association, to be held each year at the summer convention, to elect a second vice president and to vote on any proposed bylaw changes; and

WHEREAS, the amended bylaws require the governing authority board (Alderman, City Council, City Commission) to designate in its minutes the voting delegate and two alternates to cast the vote for each member municipality.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF ALDERMEN OF
THE CITY OF OXFORD**

In accordance with the bylaws of the Mississippi Municipal League, the voting delegate(s) for the 2012 Mississippi Municipal League election to be held at the annual convention on June 26-June 28, 2012 are as follows:

Voting Delegate: Preston Taylor, Alderman

First Alternate: Jason Bailey, Alderman

Second Alternate: John Morgan, Alderman

That public interest and necessity requiring same, this Resolution shall become effective upon passage.

The above and foregoing Resolution, after having been first reduced to writing, was introduced by Howell, seconded by Antonow, and was adopted by the following vote, to-wit:

Alderman Williams: AYE

Alderman Oliver: AYE

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DEMENT-MERIDIAN 61-0226

Alderman Howell: AYE

Alderman Taylor: AYE

Alderman Bailey: AYE

Alderman Morgan: AYE

The above and foregoing Resolution having been submitted to and approved by the Mayor, this the 15th day of May, 2012.

ATTEST:

APPROVED:

CITY CLERK

MAYOR

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DEMENT-MERIDIAN 61-226

- RESERVE OFFICERS:** It was moved by Alderman Antonow, seconded by Alderman Bailey to approve Shawn Parrish and Brock Satterwhite as reserve officers. All the aldermen present voting aye, Mayor Patterson declared the motion carried.
- DARE OFFICER TRAINING:** It was moved by Alderman Howell, seconded by Alderman Williams to approve travel for an officer to attend DARE officer summer training in Paris, TN on July 9-13, 2012 with a cost of \$612.04. All the aldermen present voting aye, Mayor Patterson declared the motion carried.
- SRO CONFERENCE:** It was moved by Alderman Antonow, seconded by Alderman Taylor to authorize approval for two SRO officers to attend SRO Conference in Biloxi, MS on June 17-22, 2012 with a cost of \$995.00. All the aldermen present voting aye, Mayor Patterson declared the motion carried.
- INTERNS:** It was moved by Alderman Bailey, seconded by Alderman Howell to approve Emily Bennett, Quenshia Brooks, Danielle Hollingsworth, Robert O'Dell, and John Branam as interns with the OPD. All the aldermen present voting aye, Mayor Patterson declared the motion carried.
- DUI GRANT:** It was moved by Alderman Morgan, seconded by Alderman Taylor to authorize permission to apply for alcohol/drug countermeasures grant. All the aldermen present voting aye, Mayor Patterson declared the motion carried.
- OCCUPANT PROTECTION GRANT:** It was moved by Alderman Antonow, seconded by Alderman Howell to authorize permission to apply for occupant protection grant. All the aldermen present voting aye, Mayor Patterson declared the motion carried.
- URBAN YOUTH CORPS PROGRAM:** It was moved by Alderman Howell, seconded by Alderman Antonow to authorize employment of two project coordinators and student employees for the Urban Youth Corps Program. All the aldermen present voting aye, Mayor Patterson declared the motion carried.
- EMPLOYMENT:** It was moved by Alderman Morgan, seconded by Alderman Bailey to authorize employment of Cindy White as executive assistant in the Planning and Building Departments. All the aldermen present voting aye, Mayor Patterson declared the motion carried.
- EXECUTIVE SESSION:** It was moved by Alderman Antonow, seconded by Alderman Williams to consider executive session for one personnel issues. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

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DEMENT-MERIDIAN 61-0226

It was moved by Alderman Morgan, seconded by Alderman Antonow to go into executive session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.


REGULAR SESSION:

It was moved by Alderman Howell, seconded by Alderman Morgan to come out of executive session and return to regular session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

RECESS:

It was moved by Alderman Bailey, seconded by Alderman Taylor to recess the meeting until Thursday, May 18, 2012 at 8:30 a.m. at the Oxford Electric Department. All the aldermen present voting aye, Mayor Patterson declared the motion carried.


George G. Patterson, Mayor


Lisa Carwyle, City Clerk

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UNITED STATES OF AMERICA

DEMENT-MERIDIAN 61-226

STATE OF MISSISSIPPI

COUNTY OF LAFAYETTE

CITY OF OXFORD

RECESSED MEETING

May 17, 2012

8:30 a.m.

CALL TO ORDER:

Pursuant to the order of May 15, 2012 the Mayor and Board of Aldermen did meet at 8:30 a.m. on Thursday, May 17, 2012 in the conference room of the Oxford Electric Department when and where the following were present:

George "Pat" Patterson – Mayor
 Ney Williams- Alderman Ward I
 Ulysess Howell- Alderman Ward IV
 Preston Taylor – Alderman Ward V
 Jason Bailey- Alderman Ward VI
 John Morgan- Alderman At Large

Bart Robinson- Chief Operations Officer
 Lisa Carwyle- City Clerk
 Al Hope – Director of Human Resources
 Lynn Robbins- Supt. of Elec. Dept.
 Rob Neely- Asst. Supt. of Elec. Dept.

AGENDA:

It was moved by Alderman Howell, seconded by Alderman Williams to adopt the agenda for the meeting. All the aldermen voting aye, Mayor Patterson declared the motion carried.

EXECUTIVE SESSION:

It was moved by Alderman Howell, seconded by Alderman Bailey to consider executive session for a personnel issue. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

It was moved by Alderman Morgan, seconded by Alderman Taylor to go into executive session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

REGULAR SESSION:

It was moved by Alderman Williams, seconded by Alderman Morgan to come out of executive session and return to regular session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ELECTRIC DEPARTMENT
 BUDGET:

Lynn Robbins and Rob Neely presented the Oxford Electric Department budget for 2012-2013 to the Mayor and Board of Aldermen.

OXFORD ELECTRIC DEPARTMENT

Proposed Budget 2013
MINUTE BOOK No. 63, CITY OF OXFORD

Sum of Amount	AcctTyp	Acct	400	440	\$8,699,802	400440-2000	RESD SALES	DEMENT-MERIDIAN 61-0226
		441			\$4,949,793	400441-0000	SMALL LIGHT&POWER	
		442			\$9,372,873	400442-0000	LARGE LIGHT&POWER	
		444			\$556,700	400444-0000	STREET & ATH LIGHT	
		444 1			\$201,678	400444-1000	OUTDOOR LIGHT	
		450			\$151,032	400450-0000	FOR DISCOUNTS	
		451			\$148,981	400451-0000	MISC SER REV/COLL-RECON	
		454			\$83,971	400454-0000	RENT/PROPERTY	
		456			\$56	400456-0000	OTHER REV	
					\$24,164,887			
	401	555			\$18,299,085	401555-0000	PURCHASED POWER	
		580			\$112,288	401580-0000	OPERATING EXPENSES & ENGINEERING	
		582			\$26,673	401582-0000	OPER-STATION EXPENSE	
		583			\$7,216	401583-0000	OPER-OVERHEAD LINE EXPENSE	
		584			\$162	401584-0000	OPER-UD LINE EXPENSE	
		585			\$303	401585-0000	OPER-STREET LIGHT/SIGNAL EXPENSE	
		586			\$85,417	401586-0000	OPER-METER EXPENSE	
		587			\$12,291	401587-0000	OPER-CUST INSTALLATION/SECURITY EXP	
		588			\$39,753	401588-0000	OPER-MISC DISTRIBUTION EXP	
		589			\$7,046	401589-0000	OPER-RENTS	
		901			\$6,000	401901-0000	OPER-CUSTOMER SUPERVISION	
		902			\$61,483	401902-0000	OPER-METER READING EXPENSE	
		903			\$195,742	401903-0000	OPER-CUST RECORDS & COLLECTION	
		904			\$89,459	401904-0000	OPER-UNCOLLECTIBLE ACCTS	
		908			\$13,179	401908-0000	OPER-CUST ASSISTANCE EXP	
		909			(\$117)	401909-0000	OPER-INFO & INSTRUCT EXP	
		910			\$45,279	401910-0000	OPER-MISC CUST SERVICE EXP	
		912			\$4,677	401912-0000	OPER-DEMONST & SELLING EXP	
		916			\$32,738	401916-0000	OPER-MISC SALES EXPENSE	
		920			\$253,240	401920-0000	OPER-ADMIN & GEN SALARIES	
		921			\$74,080	401921-0000	OPER-OFFICE SUPPLIE & EXP	
		923			\$75,000	401923-0000	OPER-OUTSIDE SVCS EMPLOYED	
		925			\$28,414	401925-0000	ADMIN & GEN INJURRIES/DAMAGES	
		926			\$184,432	401926-0000	EMPLOYEE PENSION & BENEFITS	
		930			\$43,897	401930-1000	ADMIN-GEN ADVERTISING EXP	
		931			\$0	401931-0000	ADMIN-GEN RENTS	
					\$659,063			
	402	590			\$25,104	402590-0000	MAINT-SUPERVISION & ENGR	
		592			\$31,457	402592-0000	MAINT-STATION EQUIP	
		593			\$245,326	402593-0000	MAINT-OVERHEAD LINES	
		594			\$13,314	402594-0000	MAINT- UD LINES	
		595			\$20,262	402595-0000	MAINT-LINE TRANSFORMER	
		596			\$61,394	402596-0000	MAINT-STREET LIGHTING	
		597			\$7,150	402597-0000	MAINT-METERS	
		598			\$12,968	402598-0000	MAINT-MISC DISTRIBUTION PLANT/SECURITY LTS	
		932			\$0	402932-0000	MAINT-GENERAL PLANT	
					\$416,975			
	403	403			\$836,094	403300-0000	DEPN EXP-GENERAL PLANT	
	408	408			\$815,880	408900-9970	TAXES & TAX	
	415	415			(\$2,500)	415000-0000	REV FROM MERCH JOB&CONTR	
	16	416			(\$500)	416000-0000	COST & EXP MERCH & JOBBING	
	17	417			\$0	4171000-000	NON UTILITY OPER EXP	
	19	419			(\$10,000)	419000-0000	INTEREST INCOME	
	21	421			\$0	421000-0000	MISC NON-OPERATING INCOME	
	426	426			\$57,886	426000-0000	MISC NON OPERATING EXPENSE	
	427	427			\$148,728	427000-0000	DEBT EXPENSE	
	428	428			\$31,093	428000-0000	AMORT OF DEBT EXPENSE	
	431	431			\$58,826	431000-0000	OTHER INTEREST EXP-CUST DEP	
					\$2,088,669		NET INCOME	
	Total Revenue				\$24,164,887		Income	
	Total Expenses				\$22,063,218		Expense	
					(\$13,000)		Other Income	
					\$2,088,669		NET INCOME	
					\$75,000		Aid In Construction	
					\$836,094		Deprecation	
					\$360,000		Debt Principle	
					\$2,639,763		Working Capital Cash Funds	\$360,000 FOR BOND PRINCIPLE ONLY

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DEMENT-MERIDIAN 61-226

OXFORD ELECTRIC DEPARTMENT
Capital Expenditures, 2013 Budget

	Est. Budget
Working Capital based on Balanced Budget	
Ending Year Balance (Capital Income -Exp.)	\$363
Plant Additions include all capital expenditures	\$2,629,900

Description	Amount	Notes:
General Growth - Plant	\$400,000.00	Based on previous years and current condition: (Includes all normal cons
Distributions System Improvements	\$715,000.00	11th Street Improvements (\$650,000); System Protection (\$65,000);
Signal System Upgrades	\$125,000.00	Changes and Improvements to Traffic Signals
Special OH to UD Relocations	\$450,000.00	To replace OH to UD on trouble line sections
Special ROW Tree Replanting	\$20,000.00	To replace and replant trees on cleared ROW with low growth varieties
Fiber Infrastructure	\$135,000.00	Fiber Optic Installation for SCADA & AMR
AMR Infrastructure	\$320,000.00	Meters, etc for AMR installations
Electric Car Charging Station	\$9,500.00	Charging Station at City Hall
Transportation		
	\$25,000.00	Truck 112 - 1994 Ford F150 (110,000 miles)
	\$25,000.00	Truck 121 - 1992 Ford F150 (120,000 miles)
	\$25,000.00	Truck 114 1993 Ford F150
Construction Equipment		
Tools, Safety Equip	\$7,500.00	Misc Tools and Safety Equipment
Rebuild of Line truck	\$45,000.00	
ROW/BackYard machine	\$135,000.00	
Material Transport Unit	\$9,000.00	Warehouse material transport
Office Equipment		
Cabinets, Shelving, etc	\$1,500.00	Misc Storage equipment
Computer/printer replacements	\$24,000.00	Normal Upgrades and Replacements
Desks, Chairs replacement	\$5,400.00	Normal Replacements, Upgrades
Building Maintenance	\$32,500.00	Building Maintenance and Renovations
Security Improvements (Fences and Cameras)	\$55,000.00	Fence and Cameras for added security
Warehouse Building Improvements	\$75,000.00	Add Storm Drains and Extend Building

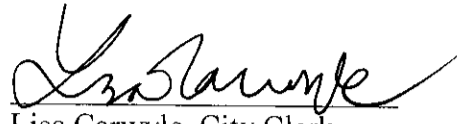
Training *These education costs are included in expense shown on previous worksheet*

APPA Annual Meeting	\$1,500
TVPPA Annual Meeting	\$1,650
Lineman Training	\$2,500
TVPPA Engineering Conference	\$1,325
TVPPA Accounting, Information Conferenc	\$1,450
CSA Training	\$3,250
Pers Benefit Conference	\$150
CSA Annual Meeting	\$1,270
Misc Travel	\$4,250
TVPPA Committee Meetings	\$500
CPE Training	\$6,500
Total Training	\$24,345

ADJOURN: **MINUTE BOOK No. 63, CITY OF OXFORD**

It was moved by Alderman Howell, seconded by Alderman Oliver to adjourn the meeting sine-die. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

George G. Patterson, Mayor



Lisa Carwyle, City Clerk

MINUTE BOOK No. 63, CITY OF OXFORD

NOTICE OF SPECIAL MEETING

DEMENT-MERIDIAN 61-226

OF THE MAYOR AND BOARD OF ALDERMEN
OF THE CITY OF OXFORD

Pursuant to Section 21-3-21, Mississippi Code of 1972 Annotated, I, George G. Patterson, Mayor of the City of Oxford, Mississippi, do hereby call the Mayor and Board of Aldermen of Oxford, MS, to a SPECIAL MEETING to be held on

Thursday, May 31, 2012 AT 11:30 A.M. for the transaction of important business. The meeting will be held in the court room of City Hall. The business to be acted upon at the Special Meeting in consideration of the following:

1. Approve minutes from May 15, 2012 regular meeting.
2. Approve second year of Volunteer Oxford Grant. (Kelly Shannon)
3. Discuss management of downtown parking.
4. Accept resignation of administrative assistant in the Mayor's office and authorize temporary part time employee.
5. Consider executive session.
6. Discuss upgrades at Oxford Conference Center. (Hollis Green)

This the 30th day of May 2012.

George G. Patterson
GEORGE G. PATTERSON, MAYOR

I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman Ney Williams of the foregoing meeting on 5/30/12 at 4:00 a.m./p.m.

[Signature]

I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman E.O. Oliver of the foregoing meeting on 5/30/12 at 4:00 a.m./p.m.

[Signature]

I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman Janice Antonow of the foregoing meeting on 5/30/12 at 4:00 a.m./p.m.

[Signature]

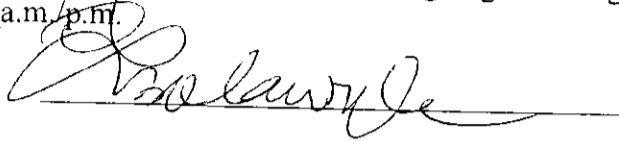
MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

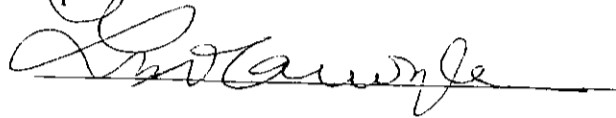
I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman Ulysses Howell of the foregoing meeting on 9/21/12 at 4:00 a.m./p.m.



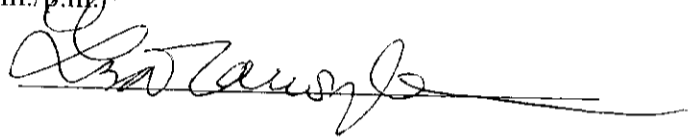
I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman Preston Taylor of the foregoing meeting on 9/21/12 at 4:00 a.m./p.m.



I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman Jason Bailey of the foregoing meeting on 9/21/12 at 4:00 a.m./p.m.



I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman John Morgan of the foregoing meeting on 9/21/12 at 4:00 a.m./p.m.



MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

CALL TO ORDER:

Pursuant to the notice of Special Meeting, the Mayor and Board of Aldermen of the City of Oxford did meet at 11:30 a.m. on Thursday, May 31, 2012 in the court room of City Hall when and where the following were present:

George G. Patterson- Mayor
 Ney Williams- Alderman Ward I
 Janice Antonow- Alderman Ward III
 Ulysess Howell- Alderman Ward IV
 Preston Taylor- Alderman Ward V
 Jason Bailey- Alderman Ward VI
 John Morgan- Alderman At-Large

Lisa Carwyle – City Clerk
 Bart Robinson- Chief Operations Officer
 Tim Akers- Director of Planning

AGENDA:

It was moved by Alderman Taylor, seconded by Alderman Antonow to adopt the agenda for the meeting. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

MINUTES:

It was moved by Alderman Williams, seconded by Alderman Howell to approve the minutes from the May 15, 2012 regular meeting. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

EXECUTIVE SESSION:

It was moved by Alderman Morgan, seconded by Alderman Antonow to consider executive session for a possible acquisition of property. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

It was moved by Alderman Williams, seconded by Alderman Antonow to go into executive session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

APPRAISAL:

It was moved by Alderman Morgan, seconded by Alderman Antonow to authorize appraisal of property. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

REGULAR SESSION:

It was moved by Alderman Howell, seconded by Alderman Bailey to come out of executive session and return to regular session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

VOLUNTEER OXFORD GRANT:

It was moved by Alderman Williams, seconded by Alderman Taylor to approve the application of the Volunteer Oxford grant to the MS Commission for Volunteer Services and to agree to \$3,500.00 in matching funds. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

RESIGNATION **MINUTE BOOK No. 63, CITY OF OXFORD** It was moved by Alderman Morgan, seconded by

DEMENT-MERIDIAN 61-0226

Alderman Howell to accept the resignation of Megan Prescott in the Mayor's office and authorize advertisement for a replacement. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

EMPLOYMENT:

It was moved by Alderman Morgan, seconded by Alderman Howell to authorize Cole Walters to work temporarily part time in the Mayor's office for the month of June at a rate of \$12.00 per hour. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

DOWNTOWN PARKING:

Members from the Parking Commission were present at the meeting and they discussed the managed parking proposal with the Mayor and Board of Aldermen.

Counsel is reviewing the contract with Standard Parking and it will be on the June 5, 2012 agenda.

OXFORD CONFERENCE CENTER UPGRADES:

Hollis Green came before the Mayor and Board of Aldermen to present a plan for facility upgrades at the Conference Center. The plan is divided into phases, according to importance. The Mayor advised Mr. Green to bring the requested amount before the board during budget sessions.

Phase One (Lobby)

Banquet Hall

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

Lobby Carpet	\$40,000.00
Lobby Tile	\$10,500.00
Stainless Waste Recpticals (6)	\$1,200.00
Lobby Paint & Trim	\$8,000.00
Large Format Artwork	\$7,000.00
Furniture, Lamps ,Tables & Floral Arrangement	\$9,000.00
Conference Room Window Treatments	\$10,500.00
Corridor Art Work	\$2,500.00
Demo Existing Finishes	\$10,000.00
Total Phase One	\$170,700.00

Total Phase One	\$170,700.00
Total Phase Two	\$102,321.00
Total Phase Three	\$93,400.00
Total Phase Four	\$37,445.00
Total Project Cost	\$403,866.00

Phase Two(Oxford Hall)

Broadloom Hospitality Carpet	\$97,821.00
Wood Trim Wainscot	\$1,000.00
Paint	\$3,500.00
Total Phase Two	\$102,321.00

Phase Three (Bathrooms)

Vanity	\$15,200.00
Tile	\$30,800.00
Paint	\$2,600.00
Accessories	\$1,800.00
Labor-Plumbing, Millwork, Trim & Permits	\$22,000.00
Demo Existing Bathrooms	\$20,000.00
Mirrors	\$1,000.00
Total Phase Three	\$93,400.00

Phase Four (Auditorium)

Install Carpet Tiles	\$15,445.00
Acoustical Pannels	\$20,000.00
Paint	\$2,000.00
Total Phase Four	\$37,445.00

ADJOURN **MINUTE BOOK No. 63, CITY OF OXFORD**

DEMENT-MERIDIAN 61-0226

It was moved by Alderman Howe, seconded by Alderman Taylor to adjourn the meeting sine-die. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

George G. Patterson, Mayor



Lisa Carwyle, City Clerk

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

UNITED STATES OF AMERICA

STATE OF MISSISSIPPI

COUNTY OF LAFAYETTE

CITY OF OXFORD

REGULAR MEETING

June 5, 2012

6:00 p.m.

CALL TO ORDER:

The meeting of the Mayor and Board of Aldermen of the City of Oxford, Mississippi, was called to order by Mayor Patterson at 6:00 p.m. on Tuesday, June 5, 2012, in the court room of City Hall when and where the following were present:

George G. Patterson - Mayor
 Ney Williams- Alderman Ward I
 E.O. Oliver- Alderman Ward II
 Janice Antonow- Alderman Ward III
 Ulysses Howell- Alderman Ward IV
 Preston Taylor- Alderman Ward V
 Jason Bailey- Alderman Ward VI
 John Morgan – Alderman at Large

Mayo Mallette PLLC – Of Counsel
 Reanna Mayoral- Asst. Director of Public Works
 Lisa Carwyle– City Clerk
 Tim Akers – Dir of Planning
 Mike Martin- Chief Oxford Police Dept
 Mike Hill- Chief of Fire Dept
 Lynn Robbins - Supt. of Elec Dept
 Randy Russell- Dir. of Sanitation
 Brad Freeman- Dir of FNC Park
 Al Hope- Dir of Human Resources
 Rob Boyd- Dir of Parks & Rec
 Billy Lamb- Supt of Building & Grounds
 Jimmy Allgood- Director of Emerg. Management

AGENDA:

It was moved by Alderman Howell, seconded by Alderman Antonow to adopt the agenda for the meeting. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

MINUTES:

It was moved by Alderman Antonow, seconded by Alderman Howell to adopt the minutes of the special meeting on May 15, 2012, the recessed meeting on May 17, 2012 and the special meeting on May 31, 2012. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ACCOUNTS:

It was moved by Alderman Howell, seconded by Alderman Oliver to approve the payment of all accounts for the City. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

RETIREMENT RESOLUTION: It was moved by Alderman Morgan, seconded by Alderman Oliver to adopt retirement resolutions for David Duchaine, Ronnie Holland, Mike Morrison, Mike Hill and Lynn Robbins. All the aldermen voting aye, Mayor Patterson declared the motion carried.

PROCLAMATION: It was moved by Alderman Antonow, seconded by Alderman Morgan to adopt the following proclamation declaring National Garden Week. All the aldermen voting aye, Mayor Patterson declared the motion carried.



National Garden Clubs, Inc.

NATIONAL GARDEN WEEK PROCLAMATION

Whereas, Gardeners have a passion for nurturing the beauty and resources of the earth through the planting of seeds, the care of all plants and the riches of their efforts; and

Whereas, Gardeners seek to add beauty, splendor, fragrance and nutrition to our lives through the growing of herbs, vegetables, foliage and flowers; and

Whereas, Gardeners work to preserve our country's traditional spirit of independence and initiative through innovation and hard work; and

Whereas, Gardeners advocate the importance of all creatures, large and small, that share our world and their roles in a balanced and productive ecology; and

Whereas, Gardening furnishes a challenging and productive activity for many citizens, for those just learning as well as those having years of experience; and

Whereas, Gardening promotes a healthy lifestyle that lasts a lifetime, helps reduce stress from other areas of our life, teaches that rewards can come from diligent efforts; and

Whereas, Gardening enables members of Garden Clubs across the nation and the world to serve others in the communities where they reside and work;

Now, Therefore Be It Resolved that in an effort to acknowledge the importance of Gardening and the numerous contributions of Gardeners, National Garden Clubs, Inc. designates the week of June 3-9, 2012 as National Garden Week.

Shirley S. Nicolai
Shirley S. Nicolai, 2011-2013 President, NGC, Inc.



MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

**OXFORD HOUSING
AUTHORITY:**

It was moved by Alderman Antonow, seconded by Alderman Williams to reappoint John Bounds to the Oxford Housing Authority Board. All the aldermen voting aye, Mayor Patterson declared the motion carried.

FNC, INC. DONATION:

It was moved by Alderman Bailey, seconded by Alderman Oliver to recognize and thank FNC., Inc for their \$250,000.00 commitment to the tennis expansion and to approve the sponsorship agreement attached below. All the aldermen voting aye, Mayor Patterson declared the motion carried.

~~JOHN LESLIE TENNIS CENTER SPONSORSHIP AGREEMENT~~
MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MEDIAN 61-226

This Sponsorship Agreement ("the Agreement") is entered this the 5 day of June, 2012 between the City of Oxford ("City") and FNC, INC. ("Sponsor").

1. **Purpose:** The purpose of this Agreement is to define the nature and scope of sponsorship benefits to Sponsor and the level of financial support to be provided to the City by the Sponsor with respect to the establishment and operation of John Leslie Tennis Center.

2. **Term:** The initial term of this Agreement shall be _____ year(s) beginning on the _____ day of _____, 20____, and ending on the _____ day of _____, 20____. Upon written notice to the City no later than three (3) months prior to the expiration of this Agreement. Sponsor shall have the right to continue the sponsorship at the same level as provided in this Agreement for another identical term. However, the City reserves the right to renegotiate the cost of such sponsorship and/or any other term of this Agreement, consistent with then-applicable costs and terms to other sponsors or such costs and terms as may be set by the City. The City agrees to enter into a new sponsorship agreement in the event that Sponsor elects to renew the sponsorship.

3. **Cost and Benefits:** The cost and benefits of this Agreement shall correspond to those set forth in the Schedule of Benefits attached hereto as Exhibit "A", according to the level of sponsorship indicated below:

Facility Sponsor - \$250,000 over ten years

Clubhouse Sponsor \$100,000 over ten years

Court Sponsor - \$15,000 over five years

The City reserves the right to adjust the cost of sponsorship at any time. In the event that the cost of sponsorship decreases subsequent to the execution of this Agreement, Sponsor shall receive an equivalent price adjustment on a prospective basis only.

1. **Payment:** Payments shall be made quarterly, commencing on the first (1st) day of the month following [the opening of JLTC/execution of this agreement], or at a time specified between the City and the Sponsor.

2. **Signage:** The City shall acquire, install, and maintain all signage contemplated by this Agreement at its own cost. The City shall work with Sponsor to achieve a design that is acceptable to both parties, but all decisions concerning design, layout, placement, size, color, and/or style of sponsorship signage shall be left to the sole discretion of the City.

3. **Funds:** All funds received from the Sponsor pursuant to this Agreement shall be placed in the City operational fund and used for constructing, maintaining, operating, and/or marketing the facility.

- MINUTE BOOK No. 63, CITY OF OXFORD**
4. Unavoidable Circumstances: The City shall not be responsible to Sponsor for its failure to perform any of the obligations imposed by this agreement if such failure is occasioned by fire, catastrophic weather conditions, strikes, lockouts, shortage of labor or material, riots, war, civil strife, acts of terrorism, governmental laws, restrictions, or regulations, or any other occurrence whatsoever that is beyond the control of the City.
5. Completion: The City obligations under the terms of this Agreement are expressly conditioned upon the successful completion, opening, and continued operation of JLTC. If JLTC does not open or ceases to operate at any point during the duration of this Agreement, both parties' obligations hereunder shall be discharged.
6. Hold Harmless: Sponsor agrees to indemnify and hold the OPC and the City of Oxford harmless for any damage to any signage or other document, material, or thing contemplated by this Agreement.
7. Assignment: Sponsor shall not assign this Agreement or the rights provided to it herein to any third party without the express written permission of the City.
8. Governing Law: This Agreement shall be governed, construed and interpreted by, through and under the Laws of the State of Mississippi.
9. Severance: If any provision of this Agreement or the application thereof shall, for any reason and to any extent, be invalid or unenforceable, neither the remainder of this Agreement nor the application of the provision to other persons, entities or circumstances shall be affected thereby, but instead shall be enforced to the maximum extent permitted by law.
10. Entire Agreement: The parties agree that this document contains the entire agreement between the parties and this Agreement shall not be modified, changed, altered or amended in any way except through a written amendment signed by all of the parties hereto.
11. Approval: This Agreement is expressly conditioned upon review and approval of the Agreement by the governing authority of the City. This agreement is also expressly contingent upon and subject to possible re-consideration and approval of subsequent Board(s) of Aldermen of the City.

IN WITNESS WHEREOF, the parties have affixed their signatures to this
MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

City of Oxford

FNG, INC
Sponsor

By: Sam A. Patterson

By: D. D. Bosh

Position: Mayor

Position: Chief Admin Officer

Date: 6/8/12

Date: 6/5/12

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

Exhibit "A"

Schedule of John Leslie Tennis Center Sponsorship Benefits**Facility Sponsor** - \$250,000 over ten years

- Sponsor has sole naming rights to the entire complex
- Sponsor name/logo displayed at facility/court entrance
- Sponsor name on all OPC schedules and literature
- Web site link from OPC site
- Prominent area on home page of OPC web site to be dedicated to sponsor
- Press release to local media outlets
- Name permanently displayed as a founding sponsor

Clubhouse Sponsor - \$100,000 over ten years

- Sponsor has sole naming rights to the tennis central clubhouse
- Sponsor has name/logo prominently displayed on clubhouse
- Sponsor name on any JLTC printed literature
- Web site link from OPC site
- Press release to local media outlets
- Name permanently displayed as a founding sponsor

Court Sponsor - \$15,000 over five years

- Sponsor name/logo displayed at both ends of the court
- Sponsor name on OPC schedules and literature
- Press release to local media outlets
- Name permanently displayed as a founding sponsor

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

**AT&T REQUEST FOR
CELL TOWER ON CITY
PROPERTY:**

Billy Englnd with General Telecom. Inc. came before the Mayor and Board of Aldermen to discuss the possibility of leasing City property from the City of Oxford to place an AT&T communication tower near the intersection of Hwy 7 and University Ave.

It was moved by Alderman Morgan, seconded by Alderman Howell to table the discussion for two weeks. The board needs more information on the specific property being discussed. All the aldermen voting aye, Mayor Patterson declared the motion carried.

MINUTE BOOK No. 53, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

GENERAL TELECOM, INC.

Lisa Carwyle
City of Oxford
107 Courthouse Sq.
Oxford, MS 38655

Re: AT&T Communication Facility

Mrs. Carwyle,

Due to the growing demand for wireless service AT&T has the need for a new communication tower facility near the intersection of Hwy. 7 and University Ave. The objective of this new communication tower will be to provide capacity relief to three existing sites in the Oxford area.

In researching the area I identified property owned by the City of Oxford and I would like to discuss the possibility of the city entering into a lease agreement with AT&T. AT&T would need a 100'x100' area of ground space along with ingress and egress and utility easement. The ground space would consist of a 150' monopole type tower and a 12'x20' prefabricated building to house radio equipment.

The term of the lease is five (5) years with five, five (5) year renewals. There is a 10% rent increase at each renewal term. Rent is Six Thousand dollars (\$6,000.00) a year paid in monthly increments of five hundred dollars (\$500.00).

Please let me know if the City of Oxford would be interested in discussing further the leasing of said property. I have included with this letter the AT&T search area map to clarify the location. If you have any questions please do not hesitate to call.

Thank You

Billy England
Project Manager
General Telecom, Inc.
205-281-0111

92 Site Acquisition Request Form (SARF) for AT&T Mobility Network

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

Cingular Site Name: **MS4277/Highway 7 & University**

Cingular Project Number:

Category: Capacity

FA Location Number: 10549832

County, State: Lafayette, MS

Site Type: Tower

Due Date for Candidate Sites: 1/17/2011

Cell Site Requirements:

Approximate Latitude: 34° 21' 49.25" N

Approximate Longitude: 89° 30' 07.1" W

Approximate Ground Elevation: 495 feet AMSL

Approximate Antenna Centerline: 150 feet AGL

Approximate Total Height: 645 feet AMSL

Search Area Radius: 0.5 miles

SARF Azimuths: 0/120/240

Cell Site Objectives/Notes

The attached map represents the search area for the new Capacity cell site, **MS4277/Highway 7 & University**. The site objective is: Provide capacity relief to The Square UMTS, site MSJKU4279, and to Oxford East UMTS, site MSJKU4210, and to North Lamar UMTS, site MSJKU4293.

RF Planning Engineer

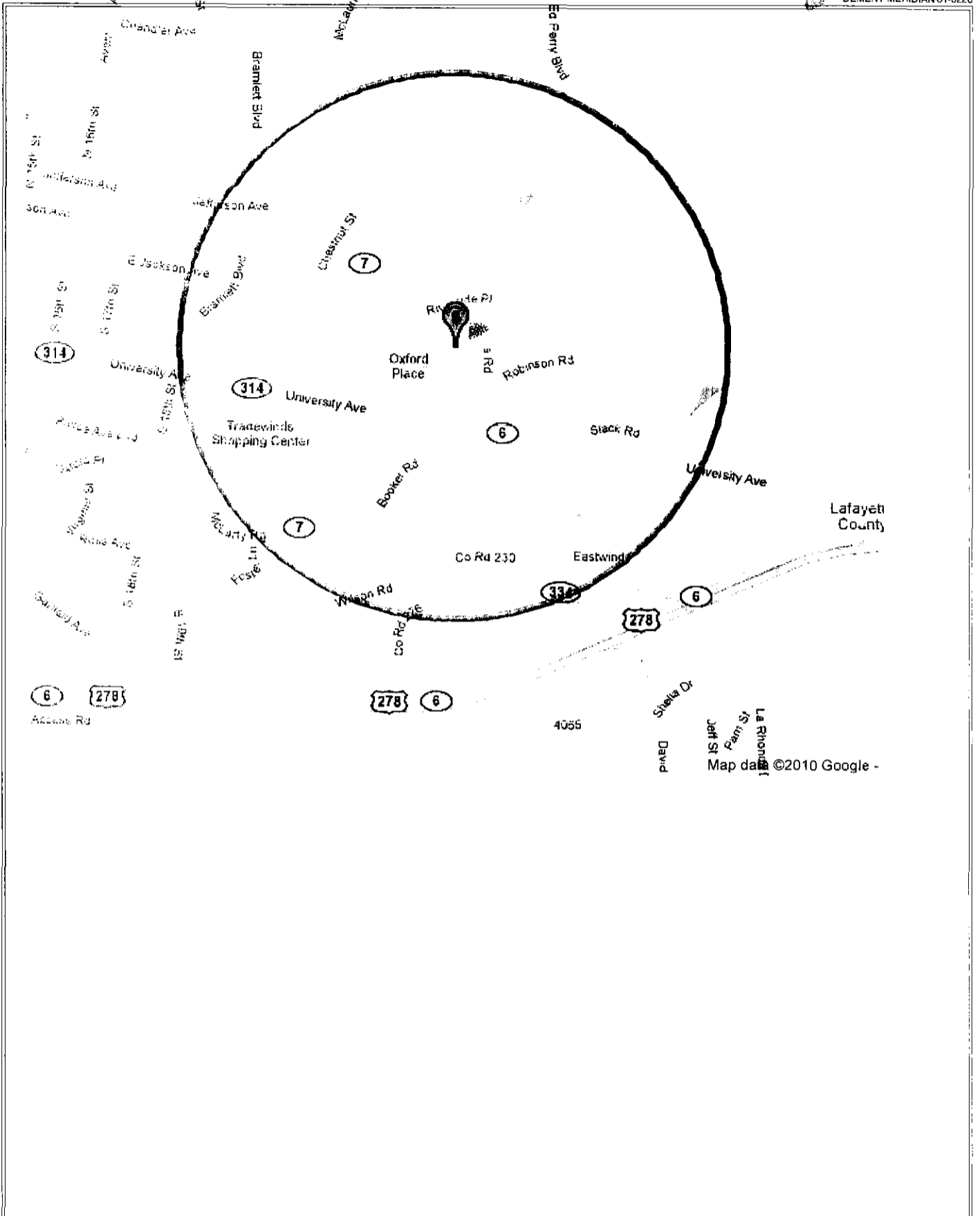
Attachments: Search Area Map

Search Area Map for MS4277/Highway 7 & University

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MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226



MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

OUT OPERATIONS AND MAINTENANCE FACILITY:

It was moved by Alderman Howell, seconded by Alderman Morgan to reject bids received for OUT Operations and Maintenance Facility and to authorize permission to re-bid the project. All the aldermen voting aye, Mayor Patterson declared the motion carried.

Howorth & Associates
ARCHITECTS

CERTIFIED BID TABULATION FORM

Bid Date: May 31, 2012 2:00 p.m.

Oxford University Transit System
New Maintenance & Operations Facility
Oxford, Mississippi

Architect's P.N.: 2010-23

Contractor:	Base Bid:	Alternates: (+/-)
1. Zellner Construction Services, LLC Certificate of Responsibility #17473-MC 5% Bid Security: Liberty Mutual Addenda Received: #1 <input checked="" type="checkbox"/>	\$ 2,484,474.00	#1 (-) \$13,108.00 #2 (-) \$45,515.00 #3 (-) \$106,842.00 #4 (-) \$333,435.00
2. Barnes & Brower, Inc. Certificate of Responsibility #14465-MC 5% Bid Security: Liberty Mutual Addenda Received: #1 <input checked="" type="checkbox"/>	\$ 2,606,857.00	#1 (-) \$128,754.00 #2 (-) \$306,959.00 #3 (-) \$140,990.00 #4 (+) \$178,327.00

I certify that this is a correct tabulation of all bids received for this Project on the date stated above:



(Authorized Signature)

6/1/2012

(Date)

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

CLG GRANT:

It was moved by Alderman Antonow, seconded by Alderman Williams to accept the CLG award in the amount of \$2,500.00 for preservation commission training. All the aldermen voting aye, Mayor Patterson declared the motion carried.

OXFORD HISTORIC PRESERVATION:

Mayor Patterson announced Molissa Swaney has resigned from the Oxford Historic Preservation Commission. Anyone interested should contact Tim Akers.

SPONSORSHIP AGREEMENT:

Brad Freeman came before the Mayor and Board of Aldermen to announce Oxford Orthopedics and Sports Medicine Group is contributing \$150,000.00 towards the construction of an Indoor Practice Facility at FNC Park.

It was moved by Alderman Howell, seconded by Alderman Williams to approve the sponsorship agreement with Oxford Orthopedics and Sports Medicine Group and commit \$75,000.00 towards the facility. The County is also contributing \$75,000.00. All the aldermen voting aye, Mayor Patterson declared the motion carried.

~~OXFORD-LAFAYETTE FIELDS SPONSORSHIP AGREEMENT~~
MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT MERIDIAN 61-226

This Sponsorship Agreement ("Agreement") is entered this the 5 day of June, 2012, between the City of Oxford, Mississippi ("City") and Oxford Orthopaedics and Sports Medicine, PLLC, a Mississippi professional limited liability company ("Sponsor").

1. Purpose: The purpose of this Agreement is to define the nature and scope of sponsorship benefits to Sponsor and the level of financial support to be provided to the City by the Sponsor with respect to the establishment and naming of a practice facility at the Oxford-Lafayette Fields geared toward baseball, softball and soccer indoor practice ("Practice Facility").
2. Term: The initial term of this Agreement shall be ten (10) years beginning at completion of construction of the Practice Facility. This Agreement may be renewed and extended at the agreement of the parties. Said term is however subject to re-consideration, revision and approval of subsequent Board(s) of Aldermen of the City.
3. Cost and Benefits: The Sponsor shall pay to the City one hundred and fifty thousand dollars (\$150,000) over the term of the Agreement. In exchange for, and at all times contingent upon said consideration, the City agrees to the grant Sponsor the following benefits:
 - naming rights to the Practice Facility during the term of the Agreement
 - Sponsor name displayed Practice Facility
 - Sponsor listing on and website link from Oxford-Lafayette Fields internet home page
 - Press release to local media outlets
4. Payment: Payments shall be made quarterly, commencing on the first (1st) day of the month following completion of the Practice Facility, or at a time agreed upon between the City and the Sponsor.
5. Signage: The City agrees to acquire, install, and maintain signage to be displayed at the Practice Facility. The City will work with Sponsor to achieve a design (including layout, placement, size, color, and/or style) acceptable to both parties. Design shall be subject to the approval of Sponsor; however final design decisions shall be left to the sole discretion of the City.
6. Funds: All funds received from the Sponsor pursuant to this Agreement shall be placed in the general fund of the City.
7. Unavoidable Circumstances: The City shall not be responsible to Sponsor for its failure to perform any of the obligations imposed by this agreement if such failure is occasioned by fire, catastrophic weather conditions, strikes, lockouts, shortage of labor or material, riots, war, civil strife, acts of terrorism, governmental laws, restrictions, or regulations, or any other occurrence whatsoever that is beyond the control of the City.
8. Completion: The City's obligations under this Agreement are expressly conditioned upon the successful construction, opening, and continued operation of the Practice Facility. If

the Practice Facility does not open or ceases to operate at any point during the duration of this Agreement, both parties' obligations hereunder shall be terminated.

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DEMENT-MERIDIAN 61-0226

9. Hold Harmless: Sponsor agrees to indemnify and hold the City harmless for any damage to any signage or other document, material, or thing contemplated by this Agreement.

10. Assignment: If, after twenty four (24) months after the beginning of the term of this Agreement, Sponsor becomes unable or unwilling to make payments due under this Agreement, Sponsor may assign this Agreement to a third party who shall be bound by the terms hereof. However, Sponsor shall not assign this Agreement or the rights provided to it herein to any third party without the permission of the City. The City understands and agrees that if assignment becomes necessary, it will be in the best interest of both parties to secure a third party-sponsor/assignee, and the City shall work diligently and in good faith with Sponsor to find, approve and facilitate such an assignment.

11. Governing Law: This Agreement shall be governed, construed and interpreted by, through and under the Laws of the State of Mississippi. Both parties further acknowledge the right and duty of municipal governing authorities and commissions to review and either affirm or disavow prior contracts and their contents, at the discretion of the subsequent reviewing authority and/or commission.

12. Severance: If any provision of this Agreement or the application thereof shall, for any reason and to any extent, be invalid or unenforceable, neither the remainder of this Agreement nor the application of the provision to other persons, entities or circumstances shall be affected thereby, but instead shall be enforced to the maximum extent permitted by law.

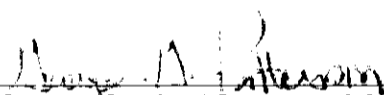
13. Entire Agreement: The parties agree that this document contains the entire agreement between the parties and this Agreement shall not be modified, changed, altered or amended in any way except through a written amendment signed by all of the parties hereto.

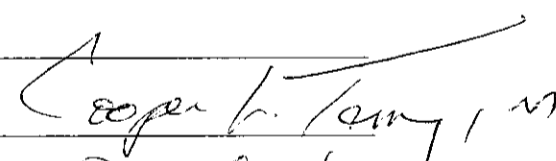
14. Approval: This Agreement is expressly conditioned upon review and approval of the Agreement by the governing authority of the City. This Agreement is also expressly contingent upon and subject to possible re-consideration and approval of subsequent Board(s) of Aldermen of the City.

IN WITNESS WHEREOF, the parties have affixed their signatures below.

THE CITY OF OXFORD

OXFORD ORTHOPAEDICS AND SPORTS
MEDICINE, PLLC


George G. "Pat" Paterson, Mayor

By: 
Title/Position: President

MINUTE BOOK No. 63, CITY OF OXFORD

DANIEL BROWN

DEMENT-MERIDIAN 61-226

By: [Signature]

Title/Position: n.o.

KORRE LUTER

By: [Signature]

Title/Position: M.D.

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

OPC INTERLOCAL WITH LAFAYETTE COUNTY:

It was moved by Alderman Williams, seconded by Alderman Taylor to approve the amended interlocal agreement between OPC and Lafayette County. All the aldermen voting aye, Mayor Patterson declared the motion carried.

AMENDMENT TO THE JANUARY 16, 2007, INTERLOCAL AGREEMENT BETWEEN LAFAYETTE COUNTY, MISSISSIPPI, AND THE CITY OF OXFORD, MISSISSIPPI

This Amendment to the Interlocal Agreement between Lafayette County, Mississippi, and the City of Oxford, Mississippi dated January 16, 2007, ("Interlocal Agreement") (the "Amendment") is made on this the 5 day of June, 2012, by and between Lafayette County, Mississippi, a county duly existing under the laws of the State of Mississippi ("Lafayette County"), and the City of Oxford, Mississippi, a municipality duly existing under the laws of the State of Mississippi ("City of Oxford").

WHEREAS, the Board of Supervisors of Lafayette County, as the duly elected governing body of Lafayette County, has the authority and obligation to adequately promote the health, safety and welfare of the citizens of the county, pursuant to Section 17-1-3 of the Mississippi Code of 1972, Annotated, as amended; and

WHEREAS, the Mayor and Board of Aldermen of the City of Oxford, as the duly elected governing authorities of the City of Oxford, have the duty to adequately promote the health, safety and welfare of the citizens of the city, pursuant to Section 17-1-3, Section 21-17-1 and Section 55-9-1 of the Mississippi Code of 1972, Annotated, as amended; and

WHEREAS, the Oxford Park Commission ("OPC") operates and manages parks and recreational facilities owned by the City of Oxford in accordance with Section 21-37-33 and 21-37-35 of the Mississippi Code of 1972, Annotated, as amended; and

WHEREAS, on January 16, 2007, the City of Oxford and Lafayette County entered into the Interlocal Agreement which outlined cooperation and cooperative funding between the City of Oxford and Lafayette County to expand and develop sports facilities and related programs operated by the City of Oxford and the Oxford Park Commission; and

WHEREAS, pursuant to Section 10 of the Interlocal Agreement, the parties agreed that the City of Oxford and the OPC may need and desire additional financial assistance from Lafayette County during the term of the Interlocal Agreement to further develop and expand sports facilities; and

WHEREAS, the Mayor and Board of Aldermen of the City and the Board of Supervisors of the County have determined that it is in the best interest of the citizens of the City of Oxford and Lafayette County to expand and improve outdoor tennis facilities of the City, including at John Leslie Park, as well as the facilities at FNC Park; and

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DEMENT-MERIDIAN 61-226

~~WHEREAS, the City of Oxford has requested financial assistance from Lafayette~~
County in the amount of \$625,000 to allow for said expansion and improvement; and

WHEREAS, the City of Oxford and Lafayette County, having determined that the Interlocal Agreement may and should be amended to affect said expansion and improvement; and

WHEREAS, the Mayor and Board of Aldermen of City of Oxford and the Board of Supervisors of Lafayette County have authorized the undersigned representatives to enter into and execute this Amendment.

NOW, THEREFORE, for and in consideration of the mutual covenants and agreements contained herein and other good and valuable consideration, the parties do hereby agree as follows:

1. The Interlocal Agreement is hereby amended to include these additional paragraph sections:
 13. Consistent with and pursuant to paragraph 10 of this agreement, Lafayette County agrees to contribute additional monies to the City of Oxford for the further development and expansion of certain facilities operated by the OPC, as follows:
 - (a) The sum of \$475,000 for the expansion of tennis facilities at John Leslie Park ("Tennis Facility"), payable to the City of Oxford in fiscal year 2013. It is acknowledged that the City of Oxford and the University of Mississippi have also agreed to contribute equal or greater sums for the expansion and construction of the Tennis Facility to be owned by the City of Oxford and operated and managed by OPC.
 1. It is further agreed that Lafayette County will contribute a pro rata share (that is, one third) of the actual costs of resurfacing the tennis courts within the Tennis Facility, if and when needed, but in no case earlier than 5 years after the initial construction and surfacing of the tennis courts.
 2. Notwithstanding any other language in this Agreement, the Oxford School District and Lafayette County School District tennis teams and their team participants will be permitted access to tennis courts within the Tennis Facilities for the term of this Agreement (through fiscal year 2027), specifically and especially during the school districts' tennis seasons, and to the extent facilities are available for use and scheduling as agreed upon by the City and County. By way of example only, the Oxford School District and the Lafayette County School District may schedule and be allowed access to seven (7) courts, for a total of

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fourteen (14) courts, from 3:30 p.m. to 5:30 p.m., Monday through Friday, February 1 through May 31 of each year. AMEND-MERIDIAN 61-0226

through Friday, February 1 through May 31 of each year. Additionally, the teams may be allowed to schedule reasonable matches against opponents during their respective tennis seasons, and they may be allowed to reasonably schedule a certain number of courts for tournament play which may fall on weekends. It is agreed that the use of these courts by the respective schools will be at the discretion of the OPC and will not conflict with existing or future City activities and sports programming.

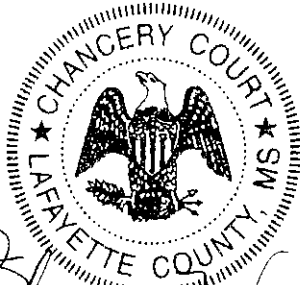
- (b) The sum of \$75,000 for the bidding, contracting and construction of two additional practice baseball fields at FNC Park, payable to the City of Oxford in fiscal year 2013, and the sum of \$75,000 for the bidding, contracting and construction of an indoor practice facility at FNC Park suitable for use for soccer, softball and baseball instruction and practice, also payable to the City of Oxford in fiscal year 2013, (together "FNC Park Improvements").
 - (c) The City of Oxford agrees to use its best efforts to finance, bid, contract and construct the Tennis Facilities and FNC Park Improvements (baseball practice fields and indoor practice facility) as soon as reasonably practicable. The City of Oxford shall retain all rights and duties related to the design, bidding, budgeting, building, and oversight of the subject facilities.
14. Each party to this Agreement shall assume responsibility for any acts of negligence which may be attributed to it or its employees or agents, to the extent authorized by Miss. Code Ann. §§ 11-46-1, et. seq. (the Mississippi Tort Claims Act), and any other applicable federal, state, or local laws or regulations. Nothing in this Agreement shall be construed as an obligation by either party to indemnify the other that would not be authorized under applicable law, or an acceptance of liability by either party beyond that prescribed by law. This provision shall not be construed to abrogate, abridge or waive any immunities or privileges held or maintained by any of the parties to this Agreement.
15. This Agreement creates no joint property not existing before its execution.
2. Pursuant to Miss. Code Ann. § 17-13-11, the parties understand that as a condition precedent to the Amendment being enforceable, the Amendment shall be submitted to the Attorney General of the State of Mississippi for approval. On approval by the Attorney General, or the passing of sixty days after submission without disapproval, copies of this Amendment shall be filed with the Chancery Clerk of Lafayette County, the Secretary of State of Mississippi, and the State Department of Audit, pursuant to Miss. Code Ann. §§17-13-11(3) and (4).

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DEMENT-MERIDIAN 61-226

- 3. While the terms of this Amendment may be renewed, modified, amended, or altered in writing and by the mutual agreement of the parties, any modification of this agreement must be approved by the Attorney General prior to the implementing of any such modifications.
- 4. The Interlocal Agreement shall be amended as provided for herein and all provisions of the Interlocal Agreement shall remain in full force and effect, except as to any provisions that may be in conflict with this Amendment, in which case the provisions of this Amendment shall be superior and take precedence over the conflicting provisions of the Interlocal Agreement.
- 5. This Amendment shall not unlawfully bind successors in office.
- 6. This Amendment is governed by Mississippi law.
- 7. This Amendment may be executed in several counterparts that, when combined, will constitute the original instrument.

APPROVED AND EXECUTED BY THE RESPECTIVE PARTIES pursuant to lawful approval, resolution and minutes of each party.

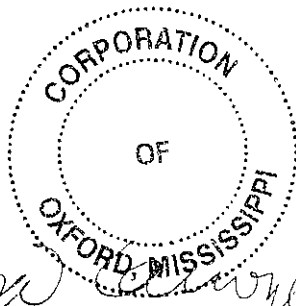


LAFAYETTE COUNTY, MISSISSIPPI

Jeff Busby, President, Board of Supervisors

Attest:

Sherry Wall
 Sherry Wall, Clerk



CITY OF OXFORD, MISSISSIPPI

George G. "Pat" Paterson, Mayor

Attest:

Lisa Carwyle
 Lisa Carwyle, Clerk

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

UNIVERSITY INTERLOCAL
FOR TENNIS COURTS:

It was moved by Alderman Williams, seconded by Alderman Taylor to approve the interlocal with the University of Mississippi regarding the tennis facility. All the aldermen voting aye, Mayor Patterson declared the motion carried.

**INTERLOCAL AGREEMENT
BETWEEN THE CITY OF OXFORD, MISSISSIPPI,
AND THE UNIVERSITY OF MISSISSIPPI**

This Agreement made on the ____ day of _____, 2012, by and between the City of Oxford, Mississippi, a municipality duly existing under the laws of the State of Mississippi ("City"), and the University of Mississippi, a state institution of higher learning duly existing under the laws of the State of Mississippi ("University"), which agreement is set forth as follows:

WHEREAS, the Mayor and Board of Aldermen of the City, as the duly elected governing authorities of the City, have the duty to adequately promote the health, safety and welfare of the citizens of the City, pursuant to Section 17-1-3, Section 21-17-1 and Section 55-9-1 of the Mississippi Code of 1972, Annotated, as amended; and

WHEREAS, the Oxford Park Commission operates and manages parks and recreational facilities owned by the City of Oxford in accordance with Section 21-37-33 and 21-37-35 of the Mississippi Code of 1972, Annotated, as amended; and

WHEREAS, the University wishes to ensure tennis facilities are available for the offer of instruction of tennis to its students through its Health, Exercise Science and Recreation Management Department; and

WHEREAS, the parties have determined that it is in the best interest of the citizens of the City and of the University and its student body to provide, expand and improve the outdoor tennis facilities of the City, including at John Leslie Park, and

WHEREAS, the City has requested financial assistance from the University in the amount of \$550,000 for said expansion and improvement; and

WHEREAS, the governing body of the City has authorized its undersigned representatives to enter into and execute this Agreement and the University has received approval from the Board of Trustees of State Institutions of Higher Learning to enter into this Agreement;

NOW, THEREFORE, for and in consideration of the mutual covenants and agreements contained herein and other good and valuable consideration, the parties do hereby agree as follows:

1. This agreement (AAgreement@) is entered in accordance with the provisions of Miss. Code Ann. §§ 17-13-1, et. seq., the AInterlocal Cooperation Act of 1974" ("Act@), as it now appears. All provisions set forth in the Act are incorporated herein and made a part hereof.

MINUTE BOOK No. 63 CITY OF OXFORD

2. The University agrees to pay the City the sum of \$550,000 in the manner shown in attached Schedule "A," and the City agrees to use these funds for the planning, bidding, contracting, development, and construction and expansion of current City tennis facilities ("Tennis Facilities").
3. The University will be allowed access to the Tennis Facilities for tennis instruction to its students enrolled in classes offered by the University Health, Exercise Science and Recreation Management department at appropriately designated times and with reasonable terms. By way of example only, the University may schedule with the Oxford Park Commission and be allowed access to six (6) tennis courts for two (2) hours per court, Monday through Friday, in order to accommodate University Health, Exercise Science and Recreation Management department tennis classes.
4. Participants of University intramural tennis programs operated through the Department of Campus Recreation shall have reasonable access to tennis courts within the Tennis Facilities on a first come first serve basis, exclusive of those courts already scheduled and reserved through and/or by the Oxford Park Commission.
5. The City agrees to use its best efforts to finance and construct the Tennis Facilities as soon as reasonably practicable. The City shall retain all rights and duties related to the design, building, and oversight of the subject facilities.
6. The parties also agree that the City may need or desire additional financial assistance from the University for the Tennis Facilities. In the event the City or the Oxford Park Commission make a request to the University for additional funds to further develop, improve, expand, or maintain the Tennis Facilities, the University agrees to seriously consider all such requests in good faith within budgetary constraints. If at any time after five (5) years after the original construction and surfacing of the tennis courts, the City and/or the Oxford Park Commission shall determine that the tennis courts require resurfacing, the University agrees to pay one-third of such costs.
7. Each party to this Agreement shall assume responsibility for any acts of negligence which may be attributed to it or its employees or agents, to the extent authorized by Miss. Code Ann. §§11-46-1, et. seq. (the Mississippi Tort Claims Act), and any other applicable federal, state, or local laws or regulations. Nothing in this Agreement shall be construed as an obligation by either party to indemnify the other that would not be authorized under applicable law, or an acceptance of liability by either party beyond that prescribed by law. This provision shall not be construed to abrogate, abridge or waive any immunities or privileges held or maintained by any of the parties to this Agreement.
8. Pursuant to Miss. Code Ann. §17-13-11, the parties understand that as a condition precedent to the Agreement being enforceable, the Agreement shall be submitted

to the Attorney General of the State of Mississippi for approval by the Attorney General, or the passing of sixty days after submission without disapproval. copies of this Agreement shall be filed with the Chancery Clerk of Lafayette County, the Secretary of State of Mississippi, and the State Department of Audit, pursuant to Miss. Code Ann. §§17-13-11(3) and (4).

9. The term of this Agreement shall be through the City fiscal year 2027. The parties may renew, amend, modify or alter the terms of this Agreement if the same is in writing, dated subsequent to the date of this Agreement, and duly authorized and executed by the parties. While the terms of this Agreement may be renewed, modified, amended, or altered in writing and by the mutual agreement of the parties, any modification of this agreement must be approved by the Attorney General prior to the implementing of any such modifications.
10. This Agreement shall not unlawfully bind successors in office.
11. This Agreement is governed by Mississippi law. This Agreement may be executed in several counterparts that, when combined, will constitute the original instrument.
12. This Agreement creates no joint property not existing before its execution.

APPROVED AND EXECUTED BY THE RESPECTIVE PARTIES pursuant to lawful actions of each party.

CITY OF OXFORD, MISSISSIPPI

George G. "Pat" Paterson, Mayor

Attest:

Lisa Carwyle, Clerk

THE UNIVERSITY OF MISSISSIPPI

Daniel W. Jones, Chancellor

MINUTE BOOK No. 63, CITY OF OXFORD

Schedule "A"

DEMENT-MERIDIAN 61-226

Contributions from the University for the Tennis Facility shall be made payable to the City of Oxford on the following dates:

September 1, 2012	\$235,000
October 1, 2013	\$45,000
October 1, 2014	\$45,000
October 1, 2015	\$45,000
October 1, 2016	\$45,000
October 1, 2017	\$45,000
October 1, 2018	\$45,000
October 1, 2019	\$45,000

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DEMENT-MERIDIAN 61-0226

**DESIGN BUILD FOR
TENNIS FACILITY:**

It was moved by Alderman Morgan, seconded by Alderman Bailey to approve to advertise for a design build for the tennis facility. This project will be funded with the Community Health Foundation funds from Baptist. All the aldermen voting aye, Mayor Patterson declared the motion carried.

**ANNUAL MATERIALS
AND SUPPLIES:**

It was moved by Alderman Bailey, seconded by Alderman Howell to authorize the advertisement for annual materials and supplies. All the aldermen voting aye, Mayor Patterson declared the motion carried.

FIRE STATION SITE:

It was moved by Alderman Howell, seconded by Alderman Williams to authorize permission to advertise for garbage removal, fill placement and street repair at Price and Molly Barr Road at the new Fire Station site. The projected cost will be \$500,000.00 and will be paid from the Community Health Foundation money received from Baptist. All the aldermen voting aye, Mayor Patterson declared the motion carried.

**PIPE REPLACEMENT
BID:**

It was moved by Alderman Williams, seconded by Alderman Morgan to accept the low bid from Southern General in the amount of \$158,242.75 for pipe replacement on North 16th and Avent Street. All the aldermen voting aye, Mayor Patterson declared the motion carried.

Southern General Contractors
 26 CR 275
 Oxford, MS 38655
 17644-MC

Eubank Construction
 2011 N. 2nd Street
 Booneville, MS 38822
 10589-MC

Johnson Construction
 3151 Terza Road
 Batesville, MS 38606
 16641-MC

Colom Construction
 P. O. Box 414
 Ripley, MS 38664
 5993-MC

ITEM NO	QTY	UNIT	DESCRIPTION	UNIT DOLLARS	ITEM DOLLARS	UNIT DOLLARS	ITEM DOLLARS	UNIT DOLLARS	ITEM DOLLARS	UNIT DOLLARS	ITEM DOLLARS
S-200-A	1.0	L.S.	Mobilization	\$10,000.00	\$10,000.00	\$15,000.00	\$15,000.00	\$70,000.00	\$70,000.00	\$15,000.00	\$15,000.00
S-202-C	400.0	L.F.	Removal of Concrete Curb and Gutter	14.50	5,800.00	15.00	6,000.00	5.00	2,000.00	13.00	5,200.00
S-202-D	10.0	S.Y.	Removal of Concrete Sidewalk	40.00	400.00	25.00	250.00	20.00	200.00	72.00	720.00
S-202-D	25.0	S.Y.	Removal of Hot Mix Asphalt	9.00	3,825.00	20.00	8,500.00	5.00	2,125.00	13.00	5,525.00
S-202-E	28.0	L.F.	Removal of Pipe (All Sizes)	15.00	420.00	50.00	1,400.00	25.00	700.00	15.00	420.00
S-304-D	150.0	TON	Crushed Stone (3/4" Limestone)	59.00	8,850.00	50.00	7,500.00	40.00	6,000.00	50.00	7,500.00
S-403-A	100.0	TON	Hot Mix Asphalt, ST, 12.5 mm, Surf CS	150.00	15,000.00	140.00	14,000.00	125.00	12,500.00	150.00	15,000.00
S-601-B	40.5	C.Y.	Class B Struct Conc., Minor Structures	1,000.00	40,500.00	1,900.00	76,950.00	1,500.00	60,750.00	2,500.00	101,250.00
S-602-A	5,086.0	LB	Reinforcing Steel	1.00	5,086.00	3.00	15,258.00	1.00	5,086.00	1.80	9,154.80
603-MA	50.0	L.F.	15" Alumin Coated Corr. Metal Pipe 16 Ga.,	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
OR											
603-PE	50.0	L.F.	15" HDPE	27.00	1,350.00	23.00	1,150.00	18.00	900.00	15.00	750.00
603-MA	20.0	L.F.	18" Alumin Coated Corr. Metal Pipe 16 Ga.,			0.00	0.00	0.00	0.00	0.00	0.00
OR											
S-603-PE	20.0	L.F.	18" HDPE	33.00	660.00	29.00	580.00	19.00	380.00	28.75	575.00
603-MA	630.0	L.F.	36" Alumin Coated Corr. Metal Pipe 16 Ga.,	0.00	0.00	60.00	37,800.00	0.00	0.00	0.00	0.00
OR											
S-603-PE	630.0	L.F.	36" HDPE	43.00	27,090.00	0.00	0.00	60.00	37,800.00	56.50	35,595.00
603-MA	25.0	L.F.	48" Alumin Coated Corr. Metal Pipe 16 Ga.,	0.00	0.00	85.00	2,125.00	0.00	0.00	0.00	0.00
OR											
S-603-PE	25.0	L.F.	48" HDPE	70.00	1,750.00	0.00	0.00	85.00	2,125.00	92.50	2,312.50
P-1	95.0	L.F.	54" Corrugated Metal Pipe Lining (Lined & Grouted with 48" Pipe)	74.00	7,030.00	200.00	19,000.00	195.00	18,525.00	276.00	26,220.00
S-604-A	882.0	LB	Castings	4.00	3,528.00	6.00	5,292.00	3.50	3,087.00	12.00	10,584.00
HC-1	1.0	EA.	Cast In Place Det./Tactile Warning Surface (24"x48")(Brick Red)	1,300.00	1,300.00	500.00	500.00	300.00	300.00	300.00	300.00
S-608-A	17.0	S.Y.	Concrete Sidewalk	42.75	726.75	65.00	1,105.00	50.00	850.00	65.00	1,105.00
S-609-D	58.0	L.F.	Combination Conc. Curb and Gutter	12.00	7,896.00	25.00	16,450.00	20.00	13,160.00	48.00	31,584.00
S-618-A	1.0	L.S.	Maintenance of Traffic	5,000.00	5,000.00	8,000.00	8,000.00	2,500.00	2,500.00	15,000.00	15,000.00
EROSION CONTROL ITEMS											
S-226-A	150.0	S.Y.	Solid Sodding	3.50	525.00	10.00	1,500.00	5.00	750.00	10.00	1,500.00
S-233-A	100.0	L.F.	Temp. Silt Fence(Typ.1)(AOS 0.15-0.84)	6.75	675.00	2.00	200.00	3.75	375.00	5.00	500.00
S-235-A	200.0	L.F.	Temp. Erosion Checks, 12" Wattles	2.75	550.00	3.00	600.00	10.00	2,000.00	18.00	3,600.00
TOTAL BASE BID					\$147,961.75		\$239,160.00		\$242,113.00		\$289,395.30
ADDITIVE ALTERNATE NO. 1											
HC-1	7.0	EA.	Cast In Place Det./Tactile Warning Surface (24"x48")(Brick Red)	1,200.00	8,400.00	500.00	3,500.00	300.00	2,100.00	300.00	2,100.00
S-608-A	44.0	S.Y.	Concrete Sidewalk	42.75	1,881.00	65.00	2,860.00	50.00	2,200.00	85.00	3,740.00
TOTAL ALTERNATE NO. 1 BID					\$10,281.00		\$6,360.00		\$4,300.00		\$5,840.00
TOTAL BID + ADDITIVE ALTERNATE NO. 1 BID					\$158,242.75		\$245,520.00		\$246,413.00		\$295,235.30

I HEREBY CERTIFY THIS TO BE A TRUE AND ACCURATE BID TABULATION OF THE PROJECT TO THE BEST OF MY ABILITIES.

Jeffery W. Williams
 JEFFERY W. WILLIAMS, PE/PLS, CONSULTING ENGINEER

DATE: JUNE 6, 2012

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

MS COALITION RECYCLING
BOARD:

It was moved by Alderman Morgan, seconded by Alderman Williams to authorize Amberlyn Liles to attend the quarterly MS Coalition Recycling Board meeting on June 12, 2012 at no cost to the City. All the aldermen voting aye, Mayor Patterson declared the motion carried.

FBI COMMAND
COLLEGE:

It was moved by Alderman Howell, seconded by Alderman Bailey to authorize three officers to attend the FBI Command College Course on the University of Mississippi campus on July 29-August 3, 2012 with a cost of \$975.00. All the aldermen voting aye, Mayor Patterson declared the motion carried.

RETIREMENT:

It was moved by Alderman Taylor, seconded by Alderman Antonow to accept the retirement of Mike Collins and Wayne Hanks in the Police Department, with regrets. All the aldermen voting aye, Mayor Patterson declared the motion carried.

ADVERTISE:

It was moved by Alderman Antonow, seconded by Alderman Williams to authorize advertisement for a pool of applicants for patrol officer. All the aldermen voting aye, Mayor Patterson declared the motion carried.

RETIREMENT:

It was moved by Alderman Howell, seconded by Alderman Williams to accept the retirement of Mike Morrison in the Electric Department, with regrets. All the aldermen voting aye, Mayor Patterson declared the motion carried.

FIRE CHIEF:

It was moved by Alderman Antonow, seconded by Alderman Oliver to authorize the employment of Cary Sallis as Fire Chief effective July 1, 2012 with a salary of \$65,200.19. All the aldermen voting aye, Mayor Patterson declared the motion carried.

ADVERTISE:

It was moved by Alderman Morgan, seconded by Alderman Howell to authorize the internal advertisement for Deputy Fire Chief. All the aldermen voting aye, Mayor Patterson declared the motion carried.

ADVERTISE:

It was moved by Alderman Oliver, seconded by Alderman Howell to authorize the internal advertisement for Training Officer with the Fire Department. All the aldermen voting aye, Mayor Patterson declared the motion carried.

RETIREMENT:

It was moved by Alderman Morgan, seconded by Alderman Bailey to accept the retirement of Ronnie Holland in the Solid Waste Department. All the aldermen voting aye, Mayor Patterson declared the motion carried.

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

EMPLOYMENT: It was moved by Alderman Antonow, seconded by Alderman Morgan to authorize the employment of Larry Harris and Corrie Norphlet with a salary of \$27,466.71. All the aldermen voting aye. Mayor Patterson declared the motion carried.

EXECUTIVE SESSION: It was moved by Alderman Howell, seconded by Alderman Williams to consider executive session for one personnel issue, acquisition of property and litigation. All the aldermen present voting aye. Mayor Patterson declared the motion carried.

It was moved by Alderman Morgan, seconded by Alderman Howell to go into executive session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

REGULAR SESSION: It was moved by Alderman Howell, seconded by Alderman Bailey to come out of executive session and return to regular session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

Alderman Morgan left the meeting at this time.

TERMINATION: It was moved by Alderman Oliver, seconded by Alderman Antonow to follow the recommendation of the Human Resource Director and Department head and terminate an employee in the Building & Grounds Department.

RECESS: It was moved by Alderman Williams, seconded by Alderman Taylor to recess the meeting until Friday, June 15, 2012 at 9:00 a.m. at the Lafayette County Chancery Building. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

George G. Patterson, Mayor



Lisa Carwyle, City Clerk

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

OF THE MAYOR AND BOARD OF ALDERMEN
OF THE CITY OF OXFORD

Pursuant to Section 21-3-21, Mississippi Code of 1972 Annotated, I, George G. Patterson, Mayor of the City of Oxford, Mississippi, do hereby call the Mayor and Board of Aldermen of Oxford, MS, to a SPECIAL MEETING to be held on

^{1:00 PM}
Friday, June 8, 2012 AT 10:00 A.M. for the transaction of important business. The meeting will be held in the court room of City Hall. The business to be acted upon at the Special Meeting in consideration of the following:

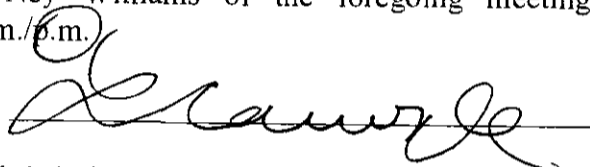
- 1. Consider executive session

This the 7th day of June 2012.

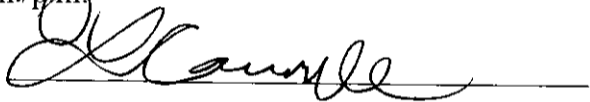


GEORGE G. PATTERSON, MAYOR

I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman Ney Williams of the foregoing meeting on 6/7/12 at 4:45 a.m./p.m.



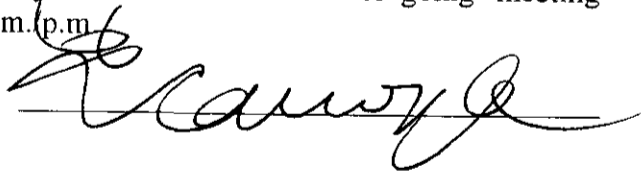
I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman E.O. Oliver of the foregoing meeting on 6/7/12 at 4:45 a.m./p.m.



I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman Janice Antonow of the foregoing meeting on 6/7/12 at 4:45 a.m./p.m.



I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman Ulysses Howell of the foregoing meeting on 6/7/12 at 4:45 a.m./p.m.



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I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman Preston Taylor of the foregoing meeting on 6/7/12 at 4:45 a.m./p.m.

[Handwritten signature]

I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman Jason Bailey of the foregoing meeting on 6/7/12 at 4:45 a.m./p.m.

[Handwritten signature]

I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman John Morgan of the foregoing meeting on 6/7/12 at 4:45 a.m./p.m.

[Handwritten signature]

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DEMENT-MERIDIAN 61-0226

CALL TO ORDER:

Pursuant to the notice of Special Meeting, the Mayor and Board of Aldermen of the City of Oxford did meet at 1:00 p.m. on Friday, June 8, 2012 in the court room of City Hall when and where the following were present:

George G. Patterson- Mayor
 Ney Williams- Alderman Ward I
 E.O. Oliver- Alderman Ward II
 Janice Antonow- Alderman Ward III
 Preston Taylor- Alderman Ward V
 Jason Bailey- Alderman Ward VI
 John Morgan- Alderman At-Large

Lisa Carwyle – City Clerk
 Reanna Mayoral- Asst. Engineer
 Tim Akers- Director of Planning
 Paul Watkins- Counsel
 Elise Atkins- Counsel

AGENDA:

It was moved by Alderman Antonow, seconded by Alderman Morgan to adopt the agenda for the meeting. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

EXECUTIVE SESSION:

It was moved by Alderman Morgan, seconded by Alderman Antonow to consider executive session for a possible acquisition of property. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

It was moved by Alderman Antonow, seconded by Alderman Bailey to go into executive session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

REGULAR SESSION:

It was moved by Alderman Morgan, seconded by Alderman Antonow to go into regular session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ADJOURN:

It was moved by Alderman Bailey, seconded by Alderman Williams to adjourn the meeting sine-die. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

 George G. Patterson, Mayor


 Lisa Carwyle, City Clerk

STATE OF MISSISSIPPI

COUNTY OF LAFAYETTE

CITY OF OXFORD

RECESSED MEETING

June 15, 2012

9:00 a.m.

CALL TO ORDER:

Pursuant to the order of June 5, 2012 the Mayor and Board of Aldermen did meet at 9:00 a.m. on Friday, June 15, 2012 in the conference room of the Oxford Electric Department when and where the following were present:

George "Pat" Patterson – Mayor
Janice Antonow- Alderman Ward III
Preston Taylor – Alderman Ward V
Jason Bailey- Alderman Ward VI

Bart Robinson-Chief Operations Officer
Lisa Carwyle- City Clerk

BAPTIST MEMORIAL
HOSPITAL CON:

Dick Cowart with Baptist Memorial Hospital presented information related to the Certificate of Need application to the members of the board.

Alderman Williams joined the meeting at this time, therefore a quorum was present.

AGENDA:

It was moved by Alderman Antonow, seconded by Alderman Williams to adopt the agenda for the meeting. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ADVERTISE:

It was moved by Alderman Williams, seconded by Alderman Taylor to authorize advertisement for bid for a bulldozer for the landfill. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

EXECUTIVE SESSION:

It was moved by Alderman Williams, seconded by Alderman Bailey to consider executive session for the possible purchase of property. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

It was moved by Alderman Antonow, seconded by Alderman Bailey to go into executive session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

REGULAR SESSION:

It was moved by Alderman Antonow, seconded by Alderman Taylor to come out of executive session and return to regular session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ADJOURN:

It was moved by Alderman Howell, seconded by Alderman Oliver to adjourn the meeting sine-die. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

George G. Patterson, Mayor


Lisa Carwyle, City Clerk

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DEMENT-MERIDIAN 61-0226

UNITED STATES OF AMERICA

STATE OF MISSISSIPPI

COUNTY OF LAFAYETTE

CITY OF OXFORD

REGULAR MEETING

June 19, 2012

6:00 p.m.

CALL TO ORDER:

The meeting of the Mayor and Board of Aldermen of the City of Oxford, Mississippi, was called to order by Mayor Patterson at 6:00 p.m. on Tuesday, June 19, 2012, in the court room of City Hall when and where the following were present:

George G. Patterson - Mayor
 Ney Williams- Alderman Ward I
 E.O. Oliver- Alderman Ward II
 Janice Antonow- Alderman Ward III
 Ulysses Howell- Alderman Ward IV
 Preston Taylor- Alderman Ward V
 Jason Bailey- Alderman Ward VI
 John Morgan – Alderman at Large

Mayo Mallette PLLC – Of Counsel
 Bart Robinson- Director of Public Works
 Lisa Carwyle– City Clerk
 Katrina Hourin– Asst. Dir of Planning
 Mike Martin- Chief Oxford Police Dept
 Cary Sallis- Chief of Fire Dept
 Lynn Robbins - Supt. of Elec Dept
 Randy Russell- Dir. of Sanitation
 Al Hope- Dir of Human Resources
 Billy Lamb- Supt of Building & Grounds
 Jimmy Allgood- Director of Emerg. Management
 Bo Ragon- Director of City Shop

AGENDA:

It was moved by Alderman Howell, seconded by Alderman Bailey to adopt the agenda for the meeting. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

MINUTES:

It was moved by Alderman Antonow, seconded by Alderman Williams to adopt the minutes of the regular meeting on June 5, 2012, the special meeting on June 8, 2012 and the recessed meeting on June 15, 2012. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ACCOUNTS:

It was moved by Alderman Howell, seconded by Alderman Morgan to approve the payment of all accounts for the City. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

CHANGE IN MEETING:

It was moved by Alderman Morgan, seconded by Alderman Antonow to authorize the change of the

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first meeting in July from Tuesday, July 3, 2012 to Monday, July 2, 2012. All the aldermen voting aye. Mayor Patterson declared the motion carried.

**OXFORD RESERVE
AND TRUST COMMITTEE:**

It was moved by Alderman Morgan, seconded by Alderman Antonow to authorize the appointment of Dennis Ford to replace Jack Dunbar, whose term expires August 2012 on the Oxford Reserve and Trust Committee. This will be a two year term. All the aldermen voting aye, Mayor Patterson declared the motion carried.

It was moved by Alderman Williams, seconded by Alderman Oliver to appoint Jason Bailey to fill the unexpired term of Brad Mayo, whose term expires August 2013, on the Oxford Reserve and Trust Committee. All the aldermen voting aye, Mayor Patterson declared the motion carried.

**RETIREMENT
PROCLAMATION:**

It was moved by Alderman Antonow, seconded by Alderman Howell to adopt the following proclamation in honor of Randy Russell. All the aldermen voting aye, Mayor Patterson declared the motion carried.

CITY OF OXFORD

RESOLUTION

Whereas, Randall G. Russell has been a valued employee of the City of Oxford since February 9, 1978, establishing himself as a valuable resource and respected among not only his fellow workers but the entire Oxford and Lafayette County community; and

Whereas, Randall G. Russell, with his dedication, knowledge and abilities has excelled while working for the City of Oxford, where he was employed as the Solid Waste Department Director; and

Whereas, Randall G. Russell's comprehensive knowledge of his job will be deeply missed; and

Whereas, Randall G. Russell has always shown a willingness to perform any task or project when needed;

Whereas, Randall G. Russell has made a mark on the City of Oxford through a commendably high standard of service to its citizenry, characterized by the exemplary willingness, patience and courtesy; and respect for the citizens he served;

Now, therefore, be it resolved

That the Solid Waste Department, Mayor and Board of Aldermen of the City of Oxford express their sincere appreciation and gratitude to

Randall G. Russell

For his work on behalf of the Solid Waste Department and community, we extend to him all the best wishes for a happy and enriching retirement.

Be it further resolved that a copy of this resolution be spread upon the minutes of the City of Oxford and that a copy of same be presented to Randall G. Russell on this day, the 30th of June, 2012.

Mayor George G. Patterson Alderman E. O. Oliver Alderman Preston Taylor

Alderman Ulysses Howell Alderman Janice Antonow Alderman Jason Bailey

Alderman John Morgan Alderman Ney Williams

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**PARKING REQUEST
FROM LYRIC:**

Bradley Bishop came before the Mayor and Board of Aldermen to request use of loading zone directly behind The Lyric on Harrison Avenue and an additional loading zone on the NE corner of Harrison Ave. and S. 11th Street between 2:30 p.m. and 5:00 p.m. on Wednesday, June 27, 2012. They are also requesting to use the OUT bus zone on the east side of the Square for approximately seventy-five minutes. The Lyric is hosting a concert on this day featuring The Flaming Lips and Grace Potter.

It was moved by Alderman Antonow, seconded by Alderman Taylor to grant the parking request from The Lyric. All the aldermen voting aye. Mayor Patterson declared the motion carried.

June 15, 2012

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Board of Alderman:

The Lyric Oxford in conjunction with the Viacom family of networks MTV, VH1, and CMT will host a concert featuring The Flaming Lips and Grace Potter on Wednesday, June 27, 2012. The show will be part of The O Music Awards, will be streamed live on VH1.com, and will be broadcast internationally on MTV and VH1 later this year. A press release outlining the event is attached within this packet.

This event as already sold over \$35,000.00 worth of ticket sales (proceeds are going to charity) and will bring hundreds of visitors from outside of Oxford to eat in our restaurants and stay in our hotels.

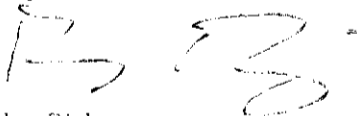
Over the past two months, I have met several times with members of the parking committee and police department in hopes of coming up with a viable plan for the parking and loading/unloading of buses and trailers at The Lyric. Those conversations have been very productive and it is our goal to have a long term solution in place by mid-August.

This a very special opportunity for us and The City of Oxford, yet one that requires more production and thus more loading/unloading space than we would ever typically need. The business is asking for the board's approval for the following:

1. Beginning at approximately 2:00 PM on Wednesday, June 27, 2012 we are seeking to park one bus with a trailer and a TV truck in the loading zone directly behind The Lyric on Harrison Ave. between S. 10th and S. 11th St. and one bus with trailer in the loading zone on the NE corner of Harrison Ave. and S. 11th. Each bus with trailer measures approximately 60' in length and the TV truck measures approximately 40' in length. The current law allows thirty minutes for commercial vehicles to load and unload and at 5:00 PM the loading zones revert to public parking for both commercial and private vehicles. We are seeking permission to leave the two buses and the TV production truck in place to load and unload between 2:30 PM and 5:00 PM.
2. At approximately 11:00 PM on Wednesday, June 27, 2012 a caravan of three tour buses (no trailers/measuring 45' in length) and (two) 15- passenger vans will arrive in Oxford. We are seeking to park two of these buses and one 15-passenger van in the OUT bus zone on the east side of the Courthouse Square and one bus, construction permitting, at 1006 Van Buren Avenue directly in front of The Lyric. We are seeking use of these spaces for approximately 75 minutes. The caravan will be carrying the headlining artists camera crew, producers, etc. and will be leaving Oxford by 12:15 AM on Thursday, June 28, 2012 or about 75 minutes after its arrival.
3. The above mentioned caravan will be escorted by the MS Highway Patrol as it travels through the State, however, we are also asking for local police to meet the caravan at the city limits and escort them to the Square and back to Highway 6 upon their departure.

I appreciate your consideration of this matter and thank you for your time. If you have any questions or concerns, please do not hesitate to contact me using the information below.

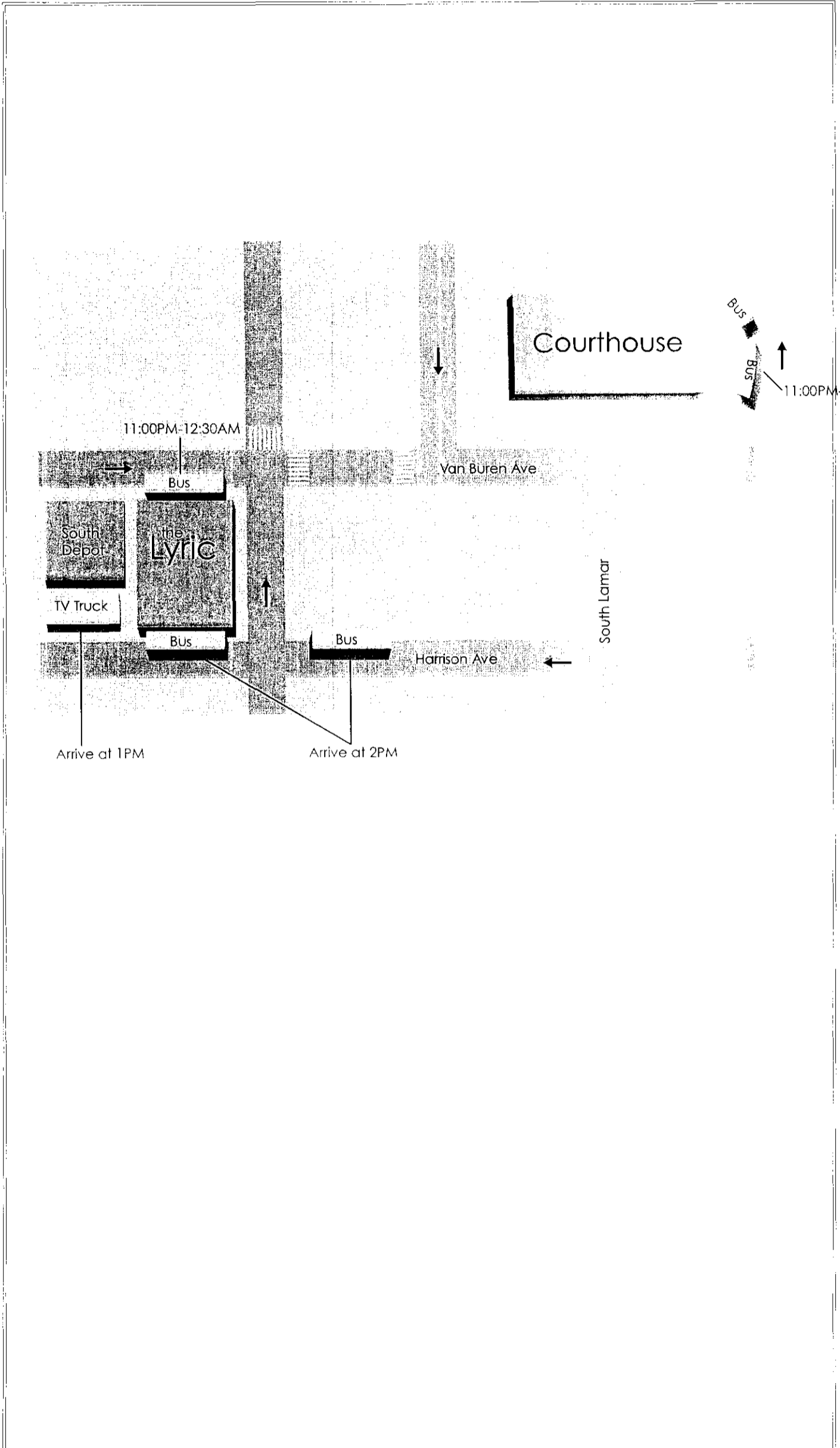
Thank you,



Bradley Bishop
The Lyric Oxford
bradley@thelyricoxford.com
m. 917.302.9342

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DEMENT-MERIDIAN 61-226



MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

SRO AGREEMENT:

It was moved by Alderman Morgan, seconded by Alderman Williams to approve the SRO Agreement with the Oxford School District. All the aldermen voting aye, Mayor Patterson declared the motion carried.

**LOCAL COOPERATION AGREEMENT AMONG THE CITY OF
OXFORD, MISSISSIPPI, AND THE OXFORD SCHOOL DISTRICT
REGARDING THE SCHOOL RESOURCE OFFICER PROGRAM**

THIS AGREEMENT is entered into as of the date shown at the end of this agreement by the City of Oxford, Mississippi, a municipality duly authorized, established and existing under the laws of the State of Mississippi ("the City"), and the Oxford School District, a separate municipal school district authorized, established and existing under the laws of the State of Mississippi ("the District") (collectively, "the Parties"). This Agreement is entered in accordance with the provisions of Section 17-13-1 *et seq.* of the Mississippi Code of 1972, Annotated, as amended ("Interlocal Cooperation Act of 1974").

WHEREAS, the Interlocal Cooperation Act of 1974 authorizes any two or more local governmental units to enter into a written contractual agreement with one another to jointly provide services and facilities and to jointly exercise and carry out power, authority, or responsibility exercised or capable of being exercised by a local governmental unit; and

WHEREAS, the City and the District are local governmental units as defined by MISS. CODE ANN. § 17-13-5(a) and are each governed by a Governing Authority as defined by MISS. CODE ANN. § 17-13-5(b); and

WHEREAS, the City has the authority to provide police protection and to receive and spend funds related to the provision of such police protection; and

WHEREAS, the City and the District have each found that there is a need for uniformed police officers ("School Resource Officers") to patrol the buildings and grounds of the District, to deter crime at the schools, to assist the District if a crime occurs on school property or at a school event, and to assist in providing educational training when requested to do so by the District; and

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Resource Officers whose primary responsibilities will be to patrol the buildings and campuses of the District and be on duty at certain extracurricular school functions and will also perform the regular duties required of an Officer of the City's Police Department.

NOW, THEREFORE, pursuant to the provisions of the Interlocal Cooperation Act of 1974, Miss. CODE ANN. §§ 21-19-49 and 37-7-321, the approval of the City's Board of Aldermen by resolution entered on its minutes dated _____, and the approval of the District's Board of Trustees by resolution entered on its minutes dated _____, the parties do hereby adopt this Agreement:

SECTION I. GENERAL PROVISIONS

This agreement ("the agreement") is entered in accordance with the authorization of the Interlocal Cooperation Act of 1974 as it now appears. All provisions set forth in the Act are incorporated herein and made a part hereof. It is the intent of the parties to this Agreement that such authority as is granted by the Act shall be exercisable by the Parties to enable them to accomplish the purposes of this Agreement.

SECTION II. PURPOSE

The purpose of this Agreement is to provide authority for the City to receive monetary contributions from the District to assist in funding the positions of School Resource Officers to be assigned for duty with the District. This Agreement is also made to provide authority for the City to assist in providing such funding and to appoint certain employees of its Police Department ("the Department") as School Resource Officers ("SROs") in the District's various schools.

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DEMENT-MERIDIAN 61-0226

MISS. CODE ANN § 21-21-3 authorizes the City to provide police protection. MISS. CODE ANN. § 37-7-321 authorizes the District to appoint security personnel and to enter into interlocal agreements for the provision of law enforcement duties. MISS. CODE ANN. § 21-19-49 authorizes the City to contract to provide police protection to the District on such terms and for such reimbursement as the Parties agree. This Agreement does not afford the Parties any authority, power, or responsibility they do not otherwise possess.

This Agreement shall be submitted to the Attorney General of this State for a determination of whether the Agreement is in proper form and compatible with the laws of the State pursuant to Miss. CODE ANN. § 17-3-11 and shall become effective upon approval as provided by law. On approval by the Attorney General, or the passing of sixty days after submission without his disapproval, copies of this Agreement shall be filed with the Chancery Clerk of Lafayette County, the Secretary of State of the State of Mississippi, and the State Department of Audit.

SECTION IV. DURATION , STAFFING, AND PAYMENT

A. Duration

The duration of this Agreement shall be for the period July 1, 2012- June 30, 2013.

B. Staffing

The City agrees to provide one School Resource Officer Captain and three (3) School Resource Officers for assignment within the District. Each such Officer shall be certified by the Law Enforcement Officers Training Academy. Each School Resource Officer shall remain an employee of the City under the direct control and supervision of the City's Chief of Police and within the chain of command of the City's Police Department. The City shall maintain insurance coverage for each School Resource Officer to the same extent it maintains such coverage for its other employees and police officers. The City shall

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provide fringe benefits, including health insurance and retirement plan enrollment, to School Resource Officers. GENERAL ORDINANCE 226

Officers to the same extent it provides such benefits to its other employees and police officers. All of the City's employment policies shall remain in force with respect to School Resource Officers. No School Resource Officer shall accept or be paid any compensation from any source except his or her regular salary and benefits through the City.

The Parties recognize that the duties of a School Resource Officer may require the Officer to be away from his or her assigned campus during the school day. School Resource Officers shall notify the school principal, an assistant principal, or the school office manager any time the Officer leaves his or her assigned campus.

The Parties recognize that, in the event of an emergency or natural disaster, the Chief of Police may order School Resource Officers to perform duties away from their normal on-campus assignments. In the event that such temporary reassignments become necessary, the School Resource Officer Captain or his or her designee will inform the Superintendent of all reassignments. To the extent possible under the circumstances, the City agrees to provide adequate police protection to the District's various campuses during any emergency or natural disaster.

C. Payment

The District agrees to reimburse the City in an amount equal to the salary and fringe benefits paid to the School Resource Officer Captain and three (3) School Resource Officers. The District specifically agrees to reimburse the City for the salaries and fringe benefits for Captain Zampella and Officers Edge, Sneed, and Thomas. The District recognizes that the salary and benefit levels of School Resource Officers are set according to the policies of the City and its Police Department and may not be altered by the District. In the event that any of the above-named officers are reassigned, the District agrees to reimburse the City for the salaries and fringe benefits of their replacements. The City will invoice the District for these expenses on an annual basis.

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Unless otherwise requested by the Superintendent or the school principal, each School Resource Officer's normal hours of work shall be Monday through Friday, 7:00 a.m. to 3:30 p.m. School Resource Officers may also be requested to attend various District-sponsored events and extracurricular activities at their assigned campuses, at other District property, or in other locations. All such additional assignments shall be approved by the School Resource Officer Captain.

All overtime for School Resource Officers shall be requested and approved according to the City's policies. School Resource Officers may elect to receive "comp time" in lieu of overtime pay, but no School Resource Officer may accumulate more than 480 hours of "comp time." School Resource Officers are expected to use "comp time" or take vacation leave any time their assigned schools are closed or recessed for holidays. School Resource Officers who do not use "comp time" during these times will be reassigned to their duties with the City's Police Department.

The District understands that School Resource Officers may elect to receive either overtime pay or "comp time" for overtime worked by submitting appropriate documentation to the City's Human Resources Department. The City will compensate School Resource Officers for overtime pay accrued in the performance of duties that are solely for the City and not for the School District. Otherwise, the District will compensate the City for overtime pay earned for overtime performed at District events or functions, only to the extent it is informed in advance that a School Resource Officer has elected to receive overtime pay rather than "comp time." The City agrees to inform the District of any such election by any School Resource Officer, and the District reserves the right to restrict the use of overtime by any officer who elects to receive overtime pay rather than "comp time."

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SECTION V. QUALIFICATION, APPOINTMENT, AND REMOVAL ELEMENT-MERIDIAN 61-226

A. Qualifications

Each applicant for the position of School Resource Officer:

- shall be an officer of the Oxford Police Department with at least three (3) years of experience;
- must be certified by the Law Enforcement Officers Training Academy;
- must complete the Basic SRO Training Class within one year of his or her initial appointment;
- must be a volunteer for the appointment;
- must have the necessary demeanor and communication skills to work with students, parents, and school personnel; and
- must possess such other qualifications and traits as deemed necessary by the City and the District.

Each applicant for the position of School Resource Officer Captain:

- must meet all qualification required of a School Resource Officer;
- must have served as a School Resource Officer for a minimum of three (3) years;
- must be an officer of the Oxford Police Department with a minimum rank of senior officer; and
- must have supervisory and management experience.

B. Appointment

Candidates for School Resource Officer positions shall be interviewed by the City's Chief of Police, the School Resource Officer Captain, and the principal of the school at which the School Resource Officer is to be assigned. No candidate shall be appointed without the approval of the school principal and the Chief of Police.

Officer Captain is not effectively performing his or her duties and should possibly be removed from his or her assignment, the Superintendent shall notify the Chief of Police. If the principal of a District school finds that the School Resource Officer assigned to his or her school is not effectively performing his or her duties, he or she shall notify the District's Superintendent or her designee and detail his or her complaints. If the Superintendent determines there is validity to the principal's complaint, she shall promptly advise the School Resource Officer Captain and the Chief of Police of the principal's complaint.

Upon receipt of any such request, the Chief of Police may schedule a meeting with the School Resource Officer Captain, the District's Superintendent, and any other District personnel deemed necessary by the Superintendent in order to attempt to resolve the problem.

If no resolution is reached that is satisfactory to the Chief of Police, the School Resource Officer Captain, and the Superintendent, the Chief of Police will transfer the School Resource Officer from the school and a replacement School Resource Officer shall be sought.

The chief of Police retains the discretion to reassign any School Resource Officer at any time. The Chief of Police will attempt to avoid reassignments in the middle of a school year. Any School Resource Officer who wishes to be reassigned shall inform the School Resource Officer Captain of that request in writing.

SECTION VI. DUTIES AND RESPONSIBILITIES

A. School Resource Officer Duties

The School Resource Officer shall:

- be familiar with his or her assigned District campus and its administration, staff, students, and faculty.

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take all necessary law enforcement actions and promptly inform the school principal of any

such action.

- give assistance to other law enforcement officers in matters related to his or her school assignment(s) whenever necessary.
- act as an instructor for specialized, short term programs at the school as requested by the school principal.
- serve as a guest speaker when requested by the school principal.
- coordinate all of his or her activities with the school principal and affected staff members and seek permission and guidance before enacting any program at the school.
- attend parent/faculty meetings as requested in order to solicit support and understanding of the School Resource Officer program.
- be available to conference with students, parents and faculty members in order to assist them with problems of a law enforcement or crime prevention nature. Confidential information shall not be disclosed except as provided by law or court order.
- make necessary referrals to community agencies offering assistance to students and their families such as: mental health clinics, drug treatment centers, etc.
- assist the school principal and staff in developing plans and strategies to prevent and manage potentially dangerous situations.
- adhere to Oxford Police Department policy with respect to any and all formal police activities.
- assist with lunchroom duties or hall monitoring duties when there is a pattern of crime in an area or when requested by a school principal or assistant principal.
- provide assistance and police protection at school-related events and extracurricular activities.

findings to the school principal, the District's Superintendent, and the Chief of Police for corrective actions.

- Assist in day-to-day operations to ensure safe and orderly schools.

B. School Resource Officer Captain Duties

The School Resource Officer Captain shall have the same duties as a School Resource Officer, as well as the following duties:

- The School Resource Officer Captain is responsible for the immediate supervision, scheduling, and training of all School Resource Officers.
- The School Resource Officer Captain shall assist School Resource Officer, G.R.E.A.T. Officers, night security officers, and School Safety Officers as needed.
- The School Resource Officer Captain shall promptly notify affected school principals of any changes to the School Resource Officer schedule.
- The School Resource Officer Captain shall maintain an Incident Log and provide monthly reports to the District's Superintendent.
- The School Resource Officer Captain shall approve School Resource Officer reports and monitor all School Resource Officer activity to ensure compliance with all Oxford Police Department policies.
- The School Resource Officer Captain shall serve as liaison to the District. All complaints or problems with a School Resource Officer shall first be brought to the attention of the School Resource Officer Captain through the Superintendent or her designee.
- The School Resource Officer Captain shall maintain detailed and accurate records of the operations of the School Resource Officer Program, and shall submit any other reports as required by District Staff.

c. MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

The District shall provide each full-time School Resource Officer with:

- Access to a heated and air-conditioned private office that is properly lighted and contains a telephone which may be used for general business purposes.
- A desk with drawers, a chair, a lockable file cabinet, office supplies, computer and computer supplies when needed.
- A school radio.

SECTION VII. GENERAL PROVISIONS**A. Extension and Amendment**

This Agreement shall terminate at the end of the 2012-2013 school year unless the Parties both agree to extend it. The Parties may terminate or amend this Agreement earlier, but only with approval of the governing authorities of both Parties. Any amendments must be approved by the Attorney General of the State of Mississippi.

B. Approval

The District and the City have each approved the entering into of this Agreement by resolution entered on the minutes of the governing authorities.

C. Laws in Effect

Upon approval of this Agreement by the Attorney General of the State of Mississippi, the City and District will be authorized to implement this Agreement; provided, however, all laws in regard to purchases, auditing, depositories and expenditures in general which limit the authority of the City and District shall continue to apply.

Nothing in this Agreement shall be construed to abridge any of the rights, privileges, and immunities enjoyed by the governmental entities and public officials which are parties hereto.

E. Severance

If any part, term or provision of this Agreement shall be held illegal, unenforceable or in conflict with any law of a federal, state or local government having jurisdiction over this Agreement, the validity of the remaining portions or provisions shall not be affected thereby.

F. Entire Agreement

The agreements set forth herein constitute the entire agreement by and between the District and City.

G. Applicable Law

This Agreement is governed by Mississippi law.

H. Organization

This Agreement creates no new board, agency or entity of any kind.

I. Joint property

This agreement creates no joint property not existing before its execution.

J. Liability

Each Party to this Agreement shall assume responsibility for any acts of negligence which may be attributed to it or its employees or agents, to the extent authorized by MISS. CODE ANN. §§ 11-46-1 *et seq.* of the Mississippi Code of 1972, Annotated, as amended; the Mississippi Tort Claims Act, and any other applicable federal, state, or local laws or regulations. Nothing in this Agreement shall be construed as an obligation by either party to indemnify the other that would not be authorized under applicable law.

MINUTE BOOK No. 63, CITY OF OXFORD

WITNESS THE SIGNATURES of the proper officers of each of the Parties on the dates _____

herein indicated.

BOARD OF TRUSTEES OF OXFORD SCHOOL DISTRICT

By: _____
DR. BELA J. CHAIN, JR., PRESIDENT

Date _____

Attest:

Date: _____

State of Mississippi
County of Lafayette

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, DR. BELA J. CHAIN, JR., who, being first duly sworn, states under oath that he is the President of the Board of Trustees of the OXFORD SCHOOL DISTRICT, who acknowledged before me that he signed, sealed and delivered the foregoing INTERLOCAL AGREEMENT for and on behalf of the OXFORD SCHOOL DISTRICT after being first authorized to do so.

GIVEN under my hand and official seal of office on this the _____ day of _____, 2012.

Notary Public

My Commission Expires: _____

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

CITY OF OXFORD, MISSISSIPPI

By: GEORGE PATTERSON, MAYOR

Date: _____

Attest:

Date: _____

State of Mississippi
County of Lafayette

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, GEORGE PATTERSON, who, being first duly sworn, states under oath that he is the Mayor of the City of Oxford, Mississippi, and who acknowledged before me that he signed, sealed and delivered the foregoing INTERLOCAL AGREEMENT for and on behalf of the CITY OF OXFORD, MISSISSIPPI, after being first authorized to do so.

GIVEN under my hand and official seal of office on this the ____ day of _____, 2012.

Notary Public

My Commission Expires: _____

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

**HISTORIC PRESERVATION
COMMISSION:**

Mayor Patterson announced the vacancy on the Historic Preservation Commission.

**FARMER'S MARKET
GRANT:**

Lynn Wilkins came before the Mayor and Board of Aldermen to request the recipient of the USDA Farmer's Market Grant be changed from Oxford Park Commission to the City. The Local Private legislation requested by the City which would allow the OPC to run a Farmer's Market was not approved by the state. Pope Mallette reported there was an old statute that would allow for a City to run a curb market. The other legal option would be for the City to donate funds to a certified Farmer's Market. The USDA grant excludes capital expenditures for the market. Money needs to be spent in the month of June from the grant. If the City accepts the grant it is agreeing to own and operate a Farmer's Market.

It was moved by Alderman Morgan, seconded by Alderman Antonow to accept the USDA Grant and to operate a Farmer's Market. The vote was as follows:

Voting Aye- Morgan, Bailey, Antonow, Williams and Taylor

Voting No- Oliver and Howell

Mayor Patterson declared the motion carried.

**PRELIMINARY AND FINAL
PLAT:**

It was moved by Alderman Antonow, seconded by Alderman Bailey to approve the preliminary and final plat for Old Town Shopping Center. All the aldermen voting aye, Mayor Patterson declared the motion carried.

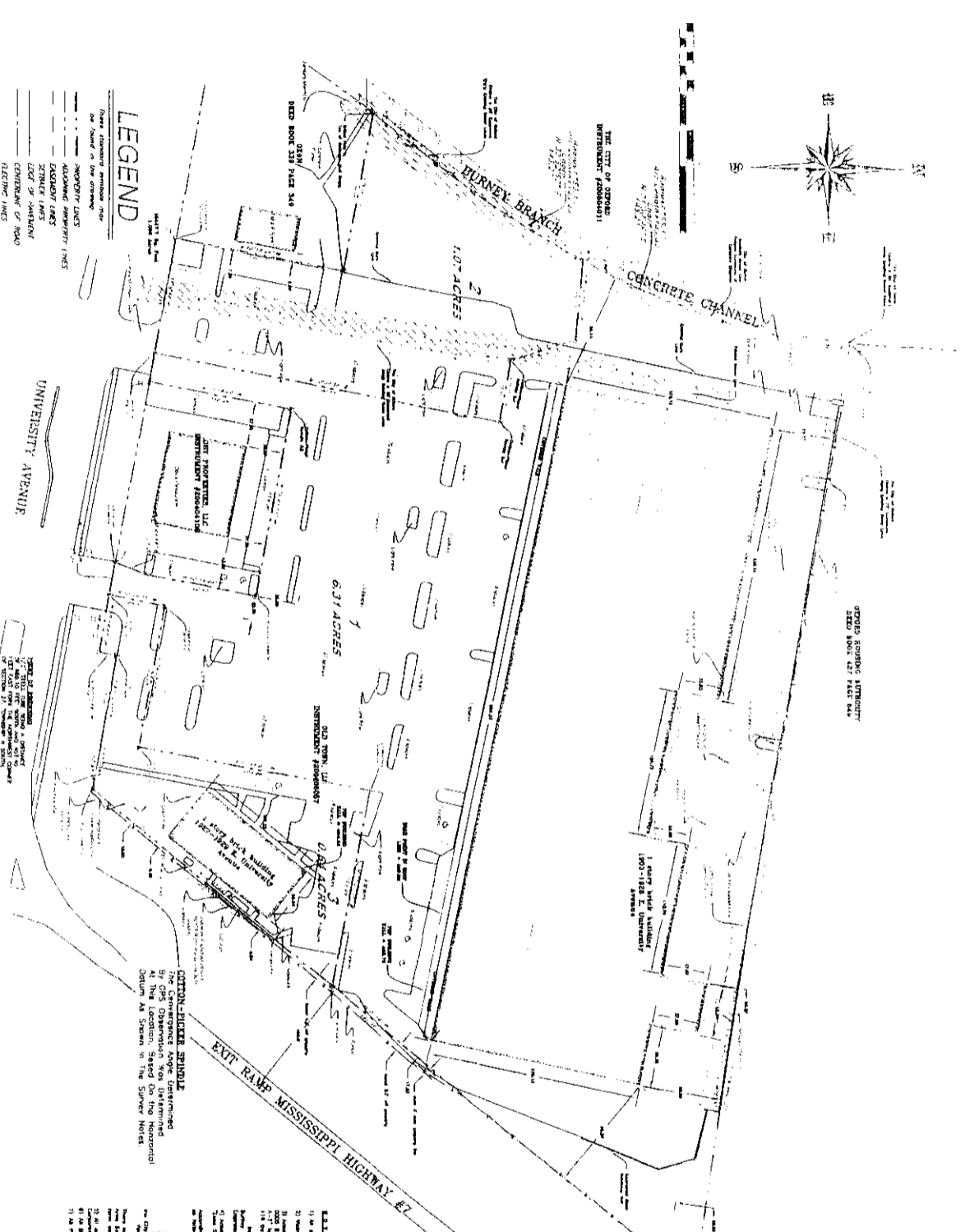
MINUTE BOOK No. 63, CITY OF OXFORD

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These dimensions assume that the correct locations of the corners are as shown in the drawings.

LEGEND

--- PROPERTY LINES
 --- EXISTING PROPERTY LINES
 --- EXISTING LINES
 --- EXISTING CENTERLINE OF ROAD
 --- EASEMENT LINES
 --- EXISTING CURBS
 --- EXISTING SIDEWALKS
 --- EXISTING DRIVEWAYS
 --- EXISTING POLES
 --- EXISTING UTILITIES



OTHER SURVEYING INSTRUMENT
 BOOK 121 PAGE 340

COTTON-SHEDS BUILD
 The easement above determined by QRS Dismantling was determined by QRS Dismantling based on two horizontal sections as shown in the survey notes.

PLAT PREPARED BY
OLD TOWN
 INCORPORATED
 A DIVISION OF THE OLD TOWN GROUP, INC.
 AN EQUITY COMPANY, MISSISSIPPI

PLAT PREPARED BY
PRELUSION INC.
 ENGINEERING &
 SURVEYING

CITY OF OXFORD

PLAT NO. 2021

DATE: 10/15/21

SCALE: AS SHOWN

NOTES

1) To be shown as indicated in some notes.

2) Surveyed in 1988.

3) Surveyed in 1988.

4) Surveyed in 1988.

5) Surveyed in 1988.

6) Surveyed in 1988.

7) Surveyed in 1988.

8) Surveyed in 1988.

9) Surveyed in 1988.

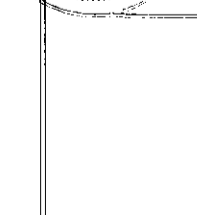
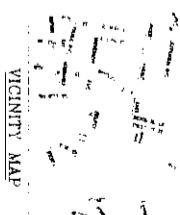
10) Surveyed in 1988.

SURVEYOR'S NOTES

This plat was prepared from a field and office survey of the property shown on the plan. The survey was conducted in accordance with the standards of the Surveying and Mapping Act of 1997, Mississippi Code Title 71, Chapter 25, Section 3-3. The survey was conducted by the Surveying and Mapping Act of 1997, Mississippi Code Title 71, Chapter 25, Section 3-3.

The survey was conducted on the 15th day of October, 2021.

The survey was conducted by the Surveying and Mapping Act of 1997, Mississippi Code Title 71, Chapter 25, Section 3-3.



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DEMENT-MERIDIAN 61-226

**ABANDONMENT OF
NORTH 4TH STREET:**

There has been a request from a developer for the City to abandon a portion of North 4th Street. This would allow development on both sides of the current street. Bart Robinson has talked with the School District and they have no objections to the abandonment of the street. Harrison Evans, property owner adjacent to the street, says he's talked with the developer and they will give him access and the development will help with grade problems he currently has on his property.

The aldermen discussed waiting until site plan approval before further considering abandonment of North 4th Street.

OXFORD MUNICIPAL SCHOOL DIST

Area of Request

OXFORD HOTEL COMPANY LLC

OXFORD HOTEL PROPERTIES LLC

OXFORD HOTEL COMPANY LLC

EVANS HARRISON ETUX BETTY

FREEMAN DUDLEY E JR TRUSTEE

MINUTE BOOKING CITY OF OXFORD

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

ELECTRIC DEPARTMENT BUDGET:

It was moved by Alderman Howell, seconded by Alderman Morgan to adopt the following Electric Department budget for 2013. All the aldermen voting aye, Mayor Patterson declared the motion carried.

Sum of Amount		OXFORD ELECTRIC DEPARTMENT		Proposed Budget 2013			
AcctTyp	Acct						
400	440	\$8,699,802		400440-2000		RESD SALES	
	441	\$4,949,793		400441-0000		SMALL LIGHT&POWER	
	442	\$9,372,873		400442-0000		LARGE LIGHT&POWER	
	444	\$556,700		400444-0000		STREET & ATH LIGHT	
	444.1	\$201,678		400444-1000		OUTDOOR LIGHT	
	450	\$151,032		400450-0000		FOR DISCOUNTS	
	451	\$148,981		400451-0000		MISC SER REV/COLL-RECON	
	454	\$83,971		400454-0000		RENT/PROPERTY	
	458	\$56	\$24,164,887	400456-0000		OTHER REV	
401	555	\$18,299,085	\$18,299,085	401555-0000		PURCHASED POWER	
	580	\$112,288		401560-0000		OPERATING EXPENSES & ENGINEERING	
	582	\$26,673		401582-0000		OPER-STATION EXPENSE	
	583	\$7,216		401583-0000		OPER-OVERHEAD LINE EXPENSE	
	584	\$162		401584-0000		OPER UD LINE EXPENSE	
	585	\$303		401585-0000		OPER-STREET LIGHT/SIGNAL EXPENSE	
	586	\$85,417		401586-0000		OPER-METER EXPENSE	
	567	\$12,291		401587-0000		OPER-CUST INSTALLATION/SECURITY EXP	
	588	\$39,753		401588-0000		OPER-MISC DISTRIBUTION EXP	
	589	\$7,046	\$291,148	401589-0000		OPER-RENTS	
	901	\$6,000		401901-0000		OPER-CUSTOMER SUPERVISION	
	902	\$61,483		401902-0000		OPER-METER READING EXPENSE	
	903	\$195,742		401903-0000		OPER-CUS1 RECORDS & COLLECTION	
	904	\$89,459	\$352,684	401904-0000		OPER UNCOLLECTIBLE ACCTS	
	908	\$13,179		401908-0000		OPER-CUST ASSISTANCE EXP	
	909	(\$117)		401909-0000		OPER-INFO & INSTRUCT EXP	
	910	\$45,279	\$58,341	401910-0000		OPER-MISC CUST SERVICE EXP	
	912	\$4,677		401912-0000		OPER-DEMONST & SELLING EXP	
	916	\$32,738	\$37,415	401916-0000		OPER-MISC SALES EXPENSE	
	920	\$253,240		401920-0000		OPER-ADMIN & GEN SALARIES	
	921	\$74,080		401921-0000		OPER-OFFICE SUPPLIE & EXP	
	923	\$75,000		401923-0000		OPER-OUTSIDE SVCS EMPLOYED	
	925	\$28,414		401925-0000		ADMIN & GEN INJURRIES/DAMAGES	
	926	\$184,432		401926-0000		EMPLOYEE PENSION & BENEFITS	
	930	\$43,897		401930-1000		ADMIN-GEN ADVERTISING EXP	
	931	\$0	\$659,063	401931-0000		ADMIN-GEN RENTS	
402	590	\$25,104		402590-0000		MAINT-SUPERVISION & ENGR	
	592	\$31,457		402592-0000		MAINT-STATION EQUIP	
	593	\$245,326		402593-0000		MAIN-OVERHEAD LINES	
	594	\$13,314		402594-0000		MAINT- UD LINES	
	595	\$20,262		402595-0000		MAINT-LINE TRANSFORMER	
	596	\$61,394		402596-0000		MAINT STREET LIGHTING	
	597	\$7,150		402597-0000		MAINT-METERS	
	598	\$12,968		402598-0000		MAINT-MISC DISTRIBUTION PLANT/SECURITY LTS	
	932	\$0	\$416,975	402932-0000		MAINT-GENERAL PLANT	
403	403	\$836,094		403300-0000		DEPN EXP- GENERAL PLANT	
408	408	\$815,880	\$1,651,974	408900-9970		TAXES & TAX	
415	415	(\$2,500)		415000-0000		REV FROM MERCH.JOB&CONTR	
416	416	(\$500)		416000-0000		COST & EXP MERCH & JOBBING	
417	417	\$0		4171000-000		NON UTILITY OPER EXP	
419	419	(\$10,000)		419000-0000		INTEREST INCOME	
421	421	\$0		421000-0000		MISC NON-OPERATING INCOME	
426	426	\$57,886		426000-0000		MISC NON OPERATING EXPENSE	
427	427	\$148,728		427000-0000		DEBT EXPENSE	
428	428	\$31,093		428000-0000		AMORT OF DEBT EXPENSE	
431	431	\$58,826	\$296,533	431000-0000		OTHER INTEREST EXP-CUST DEP	
		\$2,088,669				NET INCOME	
	Total Revenue	\$24,164,887	\$24,164,887			Income	
	Total Expenses	\$22,063,218	\$22,063,218			Expense	
		(\$13,000)	(\$13,000)			Other Income	
		\$2,088,669	\$2,088,669			NET INCOME	
		\$75,000				Aid In Construction	
		\$836,094				Depreciation	
		\$360,000				Debt Principle	
		\$2,639,763				Working Capital Cash Funds	\$360,000 FOR BOND PRINCIPLE ONLY

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DEMENT-MERIDIAN 61-0226

**TVPPA CERTIFIED POWER
EXECUTIVE COURSE:**

It was moved by Alderman Morgan, seconded by Alderman Antonow to authorize the Assistant Superintendent to travel to Nashville, TN on July 17-18, 2012 at a cost of \$1462.00 for the TVPPA Certified Power Executive Course. All the aldermen voting aye, Mayor Patterson declared the motion carried.

**PROPERTY/EVIDENCE
ROOM MANAGEMENT:**

It was moved by Alderman Bailey, seconded by Alderman Howell to approve two officers to attend Property/Evidence Room Management training on July 23-24, 2012 in Ridgeland, MS at a cost of \$430.00. All the aldermen voting aye, Mayor Patterson declared the motion carried.

**OC SPRAY INSTRUCTOR
COURSE:**

It was moved by Alderman Bailey, seconded by Alderman Morgan to approve two officers to attend the OC Spray Instructor Course on August 2, 2012 in Moorhead, MS at a cost of \$350.00. All the aldermen voting aye, Mayor Patterson declared the motion carried.

RETIREMENT:

It was moved by Alderman Antonow, seconded by Alderman Morgan to accept the retirement of Asst. Chief Rex Hollowell and to read his retirement resolution. All the aldermen voting aye, Mayor Patterson declared the motion carried.

EMPLOYMENT:

It was moved by Alderman Williams, seconded by Alderman Morgan to authorize the employment of Morgan Pennington as Executive Assistant to the Mayor with a salary of \$30,215.26. All the aldermen voting aye, Mayor Patterson declared the motion carried.

ADVERTISEMENT:

It was moved by Alderman Howell, seconded by Alderman Bailey to authorize the advertisement for a pool of firefighters. All the aldermen voting aye, Mayor Patterson declared the motion carried.

EMPLOYMENT LAW:

It was moved by Alderman Howell, seconded by Alderman Antonow to authorize travel for two Human Resource employees to attend the Employment Law Seminar in Biloxi, MS on August 9-10, 2012 with a cost of \$1800.00. All the aldermen voting aye, Mayor Patterson declared the motion carried.

PROMOTIONS:

It was moved by Alderman Antonow, seconded by Alderman Williams to authorize the promotion of Rob Neely from Assistant Superintendent to Superintendent of the Electric Department with a salary of \$85,071.55. It was also moved to authorize the promotion of Russell Robertson from Serviceman to Service Department Supervisor with a salary of \$43,659.20. All the aldermen voting aye, Mayor Patterson declared the motion carried.

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DEMENT-MERIDIAN 61-226

EXECUTIVE SESSION:

It was moved by Alderman Morgan, seconded by Alderman Bailey to consider executive session for one personnel issue and acquisition of property. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

It was moved by Alderman Morgan, seconded by Alderman Howell to go into executive session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

PURCHASE OF PROPERTY:

It was moved by Alderman Morgan, seconded by Alderman Bailey to authorize counsel, Pope Mallette, to extend a proposed contract to Belk Properties for purchase of property. All the aldermen voting aye, Mayor Patterson declared the motion carried.


REGULAR SESSION:

It was moved by Alderman Antonow, seconded by Alderman Williams to come out of executive session and return to regular session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ADJOURN:

It was moved by Alderman Bailey, seconded by Alderman Oliver to adjourn the meeting sine-die. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

George G. Patterson, Mayor



Lisa Carwyle, City Clerk

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DEMENT-MERIDIAN 61-0226

UNITED STATES OF AMERICA

STATE OF MISSISSIPPI

COUNTY OF LAFAYETTE

CITY OF OXFORD

REGULAR MEETING July 2, 2012 6:00 p.m.

CALL TO ORDER: The meeting of the Mayor and Board of Aldermen of the City of Oxford, Mississippi, was called to order by Mayor Patterson at 6:00 p.m. on Monday, July 2, 2012, in the court room of City Hall when and where the following were present:

George G. Patterson - Mayor
 Ney Williams- Alderman Ward I
 E.O. Oliver- Alderman Ward II
 Janice Antonow- Alderman Ward III
 Ulysses Howell- Alderman Ward IV
 Preston Taylor- Alderman Ward V
 Jason Bailey- Alderman Ward VI

Mayo Mallette PLLC – Of Counsel
 Bart Robinson- Director of Public Works
 Lisa Carwyle– City Clerk
 Tim Akers - Dir of Planning
 Mike Martin- Chief Oxford Police Dept
 Cary Sallis- Chief of Fire Dept
 Rob Neely- Supt. of Elec Dept
 Eddie Anderson- Dir. of Sanitation
 Al Hope- Dir of Human Resources
 Billy Lamb- Supt of Building & Grounds
 Jimmy Allgood- Director of Emerg. Management

AGENDA: It was moved by Alderman Howell, seconded by Alderman Williams to adopt the agenda for the meeting. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

MINUTES: It was moved by Alderman Antonow, seconded by Alderman Howell to adopt the minutes of the regular meeting on June 19, 2012. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ACCOUNTS: It was moved by Alderman Antonow, seconded by Alderman Howell to approve the payment of all accounts for the City. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

4th OF JULY: It was moved by Alderman Oliver, seconded by Alderman Howell to authorize a \$2,500.00 contribution to the 4th of July committee. All the

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

aldermen present voting aye, Mayor Patterson declared the motion carried.

PROCLAMATION:

It was moved by Alderman Antonow, seconded by Alderman Williams to adopt retirement proclamations for Wayne Hanks and Mike Collins in the Police Department. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

**HISTORIC PRESERVATION
COMMISSION:**

It was moved by Alderman Antonow, seconded by Alderman Williams to reappoint Sonia Thompson, Brian Hyneman, and Jeff Asti to the Historic Preservation Commission. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

**HISTORIC PRESERVATION
COMMISSION:**

It was moved by Alderman Antonow, seconded by Alderman Williams to appoint Candace Varnell to the Historic Preservation Commission. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

**OXFORD RESERVE AND
TRUST COMMISSION:**

Eddie Aune came before the Mayor and Board of Aldermen to report on the Oxford Reserve and Trust Fund. The year end of the trust is March 31, 2012. The trust was established on August 9, 2011 but the funds were only invested with Glenmede for a few days before the fiscal year end. The balance on March 31, 2012 was \$30,123,794.00.

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DEMENT-MERIDIAN 61-0226

CITY OF OXFORD MUNICIPAL RESERVE AND TRUST FUND

FIRST ANNUAL REPORT OF THE BOARD OF TRUSTEES

MARCH 31, 2012

MINUTE BOOK No. 63, CITY OF OXFORD

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Statement of Assets, Liabilities and Trust Equity - Cash Basis	4
Statement of Support, Revenue, Expenses and Changes in of Trust Equity - Cash Basis	5
Statement of Cash Flows	6
Notes to Financial Statements	7 - 9

LETTER OF TRANSMITTAL
MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

Board of Trustees of the City of Oxford Municipal Reserve and Trust Fund
Oxford, Mississippi
June 19, 2012

To the Governing Authorities of the City of Oxford,

We have the honor of transmitting to you the First Annual Report of the Board of Trustees of the City of Oxford Municipal Reserve and Trust Fund covering the period August 9, 2011 through March 31, 2012¹.

Respectfully,

ULYSSES HOWELL, Chairman
LAWRENCE CHANDLER, Vice-Chairman
JASON BAILEY, Alderman Trustee
KAYE BRYANT, Nonalderwoman Trustee
REX DELOACH, Nonalderman Trustee
JACK DUNBAR, Nonalderman Trustee
GEORGE PATTERSON, Mayoral Trustee
JIM RAYNER, Nonalderman Trustee
DENNIS TOSH, Nonalderman Trustee

- 2 -

¹ This First Annual Report of the Board of Trustees of the City of Oxford Municipal Reserve and Trust Fund is for the period beginning August 9, 2011, the effective date of the trust agreement, and ending March 31, 2012, the last day of the Trust's fiscal year.

Aune CPA Firm
MINUTE BOOK No 68 CITY OF OXFORD

Certified Public Accountants
~~829 North Lamar Blvd, Suite 3~~
 Oxford, MS 38655

DEMENT-MERIDIAN 61-226

Telephone: 662-281-8900
 Fax: 662-281-8977

email: eddie@aunecpa.com
 website: www.aunecpa.com

INDEPENDENT ACCOUNTANTS' COMPILATION REPORT

To the Board of Trustees
 City of Oxford Municipal Reserve and Trust Fund
 Oxford, Mississippi

We have compiled the Statement of Assets, Liabilities and Trust Equity - Cash Basis of the City of Oxford Municipal Reserve and Trust Fund as of March 31, 2012 and the related Statement of Support, Revenues, Expenses and Changes in Trust Equity - Cash Basis and the Statement of Cash Flows and for the period then ended. We have not audited or reviewed the accompanying financial statements and, accordingly, do not express an opinion or provide any assurance about whether the financial statements are in accordance with the cash basis of accounting.

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the cash basis of accounting and for designing, implementing, and maintaining internal control relevant to the preparation and fair presentation of the financial statements.

Our responsibility is to conduct the compilation in accordance with Statements for Accounting and Review Services issued by the American Institute of Certified Public Accountants. The objective of a compilation is to assist management in presenting financial information in the form of financial statements without undertaking to obtain or provide assurance that there are no material modifications that should be made to the financial statements.

Aune CPA Firm

Aune CPA Firm
 Certified Public Accountants
 Oxford, Mississippi
 June 28, 2012

CITY OF OXFORD MUNICIPAL RESERVE AND TRUST FUND
STATEMENT OF ASSETS, LIABILITIES AND TRUST EQUITY - CASH BASIS
MINUTE BOOK No. 63, CITY OF OXFORD
MARCH 31, 2012

DEMENT-MERIDIAN 61-0226

Assets

Cash and Cash Equivalents	\$	507,675
Investments – Marketable Securities (Note 2)		29,526,615
Prepaid Bond Interest (Note 2)		<u>89,504</u>
Total Assets		<u>\$ 30,123,794</u>

Liabilities and Trust Equity

Liabilities (Note 3)	\$	-
Trust Equity		<u>30,123,794</u>
Total Liabilities and Trust Equity		<u>\$ 30,123,794</u>

See accompanying notes and accountants' report.

CITY OF OXFORD MUNICIPAL RESERVE AND TRUST FUND
MINUTE BOOK No. 68, CITY OF OXFORD
 CHANGES IN TRUST EQUITY - CASH BASIS

DEMENT-MERIDIAN 61-226

FOR THE PERIOD AUGUST 9, 2011(inception) THROUGH MARCH 31, 2012

Support and Revenue:

Interest and dividend income	\$ 35,808
Net gains on sale of marketable securities	<u>1,195</u>
Total Support and Revenue	37,003

Expenses:

Management and general (Note 3)	<u>-</u>
Net Earnings - Cash Basis	37,003

Other additions to Trust Equity:

Proceeds received from Baptist Memorial Hospital	30,000,000
Unrealized gain on marketable securities, net (Note 2)	86,791
Distribution to City of Oxford (Note 4)	<u>-</u>
Trust Equity, March 31, 2012	<u>\$ 30,123,794</u>

See accompanying notes and accountants' report.

CITY OF OXFORD MUNICIPAL RESERVE AND TRUST FUND
MINUTE BOOK No. 63, CITY OF OXFORD
 STATEMENT OF CASH FLOWS
 FOR THE PERIOD AUGUST 9, 2011 (inception) THROUGH MARCH 31, 2012

DEMENT-MERIDIAN 61-0226

Cash flows from operating activities:	
Net earnings	\$ 37,003
Adjustment for noncash items:	
Net loss (gain) on investments	(1,195)
Cash provided by operations	<u>35,808</u>
Cash flows from investing activities:	
Proceeds from sale of investments	128,279
Purchase of marketable securities	(29,566,908)
Prepaid bond interest purchased	<u>(89,504)</u>
Cash required by investing activities	<u>(29,528,133)</u>
Cash flows from financing activities:	
Proceeds from Baptist Memorial Hospital	<u>30,000,000</u>
Net increase in cash and cash equivalents	507,675
Cash and cash equivalents, beginning of year	<u>-</u>
Cash and cash equivalents, end of year	<u>\$ 507,675</u>

See accompanying notes and accountants' report.

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING PRINCIPLES**Organization and Nature of Activities**

The City of Oxford Municipal Reserve and Trust Fund (the Trust) was formed pursuant to Senate Bill 3128, as approved by the Governor and the State of Mississippi on April 6, 2011 (the Act), and the related Trust Agreement made and entered into effective as of August 9, 2011, by the Governing Authorities of the City of Oxford, Mississippi. The purpose of the Trust is to fulfill the obligations of the Governing Authorities under the Act for the benefit of the people of the City and the continued improvement and maintenance of the City, and for providing for the fiscal security and sustained revenue for the City and its citizens. The Trust was fully funded August 24, 2011 from proceeds received by the City of Oxford, Mississippi, as a result of the termination of lease and for the sale of the real and personal property related to the Baptist Memorial Hospital - North Mississippi facilities located on Lamar Avenue, Oxford, Mississippi.

Basis of Accounting

The Trust's financial statements are prepared on the cash method of accounting. Under this method, revenues are recognized at the time of receipt and expenditures are recognized when disbursed. Consequently, financial condition, activities and increases in trust equity are not presented in accordance with generally accepted accounting principles.

Income Taxes

The Trust is exempt from income taxes under the provisions of Internal Revenue Code Section 115(1) and similar provisions of Mississippi law. Therefore, no provision for income tax expense has been made.

Use of Estimates

In preparing the financial statements, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities as of the date of the financial statements and revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cash and cash equivalents

The Trust considers all highly liquid investments with a maturity of one year or less to be cash equivalents.

NOTE 2 – INVESTMENTS-MARKETABLE SECURITIES

Investments in marketable securities consist of the following:

	<u>At Cost</u>	<u>Market Value March 31, 2012</u>
Corporate/Government fixed income funds	\$ 16,453,580	\$ 16,453,757
International fixed income funds	2,200,000	2,213,046
Large cap equity funds	6,436,025	6,511,266
Small cap equity funds	1,160,435	1,172,186
International equity funds	<u>3,189,784</u>	<u>3,176,360</u>
 Total	 <u>\$ 29,439,824</u>	 <u>\$ 29,526,615</u>

Market values are exclusive of accrued interest and dividends of \$ 98,806 and were obtained from the investment manager's March 31, 2012 quarterly report.

Current year gains (losses) on investments consist of the following:

Realized gains on sale of securities	\$ 1,656
Realized losses on sale of securities	(461)
Unrealized gains on securities, net	<u>86,791</u>
 Net investment gain	 <u>\$ 87,986</u>

Upon purchase of various bonds, the Trust paid \$ 89,504 for interest earned but yet not paid as of March 31, 2012. This interest will be received by the Trust on the next scheduled interest payment dates of the respective bonds.

NOTE 3 – MANAGEMENT AND GENERAL EXPENSES

The Trust incurred administration expenses in the amount of \$521 during the reporting period related to publication of the Request for Proposals for Investment Management Services in the Northeast Mississippi Daily Journal and the Oxford Eagle, and space and services at the Oxford Convention Center and Visitor's Bureau for the interview of finalist Investment Management firms. Pursuant to a resolution of the Board of Aldermen adopted on August 16, 2011, the Board of Aldermen paid the administration expenses as incurred, and the Board of Trustees shall reimburse the Board of Aldermen for this expense.

The Trust incurred attorney fees in the amount of \$26,707 during the reporting period. Pursuant to a resolution of the Board of Aldermen adopted on August 16, 2011, the Board of Aldermen paid the attorney fees as incurred, and the Board of Trustees shall reimburse the Board of Aldermen for this expense.

Consistent with the cash method of accounting, these expenses will be recognized in the Statement of Support, Revenue and Expenses in the period in which the Trust reimburses the City.

NOTE 4 – DISTRIBUTION TO CITY OF OXFORD

Pursuant to the Trust Agreement, the Board of Trustees is required annually to calculate the earnings component as defined in the Trust Agreement and report such earnings to the Governing Authorities. The earnings component is considered to be an amount equal to three percent (3%) of the amount of the Full Fund. After calculating the earnings component, the Board of Trustees is authorized to expend from the earnings component amounts required in connection with the management by the Board of Trustees of the Fund, including, but not limited to, payments for accounting fees, legal fees, consulting fees, and Investment Managers or Fund management fees. The Board of Trustees is required to report to the Governing Authorities the earnings component and the expenditures therefrom on or before July 1st, and thereafter the funds comprising the earnings component shall be transferred from the Fund to the general fund of the City at the direction of the Clerk and shall be available for appropriation and spending by the Governing Authorities.

As described in note 3 above, the Board of Aldermen paid the administrative expenses and attorney fees of the Trust Fund in its first fiscal year. Pursuant to a resolution of the Board of Aldermen adopted on August 16, 2011, the Board of Trustees will reimburse the Board of Aldermen for these expenses and add these to the expenses to be deducted from the earnings component in the Second Annual Report of the Board of Trustees of the City of Oxford Municipal Reserve and Trust Fund.

Pursuant to the Trust Agreement, no distribution is due to the Governing Authorities until the fiscal year after the year in which the Fund is established.

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

FIRST AMENDED AND RESTATED
TRUST AGREEMENT:

It was moved by Alderman Oliver, seconded by Alderman Bailey to adopt the first amended and restated Trust Agreement with the Oxford Reserve and Trust Committee. The changes in the trust agreement mirror the changes made in the Local Private Legislation. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

MINUTE BOOK No. 63, CITY OF OXFORD**FIRST AMENDED AND RESTATED TRUST AGREEMENT OF THE CITY OF OXFORD MUNICIPAL RESERVE AND TRUST FUND**

THIS FIRST AMENDED AND RESTATED TRUST AGREEMENT is hereby made and entered into effective as of this the ___ day of _____, 2012, by the Governing Authorities of the City of Oxford, Mississippi.

WITNESSETH:

WHEREAS, the Governing Authorities of the City of Oxford, Mississippi, executed the Trust Agreement of the City of Oxford Municipal Reserve and Trust Fund on August 9, 2011, and the Trust Agreement was thereafter accepted by the Board of Trustees;

WHEREAS, the Local and Private Act, Chapter 928, Local and Private Laws of 2011, which authorized the Governing Authorities of the City of Oxford, Mississippi, to establish the City of Oxford Municipal Reserve and Trust Fund was amended in the 2012 Regular Session of the Mississippi Legislature by passage of House Bill No. 1683, which was signed by the Governor of the State of Mississippi on May 9, 2012, and is effective and in force from and after its passage;

WHEREAS, the Governing Authorities of the City of Oxford, Mississippi, desire to amend the terms of and restate the Trust Agreement in order to conform the Trust Agreement with the amendments to the Local and Private in House Bill No. 1683 as approved by the Governor of the State of Mississippi; and

WHEREAS, Section 7.5 of the Trust Agreement provides that the Trust Agreement may be amended in writing at any time upon a Majority Vote of the Board of Aldermen with the approval of the Mayor but only to the extent consistent with the Act and any amendments thereto.

NOW, THEREFORE, in consideration of the premises, terms, conditions and covenants contained herein, it is hereby agreed as follows:

ARTICLE I
DEFINITIONS

As used in this Trust Agreement, unless a different meaning clearly appears in the context, the following terms shall have the following meaning:

1.1 "Act" shall mean Chapter 938, Local and Private Laws of 2011, as amended by House Bill No. 1683 as approved by the Governor of the State of Mississippi on May 9, 2012.

1.2 "Board" or "Board of Trustees" shall mean the City of Oxford Municipal Reserve and Trust Fund Board of Trustees.

1.3 "Board of Aldermen" shall mean the then board of aldermen of the city.

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DEMENT-MERIDIAN 61-0226

1.4 ~~"Cash Equivalents"~~ shall mean United States Government and Agency obligations, certificates of deposit, custodial bank's short-term reserve funds, and no-load money market mutual funds.

1.5 "City" shall mean the City of Oxford, Mississippi, acting by and through its Mayor and Board of Aldermen.

1.6 "Clerk" shall mean the then clerk of the city.

1.7 "Code" shall mean the Mississippi Code of 1972, as amended.

1.8 "Conflict" or "Conflict of Interest" shall mean the use by a Trustee of the authority of his or her office or any confidential information received through his or her position as a Trustee for the pecuniary benefit of himself or herself, a member of his or her immediate family, or a business with which he or she or a member of his or her immediate family is associated, or in any other manner prohibited by or inconsistent with applicable local, state, or federal law.

1.9 "Custodian" shall mean a bank or other qualified entity selected by the Board to hold and administer the assets of the Fund.

1.10 "Fiscal Year" shall mean the twelve (12) month period beginning each April 1st and ending the following March 31st, on which the books and records of the Trust are maintained.

1.11 "Fund" shall mean the City of Oxford Municipal Reserve and Trust Fund established under this Trust Agreement for the deposit of the sales Proceeds received by the City as a result of the termination of lease and for the sale of the real and personal property related to the existing Baptist Memorial Hospital-North Mississippi facilities.

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

1.13 "Income" shall mean all interest and dividends derived from the investment of monies in the Fund.

1.14 "Internal Revenue Code" shall mean the Internal Revenue Code of 1986, as amended.

1.15 "Investment Consultant" shall mean an investment consultant selected by the Board.

1.16 "Investment Manager" shall mean an investment manager selected by the Board.

1.17 "Majority Vote" shall mean an affirmative vote of one more than one-half (1/2).

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DEMENT-MERIDIAN 61-226

1.18 "Mayor" shall mean the then mayor of the city.

1.19 "Mayor Pro Tem" shall mean the then mayor pro tempore of the city.

1.20 "Proceeds" shall mean all monies received by the City as a result of the termination of lease and for the sale of the real and personal property related to the existing Baptist Memorial Hospital – North Mississippi facilities on Lamar Avenue, which the City determines shall be placed in the Trust created herein.

1.21 "Quorum" shall mean one more than one-half (1/2) of the Trustees.

1.22 "Regulation" shall mean a policy, procedure or rule adopted by the Board, establishing administrative procedures or interpretations affecting the Trust.

1.23 "Super Majority" shall mean an affirmative vote of three-fourths (3/4).

1.24 "Trust" shall mean the trust created and established hereunder.

1.25 "Trust Agreement" shall mean this Agreement, as it may be amended from time to time.

1.26 "Trustees" shall mean the persons chosen in accordance with this Trust Agreement as authorized by the Act to perform in a manner so as to safeguard the interests of the people of the City, the administrative and management duties necessary to fulfill the purposes of the City of Oxford Municipal Reserve and Trust Fund. If the City assumes administration of the Fund as provided in this Trust Agreement, then the Trustees shall refer to the Mayor and Board of Aldermen of the City acting in the position of Trustees of the Fund.

ARTICLE II
CREATION OF TRUST

2.1 Establishment. The Governing Authorities hereby declare and establish this Trust.

2.2 Effective Date. The City of Oxford Municipal Reserve and Trust Fund shall be effective on the 9th day of August, 2011.

2.3 Name of Trust. The name of the Trust created by this instrument shall be the City of Oxford Municipal Reserve and Trust Fund.

2.4 Purpose of Trust. This Trust is established to fulfill the obligations of the Governing Authorities under the Act for the benefit of the people of the City and the continued improvement and maintenance of the City, and for providing for the fiscal security and sustained revenue for the City and its citizens

2.5 ~~Trust. The governing authorities are authorized to fund and deposit into~~ **MINUTE BOOK No. 63, CITY OF OXFORD** DEMENT-MERIDIAN 61-0226

~~the Fund the Proceeds received by the City as a result of the termination of the lease and for the sale of the real and personal property related to the Baptist Memorial Hospital – North Mississippi facilities located on Lamar Avenue in the City and any Income from the investment of those funds. Funding of the Trust with the Proceeds, up to the amount authorized by the Act, shall occur as soon as is practical following the establishment of this Trust and the receipt of the Proceeds. The Board shall hold, invest and administer such property and additions thereto subject to the terms and provisions of this Trust Agreement.~~

ARTICLE III BOARD OF TRUSTEES

3.1 Establishment. The Fund shall be administered, managed, invested and governed by the Board of Trustees as provided in this Trust Agreement.

3.2 Composition of Board of Trustees. The Board of Trustees shall consist of nine (9) members as set forth below:

- (a) One (1) Trustee shall be the Mayor;
- (b) One (1) Trustee shall be the Mayor Pro Tem;
- (c) One (1) Trustee shall be an alderman appointed by the Mayor with the advice and consent of the Board of Aldermen; and
- (d) Six (6) Trustees shall be appointed by the Mayor with the advice and consent of the Board of Aldermen.

3.3 Chairman and Vice Chairman. The Mayor Pro Tem shall be the Chairman of the Board of Trustees. The Board of Trustees shall annually elect one (1) member to serve as Vice Chairman of the Board of Trustees. The Vice Chairman shall act as Chairman in the absence of or upon the disability of the Chairman or if there is a vacancy in the office of the Chairman.

3.4 Qualification of Trustees appointed by the Mayor. Each Trustee appointed by the Mayor shall possess knowledge, skill and experience in business or financial matters commensurate with the duties and responsibilities of the Board of Trustees in administering the Fund.

3.5 Term. The initial term of office of the six (6) nonaldermen Trustees shall be for one (1) year, two (2) years, three (3) years, four (4) years, five (5) years, and six (6) years, respectively, as designated by the Mayor. The term of office for the appointed Alderman Trustee shall be two (2) years. Notwithstanding the day on which the appointment began, all terms of the appointed Trustees shall end on the first day of August of the year in which his or her term ends. After the initial appointments, each new Trustee shall be appointed for a term of office of two (2) years, beginning on the first day of August. Trustees shall be eligible for reappointment.

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3.6 Resignation of Trustee. Any Trustee may resign at any time upon providing thirty (30) days' written notice to the Board. However, in the event of the resignation of a Trustee, the Board may waive in writing any notice of resignation as may be required hereunder.

3.7 Vacancies. Vacancies on the Board, including, but not limited to, those on account of death, resignation, or inability to act, shall be filled for the remainder of the unexpired term in the same manner as new Trustees as provided in paragraph 3.2 and paragraph 3.5 of this Article III.

3.8 Compensation and Expenses. Nongovernmental Trustees shall serve without compensation, but shall be reimbursed for travel and lodging expenses as established by Code §25-3-41. The Mayor, Mayor Pro Tem and appointed Alderman shall serve as Trustees without compensation.

3.9 Dissolution of the Board of Trustees. The Board of Trustees may be dissolved at any time by the Governing Authorities if, by Majority Vote, the Governing Authorities find such dissolution to be in the best interest of the public. In the case of dissolution, the Governing Authorities shall administer the Fund directly, acting always in accordance with the provisions of this Trust Agreement and the Act, until such time, if any, as the Governing Authorities elect to reestablish a Board of Trustees in accordance with the procedures for appointment as provided in this Trust Agreement, and the Act.

ARTICLE IV POWERS OF THE BOARD OF TRUSTEES

The Board of Trustees shall administer and manage the Fund and manage the principal and Income of the Fund, and establish a comprehensive investment plan for the purposes of this Trust Agreement. The comprehensive investment plan shall specify the policies to be utilized by the Board of Trustees in its administration of the Fund. The Board is authorized but not required to delegate responsibility for the establishment and administration of the comprehensive investment plan to an Investment Consultant. Directly with or through such Investment Consultant, the Board may contract for such services as may be a part of the comprehensive investment plan or as may be deemed necessary or proper by the Board, including, but not limited to, providing consolidated billing and record keeping, and asset purchase, control and safekeeping. The Board of Trustees shall invest the Fund in any of the investments authorized for the Mississippi Prepaid Affordable College Tuition Program under Code §37-155-9, and those investments shall be subject to the limitations prescribed by Code §37-155-9, except the Fund shall be restricted from investment in the covered call and put options allowed in Code §37-155-9(v)(xi) or in the pooled or commingled real estate funds or real estate securities as outlined in Code §37-155-9(v)(xiii). In furtherance of the powers granted herein, the Board of Trustees shall have such powers as necessary or convenient to carry out the purposes and provisions of this Trust Agreement, including, but not limited to, the following express powers:

4.1 To adopt such Regulations as the Board deems necessary or appropriate to implement the provisions of this Trust Agreement;

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4.2 To establish and maintain such accounts as the Board, from time to time, shall determine to be proper;

4.3 To cause any security or other property held as part of the Fund to be registered in the name of the Board of Trustees or in the name of one or more of the Board's nominees, but the books and records of the Board shall at all times show that all such investments are part of the Fund;

4.4 To keep such portion of the Fund in cash or Cash Equivalents as the Board may from time to time deem to be in the best interest of the Trust, including, but not limited to, satisfaction of the liquidity needs of the Trust, without liability for interest thereon;

4.5 To contract for necessary goods and services, to employ necessary personnel, and to engage the services of consultants, including, but not limited to, Investment Consultants and Investment Managers, for administrative and technical assistance in carrying out its duties and responsibilities in administering the Fund;

4.6 To monitor the performance of Trust assets, and to instruct Investment Managers and Investment Consultants and to make changes as appropriate;

4.7 To procure insurance against any loss in connection with the property, assets and activities of the Trust or the Board;

4.8 To appear on its own behalf before the Board of Aldermen or other governmental agencies;

4.9 To administer the Fund in a manner that is sufficiently actuarially sound to meet the obligations of this Trust Agreement and the Act;

4.10 Subject to the terms, conditions, limitations and restrictions specified in the Act, Code §37-155-9, and this Trust Agreement, the Board of Trustees shall have the power to sell, assign, transfer and dispose of any of the securities and investments of the Fund;

4.11 To make, execute, acknowledge, and deliver any and all documents of transfer and conveyance and any and all other instruments that may be necessary or appropriate to carry out the powers herein granted;

4.12 To settle, or compromise, debts or damages to or owing to or from the Trust; to commence or defend suits or legal or administrative proceedings, and to represent the Trust in all legal and administrative proceedings, but only to the extent permissible for, and under the circumstances and limitations applicable to other governmental entities as provided by the Constitution and laws of the State of Mississippi; and

4.13 In addition to the specific powers enumerated herein, the Board shall have the authority to do all acts, whether or not expressly authorized, which may be necessary or proper for the protection of the property held hereunder or for the carrying out of any duty under this

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Trust Agreement, provided such acts are not in direct conflict with the terms of the Trust Agreement or applicable federal or state law.

ARTICLE V
DUTIES OF THE BOARD OF TRUSTEES

5.1 Meetings. The Board shall conduct one (1) annual meeting. It is anticipated that the Board shall conduct at least three (3) other meetings each calendar year. The Board shall also hold such special meetings at such time and place as may be called by the Chairman. All meetings of the Board shall be open to the public in accordance with Code §25-41-5(1), except as provided by Code §25-41-7, as interpreted by the courts and Attorney General of the State of Mississippi. Notice of each meeting shall be given in accordance with Code §25-41-13, and notice of each meeting shall be provided to each Trustee. A Quorum shall be necessary to conduct business. Any Trustee may attend any meeting via electronic means provided that such electronic attendance complies with all applicable laws.

5.2 Voting. Except as otherwise provided by paragraph 5.4 of this Article V, each Trustee shall be entitled to one (1) vote on any and all actions before the Board of Trustees. No decision or action of the Board of Trustees shall be effective unless presented and approved at the annual meeting or other scheduled meeting of the Board.

5.3 Accounts and Reports. The Board of Trustees shall keep accurate and detailed accounts of all investments, receipts, disbursements and other transactions hereunder. The Board of Trustees shall annually prepare, or cause to be prepared, a report setting forth in appropriate detail an accounting of the Fund and a description of the financial condition of the Fund at the close of each fiscal year. The report shall be submitted to the governing authorities on or before July 1 of each fiscal year. In addition, at all times, the Governing Authorities shall have the right upon reasonable notice to review, inspect and/or audit Fund records and accounts maintained by the Board of Trustees.

5.4 Conflict of Interest. An underlying principle of this Trust is that it is fundamentally important that the public perceives that all policies and decisions of the Board are, and the same shall be, fairly and impartially determined, and that the financial interests of the Trustees do not conflict with the public trust. Therefore, no Trustee shall participate in any decision or recommendation if such participation would violate or circumvent any federal or State laws or regulations, including but in no way limited to those laws regulating the conduct of public officials in Mississippi. Any Trustee aware of a personal Conflict of Interest regarding a matter coming before the Board shall bring this to the attention of the Chairman of the Board. If necessary, the Chairman of the Board shall rule as to whether the declaration constitutes a Conflict of Interest. If a Conflict exists, the Trustee shall not vote on the matter and shall excuse himself or herself from any discussion regarding the matter by leaving the room, and shall not be counted in determining the Quorum if that has not already been established for the meeting. Regardless of any ruling or failure or refusal to rule on any such question before the Chairman, it shall at all times remain the duty of each Trustee to avoid any Conflict, or violation of laws or statutes pertaining to the duties of public officials.

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5.5 In the event of a default in the City's investment authority, the Board shall comply with the Mississippi Uniform Prudent Investor Act, Code §91-9-601 et seq.

ARTICLE VI
TRUST DISBURSEMENTS

6.1 Division of Fund. The Fund shall be divided into two (2) components: (i) the corpus component, and (ii) the earnings component.

6.2 Corpus Component. The corpus component of the Fund shall consist of the initial deposit as described in paragraph 2.5 of Article II of this Trust Agreement, and additional subsequent deposits from the annual Income earned from the investment of the Fund except as otherwise provided herein. Except as otherwise provided in the Act or this Trust Agreement, the corpus shall be inviolate and maintained and used to generate Income and shall not be invaded or used by the Board of Trustees or the Governing Authorities.

6.3 The Earnings Component. The earnings component of the Fund shall be defined and available for distribution by the Trustees as described in the following subparagraphs:

- (a) Every fiscal year after the Fund is established, the earnings component shall be considered an amount equal to three percent (3%) of the amount of the full Fund balance whether or not the corpus component has generated any Income in that Fiscal Year. All remaining portions of the annual Income earned from the investment of the Fund shall remain in the Fund as part of the corpus component.
- (b) On or before July 1 of each year, the Board of Trustees shall determine the portion of the earnings component of the Trust Fund, and shall report to the Governing Authorities as set out in paragraph 5.3 of Article V of this Trust Agreement. The Board of Trustees is specifically given the power to expend from the earnings component amounts required in connection with the management by the Board of Trustees of the Fund, including, but not limited to, payments for accounting fees, legal fees, consulting fees, and Investment Managers or Fund management fees. These expenditures shall be included in the full report as required in paragraph 5.3 of Article V of this Trust Agreement.
- (c) Funds comprising the earnings component shall be transferred from the Fund to the general fund of the City at the direction of the Clerk and shall be available for appropriation and spending by the Governing Authorities.

6.4 Invasion of the Corpus Component.

- (a) Upon a three-fourths (3/4) Super Majority vote of the Board of Aldermen and with approval by the Mayor, the Governing Authorities are authorized

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to withdraw monies from the corpus component and have them disbursed to the City for appropriation and spending, in the event of the following:

- (i) A state of emergency or local emergency has been declared under federal, state, or local law; or
- (ii) Overall budgeted collections of the City are more than five percent (5%) below that fiscal year's budgeted estimates for at least three (3) consecutive calendar months. In this instance, corpus monies may be withdrawn by the City to meet up to ninety-eight percent (98%) of projected budget shortfalls.

In the event of withdrawal of any portion of the corpus component by the City pursuant to paragraph 6.4(a)(i) or paragraph 6.4(a)(ii) of this Article VI, annual disbursements by the Board of Trustees of the earnings component authorized in paragraph 6.3(d) of this Article V shall cease and all Income shall be retained by the Board of Trustees and repaid to the corpus until such time as the corpus component equals its full prewithdrawal amount, at which time, disbursement of the earnings component in accordance with paragraph 6.3(d) of this Article VI may continue.

- (b) In addition to the authority to withdraw as provided in paragraph 6.4(a) of this Article VI, upon a unanimous vote of the Board of Aldermen and with approval of the Mayor, the Governing Authorities are authorized to withdraw monies from the corpus component and have them disbursed to the City for appropriation and spending. The withdrawal by the Governing Authorities pursuant to this paragraph 6.4(b) of this Article VI shall be limited in the following manner:
 - (i) No such vote or withdrawal may occur without the Governing Authorities first conducting a full public, open municipal hearing on consideration of the matter for which such appropriation and spending would be made;
 - (ii) Withdrawal pursuant to this paragraph 6.4(b) of this Article VI may occur only one (1) time during each four-year term of the then Board of Aldermen and Mayor;
 - (iii) Withdrawal shall not exceed ten percent (10%) of the corpus component of the Fund, as determined by the Board of Trustees; and
 - (iv) The withdrawal must be repaid to the Fund as provided in paragraph 6.4(a) of this Article VI before a withdrawal under this

ARTICLE VII
MISCELLANEOUS

7.1 Duration. The Trust created herein shall exist for an initial term of twenty (20) years from the date of execution hereof, and shall continue thereafter unless terminated by a three-fourths (3/4) Super Majority vote of the Board of Aldermen with the approval of the Mayor.

7.2 Termination. In the event of termination of the Trust, the Board of Trustees shall proceed to wind up the affairs of the Trust in an orderly manner and within a reasonable period of time considering relevant circumstances. Upon receipt of such releases or like documentation as the Board may reasonably deem necessary for the protection of the Trustees, the Board shall distribute the remaining property of the Trust to the City in cash or in kind or partly in each. In making a terminating distribution, the Board may retain an amount for reasonable administrative fees and expenses. In no event shall Trust assets be distributed to or revert to any entity that is not a political subdivision of the state or not an entity whose income is excluded from gross income under §115 of the Internal Revenue Code.

7.3 Tax-Exempt Status. The Trust is an organization formed and operated under this Trust Agreement for the purpose of managing the investments of a political subdivision of a state. As such, the Trust is intended to qualify for exemption from federal taxation under §115(1) of the Internal Revenue Code. (See Revenue Ruling 77-261).

7.4 Persons Dealing with the Trustees. No person, firm or corporation dealing with the Board shall be obligated to see that the terms of the Trust have been complied with, or be obligated to inquire into the necessity or expediency of any act of the Board, and every instrument executed by the Board shall be conclusive in favor of any person, firm or corporation relying thereon, that:

- (a) At the time of delivery of said instrument the Trust was in full force and effect;
- (b) Said instrument was effected in accordance with the terms and conditions of this Trust Agreement; and
- (c) The Board was duly authorized and empowered to execute such instrument.

7.5 Amendment. This Trust Agreement may be amended in writing at any time upon a Majority Vote of the Board of Aldermen with the approval of the Mayor and upon a Majority Vote of the Board but only to the extent consistent with the Act and any amendments thereto.

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~~7.6 Exclusive Benefit. At no time shall any part of the Fund be used for the benefit of any individual to, purposes other than as provided herein.~~

7.7 Governing Law. This Trust is established in the State of Mississippi and all questions pertaining to the validity or construction of this Trust Agreement and regarding the acts and transactions contemplated herein shall be determined in accordance with the laws of the State of Mississippi, except as to matters governed by federal law.

7.8 Compliance with Laws. This Trust Agreement and the Fund created hereunder are intended to meet all applicable requirements of the Act, the Code, the Code of Ordinances of the City, and the Internal Revenue Code, as the same may be amended from time to time.

7.9 Rules of Construction. In resolving any conflict among provisions of this Trust Agreement and in resolving any uncertainty as to the meaning or intention of any provision of this Trust Agreement, the interpretation that: (i) causes the Trust to comply with all applicable requirements of the laws of the State of Mississippi (including but not limited to the Act) and the laws of the City, and (ii) causes the Trust to be exempt from tax as a governmental instrumentality under §115 of the Internal Revenue Code, shall prevail over any different interpretations.

7.10 Captions. The captions appearing in this instrument are for convenience of reference only, and shall be disregarded in determining the meaning and effect of the provisions of this instrument.

7.11 Singular and Plural; Gender. Words used herein in the masculine gender shall be construed to include the feminine gender where appropriate, and words used herein in the singular or plural shall be construed as being in the plural or singular where appropriate.

7.12 Severability. If any provision of this instrument is invalid, that provision shall be disregarded, and the remainder of this instrument shall be construed as if the invalid provision had not been included.

IN WITNESS WHEREOF, the undersigned authority executes this First Amended and Restated Trust Agreement on the day and date below.

CITY OF OXFORD, MISSISSIPPI

By: Ulysses Howell, Mayor Pro Tem

DATE

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DEMENT-MERIDIAN 61-0226

ATTEST:

By: Lisa D. Carwyle, Clerk

DATE

STATE OF MISSISSIPPI
COUNTY OF LAFAYETTE

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, Ulysses Howell, who, being first duly sworn, states under oath that he is the Mayor Pro Tem of the City of Oxford, Mississippi, and who acknowledged before me that he signed, sealed and delivered the foregoing First Amended and Restated Trust Agreement for and on behalf of the City of Oxford, Mississippi, after being first authorized so to do.

GIVEN under my hand and official seal of office on this the ___ day of _____, 2012.

NOTARY PUBLIC

My Commission Expires:

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DEMENT-MERIDIAN 61-226

G/O BOND ISSUE:

Demery Grubbs came before the Mayor and Board of Aldermen to discuss a possible General Obligation Bond Issue. Below is a list of possible projects to be funded. The board will be presented with an intent resolution for the bonds at the July 17, 2012 board meeting.

Items for Bond Issue:

Potential Purchase of Property	\$3,000,000.00
Tennis complex	\$1,000,000.00
Fire Station & EOC	\$3,300,000.00
Round about	<u>\$250,000.00</u>

Total \$7,550,000.00

Less: Community Health Foundation Funds: -\$3,000,000.00

Plus Cost of Issuance \$100,000.00
Contingencies \$350,000.00

Total Projected Bond Issue: \$5,000,000.00

Payment on \$5M Bond Issue:

20 Years \$352,000.00
15 Years \$404,000.00

Scenerio:	15 Years	20 Years
Payment	\$404,000.00	\$352,000.00
Less: Bond Issue rolling off	-\$160,000.00	-\$160,000.00
Annual Baptist proceeds	-\$100,000.00	-\$100,000.00
Remainder to come from cash flow	\$144,000.00	\$92,000.00

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DEMENT-MERIDIAN 61-0226

**NATIONAL FLOOD
INSURANCE:**

Stacy Ricks with the MS Emergency Management Agency recognized the City of Oxford's participation in the National Flood Insurance Program's Community Rating System. He thanked Randy Barber for his participation in the program.

VOLUNTEER OXFORD:

It was moved by Alderman Howell, seconded by Alderman Antonow to approve the following MOU between Volunteer Oxford and the University of MS. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

MINUTE BOOK No. 63, CITY OF OXFORD

Memorandum of Understanding (MOU)

DEMENT-MERIDIAN 61-226

Between
Volunteer Oxford and the University of Mississippi, for and on behalf of
Volunteer Oxford

THIS AGREEMENT is made and entered into this day by and between the University of Mississippi for and on behalf of Volunteer Oxford, City of Oxford, Mississippi and the University of Mississippi, Oxford, Mississippi.

Purpose

The purpose of this Memorandum of Understanding (MOU) is to strengthen relationships between Volunteer Oxford, the University of Mississippi, and the Lafayette-Oxford-University community, and to promote activities related to volunteerism and community service; Volunteer Oxford and the University of Mississippi agree to establish a mutually beneficial relationship between the University of Mississippi and the Lafayette and Oxford community.

Volunteer Oxford is expanding its opportunities for volunteerism through partnership with the University of Mississippi. The collaboration will better serve the common good of the community of Oxford and Lafayette County by sharing our resources as it relates to community service.

Volunteer Oxford has entered into a Memorandum of Understanding with the University of Mississippi. The purpose of this partnership is to address the needs of the community by promoting volunteerism to the community at large.

Contact Persons

Unless otherwise stated, the appropriate person(s) for the University of Mississippi for matters pertaining to this Memorandum of Understanding shall be:

Albert Nylander, Director of the McLean Institute for Partnerships and Community Engagement

Valeria Ross, Office of the Dean of Students, the University of Mississippi

Stephen Monroe, Assistant Dean of the College of Liberal Arts, the University of Mississippi

The appropriate contact person for Volunteer Oxford shall be:

Kelly Shannon, Director of Volunteer Oxford

The University of Mississippi shall contact the above designated individual for Volunteer Oxford and Volunteer Oxford shall contact the above designated individual for the University of Mississippi when either party has questions related to this Memorandum of Understanding.

Conditions of the Agreement

The partners herein desire to enter into a Memorandum of Understanding setting forth the terms of the partnership by stating the Conditions of the Agreement of each party below.

- 1) Volunteer Oxford will serve as a central hub of the City of Oxford and Lafayette County as a resource and build capacity to equip volunteers to train and lead others to serve.

- 2) Volunteer Oxford will provide training and education to staff and the community on volunteerism.

- 3) The University of Mississippi will act as a referral resource for Volunteer Oxford. The University of Mississippi will support Volunteer Oxford in its role as the volunteer and recruitment arm for the Lafayette-Oxford-University community.
- 4) The University of Mississippi will provide budgetary support of \$3,500 per year for the first three years of the Volunteer Oxford's existence. This amount is equal to the amount provided by the other partner, Lafayette County.
- 5) Both parties agree to provide for the mutual beneficial exchange of knowledge and resources in the context of partnership and reciprocity.
- 6) Both parties agree to mutually promote events and collaborations for each other.
- 7) Both parties agree to provide necessary training and education to staff, volunteers and community members on volunteerism.
- 8) Both parties agree to allow the advertising of community service opportunities that offer dynamic and noteworthy community engagement, to each party's active website.
- 9) Both parties agree to release monthly service records denoting the number of volunteers and hours served for projects in which both organizations are participants.
- 10) Both parties agree to provide adequate service on each party's advisory board.
- 11) Both parties agree to work continuously to maximize the effectiveness of the partnership.
- 12) Both parties agree to engage the talents and resources of the University of Mississippi faculty, staff and students with community, to further community and economic development.

Amendments

This Memorandum of Understanding may only be amended in writing after mutual agreement of the parties.

Termination

This Memorandum of Understanding shall be in effect for a period of three years and shall continue from year to year unless otherwise agreed to by the parties in writing. Either party may terminate this Memorandum at any time by providing written notice 30 days in advance to the other party.

Execution

The parties agree that this Memorandum of Understanding shall be submitted to the University of Mississippi for and on behalf of Volunteer Oxford and the City of Oxford, and nothing contained in this Memorandum of Understanding nor any amendments thereto shall become effective until executive by both parties.

This agreement is entered into this ___ day of _____, 2012.

WE, THE UNDERSIGNED, HEREBY AGREE TO THIS MEMORANDUM OF UNDERSTANDING BETWEEN THE UNIVERSITY OF MISSISSIPPI AND VOLUNTEER OXFORD.

Signed:

Chancellor Dan Jones
University of Mississippi

Mayor Pat Patterson
City of Oxford

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

- 2011 AUDIT REPORT: It was moved by Alderman Bailey, seconded by Alderman Howell to accept the 2011 Audit Report. All the aldermen present voting aye, Mayor Patterson declared the motion carried.
- CSA ANNUAL CONFERENCE: It was moved by Alderman Bailey, seconded by Alderman Antonow to authorize travel for Chasity Carwile to attend the CSA Annual Conference in Orange Beach, AL with a cost of \$1,618.57. All the aldermen present voting aye, Mayor Patterson declared the motion carried.
- MDOT MULTI-MODAL GRANT: It was moved by Alderman Taylor, seconded by Alderman Williams to accept the MDOT Multi-Modal grant award of \$12,000.00 for the procurement of bus bike racks. All the aldermen present voting aye, Mayor Patterson declared the motion carried.
- PATHWAYS COMMISSION: It was moved by Alderman Howell, seconded by Alderman Bailey to reappoint Kate Kellum, Michael Worthy and Scott Roam to the Pathways Commission. All the aldermen present voting aye, Mayor Patterson declared the motion carried.
- OUT TRANSIT: It was moved by Alderman Williams, seconded by Alderman Taylor to authorize Mayor Patterson to enter into a contract with McDonald Transit Associates, Inc. for the operation and management of Oxford University Transit. All the aldermen present voting aye, Mayor Patterson declared the motion carried.
- MAINTENANCE: It was moved by Alderman Antonow, seconded by Alderman Taylor to accept the maintenance of Water, sewer and streets for North Thacker Road (West Oxford Center). All the aldermen present voting aye, Mayor Patterson declared the motion carried.
- BRITTANY WOODS PUMP STATION: It was moved by Alderman Taylor, seconded by Alderman Bailey to accept bids on Brittany Woods pump station project and award the contract to Eubanks Construction with a bid of \$725,515.00. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

**BID TABULATION
BASE BID
06/19/12
FOR
BRITTANY WOODS WWTP DEMOLITION AND UNIVERSITY AVE. REHABILITATION
CITY OF OXFORD, MISSISSIPPI**

ITEM NO.	DESCRIPTION OF ITEM	QUANT.	UNIT	EUBANK CONSTRUCTION		BROCATO CONSTRUCTION		DON M. BARRON CONTRACTOR INC.	
				UNIT PRICE	TOTAL PRICE	UNIT PRICE	TOTAL PRICE	UNIT PRICE	TOTAL PRICE
1	MOBILIZATION	1.0	L.S.	\$10,000.00	\$10,000.00	\$8,400.00	\$8,400.00	\$89,000.00	\$88,000.00
FOR									
2	TRAFFIC CONTROL	1.0	LS	\$5,000.00	\$5,000.00	\$5,250.00	\$5,250.00	\$11,000.00	\$11,000.00
FOR									
3	TRENCH SAFETY (>5' DEPTH)	1.0	LS	\$5,500.00	\$5,500.08	\$9,450.00	\$9,450.00	\$22,000.00	\$22,000.00
FOR									
4	SELECT BACKFILL (MISC. LOCATIONS)	1000	C.Y. (LVM)	\$10.00	\$10,000.00	\$9.45	\$9,450.00	\$28.00	\$28,000.00
FOR									
5	BEDDING MATERIAL	500.0	C.Y.	\$55.00	\$27,500.00	\$52.50	\$26,250.08	\$58.00	\$29,000.00
FOR									
6	EROSION CONTROL	1.0	L.S.	\$2,000.00	\$2,000.00	\$8,400.00	\$8,400.00	\$5,100.00	\$5,100.00
FOR									
7	BRITTANY WOODS W.W.T.P. DEMOLITION / TEMP. BY PASS	1.0	L.S.	\$108,000.00	\$108,000.00	\$82,400.00	\$82,400.00	\$140,100.00	\$140,100.00
FOR									
8	BRITTANY WOODS LIFT STATION	1.0	L.S.	\$180,000.80	\$180,000.00	\$149,789.50	\$149,789.50	\$182,000.00	\$182,000.00
FOR									
9	PROPOSED 48" DIA. SEWER MANHOLE (0'-6')	5.0	EA.	\$2,000.00	\$10,000.00	\$1,942.50	\$9,712.50	\$4,300.00	\$21,500.00
FOR									
10	PROPOSED 48" DIA. SEWER MANHOLE (>6')	28.8	V.F.	\$150.00	\$4,320.00	\$183.75	\$5,282.00	\$215.00	\$6,182.00
FOR									
11	SEWER MANHOLE REHABILITATION	189.2	V.F.	\$150.00	\$25,380.00	\$138.50	\$23,095.80	\$145.00	\$24,534.00
FOR									
12	SEWER MANHOLE ABANDONED	4.0	EA.	\$700.00	\$2,800.00	\$1,575.00	\$6,300.00	\$700.00	\$2,800.00
FOR									
13	TIE TO EXISTING SMH	4.0	EA.	\$1,200.00	\$4,800.00	\$708.75	\$2,835.00	\$300.00	\$1,200.00
FOR									
14	10' SDR 28 PVC GRAVITY MAIN (OPEN CUT) (14'-18')	128.8	L.F.	\$80.00	\$9,800.00	\$93.45	\$11,214.00	\$35.00	\$4,200.00
FOR									

PREPARED BY:
PRECISION ENGINEERING CORP.

DEWENT-MERIDIAN 61-226

BID TABULATION
BASE BID
06/19/12
FOR
BRITTANY WOODS WWTP DEMOLITDN AND UNIVERSITY AVE. REHABILITATION
CITY OF OXFORD, MISSISSIPPI

ITEM NO	DESCRIPTION OF ITEM	QUANT.	UNIT	UNIT PRICE	TOTAL PRICE	UNIT PRICE	TOTAL PRICE	UNIT PRICE	TOTAL PRICE
15	8" CONCRETE TO 10" DR 17 HDPE (BURSTING)	2103.0	L.F.	\$65.00	\$136,695.00	\$53.26	\$112,085.78	\$38.00	\$79,914.00
FOR									
16	8" DR 17 HDPE FORCE MAIN (OPEN CUT)	4718.0	L.F.	\$15.80	\$70,770.00	\$18.38	\$86,718.64	\$28.00	\$94,360.00
FOR									
17	8" DR 17 HDPE (UNCASED BORE)	718.8	L.F.	\$48.80	\$28,400.00	\$68.25	\$48,457.50	\$47.00	\$33,370.00
FOR									
18	10" DR 17 HDPE (UNCASED BORE)	810.8	L.F.	\$68.80	\$48,600.00	\$99.75	\$80,797.50	\$70.00	\$56,700.00
FOR									
19	12" STEEL CASING PIPE (BITUMINOUS COATING)	50.8	L.F.	\$60.00	\$3,000.00	\$105.00	\$5,258.00	\$92.00	\$4,680.00
FOR									
20	DUCTILE IRON MECHANICAL JOINT FITTINGS	500.8	LBS.	\$6.00	\$3,000.00	\$3.94	\$1,978.00	\$15.00	\$7,508.00
FOR									
21	12" HDPE N12 STORM DRAIN REPLACEMENT	60.0	L.F.	\$20.00	\$1,200.00	\$26.25	\$1,575.00	\$17.00	\$1,028.00
FOR									
22	18" HDPE N12 STORM DRAIN REPLACEMENT	60.0	L.F.	\$25.00	\$1,608.00	\$38.75	\$2,265.00	\$23.50	\$1,410.00
FOR									
23	24" HDPE N12 STORM DRAIN REPLACEMENT	60.0	L.F.	\$30.00	\$1,800.00	\$47.25	\$2,835.00	\$33.00	\$1,980.00
FOR									
24	CRUSHEO LIMESTONE BASE	110.0	TONS	\$45.00	\$4,958.00	\$43.05	\$4,735.50	\$82.00	\$6,820.00
FOR									
25	CLAY GRAVEL	450.8	C.Y.	\$22.00	\$9,900.00	\$28.25	\$11,612.50	\$58.00	\$26,100.00
FOR									
26	BERMUDA SOLID SOD	1100	S.Y.	\$3.00	\$3,300.00	\$3.15	\$3,465.00	\$4.50	\$4,850.00
FOR									
27	SEED & MULCH	1.0	ACRE	\$2,500.00	\$2,500.00	\$4,200.00	\$4,200.00	\$4,000.00	\$4,000.00
FOR									

SUB TOTAL: \$700,515.00 \$733,864.42 \$869,350.00

PREPARED BY:
PRECISION ENGINEERING CORP.

06/19/12

MINUTE BOOK NO. 66 CITY OF OXFORD

**BID TABULATION
BASE BID
06/19/12
FOR
BRITTANY WOODS WWTP DEMOLITION AND UNIVERSITY AVE. REHABILITATION
CITY OF OXFORD, MISSISSIPPI**

ITEM NO.	DESCRIPTION OF ITEM	QUANT.	UNIT	EUBANK CONSTRUCTION		BROCATO CONSTRUCTION		DON M. BARRDN CONTRACTOR INC.	
				UNIT PRICE	TOTAL PRICE	UNIT PRICE	TOTAL PRICE	UNIT PRICE	TOTAL PRICE

ALLOWANCE ITEMS:

28	FOR 3/4" P.E. SERVICE LINE POINT REPAIR (LESS THAN 10 L.F.)	1.0	EA.	\$1,500.00		\$423.00		\$150.00	
29	FOR P.E. SERVICE LINE POINT REPAIR (LESS THAN 10 L.F.)	1.0	EA.	\$1,500.00		\$450.00		\$160.00	
30	FOR SDR21 CL 200 PVC POINT REPAIR (LESS THAN 10 L.F.)	1.0	EA.	\$2,500.00		\$800.00		\$300.00	
31	FOR SDR21 CL 200 PVC POINT REPAIR (LESS THAN 10 L.F.)	1.0	EA.	\$3,000.00		\$950.00		\$400.00	
32	FOR 1 1/4" P.E. SERVICE LINE POINT REPAIR (MORE THAN 10 L.F.)	1.0	L.F.	\$10.00		\$10.00		\$12.00	
33	FOR P.E. SERVICE LINE POINT REPAIR (MORE THAN 10 L.F.)	1.0	L.F.	\$10.00		\$15.00		\$13.00	
34	FOR 3" SDR21 CL 200 PVC POINT REPAIR (MORE THAN 10 L.F.)	1.0	L.F.	\$15.00		\$20.00		\$23.00	
35	FOR SDR21 CL 200 PVC POINT REPAIR (MORE THAN 10 L.F.)	1.0	L.F.	\$20.00		\$25.00		\$24.00	

ALLOWANCE: \$25,000.00

TOTAL BID: \$725,515.00 \$758,864.42 \$894,350.00

PREPARED BY:
PRECISION ENGINEERING CORP.

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

EMERGENCY PURCHASE:

It was moved by Alderman Bailey, seconded by Alderman Williams to adopt the following resolution and to amend the Sanitation budget for the purchase of a dozer at the landfill in the amount of \$350,000.00. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

MINUTE BOOK No. 68, CITY OF OXFORD
REGARDING EMERGENCY BULLDOZER PURCHASE

DEMENT-MERIDIAN 61-0226

The Board took up for consideration the emergency purchase of a waste hauler crawler dozer, and, upon due consideration, the City of Oxford, Mississippi adopts the following Resolution, which was first reduced to writing:

RESOLUTION OF THE MAYOR AND BOARD OF ALDERMEN OF THE CITY OF OXFORD, MISSISSIPPI, DECLARING AN EMERGENCY AND AUTHORIZING THE MAYOR TO PURCHASE A WASTE HANDLER CRAWLER DOZER

WHEREAS, a waste hauler crawler dozer at the City's landfill recently ceased functioning, requiring the City to procure a rental dozer at great cost; and

WHEREAS, an operational waste hauler crawler dozer is critical to the safe and efficient operation of the landfill; and

WHEREAS, it is not in the best interest of the City to continue to lease a waste hauler crawler dozer due to the prohibitive cost of such rental; and

WHEREAS, the acquisition of a new waste hauler crawler dozer is necessary for the immediate preservation of public health; and

WHEREAS, the immediate restoration of a functioning waste hauler crawler dozer is advisable and in the City's best interest; and

WHEREAS, the delay incident to obtaining competitive bids would cause adverse impact upon the City and be detrimental to the interest of the City due to the critical need for a new waste hauler crawler dozer and the prohibitive cost of maintaining a rental dozer.

NOW, THEREFORE, BE IT RESOLVED BY the Mayor and Board of Aldermen of the City of Oxford, Mississippi, the City hereby resolves the following:

MINUTE BOOK No. 63, CITY OF OXFORD

1. Pursuant to MISS. CODE ANN. §§ 31-7-1(f) and 21-35-19, a ~~CONCURRENCE~~ DEMENTERIAN 61-225

emergency exists due to the failure of a waste handler crawler dozer at the City's landfill.

2. Pursuant to MISS. CODE ANN. §§ 21-35-19 and 21-35-21, the Mayor is authorized to purchase a new waste handler crawler dozer that conforms substantially to the specifications attached to this resolution as Exhibit "A".

3. Pursuant to MISS. CODE ANN. § 31-7-13(k), competitive bidding shall not be required for the purchase of a new waste handler crawler dozer.

After full discussion of this matter, Alderman Bailiey moved that the foregoing Resolution be adopted and said motion was seconded by Alderman Williams, and upon the question being put to a vote, the vote was as follows:

- Alderman Williams AYE
- Alderman Oliver AYE
- Alderman Antonow AYE
- Alderman Howell AYE
- Alderman Taylor AYE
- Alderman Bailey AYE
- Alderman Morgan ABSENT

WHEREUPON, the foregoing Resolution was declared passed by a unanimous vote and adopted at a regular meeting of the Mayor and Board of Aldermen of the City of Oxford, Mississippi; on this, the 2d day of July, 2012.

GEORGE "PAT" PATTERSON, MAYOR

MINUTE BOOK No. 63, CITY OF OXFORD

DEMONT-MERIDIAN 61-0226

ATTEST:

LISA CARWYLE, CITY CLERK

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

TAXI DRIVERS: It was moved by Alderman Antonow, seconded by Alderman Taylor to authorize Sharon Burt and David Romero as taxi drivers. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

PURCHASE OF HAND GUNS: It was moved by Alderman Howell, seconded by Alderman Bailey to approve retiring officers, Wayne Hanks and Mike Collins, to purchase their department issued handguns per state law, for \$1.00. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

RESIGNATION: It was moved by Alderman Bailey, seconded by Alderman Antonow to approve the resignation of Ben Ivy in the Oxford Police Department. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

PROMOTION: It was moved by Alderman Antonow, seconded by Alderman Bailey to approve the promotion of Darin Roy to Training Officer, with a salary of \$46,932.24 and Joey Gardner to Deputy Fire Chief with a salary of \$54,243.06. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

INTERNAL PROMOTIONS: It was moved by Alderman Williams, seconded by Alderman Bailey to conduct the internal promotion process in the Oxford Fire Department. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

EMPLOYMENT: It was moved by Alderman Antonow, seconded by Alderman Bailey to authorize employment of Ben Potts as a laborer in the Building & Grounds Department with a salary of \$22,852.29. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

EXECUTIVE SESSION: It was moved by Alderman Howell, seconded by Alderman Bailey to consider executive session for two personnel issues and acquisition of property. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

It was moved by Alderman Howell, seconded by Alderman Antonow to go into executive session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

REGULAR SESSION: It was moved by Alderman Antonow, seconded by Alderman Williams to come out of executive session and return to regular session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

SUSPENSION:

It was moved by Alderman Antonow, seconded by Alderman Bailey to accept the recommendation of the Human Resource Director and Department Head and suspend Jacob Able for one day without pay in the Police Department. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

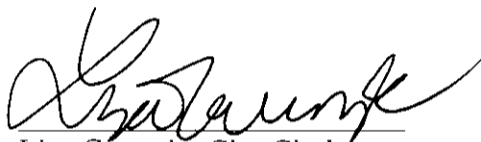
SUSPENSION:

It was moved by Alderman Oliver, seconded by Alderman Antonow to accept the recommendation of the Human Resource Director and Department Head and suspend Chris Carter for five days without pay in the Building Department. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ADJOURN:

It was moved by Alderman Howell, seconded by Alderman Bailey to adjourn the meeting sine-die. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

George G. Patterson, Mayor



Lisa Carwyle, City Clerk

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

CALL TO ORDER:

Pursuant to the notice of Special Meeting, the Mayor and Board of Aldermen of the City of Oxford did meet at 8:00 a.m. on Friday, July 13, 2012 in the court room of City Hall when and where the following were present:

George G. Patterson- Mayor
 Ney Williams- Alderman Ward I
 E. O. Oliver- Alderman Ward II
 Janice Antonow- Alderman Ward III
 Ulyssess Howell- Alderman Ward IV
 Jason Bailey- Alderman Ward VI

Lisa Carwyle – City Clerk
 Bart Robinson- Chief Operations Officer
 Al Hope- Director of Human Resources

AGENDA:

It was moved by Alderman Bailey, seconded by Alderman Antonow to adopt the agenda for the meeting. All the aldermen present voting aye. Mayor Patterson declared the motion carried.

COMPENSATION COMMITTEE:

It was moved by Alderman Oliver, seconded by Alderman Williams to not consider a pay raise for the Mayor and Board of Aldermen for the upcoming term. They will not convene a compensation committee. All the aldermen present voting aye. Mayor Patterson declared the motion carried.

DOWNTOWN PARKING:

Mayor Patterson discussed the large amount of overdue parking fines. Tim Akers and the Parking Committee is in discussion with Standard Parking on a proposal to manage the current parking system in the downtown area.

EXECUTIVE SESSION:

It was moved by Alderman Howell, seconded by Alderman Antonow to consider executive session for potential litigation. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

It was moved by Alderman Howell, seconded by Alderman Antonow to go into executive session. All the aldermen present voting aye. Mayor Patterson declared the motion carried.

REGULAR SESSION:

It was moved by Alderman Oliver, seconded by Alderman Williams to come out of executive session and return to regular session. All the aldermen present voting aye. Mayor Patterson declared the motion carried.

BUILDING AND GROUNDS:

Billy Lamb came before the Mayor and Board of Aldermen to present his 2013 budget.

CITY SHOP:

Bo Ragon came before the Mayor and Board of Aldermen to present his 2013 budget.

BUILDING DEPARTMENT:

Randy Barber came before the Mayor and Board of Aldermen to present his 2013 budget.

MINUTE BOOK No. 63, CITY OF OXFORD~~SANITATION AND~~

DEMENT-MERIDIAN 61-0226

RECYCLING:

Eddie Anderson and Amberlyn Liles came before the Mayor and Board of Aldermen to present their 2013 budget.

RECESS:

It was moved by Alderman Bailey, seconded by Alderman Antonow to recess the meeting until Tuesday, July 17, 2012 at 12:00 p.m. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

George G. Patterson, Mayor
Lisa Carwyle, City Clerk

STATE OF MISSISSIPPI

COUNTY OF LAFAYETTE

CITY OF OXFORD

RECESSED MEETING

July 17, 2012

12:00 p.m.

CALL TO ORDER:

Pursuant to the order of July 13, 2012 the Mayor and Board of Aldermen did meet at 12:00 p.m. on Tuesday, July 17, 2012 in the conference room of the City Hall when and where the following were present:

George "Pat" Patterson – Mayor
 Ney Williams- Alderman Ward I
 E.O. Oliver- Alderman Ward II
 Janice Antonow- Alderman Ward III
 Ulysess Howell- Alderman Ward IV
 Preston Taylor – Alderman Ward V
 Jason Bailey – Alderman Ward VI
 John Morgan- Alderman At Large

Bart Robinson- Chief Operations Officer
 Lisa Carwyle- City Clerk
 Al Hope- Director of Human Resources

AGENDA:

It was moved by Alderman Howell, seconded by Alderman Antonow to adopt the agenda for the meeting. All the aldermen voting aye, Mayor Patterson declared the motion carried.

PLANNING:

Tim Akers came before the Mayor and Board of Aldermen to present the Planning Department 2013 Budget.

EMERGENCY MANAGEMENT:

Jimmy Allgood came before the Mayor and Board of Aldermen to present the Emergency Management 2013 Budget.

HUMAN RESOURCES:

Al Hope came before the Mayor and Board of Aldermen to present the Human Resources 2013 Budget.

POLICE DEPARTMENT:

Mike Martin came before the Mayor and Board of Aldermen to present the Police Department 2013 Budget.

BOND ISSUE:

The Board of Aldermen discussed the possible General Bond issue for upcoming City projects.

EXECUTIVE SESSION:

It was moved by Alderman Howell, seconded by Alderman Antonow to consider executive session for potential litigation. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

It was moved by Alderman Howell, seconded by Alderman Antonow to go into executive session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

REGULAR SESSION:

It was moved by Alderman Oliver, seconded by Alderman Williams to come out of executive session and return to

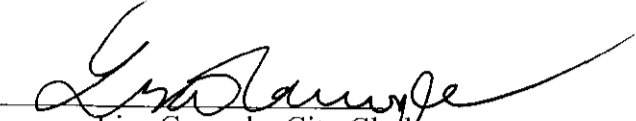
MINUTE BOOK No. 63, CITY OF OXFORD

regular session. All the aldermen present voting aye, Mayor Patterson declared the motion carried. DEMONT-MERIDIAN 61-0226

ADJOURN:

It was moved by Alderman Howell, seconded by Alderman Oliver to adjourn the meeting sine-die. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

George G. Patterson, Mayor


Lisa Carwyle, City Clerk

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

UNITED STATES OF AMERICA

STATE OF MISSISSIPPI

COUNTY OF LAFAYETTE

CITY OF OXFORD

REGULAR MEETING

July 17, 2012

6:00 p.m.

CALL TO ORDER:

The meeting of the Mayor and Board of Aldermen of the City of Oxford, Mississippi, was called to order by Mayor Patterson at 6:00 p.m. on Tuesday, July 17, 2012, in the court room of City Hall when and where the following were present:

George G. Patterson - Mayor
 Ney Williams- Alderman Ward I
 E.O. Oliver- Alderman Ward II
 Janice Antonow- Alderman Ward III
 Ulysses Howell- Alderman Ward IV
 Preston Taylor- Alderman Ward V
 Jason Bailey- Alderman Ward VI
 John Morgan – Alderman at large

Mayo Mallette PLLC - Of Counsel
 Bart Robinson- Director of Public Works
 Lisa Carwyle- City Clerk
 Tim Akers - Dir of Planning
 Mike Martin- Chief Oxford Police Dept
 Cary Sallis- Chief of Fire Dept
 Eddie Anderson- Dir. of Sanitation
 Al Hope- Dir of Human Resources
 Billy Lamb- Supt of Building & Grounds
 Jimmy Allgood- Director of Emerg. Management
 Rob Boyd- Dir of Parks & Rec

AGENDA:

It was moved by Alderman Howell, seconded by Alderman Bailey to adopt the agenda for the meeting. All the aldermen present voting aye. Mayor Patterson declared the motion carried.

MINUTES:

It was moved by Alderman Antonow, seconded by Alderman Williams to adopt the minutes of the regular meeting on July 2, 2012 and the special meeting on July 13, 2012. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ACCOUNTS:

It was moved by Alderman Howell, seconded by Alderman Bailey to approve the payment of all accounts for the City. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

INTENT RESOLUTION:

It was moved by Alderman Morgan, seconded by Alderman Antonow to adopt the following intent resolution for General Obligation Bonds. All the

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

aldermen voting aye, Mayor Patterson declared the motion carried.

There came on for consideration the matter of issuing general obligation bonds of the City of Oxford, Mississippi, and after a discussion of the subject matter, Alderman Morgan offered and moved the adoption of the following resolution:

RESOLUTION DECLARING THE INTENTION OF THE MAYOR AND BOARD OF ALDERMEN OF THE CITY OF OXFORD, MISSISSIPPI, TO ISSUE GENERAL OBLIGATION BONDS OF SAID MUNICIPALITY IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED FIVE MILLION FIVE HUNDRED THOUSAND DOLLARS (\$5,500,000) TO RAISE MONEY FOR THE PURPOSE OF (A) ERECTING MUNICIPAL BUILDINGS AND ATHLETIC STADIUMS, PREPARING AND EQUIPPING ATHLETIC FIELDS, AND PURCHASING BUILDINGS OR LAND THEREFOR, AND FOR REPAIRING, IMPROVING, ADORNING AND EQUIPPING THE SAME, (B) CONSTRUCTING, IMPROVING OR PAVING STREETS, SIDEWALKS, DRIVEWAYS, PARKWAYS, WALKWAYS OR PUBLIC PARKING FACILITIES, AND PURCHASING LAND THEREFOR, (C) PURCHASING LAND FOR PARKS AND PUBLIC PLAYGROUNDS, AND IMPROVING, EQUIPPING AND ADORNING THE SAME, INCLUDING THE CONSTRUCTING, REPAIRING AND EQUIPPING OF RECREATIONAL FACILITIES, AND (D) PURCHASING FIRE-FIGHTING EQUIPMENT AND APPARATUS, AND PROVIDING HOUSING FOR SAME AND PURCHASING LAND THEREFOR; DIRECTING THE PUBLICATION OF A NOTICE OF SUCH INTENTION; AND FOR RELATED PURPOSES.

WHEREAS, the Mayor and Board of Aldermen of the City of Oxford, Mississippi (the "Governing Body"), acting for and on behalf of the City of Oxford, Mississippi (the "City"), are authorized by Sections 21-33-301 *et seq.*, Mississippi Code of 1972, as amended (the "Act"), to issue bonds for the purposes set forth therein, including, but not limited to, (a) erecting municipal buildings and athletic stadiums, preparing and equipping athletic fields, and purchasing buildings or land therefor, and for repairing, improving, adorning and equipping the same; (b) constructing, improving or paving streets, sidewalks, driveways, parkways, walkways or public parking facilities, and purchasing land therefor; (c) purchasing land for parks and public playgrounds, and improving, equipping and adorning the same, including the constructing, repairing and equipping of recreational facilities; and (d) purchasing fire-fighting equipment and apparatus, and providing housing for same and purchasing land therefor; and

WHEREAS, it is necessary and desirable and in the public interest to issue general obligation bonds of the City in an aggregate principal amount not to exceed Five Million Five Hundred Thousand Dollars (\$5,500,000) in accordance with the Act to raise money for the purpose of (a) erecting municipal buildings and athletic stadiums, preparing and equipping athletic fields, and purchasing buildings or land therefor, and for repairing, improving, adorning and equipping the same, (b) constructing, improving or paving streets, sidewalks, driveways, parkways, walkways or public parking facilities, and purchasing land therefor, (c) purchasing land for parks and public playgrounds, and improving, equipping and adorning the same, including the constructing, repairing and equipping of recreational facilities, and (d) purchasing fire-fighting equipment and apparatus, and providing housing for same and purchasing land therefor (the "Project"); and

WHEREAS, the assessed value of all taxable property within the City, according to the last completed assessment for taxation, is Two Hundred Seventy-Seven Million Two

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Hundred Three Thousand Forty-Two Dollars (\$277,203,042), and the City has outstanding bonded indebtedness as subject to the fifteen percent (15%) debt limit prescribed by Section 21-33-303, Mississippi Code of 1972, as amended, in the amount of Nineteen Million One Hundred Fifty-One Thousand Dollars (\$19,151,000), and outstanding bonded and floating indebtedness as subject to the twenty percent (20%) debt limit prescribed by Section 21-33-303, Mississippi Code of 1972, as amended (which amount includes the sum set forth above subject to the fifteen percent (15%) debt limit), in the amount of Nineteen Million One Hundred Fifty-One Thousand Dollars (\$19,151,000); and

WHEREAS, the issuance of the City's general obligation bonds as hereinafter set forth to be issued, pursuant to the Act, 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 all 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 all taxable property within the City, and will not exceed any constitutional or statutory limitation upon indebtedness which may be incurred by the City; and

WHEREAS, there has been no increase in said bonded and floating general obligation indebtedness of the City since May 31, 2012; and

WHEREAS, in connection with the Project, the City expects to incur expenses for which the City will advance internal funds; and

WHEREAS, the City desires to be able to reimburse itself for all or a portion of such expenses of the Project from the proceeds of such general obligation bonds; and

WHEREAS, the Governing Body is authorized and empowered by the Act to issue general obligation bonds of the City for the purposes as hereinafter set forth and there are no other available funds on hand or available from regular sources of income for such purposes.

NOW, THEREFORE, BE IT RESOLVED BY THE MAYOR AND BOARD OF ALDERMEN OF THE CITY, ACTING FOR AND ON BEHALF OF THE CITY, AS FOLLOWS:

SECTION 1. Pursuant to the Act, the Governing Body, acting for and on behalf of the City, does hereby declare its intention to issue and sell general obligation bonds of the City in an aggregate principal amount not to exceed Five Million Five Hundred Thousand Dollars (\$5,500,000) (the "Bonds").

SECTION 2. The Bonds are to be issued to raise money for the purpose of financing the Project in accordance with the Act.

SECTION 3. The Bonds may be issued in one or more series and will be general obligations of the City payable as to principal and interest out of and secured by an irrevocable pledge of the avails of a direct and continuing tax to be levied annually without limitation as to time, rate or amount upon all the taxable property within the geographical limits of the City.

SECTION 4. The Governing Body proposes to direct the issuance of all or any portion of the Bonds in the amount and for the purposes and secured as aforesaid at a meeting of the Governing Body to be held at its usual meeting place in the City Hall in the City of Oxford, Mississippi, located at 107 Courthouse Square, Oxford, Mississippi, at the hour of 6:00 o'clock p.m. on August 21, 2012 or at some meeting or meetings subsequent thereto; provided, however, that if ten percent (10%) of the qualified electors of the City or fifteen hundred (1,500), whichever is less, shall file a written protest with the Clerk of the City against the issuance of the Bonds on or before said date and hour pursuant to the Act, then the Bonds shall not be issued unless approved at an election on the question of the issuance of the Bonds called and held as provided by law; provided, further that if no protest be filed on or before said date and hour, against the issuance of

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the Bonds, then the Bonds may be issued without an election on the question of the issuance thereof, at any time within a period of two (2) years after said date.

SECTION 5. The City Clerk is hereby directed to publish a copy of this resolution once a week for at least three (3) consecutive weeks in *The Oxford Eagle*, 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, with the first publication being not less than twenty-one (21) days prior to the date set forth in Section 4 of this resolution, and the last publication being made not more than seven (7) days prior to such date.

SECTION 6. The City Clerk is hereby directed to procure from the publisher of the aforesaid newspaper the customary proof of the publication of this resolution and have the same before the Governing Body on the date and hour specified in Section 4 hereof.

SECTION 7. The City hereby declares its official intent to reimburse itself from the proceeds of the Bonds for expenses incurred with respect to the Project subsequent to the date of this resolution. This resolution is intended as a declaration of official intent under Treasury Regulation Section 1.150-2. The Bonds will not exceed an aggregate principal amount of Five Million Five Hundred Thousand Dollars (\$5,500,000).

SECTION 8. If any one or more of the provisions of this 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 resolution, but this resolution shall be construed and enforced as if such illegal or invalid provision or provisions had not been contained herein.

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

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Alderman Ney Williams voted:	AYE
Alderman E.O. Oliver voted:	AYE
Alderman Janice Antonow voted:	AYE
Alderman Ulysses Howell voted:	AYE
Alderman Preston E. Taylor voted:	AYE
Alderman Jason Bailey voted:	AYE
Alderman John Morgan voted:	AYE

The motion having received the affirmative vote of a majority of the members of the Board of Aldermen present, being a quorum of said Board of Aldermen, the Mayor declared the motion carried and the resolution adopted this 17th day of July, 2012.

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Alderman Williams recused himself from the meeting at this time.

RESOLUTION OF SUPPORT: It was moved by Alderman Howell, seconded by Alderman Taylor to adopt the following resolution of support for the CON Application of BMII-NM for the replacement and relocation of their hospital. All the aldermen present voting aye. Mayor Patterson declared the motion carried.

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**RESOLUTION OF OXFORD, MISSISSIPPI
REGARDING CERTIFICATE OF NEED APPLICATION OF
BAPTIST MEMORIAL HOSPITAL-NORTH MISSISSIPPI, INC.**

The Board took up for consideration the Certificate of Need Application of Baptist Memorial Hospital-North Mississippi, Inc. ("BMH-North Mississippi") for the Replacement and Relocation of Baptist Memorial Hospital-North Mississippi (the "CON Application"). Upon due consideration, the Lafayette County, Mississippi Board of Supervisors adopts the following Resolution, which was first reduced to writing:

**RESOLUTION OF THE MAYOR AND
THE BOARD OF ALDERMAN OF OXFORD, MISSISSIPPI,
SUPPORTING THE CON APPLICATION OF
BMH-NORTH MISSISSIPPI FOR THE
REPLACEMENT AND RELOCATION OF
BAPTIST MEMORIAL HOSPITAL-NORTH MISSISSIPPI**

WHEREAS, in the CON Application, BMH-North Mississippi proposes to relocate and replace its existing 217-bed hospital in Oxford;

WHEREAS, the new replacement facility will be a state-of-the-art medical center designed to serve the current and future health needs of the North Mississippi community;

WHEREAS, the replacement hospital will offer comprehensive health services and will address deficiencies and limitations of the current BMH-North Mississippi facility;

WHEREAS, representatives of Baptist Memorial Health Care Corporation and BMH-North Mississippi have presented an overview of the replacement facility and the CON Application to the members of the Board of Supervisors of Lafayette County, the Mayor of the City of Oxford, and the Board of Alderman of the City of Oxford;

WHEREAS, the Board has considered the CON Application and the proposed project for the replacement hospital, and has determined that this project will greatly enhance the health and

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DEMENT-MERIDIAN 61-226

well-being of the citizens of the City of Oxford, Lafayette County, and the North Mississippi community;

WHEREAS, the Board has determined that the proposed replacement hospital is in the best interests of the citizens of the City of Oxford;

WHEREAS, the Board desires to express its unanimous, strong support for the approval of the CON Application and the proposed project.

NOW, THEREFORE, BE IT RESOLVED BY the Mayor and Board of Alderman of the City of Oxford, Mississippi, that the Mayor and the Board hereby endorse and strongly support the CON Application and the proposed project to construct a replacement hospital by BMH-North Mississippi, and the Mayor and the Board respectfully request the Mississippi State Department of Health to approve the CON Application for this project.

After full discussion of this matter, Alderman Howell moved that the foregoing Resolution be adopted and said motion was seconded by Alderman Taylor, and upon the question being put to a vote, the vote was as follows:

Alderman Howell	<u>AYE</u>
Alderman Williams	<u>Recused</u>
Alderman Taylor	<u>AYE</u>
Alderman Oliver	<u>AYE</u>
Alderman Bailey	<u>AYE</u>
Alderman Antonow	<u>AYE</u>
Alderman Morgan	<u>AYE</u>

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WHEREUPON, the foregoing Resolution was declared passed and adopted at a regular meeting of the Mayor and the Board of Alderman of Oxford, Mississippi; on this the 17th day of July, 2012.

George S. Patterson
GEORGE "PAT" PATTERSON, MAYOR

ATTEST:

Lisa Carwyle
LISA CARWYLE, CLERK

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Alderman Williams returned to the meeting at this time.

LIBRARY REQUEST:

First Regional Library came before the Mayor and Board of Aldermen to request the same level of funding as previous years for the Oxford-Lafayette County Library.

Library Value "Calculator" - Lafayette County/Oxford Public Library

MINUTE BOOK No. 63, CITY OF OXFORD	Quantity of Use	Public Library Services Used by Citizens of Oxford Last Year	Retail Value	Value of Services
	83,937	Adult Books Borrowed	\$15.00	\$1,259,055
	53,935	Children's/YA Books Borrowed	\$12.00	\$647,220
	4,324	Magazines Borrowed	\$5.00	\$21,620
	50,481	DVD's/Videos Borrowed	\$4.00	\$201,924
	12,316	Audio Books Borrowed	\$10.00	\$123,160
	6,094	CDs Borrowed	\$9.95	\$60,635
	262	Meeting Room Use per Hour	\$50.00	\$13,100
	1,622	Adult Programs Attendance	\$15.00	\$24,330
	11,985	Children's Programs Attendance	\$7.00	\$83,895
40,650	Computer Uses	\$12.00	\$487,800	
139,343	Reference Questions Asked	\$7.00	\$975,399	
	Total Value		\$3,898,138	

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BIDS:

It was moved by Alderman Morgan, seconded by Alderman Howell to authorize advertisement of bids for a tracked mini-derrick machine. All the aldermen voting aye, Mayor Patterson declared the motion carried.

EMERGENCY PURCHASE:

It was moved by Alderman Williams, seconded by Alderman Taylor to accept the report on the emergency purchase of a bulldozer for the landfill in the amount of \$334,145.84 from Thompson Equipment. All the aldermen voting aye, Mayor Patterson declared the motion carried.

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Waste Handler Crawler Dozer

Year	Make	Model	Engine	Dealer	Price	Notes
2011	John Deere	850K		Stribling Equipment	\$ 328,773.00	
2012	Caterpillar	D6T WH		Thompson Machinery	\$ 317,921.84	

Alternate #1
2 year Buy Back

Dealer	Price
Stribling Equipment	\$ 237,000.00
Thompson Machinery	\$ 222,000.00

Alternate #2
3 year Buy Back

Dealer	Price
Stribling Equipment	\$ 210,000.00
Thompson Machinery	\$ 177,000.00

Alternate #3
500 hr Maintenance Service Agreement

Dealer	Price
Stribling Equipment	\$ 1,100.00
Thompson Machinery	\$ 2,798.00

Alternate #4
1,000 hr Maintenance Service Agreement

Dealer	Price
Stribling Equipment	\$ 2,900.00
Thompson Machinery	\$ 2,300.00

Alternate #5
2,000 hr Maintenance Service Agreement

Dealer	Price
Stribling Equipment	\$ 6,500.00
Thompson Machinery	\$ 3,128.00

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PARADE PERMITS:

Chief Martin came before the Mayor and Board of Aldermen to discuss the increasing number of parade permits received by the Police Department. There was discussion about a possible limit on the number issued in a year or month. Pope Mallette advised to always approve based on the time, place and manner of the event, not on who it is for or what their beliefs are. The OPD will look at other City policies and monitor the number of requests. They may come to the board at a later date requesting a policy.

RESERVE OFFICER:

It was moved by Alderman Williams, seconded by Alderman Morgan to approve Joseph K. Misenhelter as a reserve officer. All the aldermen voting aye, Mayor Patterson declared the motion carried.

**FBI NATIONAL ACADEMY
CONFERENCE:**

It was moved by Alderman Bailey, seconded by Alderman Oliver to approve two officers to attend the FBI National Academy Summer Training Conference in Gulfport, MS on August 6-9, 2012 with a cost of \$1,272.00. All the aldermen voting aye, Mayor Patterson declared the motion carried.

**MINIMUM HIRING
AGE:**

It was moved by Alderman Williams, seconded by Alderman Oliver to lower the minimum hiring age of firemen from twenty-one to eighteen. All the aldermen voting aye, Mayor Patterson declared the motion carried.

**COMMITTEE FOR DESIGN
BUILD OF TENNIS COMPLEX:**

Mayor Patterson announced he would be appointing a committee to look at the design build proposals for the Tennis Complex.

**STORM PREPAREDNESS
AND MITIGATION
MEETING:**

It was moved by Alderman Taylor, seconded by Alderman Antonow to authorize approval of two employees from Building & Grounds department to travel to Ocean Springs, MS on July 18-19, 2012 for a Storm Preparedness and Mitigation meeting with a cost of \$160.00. All the aldermen voting aye, Mayor Patterson declared the motion carried.

AMENDMENT:

It was moved by Alderman Howell, seconded by Alderman Bailey to authorize the amendment of the OPC Budget in the amount of \$25,000.00 for restrooms at Rivers Hill Park. All the aldermen voting aye, Mayor Patterson declared the motion carried.

AMENDMENTS:

It was moved by Alderman Morgan, seconded by Alderman Bailey to authorize the following amendments to the 2011-2012 Budget. All the aldermen voting aye, Mayor Patterson declared the motion carried.

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PROFESSIONAL JUDICIAL
DEVELOPMENT:

It was moved by Alderman Williams, seconded by Alderman Howell to authorize travel of the Court Clerk to attend Professional Judicial Development Program in Jackson, MS on September 5-7, 2012 with a cost of \$525.00. All the aldermen voting aye, Mayor Patterson declared the motion carried.

RESIGNATION:

It was moved by Alderman Howell, seconded by Alderman Bailey to accept the resignation of Herbert Hilliard in the Sanitation Department. All the aldermen voting aye, Mayor Patterson declared the motion carried.

PROMOTION:

It was moved by Alderman Taylor, seconded by Alderman Howell to authorize the promotion of Kenneth Mullin, Jr. from part-time seasonal laborer to full-time laborer in the Sanitation Department, with a salary of \$22,852.29. All the aldermen voting aye, Mayor Patterson declared the motion carried.

ADVERTISE:

It was moved by Alderman Williams, seconded by Alderman Howell to authorize the advertisement of a seasonal laborer. All the aldermen voting aye, Mayor Patterson declared the motion carried.

EXECUTIVE SESSION:

It was moved by Alderman Howell, seconded by Alderman Oliver to consider executive session for one personnel issue, possible litigation and acquisition of property. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

It was moved by Alderman Antonow, seconded by Alderman Williams to go into executive session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

APPRAISAL:

It was moved by Alderman Morgan, seconded by Alderman Williams to authorize the appraisal of property. All the aldermen voting aye, Mayor Patterson declared the motion carried.


REGULAR SESSION:

It was moved by Alderman Taylor, seconded by Alderman Williams to come out of executive session and return to regular session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

RECESS:

It was moved by Alderman Morgan, seconded by Alderman Bailey to recess the meeting until Thursday, July 19, 2012 at 8:00 a.m. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

George G. Patterson, Mayor


Lisa Carwyle, City Clerk

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UNITED STATES OF AMERICA

DEMENT-MERIDIAN 61-226

STATE OF MISSISSIPPI

COUNTY OF LAFAYETTE

CITY OF OXFORD

RECESSED MEETING

July 19, 2012

8:00 a.m.

CALL TO ORDER:

Pursuant to the order of July 17, 2012 the Mayor and Board of Aldermen did meet at 8:00 a.m. on Tuesday, July 19, 2012 in the conference room of the City Hall when and where the following were present:

George "Pat" Patterson – Mayor
 Ney Williams- Alderman Ward I
 E.O. Oliver- Alderman Ward II
 Janice Antonow- Alderman Ward III
 Ulysess Howell-absent
 Preston Taylor – Alderman Ward V
 Jason Bailey – Alderman Ward VI
 John Morgan- Alderman At Large

Bart Robinson-Chief Operations Officer
 Lisa Carwyle- City Clerk
 Al Hope- Director of Human Resources

AGENDA:

It was moved by Alderman Morgan, seconded by Alderman Williams to adopt the agenda for the meeting. All the aldermen voting aye, Mayor Patterson declared the motion carried.

FIRE DEPARTMENT:

Cary Sallis came before the Mayor and Board of Aldermen to present the Fire Department's 2013 Budget.

PUBLIC WORKS:

Bart Robinson came before the Mayor and Board of Aldermen to present the Public Works budget for 2013.

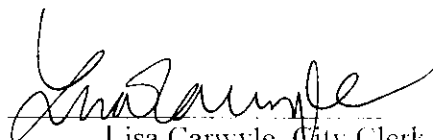
FINANCIAL ADM:

Lisa Carwyle came before the Mayor and Board of Aldermen to present the Financial Administration and miscellaneous budgets for 2013.

RECESS:

It was moved by Alderman Antonow, seconded by Alderman Oliver to recess the meeting until Monday, July 23, 2012 at 12:00 p.m. All the aldermen voting aye, Mayor Patterson declared the motion carried.

 George G. Patterson, Mayor


 Lisa Carwyle, City Clerk

UNITED STATES OF AMERICA **MINUTE BOOK No. 63, CITY OF OXFORD**

DEMENT-MERIDIAN 61-0226

STATE OF MISSISSIPPI

COUNTY OF LAFAYETTE

CITY OF OXFORD

RECESSED MEETING

July 23, 2012

12:00 p.m.

CALL TO ORDER:

Pursuant to the order of July 19, 2012 the Mayor and Board of Aldermen did meet at 12:00 p.m. on Monday, July 23, 2012 in the conference room of the City Hall when and where the following were present:

George "Pat" Patterson – Mayor
 Ney Williams- Alderman Ward I
 E.O. Oliver- Alderman Ward II
 Janice Antonow- Alderman Ward III
 Ulysess Howell-Alderman Ward IV
 Preston Taylor – Alderman Ward V
 Jason Bailey – Alderman Ward VI
 John Morgan- Alderman At Large

Bart Robinson-Chief Operations Officer
 Lisa Carwyle- City Clerk
 Al Hope- Director of Human Resources

AGENDA:

It was moved by Alderman Bailey, seconded by Alderman Antonow to adopt the agenda for the meeting. All the aldermen voting aye, Mayor Patterson declared the motion carried.

DONATION:

It was moved by Alderman Antonow, seconded by Alderman Bailey to authorize the donation of \$5,000.00 to the Oxford School District to be used for a contract with Ms. Fye for the Green Schools Program. All the aldermen voting aye, Mayor Patterson declared the motion carried.

DONATION:

It was moved by Alderman Williams, seconded by Alderman Mayo to authorize the donation of in-kind services of Lynn Wilkins to the Oxford School District regarding the Green Schools Program and LOFT grant. All the aldermen voting aye, Mayor Patterson declared the motion carried.

EXECUTIVE SESSION:

It was moved by Alderman Antonow, seconded by Alderman Williams to consider executive session for possible acquisition of property. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

It was moved by Alderman Bailey, seconded by Alderman Morgan to go into executive session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

REGULAR SESSION:

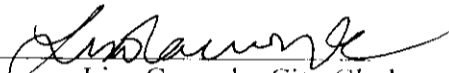
It was moved by Alderman Howell, seconded by Alderman Bailey to come out of executive session and return to regular session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

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- BUDGET: Oxford Convention and Visitor's Bureau presented their 2012-2013 Budget to the Mayor and Board of Aldermen.
- BUDGET: Donna Fisher presented the 2012-2013 Budget for the Court Department to the Mayor and Board of Aldermen.
- BUDGET: Brad Freeman presented the 2012-2013 Budget for FNC Park to the Mayor and Board of Aldermen.
- MOUNTED PATROL: Alderman Antonow discussed the possibility of leasing a horse barn in the City for the Mounted Patrol. The details are still being worked out.
- OED: Rob Neely with Oxford Electric Department requested merit raises for some employees. This will be discussed later with all raises proposed in the City.
- RECESS: It was moved by Alderman Antonow, seconded by Alderman Oliver to recess the meeting until Thursday, July 26, 2012 at 8:00 a.m. All the aldermen voting aye. Mayor Patterson declared the motion carried.

George G. Patterson, Mayor



Lisa Carwyle, City Clerk

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UNITED STATES OF AMERICA

DEMENT-MERIDIAN 61-0226

STATE OF MISSISSIPPI

COUNTY OF LAFAYETTE

CITY OF OXFORD

RECESSED MEETING July 26, 2012 8:00 a.m.

CALL TO ORDER: Pursuant to the order of July 23, 2012 the Mayor and Board of Aldermen did meet at 8:00 a.m. on Thursday, July 26, 2012 in the conference room of the City Hall when and where the following were present:

- George "Pat" Patterson - Mayor
Ney Williams- Alderman Ward I
E.O. Oliver- Alderman Ward II
Janice Antonow- Alderman Ward III
Ulysess Howell- Alderman Ward IV
Preston Taylor - Alderman Ward V
Jason Bailey - Alderman Ward VI
John Morgan- Alderman At Large

- Bart Robinson-Chief Operations Officer
Lisa Carwyle- City Clerk
Al Hope- Director of Human Resources

AGENDA: It was moved by Alderman Antonow, seconded by Alderman Williams to adopt the agenda for the meeting. All the aldermen voting aye, Mayor Patterson declared the motion carried.

ORDINANCE 2012-4: It was moved by Alderman Williams, seconded by Alderman Bailey to adopt Ordinance 2012-4, "AN ORDINANCE AMENDING THE BLACKBERRY HILLS PLANNED UNIT DEVELOPMENT (PUD) LOCATED ON MOLLY BARR ROAD WEST OF CHRISTMAN DRIVE". Said Ordinance is recorded in Book 7 of the City of Oxford Code of Ordinances. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

MAYOR'S DISABILITY COMMISSION: Stacy Reycraft with the Mayor's Disability Commission came before the Mayor and Board of Aldermen to present the City's transition plan to comply with ADA requirements. The Commission has also prioritized the list of improvements to be made to City owned facilities and property. The Board will consider the list in adoption of the 2013 budget.

Mayor's Commission on Disability Issues
2012 - 2013 Budget Recommendations
July 26, 2012

Priority One: Assistant ADA Coordinator

Given the pervasive and wide-spread compliance issues discovered during the City's self-evaluation, the extensive corrective actions necessary to bring the City up to code, and the requirement for on-going evaluation and monitoring of ADA issues, the Mayor's Commission on Disability Issues strongly urges the City of Oxford to budget for a

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permanent Assistant ADA Coordinator position. Ensuring access with Federal disability regulations requires substantial time and training. Many of the compliance issues discovered during the self-evaluation are features of new or newly renovated construction. It is belief of this Commission that the continued problems with inaccessible city environments are a result of insufficient time and resources. The City's ADA coordinator also serves as the Human Resources director. We believe that this dual role prevents the ADA Coordinator from having adequate time to monitor accessibility problems and develop solutions in a timely manner.

Priority Two: Transition Plan

The Mayor's Commission on Disability Issues has thoroughly reviewed the transition plan submitted by the ADA Coordinator's office. We were asked to prioritize the facilities in order of importance to assist the City in budgeting for corrective action. We have done that; however, we wish to stress to the City that the accessibility of **all** facilities is important. It is our hope that the City will set a schedule for the corrective actions that allows for the timely rectification of these accessibility problems.

Level 1 – City Government, Transportation, Security and Voting Facilities

1. City Hall
2. Oxford Police Department
3. Oxford Electric Department
4. RSVP
5. Oxford Conference Center
6. Oxford Activity Center
7. Stone Center
8. OUT Bus Stops – Shelters, paths of travel, etc.

Level 2 – Parks and Recreation Facilities

1. Oxford City Pool
2. FNC
3. Bailey Branch Park – FNC
4. Avant Park
5. Pat Lamar Park
6. Rivers Hill Park
7. Price Hill Park
8. Stone Recreation Center
9. Oxford Skate Park
10. John Leslie Tennis Complex
11. Hank Aaron Baseball Complex

Level 3 – Administrative Offices and Low Public Traffic Facilities

1. Oxford Fire Department
2. OUT Transit Offices
3. Oxford Parks Commission Offices
4. LQC Lamar House
5. Cedar Oaks
6. Skipwith Cottage

The City of Oxford should frequently reference the Self-Evaluation and Transition Plan during the process of correcting accessibility problems. This document details very clearly the corrective action needed to bring each facility up to code.

We also encourage the City to remember that the Transition Plan is a living document that should be evaluated and updated frequently to ensure that all city facilities become, and remain, available and usable by **all** community members and visitors to Oxford.

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Respectfully submitted,

The Members of the Mayor's Commission on Disability Issues

PARKING COMMISSION: The Parking Commission recommended an agreement with Standard Parking to manage the Downtown Oxford On-Street parking. The Board will consider the proposal for a vote at their first meeting in July.

Downtown Oxford On-Street Parking Management Proposal Summary Phase 1 (7-26-2012)

1. The Downtown Parking Advisory Commission has voted to recommend to the Board of Aldermen a phased approach to managed parking, emphasizing a two-hour time limit enforcement of "Premium Zones 1 & 2" on-street parking in downtown Oxford between the hours of 8am – 8pm daily except Sundays and holidays using (1) License Plate Recognition (LPR) technology, (2) an improved revenue collection (T2 System), (3) a revised City Code of parking fine violation amounts and "booting"/immobilization procedures, and (4) Standard Parking to implement and carry out these recommendations.
 2. Initial capital costs include a small vehicle (\$25,000), leasing of the LPR technology (\$45,000) to be paid over three years, and three boots (\$600 each).
 3. Staffing to include one full time manager (hired locally) and two part time enforcement officers.
 4. Formal adjudication/appeals process will be established by the Commission.
 5. Implementation of Phase 1 parking proposal will include a 30-day public education & familiarization period during which all new time limitation violations issued during this period would be waived and violators provided information summarizing the new parking system and penalties for violations. All other fines and violations, to include all current uncollected fines, would continue to be valid and collectable.
 6. Code revisions necessary after 30-day education & familiarization period of new parking system:
 - * The first time limitation violation within a 12 month period – free plus providing the violator with information summarizing the new parking system and penalties for violations (*currently a \$5 fine*)
 - * The second time limitation violation within a 12 month period – \$10 (*current fine*)
 - * The third time limitation violation within a 12 month period – \$25 (*current fine*)
 - * The fourth time limitation violation within a 12 month period – \$50 (*current fine*)
 - * Loading zone violation – \$100 (*current fine*)
 - * All unpaid parking violation fines, except handicap space violations, increase \$10 every 30 days up to a maximum of 60 days (*new fine recommendation*)
 - * Handicap space violation – \$200
 - * Immobilization – After accumulating four (4) parking time limit violations, two (2) loading zone violations, or one (1) handicap space violations within a 12 month period; or blocking a sidewalk or fire lane/hydrant – \$75 removal fee plus payment of all outstanding fines and towing/storage fees (*revised for consistent enforcement with other recommendations*)
 - * Immobilization – After accumulating three or more violations within past 12 months and has allowed the fines to go unpaid for 90 or more days.
- REVISION TO CITY CODE UNDER IMMOBILIZATION:** "after 90 or more days if any parking violation has not been paid".
7. Standard Parking to also provide ongoing advisory assistance including signage, public relations, "Parking Ambassador" services and attend stakeholder meetings.

MINUTE BOOK No. 63, CITY OF OXFORD

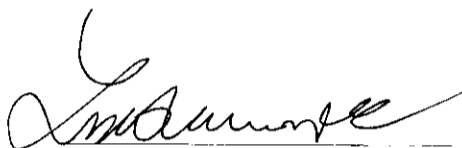
DEMENT-MERIDIAN 61-226

8. The proposed Standard Parking contract terms include a base management fee of \$24,000 per year with two (2) incentive bonuses. The initial contract would be for three (3) years and the incentives are worth \$1,000 each as follows:
- * Achieve a fine violation collection rate of 85%
 - * Maintain a 24-hour response (email, text, in person or telephone) time for all citizen requests, complaints etc.
9. Projected start-up period operational costs – \$10,100/month to \$20,000/month
10. Projected start-up period revenue – \$1,800/month to \$17,500/month
11. Projected annual operational cost – \$227,700 (approx. \$19,000/month)
12. Projected annual revenue – \$297,600 (\$24,800/month)

ADJOURN:

It was moved by Alderman Taylor, seconded by Alderman Morgan to adjourn the meeting sine-die. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

George G. Patterson, Mayor



Lisa Carwyle, City Clerk

MINUTE BOOK No. 63, CITY OF OXFORD

NOTICE OF SPECIAL MEETING

DEMENT-MERIDIAN 61-0226

**OF THE MAYOR AND BOARD OF ALDERMEN
OF THE CITY OF OXFORD**

Pursuant to Section 21-3-21, Mississippi Code of 1972 Annotated, I, George G. Patterson, Mayor of the City of Oxford, Mississippi, do hereby call the Mayor and Board of Aldermen of Oxford, MS, to a SPECIAL MEETING to be held on

Tuesday, August 7, 2012 AT 10:00 A.M. for the transaction of important business. The meeting will be held in the court room of City Hall. The business to be acted upon at the Special Meeting in consideration of the following:

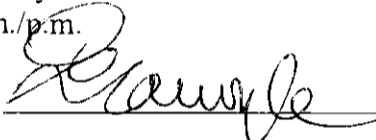
1. Heritage Foundation request for Burns Belfry. (Jim Pryor)
2. Oxford Park Commission budget request. (Rob Boyd)
3. Yoknapatwapha Arts Council request. (Wayne Andrews)
4. Humane Society request. (Whitney Rayner and Cyd Dunlap)
5. Discuss fireworks at Oxford-Lafayette game on August 30, 3012.

This the 6th day of August 2012.

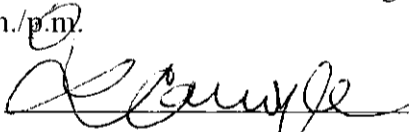


 GEORGE G. PATTERSON, MAYOR

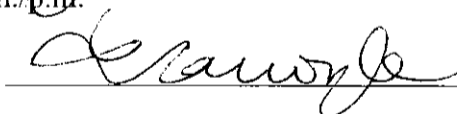
I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman Ney Williams of the foregoing meeting on 8/6/12 at 4:15 a.m./p.m.



I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman E.O. Oliver of the foregoing meeting on 8/6/12 at 4:15 a.m./p.m.



I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman Janice Antonow of the foregoing meeting on 8/6/12 at 4:15 a.m./p.m.



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I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman Ulysses Howell of the foregoing meeting on 8/6/12 at 4:15 a.m./p.m)

[Signature]

I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman Preston Taylor of the foregoing meeting on 8/6/12 at 4:15 a.m./p.m)

[Signature]

I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman Jason Bailey of the foregoing meeting on 8/6/12 at 4:15 a.m./p.m)

[Signature]

I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman John Morgan of the foregoing meeting on 8/6/12 at 4:15 a.m./p.m)

[Signature]

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DEMENT-MERIDIAN 61-0226

CALL TO ORDER:

Pursuant to the notice of Special Meeting, the Mayor and Board of Aldermen of the City of Oxford did meet at 10:00 a.m. on Tuesday, August 7, 2012 in the court room of City Hall when and where the following were present:

George G. Patterson- Mayor
 Ney Williams- Alderman Ward I
 Janice Antonow- Alderman Ward III
 Ulysess Howell- Alderman Ward IV
 Preston Taylor- Alderman Ward V

Lisa Carwyle – City Clerk
 Bart Robinson- Chief Operations Officer
 Al Hope- Director of Human Resources

AGENDA:

It was moved by Alderman Howell, seconded by Alderman Taylor to adopt the agenda for the meeting. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

BURNS BELFRY:

Jim Pryor came before the Mayor and Board of Aldermen to request \$10,000.00 in matching funds for Phase III of the Burns Belfry renovation.

OXFORD PARK COMMISSION:

Areledia Bennett came before the Mayor and Board of Aldermen to present the RSVP budget. Rob Boyd came before the Mayor and Board of Aldermen to present the OPC budget.

YAC:

Wayne Andrews came before the Mayor and Board of Aldermen to request funds for YAC. They are asking for an increase in their operating funds from \$30,000.00 to \$35,000.00 and an additional \$25,000.00 for renovations at the Powerhouse.

HUMANE SOCIETY:

Cyd Dunlap and Whitney Rayner came before the Mayor and Board of Aldermen to request funds for animal control that the Humane Society contracts with the City to perform.

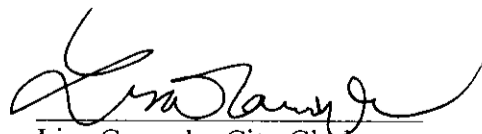
FIREWORKS:

It was moved by Alderman Howell, seconded by Alderman Williams to allow the School District to shoot fireworks during the Oxford –Lafayette game on August 30, 2012. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ADJOURN:

It was moved by Alderman Williams, seconded by Alderman Antonow to adjourn the meeting sine-die. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

George G. Patterson, Mayor


 Lisa Carwyle, City Clerk

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

UNITED STATES OF AMERICA

STATE OF MISSISSIPPI

COUNTY OF LAFAYETTE

CITY OF OXFORD

REGULAR MEETING
p.m.

August 7, 2012

6:00

CALL TO ORDER:

The meeting of the Mayor and Board of Aldermen of the City of Oxford, Mississippi, was called to order by Mayor Patterson at 6:00 p.m. on Tuesday, August 7, 2012, in the court room of City Hall when and where the following were present:

George G. Patterson - Mayor
Ney Williams- Alderman Ward I
Janice Antonow- Alderman Ward III
Ulysses Howell- Alderman Ward IV
Preston Taylor- Alderman Ward V
Jason Bailey- Alderman Ward VI

Mayo Mallette PLLC – Of Counsel
Bart Robinson- Director of Public Works
Lisa Carwyle– City Clerk
Tim Akers - Dir of Planning
Mike Martin- Chief Oxford Police Dept
Cary Sallis- Chief of Fire Dept
Eddie Anderson- Dir. of Sanitation
Al Hope- Dir of Human Resources
Rob Boyd- Dir of Parks & Rec

AGENDA:

It was moved by Alderman Howell, seconded by Alderman Williams to adopt the agenda for the meeting. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

MAYOR'S REPORT:

Congratulations to Tim Akers and all of the Oxford Endurance volunteers for another successful weekend. I believe this is the type of event which continues to set us apart from other communities.

We are nearing the end of the budgeting process and again we are in excellent shape financially. We intend to be conservative and stay that way, at least as far as our finances are concerned.

You will notice on the agenda that we are rejecting several bids tonight. These projects are not on hold. We just have to find a more affordable way to get these things done.

E.O. is on vacation tonight, and I appreciate Coach pinch hitting for me. I enjoyed the break.

Lastly, we are all saddened to learn of the death of Frank Anderson. Never has a kinder or more community spirited person ever existed. He will be missed.

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DEMENT-MERIDIAN 61-0226

MINUTES:

It was moved by Alderman Antonow, seconded by Alderman Bailey to adopt the minutes of the regular meeting on July 17, 2012 and the recessed meetings on July 17, 19, 23 and 26, 2012. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ACCOUNTS:

It was moved by Alderman Howell, seconded by Alderman Bailey to approve the payment of all accounts for the City. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

OXFORD SCHOOL
DISTRICT 2013 BUDGET:

Brian Harvey came before the Mayor and Board of Aldermen to request funds for the 2013 budget. The budget request follows below:

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BASE CALCULATION: Note: The district is allowed to choose any of the three previously completed fiscal years in determining the base. A fiscal year is defined as beginning October 1 and ending September 30, per Section 37-57-107, Mississippi Code Annotated (1972).

	Ad Valorem Taxes Collected: October 1, 2011 through <u>9/30</u> , 2012	\$13,466,455.06
	Anticipated Ad valorem taxes to be Collected: <u>7/1</u> , 2012 through September 30, 2012	1,301,809.40
	Homestead Reimbursement (2011-2012)	229,287.50
ADD	Ad Valorem Tax Reduction Funds (2011-2012)	14,147.00
ADD	Ad Valorem Tax Escrow (2010-2011)	
ADD	Ad Valorem Tax Shortfall Notes (2011-2012)	
LESS	Ad Valorem Tax Escrow (2011-2012)	
TOTAL BASE		\$ 15,042,689.96
PLUS	_____ % increase	
PLUS	New Programs [Amount allowed under 37-57-104. This is the amount of the increase in local contribution over the prior year that MAY be requested outside of the 4-7% limitation.]	
PLUS	Estimated Ad Valorem Tax on New Property	411,550.47
TOTAL AD VALOREM TAX NEEDS		\$
LESS	Ad Valorem Tax Escrow (2011-2012)	(
NET AD VALOREM TAX REQUEST FOR OPERATIONS (§37-57-104 thru 107)		\$ 15,454,240.43

AD VALOREM TAX REQUESTED FOR DEBT SERVICE (List & cite code authority)		
	General Obligation Bonds Series 2004 37-59-1	\$ 638,275.88
	Three Mill / 10-20 Year Notes 2006 37-59-101	472,930.00
	General Obligation Bonds Series 2009 (Refunding) 31-27-1	637,628.00
	General Obligation Bonds Series 2011 37-59-1	2,107,538.00
OTHER AD VALOREM TAX REQUESTS (List and cite code authority)		
	Three Mill / 10-20 Year Notes 2011 37-59-101	226,700.00
	Vocational Education 37-7-409	250,000.00

NOTE: Proper communication between you and your levying authority is essential. Communicate to your levying authority that your district is requesting this amount in total and the total should be allocated as noted above. There should be no doubt that Homestead Reimbursement is to be considered by the levying authority in its calculation of the levies and not a concern of the school district at this point.

Return this form by **November 30, 2012**, to Melissa Barnes, Office of School Financial Services,
MS Department of Education, P.O. Box 771, Jackson, MS 39205-0771.

7/20/2012

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DEMENT-MERIDIAN 61-0226

OPC BOARD:

It was moved by Alderman Williams, seconded by Alderman Antonow to confirm the County's appointment of Missy Wilson to the OPC Board. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

OXFORD LAFAYETTE
COUNTY VOCATIONAL-
TECHNICAL CENTER:

It was moved by Alderman Howell, seconded by Alderman Antonow to adopt the following intent resolution to set mill rate for Oxford-Lafayette County Vocational-Technical Center. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

MINUTE BOOK No. 63, CITY OF OXFORD

A RESOLUTION OF THE BOARD OF ALDERMEN OF THE

DEMENT-MERIDIAN 61-226

CITY OF OXFORD, MISSISSIPPI, DECLARING ITS
 INTENTION TO PROVIDE ITS PRO RATA SHARE OF THE
 OXFORD-LAFAYETTE COUNTY VOCATIONAL-TECHNICAL CENTER
 (OXFORD-LAFAYETTE COUNTY SCHOOL OF APPLIED TECHNOLOGY)

WHEREAS, the Board of Trustees of the Oxford Municipal Separate School District unanimously adopted a Resolution and Order requesting the Mayor and Board of Aldermen of the City of Oxford, Mississippi, to levy taxes in the amount of \$250,000.00 to assist in the operation of the Oxford-Lafayette County Vocational Center (Oxford-Lafayette County School of Applied Technology) in order to enable the Oxford Municipal Separate School District to pay its pro-rata share of the operation of the Oxford-Lafayette County Vocational-Technical Center during the 2012-2013 school session; and

WHEREAS, the Oxford Municipal Separate School District, under agreement entered into by and between the Oxford Municipal Separate School District, dated September 28, 1971, is obligated to pay its pro-rata share of the operation of the Oxford-Lafayette County Vocational-Technical Center (Oxford-Lafayette County School of Applied Technology); and,

WHEREAS, as required by law, and particularly Section 37-7-409, Mississippi Code of 1972, Annotated, and amendments thereto, the Mayor and Board of Aldermen are required to make such levy as requested in said Resolution and Order of said Board of Trustees, and to declare its intention to do so by this Resolution, and as hereinafter provided, and in accordance with said Section 37-7-409.

NOW, THEREFORE, BE IT RESOLVED BY THE MAYOR AND BOARD of Aldermen of the City of Oxford, as follows:

Section 1: Pursuant to the aforesaid Resolution and Order of the Board of Trustees of the Oxford Municipal Separate School District and as required by law, and particularly said Section 37-7-409, the Mayor and Board of Aldermen declare its intention to levy taxes in the amount of \$250,000.00 for the purpose of providing funds to said school district to assist in the operation of the Oxford-Lafayette County Vocational-Technical Center (Oxford-Lafayette County School of Applied Technology) as provided by law and in particular said Section 37-7-409.

Section 2: That this Mayor and Board of Aldermen proposes to make said levy at a meeting of said Mayor and Board of Aldermen to be held on September 11, 2012 at 4:00 p.m. If the lessor of 1500 or twenty percent (20%) of the qualified electors of the Oxford Municipal Separate School District shall file a petition against the making of said levy herein provided for within the time specified in Section 3 of this Resolution, and requesting an election on the proposition of levying such additional tax for school purposes, then such levy shall not be made until an election shall be held to determine whether or not 3/5's of qualified electors of said district shall favor the additional levy for school purposes.

Section 3: That this Resolution shall be published once a week for not less than three (3) consecutive weeks in *The Oxford Eagle*, a newspaper published and having a general circulation in

of 1948, and amendments thereto. The first publication of this Resolution shall be made not less than twenty-one (21) days prior to the date fixed in Section 2, of this Resolution for the making of such additional levy, and the last publication shall be made not more than seven (7) days prior to such date. That if within fifteen (15) days after the final publication of the Resolution, a petition signed by the lessor of 1500 or twenty percent (20%) of the qualified electors of the Oxford Municipal Separate School District requesting an election on the proposition of levying such additional taxes for school purposes is filed with the City Clerk of the City of Oxford, such levy shall not be made until an election shall be held to determine whether or not 3/5's of qualified electors of the Oxford Municipal Separate School District shall favor the additional levy for school purposes. All as provided in said Section 37-7-409, Mississippi Code of 1972, Annotated, and amendments thereto.

Section 4: That the City Clerk shall be and she is hereby directed to obtain from the publisher of the aforesaid newspaper, the customary Proof of Publication of this Resolution, and shall have the same before the Mayor and Board of Aldermen on the date specified in Section 2 of this Resolution.

Alderman Howell made the motion which was seconded by Alderman Antonow to adopt the foregoing Resolution, which was introduced in writing at the meeting of the Mayor and Board of Aldermen of the City of Oxford, Mississippi, held on August 3, 2010, and was at said meeting, read, considered, and adopted, paragraph by paragraph, section by section, then as a whole, and the question being put to a roll call vote, the result was as follows:

Alderman Williams	voted <u>AYE</u>
Alderman Oliver	voted <u>ABSENT</u>
Alderman Antonow	voted <u>AYE</u>
Alderman Howell	voted <u>AYE</u>
Alderman Bailey	voted <u>AYE</u>
Alderman Taylor	voted <u>AYE</u>
Alderman Morgan	voted <u>ABSENT</u>

Approved, this the 7th day of August, 2012.

George G. Patterson
 George G. Patterson

ATTEST:

Lisa D. Carwyle
 LISA D. CARWYLE, CITY CLERK

Publish: August 14, August 21 and 28, 2012

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

**DOWNTOWN PARKING
MANAGEMENT:**

It was moved by Alderman Antonow, seconded by Alderman Bailey to authorize Mayor Patterson to sign contract with Standard Parking for downtown parking management services. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

MANAGEMENT AGREEMENT

This MANAGEMENT AGREEMENT (this "Agreement") is made and entered into as of the 14th day of August 2012, by and between City of Oxford, Mississippi, a municipal government ("Owner"), and SP Plus® Municipal Services, a division of Standard Parking Corporation, a Delaware corporation ("Operator").

WITNESSETH:

THAT, WHEREAS, Owner presently owns or controls multiple parking lots and on-street parking spaces having approximately 1,188 aggregate parking spaces;

WHEREAS, Operator is an experienced operator and manager of parking facilities and on-street parking spaces; and

WHEREAS, Owner and Operator desire to enter into an agreement whereby Operator will manage all parking of motor vehicles at the Premises (as described in Section 1 below), including, parking enforcement services, parking citation management, and citation collections, on the terms set forth below.

NOW, THEREFORE, in consideration of the mutual covenants and agreements herein contained, the parties hereto agree as follows:

1. **PARKING SPACES.** Owner hereby grants to Operator and Operator hereby accepts the exclusive right and obligation of administering, managing and operating the parking operations with respect to the on-street parking spaces (the "On-Street Spaces") and surface lot spaces ("the Lot Spaces") owned or controlled by Owner located in downtown Oxford, Mississippi, as described on Exhibit "A", a copy of which is attached hereto and is incorporated herein by reference. The parties acknowledge that the On-Street Spaces and Lot Spaces are in the process of being developed. Operator will initially only manage the On-Street Spaces in Zones 1 and 2, as described on Exhibit "A". At Owner's option, Operator will manage the On-Street Spaces in Zone 3 and/or the Lot Spaces described on Exhibit "A", provided that Owner gives Operator at least ten (10) days' prior written notice. The On-Street Spaces and/or the Lot Spaces that are managed by Operator at any given time are collectively referred to as the "Premises." Operator's services under this Agreement shall not include any parking meter collections.

2. **TERM.** The initial term of this Agreement shall be for three (3) years commencing on October 1, 2012 (the "Commencement Date") and continuing through and including September 30, 2015 (the "Initial Term"), unless terminated earlier as provided in this Agreement. Thereafter, this Agreement may be renewed for two (2) one-year periods upon the written consent of Owner and Operator, unless terminated earlier as provided in this Agreement. Subject to Section 11 below, in addition to any other termination rights granted herein, either party may terminate this Agreement at any time, without cause or penalty, by giving at least thirty (30) days' prior written notice of termination with the effective date of termination to be the last day of the first month following the

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DEMENT-MERIDIAN 61-226

month during which said notice is received. The term "Year" shall mean the twelve (12) consecutive months beginning with the Commencement Date and each twelve-month period thereafter.

3. OPERATOR'S OBLIGATIONS AND SERVICES; OPERATING EXPENSES.

Operator hereby covenants and agrees that it will:

- (a) Supervise and direct the operation of the Premises and render the usual and customary services incidental thereto for parking enforcement services (citation issuance and collection of citation fees).
- (b) Employ sufficient experienced and qualified personnel to operate the Premises who will be courteous to the public and render the Services.
- (c) Promote, advertise and endeavor to increase the volume, efficiency and quality of Operator's services rendered hereunder.
- (d) Provide on-site customer assistance monitoring service to remotely assist parking customers with customer service questions they may have while using the Premises (the "Central Monitoring Service").
- (e) Collect from transient users of and monthly parkers at the Premises parking citation fees and other charges as directed by Owner. Where Owner requests Operator to establish and/or honor non-prepaid validation agreements or programs with any third parties or Owner's tenants, Operator shall not be responsible for any uncollectible receivables in connection with such agreements or programs.
- (f) Attend meetings with Owner and participate in community outreach meetings as requested by Owner from time to time.
- (g) Advise Owner on best practices related to the operation of the Premises and the future expansion of Owner's parking program, which may include the construction of a future parking garage.
- (h) Annually during the term, Operator shall prepare and deliver to Owner a budget, for Owner's reasonable approval, reflecting the Gross Receipts and Operating Expenses (defined below) which Operator expects to receive and incur, respectively, during Owner's forthcoming fiscal year (the "Budget"). It is acknowledged that Owner's fiscal year is October 1st through September 30th, and Operator shall provide the Budget to Owner by June 30th of each Year for the forthcoming fiscal year. Operator shall provide a partial year Budget for any partial fiscal year. If at any time during the period covered by an approved Budget it appears to Operator that the actual total of all

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DEMENT-MERIDIAN 61-0226

Operating Expenses likely to be incurred during said period will exceed the Budget's projected total by more than ten percent (10%), Operator shall so advise Owner, and Owner and Operator shall jointly discuss what actions, if any, could be taken to minimize the Operating Expenses without substantially impairing the operation of the Premises.

Owner shall pay Operator for expenses incurred by Operator in the performance of its duties, obligations and services pursuant to this Agreement (collectively, "Operating Expenses"). Operating Expenses shall include, without limitation, all costs, charges and administrative expenses for: salaries and wages (including salary allocations for a Facility Manager and Bookkeeper) and associated payroll burden (including, without limitation, payroll taxes and fringe benefits); licenses and permits; compliance with governmental laws, regulations and payment card industry standards, including compliance with the Americans With Disabilities Act of 1990 (the "ADA"); uniforms, supplies, tools and cleaning; the Equipment (defined in Section 11 below); maintenance and repair to be performed by Operator; a Central Monitoring Service charge as set forth in the approved Budget; any applicable sales, parking, use, excise, gross receipts or other tax or charge due the taxing authorities (collectively, "Sales Tax"); telephone; utilities (except to the extent paid directly by Owner); bookkeeping and administrative services (including the off-site storage of records and annual third-party audits); automobile allowances; employee recruitment, training and ongoing employee relations; computerized accounts receivable service; banking and credit card system services; postage and freight tickets, paper and reporting forms; accounts payable and insurance claims processing; health insurance, workers' compensation insurance, general liability insurance and comprehensive crime insurance coverage, at rates established by Operator (but in no event to exceed the rates contained in the approved Budget); and deductibles established by Operator for insured losses attributable to the Premises (plus attorney's fees and court costs to defend Owner and/or Operator in actions brought to recover damages for such losses). Operating Expenses shall also include any expenses not listed above that are approved by Owner prior to expenditure. Operating Expenses shall be paid by Owner pursuant to Section 8 of this Agreement.

Operating Expenses shall not include (i) the costs of maintenance and repair required of Owner hereunder, (ii) the personal property tax for the Equipment, which shall be paid directly by Owner as described in Section 11 below, or (iii) Owner's various costs associated with its ownership and/or occupancy of the Premises and the Office Facility (as defined in Section 13 below), including without limitation depreciation, building insurance, real estate taxes and assessments, taxes on Owner's personal property, debt retirement (including without limitation mortgage interest), rent and such costs and expenses as may be necessitated to comply with the ADA. Payment of such expenses and costs is the sole obligation of Owner.

If Owner disputes any Operating Expense, Owner shall give Operator written notice specifying the item disputed and the reason therefor. Payment for any Operating Expense which is not disputed shall not be withheld. The parties shall, in good faith, diligently pursue resolution of any disputed item within thirty (30) days of said notice.

4. **GROSS RECEIPTS.** All Gross Receipts (defined below) shall be deposited in Owner's bank account. Operator shall deposit the Gross Receipts in Owner's bank account in

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**BURNS CHURCH
RENOVATION:**

It was moved by Alderman Taylor, seconded by Alderman Bailey to approve the change order for Burns Church Renovation project in the amount of \$9,504.00. All the aldermen present voting aye. Mayor Patterson declared the motion carried.

TRANSIT FACILITY:

It was moved by Alderman Williams, seconded by Alderman Antonow to reject the bids for the Transit Facility site work, based on the following recommendations and authorize permission to rebid the entire project. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

MEMORANDUM

TO: City of Oxford Board of Aldermen

DATE: August 2, 2012

FROM: Tim Akers *ja*

RE: Transit Facility Site Work Bid

The site work bid for the proposed transit facility was due on July 31, 2012. Five bids were received with Southern General Contractor, LLC's bid of \$196,000 being the lowest. The second lowest bid was \$288,000 submitted by D. Carroll Construction LLC. However, only one bid (D. Carroll Construction, LLC) was declared responsive due to failures to adequately document good faith efforts in identifying Disadvantaged Business Enterprise (DBE) project participation.

Subsequent to the bid opening, the apparent lowest bidder requested to withdraw their bid for an acknowledged omission of required work in their proposed amount. The value of the omitted work was approximately \$27,000. Due to the possibility of cost savings to the city and the failure of all but one of the bidders to comply with the DBE guidelines, staff recommends that the project be rebid.

August 1, 2012

George Patterson, Mayor
City of Oxford
107 Courthouse Square
Oxford, MS 38655

RE: Sitework Package
OUI New Maintenance & Operations Facility
Bid Tabulation & Recommendation

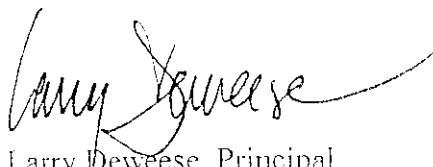
Dear Pat:

Southern General Contractors, the apparent low bidder on the above referenced project, has requested to withdraw their bid for an acknowledged omission of required work in their proposal amount. Their request occurred this morning within the 24-hour "courtesy" window after bids are received as allowed by the public bidding rules for the State of Mississippi.

Therefore, we recommend acceptance of the proposal of D. Carroll Construction, LLC, for the Sitework Package, OUI New Maintenance & Operations Facility, for the amount of Two Hundred Eighty-eight Thousand Dollars (\$288,000.00) which is their Base Bid amount. This proposal was lowest responsible bid received at the Bid Opening yesterday and we know of no reason not to accept their bid.

Thank you.

Sincerely yours,



Larry Deweese, Principal
Howorth & Associates Architects

Enclosures

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

CERTIFIED BID TABULATION FORM

Bid Date: July 31, 2012, 2:00 PM

Oxford University Transit System
 New Maintenance & Operations Facility
 Sitework Package
 Oxford, Mississippi

Architect's P.N.: 2010-23

Contractor:

Base Bid:

- | | | |
|----|---|------------|
| 1. | <u>Southern General Contractors, LLC</u>
Certificate of Responsibility #17664-MC
Addendum No. 1 <input checked="" type="checkbox"/>
5% Bid Security: FCCI Insurance Co. Unit Pricing: \$6.00
<input checked="" type="checkbox"/> Buy America Certification <input checked="" type="checkbox"/> Lobby Certification
<input checked="" type="checkbox"/> Debarment Certification <input checked="" type="checkbox"/> DBE Letter or Intent | \$ 196,000 |
| 2. | <u>D. Carroll Construction, LLC</u>
Certificate of Responsibility #16589
Addendum No. 1 <input checked="" type="checkbox"/>
5% Bid Security: Hanover Insurance Company Unit Pricing: \$12.00
<input checked="" type="checkbox"/> Buy America Certification <input checked="" type="checkbox"/> Lobby Certification
<input checked="" type="checkbox"/> Debarment Certification <input checked="" type="checkbox"/> DBE Letter or Intent | \$ 288,000 |
| 3. | <u>Barnes & Brower, Inc.</u>
Certificate of Responsibility #14465-MC
Addendum No. 1 <input checked="" type="checkbox"/>
5% Bid Security: Liberty Mutual Insurance Company Unit Pricing: \$22.00
<input checked="" type="checkbox"/> Buy America Certification <input checked="" type="checkbox"/> Lobby Certification
<input checked="" type="checkbox"/> Debarment Certification <input checked="" type="checkbox"/> DBE Letter or Intent | \$ 348,087 |
| 4. | <u>Panola Construction Co., Inc.</u>
Certificate of Responsibility #04299-MC
Addendum No. 1 <input checked="" type="checkbox"/>
5% Bid Security: Liberty Mutual Insurance Company Unit Pricing: \$7.50
<input checked="" type="checkbox"/> Buy America Certification <input checked="" type="checkbox"/> Lobby Certification
<input checked="" type="checkbox"/> Debarment Certification <input checked="" type="checkbox"/> DBE Letter or Intent | \$ 419,000 |
| 5. | <u>Ausbern Construction Company, Inc.</u>
Certificate of Responsibility #08212-MC
Addendum No. 1 <input checked="" type="checkbox"/>
5% Bid Security: Granite Re Inc. Unit Pricing: \$15.00
<input checked="" type="checkbox"/> Buy America Certification <input checked="" type="checkbox"/> Lobby Certification
<input checked="" type="checkbox"/> Debarment Certification <input checked="" type="checkbox"/> DBE Letter or Intent | \$ 546,500 |

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

I certify that this is a correct tabulation of all bids received for this Project on the date stated above:

Larry Seweese
(Authorized Signature)

8/1/2012
(Date)

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

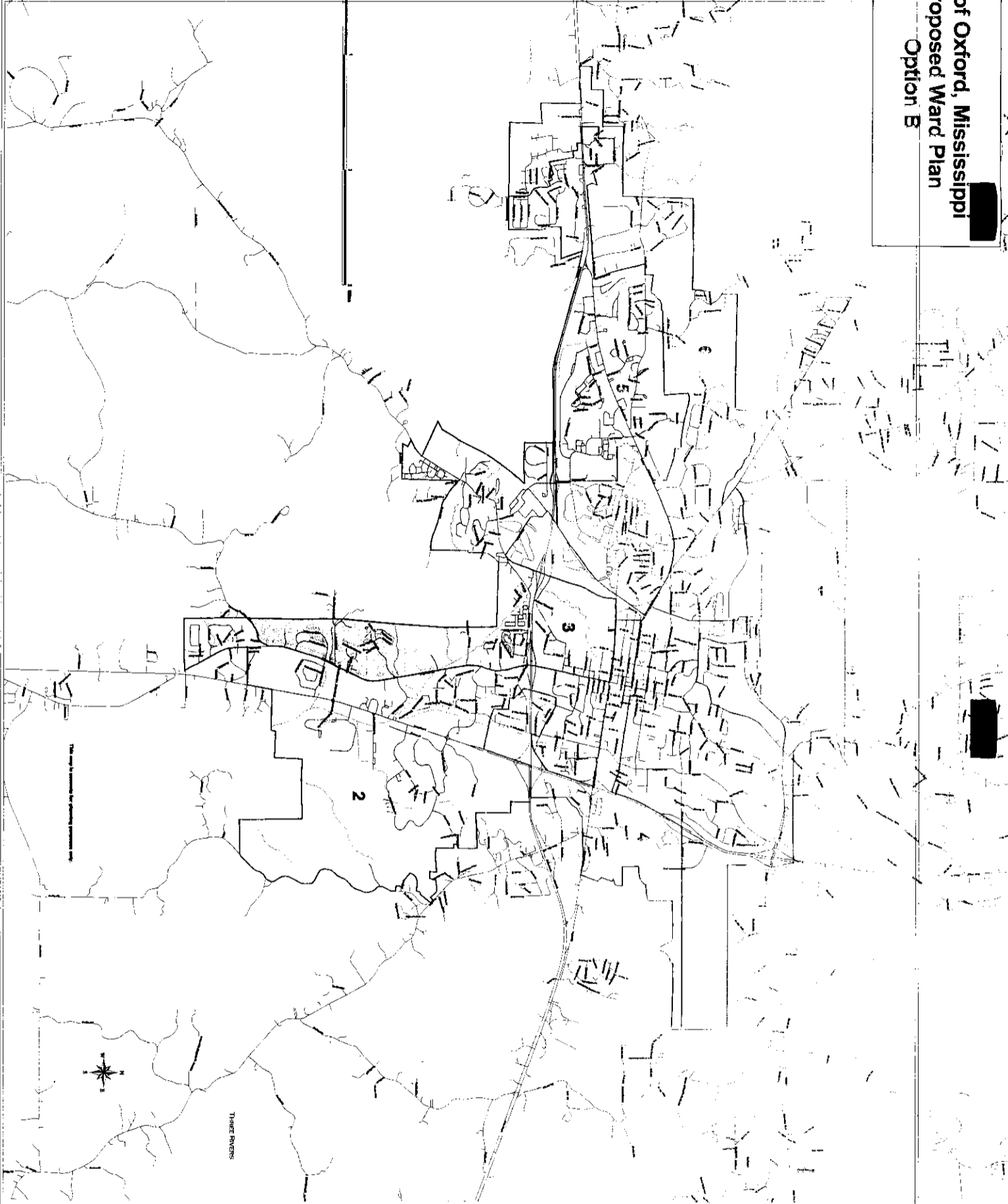
REDISTRICTING PLAN:

It was moved by Alderman Antonow, seconded by Alderman Bailey to approve the proposed redistricting plan and authorize submission to the Department of Justice. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

City of Oxford, Mississippi
Proposed Ward Plan
Option B



City of Oxford, Mississippi: Current Ward Plan

Ward	Total	Ideal	Deviation		Black		Minority		Total VAP	Black VAP		Minority VAP	
			Number	Percent	Number	Percent	Number	Percent		Number	Percent	Number	Percent
1	2,446	3,136.3	-690.3	-22.01	223	9.12	358	14.64	2,152	185	8.60	299	13.89
2	3,360	3,136.3	223.7	7.13	404	12.02	545	16.22	2,829	332	11.74	439	15.52
3	3,334	3,136.3	197.7	6.30	612	18.36	784	23.52	3,055	515	16.86	659	21.57
4	2,493	3,136.3	-643.3	-20.51	1,419	56.92	1,680	67.39	1,910	940	49.21	1,143	59.84
5	4,018	3,136.3	881.7	28.11	980	24.39	1,372	34.15	3,407	759	22.28	1,073	31.49
6	3,167	3,136.3	30.7	0.98	484	15.28	710	22.42	2,660	365	13.72	547	20.56
Total	18,818	3,136.3	1,572	50.12	4,122	21.90	5,449	28.96	16,013	3,096	19.33	4,160	25.98

City of Oxford, Mississippi: Proposed Ward Plan (Option A)

Ward	Total	Ideal	Deviation		Black		Minority		Total VAP	Black VAP		Minority VAP	
			Number	Percent	Number	Percent	Number	Percent		Number	Percent	Number	Percent
1	3,184	3,136.3	47.7	1.52	373	11.71	574	18.03	2,745	287	10.46	454	16.54
2	3,070	3,136.3	-66.3	-2.11	264	8.60	393	12.80	2,573	220	8.55	318	12.36
3	3,063	3,136.3	-73.3	-2.34	543	17.73	681	22.23	2,799	448	16.01	562	20.08
4	3,056	3,136.3	-80.3	-2.56	1,629	53.30	1,936	63.35	2,424	1,120	46.20	1,362	56.19
5	3,217	3,136.3	80.7	2.57	828	25.74	1,156	35.93	2,750	656	23.85	921	33.49
6	3,228	3,136.3	91.7	2.92	485	15.02	709	21.96	2,722	365	13.41	543	19.95
Total	18,818	3,136.3	172	5.48	4,122	21.90	5,449	28.96	16,013	3,096	19.33	4,160	25.98

City of Oxford, Mississippi: Proposed Ward Plan (Option B)

Ward	Total	Ideal	Deviation		Black		Minority		Total VAP	Black VAP		Minority VAP	
			Number	Percent	Number	Percent	Number	Percent		Number	Percent	Number	Percent
1	3,160	3,136.3	23.7	0.75	365	11.55	562	17.78	2,726	281	10.31	445	16.32
2	3,070	3,136.3	-66.3	-2.11	264	8.60	393	12.80	2,573	220	8.55	318	12.36
3	3,063	3,136.3	-73.3	-2.34	543	17.73	681	22.23	2,799	448	16.01	562	20.08
4	3,056	3,136.3	-80.3	-2.56	1,629	53.30	1,936	63.35	2,424	1,120	46.20	1,362	56.19
5	3,217	3,136.3	80.7	2.57	828	25.74	1,156	35.93	2,750	656	23.85	921	33.49
6	3,252	3,136.3	115.7	3.69	493	15.16	721	22.17	2,741	371	13.54	552	20.14
Total	18,818	3,136.3	196	6.25	4,122	21.90	5,449	28.96	16,013	3,096	19.33	4,160	25.98

Sources: U.S. Census Bureau, 2010 Redistricting Data (P.L. 94-171) Summary File & Lafayette County Parcel Data

Legend:

Total: Total Population

Ideal: Ideal Ward Population

Deviation: Difference Between Total Population and Ideal Population

Black: Non-Hispanic Black or African American Alone

Minority: Individuals Not Non-Hispanic, White Alone

VAP: Voting Age Population (18 Years and Above)

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MINUTE BOOK No. 63, CITY OF OXFORD

DEPARTMENT OF PLANNING AND COMMUNITY DEVELOPMENT

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

ENHANCEMENT GRANT:

It was moved by Alderman Howell, seconded by Alderman Williams to approve the submittal of the application for a Transportation Enhancement Grant for safety improvements at the interchange of Highway 7 and Sisk Avenue, including construction of sidewalks, bikelanes and landscaping. The City of Oxford certifies that there are no known foreseeable legal impediments existing that would prohibit completion of the project and that the project complies with applicable codes, standards and/or regulations required for completion. The City will request to enter into an agreement with the Transportation Commission regarding maintenance of the sidewalk and landscaping completed under this project. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

TENNIS CENTER:

It was moved by Alderman Antonow, seconded by Alderman Bailey to reject the bid on the John Leslie Tennis Center. The City received one bid from Barnes and Brower in the amount of \$2,953,178.00. The budgeted amount on this project is \$1,500,000.00. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

INTERLOCAL AGREEMENT:

It was moved by Alderman Williams, seconded by Alderman Taylor to authorize the amendment to interlocal agreement with University of Mississippi for tennis complex. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

MINUTE BOOK No. 63, CITY OF OXFORD**~~BETWEEN THE CITY OF OXFORD, MISSISSIPPI,
AND THE UNIVERSITY OF MISSISSIPPI~~**

DEMENT-MERIDIAN 61-0226

This Agreement made on the 7 day of Aug, 2012, by and between the City of Oxford, Mississippi, a municipality duly existing under the laws of the State of Mississippi ("City"), and the University of Mississippi, a state institution of higher learning duly existing under the laws of the State of Mississippi ("University"), which agreement is set forth as follows:

WHEREAS, the Mayor and Board of Aldermen of the City, as the duly elected governing authorities of the City, have the duty to adequately promote the health, safety and welfare of the citizens of the City, pursuant to Section 17-1-3, Section 21-17-1 and Section 55-9-1 of the Mississippi Code of 1972, Annotated, as amended; and

WHEREAS, the Oxford Park Commission operates and manages parks and recreational facilities owned by the City of Oxford in accordance with Section 21-37-33 and 21-37-35 of the Mississippi Code of 1972, Annotated, as amended; and

WHEREAS, the University wishes to ensure tennis facilities are available for the offer of instruction of tennis to its students through its Health, Exercise Science and Recreation Management Department; and

WHEREAS, the parties have determined that it is in the best interest of the citizens of the City and of the University and its student body to provide, expand and improve the outdoor tennis facilities of the City, including at John Leslie Park, and

WHEREAS, the City and Lafayette County, Mississippi each plan to make a financial contributions in the amount of \$475,000 for said expansion and improvement, for a combined, aggregate contribution in the amount of \$950,000; and

WHEREAS, the City has requested financial assistance from the University in the amount of \$550,000 for said expansion and improvement; and

WHEREAS, the governing body of the City has authorized its undersigned representatives to enter into and execute this Agreement and the University has received approval from the Board of Trustees of State Institutions of Higher Learning to enter into this Agreement;

NOW, THEREFORE, for and in consideration of the mutual covenants and agreements contained herein and other good and valuable consideration, the parties do hereby agree as follows:

1. This agreement (A@Agreement) is entered in accordance with the provisions of Miss. Code Ann. §§ 17-13-1, et. seq., the AInterlocal Cooperation Act of 1974"

MINUTE BOOK No. 63, CITY OF OXFORD

(“Act”), as it now appears. All provisions set forth in the Act are incorporated herein and made a part hereof. AMENDMENT 61-226

2. The University agrees to pay the City the sum of \$550,000 in the manner shown in attached Schedule “A,” and the City agrees to use these funds for the planning, bidding, contracting, development, and construction and expansion of current City tennis facilities (“Tennis Facilities”). The City agrees to contribute a total of \$475,000 for the expansion and construction of the Tennis Facility. Additionally, Lafayette County, Mississippi, by way of a separate interlocal agreement, has agreed to contribute \$475,000 for the expansion and construction of the Tennis Facility, for a combined, aggregate contribution from the City and Lafayette County in the amount of \$950,000.
3. The University will be allowed access to the Tennis Facilities for tennis instruction to its students enrolled in classes offered by the University Health, Exercise Science and Recreation Management department at appropriately designated times and with reasonable terms. By way of example only, the University may schedule with the Oxford Park Commission and be allowed access to six (6) tennis courts for two (2) hours per court, Monday through Friday, in order to accommodate University Health, Exercise Science and Recreation Management department tennis classes.
4. Participants of University intramural tennis programs operated through the Department of Campus Recreation shall have reasonable access to tennis courts within the Tennis Facilities on a first come first serve basis, exclusive of those courts already scheduled and reserved through and/or by the Oxford Park Commission.
5. The City agrees to use its best efforts to finance and construct the Tennis Facilities as soon as reasonably practicable. The City shall retain all rights and duties related to the design, building, and oversight of the subject facilities. The City shall receive, disburse and account for funds involved. The City shall provide to the University full access to records related to the project upon reasonable notice from the University.
6. The parties also agree that the City may need or desire additional financial assistance from the University for the Tennis Facilities. In the event the City or the Oxford Park Commission make a request to the University for additional funds to further develop, improve, expand, or maintain the Tennis Facilities, the University agrees to seriously consider all such requests in good faith within budgetary constraints. If at any time after five (5) years after the original construction and surfacing of the tennis courts, the City and/or the Oxford Park Commission shall determine that the tennis courts require resurfacing, the University agrees to pay one-third of such costs.

MINUTE BOOK No. 63, CITY OF OXFORD

7. Each party to this Agreement shall assume responsibility for any acts of negligence which may be attributed to it or its employees or agents, to the extent authorized by Miss. Code Ann. §§11-46-1, et. seq. (the Mississippi Tort Claims Act), and any other applicable federal, state, or local laws or regulations. Nothing in this Agreement shall be construed as an obligation by either party to indemnify the other that would not be authorized under applicable law, or an acceptance of liability by either party beyond that prescribed by law. This provision shall not be construed to abrogate, abridge or waive any immunities or privileges held or maintained by any of the parties to this Agreement.
8. Pursuant to Miss. Code Ann. §17-13-11, the parties understand that as a condition precedent to the Agreement being enforceable, the Agreement shall be submitted to the Attorney General of the State of Mississippi for approval. On approval by the Attorney General, or the passing of sixty days after submission without disapproval, copies of this Agreement shall be filed with the Chancery Clerk of Lafayette County, the Secretary of State of Mississippi, and the State Department of Audit, pursuant to Miss. Code Ann. §§17-13-11(3) and (4).
9. The term of this Agreement shall be through the City fiscal year 2027. The Agreement shall be terminable at will by either party, and the parties may renew, amend, modify or alter the terms of this Agreement if the same is in writing, dated subsequent to the date of this Agreement, and duly authorized and executed by the parties. While the terms of this Agreement may be renewed, modified, amended, or altered in writing and by the mutual agreement of the parties, any modification of this agreement must be approved by the Attorney General prior to the implementing of any such modifications.
10. This Agreement (together with attached Schedule "A") constitutes the entire agreement between the parties and supersedes all prior agreements and understandings, oral and written, between the Parties with respect to the subject matter hereof.
11. If any provision of this Agreement is held invalid or unenforceable by any court of competent jurisdiction, the other provisions of this Agreement will remain in full force and effect. Any provision of this Agreement held invalid or unenforceable only in part or degree will remain in full force and effect to the extent not held invalid or unenforceable.
12. This Agreement shall not unlawfully bind successors in office.
13. This Agreement is governed by Mississippi law. This Agreement may be executed in several counterparts that, when combined, will constitute the original instrument.

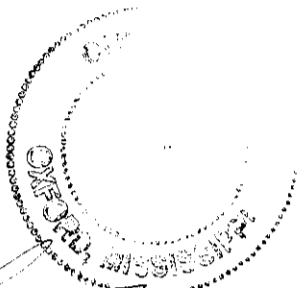
MINUTE BOOK No. 63, CITY OF OXFORD

14. This Agreement creates no joint property not existing before its execution. TR-61-226

Tennis Facility will be owned by the City and operated and managed by the Oxford Park Commission.

APPROVED AND EXECUTED BY THE RESPECTIVE PARTIES as of the date indicated below pursuant to lawful action adopted by the governing authority of each party.

Approved by the City of Oxford by lawful resolution dated the August 7, 2012.



CITY OF OXFORD, MISSISSIPPI

George G. Paterson
George G. "Pat" Paterson, Mayor

Attest:

Lisa Carwyle
Lisa Carwyle, Clerk

Approval by lawful action of the Board of Trustees of State Institutions of Higher Learning dated _____, 2012.

THE UNIVERSITY OF MISSISSIPPI

Daniel W. Jones, Chancellor

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

Schedule "A"

Contributions from the University for the Tennis Facility shall be made payable to the City of Oxford on the following dates:

September 1, 2012	\$235,000
October 1, 2013	\$45,000
October 1, 2014	\$45,000
October 1, 2015	\$45,000
October 1, 2016	\$45,000
October 1, 2017	\$45,000
October 1, 2018	\$45,000
October 1, 2019	\$45,000

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

**TRENCHING AND RIGHT OF
WAY ORDINANCE:**

This was the first reading of a proposed ordinance regarding trenching and right of way. The second reading and public hearing will be held at the next board meeting.

**TELECOMMUNICATIONS
PERMIT ORDINANCE:**

This was the first reading of a proposed ordinance regarding telecommunications permit. The second reading and public hearing will be held at the next board meeting.

**WATER PLANT
DEMOLITION:**

It was moved by Alderman Williams, seconded by Alderman Bailey to accept the Water Plant demolition project. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

SUNDAY:

It was moved by Alderman Howell, seconded by Alderman Bailey to approve Pro-Wash to work on Sunday to clean Van Buren Avenue. Bart Robinson stated they would not interfere with the adjacent churches on Sunday. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

TRAVEL:

It was moved by alderman Antonow, seconded by Alderman Williams to approve for a Wastewater Treatment employee to attend the Annual South Mississippi Conference and Short Course with a cost of \$1,115.00. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

POWER CONTRACT:

It was moved by Alderman Howell, seconded by Alderman Bailey to authorize Mayor Patterson to sign amended power contract with TVA. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

TAXI DRIVER PERMITS:

It was moved by Alderman Williams, seconded by Alderman Bailey to approve Archie Reaves and Casey Barclay for taxi driver permits. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

FISHING RODEO:

It was moved by Alderman Howell, seconded by Alderman Williams to approve a \$600.00 payment to Lafayette County Law Enforcement Officer's Association for the cost of the Annual Fishing Rodeo at Pat Lamar Park. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

RESIGNATIONS:

It was moved by Alderman Taylor, seconded by Alderman Bailey to accept the resignation of David Alm in the Police Department. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

It was moved by Alderman Antonow, seconded by Alderman Williams to accept the resignation of Jeffrey Kellum in the Police Department. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

EMPLOYMENT:

It was moved by Alderman Antonow, seconded by Alderman Howell to authorize the employment of Joshua Tinner in the Sanitation Department with an hourly wage of \$8.25 per hour. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

It was moved by Alderman Williams, seconded by Alderman Howell to authorize the employment of Kody Turner as a part time seasonal employee in the Building & Grounds Department with an hourly wage of \$8.25 per hour. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

It was moved by Alderman Antonow, seconded by Alderman Howell to authorize the employment of Antonio Austin as a seasonal part time laborer in the Building & Grounds Department with an hourly wage of \$8.25 per hour. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

RESIGNATION:

It was moved by Alderman Howell, seconded by Alderman Antonow to accept the resignation of John Russell in the Fire Department. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ADA SELF EVALUATION AND TRANSITION PLAN:

It was moved by Alderman Antonow, seconded by Alderman Howell to approve the ADA Self Evaluation and Transition Plan. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

EXECUTIVE SESSION:

It was moved by Alderman Williams, seconded by Alderman Howell to consider executive session for three property issues. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

It was moved by Alderman Bailey, seconded by Alderman Antonow to go into executive session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

CITY STREET:

It was moved by Alderman Bailey, seconded by Alderman Antonow to authorize legal counsel to respond to letter from Freeland's stating City's ownership of street. All the aldermen present

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

voting aye, Mayor Patterson declared the motion carried.

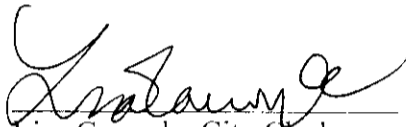
REGULAR SESSION:

It was moved by Alderman Howell, seconded by Alderman Antonow to come out of executive session and return to regular session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ADJOURN:

It was moved by Alderman Howell, seconded by Alderman Bailey to adjourn the meeting sine-die. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

George G. Patterson, Mayor



Lisa Carwyle, City Clerk

MINUTE BOOK No. 63, CITY OF OXFORD**NOTICE OF SPECIAL MEETING**

DEMENT-MERIDIAN 61-0226

OF THE MAYOR AND BOARD OF ALDERMEN**OF THE CITY OF OXFORD**

Pursuant to Section 21-3-21, Mississippi Code of 1972 Annotated, I, George G. Patterson, Mayor of the City of Oxford, Mississippi, do hereby call the Mayor and Board of Aldermen of Oxford, MS, to a SPECIAL MEETING to be held on

Tuesday, August 14, 2012 AT 8:30 A.M. for the transaction of important business. The meeting will be held in the court room of City Hall. The business to be acted upon at the Special Meeting in consideration of the following:

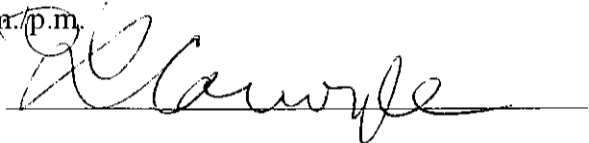
1. Consider executive session.
2. Discuss 2012-2013 Budget.

This the 13th day of August 2012.

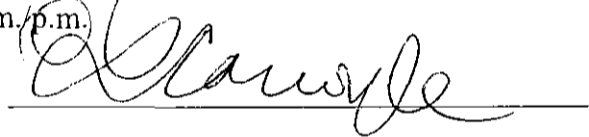


 GEORGE G. PATTERSON, MAYOR

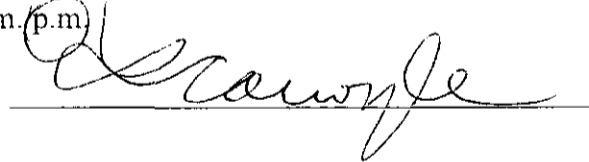
I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman Ney Williams of the foregoing meeting on 8/13/12 at 1:08 a.m./p.m.



I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman E.O. Oliver of the foregoing meeting on 8/13/12 at 1:08 a.m./p.m.



I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman Janice Antonow of the foregoing meeting on 8/13/12 at 1:08 a.m./p.m.



I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman Ulysses Howell of the foregoing meeting on 8/13/12 at 1:08 a.m./p.m.

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

[Handwritten signature]

I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman Preston Taylor of the foregoing meeting on 8/13/12 at 1:08 a.m./p.m.

[Handwritten signature]

I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman Jason Bailey of the foregoing meeting on 8/13/12 at 1:08 a.m./p.m.

[Handwritten signature]

I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman John Morgan of the foregoing meeting on 8/13/12 at 1:08 a.m./p.m.

[Handwritten signature]

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

CALL TO ORDER:

Pursuant to the notice of Special Meeting, the Mayor and Board of Aldermen of the City of Oxford did meet at 8:30 a.m. on Tuesday, August 14, 2012 in the court room of City Hall when and where the following were present:

George G. Patterson- Mayor
 Ney Williams- Alderman Ward I
 E.O. Oliver- Alderman Ward II
 Janice Antonow- Alderman Ward III
 Preston Taylor- Alderman Ward V
 Jason Bailey – Alderman Ward VI
 John Morgan- Alderman At Large

Lisa Carwyle – City Clerk
 Bart Robinson- Chief Operations Officer
 Al Hope- Director of Human Resources

AGENDA:

It was moved by Alderman Williams, seconded by Alderman Morgan to adopt the agenda for the meeting. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

EXECUTIVE SESSION:

It was moved by Alderman Antonow, seconded by Alderman Bailey to consider executive session for one property issue and two personnel issues. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

It was moved by Alderman Morgan, seconded by Alderman Williams to go into executive session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

CONSULTANT:

It was moved by Alderman Morgan, seconded by Alderman Antonow to authorize Mayor Patterson to hire parking consultant for design of parking garage behind City Hall. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

REGULAR SESSION:

It was moved by Alderman Antonow, seconded by Alderman Bailey to come out of executive session and return to regular session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

BUDGET:

The Board of Aldermen discussed various items proposed in the 2013 Budget.

EXECUTIVE SESSION:

It was moved by Alderman Oliver, seconded by Alderman Morgan to consider executive session to discuss personnel issues. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

It was moved by Alderman Morgan, seconded by Alderman Antonow to go into executive session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

REGULAR SESSION.

MINUTE BOOK No. 63, CITY OF OXFORD

It was moved by Alderman Antonow, seconded by Alderman Bailey to come out of executive session and return to regular session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

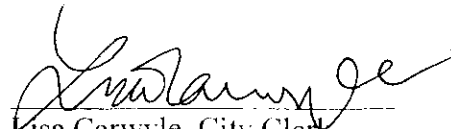
Alderman Bailey to come out of executive session and return to regular session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

SUSPENSION:

It was moved by Alderman Antonow, seconded by Alderman Williams to accept the recommendation of the Human Resource Director and Department Head and suspend an employee in the Fire Department for two shift days. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ADJOURN:

It was moved by Alderman Williams, seconded by Alderman Bailey to adjourn the meeting sine-die. All the aldermen present voting aye. Mayor Patterson declared the motion carried.

George G. Patterson, Mayor
Lisa Carwyle, City Clerk

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

CALL TO ORDER:

Pursuant to the notice of Special Meeting, the Mayor and Board of Aldermen of the City of Oxford did meet at 5:00 p.m. on Tuesday, August 21, 2012 in the court room of City Hall when and where the following were present:

George G. Patterson- Mayor
 Ney Williams- Alderman Ward I
 E.O. Oliver- Alderman Ward II
 Janice Antonow- Alderman Ward III
 Ulysses Howell- Alderman Ward IV
 Preston Taylor- Alderman Ward V
 Jason Bailey – Alderman Ward VI
 John Morgan- Alderman At Large

Lisa Carwyle – City Clerk
 Bart Robinson- Chief Operations Officer
 Al Hope- Director of Human Resources

AGENDA:

It was moved by Alderman Williams, seconded by Alderman Antonow to adopt the agenda for the meeting. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

BUDGET:

The Board of Aldermen discussed various items proposed in the 2013 Budget. The board discussed the take vehicle policy request from Police Department, various salaries and money for ADA coordinator.

AVENT PARK:

It was moved by alderman Williams, seconded by Alderman Bailey to accept grant for Avent Park storm water control project. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ADJOURN:

It was moved by Alderman Williams, seconded by Alderman Antonow to adjourn the meeting sine-die. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

 George G. Patterson, Mayor

 Lisa Carwyle, City Clerk

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

UNITED STATES OF AMERICA

STATE OF MISSISSIPPI

COUNTY OF LAFAYETTE

CITY OF OXFORD

REGULAR MEETING

August 21, 2012

6:00 p.m.

CALL TO ORDER:

The meeting of the Mayor and Board of Aldermen of the City of Oxford, Mississippi, was called to order by Mayor Patterson at 6:00 p.m. on Tuesday, August 21, 2012, in the court room of City Hall when and where the following were present:

George G. Patterson - Mayor
 Ney Williams- Alderman Ward I
 E.O. Oliver- Alderman Ward II
 Janice Antonow- Alderman Ward III
 Ulysses Howell- Alderman Ward IV
 Preston Taylor- Alderman Ward V
 Jason Bailey- Alderman Ward VI
 John Morgan- Alderman at Large

Mayo Mallette PLLC – Of Counsel
 Bart Robinson- Director of Public Works
 Lisa Carwyle– City Clerk
 Tim Akers - Dir of Planning
 Rob Neely – Supt. of Electric Dept.
 Mike Martin- Chief Oxford Police Dept
 Cary Sallis- Chief of Fire Dept
 Eddie Anderson- Dir. of Sanitation
 Al Hope- Dir of Human Resources
 Rob Boyd- Dir of Parks & Rec
 Jimmy Allgood- Emergency Mang. Director
 Randy Barber- Director of Building

AGENDA:

It was moved by Alderman Williams, seconded by Alderman Howell to adopt the agenda for the meeting. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

MAYOR'S REPORT:

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

Good Evening:

First we want to welcome back the many returning students and 3500 new freshmen. You know if you've been to Kroger or Wal-Mart lately. That said this is a unique town, with a unique and beautiful University and we are proud of that relationship. I think I speak for the vast majority of Oxford residents when I say "Hotty Toddy".

The State Health Department has written every Mayor in the State regarding the West Nile Virus. They are really upping the ante and trying to raise awareness. Jimmy Allgood will brief us more fully in a few minutes.

We finished with the budget process just a little while ago. Again, I want to thank this Board for attending repeated special meetings and enduring hours of my number crunching. This community is represented well by this Board of Aldermen and the City department heads. We have apparently made it through the most treacherous financial times in nearly 100 years without raising taxes, or laying off a single city employee.

Now that we are finished with the budget, our focus will shift fully to parking and resolutions to those many problems – hopefully in the near future.

I was happy to attend the new faculty lunch on campus last week to welcome 83 new faculty members to our community to go along with our 3500 new freshmen.

And with that we are off.....

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DEMENT-MERIDIAN 61-226

MINUTES:

It was moved by Alderman Antonow, seconded by Alderman Howell to adopt the minutes of the regular meeting on August 7, 2012 and the special meetings on August 7 and 14, 2012. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ACCOUNTS:

It was moved by Alderman Morgan, seconded by Alderman Williams to approve the payment of all accounts for the City. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

**BAPTIST MEMORIAL
HOSPITAL:**

Jim Ainsworth announced he was appointed as the new interim CEO of Baptist Memorial Hospital-North Mississippi. He will remain the position until a new CEO can be recruited.

RESOLUTION:

It was moved by Alderman Antonow, seconded by Alderman Taylor to adopt the following no protest resolution to the \$5,500,000.00 in General Obligation Bonds. All the aldermen voting aye, Mayor Patterson declared the motion carried.

MINUTE BOOK No. 63, CITY OF OXFORD

There came on for consideration the matter of the issuance of general obligation bonds of the City of Oxford, Mississippi and, after a discussion of the subject matter, Alderman Antonow offered and moved the adoption of the following resolution:

RESOLUTION FINDING AND DETERMINING THAT THE NOTICE OF RESOLUTION EVIDENCING INTENT TO ISSUE GENERAL OBLIGATION BONDS OF THE CITY OF OXFORD, MISSISSIPPI WAS DULY PUBLISHED AS REQUIRED BY LAW AND THAT NO WRITTEN PROTEST OR OTHER OBJECTION OF ANY KIND OR CHARACTER AGAINST THE ISSUANCE OF SAID BONDS HAS BEEN FILED BY QUALIFIED ELECTORS OF THE CITY OF OXFORD, MISSISSIPPI; AUTHORIZING AND DIRECTING THE ISSUANCE OF SAID BONDS IN THE AGGREGATE PRINCIPAL AMOUNT OF FIVE MILLION FIVE HUNDRED THOUSAND DOLLARS (\$5,500,000) TO RAISE MONEY FOR THE PURPOSE OF (A) ERECTING MUNICIPAL BUILDINGS AND ATHLETIC STADIUMS, PREPARING AND EQUIPPING ATHLETIC FIELDS, AND PURCHASING BUILDINGS OR LAND THEREFOR, AND FOR REPAIRING, IMPROVING, ADORNING AND EQUIPPING THE SAME, (B) CONSTRUCTING, IMPROVING OR PAVING STREETS, SIDEWALKS, DRIVEWAYS, PARKWAYS, WALKWAYS OR PUBLIC PARKING FACILITIES, AND PURCHASING LAND THEREFOR, (C) PURCHASING LAND FOR PARKS AND PUBLIC PLAYGROUNDS, AND IMPROVING, EQUIPPING AND ADORNING THE SAME, INCLUDING THE CONSTRUCTING, REPAIRING AND EQUIPPING OF RECREATIONAL FACILITIES, AND (D) PURCHASING FIRE-FIGHTING EQUIPMENT AND APPARATUS, AND PROVIDING HOUSING FOR SAME AND PURCHASING LAND THEREFOR; PROVIDING THE FORM OF AND AUTHORIZING THE PUBLICATION OF A NOTICE OF SALE OF SAID BONDS; APPROVING THE FORM OF AND AUTHORIZING THE DISTRIBUTION OF A PRELIMINARY OFFICIAL STATEMENT IN CONNECTION WITH SAID BONDS; AND FOR RELATED PURPOSES.

WHEREAS, the Mayor and Board of Aldermen of the City of Oxford, Mississippi (the "Governing Body"), acting for and on behalf of the City of Oxford, Mississippi (the "City") are authorized by Section 21-33-301 *et seq.*, Mississippi Code of 1972, as amended (the "Act") to issue general obligation bonds of the City for the purposes set forth therein, including, but not limited to (a) erecting municipal buildings and athletic stadiums, preparing and equipping athletic fields, and purchasing buildings or land therefor, and for repairing, improving, adorning and equipping the same; (b) constructing, improving or paving streets, sidewalks, driveways, parkways, walkways or public parking facilities, and purchasing land therefor; (c) purchasing land for parks and public playgrounds, and improving, equipping and adorning the same, including the constructing, repairing and equipping of recreational facilities; and (d) purchasing fire-fighting equipment and apparatus, and providing housing for same and purchasing land therefor; and

MINUTE BOOK No. 63, CITY OF OXFORD

WHEREAS, the Governing Body adopted a resolution on July 17, 2012 (the "Intent Resolution"), declaring its intention to issue general obligation bonds of the City (the "Bonds") in the aggregate principal amount of not to exceed Five Million Five Hundred Thousand Dollars (\$5,500,000) in accordance with the Act to raise money for the purposes of (a) erecting municipal buildings and athletic stadiums, preparing and equipping athletic fields, and purchasing buildings or land therefor, and for repairing, improving, adorning and equipping the same, (b) constructing, improving or paving streets, sidewalks, driveways, parkways, walkways or public parking facilities, and purchasing land therefor, (c) purchasing land for parks and public playgrounds, and improving, equipping and adorning the same, including the constructing, repairing and equipping of recreational facilities, and (d) purchasing fire-fighting equipment and apparatus, providing housing for same and purchasing land therefor (the "Project"); and

WHEREAS, the assessed value of all taxable property within the City, according to the last completed assessment for taxation, is Two Hundred Seventy-Seven Million Two Hundred Three Thousand Forty-Two Dollars (\$277,203,042), and the City has outstanding bonded indebtedness as subject to the fifteen percent (15%) debt limit prescribed by Section 21-33-303, Mississippi Code of 1972, as amended, in the amount of Nineteen Million One Hundred Fifty-One Thousand Dollars (\$19,151,000), and outstanding bonded and floating indebtedness as subject to the twenty percent (20%) debt limit prescribed by Section 21-33-303, Mississippi Code of 1972, as amended (which amount includes the sum set forth above subject to the fifteen percent (15%) debt limit), in the amount of Nineteen Million One Hundred Fifty-One Thousand Dollars (\$19,151,000); and

WHEREAS, the issuance of the Bonds pursuant to the Act, 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 all 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 all taxable property within the City, and will not exceed any constitutional or statutory limitation upon indebtedness which may be incurred by the City; and

WHEREAS, as required by the Intent Resolution and Section 21-33-307 of the Act, a Notice of Resolution Evidencing Intent to Issue General Obligation Bonds of the City of Oxford, Mississippi (the "Notice of Resolution") was published in *The Oxford Eagle*, 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, on July 26 and August 2, 9, and 16, 2012, said publication being for at least three (3) consecutive weeks, with the first publication of the Notice of Resolution being made not less than twenty-one (21) days prior to August 21, 2012, and the last publication being made not more than seven (7) days prior to such date; and

WHEREAS a proof of publication of the Notice of Resolution is attached hereto as Exhibit A; and

MINUTE BOOK No. 63, CITY OF OXFORD
 WHEREAS, on August 21, 2012, no member of the City had filed a written protest or objection of any kind or character against the issuance of the Bonds with the Clerk of the City (the "Clerk") or any member of the Governing Body; and

WHEREAS, at the hour of 6:00 p.m. on August 21, 2012, at the usual meeting place of the Governing Body, in the Board Room, located in the City Hall located at 107 Courthouse Square in the City, all persons present or represented by counsel or otherwise were given the opportunity to be heard concerning the issuance of the Bonds and the purpose for which the Bonds will be issued and no protest or objection of any kind or character against the issuance of the Bonds or the purpose for which the Bonds will be issued was presented; and

WHEREAS, the Governing Body is now authorized and empowered by the provisions of the Act to issue the Bonds without an election on the question thereof and is authorized to issue the Bonds registered as to principal and interest in the form and manner provided for by the Act and Sections 31-21-1 through 31-21-7, Mississippi Code of 1972, as amended; and

WHEREAS, the Governing Body is further authorized by the Act to, among other things, sell the Bonds at a public sale (which sale shall be on such terms and in such manner as the Governing shall determine to be in the City's best interest) and to make such other arrangements relating to the Bonds; and

WHEREAS, the issuance of the Bonds does not exceed any statutory or constitutional limitation; and

WHEREAS, there are no other available funds on hand or from regular sources of income for such purposes; and

WHEREAS, there has been prepared and submitted to this meeting the form of a preliminary official statement (the "Preliminary Official Statement") describing the Bonds, the sale of the Bonds, the City and other related matters; and

WHEREAS, it appears that the Preliminary Official Statement, which is now before the Governing Body, is in appropriate form and is an appropriate document for the purposes identified; and

WHEREAS, it is necessary and advisable and in the best interest of the City for the Governing Body, acting for and on behalf of the City, to issue the Bonds as hereinafter provided.

NOW, THEREFORE, BE IT RESOLVED BY THE MAYOR AND BOARD OF ALDERMEN OF THE CITY OF OXFORD, MISSISSIPPI, ACTING FOR AND ON BEHALF OF SAID CITY, AS FOLLOWS:

SECTION 1. Each and all of the facts and findings set forth in the premises clauses of this resolution are hereby found and determined to be true and accurate and are incorporated herein by this reference thereto as though set forth again in words and figures.

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SECTION 2. The Governing Body does hereby find and determine that, as required by

Section 21-33-307 of the Act and the Intent Resolution, the Notice of Resolution was published in *The Oxford Eagle*, 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, on July 26 and August 2, 9, and 16, 2012, said publication being for at least three (3) consecutive weeks, with the first publication of the Notice of Resolution being made not less than twenty-one (21) days prior to August 21, 2012, and the last publication being made not more than seven (7) days prior to such date.

SECTION 3. The proof of publication of the Notice of Resolution is hereby accepted.

SECTION 4. The Governing Body does further find and determine that as of the hour of 6:00 p.m. on August 21, 2012, (a) no qualified elector of the City had filed a written protest or objection of any kind or character against the issuance of the Bonds with the City or any member of the Governing Body, and (b) all persons present or represented by counsel or otherwise were given the opportunity to be heard concerning the issuance of the Bonds and the purposes for which the Bonds will be issued and no protest or objection of any kind or character against the issuance of the Bonds or the purposes for which they are to be issued was presented.

SECTION 5. Pursuant to the provisions of the Act and specifically Section 21-33-307, the Governing Body is now authorized and empowered to issue the Bonds on behalf of the City without an election on the question of the issuance thereof at anytime within a period of two (2) years after the date of the adoption of this resolution.

SECTION 6. The Governing Body does hereby determine that the sale and issuance of Five Million Five Hundred Thousand Dollars (\$5,500,000) General Obligation Bonds (Capital Improvements Issue), Series 2012 of the City to raise money for the purpose of providing financing for the Project and to pay the costs incident to the sale and issuance of the Bonds is necessary and advisable and conforms to the Act and does hereby authorize and direct the sale and issuance of the Bonds.

SECTION 7. The Bonds will be general obligations of the City payable as to principal and interest out of and secured by an irrevocable pledge of the avails of a direct and continuing tax to be levied annually without limitation as to time, rate or amount upon all the taxable property within the geographical limits of the City.

SECTION 8. The Bonds shall be registered as to both principal and interest; shall be dated September 1, 2012; shall be issued in the denomination of \$5,000 each, or integral multiples thereof up to the amount of a single maturity; shall be numbered from one upward in the order of issuance; shall bear interest from the date thereof at a rate or rates of interest not to exceed eleven percent (11%) per annum, payable semiannually on March 1 and September 1 of each year (each an "Interest Payment Date"), commencing September 1, 2013; and shall mature and become due and payable, with option of prior payment, on September 1 in the years and principal amounts as follows:

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DEMENT-MERIDIAN 61-0226

Year	Principal Amount	Year	Principal Amount
2013	\$305,000	2021	\$375,000
2014	315,000	2022	385,000
2015	320,000	2023	395,000
2016	330,000	2024	400,000
2017	340,000	2025	410,000
2018	345,000	2026	425,000
2019	355,000	2027	435,000
2020	365,000		

SECTION 9. The Bonds maturing September 1, 2021 and thereafter will be subject to redemption prior to their respective maturities, at the option of the City, on and after September 1, 2020, either in whole on any date, or in part on any interest payment date, as selected by the City among maturities, and by lot within each maturity, at the principal amount thereof, together with accrued interest to the date fixed for redemption and without premium.

SECTION 10. The Bonds shall be offered for sale on sealed bids pursuant to the Notice of Bond Sale set forth in Section 11 of this resolution and shall be sold pursuant to a subsequent resolution of the Governing Body. In no event shall the Bonds be issued at a rate of interest in excess of that allowed under applicable law and the Bonds shall in all other respects comply with the requirements of the Act.

SECTION 11. The City shall offer the Bonds for sale subject to the provisions of Section 19 hereof, the date, time and terms of sale to be as set forth in the "Notice of Bond Sale" relating to the Bonds, which Notice of Bond Sale and the "Official Bid Form" shall be in substantially the following forms:

NOTICE OF BOND SALE**\$5,500,000**

**CITY OF OXFORD, MISSISSIPPI
GENERAL OBLIGATION BONDS
(CAPITAL IMPROVEMENTS ISSUE),
SERIES 2012**

NOTICE IS HEREBY GIVEN that the Mayor and Board of Aldermen (the "Governing Body") of the City of Oxford, Mississippi (the "City") will receive sealed bids in the Office of the City Clerk in the City Hall of the City located at 107 Courthouse Square in the City until the hour of 4:00 p.m. on September ____, 2012, at which time said bids will be publicly opened by the City Clerk and read for the purchase at not less than par plus accrued interest to the date of delivery of \$5,500,000 aggregate principal amount City of Oxford, Mississippi General Obligation Bonds (Capital Improvements Issue), Series 2012 (the "Bonds").

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The Bonds will be dated and bear interest from September 1, 2012, will be delivered in definitive form as fully registered Bonds, will be in the denominations of \$5,000 or any integral multiple thereof, will be payable as to principal at a bank or banks to be named by the City (the "Paying and Transfer Agent") and will bear interest, payable semiannually on March 1 and September 1 of each year, commencing on September 1, 2013, at the rate or rates of interest specified in the bid submitted by the successful bidder in accordance with this Notice of Bond Sale.

The Bonds will be issued in registered, book-entry-only form and all bidders for the Bonds must be participants of The Depository Trust Company, New York, New York ("DTC"), or affiliated with its participants. The Bond certificates will be deposited with DTC. DTC will be responsible for maintaining a book-entry system for recording the interests of its participants and for the transfer of the interests among its participants. The participants will be responsible for maintaining records regarding the beneficial ownership interests in the Bonds on behalf of the individual purchasers. Individual purchases may be made in the principal amount of \$5,000 or any multiple thereof through book entries made on the books and records of DTC and its participants. Unless the book-entry-only system is discontinued, Bond principal and interest payments will be made by the City to DTC through the Paying and Transfer Agent. DTC will then be responsible for distributing such payments to DTC participants for subsequent remittance to the owners of beneficial interests in the Bonds. Payment of principal and interest on the Bonds to DTC is the responsibility of the City, disbursement of such payments to DTC participants shall be the responsibility of DTC, and disbursements of such payments to the owners of beneficial interests shall be the responsibility of DTC participants and not the responsibility of the City. The City will have no responsibility or obligation to DTC participants or owners of beneficial interests in the Bonds, with respect to the payment by DTC or any DTC participants, of the principal of or interest on the Bonds or the providing of notice to DTC participants or owners of beneficial interests in the Bonds or with respect to: (a) the accuracy of any records maintained by DTC or any DTC participant; or (b) any consent given or other action taken by DTC as owner of the Bonds.

The Bonds will mature on September 1 in the years and in the principal amounts shown below:

Year	Principal Amount	Year	Principal Amount
2013	\$305,000	2021	\$375,000
2014	315,000	2022	385,000
2015	320,000	2023	395,000
2016	330,000	2024	400,000
2017	340,000	2025	410,000
2018	345,000	2026	425,000
2019	355,000	2027	435,000
2020	365,000		

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The Bonds will be repaid from the proceeds of the Bonds and will be subject to redemption prior to their respective maturities, at the option of the City, on and after September 1, 2020, either in whole on any date, or in part on any interest payment date, as selected by the City among maturities, and by lot within each maturity, at the principal amount thereof, together with accrued interest to the date fixed for redemption and without premium.

The Bonds will be issued pursuant to the provisions of Sections 21-33-301 *et seq.*, Mississippi Code of 1972, as amended (the "Act") and resolutions adopted or to be adopted by the Governing Body. The Bonds are being issued to raise money for the purpose of (a) erecting municipal buildings and athletic stadiums, preparing and equipping athletic fields, and purchasing buildings or land therefor, and for repairing, improving, adorning and equipping the same; (b) constructing, improving or paving streets, sidewalks, driveways, parkways, walkways or public parking facilities, and purchasing land therefor; (c) purchasing land for parks and public playgrounds, and improving, equipping and adorning the same, including the constructing, repairing and equipping of recreational facilities; (d) purchasing fire-fighting equipment and apparatus, and providing housing for same and purchasing land therefor; and (e) paying the costs incident to the sale and issuance of the Bonds.

The Bonds shall be general obligations of the City and the full faith, credit and taxing power of the City shall be pledged to secure the payment of the principal of and interest on the Bonds.

The Bonds are to be sold at not less than \$5,500,000 aggregate par plus interest on the Bonds accrued to the date of delivery, and are to be awarded to the bidder complying with the terms hereof and offering to purchase all of the Bonds at the lowest net interest cost to the City. The net interest cost will be determined by computing the aggregate interest on the Bonds over the life of the issue at the rate or rates of interest specified by the bidder, less premium offered, if any. It is requested that each bid be accompanied by a statement of the net interest cost (computed to six decimal places), but such statement will not be considered a part of the bid. No Bond shall bear more than one (1) rate of interest; each Bond shall bear interest from its date to its stated maturity date at the interest rate specified in the bid; all Bonds of the same maturity shall bear the same rate of interest from their date to maturity; the lowest rate of interest specified for any of the Bonds shall not be less than seventy percent (70%) of the highest rate of interest specified for any of the Bonds; and the highest rate of interest specified for any of the Bonds shall not exceed eleven percent (11%) per annum. Each interest rate specified in any bid must be a multiple of one-eighth of one percent (1/8 of 1%) or a multiple of one-tenth of one percent (1/10 of 1%) and a zero rate of interest cannot be named.

Bidders must acknowledge in their respective bids that they have received and reviewed the City's preliminary official statement in connection with the issuance of the Bonds (the "Preliminary Official Statement"). The City deems the Preliminary Official Statement to be "final" as described in SEC Rule 15c2-12(b)(1) for the purposes of such Rule. Upon award of the Bonds to the successful bidder, the City will prepare a final official statement in connection with the Bonds (the "Official Statement") in substantially the form of the Preliminary Official Statement, subject to minor amendments and supplementations. A reasonably sufficient number

MINUTE BOOK No. 63, CITY OF OXFORD

of Official Statements will be made available to the successful bidder at the expense of the City within seven (7) business days of the award of the Bonds to such bidder. Copies of the Preliminary Official Statement may be obtained from Lisa Carwyle, City Clerk, City of Oxford, 107 Courthouse Square, Oxford, Mississippi 38655, telephone: (662) 232-2312 or the City's financial advisor, Government Consultants, Inc., 1830 Crane Ridge Drive, Jackson, Mississippi 39216, telephone: (601) 982-0005, attention: Mr. Demery Grubbs.

In order to assist bidders in complying with SEC Rule 15c2-12(b)(5), the City, pursuant to a resolution of the Governing Body and a continuing disclosure certificate, will agree to provide annual reports and notices of certain events. A summary of the City's procedures with regard to continuing disclosure is set forth in the Preliminary Official Statement and will also be set forth in the Official Statement.

All bids must be enclosed in a sealed envelope and should be addressed to the Governing Body, at their offices located at City Hall, 107 Courthouse Square, Oxford, Mississippi 38655 attention: Lisa Carwyle, City Clerk, City of Oxford and worded on the outside, in substance, "Bid for City of Oxford, Mississippi Capital Improvements Issue, Series 2012". **ALL BIDS MUST BE UNCONDITIONAL AND, AS A CONDITION PRECEDENT TO THE CONSIDERATION OF ITS BID, EACH BIDDER MUST ENCLOSE WITH IT, AS A GOOD FAITH DEPOSIT, A CERTIFIED OR CASHIER'S CHECK DRAWN UPON A BANK LOCATED WITHIN THE STATE OF MISSISSIPPI PAYABLE TO THE ORDER OF THE CITY OF OXFORD, MISSISSIPPI FOR ONE HUNDRED TEN THOUSAND AND NO/100THS DOLLARS (\$110,000.00).** No interest will be allowed on any good faith deposit. Bids will be accepted or rejected by the Governing Body on the date above shown for the sale of the Bonds. When a bid is rejected by the Governing Body, the good faith deposit accompanying said bid will be returned to the bidder. When a bid is accepted by the Governing Body, the good faith deposit accompanying said bid will be applied as part payment for the Bonds or, if the successful bidder fails to comply with this agreement to purchase the Bonds, will be retained as liquidated damages. Pending the application of the good faith deposit of the successful bidder as aforesaid, such deposit may be invested in direct obligations of, or obligations guaranteed by the United States of America or in repurchase agreements with banks fully secured by such obligations, and the City shall be entitled to any income from any such investment.

The Governing Body reserves the right to reject any or all bids as well as the right to waive any irregularity or informality in any bid. All bids shall be submitted on the Official Bid Form which may be obtained from Lisa Carwyle, City Clerk, City of Oxford, 107 Courthouse Square, Oxford, Mississippi 38655 telephone: (662) 232-2312, or the City's financial advisor, Government Consultants, Inc., 1830 Crane Ridge Drive, Jackson, Mississippi 39216, telephone: (601) 982 0005, attention: Mr. Demery Grubbs.

In the opinion of Baker, Donelson, Bearman, Caldwell & Berkowitz, PC ("Bond Counsel"), assuming compliance by the City with certain tax covenants, under existing statutes, regulations, rulings and court decisions, interest on the Bonds is excluded from gross income for federal income tax purposes. Furthermore, interest on the Bonds is not an item of tax preference

for purposes of the Internal Revenue Code, to the extent that such interest is not exempt from federal income tax imposed on individuals and corporations;

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~~however, interest on the Bonds is taken into account in determining adjusted current earnings for~~
purposes of computing the alternative minimum tax imposed on corporations. Bond Counsel will express no other opinion regarding other federal tax consequences resulting from the ownership, receipt or accrual of interest on or disposition of the Bonds. In addition, Bond Counsel is further of the opinion that under and pursuant to the Act, the Bonds and interest thereon are exempt from all income taxes imposed by the State of Mississippi.

The Governing Body on behalf of the City has designated the Bonds as "qualified tax exempt obligations" for purposes of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended.

The final approving opinion of Bond Counsel, relating to the validity and tax exemption of the Bonds, together with a non-litigation certificate of the City dated the date of delivery of the Bonds, and a transcript of the proceedings relating to the Bonds will be delivered to the successful bidder without charge. A copy of said approving opinion will be printed on the back of each Bond at the option of the successful bidder.

It is anticipated that CUSIP identification numbers will be secured by the City and printed on the Bonds, but neither the failure to secure or print such numbers on any Bond nor any error with respect thereto shall constitute cause for failure or refusal by the successful bidder to accept delivery of and pay for the Bonds in accordance with its agreement to purchase the Bonds. All expenses in relation to the printing of CUSIP numbers on the Bonds shall be paid for by the City; provided, however, that the CUSIP Service Bureau charge for the assignment of said numbers shall be paid for by the successful bidder.

The successful bidder will be given at least seven (7) business days advanced notice of the proposed date of delivery of the Bonds when that date has been tentatively determined. It is expected that the Bonds will be delivered in New York, New York and payment therefor shall be made in federal or other immediately available funds.

The successful bidder is required to submit to the City not less than seventy-two (72) hours prior to closing a certification to the effect that (a) all of the Bonds have been the subject of a bona fide initial offering to the public (excluding bond houses, brokers or similar persons or organizations acting in the capacity of underwriters or wholesalers) at prices no higher than those shown on the cover of the Official Statement, (b) to the best of their knowledge, and based on their records and other information available to use which they believe to be correct, at least ten percent (10%) of each maturity of the Bonds, aggregating at least \$550,000 principal amount of the Bonds, were sold to the public (excluding bond houses, brokers or similar persons or organizations acting in the capacity of underwriters or wholesalers) at initial offering prices not greater than the respective prices shown on the cover of the Official Statement, and (c) at the time they agreed to purchase the Bonds, based upon their assessment of the then prevailing market conditions, they had no reason to believe any of the Bonds would be initially sold to the public (excluding bond houses, brokers or similar persons acting in the capacity of underwriters or wholesalers) at prices greater than the prices shown on the cover of the Official Statement,

MINUTE BOOK No. 63, CITY OF OXFORD

including interest accrued on the Bonds. However, if the successful bidder offers Bonds of the same maturity at one price to the general public and at a discount from that price to institutions or other investors, the successful bidder is required to, in addition, provide the City with the sale price of each of the Bonds on the basis of actual facts and its reasonable expectations as of the closing date.

The successful bidder shall have the right, at its option, to cancel its agreement to purchase the Bonds if the Bonds to be delivered by the City in accordance with the preceding paragraph are not tendered for delivery within sixty (60) days from the date of sale thereof, and in such event the City shall return to said bidder its good faith deposit without interest. The City shall have the right, at its option, to cancel its agreement to sell the Bonds if within five (5) days after the tender of the Bonds for delivery the successful bidder shall not have accepted delivery of and paid for the Bonds, and in such event the City shall retain the successful bidder's good faith deposit as liquidated damages.

Further information may be obtained from Lisa Carwyle, City Clerk, City of Oxford, 107 Courthouse Square, Oxford, Mississippi 38655, telephone: (662) 232-2312 and the City's financial advisor, Government Consultants, Inc., 1830 Crane Ridge Drive, Jackson, Mississippi 39216, telephone: (601) 982 0005, attention: Mr. Demery Grubbs.

DATED: August 21, 2012

CITY OF OXFORD, MISSISSIPPI

By /s/Lisa Carwyle
City Clerk

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

\$5,500,000
CITY OF OXFORD, MISSISSIPPI
GENERAL OBLIGATION BONDS
(CAPITAL IMPROVEMENTS ISSUE),
SERIES 2012

September __, 2012

Mayor and Board of Aldermen
City of Oxford
107 Courthouse Square
Oxford, Mississippi 38655

Ladies and Gentlemen:

For Five Million Five Hundred Thousand Dollars (\$5,500,000) aggregate principal amount City of Oxford, Mississippi General Obligation Bonds (Capital Improvements Issue), Series 2012 (the "Bonds") of the City of Oxford, Mississippi (the "City"), bearing interest at the rate or rates specified below, we will pay you the aggregate par value thereof plus a premium of \$_____ and plus accrued interest to the date of delivery of the Bonds to us. The Bonds will be dated and bear interest from September 1, 2012 and will mature on September 1 in the years set forth in the Notice of Bond Sale, dated August 21, 2012, in connection with the Bonds (the "Notice of Bond Sale").

The Bonds maturing on September 1 in the years indicated shall bear interest at the rates set opposite each, as follows:

Year	Principal Amount	Interest Rate/ Coupon	Year	Principal Amount	Interest Rate/ Coupon
2013	\$305,000	_____	2021	\$375,000	_____
2014	315,000	_____	2022	385,000	_____
2015	320,000	_____	2023	395,000	_____
2016	330,000	_____	2024	400,000	_____
2017	340,000	_____	2025	410,000	_____
2018	345,000	_____	2026	425,000	_____
2019	355,000	_____	2027	435,000	_____
2020	365,000	_____			

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The following is a computation of the net interest cost and average annual net interest rate (calculated in accordance with the provisions of the Notice of Bond Sale), respectively, in the above bid and is submitted for information purposes only and is not a part of this bid unless it is in conformity with the above enumerated interest rates and premium, if any.

Gross Interest Cost..... \$ _____
 Less Premium _____
 Net Interest Cost _____
 Average Annual Net Interest Rate %

This bid is subject to all of the terms and conditions of the Notice of Bond Sale, which Notice of Bond Sale by this reference thereto is hereby made a part hereof.

We hereby acknowledge that we have received and reviewed the Preliminary Official Statement of the City, dated _____, 2012, prepared in connection with the Bonds.

A CERTIFIED OR CASHIER'S CHECK, DRAWN UPON A BANK LOCATED WITHIN THE STATE OF MISSISSIPPI, PAYABLE TO THE ORDER OF THE CITY OF OXFORD, IN THE AMOUNT OF ONE HUNDRED TEN THOUSAND AND NO/100THS DOLLARS (\$110,000.00) accompanies this bid as evidence of good faith and said good faith deposit shall be returned to the undersigned if this bid is not accepted, or if the City should fail to deliver said Bonds to the undersigned in accordance with the terms of the Notice of Bond Sale; otherwise said good faith deposit shall be held by the City and shall be applied as and when the Bonds are delivered and paid for under the terms of this bid, as part payment therefor, or be applied as and for liquidated damages in the event that the undersigned fails to take up and pay for the Bonds. Pending the application of the good faith deposit of the successful bidder as aforesaid, such deposit may be invested in direct obligations of, or obligations guaranteed by, the United States of America or in repurchase agreements with banks fully secured by such obligations, and the City shall be entitled to any income from any such investment.

This bid is for immediate acceptance.

Bidder¹ _____
 By _____
 (Print Name)

 (Signature)
 Address _____

 Telephone Number _____

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(Note: ~~Not a bid. It is only a resolution in order to be made and by reason may cause a rejection of this bid. Bids must be filed with the Mayor and Board of Aldermen of the City of Oxford, Mississippi in the Office of the City Clerk in the City Hall located at 107 Courthouse Square, Oxford, Mississippi 38655 attention: Lisa Carwyle, City Clerk, sealed and worded on the outside, in substance, "Bid for City of Oxford, Mississippi Capital Improvements Issue, Series 2012", before 4:00 o'clock p.m., Mississippi time, on September __, 2012. No interest will be allowed the bidder on the good faith deposit which accompanies this bid.)~~

ACCEPTANCE

The above bid accepted by the Mayor and Board of Aldermen of the City of Oxford, Mississippi, this ____ day of September, 2012, and receipt of the within mentioned check is hereby acknowledged.

CITY OF OXFORD, MISSISSIPPI

By _____
Mayor

Attest:

City Clerk

Return of the good faith check is hereby acknowledged.

By _____

Title _____

¹ Please list on an exhibit all members, if any, of your syndicate.

SECTION 12. The Mayor of the City (the "Mayor" and together with the Clerk, the "Representatives") and Baker, Donelson, Bearman, Caldwell & Berkowitz, PC ("Bond Counsel"), Mayo Mallette PLLC ("City Counsel") and Government Consultants, Inc. ("Financial Advisor") are hereby authorized and directed to carry out their respective responsibilities as set forth in this resolution.

SECTION 13. The Representatives are hereby authorized and directed (a) to take such actions and do such things as they shall deem appropriate and lawful to expedite the sale and issuance of the Bonds, (b) to authorize Bond Counsel, City Counsel and Financial Advisor to take such actions and do such things the Representatives shall deem appropriate and lawful to expedite the sale of the Bonds, and (c) to take such actions and do such things as the Representatives shall deem appropriate to comply with the applicable requirements of the Act.

MINUTE BOOK No. 63, CITY OF OXFORD

SECTION 14. Bond Counsel is hereby authorized and directed to cause the Notice of Bond Sale to be published at least two (2) times, the first of which shall not be less than ten (10) days prior to the date of the sale of the Bonds, in *The Oxford Eagle*, Oxford, Mississippi, a newspaper published in and having a general circulation in the City.

SECTION 15. The Clerk shall obtain from the publisher of the aforesaid newspaper the customary publisher's affidavit proving publication of said Notice of Bond Sale for the time and in the manner required by law, and such proof of publication shall be filed in the Clerk's office and exhibited before the Governing Body on the date fixed for the receipt of bids for the purchase of the Bonds.

SECTION 16. Pursuant to SEC Rule 15c2-12(b)(5), the City covenants and agrees to provide to the original purchaser of the Bonds a continuing disclosure agreement, dated the date of issuance and delivery of the Bonds, setting forth the City's agreement with regard to continuing disclosure (the "Continuing Disclosure Agreement"), and to comply with the covenants set forth therein and carry out all of the provisions of the Continuing Disclosure Agreement. In the event the City fails to comply with the provisions of the Continuing Disclosure Agreement, any registered owner 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 Agreement and this Section.

SECTION 17. The form of the Preliminary Official Statement in the form submitted to this meeting and attached to this resolution as Exhibit B and made a part hereof as though set forth in full herein, shall be, and the same hereby is, approved in substantially said form. The Representatives are hereby authorized and directed to make all final determinations necessary to prepare the Preliminary Official Statement for distribution and to distribute and furnish to prospective bidders for the Bonds, and to other interested persons, the Preliminary Official Statement and such other materials and information convenient to the public advertising of the sale and the sale of the Bonds and, to the successful bidder for the Bonds, a final Official Statement relating to the Bonds. The City deems the Preliminary Official Statement to be "final" as described in SEC Rule 15c2 12(b)(1) for the purposes of such Rule.

SECTION 18. The Bonds may be submitted to validation as provided by Section 31-13-1 *et seq.*, Mississippi Code of 1972, and to that end the Clerk is hereby directed to prepare a transcript of all legal papers and proceedings relating to the Bonds and to certify and forward the same to the State's Bond Attorney for the institution of validation proceedings.

SECTION 19. The Mayor, upon the advice of the Financial Advisor and Bond Counsel, is hereby authorized and directed to make all final determinations necessary to prepare (a) the Notice of Bond Sale for publication, including the date of sale, the dated date of the Bonds, the maturity schedule relating to the Bonds, the redemption terms of the Bonds and any other terms thereof, and (b) the Official Bid Form; provided, however, that such determinations shall be subject to ratification by the Governing Body.

MINUTE BOOK No. 63, CITY OF OXFORD

~~SECTION 20. The Mayor, officers and members of the Governing Body are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to carry out and comply with the provisions of this resolution and are further authorized to take any and all further actions and execute and deliver any and all other documents and certificates as may be necessary or desirable in connection with the issuance of the Bonds, the Preliminary Official Statement, a final Official Statement or other documents necessary to conclude the sale and issuance of the Bonds and to document the City's compliance with the Act and the Internal Revenue Code of 1986, as amended (the "Code").~~

SECTION 21. The Governing Body hereby designates the Bonds as "qualified tax exempt obligations" for purposes of Section 265(b)(3) of the Code. The City (including any subordinate entity or entities issuing tax exempt obligations on behalf of the City within the meaning of Section 265(b)(3) of the Code) has not issued, and does not reasonably expect to issue, tax exempt obligations within calendar year 2012 which, together with the Bonds, will exceed \$10,000,000

SECTION 22. The Mayor is hereby authorized and directed to approve all costs of issuance in regard to the Bonds prior to the closing of the Bond; provided, however, that such determination shall be made subject to ratification by the Governing Body.

SECTION 23. All acts and doings of the officers and members of the Governing Body which are in conformity with the purposes and intents of this resolution and in furtherance of the sale and issuance of the Bonds, shall be, and the same hereby are, in all respects approved and confirmed.

SECTION 24. The Bonds shall be sold and issued pursuant to this and subsequent resolutions of the Governing Body.

SECTION 25. All resolutions or parts thereof in conflict herewith, to the extent of such conflict only, are hereby repealed.

SECTION 26. This resolution shall become effective immediately upon the adoption hereof.

SECTION 27. If any one or more of the provisions of this 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 resolution, but this resolution shall be construed and enforced as if such illegal or invalid provision or provisions had not been contained herein.

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

Alderman Ney Williams voted:	AYE
Alderman E.O. Oliver voted:	AYE
Alderwoman Janice Antonow voted:	AYE
Alderman Ulysses Howell voted:	AYE

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Alderman Preston E. Taylor voted:

AYE

DEMENT-MERIDIAN 61-226

Alderman Jason Bailey voted:

AYE

Alderman John Morgan voted:

AYE

The motion having received the affirmative vote of a majority of the members of the Governing Body present, being a quorum of said Governing Body, the Mayor declared the motion carried and the resolution adopted this 21st day of August, 2012.

1122996

MINUTE BOOK No. 63, CITY OF OXFORD

EMENT-MERIDIAN 61-0226

PROOF OF PUBLICATION

NOTICE OF RESOLUTION EVIDENCING INTENT TO ISSUE GENERAL OBLIGATION BONDS OF THE CITY OF OXFORD, MISSISSIPPI

MINUTE BOOK NO. 63 CITY OF OXFORD

WHEREAS, it is necessary and desirable and in the public interest to issue general obligation bonds of the City in the amount of Five Hundred Thousand Dollars (\$5,500,000) in accordance with the Act to raise money for the purpose of (a) erecting municipal buildings and athletic stadiums; preparing and equipping athletic fields; and purchasing buildings or land therefor; and for repairing, improving, adorning and equipping the same; (b) constructing, improving or paving streets; sidewalks, driveways, parkways, walkways or public parking facilities; and purchasing land therefor; (c) purchasing land for parks and public playgrounds; and improving, equipping and adorning the same; including the constructing, repairing and equipping of recreational facilities; and (d) purchasing fire-fighting equipment and apparatus; and providing housing for same and purchasing land therefor (the "Project"); and

NOW, THEREFORE, BE IT RESOLVED BY THE MAYOR AND BOARD OF ALDERMEN OF THE CITY, ACTING FOR AND ON BEHALF OF THE CITY, AS FOLLOWS:

SECTION 1. Pursuant to the Act, the Governing Body, acting for and on behalf of the City, does hereby declare its intent to issue and sell general obligation bonds of the City in an aggregate principal amount not to exceed Five Million Five Hundred Thousand Dollars (\$5,500,000) (the "Bonds").

SECTION 2. The Bonds are to be issued to raise money for the purpose of financing the Project in accordance with the Act.

SECTION 3. The Bonds may be issued in one or more series and will be general obligations of the City payable as to principal and interest out of and secured by an irrevocable pledge of the avails of a direct and continuing tax to be levied annually without limitation as to time, rate or amount upon all the taxable property within the geographical limits of the City.

SECTION 4. The Governing Body proposes to direct the issuance of all or any portion of the Bonds in the amount and for the purposes and secured as aforesaid at a meeting of the Governing Body to be held at its usual meeting place in the City Hall in the City of Oxford, Mississippi, located at 107 Courthouse Square, Oxford, Mississippi, at the hour of 6:00 o'clock p.m. on August 21, 2012 or at some meeting or meetings subsequent thereto; provided, however, that if ten percent (10%) of the qualified electors of the City or fifteen hundred (1,500), whichever is less, shall file a written protest with the Clerk of the City against the issuance of the Bonds on or before said date and hour pursuant to the Act, then the Bonds shall not be issued unless approved at an election on the question of the issuance of the Bonds called and held as provided by law; provided, further that if no protest be filed on or before said date and hour, against the issuance of the Bonds, then the Bonds may be issued without an election on the question of the issuance thereof, at any time within a period of two (2) years after said date.

SECTION 5. The City Clerk is hereby directed to publish a copy of this resolution once a week for at least three (3) consecutive weeks in The Oxford Eagle, 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, with the first publication being not less than twenty-one (21) days prior to the date set forth in Section 4 of this resolution, and the last publication being made not more than seven (7) days prior to such date.

SECTION 6. The City Clerk is hereby directed to procure from the publisher of the aforesaid newspaper the customary proof of the publication of this resolution and have the same before the Governing Body on the date and hour specified in Section 4 hereof.

SECTION 7. The City hereby declares its official intent to reimburse itself from the proceeds of the Bonds for expenses incurred with respect to the Project subsequent to the date of this resolution. This resolution is intended as a declaration of official intent under Treasury Regulation Section 1.150-2. The Bonds will not exceed an aggregate principal amount of Five Million Five Hundred Thousand Dollars (\$5,500,000).

SECTION 8. If any one or more of the provisions of this 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 resolution, but this resolution shall be construed and enforced as if such illegal or invalid provision or provisions had not been contained herein.

WHEREAS, it is necessary and desirable and in the public interest to issue general obligation bonds of the City in the amount of Five Hundred Thousand Dollars (\$5,500,000) in accordance with the Act to raise money for the purpose of (a) erecting municipal buildings and athletic stadiums; preparing and equipping athletic fields; and purchasing buildings or land therefor; and for repairing, improving, adorning and equipping the same; (b) constructing, improving or paving streets; sidewalks, driveways, parkways, walkways or public parking facilities; and purchasing land therefor; (c) purchasing land for parks and public playgrounds; and improving, equipping and adorning the same; including the constructing, repairing and equipping of recreational facilities; and (d) purchasing fire-fighting equipment and apparatus; and providing housing for same and purchasing land therefor (the "Project"); and

WHEREAS, the assessed value of all taxable property within the City, according to the last completed assessment for taxation, is Two Hundred Seventy-Seven Million Two Hundred Three Thousand Four-Two Dollars (\$277,203,042), and the City has outstanding bonded indebtedness as subject to the fifteen percent (15%) debt limit prescribed by Section 21-33-303, Mississippi Code of 1972; as amended; in the amount of Nineteen Million One Hundred Fifty-One Thousand Dollars (\$19,151,000); and outstanding bonded and floating indebtedness as subject to the twenty percent (20%) debt limit prescribed by Section 21-33-303; Mississippi Code of 1972, as amended (which amount includes the sum set forth above subject to the fifteen percent (15%) debt limit), in the amount of Nineteen Million One Hundred Fifty-One Thousand Dollars (\$19,151,000); and

WHEREAS, the issuance of the City's general obligation bonds as hereinafter set forth to be issued, pursuant to the Act, 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 all 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 all taxable property within the City, and will not exceed any constitutional or statutory limitation upon indebtedness which may be incurred by the City; and

WHEREAS, there has been no increase in said bonded and floating general obligation indebtedness of the City since May 31, 2012; and

WHEREAS, in connection with the Project, the City expects to incur expenses for which the City will advance internal funds; and

WHEREAS, the City desires to be able to reimburse itself for all or a portion of such expenses of the Project from the proceeds of such general obligation bonds; and

The Mayor and the Board of Aldermen of the City of Oxford, Mississippi (the "City") took up for consideration the matter of issuing general obligation bonds of the City and, after a discussion of the subject matter, the following resolution was presented for consideration: RESOLUTION DECLARING THE INTENTION OF THE MAYOR AND BOARD OF ALDERMEN OF THE CITY OF OXFORD, MISSISSIPPI, TO ISSUE GENERAL OBLIGATION BONDS OF SAID MUNICIPALITY IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED FIVE MILLION FIVE HUNDRED THOUSAND DOLLARS (\$5,500,000) TO RAISE MONEY FOR THE PURPOSE OF (A) ERECTING MUNICIPAL BUILDINGS AND ATHLETIC STADIUMS, PREPARING AND EQUIPPING ATHLETIC FIELDS, AND PURCHASING BUILDINGS OR LAND THEREFOR; AND FOR REPAIRING, IMPROVING, ADORNING AND EQUIPPING THE SAME; (B) CONSTRUCTING, IMPROVING OR PAVING STREETS, SIDEWALKS, DRIVEWAYS, PARKWAYS, WALKWAYS OR PUBLIC PARKING FACILITIES, AND PURCHASING LAND THEREFOR; (C) PURCHASING LAND FOR PARKS AND PUBLIC PLAYGROUNDS, AND IMPROVING, EQUIPPING AND ADORNING THE SAME, INCLUDING THE CONSTRUCTING, REPAIRING AND EQUIPPING OF RECREATIONAL FACILITIES; AND (D) PURCHASING FIRE-FIGHTING EQUIPMENT AND APPARATUS, AND PROVIDING HOUSING FOR SAME AND PURCHASING LAND THEREFOR; DIRECTING THE PUBLICATION OF A NOTICE OF SUCH INTENTION; AND FOR RELATED PURPOSES.

WHEREAS, the Mayor and Board of Aldermen of the City of Oxford, Mississippi (the "Governing Body"), acting for and on behalf of the City of Oxford, Mississippi (the "City"), are authorized by Sections 21-33-301 et seq., Mississippi Code of 1972, as amended (the "Act"), to issue bonds for the purposes set forth therein, including, but not limited to, (a) erecting municipal buildings and athletic stadiums; preparing and equipping athletic fields; and purchasing buildings or land therefor; and for repairing, improving, adorning and equipping the same; (b) constructing, improving or paving streets; sidewalks, driveways, parkways, walkways

or public parking facilities; and purchasing land therefor; (c) purchasing land for parks and public playgrounds; and improving, equipping and adorning the same, including the constructing, repairing and equipping of recreational facilities; and (d) purchasing fire-fighting equipment and apparatus; and providing housing for same and purchasing land therefor; and

DEMENT MERIDIAN 61-220

PRINTER'S FEE \$ 603.48

THE STATE OF MISSISSIPPI LAFAYETTE COUNTY

Personally appeared before me, a notary public in and for said county and State, the undersigned

Tim Phillips

Who, after being duly sworn, deposes and says that he is the Co-Publisher of the Oxford Eagle, a newspaper published daily in the City of Oxford, in said county and State, and that the said newspaper has been published for more than one year and that Notice of Resolution Evidencing Intent to Issue General a true copy of which is hereto attached was published for 4 consecutive weeks in said newspaper as follows:

VOLUME	NO.	DATE
144	214	7-26-12
144	219	8-02-12
144	224	8-09-12
144	229	8-16-12

Tim Phillips Sworn to and subscribed before me this 16 day of August, 2012

Reta H. Vasilyev Notary Public, Lafayette County, Mississippi

My commission expires [Stamp: RITA G. VASILYEV, Lafayette County, Mississippi, Commission Expires Aug 17, 2015]

Upon motion duly made and seconded, the foregoing resolution was adopted by a majority of the members of the Governing Body present, being a quorum of said Governing Body and the Mayor of the City declared the motion carried and the resolution adopted the 17th day of July, 2012. Publish: July 26, 2012, and August 2, 9 and 16, 2012.

MINUTE BOOK No 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

PRELIMINARY OFFICIAL STATEMENT

ONE MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

In the opinion of Baker, Donelson, Bearman, Caldwell & Berkowitz, PC, Jackson, Mississippi, Bond Counsel, assuming compliance by the City of Oxford, Mississippi with certain tax covenants, under existing statutes, regulations, rulings and court decisions, interest on the Bonds (as hereinafter defined) is excluded from gross income for federal income tax purposes. However, see "TAX EXEMPTION" for a description of the alternative minimum tax on corporations and certain other federal tax consequences of ownership of the Bonds. Bond Counsel is further of the opinion that under and pursuant to the Act (as hereinafter defined), the Bonds and interest thereon are exempt from all income taxes imposed by the State of Mississippi.

**\$5,500,000
CITY OF OXFORD, MISSISSIPPI
GENERAL OBLIGATION BONDS
(CAPITAL IMPROVEMENTS ISSUE),
SERIES 2012**

Dated: September 1, 2012

Due: September 1, as shown below

Interest on the City of Oxford, Mississippi General Obligation Bonds (Capital Improvements Issue), Series 2012 (the "Bonds") will be payable semiannually on March 1 and September 1 of each year, commencing September 1, 2013. The Bonds are being issued to raise money for the purpose of (a) erecting municipal buildings and athletic stadiums, preparing and equipping athletic fields, and purchasing buildings or land therefor, and for repairing, improving, adorning and equipping the same; (b) constructing, improving or paving streets, sidewalks, driveways, parkways, walkways or public parking facilities, and purchasing land therefor; (c) purchasing land for parks and public playgrounds, and improving, equipping and adorning the same, including the constructing, repairing and equipping of recreational facilities; (d) purchasing fire-fighting equipment and apparatus, and providing housing for same and purchasing land therefor; and (e) paying the costs incident to the sale and issuance of the Bonds. The Mayor and the Board of Aldermen of the City will designate a bank or banks to serve as paying agent, transfer agent and registrar of the Bonds (the "Paying and Transfer Agent"). The Bonds will be issued as fully registered bonds in denominations of \$5,000 or any integral multiple thereof and registered in the name of Cede & Co., as nominee of The Depository Trust Company ("DTC"), New York, New York, which will act as securities depository for the Bonds under a book-entry-only system, as described herein. So long as the Bonds are held in book-entry form, beneficial owners of Bonds will not receive physical delivery of bond certificates.

The principal of, and interest on, the Bonds will be payable by the Paying and Transfer Agent to DTC, which will in turn remit such principal and interest to its Direct Participants (as defined herein) and Indirect Participants (as defined herein), which will in turn remit such principal, and interest to the beneficial owners of the Bonds. If the date for payment is not a business day, then the payment shall be made on the next succeeding business day with the same force and effect as if made on the payment date. See "DESCRIPTION OF THE BONDS – Book-Entry Only System" herein.

MATURITY SCHEDULE

Year	Principal Amount	Interest Rate	Price or Yield	CUSIPS	Year	Principal Amount	Interest Rate	Price or Yield	CUSIPS
2013	\$305,000				2021	\$375,000			
2014	315,000				2022	385,000			
2015	320,000				2023	395,000			
2016	330,000				2024	400,000			
2017	340,000				2025	410,000			
2018	345,000				2026	425,000			
2019	355,000				2027	435,000			
2020	365,000								

The Bonds are general obligations of the City and are secured by a pledge of the full faith, credit and taxing power of the City.

The Bonds are being offered as "qualified tax exempt obligations" within the meaning of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended.

The Bonds will be subject to redemption prior to maturity and without premium, at the option of the City, as provided herein.

The Bonds are offered subject to the final approving opinion of Baker, Donelson, Bearman, Caldwell & Berkowitz, PC, Jackson, Mississippi, Bond Counsel. It is expected that delivery of the Bonds in definitive form will be made in New York, New York, on or about September __, 2012.

Dated: September __, 2012

This Preliminary Official Statement and certain of the information contained herein is in a form deemed final for purposes of Rule 15c2-12 under the Securities Exchange Act of 1934, as amended (except for the omission of certain information permitted to be omitted under Rule 15c2-12(b)(1)). This Preliminary Official Statement and the information contained herein are subject to revisions, completion or amendment in the Official Statement. These securities may not be sold nor may offers to buy be accepted prior to the time the Official Statement is delivered in final form. Under no circumstances shall this Preliminary Official Statement constitute an offer to sell or a solicitation of an offer to buy nor shall there be any sale of these securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction.

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

CITY OF OXFORD, MISSISSIPPI**MAYOR AND BOARD OF ALDERMEN**

George "Pat" Patterson, *Mayor*
Ney Williams, *Alderman*
E.O. Oliver, *Alderman*
Janice Antonow, *Alderwoman*
Ulysses Howell, *Alderman*
Preston E. Taylor, *Alderman*
Jason Bailey, *Alderman*
John Morgan, *Alderman*

CITY CLERK

Lisa Carwyle

GENERAL COUNSEL

Mayo Mallette PLLC
Oxford, Mississippi

FINANCIAL ADVISOR

Government Consultants, Inc.
Jackson, Mississippi

BOND COUNSEL

Baker, Donelson, Bearman, Caldwell & Berkowitz, PC
Jackson, Mississippi

OFFICIAL STATEMENT SUMMARY
MINUTE BOOK No. 63, CITY OF OXFORD

THE OFFERING

DEMENT-MERIDIAN 61-226

\$5,500,000
CITY OF OXFORD, MISSISSIPPI
GENERAL OBLIGATION BONDS
(CAPITAL IMPROVEMENTS ISSUE),
SERIES 2012

The Issuer	City of Oxford, Mississippi (the "City").
Issue and Date	\$5,500,000 City of Oxford, Mississippi General Obligation Bonds (Capital Improvements Issue), Series 2012, dated September 1, 2012 (the "Bonds").
Authority	Sections 21-33-301 <i>et seq.</i> , Mississippi Code of 1972, as amended (the "Act").
Use of Proceeds	The Bonds are being issued to raise money for the purpose of (a) erecting municipal buildings and athletic stadiums, preparing and equipping athletic fields, and purchasing buildings or land therefor, and for repairing, improving, adorning and equipping the same; (b) constructing, improving or paving streets, sidewalks, driveways, parkways, walkways or public parking facilities, and purchasing land therefor; (c) purchasing land for parks and public playgrounds, and improving, equipping and adorning the same, including the constructing, repairing and equipping of recreational facilities; (d) purchasing fire-fighting equipment and apparatus, and providing housing for same and purchasing land therefor; and (e) paying the costs incident to the sale and issuance of the Bonds (see "DESCRIPTION OF THE PROJECT" herein).
Amounts and Maturities	The Bonds will mature on September 1 in the years and amounts as set forth on the cover page hereof.
Interest Payment Dates	March 1 and September 1 of each year, commencing September 1, 2013.
Redemption Provisions	The Bonds will be subject to redemption prior to maturity and without premium, at the option of the City, as provided herein (see "DESCRIPTION OF THE BONDS - Redemption Provisions" herein).
Security for Payment	Pursuant to the Act, the Bonds shall be general obligations of the City and secured by the full faith, credit and taxing power of the City (see "DESCRIPTION OF THE BONDS - Security" herein).
Tax Exemption	In the opinion of Bond Counsel, assuming compliance by the City with certain tax covenants, under existing statutes, regulations, rulings and court decisions, interest on the Bonds is excluded from gross income for federal income tax purposes. However, see "TAX EXEMPTION" herein for a description of the alternative minimum tax on individuals and corporations and certain other federal tax consequences of ownership of the Bonds. Bond Counsel is further of the opinion that under and pursuant to the Act, the Bonds and interest thereon are exempt from all income taxes imposed by the State of Mississippi.
Disclosure Certificates	The original purchaser of the Bonds, concurrently with the delivery of the Bonds, shall receive a certificate signed by certain officials of the City regarding the adequacy of disclosure contained in this Official Statement (see "DOCUMENTS ACCOMPANYING DELIVERY OF THE BONDS" herein).

The above information is qualified in its entirety by the detailed information and financial information appearing elsewhere in this Official Statement, including the Appendices.

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Neither the City, nor any sales representative or other person has been authorized by the City of Oxford, Mississippi (the "City") to give any information or to make any representations other than those contained herein and, if given or made, such other information or representation must not be relied upon as having been authorized by the City. This Official Statement does not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of the Bonds by any person in any jurisdiction in which it is unlawful for such person to make such an offer, solicitation or sale. The information and expressions of opinion herein are subject to change without notice, and neither the delivery of this Official Statement nor any sale made hereunder shall, under any circumstances, create any implication that there has been no change in the affairs of the City since the date hereof.

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OFFICIAL STATEMENT

DEMENT-MERIDIAN 61-226

\$5,500,000
CITY OF OXFORD, MISSISSIPPI
GENERAL OBLIGATION BONDS
(CAPITAL IMPROVEMENTS ISSUE), SERIES 2012

September ____, 2012

INTRODUCTION

The purpose of this Official Statement, which includes the cover page and Appendices hereto, is to set forth certain information concerning the City of Oxford, Mississippi (the "City") and the City's \$5,500,000 General Obligation Bonds (Capital Improvements Issue), Series 2012 (the "Bonds").

Reference is made to the Act (as hereinafter defined), the Resolution (as hereinafter defined) and any and all modifications and amendments thereof for a description of the nature and extent of the security of the Bonds, the pledge of tax revenues for the payment of the principal of and interest on the Bonds, the nature and extent of said pledge and the terms and conditions under which the Bonds are issued.

DESCRIPTION OF THE BONDS**General**

The Bonds will be issued pursuant to the provisions of Sections 21-33-301 *et seq.*, Mississippi Code of 1972, as amended (the "Act") and certain resolutions adopted by the Mayor and the Board of Aldermen (the "Governing Body") of the City (collectively, the "Resolution"). The Bonds are being issued to raise money for the purpose of (a) erecting municipal buildings and athletic stadiums, preparing and equipping athletic fields, and purchasing buildings or land therefor, and for repairing, improving, adorning and equipping the same; (b) constructing, improving or paving streets, sidewalks, driveways, parkways, walkways or public parking facilities, and purchasing land therefor; (c) purchasing land for parks and public playgrounds, and improving, equipping and adorning the same, including the constructing, repairing and equipping of recreational facilities; (d) purchasing fire-fighting equipment and apparatus, and providing housing for same and purchasing land therefor; and (e) paying the costs incident to the sale and issuance of the Bonds (see "DESCRIPTION OF THE PROJECT" herein).

In order to issue the Bonds, the Governing Body adopted a resolution declaring its intention to issue the Bonds and gave notice of such intention by publication of said resolution in a newspaper having general circulation in the City. If ten percent, or 1,500, whichever had been less, of the qualified electors of the City had filed a written protest against the issuance of the Bonds on or before the date specified in said resolution, an election on the question of the issuance of the Bonds would have been held. August 21, 2012 was set by the Governing Body as the date on or before which written protest was required to have been filed. No written or other protest having been received on or before said date, the Governing Body is now authorized and empowered by the Act to issue the Bonds without the necessity of calling and holding an election on the question of the issuance thereof.

The Bonds will be general obligations of the City and the full faith, credit and taxing power of the City shall be pledged as security for the payment of the principal of and the interest on the Bonds.

The Bonds will initially be dated September 1, 2012, and will be issued as fully registered bonds in denominations of \$5,000 or any integral multiple thereof, bearing interest at the rates per annum set forth on the cover page hereof, payable semiannually on March 1 and September 1 of each year,

commencing on September 1, 2021. The Governing Body will designate a firm or bank to serve as paying agent, transfer agent and registrar of the Bonds (the "Paying and Transfer Agent").

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The Bonds will initially be held in a book-entry-only system administered by The Depository Trust Company, New York, New York ("DTC"). Principal of and interest on the Bonds held in book-entry form shall be payable as described herein under the heading "DESCRIPTION OF THE BONDS - Book-Entry-Only System."

The principal of and interest on, the Bonds will be payable by the Paying and Transfer Agent to DTC, which will in turn remit such principal and interest to its Direct Participants (as hereinafter defined) and Indirect Participants (as hereinafter defined), which will in turn remit such principal and interest to the beneficial owners of the Bonds. If the date for payment is not a business day, then the payment shall be made on the next succeeding business day with the same force and effect as if made on the payment date.

The Bonds will mature on September 1 in the years and in the amounts set forth on the cover page hereof.

Security

The Bonds will be general obligations of the City. The full faith, credit and taxing power of the City are irrevocably pledged to secure the payment of the principal of and interest on the Bonds, which are payable out of and secured by the avails of a direct and continuing tax to be levied annually without limitation as to rate or amount upon the taxable property within the geographical limits of the City. The City 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 principal of and interest on the Bonds as the same falls due.

The qualified electors of the State of Mississippi (the "State") voted in a general election held on November 7, 1995, to amend the Mississippi Constitution of 1890 (the "Constitution") to add the following new Section 172A (the "Amendment"):

SECTION 172A. Neither the Supreme Court nor any inferior court of this state shall have the power to instruct or order the state or any political subdivision thereof, or an official of the state or any political subdivision, to levy or increase taxes.

The Amendment does not affect the underlying obligation to pay the principal of and interest on the Bonds as they mature and become due nor does it affect the obligation to levy a tax sufficient to accomplish that purpose. However, even though it appears that the Amendment was not intended to affect registered owners' remedies in the event of a payment default, it potentially prevents registered owners from obtaining a writ of mandamus to compel the levying of taxes to pay the principal of and interest on the Bonds in a court of the State. It is not certain whether the Amendment would affect the right of a federal court to direct the levy of a tax to satisfy a contractual obligation. Other effective remedies are available to the Bondholders in the event of a payment default with respect to the Bonds.

Redemption Provisions

The Bonds maturing September 1, 2021 and thereafter will be subject to redemption prior to their respective maturities, at the option of the City, on and after September 1, 2020, either in whole on any date, or in part on any interest payment date, as selected by the City among maturities, and by lot within each maturity, at the principal amount thereof, together with accrued interest to the date fixed for redemption and without premium.

Notice of each such redemption shall be mailed, postage prepaid, not less than 30 days prior to the redemption date, to all registered owners of the Bonds to be redeemed at their addresses as they appear on the records of the Paying and Transfer Agent.

Under the Resolution, Bonds for the payment of which sufficient moneys, or, to the extent permitted by the laws of the State, (a) direct obligations of, or obligations the payment of the principal of and interest on which are unconditionally guaranteed by, the United States of America ("Government Obligations"), or (b) certificates of deposit or municipal obligations fully secured by Government Obligations, or (c) evidences of ownership of proportionate interests in future interest or principal payments on Government Obligations held by a bank or trust company as custodian, under which the owner of the investment is the real party in interest and has the right to proceed directly and individually against the obligor on the Government Obligations and which Government Obligations are not available to satisfy any claim of the custodian or any person claiming through the custodian or to whom the custodian may be obligated, or (d) municipal obligations, the payment of the principal of, interest and redemption premium, if any, on which are irrevocably secured by Government Obligations and which Government Obligations are not subject to redemption prior to the date on which the proceeds attributable to the principal of such obligations are to be used and have been deposited in an escrow account which is irrevocably pledged to the payment of the principal of and interest and redemption premium, if any, on such municipal obligations (all of which collectively, with Government Obligations, "Defeasance Securities"), shall have been deposited with an escrow agent appointed for such purpose, which may be the Paying and Transfer Agent, all to the extent provided in the Resolution, shall be deemed to have been paid, shall cease to be entitled to any lien, benefit or security under the Resolution and shall no longer be deemed to be outstanding thereunder, and the registered owners shall have no rights in respect thereof except to receive payment of the principal of and interest on such Bonds from the funds held for that purpose. Defeasance Securities shall be considered sufficient under the Resolution if said investments, with interest, mature and bear interest in such amounts and at such times as will assure sufficient cash to pay currently maturing interest and to pay principal when due on such Bonds.

Registration

Bonds Subject to the Book-Entry-Only System. For so long as DTC acts as securities depository for the Bonds, the registration and transfer of ownership interests in Bonds shall be accomplished by book entries made by DTC and the Direct Participants and, where appropriate, the Indirect Participants (as such terms are hereinafter defined), as described herein under the heading "DESCRIPTION OF THE BONDS-Book-Entry-Only System."

Bonds Not Subject to Book-Entry-Only System. Should the Bonds no longer be held in book-entry form, each Bond shall be thereafter evidenced by a bond certificate in fully registered form and transferable only upon the registration records of the City maintained by the Paying and Transfer Agent, by the registered owner thereof or by his attorney, duly authorized in writing, upon surrender thereof, together with a written instrument of transfer satisfactory to the Paying and Transfer Agent, duly executed by the registered owner or his duly authorized attorney. Upon the transfer of any Bond, the City shall issue, in the name of the transferee, a new Bond or Bonds of the same interest rate and maturity of like tenor and effect in any authorized denomination equal to the unpaid principal amount of the surrendered Bond.

Bonds, upon surrender thereof at the office of the Paying and Transfer Agent with a written instrument of transfer satisfactory to the Paying and Transfer Agent duly executed by the registered owner or his duly authorized attorney, may be exchanged for a principal amount of Bonds of the same interest rate and maturity and of like tenor and effect in any authorized denomination equal to the unpaid principal amount of the surrendered Bonds. The Paying and Transfer Agent will not be required to register the transfer of or exchange any Bond after the mailing of notice calling such Bond for redemption has been given as provided in the Resolution, nor during the period of 15 days next preceding the giving of such notice of redemption.

Book-Entry-Only System

The City has determined that it will be beneficial to have the Bonds held by a central depository system and to have transfers of the Bonds affected by book-entry on the books of DTC as such central

depository system, and the ownership interests in the Bonds will be in book-entry-only form, in the principal amount of \$5,000 or integral multiples thereof. Purchasers of Beneficial Ownership interests in the Bonds (the "Beneficial Owners") will not receive certificates representing their interests in the Bonds purchased.

The information provided under this caption has been provided by DTC. No representation is made by the City, the Purchaser (as defined herein) or the Trustee as to the accuracy or adequacy of such information, or as to the absence of material adverse changes in such information subsequent to the date hereof.

DTC will act as securities depository for the Bonds. The Bonds will be initially issued as fully-registered Bonds registered in the name of Cede & Co. (DTC's partnership nominee) or such other name as may be requested by the authorized representative of DTC. One fully-registered Bond certificate for each maturity will be issued for the Bonds in the aggregate principal amount of each maturity and will be deposited with DTC.

DTC, the world's largest depository, is a limited-purpose trust company organized under the New York Banking Law, a "banking organization" within the meaning of the New York, Banking Law, a member of the Federal Reserve System, a "clearing corporation" within the meaning of the New York Uniform Commercial Code, and a "clearing agency" registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934. DTC holds and provides asset servicing for over 3.5 million issues of U.S. and non-U.S. equity issues, corporate and municipal debt issues, and money market instrument from over 100 countries that DTC's participants ("Direct Participants") deposit with DTC. DTC also facilitates the post-trade settlement among Direct Participants of sales and other securities transactions, in deposited securities through electronic computerized book-entry transfers and pledges between Direct Participants' accounts. This eliminates the need for physical movement of securities certificates. Direct Participants include both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, clearing corporations and certain other organizations. DTC is a wholly-owned subsidiary of The Depository Trust & Clearing Corporation ("DTCC"). DTCC is the holding company for DTC, National Securities Clearing Corporation and Fixed Income Clearing Corporation, all of which are registered clearing agencies. DTCC is owned by the users of its regulated subsidiaries. Access to the DTC system is also available to others such as both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, and clearing corporations that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly ("Indirect Participants"). DTC has S&P's rating of AA+. The DTC Rules applicable to its Participants are on file with the Securities and Exchange Commission. More information about DTC can be found at www.dtcc.com.

Purchases of Bonds under the DTC system must be made by or through Direct Participants, which will receive a credit for such Bonds on DTC's records. The ownership interest of each actual purchaser of each Bond ("Beneficial Owner") is in turn to be recorded on the Direct and Indirect Participants' records. Beneficial Owners will not receive written confirmation from DTC of their purchase. Beneficial Owners are, however, expected to receive written confirmations providing details of the transaction, as well as periodic statements of their holdings, from the Direct or Indirect Participant through which the Beneficial Owner entered into the transaction. Transfers of ownership interests in the Bonds are to be accomplished by entries made on the books of Direct and Indirect Participants acting on behalf of Beneficial Owners. Beneficial Owners will not receive certificates representing their ownership interests in Bonds, except in the event that use of the book-entry system for the Bonds is discontinued.

To facilitate subsequent transfers, all Bonds deposited by Direct Participants with DTC are registered in the name of DTC's partnership nominee, Cede & Co., or such other name as may be requested by an authorized representative of DTC. The deposit of Bonds with DTC and their registration in the name of Cede & Co. or such other nominee do not effect any change in beneficial ownership. DTC has no knowledge of the actual Beneficial Owners of the Bonds. DTC's records reflect only the identity of the Direct Participants to whose accounts such Bonds are credited, which may or may not be the Beneficial Owners. The Direct Participants and the Indirect Participants will remain responsible for keeping account of their holdings on behalf of their customers.

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~~Consent of notices and other communications by DTC to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to Beneficial Owners will be governed by arrangements among them, subject to any statutory or regulatory requirements as may be in effect from time to time.~~

Neither DTC nor Cede & Co. (nor such other DTC nominee) will consent or vote with respect to the Bonds unless authorized by a Direct Participant in accordance with DTC's Procedures. Under its usual procedures, DTC mails an "Omnibus Proxy" to the Paying and Transfer Agent as soon as possible after the record date. The Omnibus Proxy assigns Cede & Co.'s consenting or voting rights to those Direct Participants to whose accounts the Bonds are credited on the record date (identified in a listing attached to the Omnibus Proxy).

Principal payments and interest payments on the Bonds will be made to Cede & Co. or such other nominee as may be requested by an authorized representative of DTC. DTC's practice is to credit Direct Participants' accounts upon DTC's receipt of funds and corresponding detail information from the City or the Paying and Transfer Agent, on the payable date in accordance with their respective holdings shown on DTC's records. Payments by Participants to Beneficial Owners will be governed by standing instructions and customary practices, as is the case with securities held for the accounts of customers in bearer form or registered in "street name," and will be the responsibility of such Participant and not of DTC nor its nominee, the Paying and Transfer Agent, or the City subject to any statutory or regulatory requirements as may be in effect from time to time. Payment of redemption proceeds, principal payments and interest payments to Cede & Co. (or such other nominee as may be requested by an authorized representative of DTC) is the responsibility of the City or the Paying and Transfer Agent, disbursement of such payments to Direct Participants will be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners will be the responsibility of Direct and Indirect Participants.

DTC may discontinue providing its services as depository with respect to the Bonds at any time by giving reasonable notice to the City. Under such circumstances, and in the event that a successor depository is not obtained, Bond certificates are required to be printed and delivered.

In addition, the City may decide to discontinue use of the system of book-entry transfers through DTC (or a successor securities depository). In that event, Bond certificates will be printed and delivered to DTC.

The information in this section and elsewhere in this Official Statement concerning DTC and DTC's book-entry system has been obtained from sources that the City believes to be reliable, but the City takes no responsibility for the accuracy thereof.

So long as Cede & Co. is the registered holder of the Bonds as nominee of DTC, references herein to the holders, or registered owners of the Bonds mean Cede & Co. and not the Beneficial Owners of the Bonds.

THE CITY AND THE PAYING AND TRANSFER AGENT CANNOT AND DO NOT GIVE ANY ASSURANCES THAT THE DIRECT PARTICIPANTS OR THE INDIRECT PARTICIPANTS WILL DISTRIBUTE TO THE BENEFICIAL OWNERS OF THE BONDS (A) PAYMENTS OF PRINCIPAL OF OR INTEREST OR REDEMPTION PREMIUM, IF ANY, ON THE BONDS; (B) CERTIFICATES REPRESENTING AN OWNERSHIP INTEREST OR OTHER CONFIRMATION OF BENEFICIAL OWNERSHIP INTERESTS IN THE BONDS; OR (C) REDEMPTION OR OTHER NOTICES SENT TO DTC OR CEDE & CO., ITS NOMINEE, AS THE REGISTERED OWNERS OF THE BONDS, OR THAT THEY WILL DO SO ON A TIMELY BASIS OR THAT DTC OR DIRECT OR INDIRECT PARTICIPANTS WILL SERVE AND ACT IN THE MANNER DESCRIBED IN THIS OFFICIAL STATEMENT. THE CURRENT "RULES" APPLICABLE TO DTC ARE ON FILE WITH THE SECURITIES AND EXCHANGE COMMISSION AND THE CURRENT "PROCEDURES" OF DTC TO BE FOLLOWED IN DEALING WITH DIRECT OR INDIRECT PARTICIPANTS ARE ON FILE WITH DTC.

NEITHER THE CITY NOR THE PAYING AND TRANSFER AGENT WILL HAVE ANY RESPONSIBILITY OR OBLIGATIONS TO SUCH DIRECT OR INDIRECT PARTICIPANTS OR THE

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BENEFICIAL OWNER, (B) THE PAYMENT BY ANY DIRECT OR INDIRECT PARTICIPANT OF ANY AMOUNT DUE TO ANY BENEFICIAL OWNER IN RESPECT OF THE PRINCIPAL AMOUNT OF OR INTEREST OR REDEMPTION PREMIUM, IF ANY, ON THE BONDS; (C) THE DELIVERY BY ANY DIRECT OR INDIRECT PARTICIPANT OF ANY NOTICE TO ANY BENEFICIAL OWNER WHICH IS REQUIRED OR PERMITTED UNDER THE TERMS OF THE INDENTURE TO BE GIVEN TO BONDHOLDERS; (D) THE SELECTION OF THE BENEFICIAL OWNERS TO RECEIVE PAYMENT IN THE EVENT OF ANY PARTIAL REDEMPTION OF THE BONDS; OR (E) ANY CONSENT GIVEN OR OTHER ACTION TAKEN BY DTC AS BONDHOLDER.

Additional Information

For additional details regarding the description of the Bonds, reference is made to the Notice of Bond Sale for the Bonds included in this Official Statement as APPENDIX A.

DESCRIPTION OF THE PROJECT

The Bonds are being issued to raise money for the purpose of (a) erecting municipal buildings and athletic stadiums, preparing and equipping athletic fields, and purchasing buildings or land therefor, and for repairing, improving, adorning and equipping the same; (b) constructing, improving or paving streets, sidewalks, driveways, parkways, walkways or public parking facilities, and purchasing land therefor; (c) purchasing land for parks and public playgrounds, and improving, equipping and adorning the same, including the constructing, repairing and equipping of recreational facilities; (d) purchasing fire-fighting equipment and apparatus, and providing housing for same and purchasing land therefor; and (e) paying the costs incident to the sale and issuance of the Bonds.

THE CITY

General Description

The City is the county seat of Lafayette County, Mississippi (the "County"). The City has a total area of 16.5 square miles and a population of approximately 19,000. The City is located 80 miles south of Memphis, Tennessee and 353 miles northeast of New Orleans, Louisiana in the brown loam soil area of the north central part of the State. The City is home to some of the world's most well known writers, such as Nobel Prize winner William Faulkner.

Population

City, County and State population figures have been recorded as follows:

	1970	1980	1990	2000	2010
City	8,519	9,882	9,984	11,756	18,916
County	24,181	31,030	31,826	38,744	47,351
State	2,216,994	2,520,770	2,573,216	2,844,658	2,967,297

SOURCE: United States Department of Commerce, Bureau of the Census, March 2012.

Government

Upon incorporating in 1837, the City established a Mayor and Board of Aldermen form of government (the Mayor and the Board of Aldermen collectively referred to as the "Governing Body"). The Mayor is elected for a term of four years. The Board of Aldermen consists of seven members elected to four year terms. The Mayor votes only in case of a tie vote. The current Mayor and members of the Board of Aldermen are:

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Name and Title	Occupation	Position Held Since
George "Pat" Patterson	Mayor – Full Time	2009
Ney Williams	Retired	2009
E.O. Oliver	Accountant	1997
Janice Antonow	Retired	1997
Ulysses Howell	Assistant Principal	1993
Preston E. Taylor	Retired	2001
Jason Bailey	Rental Manager	2012
John Morgan	Sales Manager	2009

Transportation

Access to the City is available by several means. State Highways 6, 7, 9W, 30, 314 and 334 serve the immediate area. A number of County highways provide access to many outlying areas in the County.

Rail service is provided to the City by the Natchez Trace Railroad. Intercity bus service is provided by Gulf Transport and Continental Trailways. Twelve motor freight carriers, one with a terminal facility in the City, are authorized to serve the City. Commuter air transportation is available at University-Oxford Airport, located approximately 1.5 miles northwest of Oxford. The nearest commercial airport is Memphis International Airport located approximately 75 miles northwest of Oxford. The nearest port, located in Memphis, Tennessee on the Mississippi River, has a channel depth of nine feet.

Educational Facilities

Higher Education The University of Mississippi (the "University"), located within the City limits, is the oldest public institution of higher learning in the State. As a comprehensive, Carnegie research extensive institution, the University offers a broad range of undergraduate and graduate programs. The University's main campus in the City emphasizes a traditional, residential educational experience, with a central College of Liberal Arts and several professional schools. There are over approximately 14,000 students on the Oxford Campus with 581 students from 77 foreign countries, 49 states and all 82 Mississippi counties. Approximately 36% of the University's students are from out of state. The University's regional campuses emphasize professional offerings and primarily serve adult learners.

Northwest Mississippi Community College has an enrollment of over 8,000 students on three campuses with one campus located in Senatobia, Mississippi which is within 20 miles of the City. It offers the first two years of more than 50 courses of study for academic transfer to a four-year college or university.

Public Schools The Oxford Municipal Separate School District (the "District") is comprised of three elementary schools serving pre-school through grade six, one middle school serving grades seven and eight, and one high school serving grade nine through grade twelve. The District also operates a learning center for severely handicapped children, an alternative school and a vocational learning center for students and adults. There are approximately 253 certified teachers and 173 additional staff members.

Year	Enrollment Figures
2010-11	3,598
2009-10	3,452
2008-09	3,360
2007-08	3,409
2006-07	3,356

SOURCE: Mississippi Department of Education, March 2012.

Medical Facilities **MINUTE BOOK No. 63, CITY OF OXFORD**

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Baptist Memorial Hospital-North Mississippi is a 204-bed acute care facility serving the northern third of the State. One of the fastest growing hospitals in the region, it has more than 70 medical and surgical specialists representing 30 specialty areas such as cardiology, medical oncology and neurosurgery. It offers a heart care center, a sleep disorders center, a women's pavilion and is a joint partner with the Oxford Surgery Center, an outpatient facility with four operating suites and two procedure rooms.

Communication Services

The Oxford Eagle, a daily newspaper in Oxford, is available locally at newsstands and by subscription.

The City has three local FM radio stations. Nearby television stations representing the four major networks are located in Tupelo, Mississippi. The local cable television service provides regional and national channels.

Local and statewide long distance telephone service is provided by AT&T, formerly BellSouth. Discount long distance service is also available to residents of the City.

Municipal Services

The City of Oxford Electric Department supplies all electricity within the City limits. Centerpoint Energy Entex supplies natural gas to the City. The City owned water system supplies water from nine active wells, capable of producing approximately 8,000 gallons per minute to all of the City. Four water storage tanks give a combined storage capacity of 2,100,000 gallons. The City supplied utilities are regulated by the Governing Body.

The City's full time Municipal Fire Department, which is rated as a Class V system in the State, has three stations. The City's Police Department currently employs 61 full time policemen.

Per Capita Income

The following represents per capita income annually for the County, and for portions of the State and the United States of America:

Year	County	Mississippi	United States	County as % of U.S.
2009	\$ 31,730	\$ 30,401	\$ 39,635	80%
2008	32,181	30,383	40,166	80
2007	31,350	29,542	39,392	80
2006	30,275	28,006	37,698	80
2005	29,041	26,819	35,424	82

SOURCE: Bureau of Economic Analysis: Regional Economic Accounts at website: www.bea.gov, March 2012.

Retail Sales and Sales Tax Collected for the City

State Fiscal Year Ended June 30	Amount of Sales	Sales Tax Collected
2011	\$ 488,601,613	\$ 33,004,260
2010	465,650,151	31,533,695
2009	466,390,523	31,536,132
2008	482,502,811	32,339,616
2007	441,850,955	29,920,374

SOURCE: Bureau of Revenue, State of Mississippi, Service Bulletins, March 2012.

Major Employers **MINUTE BOOK No. 63, CITY OF OXFORD**

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The following is a partial listing of the City's major employers, their products or services and their approximate number of employees:

Employer	Product or Service	Employees
University of Mississippi	Education	2,500
North MS Regional Center	Institutional Care & Education	1,100
Baptist Memorial Hospital	Healthcare	1,000
Olin Corporation-Winchester Division	Rimfire Ammunition & Power Tools	425
Wal-Mart Supercenter	Retail	400
Catepillar, Inc.	Hose Couplings	350
City of Oxford	City Services	306
Borg Warner	Manufacture automotive throttle bodies	300
FNC Inc.	E-Commerce Software	100
S.W.M., Inc.	Shirts, Uniforms	99
Ability Works	Sheltered Workshop	70
Roseburg Forest Products	Duramine laminated board	50
Oxford Wire and Cable Services, Inc.	Electronic Wire Harnesses	41
North Mississippi Conveyor	Conveyor Equipment	35

SOURCE: Chamber of Commerce, March 2012.

County Unemployment Statistics

	2008	2009	2010	2011	2012
January	5.5%	6.9%	10.4%	9.4%	8.7%
February	4.5	6.5	9.3	8.6	--
March	4.9	6.4	8.5	8.1	--
April	4.2	6.7	7.8	7.5	--
May	5.8	8.5	9.0	7.6	--
June	6.6	9.7	9.7	9.6	--
July	7.0	10.4	9.8	9.5	--
August	5.9	8.9	7.8	8.3	--
September	5.1	8.0	7.5	8.3	--
October	5.1	8.5	7.7	8.2	--
November	4.6	8.2	7.7	7.6	--
December	<u>5.3</u>	<u>9.0</u>	<u>7.9</u>	<u>8.2</u>	--
Annual Average	<u>5.4%</u>	<u>8.1%</u>	<u>8.6%</u>	<u>8.4%</u>	<u>8.7%</u>

SOURCE: Mississippi Employment Security Commission, Research and Statistics Department, March 2012.

County Employment Statistics

	2008	2009	2010	2011	2012
<i>Residence Based Employment</i>					
Civilian Labor Force	22,000	21,920	22,180	22,580	23,710
Unemployed	1,180	1,780	1,910	1,900	2,070
Employed	20,820	20,140	20,270	20,680	21,640
<i>Establishment Based Employment</i>					
Manufacturing	1,620	1,030	820	530	1,080
Non-Manufacturing	17,660	17,300	17,350	16,890	17,970
Agriculture, Forestry, Fishing & Hunting	90	90	100	120	80
Mining	10	10	10	10	0
Utilities	90	80	80	80	90
Construction	630	470	460	360	360

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	50	40	180	180	180
Wholesale Trade	2,420	2,280	2,250	2,100	2,330
Retail Trade	120	120	150	150	170
Transportation and Warehousing	220	200	170	170	200
Information	430	430	410	370	450
Finance & Insurance	300	240	250	210	260
Real Estate, Rental & Leasing	1,040	950	1,000	1,050	1,130
Professional and Business Services	40	30	20	20	40
Management of Companies & Entertain	650	550	490	370	600
Admin. Support & Waste Management	90	90	100	70	90
Educational Services	2,140	2,220	2,320	2,400	2,550
Health Care & Social Assistance	90	90	60	50	70
Arts, Entertainment & Recreation	2,510	2,530	2,580	2,520	2,540
Accommodation & Food Services	320	340	340	310	300
Other Services (Except Public Adm)	6,320	6,430	6,430	6,390	6,530
Government	3,930	3,970	3,980	3,910	4,130
Education					

NOTE: Totals may not add due to rounding.

SOURCE: Mississippi Employment Security Commission, Annual Averages, March 2012.

Banking Institutions in the City¹

Institution	Total Assets
Regions Bank ²	\$ 123,368,203,000
BancorpSouth Bank ³	12,990,345,000
Renasant Bank ³	4,196,437,000
Community Trust Bank ²	2,472,588,000
Merchants and Farmers Bank ³	1,561,320,000
The First National Bank of Clarksdale ³	320,654,000
First National Bank of Oxford	235,532,000
Bank of Commerce ³	247,116,000
Mechanics Bank ³	198,780,000
Oxford University Bank	93,670,000

¹ As of December 31, 2011

² Home based out of State.

³ Home based outside City limits.

SOURCE: FDIC, March 2012.

City Building Permits

Fiscal Year Ended September 30	Residential		Non-Residential	
	Number Issued	Value of Improvements	Number Issued	Value of Improvements
2011	185	\$ 15,087,603	62	\$ 13,583,296
2010	156	14,940,974	54	14,614,463
2009	129	10,808,279	56	9,885,054
2008	331	49,575,134	107	12,814,051
2007	481	42,937,728	86	23,878,534

SOURCE: Oxford City Clerk, March 2012.

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TAX INFORMATION

DEMENT-MERIDIAN 61-226

Description of City Taxes

Procedure for Property Assessments The Tax Assessor of the County assesses all real and personal property subject to taxation in the County, including property in the City, except motor vehicles and property owned by public service corporations, both of which are required by law to be assessed by the State Department of Revenue.

Section 21-33-9, Mississippi Code of 1972, as amended, provides that the governing authority of a municipality which is located within a county having completed a county-wide reappraisal approved by the State Tax Commission and which has been furnished a true copy of that part of the county assessment roll containing the property located within a municipality as provided in Section 27-35-167, Mississippi Code of 1972, as amended, shall adopt such assessment rolls for its assessment purposes. The City is utilizing the assessment rolls of the County.

The City may not correct or revise such assessment rolls except for the purpose of conforming the City's assessment roll to corrections or revisions made to the County's assessment roll. All objections to the City's assessment roll may be heard by the Board of Supervisors of the County at the time and in the manner that objections to the County assessment roll are heard. The Board of Supervisors of the County shall notify, in writing, the Governing Body and the Tax Assessor of the City of any corrections or revisions made by it to the part of the County assessment roll adopted as the City's assessment roll.

Procedure for Tax Collections. The Governing Body is required each year to levy taxes upon all of the taxable property within the City to provide sufficient revenue to cover the operating expenses of the City. If any taxpayer neglects or refuses to pay his taxes on the due date thereof, the unpaid taxes will bear interest at the rate of one percent per month or fractional part thereof from the delinquent date to the date of payment of such taxes. When enforcement officers take action to collect delinquent taxes, other fees, penalties and costs may accrue. Both real and personal property are subject to being sold at public sale for nonpayment of taxes.

Section 21-33-63, Mississippi Code of 1972, as amended, and related statutes provide that after the fifth day of August in each year, the Tax Collector for the City shall advertise all lands in the City on which all taxes due and in arrears have not been paid, as well as all land liable for sale, at the door of the courthouse of the County or any place within the courthouse that the Tax Collector for the City shall designate in the advertisement, on the last Monday of August.

Assessed Valuation For Fiscal Years Ending September 30

Class	2007	2008	2009
Real Property	\$ 189,606,841	\$ 205,343,847	\$ 230,107,533
Personal Property (includes mobile homes)	18,272,309	18,172,331	20,269,806
Automobiles	2,819,088	20,964,933	20,413,106
Public Utilities	<u>17,574,765</u>	<u>2,808,529</u>	<u>2,713,308</u>
TOTAL	\$ <u>228,273,003</u>	\$ <u>247,289,640</u>	\$ <u>273,503,753</u>

Class	2010	2011
Real Property	\$ 239,633,952	\$ 238,794,582
Personal Property (includes mobile homes)	16,575,342	16,137,057
Automobiles	20,152,125	19,618,883
Public Utilities	<u>2,652,520</u>	<u>2,652,520</u>
TOTAL	\$ <u>279,013,939</u>	\$ <u>277,203,042</u>

SOURCE: Oxford City Clerk, March 2012.

The above assessed valuations are based upon the following assessment ratios **MINUTE BOOK No. 63, CITY OF OXFORD**

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- real and personal property (excluding single-family, owner-occupied residential real property and motor vehicles, respectively), 15% of true value;
- single-family, owner-occupied residential real property, 10% of true value; and
- motor vehicles and public utility property, 30% of true value.

The 1986 Session of the Mississippi Legislature adopted House Concurrent Resolution No. 41 pursuant to which there was proposed an amendment to Section 112 of the Mississippi Constitution of 1890 (the "1986 Amendment"). The 1986 Amendment provided, inter alia, that the assessment ratio of any one class of property shall not be more than three times the assessment ratio on any other class of property.

The 1986 Amendment set forth five classes of property and the assessment ratios which would be applicable thereto upon the adoption of the 1986 Amendment. The assessment ratios set forth in the 1986 Amendment are identical to those established by Section 27-35-4, Mississippi Code of 1972, as amended, as it existed prior to the 1986 Amendment, except that the assessment ratio for single-family, owner-occupied, residential real property under the 1986 Amendment is set at 10% of true value as opposed to 15% of true value under previously existing law. The 1986 Amendment was ratified by the electorate on June 3, 1986.

The assessed valuation figures above do not include property exempt from all City ad valorem taxes for a period of up to 10 years, primarily for new or expanded manufacturing facilities. This real and personal property will become subject to City ad valorem taxation at different points in time during the next ten years. In addition, certain other industrial and manufacturing facilities are exempt from ad valorem taxation pursuant to Section 57-3-33, Mississippi Code of 1972, as amended.

Tax Levy Per \$1,000 Valuation

(For Fiscal Year 2011)

Library	1.02%
General Fund	18.31
2010 Refunding General Obligation	1.40
2009 General Obligation	1.10
2007 General Obligation	1.06
2005 General Obligation	0.67
2004 General Obligation	1.08
2002 General Obligation	0.61
Parks and Recreation	<u>2.00</u>
TOTAL	<u>27.25%</u>

SOURCE: Oxford City Clerk, March 2012.

Ad Valorem Tax Collections

Fiscal Year Ended September 30	Taxes Due	Taxes Collected	Difference Over (Under)
2010	\$ 21,612,450	\$ 21,603,332	\$ (9,118)
2009	21,929,092	21,925,894	(3,198)
2008	20,522,723	20,521,331	(1,392)
2007	17,766,560	17,761,810	(4,750)
2006	14,297,785	14,218,239	(79,546)
2005	11,058,021	11,026,360	(31,661)

SOURCE: Oxford City Clerk, March 2012.

2010 Taxpayer List
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Taxpayer	Assessed Value	Taxes Paid
Links at Oxford	\$ 3,243,264.00	\$ 265,071.96
Fairfield UM Exchange	3,212,328.00	262,543.57
Wal-Mart	2,344,800.00	191,640.50
EDR Oxford LLC	1,998,942.00	163,373.53
Oxford Galleria	1,979,195.00	161,759.63
BVP Lafayette Place LLC	1,902,153.00	155,462.97
Campus Walk LLC	1,342,515.00	109,723.75
Heritage Developments	1,323,108.00	106,908.19
Home Depot	1,186,764.00	96,994.22
Texla Oxford LLC	1,150,341.00	94,017.38

SOURCE: Oxford City Clerk, March 2012.

DEBT INFORMATION

City Debt Limitations

Statutory Debt Limits. The City is subject to a general statutory debt limitation under which no city in the State may incur general obligation bonded indebtedness in an amount which will exceed 15% of the assessed value of all taxable property within such city according to the last completed assessment for taxation.

In computing general obligation bonded indebtedness for purposes of this 15% limitation, there may be deducted all bonds or other evidences of indebtedness, heretofore, or hereafter issued, for school, water and sewerage systems, gas and light and power purposes and for the construction of special improvements primarily chargeable to the property benefited or for the purpose of paying a city's proportion of any betterment program, a portion of which is primarily chargeable to the property benefited. However, in no case may a city contract any indebtedness which, when added to all of its outstanding general obligation indebtedness, both bonded and floating, exceeds 20% of the assessed value of all taxable property within said city according to the last completed assessment for taxation.

In arriving at the limitations set forth above, bonds issued for school purposes, bonds payable exclusively from the revenues of any city owned utility, industrial development revenue bonds issued under the provisions of Section 57-1-1 through 57-1-51, Mississippi Code of 1972, as amended, and any special assessment improvement bonds issued under the provisions of Section 21-41-1 through 21-41-53, Mississippi Code of 1972, as amended, are not included. Also excluded from both limitations are contract obligations which are subject to annual appropriations.

Legal Debt Limit Statement¹

(as of March 1, 2012)

	15% Limit	20% Limit
Authorized Debt Limit (Last Completed Assessment for Taxation - \$277,203,042)	\$ 41,580,456	\$ 55,440,608
Present Debt Subject to Debt Limits	<u>21,000,000</u>	<u>21,000,000</u>
Margin for Further Debt Under Debt Limits	\$ 20,580,456	\$ 34,440,608
Less the Bonds		
Margin for Further Debt After Issuance of the Bonds		

¹ No bonds subject to the 15% debt limit or the 20% debt limit have been issued by the City since March 1, 2012.

SOURCE: Oxford City Clerk, March 2012.

Outstanding General Obligation Bonds
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(as of March 1, 2012)

Name of Issue	Date of Issue	Original Issue Size	Outstanding
General Obligation Bonds			
General Obligation Bonds, 2002	03/01/02	1,300,000	\$ 160,000
General Obligation Bonds, 2004	03/01/04	3,000,000	1,565,000
General Obligation Bonds, 2005	04/01/05	1,500,000	675,000
General Obligation Bonds, 2007	03/01/07	9,000,000	7,785,000
General Obligation Note, 2008	12/11/08	675,000	300,000
General Obligation Bonds, 2009	05/01/09	3,800,000	3,430,000
General Obligation Refunding Bonds, 2010 ¹	11/17/10	7,085,000	7,085,000
TOTAL			<u>\$ 21,000,000</u>

¹ These bonds which were issued on November 17, 2010, refunded the \$5,000,000 (original principal amount) Mississippi Development Bank Special Obligation Bonds, Series 2001 (Oxford, Mississippi Multi-Purpose/Recreation Facilities Project), dated as of November 1, 2001, and a portion of the outstanding \$5,000,000 (original principal amount) City of Oxford, Mississippi General Obligation Bonds, Series 2001, dated as of January 1, 2001.

SOURCE: Oxford City Clerk, March 2012.

Annual Debt Service Requirements

Fiscal Year Ending September 30	Principal	Interest	Total Debt Service
2012	1,345,000.00	637,644.39	1,982,644.39
2013	1,245,000.00	589,497.52	1,834,497.52
2014	1,295,000.00	542,012.51	1,837,012.51
2015	1,230,000.00	494,511.88	1,724,511.88
2016	1,105,000.00	444,596.89	1,549,596.89
2017	1,155,000.00	397,185.02	1,552,185.02
2018	1,215,000.00	349,492.52	1,564,492.52
2019	1,265,000.00	301,734.39	1,566,734.39
2020	1,145,000.00	255,003.14	1,400,003.14
2021	1,200,000.00	208,996.89	1,408,996.89
2022	845,000.00	169,500.00	1,014,500.00
2023	885,000.00	136,750.00	1,021,750.00
2024	925,000.00	102,475.00	1,027,475.00
2025	610,000.00	65,825.00	675,825.00
2026	640,000.00	40,425.00	680,425.00
2027	660,000.00	13,612.50	673,612.50
TOTAL	\$16,765,000.00	\$4,749,262.65	\$21,514,262.65

SOURCE: Oxford City Clerk, March 2012.

Debt Ratios

Fiscal Year Ended September 30	General Obligation Debt	General Obligation Debt to Assessed Value
2011	\$ 21,000,000	7.57%

SOURCE: Oxford City Clerk, March 2012.

(as of March 1, 2012)

Issue	Date of Issue	Outstanding
State Revolving Fund		\$ 10,246,153.80

¹ None of the Other Long Term Debt is subject to the 15% or the 20% debt limit.

SOURCE: Oxford City Clerk, March 2012.

Outstanding Revenue Bonds

(as of March 1, 2012)

Name of Issue	Date of Issue	Original Issue Size	Outstanding
Combined Water and Sewer, 2003	12/01/2003	1,900,000	1,320,000
Combined Water and Sewer, 2004	11/01/2004	1,800,000	1,420,000
Combined Water and Sewer, 2006	06/01/2006	3,400,000	2,825,000
Combined Water and Sewer, 2007	06/01/2007	2,800,000	2,430,000
Combined Water and Sewer, 2008	02/01/2008	3,450,000	3,000,000
Electric System Revenue Refunding Bonds, 2010	04/15/2010	3,335,000	2,740,000
Combined Water and Sewer, 2011	05/01/2011	8,500,000	8,500,000
TOTAL			\$ <u>22,235,000</u>

SOURCE: Oxford City Clerk, March 2012.

Water and Sewer Revenue Bonds are payable as to principal and interest solely from the revenue derived by the City from the operation of its water and sewer system. Such bonds and the interest thereon are limited obligations of the City and shall never constitute nor give rise to any pecuniary liability of the City or a charge against its general credit or taxing powers.

LITIGATION

The City's General Counsel, Mayo, Mallette PLLC, Oxford, Mississippi, has reviewed the status of all pending litigation against the City. While the City is involved in numerous legal proceedings, there are no pending legal proceedings which might be expected to affect the City's ability to perform its obligations to the registered owners of the Bonds.

FINANCIAL ADVISOR

The City has retained the firm of Government Consultants, Inc. as independent financial advisor (the "Financial Advisor") to the City in connection with the issuance of the Bonds. In such capacity the Financial Advisor has provided recommendations and other financial guidance to the City with respect to the preparation of documents, the preparation for the sale of the Bonds and the time of the sale, bond market conditions and other factors related to the sale of the Bonds.

Although the Financial Advisor performed an active role in the drafting of this Official Statement, it has not independently verified any of the information set forth herein. The information contained in this Official Statement has been obtained primarily from the City's records and from other sources which are believed to be reliable, including financial records of the City and other entities, which records may be subject to interpretation. No guarantee is made as to the accuracy or completeness of any information obtained from sources other than the City. Any summaries or excerpts of statutes, ordinances, resolutions or other documents do not purport to be complete statements of the same and reference is made to such original sources in all respects.

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[Standard & Poor's Credit Market Services, a division of The McGraw-Hill Companies, Inc. ("S&P") has assigned its municipal bond rating of "___" to general obligations of the City. An explanation of the significance of such rating may be obtained from S&P.

Application has been made to S&P for a new rating in connection with the Bonds. The outcome of its determination will be provided as soon as possible. No other rating has been applied for by the City.

There is no assurance that present or future ratings will continue for any given period of time or that the rating may not be lowered or withdrawn if in the judgment of S&P circumstances so warrant. Any such downward change in or withdrawal of a rating may have an adverse effect on the secondary market price of the Bonds. Such rating reflects the views of S&P and is not a recommendation to buy, sell or hold the Bonds.]

RECORD OF NO DEFAULT

There is no record of any default on general obligations of the City as to payment of either principal or interest or in any other material respect at any time in at least the past 25 years. No principal or interest on any obligation of the City is currently past due.

NO BOND PROCEEDS FOR CURRENT OPERATING EXPENSES

No proceeds from the sale of securities (except tax anticipation notes issued against revenues of a current fiscal year) have been used by the City for current operating expenses at any time in at least the past ten years.

PENSION PLANS

Substantially all of the City's full time employees participate in the Public Employee's Retirement System of Mississippi ("PERS"). Section 21-29-219, Mississippi Code of 1972, as amended, provides that all local municipal pension plans should be administered by PERS; provides that funds and records should be transferred to PERS; removes the three mill maximum for each fund, but limits yearly increases to one-half mill per year; and allows PERS to invest funds in a more advantageous manner. These steps and continued funding in the future should ensure an actuarially sound fund for the City.

REAPPRAISAL OF PROPERTY AND LIMITATIONS ON AD VALOREM LEVIES

Senate Bill No. 2672, General Laws of Mississippi, Regular Session 1980, codified in part as Sections 27-35-49 and 27-35-50, Mississippi Code of 1972 (the "Reappraisal Act"), provides that all real and personal property in the State shall be appraised at true value and assessed in proportion to true value. To insure that property taxes do not increase dramatically as the counties complete reappraisals, the Reappraisal Act provides for the limit on increase in tax revenues discussed below.

The statute limits ad valorem tax levies by a city subsequent to October 1, 1980, to a rate which will result in an increase in total receipts of not greater than 10% over the previous year's receipts, excluding revenue from ad valorem taxes on any newly constructed properties, any existing properties added to the tax rolls or any properties previously exempt which were not assessed in the next preceding year. This limitation does not apply to levies for the payment of the principal of and the interest on general obligation bonds issued by a city or to certain other specified levies. The limitation may be increased only if the proposed increase is approved by a majority of those voting in an election held on such question.

On August 20, 1980, the Mississippi Supreme Court rendered its decision in *State Tax Commission v. Fondren*, 387 So. 2d 712, affirming the decree of the Chancery Court of the First Judicial District of Hinds County, Mississippi, wherein the Department of Revenue was enjoined from accepting and approving assessment rolls from any county in the State for the tax year 1983 unless the Department of Revenue equalized the assessment rolls of all of the counties. Due to the intervening passage of the

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Reappraisal Act, the Supreme Court reversed that part of the lower court's decree ordering the assessment of property at true value (although it must still be appraised at true value), holding instead that assessed value may be expressed as a percentage of true value. Pursuant to the Supreme Court modification of the Chancellor's decree, on November 15, 1980, the Department of Revenue filed a master plan to assist counties in determining true value. On February 7, 1983, the Chancery Court granted an extension until July 1, 1984, of its previous deadline past which the Department of Revenue could not accept and approve tax rolls from counties which had not yet reappraised.

HOMESTEAD EXEMPTION

The Mississippi Homestead Exemption Law of 1946 reduces the local tax burden on homes qualifying by law and substitutes revenues from other sources of taxation on the State level as a reimbursement to the local taxing units for such tax loss. Provisions of the homestead exemption law determine qualification, define ownership and limit the amount of property that may come within the exemption.

Those homeowners who qualify for the homestead exemption and who have reached the age of 65 years on or before January 1 of the year for which the exemption is claimed, service-connected, totally disabled American veterans who were honorably discharged from military service and those qualified as disabled under the federal Social Security Act are exempt from any and all ad valorem taxes on qualifying homesteads not in excess of \$7,500 of assessed value thereof.

The tax loss resulting to local taxing units from properly qualified homestead exemptions is reimbursed by the Department of Revenue. Beginning with the 1984 supplemental ad valorem tax roll and for each roll thereafter, no taxing unit shall be reimbursed an amount in excess of 106% of the total net reimbursement made to such taxing unit in the next proceeding year.

PURCHASER

The Bonds have been sold at public sale by the City to _____ (the "Purchaser"), and the Purchaser has agreed, subject to certain conditions, to purchase the Bonds at a price of \$5,500,000, plus accrued interest from September 1, 2012.

VALIDATION

The Bonds may, in the discretion of the Governing Body, be validated before the Chancery Court of Lafayette County, Mississippi, as provided by Section 31-13-1 *et seq.*, Mississippi Code of 1972, as amended.

APPROVAL OF LEGAL PROCEEDINGS

Certain legal matters incident to the authorization and issuance of the Bonds are subject to the approval of Baker, Donelson, Bearman, Caldwell & Berkowitz, PC, Jackson, Mississippi ("Bond Counsel") whose approving legal opinion will be available at the time of delivery of the Bonds and will be printed on the Bonds (see APPENDIX C hereto). No representation is made to the registered owners of the Bonds that Bond Counsel has verified the accuracy, completeness or fairness of the statements in this Official Statement and Bond Counsel assumes no responsibility to the registered owners of the Bonds except for the matters set forth in such legal opinion.

CONTINUING DISCLOSURE

The City has covenanted for the benefit of the owners of the Bonds to provide certain financial information and operating data relating to the City at least annually, commencing not later than September 30, 2013 (the "Annual Report"), and to provide notices of the occurrence of certain enumerated events, if deemed material under federal laws. The Annual Report and notices of material events will be filed by the City with (a) the Municipal Securities Rulemaking Board (the "MSRB") through MSRB's Electronic Municipal Market Assess system at <http://emma.msrb.org> ("EMMA") in the electronic format then prescribed by the Securities and Exchange Commission (the "SEC") pursuant to SEC

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Rule 15c2-12(b)(5) "Rule 15c2-12(b)(5) requires that a public or private repository of the City designated by the State as a State repository, if any, for the purposes of the Rule. This information will be made available free to securities brokers and others through EMMA. For the procedures for all filings and notices due to the MSRB, instructions will be provided on the following website for MSRB: <http://emma.msrb.org>. The specific nature of the information to be contained in the Annual Report or the notices of material events is summarized in APPENDIX D to this Official Statement. These covenants have been made in order to assist the Purchaser in complying with the Rule.

The City is currently in compliance with all of its undertakings. There have been some instances in the previous five years in which the City has failed to comply, in all material respects, with previous written undertakings of the City to provide continuing disclosure. The City is required by statute to cause an annual audit (the "Annual Audit") to be made by a competent accountant or accountants. Because the Annual Audit has not always been timely performed, there have been instances in the previous five years when the City's annual reports have not been filed on a timely basis as required by previous undertakings of the City.

TAX EXEMPTION

The Internal Revenue Code of 1986, as amended (the "Code"), includes requirements which the City must continue to meet after the issuance of the Bonds in order that interest on the Bonds not be included in gross income for federal income tax purposes. The City's failure to meet these requirements may cause interest on the Bonds to be included in gross income for federal income tax purposes retroactive to their date of issuance. The City has covenanted in the Resolution to comply with the requirements of the Code in order to maintain the exclusion of interest on the Bonds from gross income for federal income tax purposes.

In the opinion of Baker, Donelson, Bearman, Caldwell & Berkowitz, PC ("Bond Counsel"), assuming compliance by the City with the tax covenants referred to above, under existing statutes, regulations, rulings and court decisions, interest on the Bonds is excluded from gross income for federal income tax purposes. Interest on the Bonds is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals and corporations; however, interest on the Bonds is taken into account in determining adjusted current earnings for purposes of computing the alternative minimum tax imposed on corporations. Bond Counsel is further of the opinion that under and pursuant to the Act, the Bonds and interest thereon are exempt from all income taxes imposed by the State of Mississippi.

Except as described herein, Bond Counsel will express no opinion regarding the federal income tax consequences resulting from the ownership of, receipt or accrual of interest on, or disposition of the Bonds. Prospective owners of Bonds should be aware that the ownership of bonds may result in collateral federal income tax consequences, including (a) the denial of a deduction for interest on indebtedness incurred or continued to purchase or carry Bonds, (b) the reduction of the loss reserve deduction for property and casualty insurance companies by 15% of certain items, including interest on the Bonds, (c) the inclusion of interest on the Bonds in the effectively connected earnings and profits (with adjustments) of certain foreign corporations doing business in the United States of America for purposes of a branch profits tax, (d) the inclusion of interest on the Bonds in the passive income subject to federal income taxation of certain Subchapter S corporations with Subchapter C earnings and profits at the close of the taxable year, and (e) the inclusion in gross income of interest on the Bonds by recipients of certain Social Security and Railroad Retirement benefits.

The Bonds are being offered as "qualified tax exempt obligations" within the meaning of Section 265(b)(3) of the Code.

DOCUMENTS ACCOMPANYING DELIVERY OF THE BONDS

Absence of Litigation

Upon delivery of the Bonds, the City shall furnish the certificate of the Mayor of the City, dated the date of delivery of the Bonds, to the effect that there is no pending litigation now of record in any court nor

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is there any litigation, to his knowledge, threatened or contemplated, affecting in any manner, either directly or indirectly,

1. the Bonds;
2. the issuance, delivery, and validity of said Bonds;
3. the provision of funds to pay the interest thereon and principal thereof when such payments shall become due;
4. the proceedings and authority under which provision of funds is made;
5. the members of the Governing Body or their right to their respective offices at the time of the issuance, execution and delivery of said Bonds;
6. the tax exempt status of the Bonds; or
7. the existence or powers of the City or the Governing Body.

Legal Matters

In addition to the approving legal opinion relating to the Bonds, the Purchaser will receive the opinion, dated the date of delivery of the Bonds, of Bond Counsel to the effect that, although it is not passing upon and does not assume any responsibility for the accuracy, completeness or fairness of the statements in this Official Statement, makes no representation that it has independently verified such statements and has necessarily assumed the fairness, accuracy and completeness thereof, on the basis of its participation in the preparation of portions of this Official Statement and in connection with the rendering of its opinion as to the validity of the Bonds, nothing has come to its attention that would give it reason to believe that the Official Statement (except for the financial and statistical data included herein, as to which no view need be expressed) contains any untrue statement of a material fact or omits to state any material fact that is required to be stated herein or necessary to make the statements contained herein, in light of circumstances under which they are made, not misleading.

Certificates

The Purchaser shall also receive a certificate, dated the date of the delivery of the Bonds, signed by the Mayor of the City and the Clerk of the City, certifying that, on the date of the execution of the certificate, they are duly chosen, qualified, and acting officers of the City occupying the offices indicated opposite their names. Further, the Mayor of the City and the Clerk of the City will certify that they have executed the Bonds by causing their signatures to be affixed to each Bond, and they do thereby recognize the said facsimile signatures as their true and lawful signatures, and they will further certify that the seal impressed upon each of said Bonds and on such certificate is the official seal of the City.

The Purchaser shall also receive a certificate, dated the date of delivery of the Bonds, signed by the Mayor of the City and the Clerk of the City certifying that this Official Statement, with respect to the Bonds, as of the date of this Official Statement, does not contain any untrue statement of a material fact or omit to state any material fact necessary to make the statements herein, in light of the circumstances under which they are made, not misleading. In providing such certificate, the Mayor of the City and the Clerk of the City will state that they have not undertaken to independently verify information obtained or derived from the various State or federal government publications or other sources as presented herein.

MISCELLANEOUS

Any statements in this Official Statement involving matters of opinion or estimates, whether or not expressly so stated, are intended as such and not as representations of fact. No representation is made that any of the statements will be realized.

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The reference herein is only a summary of all documents referred to herein and is not intended to be complete statements of the provisions of such documents, and reference is directed to all such documents for full and complete statements of all matters of fact relating to the Bonds, the security for the payment of the Bonds and the rights and obligations of the registered owners thereof.

The information contained in this Official Statement has been taken from sources considered reliable, but is not guaranteed. To the best of the City's knowledge, information in this Official Statement does not include any untrue statement of material fact nor does the information omit the statement of any material fact required to be stated therein or necessary to make the statements therein, in the light of the circumstances under which they were made, not misleading.

References herein to the Act and the Resolution are only summaries, excerpts or brief outlines of certain provisions thereof and do not purport to summarize or describe all provisions thereof. Additional information may be obtained upon request from the office of the Clerk of the City, City Hall, 107 Courthouse Square, Oxford, Mississippi 39655, attention: Lisa Carwyle; telephone: (662) 232-2312 and Government Consultants, Inc., 1830 Crane Ridge Drive, Jackson, Mississippi 39216, telephone: (601) 982-0005.

The execution of this Official Statement has been duly authorized by the Mayor and the Board of Aldermen of the City of Oxford, Mississippi.

CITY OF OXFORD, MISSISSIPPI

By _____
George "Pat" Patterson, Mayor
City of Oxford, Mississippi

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DEMENT-MERIDIAN 61-226

**APPENDIX A
NOTICE OF BOND SALE**

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NOTICE OF BOND SALE

DEMENT-MERIDIAN 61-226

\$5,500,000
CITY OF OXFORD, MISSISSIPPI
GENERAL OBLIGATION BONDS
(CAPITAL IMPROVEMENTS ISSUE),
SERIES 2012

NOTICE IS HEREBY GIVEN that the Mayor and Board of Aldermen (the "Governing Body") of the City of Oxford, Mississippi (the "City") will receive sealed bids in the Office of the City Clerk in the City Hall of the City located at 107 Courthouse Square in the City until the hour of 4:00 p.m. on September ____, 2012, at which time said bids will be publicly opened by the City Clerk and read for the purchase at not less than par plus accrued interest to the date of delivery of \$5,500,000 aggregate principal amount City of Oxford, Mississippi General Obligation Bonds (Capital Improvements Issue), Series 2012 (the "Bonds").

The Bonds will be dated and bear interest from September 1, 2012, will be delivered in definitive form as fully registered Bonds, will be in the denominations of \$5,000 or any integral multiple thereof, will be payable as to principal at a bank or banks to be named by the City (the "Paying and Transfer Agent") and will bear interest, payable semiannually on March 1 and September 1 of each year, commencing on September 1, 2013, at the rate or rates of interest specified in the bid submitted by the successful bidder in accordance with this Notice of Bond Sale.

The Bonds will be issued in registered, book-entry-only form and all bidders for the Bonds must be participants of The Depository Trust Company, New York, New York ("DTC"), or affiliated with its participants. The Bond certificates will be deposited with DTC. DTC will be responsible for maintaining a book-entry system for recording the interests of its participants and for the transfer of the interests among its participants. The participants will be responsible for maintaining records regarding the beneficial ownership interests in the Bonds on behalf of the individual purchasers. Individual purchases may be made in the principal amount of \$5,000 or any multiple thereof through book entries made on the books and records of DTC and its participants. Unless the book-entry-only system is discontinued, Bond principal and interest payments will be made by the City to DTC through the Paying and Transfer Agent. DTC will then be responsible for distributing such payments to DTC participants for subsequent remittance to the owners of beneficial interests in the Bonds. Payment of principal and interest on the Bonds to DTC is the responsibility of the City, disbursement of such payments to DTC participants shall be the responsibility of DTC, and disbursements of such payments to the owners of beneficial interests shall be the responsibility of DTC participants and not the responsibility of the City. The City will have no responsibility or obligation to DTC participants or owners of beneficial interests in the Bonds, with respect to the payment by DTC or any DTC participants, of the principal or interest on the Bonds or the providing of notice to DTC participants or owners of beneficial interests in the Bonds or with respect to: (a) the accuracy of any records maintained by DTC or any DTC participant; or (b) any consent given or other action taken by DTC as owner of the Bonds.

The Bonds will mature on September 1 in the years and in the principal amounts shown below:

Year	Principal Amount	Year	Principal Amount
2013	\$305,000	2021	\$375,000
2014	315,000	2022	385,000
2015	320,000	2023	395,000
2016	330,000	2024	400,000
2017	340,000	2025	410,000
2018	345,000	2026	425,000
2019	355,000	2027	435,000
2020	365,000		

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The Bonds being sold on September 1, 2020, and thereafter will be subject to redemption prior to their respective maturities, at the option of the City, on and after September 1, 2020, either in whole on any date, or in part on any interest payment date, as selected by the City among maturities, and by lot within each maturity, at the principal amount thereof, together with accrued interest to the date fixed for redemption and without premium.

The Bonds will be issued pursuant to the provisions of Sections 21-33-301 et seq., Mississippi Code of 1972, as amended (the "Act") and resolutions adopted or to be adopted by the Governing Body. The Bonds are being issued to raise money for the purpose of (a) erecting municipal buildings and athletic stadiums, preparing and equipping athletic fields, and purchasing buildings or land therefor, and for repairing, improving, adorning and equipping the same; (b) constructing, improving or paving streets, sidewalks, driveways, parkways, walkways or public parking facilities, and purchasing land therefor; (c) purchasing land for parks and public playgrounds, and improving, equipping and adorning the same, including the constructing, repairing and equipping of recreational facilities; (d) purchasing fire-fighting equipment and apparatus, and providing housing for same and purchasing land therefor; and (e) paying the costs incident to the sale and issuance of the Bonds.

The Bonds shall be general obligations of the City and the full faith, credit and taxing power of the City shall be pledged to secure the payment of the principal of and interest on the Bonds.

The Bonds are to be sold at not less than \$5,500,000 aggregate par plus interest on the Bonds accrued to the date of delivery, and are to be awarded to the bidder complying with the terms hereof and offering to purchase all of the Bonds at the lowest net interest cost to the City. The net interest cost will be determined by computing the aggregate interest on the Bonds over the life of the issue at the rate or rates of interest specified by the bidder, less premium offered, if any. It is requested that each bid be accompanied by a statement of the net interest cost (computed to six decimal places), but such statement will not be considered a part of the bid. No Bond shall bear more than one (1) rate of interest; each Bond shall bear interest from its date to its stated maturity date at the interest rate specified in the bid; all Bonds of the same maturity shall bear the same rate of interest from their date to maturity; the lowest rate of interest specified for any of the Bonds shall not be less than seventy percent (70%) of the highest rate of interest specified for any of the Bonds; and the highest rate of interest specified for any of the Bonds shall not exceed eleven percent (11%) per annum. Each interest rate specified in any bid must be a multiple of one-eighth of one percent (1/8 of 1%) or a multiple of one-tenth of one percent (1/10 of 1%) and a zero rate of interest cannot be named.

Bidders must acknowledge in their respective bids that they have received and reviewed the City's preliminary official statement in connection with the issuance of the Bonds (the "Preliminary Official Statement"). The City deems the Preliminary Official Statement to be "final" as described in SEC Rule 15c2-12(b)(1) for the purposes of such Rule. Upon award of the Bonds to the successful bidder, the City will prepare a final official statement in connection with the Bonds (the "Official Statement") in substantially the form of the Preliminary Official Statement, subject to minor amendments and supplementations. A reasonably sufficient number of Official Statements will be made available to the successful bidder at the expense of the City within seven (7) business days of the award of the Bonds to such bidder. Copies of the Preliminary Official Statement may be obtained from Lisa Carwyle, City Clerk, City of Oxford, 107 Courthouse Square, Oxford, Mississippi 38655, telephone: (662) 232-2312 or the City's financial advisor, Government Consultants, Inc., 1830 Crane Ridge Drive, Jackson, Mississippi 39216, telephone: (601) 982 0005, attention: Mr. Demery Grubbs.

In order to assist bidders in complying with SEC Rule 15c2-12(b)(5), the City, pursuant to a resolution of the Governing Body and a continuing disclosure certificate, will agree to provide annual reports and notices of certain events. A summary of the City's procedures with regard to continuing disclosure is set forth in the Preliminary Official Statement and will also be set forth in the Official Statement.

All bids must be enclosed in a sealed envelope and should be addressed to the Governing Body, at their offices located at City Hall, 107 Courthouse Square, Oxford, Mississippi 38655 attention: Lisa Carwyle, City Clerk, City of Oxford and worded on the outside, in substance, "Bid for City of Oxford,

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Mississippi Capital Improvements Issue, Series 2012. ALL BIDS MUST BE UNCONDITIONAL AND AS
 A CONDITION PRECEDENT TO THE CONSIDERATION OF ITS BID, EACH BIDDER MUST
 ENCLOSE WITH IT, AS A GOOD FAITH DEPOSIT, A CERTIFIED OR CASHIER'S CHECK DRAWN
 UPON A BANK LOCATED WITHIN THE STATE OF MISSISSIPPI PAYABLE TO THE ORDER OF THE
 CITY OF OXFORD, MISSISSIPPI FOR ONE HUNDRED TEN THOUSAND AND NO/100THS DOLLARS
 (\$110,000.00). No interest will be allowed on any good faith deposit. Bids will be accepted or rejected by
 the Governing Body on the date above shown for the sale of the Bonds. When a bid is rejected by the
 Governing Body, the good faith deposit accompanying said bid will be returned to the bidder. When a bid
 is accepted by the Governing Body, the good faith deposit accompanying said bid will be applied as part
 payment for the Bonds or, if the successful bidder fails to comply with this agreement to purchase the
 Bonds, will be retained as liquidated damages. Pending the application of the good faith deposit of the
 successful bidder as aforesaid, such deposit may be invested in direct obligations of, or obligations
 guaranteed by the United States of America or in repurchase agreements with banks fully secured by
 such obligations, and the City shall be entitled to any income from any such investment.

The Governing Body reserves the right to reject any or all bids as well as the right to waive any
 irregularity or informality in any bid. All bids shall be submitted on the Official Bid Form which may be
 obtained from Lisa Carwyle, City Clerk, City of Oxford, 107 Courthouse Square, Oxford, Mississippi
 38655 telephone: (662) 232-2312, or the City's financial advisor, Government Consultants, Inc., 1830
 Crane Ridge Drive, Jackson, Mississippi 39216, telephone: (601) 982 0005, attention: Mr. Demery
 Grubbs.

In the opinion of Baker, Donelson, Bearman, Caldwell & Berkowitz, PC ("Bond Counsel"),
 assuming compliance by the City with certain tax covenants, under existing statutes, regulations, rulings
 and court decisions, interest on the Bonds is excluded from gross income for federal income tax
 purposes. Furthermore, interest on the Bonds is not an item of tax preference for purposes of the federal
 alternative minimum tax imposed on individuals and corporations; however, interest on the Bonds is taken
 into account in determining adjusted current earnings for purposes of computing the alternative minimum
 tax imposed on corporations. Bond Counsel will express no other opinion regarding other federal tax
 consequences resulting from the ownership, receipt or accrual of interest on or disposition of the Bonds.
 In addition, Bond Counsel is further of the opinion that under and pursuant to the Act, the Bonds and
 interest thereon are exempt from all income taxes imposed by the State of Mississippi.

The Governing Body on behalf of the City has designated the Bonds as "qualified tax exempt
 obligations" for purposes of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended.

The final approving opinion of Bond Counsel, relating to the validity and tax exemption of the
 Bonds, together with a non-litigation certificate of the City dated the date of delivery of the Bonds, and a
 transcript of the proceedings relating to the Bonds will be delivered to the successful bidder without
 charge. A copy of said approving opinion will be printed on the back of each Bond at the option of the
 successful bidder.

It is anticipated that CUSIP identification numbers will be secured by the City and printed on the
 Bonds, but neither the failure to secure or print such numbers on any Bond nor any error with respect
 thereto shall constitute cause for failure or refusal by the successful bidder to accept delivery of and pay
 for the Bonds in accordance with its agreement to purchase the Bonds. All expenses in relation to the
 printing of CUSIP numbers on the Bonds shall be paid for by the City; provided, however, that the CUSIP
 Service Bureau charge for the assignment of said numbers shall be paid for by the successful bidder.

The successful bidder will be given at least seven (7) business days advanced notice of the
 proposed date of delivery of the Bonds when that date has been tentatively determined. It is expected
 that the Bonds will be delivered in New York, New York and payment therefor shall be made in federal or
 other immediately available funds.

The successful bidder is required to submit to the City not less than seventy-two (72) hours prior
 to closing a certification to the effect that (a) all of the Bonds have been the subject of a bona fide initial
 offering to the public (excluding bond houses, brokers or similar persons or organizations acting in the

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capacity of underwriters or wholesalers at prices no higher than those shown on the cover of the Official Statement, (b) to the best of their knowledge, and based on their records and other information available to use which they believe to be correct, at least ten percent (10%) of each maturity of the Bonds, aggregating at least \$550,000 principal amount of the Bonds, were sold to the public (excluding bond houses, brokers or similar persons or organizations acting in the capacity of underwriters or wholesalers) at initial offering prices not greater than the respective prices shown on the cover of the Official Statement, and (c) at the time they agreed to purchase the Bonds, based upon their assessment of the then prevailing market conditions, they had no reason to believe any of the Bonds would be initially sold to the public (excluding bond houses, brokers or similar persons acting in the capacity of underwriters or wholesalers) at prices greater than the prices shown on the cover of the Official Statement, including interest accrued on the Bonds. However, if the successful bidder offers Bonds of the same maturity at one price to the general public and at a discount from that price to institutions or other investors, the successful bidder is required to, in addition, provide the City with the sale price of each of the Bonds on the basis of actual facts and its reasonable expectations as of the closing date.

The successful bidder shall have the right, at its option, to cancel its agreement to purchase the Bonds if the Bonds to be delivered by the City in accordance with the preceding paragraph are not tendered for delivery within sixty (60) days from the date of sale thereof, and in such event the City shall return to said bidder its good faith deposit without interest. The City shall have the right, at its option, to cancel its agreement to sell the Bonds if within five (5) days after the tender of the Bonds for delivery the successful bidder shall not have accepted delivery of and paid for the Bonds, and in such event the City shall retain the successful bidder's good faith deposit as liquidated damages.

Further information may be obtained from Lisa Carwyle, City Clerk, City of Oxford, 107 Courthouse Square, Oxford, Mississippi 38655, telephone: (662) 232-2312 and the City's financial advisor, Government Consultants, Inc., 1830 Crane Ridge Drive, Jackson, Mississippi 39216, telephone: (601) 982 0005, attention: Mr. Demery Grubbs.

DATED: August 21, 2012

CITY OF OXFORD, MISSISSIPPI

By /s/Lisa Carwyle
City Clerk

APPENDIX B

FISCAL YEAR 20__ AUDITED FINANCIAL STATEMENT,
FISCAL YEAR 20__ BUDGET AND FISCAL YEAR 20__ BUDGET

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**APPENDIX C
FORM OF BOND COUNSEL OPINION**

MINUTE BOOK No. 63, CITY OF OXFORD

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[FORM OF BOND COUNSEL OPINION]

DEMENT-MERIDIAN 61-226

Mayor and Board of Aldermen
City of Oxford, Mississippi
Oxford, Mississippi

Ladies and Gentlemen:

We have examined the Constitution and statutes of the State of Mississippi (the "State"), including particularly Sections 21-33-301 *et seq.*, Mississippi Code of 1972, as amended (the "Act"), and certified copies of the proceedings had by the Mayor and Board of Aldermen (the "Governing Body") of the City of Oxford, Mississippi (the "City"), including the adoption of resolutions by the Governing Body on July 17, 2012, August 21, 2012, September ____, 2012 (collectively, the "Resolution"), and other proofs submitted relative to the sale and issuance of

\$5,500,000
CITY OF OXFORD, MISSISSIPPI
GENERAL OBLIGATION BONDS
(CAPITAL IMPROVEMENTS ISSUE), SERIES 2012

dated as of September 1, 2012 and maturing in such amounts and at such times, bearing interest and subject to redemption, all as set forth in the Resolution (the "Bonds"). The Bonds are being issued to raise money for the purpose of (a) erecting municipal buildings and athletic stadiums, preparing and equipping athletic fields, and purchasing buildings or land therefor, and for repairing, improving, adorning and equipping the same; (b) constructing, improving or paving streets, sidewalks, driveways, parkways, walkways or public parking facilities, and purchasing land therefor; (c) purchasing land for parks and public playgrounds, and improving, equipping and adorning the same, including the constructing, repairing and equipping of recreational facilities; (d) purchasing fire-fighting equipment and apparatus, and providing housing for same and purchasing land therefor; and (e) paying the costs incident to the sale and issuance of the Bonds, all in accordance with the Act.

As to questions of fact material to our opinion, we have relied upon such certified proceedings and other certifications of officials of the City furnished to us without undertaking to verify the same by independent investigation. We have also examined one of the Bonds as executed and authenticated. We assume that all other Bonds have been similarly executed and authenticated.

Based on the foregoing, we are of the opinion that:

1. Such proceedings and proofs show lawful authority for the sale and issuance of the Bonds by the City pursuant to the Constitution and laws of the State, including the Act, and the provisions of the Resolution.
2. The Bonds have been duly authorized, executed and delivered under the provisions of the Resolution.
3. The Bonds are legal, valid and binding general obligations of the City and, under the provisions of the Act, for the payment thereof, the full faith, credit and taxing power of the City are irrevocably pledged.
4. Under existing statutes, regulations, rulings and court decisions, subject to the assumption stated below, interest on the Bonds is excluded from gross income for federal income tax purposes.

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 Furthermore, interest on the Bonds is not an item of tax preference under Section 163(d) of the federal alternative minimum tax imposed on individuals and corporations; however, interest on the Bonds

is taken into account in determining adjusted current earnings for purposes of computing the alternative minimum tax imposed on corporations. We express no opinion regarding other federal tax consequences resulting from the ownership of, receipt or accrual of interest on, or disposition of the Bonds. In rendering the opinion contained in this paragraph 4, we have assumed continuing compliance by the City with the requirements of the Internal Revenue Code of 1986, as amended (the "Code") that must be met after the issuance of the Bonds in order that interest on the Bonds not be included in gross income for federal income tax purposes. The City's failure to meet such requirements may cause interest on the Bonds to be included in gross income for federal income tax purposes retroactive to the date of issuance of the Bonds. The City has covenanted in the Resolution to comply with the requirements of the Code in order to maintain the exclusion of interest on the Bonds from gross income for federal income tax purposes.

5. The Bonds have been designated by the City as "qualified tax exempt obligations" within the meaning of Section 265(b)(3) of the Code.
6. Under and pursuant to the Act, the Bonds and interest thereon are exempt from all income taxes imposed by the State of Mississippi.

It is to be understood that the rights of the holders of the Bonds and the enforceability thereof may be subject to bankruptcy, insolvency, reorganization, moratorium or other similar laws affecting creditors' rights heretofore or hereinafter enacted and that their enforcement may be subject to the exercise of judicial discretion in accordance with general principles of equity.

Respectfully submitted,

**BAKER, DONELSON, BEARMAN,
 CALDWELL & BERKOWITZ, PC**

APPENDIX D
CONTINUING DISCLOSURE AGREEMENT

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CONTINUING DISCLOSURE AGREEMENT

DEMENT-MERIDIAN 61-226

This Continuing Disclosure Agreement (this "Disclosure Agreement") is executed and delivered by the Mayor and Board of Aldermen (the "Governing Body") of the City of Oxford, Mississippi, acting for and on behalf of the City of Oxford, Mississippi (the "City"), in connection with the execution and delivery of \$5,500,000 City of Oxford, Mississippi General Obligation Bonds (Capital Improvements Issue), Series 2012 (the "Bonds"). The Bonds are being executed and delivered pursuant to resolutions adopted by the Governing Body on July 17, 2012, August 21, 2012 and September __, 2012 (collectively, the "Resolution"). The City covenants and agrees as follows:

SECTION 1. Purpose of this Disclosure Agreement. This Disclosure Agreement is being executed and delivered by the City for the benefit of the Registered Owners (defined below) and the Beneficial Owners (defined below) of the Bonds in order to assist the Participating Underwriter (defined below) in complying with the Rule (defined below).

SECTION 2. Definitions. In addition to the definitions set forth in the Indenture, which apply to any capitalized term used in this Disclosure Agreement unless otherwise defined herein, the following capitalized terms shall have the following meanings:

"Annual Report" shall mean any Annual Report provided by the City pursuant to, and as described in, Sections 3 and 4 of this Disclosure Agreement.

"Beneficial Owner" shall mean any person which (a) has the power, directly or indirectly, to vote or consent with respect to, or to dispose of ownership of, any Bond (including persons holding Bonds through nominees, depositories or other intermediaries), or (b) is treated as the owner of any Bond for federal income tax purposes.

"Dissemination Agent" shall mean the City Clerk of the City of Oxford, Mississippi or her designee, or such other person as the Governing Body shall designate in writing from time to time.

"EMMA" shall mean the Electronic Municipal Market Access System found at <http://emma.msrb.org> which is the electronic format prescribed by the MSRB pursuant to the Rule.

"Fiscal Year" shall mean a period beginning on October 1 in any year and ending on September 30 of the following year or such other twelve-month period as may be adopted by the City in accordance with law.

"Listed Events" shall mean any of the events listed in Section 5 of this Disclosure Agreement.

"MSRB" shall mean the Municipal Securities Rulemaking Board. The electronic filings with the MSRB shall be through EMMA.

"Participating Underwriter" shall mean the original purchaser of the Bonds required to comply with the Rule in connection with the offering of the Bonds.

"Registered Owner" shall mean the person or persons in whose name any Bond is registered on the registration records of the City.

"Repository" shall mean the MSRB and each State Repository, if any.

"Rule" shall mean Rule 15c2-12(b)(5) adopted by the Securities and Exchange Commission under the Securities Exchange Act of 1934, as the same may be amended from time to time.

"State" shall mean the State of Mississippi.

MINUTE BOOK No. 63, CITY OF OXFORD

"State Repository" shall mean any public or private repository or entity designated by the State as a State repository for the purposes of the Rule. As of the date of this Disclosure Agreement, there is no State Repository.

SECTION 3. Provision of Annual Reports.

(a) The City shall, or shall cause the Dissemination Agent to, not later than six (6) months after the end of each fiscal year beginning in or after the City's fiscal year ending September 30, 2012, provide to each Repository an Annual Report which is consistent with the requirements of Section 4 of this Disclosure Agreement. Not later than fifteen (15) business days prior to said date, the City shall provide the Annual Report to the Dissemination Agent. The Annual Report may be submitted as a single document or as separate documents comprising a package, and may cross-reference other information as provided in Section 4 of this Disclosure Agreement; provided that the audited financial statements of the City may be submitted separately from the balance of the Annual Report. If the audited financial statements of the City are unavailable on the date provided herein in any given year, the City agrees to provide unaudited financial statements and will provide audited financial statements if and when available.

(b) If the City is unable to provide to the Repositories an Annual Report by the date required in subsection (a) above, the City shall send a notice to each Repository.

SECTION 4. Content of Annual Reports. The City's Annual Report shall contain or incorporate by reference the following:

(a) audited financial statements, if available, and, if unavailable, unaudited financial statements and audited financial statements when they become available; and

(b) operating data and financial information substantially similar to that contained in the Official Statement relating to the Bonds.

Any or all of the items listed above may be incorporated by reference from other documents, including official statements of debt issues with respect to which the City is an "obligated person" (as defined by the Rule), which have been filed with each of the Repositories or the Securities and Exchange Commission. If the document incorporated by reference is a final official statement, it must be available from the MSRB. The City shall clearly identify each such other document so incorporated by reference.

SECTION 5. Listed Events.

(a) In addition to the provisions of Sections 3 and 4 above, the City shall give or cause to be given notice of the occurrence of any of the following Listed Events with respect to the Bonds, in a timely manner not in excess of ten (10) business days after the occurrence thereof, if material. All fifteen (15) events mandated by the Rule are listed below; however, some may not apply to the Bonds.

- (i) principal and interest payment delinquencies;
- (ii) non-payment related defaults;
- (iii) unscheduled draws on debt service reserves reflecting financial difficulties;
- (iv) unscheduled draws on credit enhancements reflecting financial difficulties;
- (v) substitution of credit or liquidity providers or their failure to perform;
- (vi) adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax status of the security, or other material events affecting the tax status of the security;
- (vii) modifications to rights of holders of the Bonds;
- (viii) Bond calls;

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- (x) Defeasances;
- (xi) Release, substitution or sale of property securing repayment of the Bonds;
- (xii) Rating changes;
- (xiii) Bankruptcy, insolvency, receivership or similar event of the City;
- (xiv) Consummation of a merger, consolidation, or acquisition involving the City or the sale of all or substantially all of the assets of the City, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions other than pursuant to its terms; and
- (xv) The appointment of a successor or additional trustee or the change of name of a trustee.

(b) Any Listed Event under subsection (a)(i), (iii), (iv), (v), (vi), (ix), (x), (xii), or (xiii) of this Section will always be deemed to be material.

SECTION 6. Termination of Reporting Obligation. The City's obligations under this Disclosure Agreement shall terminate upon the legal defeasance, prior redemption or payment in full of the Bonds.

SECTION 7. Dissemination Agent. The City may, from time to time, appoint or engage a Dissemination Agent to assist it in carrying out its obligations under this Disclosure Agreement, and may discharge any such Dissemination Agent, with or without appointing a successor Dissemination Agent.

SECTION 8. Amendment; Waiver. Notwithstanding any other provision of this Disclosure Agreement, the City may amend this Disclosure Agreement, and any provision of this Disclosure Agreement may be waived, if such amendment or waiver is supported by an opinion of counsel expert in federal securities laws, to the effect that such amendment or waiver would not, in and of itself, cause the undertakings herein to violate the Rule if such amendment or waiver had been effective on the date hereof but taking into account any subsequent change in or official interpretation of the Rule.

SECTION 9. Additional Information. Nothing in this Disclosure Agreement shall be deemed to prevent the City from disseminating any other information, using the means of dissemination set forth in this Disclosure Agreement or any other means of communication, or including any other information in any financial information or operating data provided or notice of occurrence of a Listed Event, in addition to that which is required by this Disclosure Agreement. If the City chooses to include any information in any financial information or operating data provided or notice of occurrence of a Listed Event in addition to that which is specifically required by this Disclosure Agreement, the City shall have no obligation under this Disclosure Agreement to update such information or include it in any future financial information or operating data provided or notice of occurrence of a Listed Event.

SECTION 10. Default. In the event of a failure of the City to comply with any provision of this Disclosure Agreement any owner of a Bond may take such actions as may be necessary and appropriate, including seeking mandate or specific performance by court order, to cause the City to comply with its obligations under this Disclosure Agreement. A default under this Disclosure Agreement shall not be deemed an Event of Default under the Resolution, and the sole remedy under this Disclosure Agreement in the event of any failure of the City to comply with this Disclosure Agreement shall be an action to compel performance.

SECTION 11. Duties, Immunities and Liabilities of Dissemination Agent. The Dissemination Agent shall have only such duties as are specifically set forth in this Disclosure Agreement, and the City agrees to indemnify and save the Dissemination Agent, its officers, directors, employees and agents, harmless against any loss, expense and liabilities which it may incur arising out of or in the exercise or performance of its powers and duties hereunder, including the costs and expenses (including attorneys

fees) of defending against any claim of liability for existing liabilities of the Dissemination Agent's gross negligence or willful misconduct. The obligations of the City under this Section shall survive resignation or removal of the Dissemination Agent and payment of the Bonds.

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SECTION 12. Beneficiaries. This Disclosure Agreement shall inure solely to the benefit of the City, the Dissemination Agent, the Participating Underwriters, owners from time to time of the Bonds and beneficial owners of the Bonds and shall create no rights in any other person or entity.

Date: _____, 2012

CITY OF OXFORD, MISSISSIPPI

By _____
Mayor

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DEMENT-MERIDIAN 61-226

RESOLUTION:

It was moved by Alderman Oliver, seconded by Alderman Howell to adopt the following resolution declaring issuance of a \$500,000.00 General Obligation Note. All the aldermen voting aye, Mayor Patterson declared the motion carried.

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There came before the Board of Aldermen for consideration the sale and issuance of a general obligation note of the City of Oxford, Mississippi and, after a discussion of the subject matter, Alderman Oliver offered and moved the adoption of the following resolution:

RESOLUTION DECLARING THE NECESSITY FOR THE SALE AND ISSUANCE OF A GENERAL OBLIGATION NOTE BY THE MAYOR AND BOARD OF ALDERMEN OF THE CITY OF OXFORD, MISSISSIPPI, ACTING FOR AND ON BEHALF OF SAID CITY, IN A TOTAL PRINCIPAL AMOUNT OF NOT TO EXCEED FIVE HUNDRED THOUSAND DOLLARS (\$500,000) FOR THE PURPOSE OF RAISING MONEY FOR THE PURPOSE OF PURCHASING FIRE-FIGHTING EQUIPMENT AND APPARATUS AND PURCHASING MACHINERY AND EQUIPMENT; AUTHORIZING THE PUBLICATION OF A NOTICE OF NOTE SALE IN CONNECTION WITH SAID NOTE AND THE PREPARATION AND DISTRIBUTION OF INFORMATION AND MATERIALS RELATED TO THE SALE AND ISSUANCE OF SAID NOTE; AND FOR RELATED PURPOSES.

WHEREAS, the Mayor and Board of Aldermen of the City of Oxford, Mississippi (the "Governing Body"), acting for and on behalf of the City of Oxford, Mississippi (the "City") are authorized by Sections 21-33-301 *et seq.*, Mississippi Code of 1972, as amended (the "City Act") to issue general obligation bonds to raise money for the purposes set forth therein, including, but not limited to, purchasing fire-fighting equipment and apparatus and purchasing machinery and equipment which has an expected useful life in excess of ten (10) years, including motor vehicles weighing in excess of twelve thousand (12,000) pounds; and

WHEREAS, pursuant to Sections 17-21-51 through 17-21-55, Mississippi Code of 1972, as amended (the "Note Act" and collectively with the City Act, the "Act"), the Governing Body, acting for and on behalf of the City, is authorized to issue negotiable notes of the City for any purpose for which the Governing Body is otherwise authorized to issue bonds, notes or certificates of indebtedness including those set forth in the City Act; and

WHEREAS, it is necessary and desirable and in the public interest to issue a general obligation note of the City in an aggregate principal amount not to exceed Five Hundred Thousand Dollars (\$500,000) in accordance with the Act to raise money for the purpose of purchasing fire-fighting equipment and apparatus and purchasing machinery and equipment which has an expected useful life in excess of ten (10) years, including motor vehicles weighing in excess of twelve thousand (12,000) pounds (the "Project"); and

WHEREAS, the Project is in accordance with the provisions of the Act; and

WHEREAS, the Governing Body is authorized pursuant to the Act to provide funding for the Project through the issuance of a general obligation note of the City secured by a pledge of the full faith, credit and resources of the City; and

WHEREAS, the Note Act limits the aggregate amount of debt outstanding under the Note Act at any one time to the greater of Two Hundred Fifty Thousand and No/100ths Dollars

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(\$250,000) or one percent (1%) of the assessed value of all taxable property within the City according to the last completed assessment for taxation; and

WHEREAS, the assessed value of all taxable property within the City, according to the last completed assessment for taxation, is Two Hundred Seventy-Seven Million Two Hundred Three Thousand Forty-Two Dollars (\$277,203,042); and

WHEREAS, one percent (1%) of the assessed value of all taxable property located within the City is Two Million Seven Hundred Seventy-Two Thousand Thirty Dollars (\$2,772,030); and

WHEREAS, the City presently has Two Hundred Eleven Thousand Dollars (\$211,000) in outstanding indebtedness under the Note Act; and

WHEREAS, the issuance of the Note (as hereinafter defined) under the Act for the purpose of funding the Project will not exceed any constitutional or statutory limitation upon indebtedness which may be incurred by the City including those set forth in Section 21-33-303 of the City Act; and

WHEREAS, it would be in the best interest of the City for the Governing Body to issue a general obligation note of the City pursuant to the Act to provide funding for the Project; and

WHEREAS, the Governing Body is authorized and empowered by the Act to issue a general obligation note of the City for the purposes as hereinafter set forth and there are no other available funds on hand or available from regular sources of income for such purposes.

NOW, THEREFORE, BE IT RESOLVED BY THE MAYOR AND BOARD OF ALDERMEN OF THE CITY, ACTING FOR AND ON BEHALF OF THE CITY, AS FOLLOWS:

SECTION 1. Pursuant to the Act, the Governing Body, acting for and on behalf of the City, does hereby find and determine that the sale and issuance of a general obligation note of the City in a principal amount not to exceed Five Hundred Thousand Dollars (\$500,000) (the "Note") is necessary and advisable and conforms to the Act, and does hereby declare its intention to sell and issue the Note.

SECTION 2. The Note is to be issued for the purpose of financing the Project and paying certain costs incident to the sale and issuance of the Note, all as authorized by the Act.

SECTION 3. The Note is to be issued pursuant to the Act and this and subsequent resolutions of the Governing Body and will be a general obligation of the City payable as to principal and interest out of and secured by the full faith, credit and resources of the City and will be payable from an ad valorem tax to be levied without limit as to rate or amount upon all taxable property within the City.

SECTION 4. The City shall offer the Note for sale subject to the provisions of Section 9 hereof, the date, time and terms of sale to be as set forth in the "Notice of Note Sale" relating to the Note, which Notice of Note Sale and "Proposal for Purchase" shall be in substantially the following forms:

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DEMENT-MERIDIAN 61-0226

**500,000
CITY OF OXFORD, MISSISSIPPI
GENERAL OBLIGATION NOTE, SERIES 2012**

NOTICE IS HEREBY GIVEN that the Mayor and Board of Aldermen (the "Governing Body") of the City of Oxford, Mississippi (the "City") will receive sealed bids in the Office of the City Clerk in the City Hall of the City located at 107 Courthouse Square in the City until the hour of 4:00 p.m. on _____, 2012, at which time said bids will be publicly opened by the City Clerk and read for the purchase at not less than par of \$500,000 City of Oxford, Mississippi General Obligation Note, Series 2012 (the "Note"), at which time said proposals will be publicly opened and read for the purchase of the Note.

The Note will be dated and bear interest from the date of its delivery; will be delivered in the denomination of \$500,000; will be numbered R-1; will be issued in registered form; and will bear interest, payable on April 1 and October 1 of each year commencing on April 1, 2013, at the rate of interest specified in the proposal submitted by the successful bidder in accordance with this Notice of Note Sale. Interest will be payable by check or draft of _____, _____, Mississippi (the "Paying and Transfer Agent") made payable to the registered owner of the Note named in, and mailed to the address appearing on the registration books of the City kept and maintained by the Paying and Transfer Agent.

Principal of the Note will be payable at the principal corporate trust office of the Paying and Transfer Agent on October 1 in the following years and amounts:

Year	Principal Amount
2013	
2014	
2015	
2016	
2017	

The Note will be subject to redemption prior to maturity, at the option of the City, in whole or in part, on any date, at the principal amount thereof together with accrued interest to the date fixed for redemption and without premium. Notice of each such redemption shall be mailed, postage prepaid, not less than two (2) business days prior to the redemption date, to the registered owner of the Note to be redeemed at the address appearing on the registration books of the City maintained by the Paying and Transfer Agent.

The Note will be issued pursuant to the provisions of Sections 21-33-301 *et seq.*, Mississippi Code of 1972, as amended (the "City Act") and Sections 17-21-51 through 17-21-55, Mississippi Code of 1972, as amended (the "Note Act" and together with the City Act, the "Act"). The Note is being issued to raise money for the purpose of purchasing fire-fighting equipment and apparatus and purchasing machinery and equipment which has an expected useful

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life in excess of ten (10) years, including motor vehicles weighing in excess of twelve thousand (12,000) pounds, and paying certain costs incident to the sale and issuance of the Note.

The Note shall be a general obligation of the City. The full faith, credit and resources of the City shall be pledged to secure the payment of the principal of and interest on the Note and the Note shall be payable from an ad valorem tax to be levied without limit as to rate or amount upon all taxable property within the City.

The Note is to be sold at par and is to be awarded to the bidder complying with the terms hereof and offering to purchase the Note at the lowest rate of interest to the City. The Note shall bear only one rate of interest as specified in the proposal which it will bear from its date to its stated maturity date of October 1, 2017. The rate of interest on the Note shall not exceed eleven percent (11%) per annum. Bidders must acknowledge in their respective proposals that, contemporaneously with or prior to delivery of the Note, the City shall receive from the successful bidder a document in form and substance satisfactory to the City to the effect that:

- (a) the successful bidder is purchasing the Note for its own account for the purpose of investment and not with a view towards distribution or resale;
- (b) the bidder has knowledge and experience in financial matters and it is capable of evaluating the merits and risks of purchasing the Note;
- (c) the bidder has read and fully understands the resolutions under which the Note is issued;
- (d) the bidder has had an opportunity to obtain and has received from the City all of the information, documents and materials which it regards as necessary to evaluate the merits and risks of its purchase of the Note;
- (e) the bidder recognizes that Baker, Donelson, Bearman, Caldwell & Berkowitz, PC ("Special Counsel") is not responsible for any information contained in or omitted from materials regarding the City and the Note and acknowledges that it does not look to Special Counsel to obtain such information on its behalf; and
- (f) while it has no present intention to resell or otherwise dispose of all or any part of the Note purchased by it, the bidder assumes responsibility for disclosing all material information in compliance with all applicable federal and state security laws in the event of its resale of the Note.

All proposals must be enclosed in a sealed envelope and should be addressed to the Governing Body, at their offices located at City Hall, 107 Courthouse Square, Oxford, Mississippi 38655 attention: Lisa Carwyle, City Clerk, City of Oxford and worded on the outside, in substance, "Proposal for City of Oxford, Mississippi General Obligation Note, Series 2012". **ALL PROPOSALS MUST BE UNCONDITIONAL AND, AS A CONDITION PRECEDENT TO THE CONSIDERATION OF ITS PROPOSAL, EACH BIDDER MUST ENCLOSE WITH IT, AS A GOOD FAITH DEPOSIT, A CERTIFIED OR CASHIER'S CHECK DRAWN UPON A BANK LOCATED WITHIN THE STATE OF MISSISSIPPI PAYABLE TO THE ORDER OF THE CITY OF OXFORD, MISSISSIPPI FOR TEN**

THOUSAND AND NO HUNDRED DOLLARS (\$100,000). No interest will be allowed on any good faith deposit. **MINUTE BOOK No. 60, CITY OF OXFORD** DEMENT-MERIDIAN 61-0226

Proposals will be accepted or rejected by the Governing Body on the date above shown for the sale of the Note. When a proposal is rejected by the Governing Body, the good faith deposit accompanying said proposal will be returned to the bidder. When a proposal is accepted by the Governing Body, the good faith deposit accompanying said proposal will be applied as part payment for the Note or, if the successful bidder fails to comply with this agreement to purchase the Note, will be retained as liquidated damages. Pending the application of the good faith deposit of the successful bidder as aforesaid, such deposit may be invested in direct obligations of, or obligations guaranteed by the United States of America or in repurchase agreements with banks fully secured by such obligations, and the City shall be entitled to any income from any such investment.

The Governing Body reserves the right to reject any or all proposals as well as the right to waive any irregularity or informality in any proposal. All proposals shall be submitted on a Proposal for Purchase which may be obtained from Lisa Carwyle, City Clerk, City of Oxford, 107 Courthouse Square, Oxford, Mississippi 38655 telephone: (662)232-2312, or from the City's financial advisor, Government Consultants, Inc., 1830 Crane Ridge Drive, Jackson, Mississippi 39216, telephone: (601)982-0005, attention: Mr. Demery Grubbs.

In the opinion of Special Counsel, assuming compliance by the City with certain tax covenants, under existing statutes, regulations, rulings and court decisions, interest on the Note is excluded from gross income for federal income tax purposes. Furthermore, interest on the Note is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals and corporations; however, interest on the Note is taken into account in determining adjusted current earnings for purposes of computing the alternative minimum tax imposed on corporations. Special Counsel will express no other opinion regarding other federal tax consequences resulting from the ownership, receipt or accrual of interest on or disposition of the Note. In addition, Special Counsel is further of the opinion that under and pursuant to the Act, the Note and interest thereon are exempt from all income taxes imposed by the State of Mississippi.

The final approving opinion of Special Counsel relating to the validity and tax exemption of the Note, together with a non-litigation certificate of the City dated the date of delivery of the Note, and a transcript of the proceedings relating to the Note will be delivered to the successful bidder without charge.

The successful bidder will be given at least seven (7) business days advance notice of the proposed date of delivery of the Note when that date has been tentatively determined. The Note will be delivered in Oxford, Mississippi or such other place as the Governing Body shall designate and payment therefor shall be made in federal or other immediately available funds.

The successful bidder shall have the right, at its option, to cancel its agreement to purchase the Note if the Note to be delivered by the City in accordance with the preceding paragraph is not tendered for delivery within sixty (60) days from the date of sale thereof, and in such event the City shall return to said bidder its good faith deposit without interest. The City shall have the right, at its option, to cancel its agreement to sell the Note if within five (5) days after the tender of the Note for delivery the successful bidder shall not have accepted delivery of

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and paid for the Note, and in such event the City shall retain the successful bidder's good faith deposit as liquidated damages.

Further information may be obtained from Lisa Carwyle, City Clerk, City of Oxford, 107 Courthouse Square, Oxford, Mississippi 38655 telephone: (662)232-2312, or from the City's financial advisor, Government Consultants, Inc., 1830 Crane Ridge Drive, Jackson, Mississippi 39216, telephone: (601)982-0005, attention: Mr. Demery Grubbs.

DATED: _____, 2012

CITY OF OXFORD, MISSISSIPPI

By /s/Lisa Carwyle
City Clerk

PROPOSAL FOR PURCHASE

\$500,000

**CITY OF OXFORD, MISSISSIPPI
GENERAL OBLIGATION NOTE, SERIES 2012**

_____, 2012

Mayor and Board of Aldermen
City of Oxford
107 Courthouse Square
Oxford, Mississippi 38655

Ladies and Gentlemen:

For Five Hundred Thousand Dollars (\$500,000) principal amount City of Oxford, Mississippi General Obligation Note, Series 2012 (the "Note") of the City of Oxford, Mississippi (the "City"), dated as of its delivery, and bearing interest at the rate specified below, we will pay you the aggregate par value thereof. The principal of the Note will be payable in the amounts and in the years set forth in the Notice of Note Sale relating to the Note dated _____, 2012 (the "Notice of Note Sale").

The Note shall bear interest at the rate of _____ percent per annum. This proposal is subject to all the terms and conditions of the Notice of Note Sale which notice by this reference thereto is hereby made a part hereof. We hereby acknowledge that we will fully comply with the terms and requirements of the Notice of Note Sale.

A CERTIFIED OR CASHIER'S CHECK, DRAWN UPON A BANK LOCATED WITHIN THE STATE OF MISSISSIPPI, PAYABLE TO THE ORDER OF THE CITY OF OXFORD, MISSISSIPPI, IN THE AMOUNT OF TEN THOUSAND AND NO/100THS DOLLARS (\$10,000.00) accompanies this proposal as evidence of good faith and said good faith deposit shall be returned to the undersigned if this proposal is not accepted, or if the City should fail to deliver said Note to the undersigned in accordance with the terms of the

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Notice of Note, otherwise said good faith deposit shall be held by the City and shall be applied as and when the Note is delivered and paid for under the terms of this proposal, as part payment therefor, or be applied as and for liquidated damages in the event that the undersigned fails to take up and pay for the Note. Pending the application of the good faith deposit of the successful bidder as aforesaid, such deposit may be invested in direct obligations of, or obligations guaranteed by, the United States of America or in repurchase agreements with banks fully secured by such obligations, and the City shall be entitled to any income from any such investment.

applied as and when the Note is delivered and paid for under the terms of this proposal, as part payment therefor, or be applied as and for liquidated damages in the event that the undersigned fails to take up and pay for the Note. Pending the application of the good faith deposit of the successful bidder as aforesaid, such deposit may be invested in direct obligations of, or obligations guaranteed by, the United States of America or in repurchase agreements with banks fully secured by such obligations, and the City shall be entitled to any income from any such investment.

This proposal is for immediate acceptance.

Bidder _____

By _____
[Print Name]

[Signature]

Title _____

Address _____

Telephone Number _____

(Note: No addition to or alteration in this proposal is to be made, and any erasure may cause a rejection of this proposal. Proposals must be filed with the Mayor and Board of Aldermen of the City of Oxford, Mississippi in the Office of the City Clerk in the City Hall located at 107 Courthouse Square, Oxford, Mississippi 38655 attention: Lisa Carwyle, City Clerk, sealed and worded on the outside, in substance, "Proposal for City of Oxford, Mississippi General Obligation Note, Series 2012", before 4:00 o'clock p.m., Mississippi time, on _____, 2012. No interest will be allowed the bidder on the good faith deposit which accompanies this proposal.)

ACCEPTANCE

The above proposal accepted by the Mayor and Board of Aldermen of the City of Oxford, Mississippi, this the _____ day of _____, 2012, and receipt of the within mentioned check is hereby acknowledged.

CITY OF OXFORD, MISSISSIPPI

By _____
Mayor

Attest: **MINUTE BOOK No. 63, CITY OF OXFORD**

DEMENT-MERIDIAN 61-226

City Clerk

Return of the good faith check is hereby acknowledged.

By _____

Title _____

SECTION 5. The Note shall be dated as of its delivery; shall bear interest from said date at the rate of interest specified in the proposal submitted by the successful bidder for the Note in accordance with the Notice of Note Sale, but not to exceed eleven percent (11%) per annum, payable on April 1 and October 1 of each year, commencing April 1, 2013; and principal and interest shall be payable in equal installments over a period of five (5) years, with principal payable on October 1 of each year. The Note shall mature on October 1, 2017.

The Note shall be issued in registered form in a single denomination of not to exceed Five Hundred Thousand Dollars (\$500,000) and shall be numbered R-1. The Note will be subject to redemption prior to maturity at the option of the City, either in whole or in part on any date, at the principal amount thereof together with accrued interest to the date fixed for redemption and without premium. Notice of each such redemption shall be mailed, postage prepaid, not less than two (2) business days prior to the redemption date, to the registered owner of the Note to be redeemed at the address appearing on the registration books of the City maintained by the Paying and Transfer Agent (as hereinafter defined).

The principal of the Note shall be payable in lawful monies of the United States of America as the same shall become due at a bank or banks to be designated by the City (the "Paying and Transfer Agent"). Interest will be payable by check or draft drawn upon the Paying and Transfer Agent made payable to the registered owner named in and mailed to the address of the registered owner as it shall appear on the registration books of the City kept and maintained by the Paying and Transfer Agent.

SECTION 6. Baker, Donelson, Bearman, Caldwell & Berkowitz, PC is hereby designated as Special Counsel ("Special Counsel") in connection with the sale and issuance of the Note. Mayo Mallette PLLC is hereby selected to serve as counsel to the City in connection with the sale and issuance of the Note and Government Consultants, Inc. is hereby designated as Financial Advisor to the City (the "Financial Advisor") in connection with the sale and issuance of the Note.

SECTION 7. Special Counsel is hereby authorized and directed to cause the Notice of Note Sale to be published at least one (1) time, which shall not be less than ten (10) days prior to the date of the sale of the Note, in *The Oxford Eagle*, Oxford, Mississippi, a newspaper having general circulation in the City.

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SECTION 8. The Mayor of the City (the Mayor), Special Counsel and the Financial Advisor are hereby authorized and directed to cause to be prepared, distributed and furnished to prospective bidders for the Note, and to other interested persons, such materials and information concerning the City as may be convenient to the public sale of the Note.

SECTION 9. The Mayor is hereby authorized and directed to make all final determinations necessary in connection with (a) the publication of the Notice of Note Sale, including the date of sale, the dated date of the Note, the maturity schedule relating to the Note, the final aggregate principal amount of the Note, the redemption terms of the Note and any other terms thereof, and (b) the Proposal for Purchase; provided, however, that such determinations shall be subject to ratification by the Governing Body.

SECTION 10. Special Counsel shall obtain from the publisher of the aforesaid newspaper the customary publisher's affidavit proving publication of the Notice of Note Sale for the time and in the manner required by law, and such proof of publication shall be filed in the Clerk's office and exhibited before the Governing Body at the hour and date for the receipt of proposals for the purchase of the Note.

SECTION 11. The City hereby declares its official intent to reimburse itself from the proceeds of the Note for expenses incurred with respect to the Project subsequent to the date of this resolution. This resolution is intended as a declaration of official intent under Treasury Regulation Section 1.150-2. The Note will not exceed the total principal amount of Five Hundred Thousand Dollars (\$500,000).

SECTION 12. If any one or more of the provisions of this 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 resolution, but this resolution shall be construed and enforced as if such illegal or invalid provision or provisions had not been contained herein.

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

Alderman Ney Williams voted:	AYE
Alderman E.O. Oliver voted:	AYE
Alderwoman Janice Antonow voted:	AYE
Alderman Ulysses Howell voted:	AYE
Alderman Preston E. Taylor voted:	AYE
Alderman Jason Bailey voted:	AYE
Alderman John Morgan voted:	AYE

The motion having received the affirmative vote of a majority of the members of the Governing Body present, being a quorum of said Governing Body, the Mayor declared the motion carried and the resolution adopted this 21st day of August, 2012.

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- WEST NILE: Jimmy Allgood gave a report on the West Nile virus and how to limit the amount of mosquitoes around your home.
- ORDINANCE CHANGE: This was the first reading of the proposed changes to Section 102 Article XVII Stopping, Standing, Restricted or Prohibited on Certain Streets of the Code of Ordinances. Tim Akers read through all the proposed changes to the ordinance.
- CHANGE ORDER: It was moved by Alderman Morgan, seconded by Alderman Bailey to approve a change order for the Powerhouse renovation project in the amount of \$6,799.00. The balance remaining after the grant pays is \$1257.00, the City will split that amount with YAC. All the aldermen voting aye, Mayor Patterson declared the motion carried.
- VEHICLE: It was moved by Alderman Morgan, seconded by Alderman Antonow to authorize the purchase of a 2012 Jeep Liberty for Downtown Parking Enforcement to be used by Standard Parking. Two quotes were received and they will purchase the vehicle from Chandler Motors in the amount of \$17,011.00. All the aldermen voting aye, Mayor Patterson declared the motion carried.
- DESIGN PROFESSIONAL: It was moved by Alderman Williams, seconded by Alderman Bailey to authorize the retention of a design professional for parking garage RFP behind City Hall. All the aldermen voting aye, Mayor Patterson declared the motion carried.
- ORDINANCE: This was the second reading and public hearing of trenching and right of way ordinance. There was no comment from the public. The third reading and vote will be held at the next board meeting.
- ORDINANCE: This was the second reading and public hearing of telecommunications permit ordinance. There was no comment from the public. The third reading and vote will be held at the next board meeting.
- ORDINANCE: This was the first reading of proposed amendment to Land Development Code: Article 7, Section 201: Parking and Loading Regulations regarding parking space size requirements.
- ORDINANCE: This was the first reading of the proposed amendments to the Land Development code: Article 9, Section 230: Standard Forms for Final Plats regarding final plat certification.
- BAILEY BRANCH PARK AT FNC: Bart Robinson came before the Mayor and Board of Aldermen to discuss the relocation of the sidewalk at Bailey Branch Park at FNC on Highway 7, due to the widening of Highway 7. He reported the relocation of the sidewalk would cost approximately \$3,500.00.

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AFTER HOURS WORK:

It was moved by Alderman Howell, seconded by Alderman Bailey to authorize Shelby Electric to work after hours for signal installation on West Jackson at CVS. All the aldermen voting aye, Mayor Patterson declared the motion carried.

PUBLIC USE OF PROPERTY:

It was moved by Alderman Williams, seconded by Alderman Taylor to authorize permission for the public to use a strip of property adjacent to wastewater treatment plant for the purpose of flying, landing and take-off of Radio Controlled aircraft in accordance with posted rules. All the aldermen voting aye, Mayor Patterson declared the motion carried.

EASEMENT:

It was moved by Alderman Howell, seconded by Alderman Bailey to accept the following easement from Northwest Community College. All the aldermen voting aye, Mayor Patterson declared the motion carried.

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DEMENT-MERIDIAN 61-226

THE STATE OF MISSISSIPPI
THE COUNTY OF LAFAYETTE

PERPETUAL DRAINAGE EASEMENT

FOR AND IN CONSIDERATION of the hereinafter named NORTHWEST MISSISSIPPI COMMUNITY COLLEGE granting to the CITY OF OXFORD, MISSISSIPPI, and other good and valuable consideration, the receipt of all which is hereby acknowledged, NORTHWEST MISSISSIPPI COMMUNITY COLLEGE, Grantor, does hereby convey and warrant unto THE CITY OF OXFORD, MISSISSIPPI, Grantee, a perpetual drainage easement for the following described property in LAFAYETTE County, Mississippi, to-wit:

PERPETUAL DRAINAGE EASEMENT

DESCRIPTION: A PARCEL OF LAND LOCATED IN THE NORTHEAST QUARTER (NE 1/4) OF SECTION 33, TOWNSHIP 8 SOUTH, RANGE 3 WEST, LAFAYETTE COUNTY, MISSISSIPPI. SAID PARCEL IS TO BE USED AS A PERPETUAL DRAINAGE EASEMENT BY THE CITY OF OXFORD, MS TO INSTALL AND MAINTAIN A STORMWATER DRAINAGE PIPE:

COMMENCING FROM A POINT LOCATED 493.90 FEET EAST AND 1,962.72 FEET SOUTH OF AN 8" WOODEN POST COMMONLY ACCEPTED AS THE NORTHEAST CORNER OF THE NORTHWEST QUARTER (NW 1/4) OF SAID SECTION 33, TOWNSHIP 8 SOUTH, RANGE 3 WEST; RUN THENCE S 81°43'17" E A DISTANCE OF 277.09 FEET TO A POINT; RUN THENCE S 14°51'31" W FOR A DISTANCE OF 50.33 FEET TO A POINT; RUN THENCE N 81°43'17" W FOR A DISTANCE OF 277.41 FEET TO A 1/2" REBAR FOUND ON THE EXISTING EAST RIGHT-OF-WAY LINE OF COLEMAN DRIVE; RUN THENCE, ALONG SAID EAST RIGHT-OF-WAY LINE, N 15°13'28" E FOR A DISTANCE OF 50.37 FEET TO THE POINT OF BEGINNING OF THE HEREIN DESCRIBED PARCEL OF LAND, CONTAINING 0.319 ACRE, MORE OR LESS.

Pursuant to said easement, GRANTEE will adhere to the following Maintenance Agreement:

GRANTEE will restore property within easement back to original state once installation of Stormwater Drainage Pipe is complete, maintain the Stormwater Drainage Pipe located within the perpetual drainage easement, and install and maintain outfall creek bank protection at Burney Branch Creek.

Grantor herein hereby acknowledges that it has been fully advised and understands that it is entitled to receive just compensation based upon an appraisal of this property for this conveyance and for damages, if any, but Grantor desires no compensation and desires to grant the CITY OF OXFORD, MISSISSIPPI, the easement as described above. Grantor specifically understands that it has the right to request that a fair market value appraisal of the property be made, and it hereby waives that right. It is further understood and agreed that this instrument constitutes the entire agreement between the Grantor and the Grantee, there being no oral agreement or representations of any kind.

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WITNESS MY SIGNATURE, this the 9th day of August 2012.

[Signature]
WITNESS

NORTHWEST MISSISSIPPI
COMMUNITY COLLEGE, Grantor

BY: [Signature]

WITNESS

CITY OF OXFORD, MISSISSIPPI, Grantee

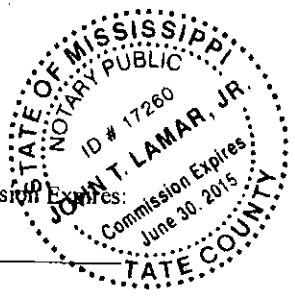
BY: _____

THE STATE OF Mississippi
THE COUNTY OF Tate

Personally appeared before me, the undersigned authority, in and for said County and State, within my jurisdiction, the within named Nilton Keybondal Channing of the Board of Trustees who acknowledged that he signed and delivered the above and foregoing instrument for the purposes mentioned on the day and in the year therein mentioned, after being authorized to do so.

Sworn to and subscribed before and given under my hand and seal of office, this the 9th day of August 2012.

[Signature]
NOTARY PUBLIC



My Commission Expires: _____

Grantor's Address:
4975 Highway 51 N
Senatobia, MS 38668-1701
(662) 562-3200

Grantee's Address:
107 Courthouse Square
Oxford, MS 38655
(662) 236-1310

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DEMENT-MERIDIAN 61-226

BID:

It was moved by Alderman Oliver, seconded by Alderman Williams to accept the bid for the tracked mini-derrick machine in the amount of \$149,526.00. All the aldermen voting aye, Mayor Patterson declared the motion carried.

1. Award bid for tracked mini-derrick machine. (Rob Neely)

One bidder, Nesco Sales and Rentals, submitted a bid for the tracked mini-derrick machine (\$149,526.00). We were contacted by at least one other prospective bidder but he chose not to submit a bid. Nesco sells the machine that OED would like to purchase and can meet the specifications laid out in the bidding process.

Background: We desperately need this machine to access areas that unreachable for a bucket truck. We are constantly faced with situations, both emergency and routine maintenance, where this machine would allow access to confined, uneven and/or wooded areas. This machine is a track machine that functions as a mini-digger-derrick truck and mini-bucket truck. This machine has the ability to carry a pole into a remote job site, dig the hole for the pole, and set up to a 50 foot wood pole. This machine also has the ability to carry underground transformers into back yards and through privacy fences with a 30 inch gate, pick up the defective transformer, and set the new one on the ground. In the past utility personnel have had to drive our digger-derrick truck into back yards to change out poles, or carry out the damaged equipment by hand. This, of course, causes irreparable damage to customer's yards and access is not even possible in some situations where the houses are too close to one another. It also puts our employees at greater risk for injuries.

I believe the mini-derrick machine will allow us to better serve the citizens of Oxford and to do our jobs more effectively, therefore I request that the board award the bid to Nesco.

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TRAVEL:

It was moved by Alderman Howell, seconded by Alderman Morgan to authorize permission for staking engineer to attend MS/TN Member Services meeting in Counce, TN on October 9, 2012 with a cost of \$121.88. All the aldermen voting aye, Mayor Patterson declared the motion carried.

OPC QUARTERLY REPORT:

Rob Boyd came before the Mayor and Board of Aldermen to present the Oxford Park Commission's quarterly reports.

APPRAISAL POLICY:

It was moved by Alderman Bailey, seconded by Alderman Antonow to adopt the following policy to waive appraisals in certain land acquisitions under \$10,000.00. All the aldermen voting aye, Mayor Patterson declared the motion carried.

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**RESOLUTION OF OXFORD, MISSISSIPPI
REGARDING WAIVER OF APPRAISAL REQUIREMENT
FOR PROPERTY ACQUISITIONS LESS THAN \$10,000**

The Board took up for consideration a policy allowing for acquisition of property with a fair market value of less than Ten Thousand Dollars (\$10,000.00), and where the valuation problem is uncomplicated, without requiring a formal appraisal of the property to be obtained, to the extent permitted by law. Upon due consideration, the City of Oxford, Mississippi adopts the following Resolution, which was first reduced to writing:

**RESOLUTION OF THE MAYOR AND BOARD OF ALDERMEN OF THE CITY
OF OXFORD, MISSISSIPPI, AUTHORIZING ADOPTION OF A POLICY
ALLOWING ACQUISITION OF PROPERTY WITH A FAIR MARKET VALUE
OF LESS THAN TEN THOUSAND DOLLARS (\$10,000.00), WITHOUT
REQUIRING A FORMAL APPRAISAL OF SAID PROPERTY TO BE
OBTAINED**

WHEREAS, Miss. Code Ann. §43-37-3(b), as amended, provides that "real property shall be appraised before the initiation of negotiations, except that the acquiring person, agency or other entity may adopt a procedure in compliance with the federal regulation to waive the appraisal in cases involving the acquisition by sale or donation of property with a . . . fair market value of Ten Thousand Dollars (\$10,000.00) or less"; and

WHEREAS, the Mississippi Attorney General has opined that the federal regulation referenced in this statute is 49 CFR 24.1, et seq.; and

WHEREAS, 49 CFR § 24.102 provides that an appraisal is not required when "the valuation problem is uncomplicated and the anticipated value of the proposed acquisition is estimated at \$10,000.00 or less, based on review of available data"; and

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~~WHEREAS, 49 CFR § 24.102(c)(ii)(B) provides that such a valuation may be~~

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completed by a person with "sufficient understanding of the local real estate market to be qualified to make the waiver valuation"; and

WHEREAS, the City wishes to adopt a policy by which it has the option to waive the appraisal requirement when the valuation problem is uncomplicated and the anticipated value of the property is less than Ten Thousand Dollars (\$10,000.00), if and only if the governing authority of the City of Oxford determines by official action that it wishes to waive the appraisal process and utilize the policy for non-appraisal valuations as allowed under statute and federal regulations as may be amended from time to time;

NOW, THEREFORE, BE IT RESOLVED BY the Mayor and Board of Aldermen of the City of Oxford, Mississippi, and upon Motion by Alderman _____ and second by Alderman _____ that the City of Oxford hereby approves and authorizes the following:

1. Property shall be appraised before the initiation of negotiations and acquired through the appraisal process pursuant to statutory requirements, except in cases involving the acquisition of property where the valuation problem is uncomplicated and the fair market value of the property is Ten Thousand Dollars (\$10,000.00) or less, in compliance with 49 CFR § 102, in which such case the governing authority of the City of Oxford may determine to waive such appraisal under the policy set forth herein;
2. In cases involving the acquisition of property where the valuation problem is uncomplicated and the fair market value of the property is Ten Thousand Dollars (\$10,000.00) or less (or in such amount as may be

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allowed under subsequent amendments to Miss. Code Ann. §43-37-3(b) and/or 49 CFR § 102), the requirement for a formal appraisal may be waived, at the discretion of the governing authority of the City of Oxford;

- 3. In cases involving the acquisition of property where the valuation problem is uncomplicated and the fair market value of the property is Ten Thousand Dollars (\$10,000.00) or less, where the governing authority of the City of Oxford has determined by official action to waive the appraisal process, a written valuation will be obtained from a person with sufficient understanding of the local real estate market to be qualified to make the waiver valuation, and the services of such person shall be retained by official action of the governing authority of the City of Oxford. In the normal case, such person shall be a local broker, real estate agent, or appraiser.
- 4. In cases in which a "waiver valuation" as described above has been obtained, the City shall nevertheless comply with all applicable requirements for negotiation and purchase of such property, as may apply under existing law to any such anticipated property acquisition.

After full discussion of this matter, Alderman _____ moved that the foregoing Resolution be adopted and said motion was seconded by Alderman _____, and upon the question being put to a vote, the vote was as follows:

Alderman Williams _____

Alderman Oliver _____

Alderman Antonow _____

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Alderman Howell _____

Alderman Taylor _____

Alderman Mayo _____

Alderman Morgan _____

WHEREUPON, the foregoing Resolution was declared passed and adopted at a regular meeting of the Mayor and Board of Aldermen of the City of Oxford, Mississippi; on this, the 21st day of August, 2012.

GEORGE "PAT" PATTERSON, MAYOR

ATTEST:

LISA CARWYLE, CITY CLERK

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APPRAISAL:

It was moved by Alderman Morgan, seconded by Alderman Bailey to determine to waive the appraisal process in favor of the process allowed under the newly adopted policy, as to the proposed rental of a horse barn. All the aldermen voting aye, Mayor Patterson declared the motion carried.

PROFESSIONAL SERVICES:

It was moved by Alderman Howell, seconded by Alderman Bailey to authorize the retention of Dick Marchbanks to provide a letter of valuation pursuant to the policy allowing waiver of appraisals. All the aldermen voting aye, Mayor Patterson declared the motion carried.

HORSE BARN LEASE:

It was moved by Alderman Bailey, seconded by Alderman Antonow to authorize entry into lease, assuming valuation determining value of lease equals or exceeds amount of consideration for the lease. All the aldermen voting aye, Mayor Patterson declared the motion carried.

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LEASE AGREEMENT

DEMENT-MERIDIAN 61-0226

**STATE OF MISSISSIPPI
COUNTY OF LAFAYETTE**

THIS LEASE AGREEMENT ("Lease") is made and entered into this _____ day of August, 2012, by and between Nancy Dabney ("Lessor"), and the City of Oxford, Mississippi ("Lessee"), as described below:

1. The term of this Lease shall consist of a period of two (2) years, commencing on August 24, 2012, and ending on August 23, 2014, unless terminated earlier, as provided in this Lease.
2. The property included in this Lease (the "Premises") is described as follows:

Five (5) stalls in the equine barn owned by Lessor and located at 3512 South Lamar, Oxford, Mississippi 38655. Lessee shall also have reasonable use of that certain lot and pasture land surrounding the barn, as specifically designated by Lessor and shown in the drawing attached hereto, for the feeding, grazing, training and exercising of Lessee's horses, at times to be determined at the discretion of Lessee. Lessee shall further have reasonable use of the Premises for storage of a trailer or trailers used for transporting its horses being boarded at the Premises. Lessee shall store such trailer or trailers in a manner on the Premises as directed by Lessor.

3. Each stall shall be used for the boarding of one individual horse. Lessee will not make or permit any use of the premises, or do or permit any act, including the keeping of anything, in or about the premises, which directly or indirectly, will violate any law, ordinance or regulation; or violate the terms of, or cause any increase in the rate under, any insurance policy covering or relating to the Premises, except as particularly described herein.

4. Lessor(s) agrees that she is solely responsible for retaining applicable policy(ies) for the insurance of the Premises, and that the consideration paid hereunder is sufficient for her to purchase such insurance.

5. Should Lessor deem it necessary to obtain medical attention for Lessee's horse(s) in the case of accident, illness, injury, or in the course of normal veterinary or farrier care, or otherwise, and is unable to contact Lessee, Lessor is hereby authorized to utilize a veterinarian or farrier of her choice to provided necessary veterinary services at the expense of Lessee.

6. It is mutually agreed that Lessor shall not be responsible for the care and supervision of Lessee's horses, and Lessee agrees that all feeding, training, veterinary, medical, farrier, and other related expenses for the care of Lessee's horses are the sole responsibility of the Lessee.

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7. Lessee acknowledges that Lessor does not carry any of Lessee's horse(s) that are boarded on the Premises on any form of equine insurance and will not be responsible for any violation of the terms of a lapse of any policy carried by Lessee.

8. Lessee agrees to pay to Lessor as rent for the Premises the sum of \$250.00 per month, prorated for any portion thereof, for boarding and pasture, on or before the tenth day of each month, commencing on September 10, 2012 and continuing regularly and monthly thereafter on or before the first day of each month, for the term of this Lease as provided herein. As further consideration for this Lease, Lessee shall, at Lessee's expense, update the current stall configuration in Lessor's barn to provide for five stalls of reasonable construction for use by Lessee's horses during the term of the lease, and Lessee shall repair the tack and supply room for use by Lessee. The parties anticipate that the cost of such repairs and improvements shall be approximately Two Thousand Five Hundred Dollars (\$2,500.00). Such improvements shall remain upon the Premises after the termination of the lease.

9. On the expiration or other termination of the term of this Lease, Lessee shall quit and surrender to Lessor the Premises in as good, and as clean, order and condition as such were in at the commencement of the term, with the exception of normal wear and tear, and the improvements herein described.

10. This agreement constitutes the entire agreement of the parties to this Lease and supersedes any prior understandings or written or oral agreement between the parties respecting this subject matter.

IN WITNESS OF THIS AGREEMENT, the undersigned execute this agreement as of the day and year first above written.

LESSOR:

LESSEE:

Nancy Dabney
3512 South Lamar
Oxford, Mississippi 38655

City of Oxford

By: _____

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- BMX TRACK:** Rob Boyd came before the Mayor and Board of Aldermen to update them on the BMX Track. The OPC Board is negotiating a contract with USA BMX for operation of the track. He will bring the final contract back to the Board at a later date for approval.
- TAXI LICENSE APPEAL:** Clayton Young came before the Mayor and Board of Aldermen to ask to be approved as a Taxi Company. Mike Martin did not recommend his approval because he recently plead guilty to a misdemeanor in Justice Court. There was no motion made by the Board.
- TAXI DRIVER:** It was moved by Alderman Howell, seconded by Alderman Taylor to authorize Delbert Simpson as a taxi driver. All the aldermen voting aye, Mayor Patterson declared the motion carried.
- PROHIBITED PARKING:** The Police Department came before the Mayor and Board of Aldermen to discuss their safety concerns with vehicles parking and the large amount of people on the streets when bars close. It was moved by Alderman Bailey, seconded by Alderman Antonow to all the closing of certain parking spaces on Van Buren and Jackson Avenue from 9:00 p.m. until 2:00 a.m. for public safety and to designate certain areas for taxi's only. The vote was as follows:
- Voting aye- Williams, Oliver, Antonow, Howell, Taylor and Bailey
- Voting no- Morgan
- Mayor Patterson declared the motion carried.
- FIRE DEPARTMENT EMPLOYMENT AGE:** This was the first reading of the proposed ordinance change which would lower the employment age for the Fire Department from twenty-one to eighteen. The public hearing will be at the next board meeting.
- PROMOTIONS:** It was moved by Alderman Williams, seconded by Alderman Bailey to authorize the promotion of Gary Atkinson, Chris Abernathy and Larry Gillespie from Lieutenant to Junior Captain at \$39,045.20. All the aldermen voting aye, Mayor Patterson declared the motion carried.
- PROMOTIONS:** It was moved by Alderman Bailey, seconded by Alderman Antonow to authorize the promotion of Wesley Anderson, Braden Theobald, and Eddie Mounce from Firefighter/RDO to Junior Lieutenant at a salary of \$36,560.42. All the aldermen voting aye, Mayor Patterson declared the motion carried.
- EMPLOYMENT:** It was moved by Alderman Antonow, seconded by Alderman Taylor to authorize the employment of

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Jeffrey Taylor, Jamie Phillips and John Tramel as Firefighters with a salary of \$30,145.00. All the aldermen voting aye, Mayor Patterson declared the motion carried.

RESIGNATION:

It was moved by Alderman Williams, seconded by Alderman Taylor to accept the resignation of Edward Schultz as dispatcher with OPD. All the aldermen voting aye, Mayor Patterson declared the motion carried.

EXECUTIVE SESSION:

It was moved by Alderman Howell, seconded by Alderman Antonow to consider executive session for two personnel issues and two property issues. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

It was moved by Alderman Howell, seconded by Alderman Williams to go into executive session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

REGULAR SESSION:

It was moved by Alderman Howell, seconded by Alderman Williams to come out of executive session and return to regular session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

PROMOTION:

It was moved by Alderman Antonow, seconded by Alderman Bailey to authorize the promotion of John Levy to Assistant Chief in the Fire Department. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

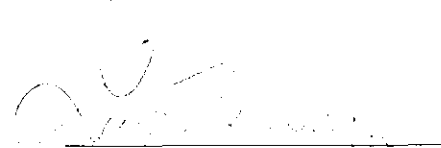
DISCIPLINARY ACTION:

It was moved by Alderman Howell, seconded by Alderman Williams to suspend an employee in the Police Department for two days without pay. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ADJOURN:

It was moved by Alderman Bailey, seconded by Alderman Williams to adjourn the meeting sine-die. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

George G. Patterson, Mayor



Lisa Carwyle, City Clerk

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UNITED STATES OF AMERICA

STATE OF MISSISSIPPI

COUNTY OF LAFAYETTE

CITY OF OXFORD

REGULAR MEETING

September 4, 2012

6:00 p.m.

CALL TO ORDER:

The meeting of the Mayor and Board of Aldermen of the City of Oxford, Mississippi, was called to order by Mayor Patterson at 6:00 p.m. on Tuesday, September 4, 2012, in the court room of City Hall when and where the following were present:

George G. Patterson - Mayor
 Ney Williams- Alderman Ward I
 E.O. Oliver- Alderman Ward II
 Janice Antonow- Alderman Ward III
 Ulysses Howell- absent
 Preston Taylor- Alderman Ward V
 Jason Bailey- Alderman Ward VI
 John Morgan- Alderman at Large

Mayo Mallette PLLC -- Of Counsel
 Bart Robinson- Director of Public Works
 Lisa Carwyle-- City Clerk
 Tim Akers - Dir of Planning
 Rob Neely -- Supt. of Electric Dept.
 Mike Martin- Chief Oxford Police Dept
 Cary Sallis- Chief of Fire Dept
 Eddie Anderson- Dir. of Sanitation
 Al Hope- Dir of Human Resources
 Rob Boyd- Dir of Parks & Rec
 Jimmy Allgood- Emergency Mang. Director
 Randy Barber- Director of Building
 Billy Lamb- Supt. of Bldg & Grounds

AGENDA:

It was moved by Alderman Williams, seconded by Alderman Bailey to adopt the agenda for the meeting. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

MAYOR'S REPORT:

Well to say that we had an active weekend would be an understatement. We have a pretty long agenda, but I want to make two main points. First regards the weather. Jimmy Allgood told me we had between 4 to 6 inches of rain early Monday morning. There were a number of water issues around town and we are working on them on a priority bases. A major problem with one of our largest sewer lines has slowed us down. Its failure was probably weather related, but it has to take top priority. Bart will report more fully in a little bit. We will never be able to perfectly handle that much rain in that short a period of time, but we are making progress. The problem at Notting Hill certainly was not as bad and efforts seem to be effective. I want to thank many on the staff who gave up their holiday to come back in and help everyone. Secondly, we have all noticed a spike in vandalism, thefts, fights and destruction of private property around the Square this semester. I met with both Chiefs this morning

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and I'm letting those involved know-student and non-student alike that we are about to crack down. We do not want you in a vehicle drinking and driving, we have stated that many times, but we will not tolerate the activity that seems to have exploded this semester. If we can't catch your attention with pleas and fines, jail time is about to be involved. You have been warned.

MINUTES:

It was moved by Alderman Antonow, seconded by Alderman Morgan to adopt the minutes of the regular meeting on August 21, 2012. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ACCOUNTS:

It was moved by Alderman Oliver, seconded by Alderman Bailey to approve the payment of all accounts for the City. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

SCHOOL DISTRICT BUILDING PERMITS:

Brian Harvey, Superintendent for Oxford School District, came before the Mayor and Board of Aldermen to ask for a waiver of all building permit fees associated with the new high school. Randy Barber discussed with the Board that the building permit fee was \$59,765.00 and the remaining permits for electrical, mechanical, plumbing, gas, and fire inspection would be between \$25,000.00 and \$40,000.00.

It was moved by Alderman Morgan, seconded by Alderman Bailey to authorize the Building Department to waive all fees up to \$80,000.00 for the construction of the new high school. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

PLANNING COMMISSION:

It was moved by Alderman Bailey, seconded by Alderman Antonow to authorize the appointment of Michael Harmon as Chairman of the Planning Commission. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

PLANNING COMMISSION:

It was moved by Alderman Morgan, seconded by Alderman Antonow to authorize the reappointment of Gloria Kellum and John R. Bradley to the Planning Commission. All the aldermen voting aye, Mayor Patterson declared the motion carried.

PLANNING COMMISSION:

It was moved by Alderman Williams, seconded by Alderman Antonow to appoint Darrayial Whittington to the Planning Commission. All the aldermen voting aye, Mayor Patterson declared the motion carried.

PLANNING COMMISSION:

Mayor Patterson announced a vacancy on the Planning Commission, Carter Myers has resigned from the Planning Commission.

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DOWNTOWN PARKING**ORDINANCE AMENDMENT:**

This was the public hearing of the proposed changes to Section 102 Article XVII Stopping, Standing, Restricted or Prohibited on Certain Streets of the Code of Ordinances. Members of the Parking Commission discussed the proposed changes to the board and the public. Alderman Antonow asked about changing the time for enforcement from ending at 8:00 p.m. to possibly ending at 7:00 p.m. The Commission is meeting Friday and they will discuss the possibility at their meeting. Someone from the audience questioned whether the parking would be enforced on Saturday. The ordinance currently allows enforcement on Saturday and it would remain the same. The final reading and vote will be at the next board meeting.

RECYCLING CENTER:

It was moved by Alderman Oliver, seconded by Alderman Antonow to authorize agreement of work service at Recycling Center from North Mississippi Regional Center clients in the amount of \$28,000.00. All the aldermen voting aye, Mayor Patterson declared the motion carried.

EMERGENCY WORK:

Bart Robinson reported to the board on the repairs to a main sewer trunk line on Frontage Road. The Public Works department is working hard to get the necessary repairs done to the line and then rebuild the road. He expects it to take approximately one week to finish the project.

ORDINANCE 2012-5:

It was moved by Alderman Antonow, seconded by Alderman Bailey to adopt Ordinance 2012-, "AN ORDINANCE ADDING CHAPTER 98, ARTICLE 7, OF THE CODE OF ORDINANCES OF THE CITY OF OXFORD, MISSISSIPPI STREET, TRENCHING AND RIGHT-OF-WAY MANAGEMENT ORDINANCE". Said Ordinance is recorded in Book 7 of the Code of Ordinances. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ORDINANCE 2012-6:

It was moved by Alderman Morgan, seconded by Alderman Bailey to adopt Ordinance 2012-6 "AN ORDINANCE ADDING CHAPTER 114, ARTICLE 7, OF THE CODE OF ORDINANCES OF THE CITY OF OXFORD, MISSISSIPPI STREET, TELECOMMUNICATIONS PERMIT ORDINANCE." Said Ordinance is recorded in Book 7 of the Code of Ordinances. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

VACUUM TRUCK:

It was moved by Alderman Antonow, seconded by Alderman Oliver to authorize permission to advertise for a vacuum truck. All the aldermen voting aye, Mayor Patterson declared the motion carried.

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**UTILITY LOCATOR
TRAINING:**

It was moved by Alderman Williams, seconded by Alderman Bailey to authorize permission for employee to attend the Mississippi Summit, Utility locator training in Tunica, MS with a cost of \$855.00. All the aldermen voting aye, Mayor Patterson declared the motion carried.

ANNUAL BIDS:

It was moved by Alderman Oliver, seconded by Alderman Bailey to accept the bids for annual materials and supplies in the Public Works Department. All the aldermen voting aye, Mayor Patterson declared the motion carried.

**INDOOR PRACTICE
FACILITY:**

It was moved by Alderman Morgan, seconded by Alderman Bailey to authorize permission to advertise for shell for Indoor Practice Facility at FNC. All the aldermen voting aye, Mayor Patterson declared the motion carried.

**STORMWATER DETENTION
AT AVENT PARK:**

It was moved by Alderman Williams, seconded by Alderman Taylor to authorize advertisement for storm water detention at Avent Park. All the aldermen voting aye, Mayor Patterson declared the motion carried.

**SOLID WASTE ASSISTANCE
GRANT:**

It was moved by Alderman Morgan, seconded by Alderman Antonow to authorize application for a Solid Waste Assistance Grant from MS Department of Environmental Quality in the amount of \$25,000.00 for roll off recycling bins. All the aldermen voting aye, Mayor Patterson declared the motion carried.

KEEP MS BEAUTIFUL:

It was moved by Alderman Antonow, seconded by Alderman Bailey to accept the donation of \$500.00 from Keep Mississippi Beautiful. All the aldermen voting aye, Mayor Patterson declared the motion carried.

KEEP MS/AL BEAUTIFUL:

It was moved by Alderman Antonow, seconded by Alderman Bailey to authorize permission for an employee to travel to Keep AL/MS Beautiful annual conference in Montgomery, AL to be paid by Keep MS Beautiful contribution. All the aldermen voting aye, Mayor Patterson declared the motion carried.

**CERTIFIED POWER
EXECUTIVE COURSES:**

It was moved by Alderman Bailey, seconded by Alderman Williams to authorize permission for Superintendent to attend Certified Power Executive Courses in Nashville, TN on September 25-26, 2012 in the amount of \$1,462.00. All the aldermen voting aye, Mayor Patterson declared the motion carried.

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**MS WIRELESS
COMMUNICATIONS
COMMISSION:**

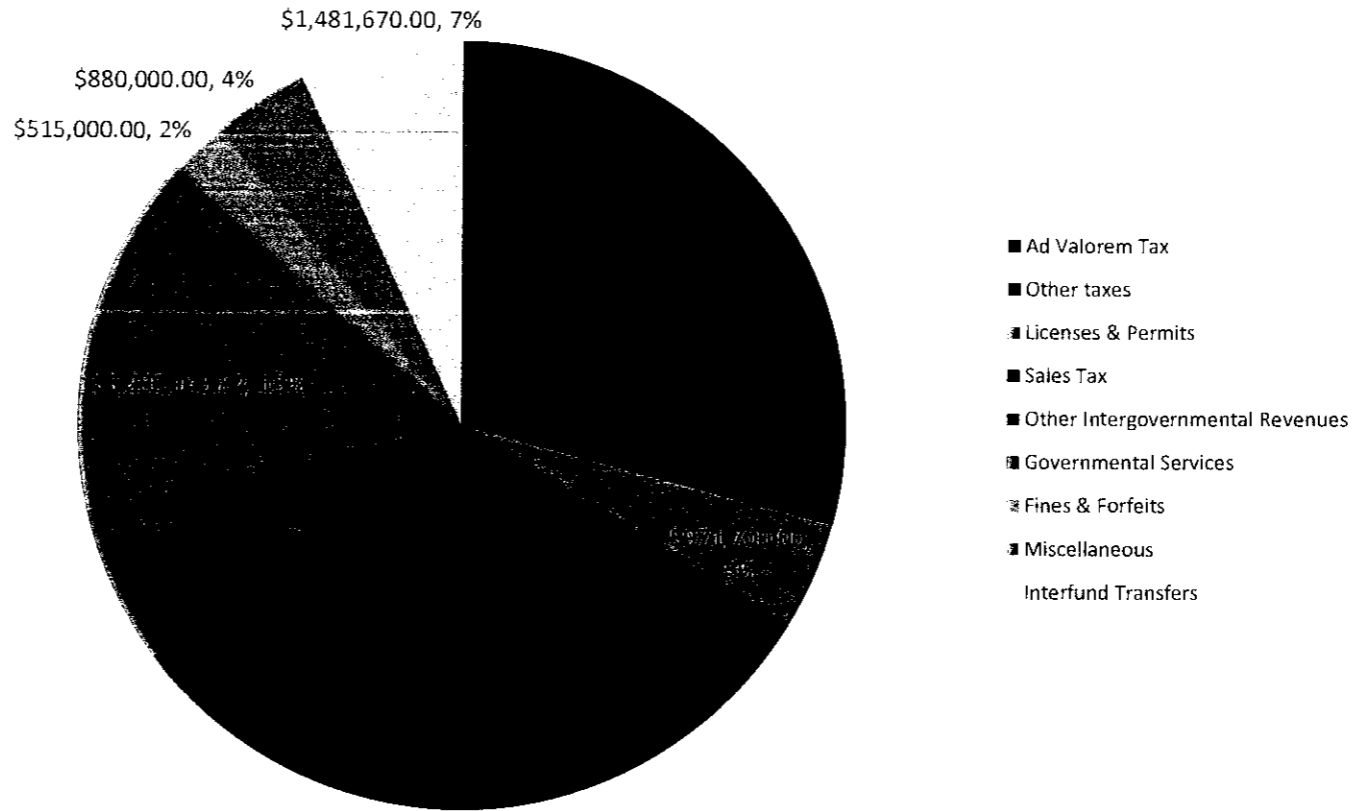
It was moved by Alderman Antonow, seconded by Alderman Taylor to authorize Mayor Patterson to sign MOU with MS Wireless Communications Commission. All the aldermen voting aye, Mayor Patterson declared the motion carried.

2012-2013 BUDGET:

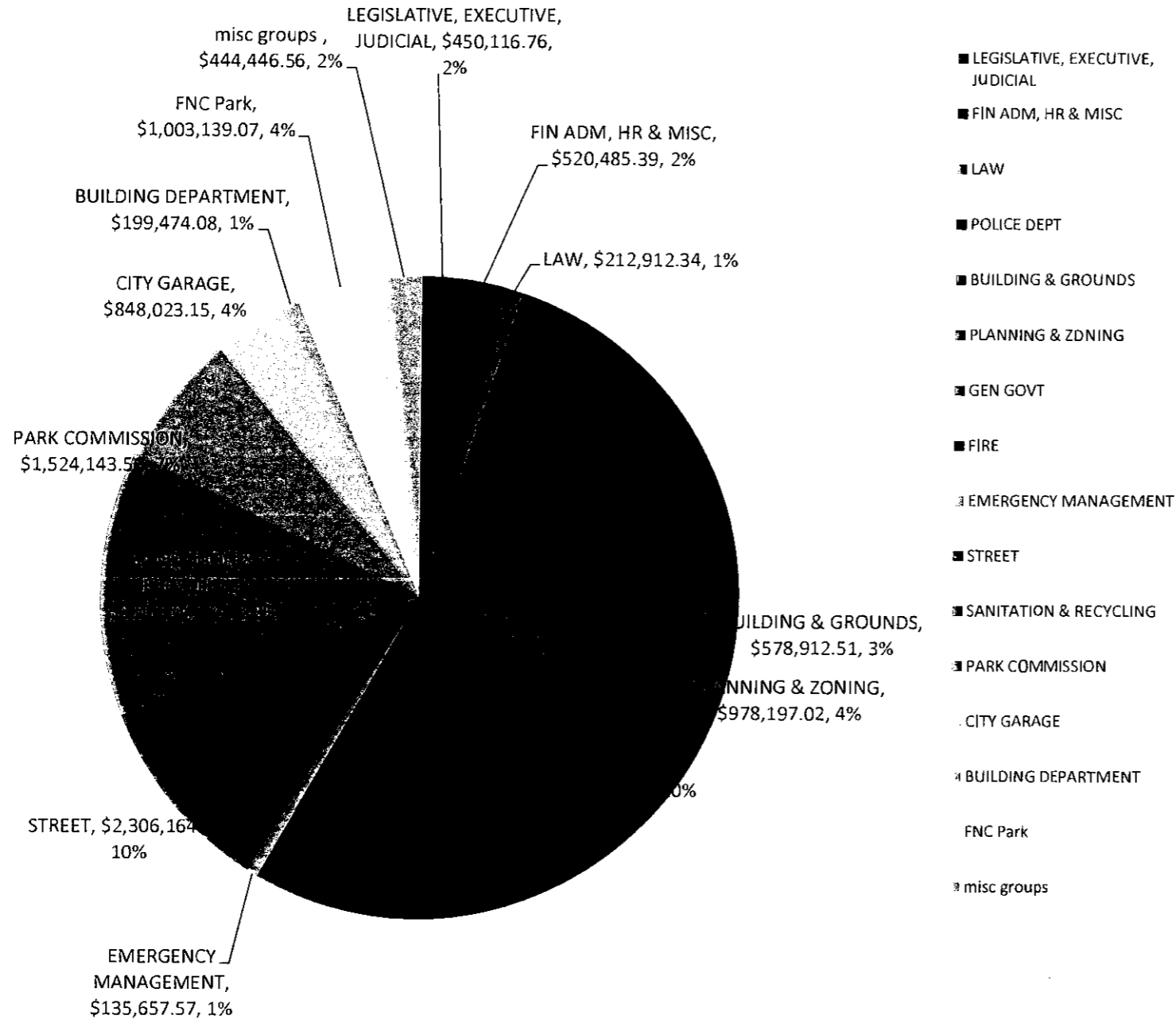
This was the public hearing on the proposed 2012-2013 budget. Lisa Carwyle, City Clerk, presented the following graphs. There was no comment from the public.

REVENUES

2013 Revenues



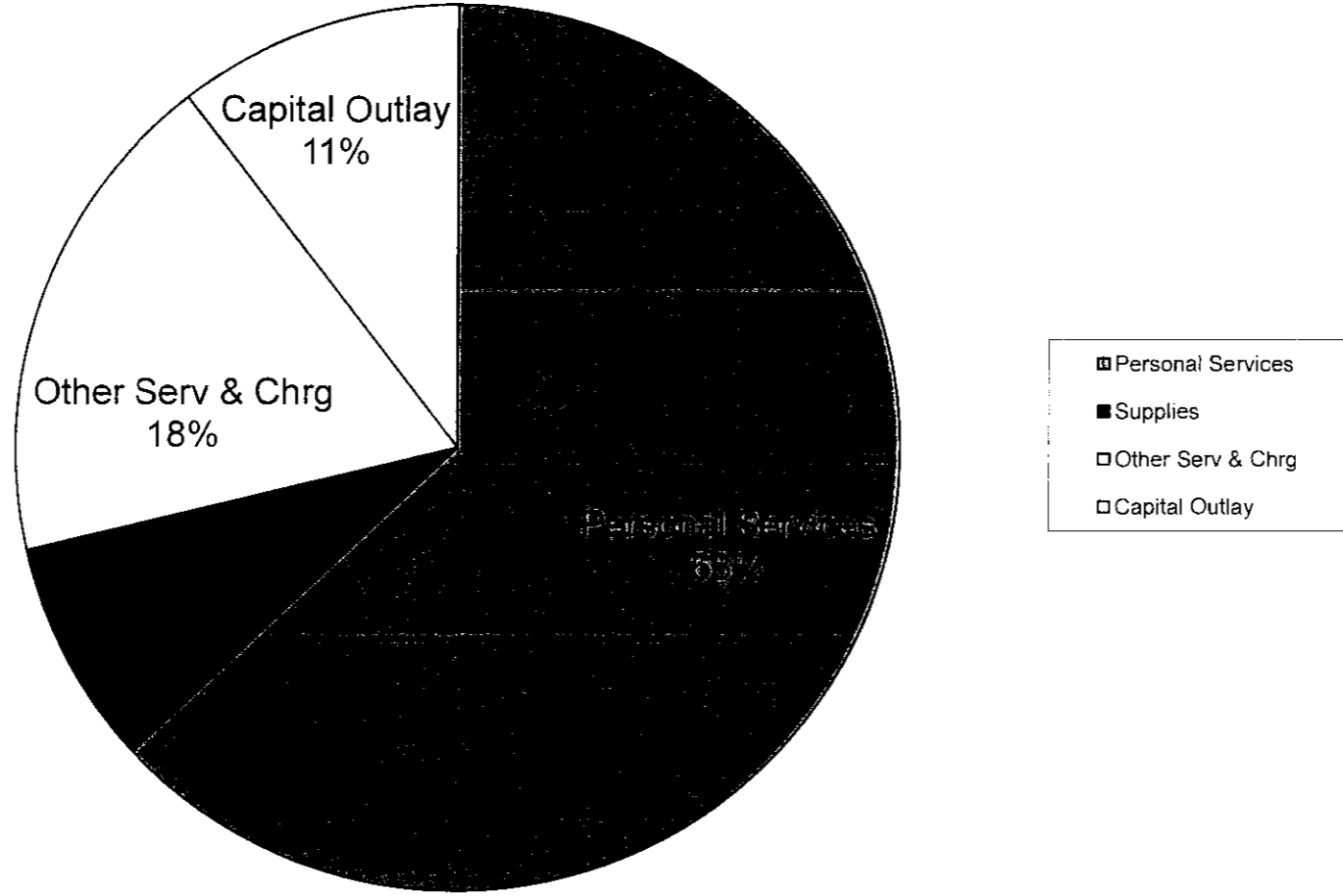
MINUTE BOOK No. 63, CITY OF OXFORD



- LEGISLATIVE, EXECUTIVE, JUDICIAL
- FIN ADM, HR & MISC
- LAW
- POLICE DEPT
- BUILDING & GROUNDS
- PLANNING & ZONING
- GEN GOVT
- FIRE
- EMERGENCY MANAGEMENT
- STREET
- SANITATION & RECYCLING
- PARK COMMISSION
- CITY GARAGE
- BUILDING DEPARTMENT
- FNC Park
- misc groups

EXPENSES

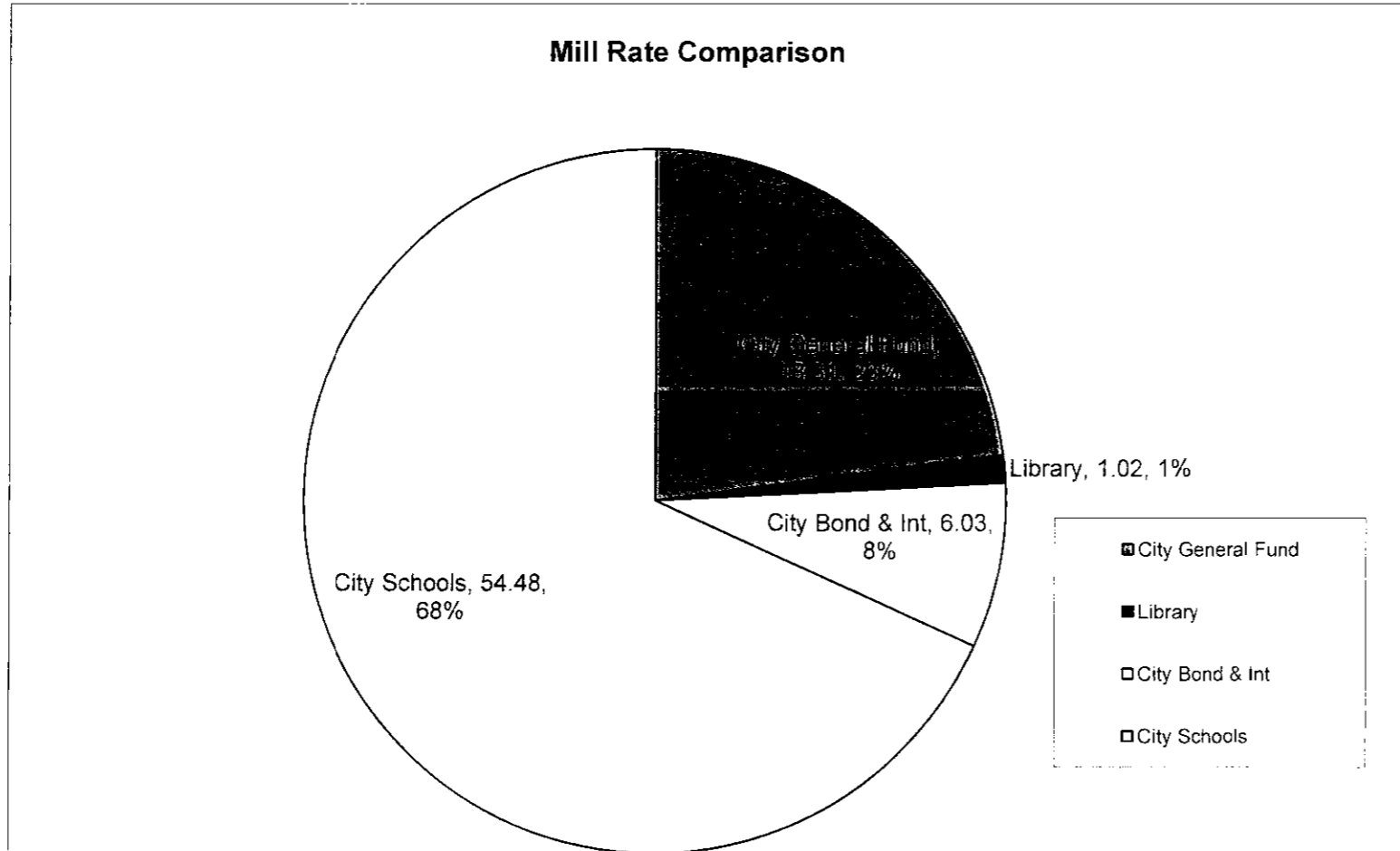
General Fund 2013



Mill Rate



CITY & SCHOOL MILL RATE



MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

- SQUARE BOOKS:** It was moved by Alderman Taylor, seconded by Alderman Antonow to authorize two police officers to provide security for Square Books' Caroline Kennedy's book signing. All expenses will be paid by Square Books. All the aldermen present voting aye, Mayor Patterson declared the motion carried.
- RESERVE OFFICERS:** It was moved by Alderman Morgan, seconded by Alderman Bailey to approve Shawn Doyle, Jerrick Wilson and Michael Ingram as reserve officers. All the aldermen voting aye, Mayor Patterson declared the motion carried.
- TAXI DRIVER PERMITS:** It was moved by Alderman Morgan, seconded by Alderman Antonow to approve Mark Mooneyham, Jeffrey Gordon and Rebecca Long as taxi drivers. All the aldermen voting aye, Mayor Patterson declared the motion carried.
- TAXI COMPANY:** It was moved by Alderman Williams, seconded by Alderman Bailey to approve Ghost Taxi as a taxi company. Stewart Vaughn is the owner. All the aldermen voting aye, Mayor Patterson declared the motion carried.
- TRAINING:** It was moved by Alderman Antonow, seconded by Alderman Bailey to approve two officers to attend training at ICC-Belden at a cost of \$180.00. All the aldermen voting aye, Mayor Patterson declared the motion carried.
- PUBLIC HEARING:** This was the public hearing for the proposed ordinance change which would lower the age of employment for firefighters from twenty-one to eighteen. There was no comment from the public. The final reading and vote will be at the next board meeting.
- TITLE VI CERTIFICATION:** It was moved by Alderman Williams, seconded by Alderman Antonow to authorize Mayor to sign Annual Title VI Certification of No-Change Affidavit. All the aldermen voting aye, Mayor Patterson declared the motion carried.
- EMPLOYMENT:** It was moved by Alderman Bailey, seconded by Alderman Oliver to authorize employment of Kyle Conner as a firefighter with an annual salary of \$30,145.00. All the aldermen voting aye, Mayor Patterson declared the motion carried.
- RESIGNATION:** It was moved by Alderman Williams, seconded by Alderman Taylor to accept the resignation of Beth Raspberry in the Police Department. All the aldermen voting aye, Mayor Patterson declared the motion carried.
- ADVERTISEMENT:** It was moved by Alderman Antonow, seconded by Alderman Bailey to authorize the advertisement for Administrative Assistant to the Chief of Police. All

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DEMENT-MERIDIAN 61-226

the aldermen voting aye, Mayor Patterson declared the motion carried.

EMPLOYMENT:

It was moved by Alderman Bailey, seconded by Alderman Williams to authorize employment of five officers in the Police Department. Brittany Gilleylen, Scott Denton, and Shane Fortner as Patrol Officers with a salary of \$31,328.89. Ryan Winters with a salary of \$37,408.34 and Donovan Lyons with a salary of \$43,366.51. All the aldermen voting aye, Mayor Patterson declared the motion carried.

TRANSFER:

It was moved by Alderman Morgan, seconded by Alderman Bailey to approve the transfer of Peyton Robinson from apprentice lineman to serviceman with a salary of \$40,877.00. All the aldermen voting aye, Mayor Patterson declared the motion carried.

RESIGNATION:

It was moved by Alderman Morgan, seconded by Alderman Bailey to accept the resignation of Derrick Millner in the Electric Department. All the aldermen voting aye, Mayor Patterson declared the motion carried.

ADVERTISEMENT:

It was moved by Alderman Antonow, seconded by Alderman Williams to authorize the advertisement for an apprentice lineman in the Electric Department. All the aldermen voting aye, Mayor Patterson declared the motion carried.

EXECUTIVE SESSION:

It was moved by Alderman Morgan, seconded by Alderman Bailey to consider executive session for one personnel issue and three potential litigation issues. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

It was moved by Alderman Morgan, seconded by Alderman Antonow to go into executive session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

REGULAR SESSION:

It was moved by Alderman Antonow, seconded by Alderman Oliver to come out of executive session and return to regular session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

CONTRACT:

It was moved by Alderman Antonow, seconded by Alderman Morgan to accept the contract with Belk property as presented by counsel with a change to 4.1 paragraph to reflect parking licenses instead of an easement and a change to include the Blue Marlin building be demolished completely. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

RECESS:

It was moved by Alderman Bailey, seconded by Alderman Antonow to recess the meeting until

UNITED STATES OF AMERICA **MINUTE BOOK No. 63, CITY OF OXFORD**

DEMENT-MERIDIAN 61-0226

STATE OF MISSISSIPPI

COUNTY OF LAFAYETTE

CITY OF OXFORD

RECESSED MEETING

September 11, 2012

4:00 p.m.

CALL TO ORDER:

Pursuant to the order of September 4, 2012 the Mayor and Board of Aldermen did meet at 4:00 p.m. on Tuesday, September 11, 2012 in the conference room of the Oxford City Hall when and where the following were present:

George "Pat" Patterson – Mayor
 Ney Williams- Alderman Ward I
 E.O. Oliver- Alderman Ward II - absent
 Janice Antonow- Alderman Ward III
 Ulysess Howell- Alderman Ward IV
 Preston Taylor – Alderman Ward V
 Jason Bailey- Alderman Ward VI
 John Morgan- Alderman At Large

Bart Robinson- Chief Operations Officer
 Lisa Carwyle- City Clerk
 Al Hope – Director of Human Resources

AGENDA:

It was moved by Alderman Morgan, seconded by Alderman Howell to adopt the agenda for the meeting. All the aldermen voting aye, Mayor Patterson declared the motion carried.

GENERAL OBLIGATION
 BONDS:

It was moved by Alderman Antonow, seconded by Alderman Bailey to adopt the following resolution for bids for the \$5,500,000.00 General Obligation Bonds. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

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There came on for consideration the matter of the issuance of general obligation bonds of the City of Oxford, Mississippi and, after a discussion of the subject matter, Alderman _____ offered and moved the adoption of the following resolution:

RESOLUTION AWARDING THE SALE OF FIVE MILLION FIVE HUNDRED THOUSAND DOLLARS (\$5,500,000) CITY OF OXFORD, MISSISSIPPI GENERAL OBLIGATION BONDS (CAPITAL IMPROVEMENTS ISSUE), SERIES 2012; DIRECTING THE ISSUANCE OF SAID BONDS; PRESCRIBING THE FORM AND DETAILS OF SAID BONDS; PROVIDING CERTAIN COVENANTS OF THE CITY OF OXFORD, MISSISSIPPI IN CONNECTION WITH SAID BONDS; DIRECTING THE PREPARATION, EXECUTION AND DELIVERY THEREOF; AUTHORIZING THE PREPARATION AND DISTRIBUTION OF A FINAL OFFICIAL STATEMENT IN CONNECTION WITH SAID BONDS; PROVIDING FOR THE LEVY OF TAXES FOR THE PAYMENT THEREOF; AND FOR RELATED PURPOSES.

WHEREAS, the Mayor and Board of Aldermen of the City of Oxford, Mississippi (the "Governing Body"), acting for and on behalf of the City of Oxford, Mississippi (the "City") is authorized by Sections 21-33-301 *et seq.*, Mississippi Code of 1972, as amended (the "Act") to issue bonds for the purposes set forth therein, including, but not limited to, (a) erecting municipal buildings and athletic stadiums, preparing and equipping athletic fields, and purchasing buildings or land therefor, and for repairing, improving, adorning and equipping the same; (b) constructing, improving or paving streets, sidewalks, driveways, parkways, walkways or public parking facilities, and purchasing land therefor; (c) purchasing land for parks and public playgrounds, and improving, equipping and adorning the same, including the constructing, repairing and equipping of recreational facilities; and (d) purchasing fire-fighting equipment and apparatus, and providing housing for same and purchasing land therefor; and

WHEREAS, Governing Body adopted a resolution on July 17, 2012 (the "Intent Resolution"), declaring its intention to issue general obligation bonds of the City (the "Bonds") in the aggregate principal amount of not to exceed Five Million Five Hundred Thousand Dollars (\$5,500,000) in accordance with the Act to raise money for the purposes of (a) erecting municipal buildings and athletic stadiums, preparing and equipping athletic fields, and purchasing buildings or land therefor, and for repairing, improving, adorning and equipping the same, (b) constructing, improving or paving streets, sidewalks, driveways, parkways, walkways or public parking facilities, and purchasing land therefor, (c) purchasing land for parks and public playgrounds, and improving, equipping and adorning the same, including the constructing, repairing and equipping of recreational facilities, and (d) purchasing fire-fighting equipment and apparatus, providing housing for same and purchasing land therefor (the "Project"); and

WHEREAS, as required by the Intent Resolution and Section 21-33-307 of the Act, a Notice of Resolution Evidencing Intent to Issue General Obligation Bonds of the City of Oxford, Mississippi (the "Notice of Resolution") was published in *The Oxford Eagle*, 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, on on July 26 and August 2, 9, and 16,

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2012, said publication being for a period of () consecutive weeks, with the first publication of the Notice of Resolution being made not less than twenty-one (21) days prior to August 21, 2012, and the last publication being made not more than seven (7) days prior to such date; and

WHEREAS, as of the hour of 6:00 p.m. on August 21, 2012, no qualified elector of the City had filed a written protest or objection of any kind or character against the issuance of said bonds with the City Clerk of the City (the "Clerk") or any member of the Governing Body; and

WHEREAS, at the hour of 6:00 p.m. on August 21, 2012, at the usual meeting place of the Governing Body, in the City Hall located at 107 Courthouse Square in the City, all persons present or represented by counsel or otherwise were given the opportunity to be heard concerning the issuance of said bonds and the purposes for which said bonds will be issued and no protest or objection of any kind or character against the issuance of said bonds or the purposes for which they are to be issued was presented; and

WHEREAS, on August 21, 2012, the Governing Body adopted a resolution finding and determining that the Notice of Resolution was duly published as required by law and that no written protest or other objection of any kind or character against the issuance of said bonds was filed by qualified electors of the City and authorizing and approving the issuance of said bonds to raise money for the Project, all in accordance with the Act; and

WHEREAS, on August 21, 2012, the Governing Body adopted a resolution (the "Sale Resolution") authorizing the issuance of \$5,500,000 City of Oxford Mississippi General Obligation Bonds (Capital Improvements Issue), Series 2012 (the "Bonds"), approving the form of and authorizing the publication of a Notice of Bond Sale (the "Notice of Sale") in connection with the Bonds and approving the form of and authorizing the distribution of a Preliminary Official Statement (the "Preliminary Official Statement") in connection with the Bonds and a final Official Statement (the "Official Statement") relating thereto; and

WHEREAS, pursuant to the direction of the Sale Resolution, the Notice of Sale was published in *The Oxford Eagle*, 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, on August 30, 2012 and September 6, 2012, in the form attached hereto as Exhibit A and made a part hereof; and

WHEREAS, at or prior to the hour of 4:00 o'clock p.m., Mississippi time, on this 11th day of September, 2012, there were filed with the Clerk, acting for and on behalf of the Governing Body _____ () sealed bids for the purchase of all of the Bonds as follows:

Name	Net Interest Cost Rate
------	---------------------------

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and a check payable to the City in the sum of One Hundred Ten Thousand Dollars (\$110,000.00) as evidence of the good faith of each bidder accompanied each of said bids; and

WHEREAS, copies of each of said bids are attached hereto as Exhibit B and made a part hereof; and

WHEREAS, the Governing Body has read and considered each of said bids at length and determined that said bids are in accordance with the terms and provisions of the Notice of Sale; and

WHEREAS, the Governing Body directed Government Consultants, Inc. (the "Financial Advisor") to verify which bid produced the lowest net interest cost rate (as defined in the Notice of Sale) for the Bonds; and

WHEREAS, the bid of _____ (the "Purchaser") produces the lowest net interest cost rate for the Bonds and said bid computes to a net interest rate of _____%; and

WHEREAS, Baker, Donelson, Bearman, Caldwell & Berkowitz, PC ("Bond Counsel") has examined the bid of the Purchaser and declared it to be in legal form and in accordance with the terms and provisions of the Notice of Sale; and

WHEREAS, it is the opinion of the Governing Body that the best interest of the City will be served by the acceptance of the aforesaid bid of the Purchaser; and

WHEREAS, the issuance of the Bonds for the purpose of raising money to finance the Project will result in a substantial public benefit to the citizens of the City; and

WHEREAS, it has now become necessary that the Governing Body proceed to make provision for the preparation, execution, issuance and delivery of the Bonds.

NOW, THEREFORE, BE IT RESOLVED BY THE MAYOR AND BOARD OF ALDERMEN OF THE CITY OF OXFORD, MISSISSIPPI, ACTING FOR AND ON BEHALF OF SAID CITY, AS FOLLOWS:

SECTION 1. The bid of the Purchaser is hereby declared to be the best responsible bid and the one offering to purchase the City's \$5,500,000 General Obligation Bonds (Capital Improvements Issue), Series 2012 at such price and such rates of interest as will produce the lowest net interest cost rate for the City.

SECTION 2. The bid of the Purchaser be and the same is hereby accepted, subject to the conditions of the Notice of Sale, and in accordance with said bid the Bonds shall bear interest at the following rates:

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CEMENT-MERIDIAN 61-0226

Year	Principal Amount	Interest Rate/Coupon	Year	Principal Amount	Interest Rate/Coupon
2013	\$305,000	_____	2021	\$375,000	_____
2014	315,000	_____	2022	385,000	_____
2015	320,000	_____	2023	395,000	_____
2016	330,000	_____	2024	400,000	_____
2017	340,000	_____	2025	410,000	_____
2018	345,000	_____	2026	425,000	_____
2019	355,000	_____	2027	435,000	_____
2020	365,000	_____			

The Mayor of the City (the "Mayor") and the Clerk are hereby empowered and directed to accept said bid in the manner provided in the bid, and the good faith check received with said bid, in the sum of One Hundred Ten Thousand Dollars (\$110,000.00), shall be collected, deposited and invested by the City in accordance with the terms of the Notice of Sale, and shall be applied in part payment for the Bonds or to secure the City from any loss resulting from the failure of the Purchaser to comply with the terms of its bid. All other good faith checks shall be returned to the respective unsuccessful bidders by the Clerk.

SECTION 3. Proceeding under the authority of the Act, there shall be and there are hereby authorized and directed to be issued General Obligation Bonds (Capital Improvements Issue), Series 2012 of the City in the aggregate principal amount of Five Million Five Hundred Thousand Dollars (\$5,500,000). In consideration of the purchase and acceptance of any and all of the Bonds by the registered owners thereof, this resolution shall constitute a contract between the City and the registered owners from time to time of the Bonds. The pledge made herein and the covenants and agreements herein set forth to be performed on behalf of the City shall be for the equal benefit, protection and security of the registered owners of any and all of the Bonds, all of which, regardless of the time or times of their authentication and delivery or maturity, shall be of equal rank without preference, priority or distinction. Pursuant to the Act, the Bonds shall be general obligations of the City, and the full faith, credit and taxing power of the City are hereby irrevocably pledged for the payment of the principal of and interest on the Bonds. For the purposes of effectuating and providing for the payment of the principal of and interest on the Bonds, as the same shall respectively mature and accrue, there shall be, and is hereby, levied to the extent necessary therefore 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 and the interest on the Bonds. Said tax shall be extended upon the tax rolls and collected in the same manner and at the same time as other taxes of the 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 rate or amount. The avails of said tax are hereby irrevocably pledged for the payment of the principal of and interest on the Bonds as the same shall respectively mature and accrue. Should there be a failure in any year to comply with the requirements of this Section 3, such failure shall not impair the right of the registered owners of any of the Bonds in any subsequent year to have adequate taxes levied and collected to meet the obligations of the Bonds, both as to principal and interest.

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SECTION 4. The Bonds shall be dated September 1, 2012; shall bear interest from said date at the rates per annum set forth in Section 2 above (computed on the basis of a three hundred sixty (360) day year of twelve (12), thirty (30) day months), payable on September 1 and March 1 of each year, commencing September 1, 2013; and shall mature on September 1 in the years and in the principal amounts set forth in Section 2 above.

SECTION 5. The Bonds shall be issued as fully registered bonds in the denominations of \$5,000 or any integral multiple thereof and shall be numbered from R-1 upwards without regard to maturity.

SECTION 6. The Bonds maturing September 1, 2021 and thereafter will be subject to redemption prior to their respective maturities, at the option of the City, on and after September 1, 2020, either in whole on any date, or in part on any interest payment date, as selected by the City among maturities, and by lot within each maturity, at the principal amount thereof, together with accrued interest to the date fixed for redemption and without premium.

Notice of each such redemption shall be mailed, postage prepaid, not less than thirty (30) days prior to the redemption date, to all registered owners of the Bonds to be redeemed at their addresses as they appear on the registration books of the City kept by the Paying and Transfer Agent (as hereinafter defined).

On the date designated for redemption, notice having been mailed to the registered owners of the Bonds to be redeemed as provided in the second paragraph of this Section 6, and monies sufficient for the payment of the redemption price of said Bonds being held by the Paying and Transfer Agent or an escrow agent, the Bonds so called for redemption shall become due and payable at the redemption price provided for the redemption of such Bonds on such date, interest on such Bonds shall cease to accrue, such Bonds shall cease to be entitled to any lien, benefit or security under this resolution and shall no longer be deemed to be outstanding hereunder, and the registered owners shall have no rights in respect thereof except to receive payment of the redemption price thereof (including interest accrued to such redemption date) from the funds held for that purpose.

SECTION 7. (a) Notwithstanding anything to the contrary in this resolution, so long as the Bonds are being held under a book-entry system, transfers of beneficial ownership of the Bonds will be affected pursuant to rules and procedures established by the Securities Depository. For the purposes of this resolution, "Securities Depository" shall mean a recognized securities depository (or its successor or substitute) selected by the City to act as the securities depository maintaining a book-entry transfer system for the Bonds.

(b) As long as a book-entry system is in effect for the Bonds, the Securities Depository Nominee will be recognized as the registered owner of the Bonds for the purposes of (1) paying the principal of or interest on such Bonds, (2) giving any notice permitted or required to be given to registered owners under this resolution, (3) registering the transfer of such Bonds, and (4) requesting any consent or other action to be taken by the registered owners of such Bonds, and for all other purposes whatsoever, and neither the City nor the Paying and Transfer Agent (as hereinafter defined) shall be affected by any notice to the contrary. For the purposes

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of this resolution, the City shall, in all, with respect to the Bonds and as to any Securities Depository, such Securities Depository or the nominee of such Securities Depository in whose name the Bonds shall be registered on the registration books of the City maintained by the Paying and Transfer Agent during the time such Bonds are held under a book-entry system through such Securities Depository.

(c) Neither the City nor the Paying and Transfer Agent shall have any responsibility or obligation to any participant, any beneficial owner or any other person claiming a beneficial ownership in any Bonds which are registered to a Securities Depository Nominee under or through the Securities Depository with respect to any action taken by the Securities Depository as registered owner of such Bonds.

(d) The Paying and Transfer Agent shall pay all principal of and interest on the Bonds issued under a book-entry system, only to the Securities Depository, or the Securities Depository Nominee, as the case may be, for such Bonds, and all such payments shall be valid and effectual to fully satisfy and discharge the obligations with respect to the principal of and interest on such Bonds.

(e) In the event that the City determines that it is in the best interest of the City to discontinue the book-entry system of transfer for the Bonds, or that the interests of the beneficial owners of the Bonds may be adversely affected if the book-entry system is continued, then the City shall notify the Securities Depository and the Paying and Transfer Agent of such determination. In such event, the City shall execute and the Paying and Transfer Agent shall, pursuant to subsequent resolution of the City, authenticate, register and deliver physical certificates for the Bonds in exchange for the Bonds registered in the name of the Securities Depository Nominee. Such certificates shall be in fully registered form and transferable only upon the registration books of the City maintained by the Paying and Transfer Agent, by the registered owner thereof or by his attorney, duly authorized in writing, upon surrender thereof, together with a written instrument of transfer satisfactory to the Paying and Transfer Agent, duly executed by the registered owner or his duly authorized attorney in accordance with this resolution.

(f) In the event that the Securities Depository for the Bonds discontinues providing its services, the City shall either engage the services of another Securities Depository or deliver physical certificates in the manner described in subparagraph (e) above.

(g) In connection with any notice or other communication to be provided to the registered owners of the Bonds by the City or by the Paying and Transfer Agent with respect to any consent or other action to be taken by the registered owners, the City or the Paying and Transfer Agent, as the case may be, shall establish a record date for such consent or other action and give the Securities Depository Nominee notice of such record date not less than fifteen (15) days in advance of such record date to the extent possible.

(h) The Bonds shall be issued initially under the book-entry system maintained by The Depository Trust Company, New York, New York ("DTC"), and shall be registered in the name of Cede & Co., as the initial Securities Depository Nominee for the Bonds. As long as the

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Bonds are maintained by DTC under its book-entry system, all payments with respect to the principal of and interest on Bonds and notices shall be made and given, respectively, to DTC.

(i) As long as the book-entry-only system is used for the Bonds, any notice of redemption or any other notices required to be given to registered owners will be given only to DTC. Any failure of DTC to advise any DTC Participant, or of any DTC Participant to notify any Indirect Participant, or of any DTC Participant or Indirect Participant to notify any Beneficial Owner, of any such notice and its content or effect will not affect the validity of the redemption of the Bonds called for redemption or of any other action premised on such notice. Conveyance of notices and other communications by DTC to DTC Participants, by DTC Participants to Indirect Participants and by DTC Participants and Indirect Participants to Beneficial Owners will be governed by arrangements among them, subject to any statutory and regulatory requirements as may be in effect from time to time. Beneficial Owners may desire to make arrangements with a DTC Participant or Indirect Participant so that all notices of redemption or other communications to DTC which affect such Beneficial Owners will be forwarded in writing by such DTC Participant or Indirect Participant.

SECTION 8. The principal of the Bonds shall be payable in lawful money of the United States of America upon presentation and surrender thereof as the same shall become due at a bank or trust company located within or without the State to serve as paying agent, transfer agent and registrar of the Bonds (the "Paying and Transfer Agent"). Subject to the provisions of Section 7 hereof, interest will be payable by check or draft drawn upon the Paying and Transfer Agent, made payable to the registered owner named in, and mailed to the address of the registered owner as it shall appear on the registration books of the City for the Bonds as of the close of business on the date which shall be the fifteenth (15th) day (whether or not a business day) of the calendar month next preceding each interest payment date, which registration books shall be held by the Paying and Transfer Agent.

SECTION 9. Pursuant to the authority granted by the Act and the Registered Bond Act, being Section 31-21-1 *et seq.*, Mississippi Code of 1972, as amended (the "Registered Bond Act"), the Bonds shall be executed by the manual or facsimile signature of the Mayor and the official seal of the City shall be affixed or lithographed or otherwise reproduced thereon, attested by the Clerk, and the Bonds shall be authenticated by the Paying and Transfer Agent. The Paying and Transfer Agent shall authenticate each Bond by executing the Paying and Transfer Agent's Certificate thereon and no Bond shall be valid or become obligatory for any purpose until such certificate shall have been duly executed by the Paying and Transfer Agent. Such certificate, when duly executed on behalf of the City, shall be conclusive evidence that the Bond so authenticated has been duly authenticated and delivered. The validation certificate, for which provision is hereinafter made, to appear on each Bond, shall be executed by the Clerk, and the said certificate may be executed by the manual or facsimile signature of the Clerk. The Bonds shall be delivered to the Purchaser upon payment of the purchase price therefore in accordance with the terms and conditions of their sale and award, together with a complete certified transcript of the proceedings had and done in the matter of the authorization, sale, issuance and validation of the Bonds, and the final, unqualified approving opinion of Bond Counsel. Prior to or simultaneously with the delivery by the Paying and Transfer Agent of any of the Bonds, the City shall file with the Paying and Transfer Agent: (a) a copy, certified by the Clerk, of the

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transcript of proceedings of the Governing Body in connection with the authorization, sale, issuance and validation of the Bonds; and (b) an authorization to the Paying and Transfer Agent, signed by the Mayor, to authenticate and deliver the Bonds to the Purchaser. At delivery, the Paying and Transfer Agent shall authenticate the Bonds and deliver them to the Purchaser upon payment of the purchase price of the Bonds to the City.

If the Bonds are no longer being held under a book-entry system as provided in Section 7 hereof, certificates, blank as to denomination, rate of interest, date of maturity and CUSIP number and sufficient in quantity in the judgment of the City to meet the reasonable transfer and reissuance needs on the Bonds, shall be printed and delivered to the Paying and Transfer Agent, and held by the Paying and Transfer Agent until needed for transfer or reissuance, whereupon the Paying and Transfer Agent shall imprint the appropriate information as to denomination, rate of interest, date of maturity and CUSIP number prior to the registration, authentication and delivery thereof to the transferee holder. The Paying and Transfer Agent is hereby authorized upon the approval of the Governing Body to have printed from time to time as necessary additional certificates bearing the facsimile seal of the City and facsimile signatures of the persons who were the officials of the Governing Body as of the date of original issue of the Bonds. When the Bonds shall have been validated and executed as herein provided, they shall be registered as an obligation of the City in a book maintained for that purpose, and the Clerk shall cause to be imprinted upon each of the Bonds, over her manual or facsimile signature and manual or facsimile seal, her certificate in substantially the form set out in Section 10.

SECTION 10. The Bonds of this issue, the certificates to appear thereon and the Paying and Transfer Agent's Certificate shall be in substantially the following forms:

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[FORM OF BOND]

DEMENT-MERIDIAN 61-226

UNLESS THIS CERTIFICATE IS PRESENTED BY AN AUTHORIZED REPRESENTATIVE OF THE DEPOSITORY TRUST COMPANY, A NEW YORK CORPORATION ("DTC"), TO THE PAYING AND TRANSFER AGENT FOR REGISTRATION OF TRANSFER, EXCHANGE, OR PAYMENT, AND ANY CERTIFICATE ISSUED IS REGISTERED IN THE NAME OF CEDE & CO. OR IN SUCH OTHER NAME AS IS REQUESTED BY AN AUTHORIZED REPRESENTATIVE OF DTC (AND ANY PAYMENT IS MADE TO CEDE & CO. OR TO SUCH OTHER ENTITY AS IS REQUESTED BY AN AUTHORIZED REPRESENTATIVE OF DTC), ANY TRANSFER, PLEDGE, OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL INASMUCH AS THE REGISTERED OWNER HEREOF, CEDE & CO., HAS AN INTEREST HEREIN.

Number R- _____

\$ _____

UNITED STATES OF AMERICA

STATE OF MISSISSIPPI

**CITY OF OXFORD, MISSISSIPPI
GENERAL OBLIGATION BONDS
(CAPITAL IMPROVEMENTS ISSUE),
SERIES 2012**

Interest Rate	Maturity Date	Dated Date	CUSIP
%		September 1, 2012	

REGISTERED OWNER:

PRINCIPAL SUM:

THE CITY OF OXFORD, MISSISSIPPI (the "City"), a body politic existing under the Constitution and laws of the State of Mississippi (the "State"), hereby acknowledges itself indebted and for value received hereby promises to pay to the registered owner named above or registered assigns, on the maturity date stated above, upon presentation and surrender of this Bond at the corporate trust office of _____, in the City of _____, Mississippi (such bank and any successor thereto hereinafter called collectively, the "Paying and Transfer Agent"), the principal sum stated hereon in lawful money of the United States of America, and to pay to the registered owner hereof or registered assigns interest on such principal sum, in like money, from the dated date of this Bond until the maturity date thereof (or earlier redemption date), at the interest rate per annum stated hereon, payable on the first day of September and March of each year, commencing September 1, 2013, by check or draft drawn upon the Paying and Transfer Agent, made payable to the registered owner named in, and mailed to the address of the registered owner as it shall appear on the registration books held by the Paying and Transfer Agent as of the close of business on the date which shall be the fifteenth (15th) day (whether or

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not a business day) or the calendar month next preceding each interest payment date. Interest on this Bond will be computed on the basis of a 360-day year consisting of twelve (12) thirty (30) day months.

For the performance in apt time and manner of every official act herein required, and for the prompt payment of this Bond, both principal and interest, the full faith, credit and taxing power of the City is irrevocably pledged.

This Bond is one of an authorized issue of General Obligation Bonds (Capital Improvements Issue), Series 2012 of like date, tenor and effect, except as to rate of interest and date of maturity, issued by the City pursuant to and in conformity with the Constitution and laws of the State, including, among others, Sections 21-33-301 *et seq.*, Mississippi Code of 1972, as amended (the "Act"), and pursuant to resolutions duly adopted by the Mayor and Board of Aldermen of the City on July 17, 2012, August 21, 2012 and September 11, 2012 (collectively, the "Resolution"), to raise money for the purpose of (a) erecting municipal buildings and athletic stadiums, preparing and equipping athletic fields, and purchasing buildings or land therefor, and for repairing, improving, adorning and equipping the same, (b) constructing, improving or paving streets, sidewalks, driveways, parkways, walkways or public parking facilities, and purchasing land therefor, (c) purchasing land for parks and public playgrounds, and improving, equipping and adorning the same, including the constructing, repairing and equipping of recreational facilities, and (d) purchasing fire-fighting equipment and apparatus, providing housing for same and purchasing land therefor, in accordance with the Act. Reference is hereby made to the Resolution, copies of which are on file at the corporate trust office of the Paying and Transfer Agent and at the Office of the City Clerk in Oxford, Mississippi, to all of the provisions of which the registered owner hereof assents by acceptance of this Bond.

This Bond is transferable only upon the books kept for that purpose at the corporate trust office of the Paying and Transfer Agent, upon surrender at said office, together with a written instrument of transfer satisfactory to the Paying and Transfer Agent duly executed by the registered owner or his authorized attorney, and thereupon a new bond or bonds of like maturity, interest rate and aggregate principal amount shall be issued to the transferee. In like manner, this Bond may be exchanged for an equal aggregate principal amount of Bonds of any other authorized denominations. Bonds are issuable in the authorized denominations of \$5,000 or any integral multiple thereof. The issuance, transfer, exchange and replacement of the Bonds of this issue and other similar matters are governed by conditions on file at the corporate trust office of the Paying and Transfer Agent and at the Office of the City Clerk.

The Bonds maturing September 1, 2021 and thereafter will be subject to redemption prior to their respective maturities, at the option of the City, on and after September 1, 2020, either in whole on any date, or in part on any interest payment date, as selected by the City among maturities, and by lot within each maturity, at the principal amount thereof, together with accrued interest to the date fixed for redemption and without premium.

Notice of each such redemption shall be mailed, postage prepaid, not less than thirty (30) days prior to the redemption date, to all registered owners of the Bonds to be redeemed at their

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addresses as they appear on the registration books of the City kept and maintained by the Paying and Transfer Agent.

All Bonds for the payment or redemption of which sufficient monies, or, to the extent permitted by the laws of the State, (a) direct obligations of, or obligations the payment of the principal of and interest on which are unconditionally guaranteed by, the United States of America ("Government Obligations"), or (b) certificates of deposit or other securities fully secured by Government Obligations, or (c) evidences of ownership of proportionate interests in future interest or principal payments on Government Obligations held by a bank or trust company as custodian, under which the owner of the investment is the real party in interest and has the right to proceed directly and individually against the obligor on the Government Obligations and which Government Obligations are not available to satisfy any claim of the custodian or any person claiming through the custodian or to whom the custodian may be obligated, or (d) municipal obligations, the payment of the principal of, interest and premium, if any, on which are irrevocably secured by Government Obligations and which Government Obligations are not subject to redemption prior to the date on which the proceeds attributable to the principal of such obligations are to be used and have been deposited in an escrow account which is irrevocably pledged to the payment of the principal of and interest and premium, if any, on such municipal obligations (all of which collectively, with Government Obligations, "Defeasance Securities"), shall have been deposited with an escrow agent appointed for such purpose, which may be the Paying and Transfer Agent, all to the extent provided in the Resolution, shall be deemed to have been paid, shall cease to be entitled to any lien, benefit or security under the Resolution and shall no longer be deemed to be outstanding thereunder, and the registered owners shall have no rights in respect thereof except to receive payment of the principal of, premium, if any, and interest on such Bonds from the funds held for that purpose. Defeasance Securities shall be considered sufficient under the Resolution if said investments, with interest, mature and bear interest in such amounts and at such times as will assure sufficient cash to pay currently maturing interest and to pay principal when due on such Bonds.

IT IS HEREBY CERTIFIED, RECITED AND DECLARED that all acts, conditions and things required to exist, happen and to be performed precedent to and in the issuance of this Bond do exist, have happened and have been performed in due time, form and manner as required by law, and that the issuance of this Bond and the issue of which it forms a part, together with all other obligations of the City, does not exceed or violate any constitutional or statutory limitation.

This Bond shall not be valid or become obligatory for any purpose until this Bond shall have been authenticated by the execution by the Paying and Transfer Agent of the Paying and Transfer Agent's Certificate hereon.

The City and the Paying and Transfer 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 and Transfer Agent shall be affected by any notice to the contrary.

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ASSIGNMENT

DEMENT-MERIDIAN 61-226

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

(Name and Address of Assignee)

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

Signature guaranteed:

(Bank, Trust Company or Paying Agent)

(Authorized Officer)

Date of Assignment: _____

Insert Social Security Number or other Tax Identification Number of Assignee

NOTICE: The signature to this Assignment must correspond with the name of the registered owner as it appears upon the face of the within Bond in every particular, without any alteration whatever, and must be guaranteed by a commercial bank or trust company or a member of a national securities exchange who is a member of a Medallion Signature Guarantee Program.

[END OF FORM OF BOND]

SECTION 11. The Governing Body hereby adopts, pursuant to the authority granted by the Act and the Registered Bond Act, the following conditions (the "Conditions") which are to apply to the transfer, exchange and replacement of the Bonds, and other similar matters.

CONDITIONS AS TO THE ISSUANCE, TRANSFER, EXCHANGE AND REPLACEMENT OF THE BONDS

"Paying and Transfer Agent" as used in these Conditions means, as to Bonds designated herein, the bank or banks designated by action of the Governing Body as the Paying and Transfer Agent with respect to the Bonds and whose duties and responsibilities shall be as further limited or set forth in the form of Bonds for such issue of Bonds.

The terms and provisions of this Section shall be subject to the terms and provisions of Section 7 hereof.

The principal of all Bonds shall be payable at the corporate trust office of the

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DEMENT-MERIDIAN 61-0226

Paying and Transfer Agent, and payment of the interest on each Bond shall be made by the Paying and Transfer Agent on each interest payment date to the person appearing on the registration books of the City (hereinafter provided for) as the registered owner thereof as of the close of business on the date which shall be the fifteenth (15th) day (whether or not a business day) of the calendar month next preceding such interest payment date, by check or draft mailed to such registered owner at his address as it appears on such registration books. Payment of the principal of all Bonds shall be made upon the presentation and surrender for cancellation of such Bonds as the same shall become due and payable.

Bonds, upon surrender thereof at said corporate trust office of the Paying and Transfer Agent with a written instrument of transfer satisfactory to such Paying and Transfer Agent duly executed by the registered owner or his authorized attorney, may be exchanged for Bonds of like series, maturity and interest rate of any other authorized denominations. Each such Bond shall be dated as of the date six (6) months preceding the interest payment date thereon next following the date of delivery of such Bond in registered form, unless such date of delivery shall be an interest payment date in which case it shall be dated as of such date of delivery, and every such Bond in registered form shall bear interest from its date.

So long as the Bonds shall remain outstanding, the City shall cause the Paying and Transfer Agent to maintain and keep, at its corporate trust office, registration books for the registration and transfer of Bonds, and, upon presentation thereof for such purpose at such corporate trust office, the City shall cause the Paying and Transfer Agent to register or cause to be registered thereon, and permit to be transferred thereon, under such reasonable regulations as the Paying and Transfer Agent may prescribe, any Bond. So long as any of the Bonds remain outstanding, the City shall make all necessary provisions to permit the exchange of Bonds at the corporate trust office of the Paying and Transfer Agent.

All Bonds shall be transferable only upon the registration books which shall be kept for that purpose at the corporate trust office of the Paying and Transfer Agent for the City, by the registered owner thereof in person or his authorized attorney, upon surrender thereof, together with a written instrument of transfer satisfactory to the Paying and Transfer Agent, duly executed by the registered owner or his authorized attorney, and upon such transfer there shall be issued in the name of the transferee a new Bond or Bonds in registered form of the same series in the same aggregate principal amount and of like maturity and interest rate as the Bond or Bonds surrendered. Bonds issued in connection with transfers shall be dated in the same manner provided above for the dating of Bonds issued in connection with exchanges.

Neither the City nor the Paying and Transfer Agent shall be required (a) to exchange or transfer Bonds for a period of fifteen (15) days next preceding an interest payment date on the Bonds or next preceding any selection of Bonds to be

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redeemed or thereafter until the first mailing of any notice of redemption, or (b) to transfer or exchange any Bond called for redemption. UNIVERSITY MICROFILMS INTERNATIONAL 61-226

All Bonds surrendered in any exchanges or transfers shall forthwith be canceled by the Paying and Transfer Agent and thereafter transmitted to the City.

Prior to the issuance or delivery of any Bond, whether upon original issuance, transfer, exchange or replacement, the Paying and Transfer Agent shall manually execute the certificate of authentication provided thereon. No Bond shall be valid or obligatory for any purpose until such certificate of authentication shall have been duly executed by the Paying and Transfer Agent. Such certificate of the Paying and Transfer Agent upon any Bond executed on behalf of the City shall be conclusive evidence that the Bond so authenticated has been duly authenticated and delivered.

Bonds bearing the facsimile signature of any person who shall have been the Mayor or Clerk at the time such Bonds were originally dated or delivered by the City shall bind the City notwithstanding the fact that he or she may have ceased to be such officer prior to the delivery of such Bonds or was not such officer at the date of such Bonds.

Except as otherwise required by law, if (a) any mutilated Bond is surrendered to the Paying and Transfer Agent at its corporate trust office, or the Paying and Transfer Agent receives evidence to its satisfaction of the destruction, loss or theft of any Bond and (b) there is delivered to the Paying and Transfer Agent such security or indemnity as may be required by it to save harmless the City and the Paying and Transfer Agent, and as otherwise required by law, then, in the absence of notice to the Paying and Transfer Agent that such Bond has been acquired by a bona fide purchaser as such term is defined in the Uniform Commercial Code as it is then in effect in the State of Mississippi, the Paying and Transfer Agent shall authenticate and deliver, in exchange for any such mutilated Bond, or in lieu of any such destroyed, lost or stolen Bond, a new Bond of like tenor and principal amount, bearing a number not contemporaneously outstanding. The Paying and Transfer Agent shall thereupon cancel any Bond so surrendered.

In case any mutilated, destroyed, lost or stolen Bond has become or is about to become due and payable, the Paying and Transfer Agent in its discretion may, instead of issuing a new Bond, pay such Bond.

Each new Bond issued pursuant to this Section in lieu of any surrendered, destroyed, lost or stolen Bond shall constitute an additional contractual obligation of the City and shall be entitled to all benefits equally and proportionately with any and all other Bonds duly issued. All Bonds shall be held and owed upon the express condition that the foregoing provisions are exclusive with respect to the replacement or payment of mutilated, destroyed, lost or stolen Bonds, and shall

preclude, to the extent permitted by law, all other rights or remedies with respect to the replacement or payment of mutilated, destroyed, lost or stolen Bonds or securities.

DEMENT-MERIDIAN 61-0226

Notwithstanding the foregoing provisions of these Conditions, no Bonds shall be exchanged for other Bonds or be registered or transferred or issued or delivered by or on behalf of the City or the Paying and Transfer Agent pursuant to this Section at the request of a holder or owner of a Bond, except upon payment to such Paying and Transfer Agent by or on behalf of such holder or owner of a charge sufficient to reimburse the City and such Paying and Transfer Agent for any tax, fee, or other governmental charge required to be paid with respect to the transaction.

The City and the Paying and Transfer Agent may treat and consider the person in whose name any Bond shall be registered upon the registration books as herein provided as the holder and absolute owner thereof, whether such Bond shall be overdue or not, for the purpose of receiving payment of the principal thereof and interest thereon and for all other purposes whatsoever; provided, however, payment of, or on account of, the principal of and interest on such Bond shall be made only to, or upon the order of, such registered owner, and such payment so made shall be valid and effective to satisfy and discharge the liability upon such Bond to the extent of the sum or sums so paid, and neither the City nor any Paying and Transfer Agent shall be affected by any notice to the contrary.

SECTION 12. (a) So long as any of the Bonds shall remain outstanding, the City shall maintain with the Paying and Transfer Agent records for the registration and transfer of the Bonds. The Paying and Transfer Agent is hereby appointed registrar for the Bonds, in which capacity the Paying and Transfer Agent shall register in such records and permit to be transferred thereon, under such reasonable regulations as may be prescribed, any Bond entitled to registration or transfer.

(b) The City shall pay or reimburse the Paying and Transfer 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 Paying and Transfer Agent. Fees and reimbursements for extraordinary services and expenses, so long as not occasioned by the negligence, misconduct or willful default of the Paying and Transfer 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.

(c) (i) A Paying and Transfer Agent may at any time resign and be discharged of its duties and obligations as Paying and Transfer Agent, by giving at least sixty (60) days written notice to the City, and may be removed as Paying and Transfer Agent at any time by resolution of the Governing Body delivered to the Paying and Transfer Agent. The resolution shall specify the date on which such removal shall take effect and the name and address of the successor Paying and Transfer Agent, and shall be transmitted to the Paying and Transfer Agent being removed within a reasonable time prior to the effective date thereof. Provided, however, that no

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resignation or removal of a Paying and Transfer Agent shall become effective until a successor Paying and Transfer Agent has been appointed pursuant to this resolution.

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

(iii) In the event of a change of Paying and Transfer Agents, the predecessor Paying and Transfer Agent shall cease to be custodian of any funds held pursuant to this resolution in connection with its role as such Paying and Transfer Agent, and the successor Paying and Transfer 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 Paying and Transfer Agent shall be fully paid. Every predecessor Paying and Transfer Agent shall deliver to its successor Paying and Transfer Agent all books of account, registration records, lists of holders of the Bonds and all other records, documents and instruments relating to its duties as such Paying and Transfer Agent.

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

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

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

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

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(v) All duties and obligations imposed hereby on a Paying and Transfer Agent or successor Paying and Transfer Agent shall terminate upon the accomplishment of all duties, obligations and responsibilities imposed by law or required to be performed by this resolution.

(d) Any corporation or association into which a Paying and Transfer Agent may be converted or merged, or with which it may be consolidated or to which it may sell or transfer its assets as a whole or substantially as a whole, or any corporation or association resulting from any such conversion, sale, merger, consolidation or transfer to which it is a party, shall be and become successor Paying and Transfer Agent hereunder and vested with all the powers, discretions, immunities, privileges and all other matters as was its predecessor, without the execution or filing of any instrument or any further act, deed or conveyance on the part of either the City or the successor Paying and Transfer Agent, anything herein to the contrary notwithstanding, provided only that such successor Paying and Transfer Agent shall be satisfactory to the City and eligible under the provisions of Section 12(c)(iv) hereof.

SECTION 13. The Bonds shall be prepared and executed as soon as may be practicable after the adoption of this resolution and shall be delivered thereafter to the Purchaser.

SECTION 14. If (a) the City shall pay or cause to be paid to the owners of the Bonds the principal of, and interest to become due thereon at the times and in the manner stipulated therein and herein, (b) all fees and expenses of the Paying and Transfer Agent shall have been paid, and (c) the City shall have kept, performed and observed all and singular the covenants and promises in the Bonds and in this resolution expressed as to be kept, performed and observed by it or on its part, then the Bonds shall cease to be entitled to any lien, benefit or security under this resolution and shall no longer be deemed to be outstanding hereunder. If the City shall pay or cause to be paid to the owners of outstanding Bonds of a particular maturity, the principal of, and interest to become due thereon at the times and in the manner stipulated therein and herein, such Bonds shall cease to be entitled to any lien, benefit or security under this resolution and shall no longer be deemed to be outstanding hereunder.

All Bonds for the payment or redemption of which sufficient monies, or, to the extent permitted by the laws of the State, (a) direct obligations of, or obligations the payment of the principal of and interest on which are unconditionally guaranteed by, the United States of America ("Government Obligations"), or (b) certificates of deposit or other securities fully secured by Government Obligations, or (c) evidences of ownership of proportionate interests in future interest or principal payments on Government Obligations held by a bank or trust company as custodian, under which the owner of the investment is the real party in interest and has the right to proceed directly and individually against the obligor on the Government Obligations and which Government Obligations are not available to satisfy any claim of the custodian or any person claiming through the custodian or to whom the custodian may be obligated, or (d) municipal obligations, the payment of the principal of, interest and premium, if any, on which are irrevocably secured by Government Obligations and which Government Obligations are not subject to redemption prior to the date on which the proceeds attributable to the principal of such obligations are to be used and have been deposited in an escrow account which is irrevocably pledged to the payment of the principal of and interest and, premium, if any, on such municipal obligations (all of which collectively, with Government Obligations, are

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hereinafter called "Defeasance Securities"), shall have been deposited with an escrow agent appointed for such purpose, which may be the Paying and Transfer Agent, (whether upon or prior to the maturity or the redemption date of such Bonds) shall be deemed to have been paid within the meaning of this Section, shall cease to be entitled to any lien, benefit or security under this resolution and shall no longer be deemed to be outstanding hereunder, and the registered owners shall have no rights in respect thereof except to receive payment of principal of, premium, if any, and interest on such Bonds from the funds held for that purpose; provided, however, that if such Bonds are to be redeemed prior to the maturity thereof, notice of such redemption shall have been duly given as provided herein or arrangements shall have been made for the giving thereof. Defeasance Securities will be considered sufficient if said investments, with interest, mature and bear interest in such amounts and at such times as will assure sufficient cash to pay currently maturing interest and to pay principal when due on the Bonds. For the purpose of this Section, Defeasance Securities shall mean and include only (a) such Defeasance Securities which shall not be subject to redemption prior to their maturity other than at the option of the holder thereof or (b) Defeasance Securities which, if subject to redemption shall, nevertheless, in all events, regardless of when redeemed, provide sufficient and timely funds for payment of the principal of, premium, if any, and interest on the Bonds to be paid thereby.

SECTION 15. As authorized by the Act, the Bonds herein authorized to be issued shall be submitted to validation in the Chancery Court of Lafayette County, Mississippi, in the manner and with the force and effect provided by Section 31-13-1 *et seq.*, Mississippi Code of 1972, as amended, and to that end a certified transcript of all proceedings and other documents relating to the issuance and sale of said Bonds forthwith shall be prepared and forwarded to the State's Bond Attorney by Bond Counsel and the Clerk.

SECTION 16. (a) In the event the Purchaser shall fail to designate the names, addresses and social security or tax identification numbers of the registered owners of the Bonds within thirty (30) days of the date of sale, or at such other later date as may be designated by the City, one Bond registered in the name of the Purchaser may be issued in the full amount for each maturity. Ownership of the Bonds shall be in the Purchaser until the initial registered owner has made timely payment and, upon request of the Purchaser within a reasonable time of the initial delivery of the Bonds, the Paying and Transfer Agent shall re-register any such Bond upon its records in the name of the registered owner to be designated by the Purchaser in the event timely payment has not been made by the initial registered owner.

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

SECTION 17. (a) The City shall maintain with a qualified depository thereof a fund (the "Bond Fund") in its name for the payment of the principal of and interest on the Bonds and

the payment of principal and interest on the Bonds shall be deposited into the Bond Fund as and when received.

- (i) the accrued interest and premium, if any, received upon delivery of the Bonds;
- (ii) the avails of any of the ad valorem taxes levied and collected pursuant to Section 3 hereof;
- (iii) any income received from investment of monies in the Bond Fund; and
- (iv) any other funds available to the City which may be lawfully used for payment of the principal of and interest on the Bonds, and which the Governing Body, in its discretion, may direct to be deposited into the Bond Fund.

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

SECTION 18. (a) The principal proceeds received upon the sale of the Bonds shall be deposited with a qualified depository of the City in a special fund, hereby created, in the name of the City designated the "2012 Capital Improvements Fund" from which there shall be first paid all expenses, premiums, fees and commissions incurred in connection with the authorization, issuance, sale, validation and delivery of the Bonds.

(b) The balance of such proceeds shall be used (1) for the Project; (2) to pay engineering, fiscal, trustee, printing, accounting, Financial Advisor, construction manager, feasibility consultant, Bond Counsel and legal expenses, and development expenses incurred in connection with the Project, and the issuance of the Bonds; (3) to pay the costs related to any suits and proceedings in connection with the Project, including any costs of settlement thereof.

SECTION 19. It is specifically provided, notwithstanding the dates set out in this resolution for the date of the Bonds and the payment dates for principal and interest, that in the event the delivery of the Bonds is delayed by a contest of the validation of the Bonds or otherwise and the Purchaser shall decline to take delivery of the Bonds, then the Bonds may be reoffered for sale. In such event, all principal maturities may be adjusted so that such maturities will fall due in the same amounts and intervals as herein provided, but beginning one (1) year from the actual date of the Bonds as provided by the subsequent resolution directing the offer for sale thereof and continuing through the fifteenth (15th) year from such actual date of the Bonds. The interest payments may also be adjusted accordingly, with interest payments due semiannually, commencing twelve (12) months from such actual date of the Bonds. After the validation of the Bonds, no amendment, revision or supplement contemplated by this Section 19 shall be cause for the resubmission of the proceedings for the issuance of the Bonds, as amended, revised or supplemented, to any further validation proceedings, it being the intent of this

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resolution that any such amendments, revisions or supplements be covered by the initial validation proceeding.

SECTION 20. _____, _____, Mississippi, is hereby appointed as the Paying and Transfer Agent for the Bonds.

SECTION 21. Pursuant to SEC Rule 15c2-12(b)(5), the City covenants and agrees to provide to the Purchaser a continuing disclosure agreement, dated the date of issuance and delivery of the Bonds, setting forth the City's agreement with regard to continuing disclosure (the "Continuing Disclosure Agreement"), and to comply with the covenants set forth therein and carry out all of the provisions of the Continuing Disclosure Agreement. In the event the City fails to comply with the provisions of the Continuing Disclosure Agreement, any Bondholder may take such actions as may be necessary and appropriate, including mandamus or specific performance by court order, to cause the State to comply with its obligations set forth in the Continuing Disclosure Agreement and this Section 21.

SECTION 22. The Mayor, each member of the Board of Aldermen and the Clerk are hereby authorized to execute such documents, instruments and papers, and do such acts and things as may be necessary or advisable in connection with the authorization, sale, preparation, execution, issuance and delivery of the Bonds.

SECTION 23. The decisions and determinations made by the Mayor and the Clerk, relating to the Bonds, and the actions taken by them in connection with the preparation of the Preliminary Official Statement and the Notice of Sale are hereby approved and ratified by the Governing Body. The Mayor be, and is hereby authorized and directed to prepare, execute and distribute a final Official Statement in connection with the Bonds substantially in the form of the Preliminary Official Statement, with such changes, omissions, insertions and revisions from the Preliminary Official Statement as he shall deem necessary and approve, said execution being conclusive evidence of such approval, and to deliver a reasonably sufficient number of such Official Statement to the Purchaser.

SECTION 24. The City covenants and certifies to and for the benefit of the Purchaser and subsequent holders of the Bonds that it will neither take any action nor omit to take any action nor make any investment or use of the proceeds from the issue and sale of the Bonds, including amounts treated as proceeds, if any, which will cause the Bonds to be classified as arbitrage Bonds within the meaning of Section 148 of the Code, and the regulations thereunder as such may be applicable to the Bonds at the time of such action, investment or use. In addition, the City further covenants to maintain the exclusion of interest on the Bonds from gross income for federal income tax purposes under the Code, and in furtherance thereof, to comply with the covenants concerning arbitrage rebate contained in a certificate of the Mayor to be executed and delivered concurrently with the issuance and delivery of the Bonds, or such other covenants as may, from time to time, be required to be complied with in order to maintain such exclusion of interest on the Bonds from gross income for federal income tax purposes. Notwithstanding any other provisions to the contrary, so long as necessary in order to maintain such exclusion of interest on the Bonds from gross income for federal income tax purposes under the Code, the

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covenants contained in this Section 24 shall survive the payment of the Bonds and the interest thereon, including any payment or defeasance thereof. LEMENT MERIDIAN 61-0226

SECTION 25. The City hereby designates the Bonds as "qualified tax exempt obligations" for purposes of Section 265(b)(3) of the Code. The City (including any subordinate entity or entities issuing tax exempt obligations on behalf of the City within the meaning of Section 265(b)(3) of the Code) has not issued, and does not reasonably expect to issue, tax exempt obligations within calendar year 2012 which, together with the Bonds, will exceed \$10,000,000.

SECTION 26. If any one or more of the provisions of this 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 resolution, but this resolution shall be construed and enforced as if such illegal or invalid provision or provisions had not been contained herein.

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

- Alderman Ney Williams voted: _____
- Alderman E.O. Oliver voted: _____
- Alderwoman Janice Antonow voted: _____
- Alderman Ulysses Howell voted: _____
- Alderman Preston E. Taylor voted: _____
- Alderman Jason Bailey voted: _____
- Alderman John Morgan voted: _____

The motion having received the affirmative vote of a majority of the members of the Board of Aldermen present, being a quorum of said Board of Aldermen, the Mayor declared the motion carried and the resolution adopted this 11th day of September, 2012.

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EXHIBIT A
PROOF OF PUBLICATION OF NOTICE OF BOND SALE

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

EXHIBIT B

BIDS

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

RESIGNATION:

It was moved by Alderman Howell, seconded by Alderman Williams to accept the resignation of Cynthia White in the Building and Planning and Zoning Department. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ADVERTISEMENT:

It was moved by Alderman Morgan, seconded by Alderman Antonow to authorize advertisement for an executive assistant in the Building and Planning and Zoning Departments. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

**CEMETERY AND
COLUMBARIUM:**

Mayor Patterson is researching the possibility of the City building a columbarium at the City Cemetery. The City will continue to research costs and report back to the board at a later date.

2012-2013 BUDGET:

It was moved by Alderman Morgan, seconded by Alderman Williams to approve the 2012-2013 Budget as follows. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

CITY OF OXFORD **MINUTE BOOK No. 63, CITY OF OXFORD**

DEMENT-MERIDIAN 61-0226

Budget 2012-2013

Budget Summary

GENERAL FUND

Budget 2011-2012 Budget 2012-2013

BEGINNING CASH BALANCE 10/1/12	\$2,491,084.00	\$2,850,866.00
TOTAL REVENUE	\$20,764,002.82	\$21,751,441.32
LEGISLATIVE	\$126,068.00	\$127,396.80
JUDICIAL	\$214,341.96	\$227,719.48
EXECUTIVE	\$91,982.24	\$95,000.48
ELECTIONS	\$3,500.00	\$12,000.00
FINANCIAL ADM	\$255,555.19	\$266,872.92
LAW	\$176,286.77	\$212,912.34
DEPT OF HUMAN RESOURCES	\$206,771.04	\$241,612.47
POLICE DEPT	\$4,280,198.58	\$4,688,720.85
BUILDINGS & GROUNDS	\$524,279.06	\$578,912.51
PLANNING & ZONING	\$676,485.40	\$978,197.02
BUILDING & CODE ENFO	\$199,474.08	\$210,800.99
GEN GOVT	\$2,120,395.00	\$2,195,685.00
COMMUNITY PRO	\$65,000.00	\$65,000.00
FIRE DEPT	\$3,690,921.01	\$3,598,252.48
EMERG MANG	\$278,296.82	\$135,657.57
STREET DEPT	\$2,347,366.89	\$2,306,164.46
SANITATION ADM	\$141,750.54	\$166,715.83
STREET CLEANING	\$91,675.49	\$96,592.34
WASTE COLL	\$927,572.56	\$850,689.93
WASTE DISPOSAL	\$565,996.91	\$574,436.88
RUBBISH COLLECTION	\$550,754.00	\$550,542.90
WEED & GRASS	\$244,339.95	\$253,341.33
CEMETERY	\$120,790.81	\$127,359.37
RECYCLING	\$482,223.07	\$439,369.70
PARK COMM	\$971,732.19	\$1,260,225.72
CITY GARAGE	\$818,266.53	\$848,023.15
RSVP	\$148,904.34	\$160,001.22
SWIM POOL	\$85,754.00	\$103,916.62
FNC PARK	\$973,645.00	\$1,003,139.07
Misc Groups	\$428,441.69	\$444,446.56

TOTAL EXPENSES	\$21,808,769.12	\$22,819,705.98
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Ending Cash Balance (projected) - 9/30/13	\$1,446,317.70	\$1,782,601.34
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MINUTE BOOK No. 63, CITY OF OXFORD

2% FOOD & BEVERAGE FUNDS:

DEMENT-MERIDIAN 61-226

	Budget 2011-2012	YTD 13-Aug-12	Budget 2012-2013
PROJECTED REVENUE:			
2% Food & Beverage Tax	\$1,788,533.45	\$1,676,787.00	\$2,081,772.35
Interest Income	\$7,500.00	\$1,265.00	\$1,500.00
Pmt from Univ (rifle range - expired)	\$50,000.00	\$0.00	\$0.00
Payment from County for ballfields (20 yr)	\$150,000.00	\$150,000.00	\$150,000.00
Estimated Beg Cash	\$1,004,994.61	\$1,580,595.68	\$1,256,167.45
TOTAL REVENUE	\$3,001,028.06	\$3,408,647.68	\$3,489,439.80

PROJECTED DISBURSEMENTS:

604	Oxford Tourism Council	\$0.00	\$0.00	\$112,414.00
605	Oxford Convention & Visitor's Bureau	\$428,257.00	\$392,568.88	\$335,583.75
	OCVB - Capital Improvements	\$0.00	\$0.00	\$170,700.00
607	Arts Council	\$30,000.00	\$27,500.00	\$55,000.00
608	Community Grant Program	\$65,000.00	\$48,120.00	\$65,000.00
609	Tree request (bldg & grounds)	\$15,000.00	\$24,446.18	\$25,000.00
612	Cedar Oaks	\$25,000.00	\$18,404.38	\$25,000.00
614	Flowers and related exp (bldg & grounds)	\$77,120.00	\$62,980.43	\$100,010.00
616	Transfer to General Fund	\$73,000.00	\$0.00	\$73,000.00
621	Hancock Bank, Bond pmt for OCC	\$374,000.00	\$375,352.50	\$375,922.50
628	Double Decker	\$35,000.00	\$35,000.00	\$35,000.00
630	Utilities	\$1,000.00	\$2,814.11	\$3,500.00
637	Heritage Foundation	\$0.00	\$0.00	\$10,000.00
641	Cultural Heritage Initiative	\$10,000.00	\$10,000.00	\$10,000.00
642	FNC Park (1/2 of buget minus revenues)	\$221,833.50	\$0.00	\$178,670.78
643	LQC Lamar	\$50,000.00	\$21,028.17	\$50,000.00
644	Ole Miss - stadium expansion	\$200,000.00	\$200,000.00	\$200,000.00
651	2007 Bond Issue, 1/3 pmt lamar park/fnc, plus cnty cont	\$368,175.00	\$368,175.00	\$370,175.00
690	Misc	\$30,000.00	\$45,148.61	\$50,000.00
TOTAL DISBURSEMENTS:		\$2,003,385.50	\$1,631,538.26	\$2,244,976.03
BALANCE		\$997,642.56	\$1,777,109.42	\$1,244,463.77

RESOLUTION OF THE **MINUTE BOOK No. 63, CITY OF OXFORD**

DEMENT-MERIDIAN 61-0226

RATE:

It was moved by Alderman Howell, seconded by Alderman Bailey to adopt the following resolution for the mill rate. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

MINUTE BOOK No. 63, CITY OF OXFORD

RESOLUTION OF THE MAYOR AND BOARD OF ALDERMEN OF THE CITY OF OXFORD, MISSISSIPPI, WITH REFERENCE TO FIXING THE TAX RATE OR LEVY FOR THE MUNICIPALITY AND FOR ANY OTHER AREA SUBJECT TO TAXES OF THE MUNICIPALITY AND IN THE OXFORD MUNICIPAL SEPARATE SCHOOL DISTRICT, IN ACCORDANCE WITH SECTION 21-33-45 OF THE MISSISSIPPI CODE OF 1972 AS AMENDED AND OTHER SECTIONS OF SAID CODE.

Be it resolved by the Mayor and Board of Aldermen of the City of Oxford, Mississippi, that the tax rate or levy of the municipality of the City of Oxford, Mississippi, and of the Oxford Municipal Separate School District shall be for the following purposes and amounts:

TAX RATE CITY OF OXFORD – 2012-2013

	Proposed Mill Rate	Authority
General Fund	18.31	21-33-45
Parks & Recreation	2.00	21-37-45
Library	1.02	39-3-7
2012 General Obligation	.56	21-33-45
2010 General Obligation	1.37	21-33-45
2009 General Obligation	1.17	21-33-45
2007 General Obligation	1.07	21-33-45
2005 General Obligation	.67	21-33-45
2004 General Obligation	1.08	21-33-45
Subtotal for Municipality	27.25	
School Bond & Interest	11.19	37-59-1
Votec Center	.70	37-7-409
School Maintenance	42.59	37-57-104-107
Subtotal for Oxford School	54.48	
TOTAL MILLS FOR CITY & SCHOOL	81.73	

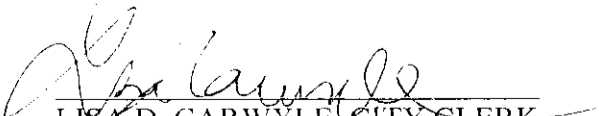
The above and foregoing Resolution having been first been reduced to writing and read by the City Clerk of the said Board, considered section by section and then as a whole, and on the motion of Alderman Howell, seconded by Alderman Bailey, it was adopted section by section and then as a whole, and the vote of the Aldermen for the passage thereof, was as follows:

Alderman Williams	voted <u>AYE</u>
Alderman Oliver	voted <u>ABSENT</u>
Alderman Antonow	voted <u>AYE</u>
Alderman Howell	voted <u>AYE</u>
Alderman Taylor	voted <u>AYE</u>
Alderman Bailey	voted <u>AYE</u>
Alderman Morgan	voted <u>AYE</u>

Whereupon the Mayor declared the motion carried and the Resolution adopted, this the 11th day of September, 2012.


 GEORGE G. PATTERSON, MAYOR

ATTEST:


 LISA D. CARWYLE, CITY CLERK

Alderman Bailey to adopt the following resolution declaring mills for the Oxford-Lafayette Vocational Technical Center. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

RESOLUTION OF THE MAYOR AND BOARD OF ALDERMEN
OF THE CITY OF OXFORD, MISSISSIPPI, DECLARING
AN ADDITIONAL .70 MILLS LEVY FOR SCHOOL PURPOSES

WHEREAS, on August 7, 2012, the Mayor and Board of Aldermen of the City of Oxford, Mississippi, adopted a resolution declaring its intention to provide its pro-rata share of the operation of the Oxford-Lafayette County Vocational Technical Center (Oxford -Lafayette County School of Applied Technology) in order to enable the Oxford Municipal Separate School District to pay its pro-rata share of the operation of the Oxford-Lafayette County Vocational-Technical Center during the 2012-2013 school session; and,

WHEREAS, said resolution was passed as required by and pursuant to law, and particularly Section 37-7-409 Mississippi Code of 1942, Annotated, and amendments thereof; and,

WHEREAS, pursuant to said resolution, the City Clerk caused the same to be published in its entirety in The Oxford Eagle, a newspaper published and of general circulation in the City of Oxford, said resolution having been published August 14, 21, and 28, 2012.

WHEREAS, the City Clerk reported that no protests or objections or petitions of any kind or character whatsoever were made or filed against the making of the proposed levy.

NOW, THEREFORE, BE IT RESOLVED by the Mayor and Board of Aldermen of the City of Oxford, Mississippi:

Section 1. That the Mayor and Board of Aldermen hereby determine to levy additional taxes in the amount of .70 Mills to assist in the operation of the Oxford-Lafayette County Vocational-Technical Center (Oxford-Lafayette County School of Applied Technology) in order to enable the Oxford Municipal Separate School District to pay its pro-rata share of the operation of the Oxford-Lafayette County Vocational-Technical Center during the 2012-2013 school session.

MINUTE BOOK No. 63, CITY OF OXFORD

~~Section 2. That such levy shall be made and collected within the manner, form and time~~

as required by law, as provided in Section 37-7-409, Mississippi Code of 1972, Annotated, and amendments thereto.

Section 3. That the Mayor and Board of Aldermen find that due to the Oxford Municipal Separate School District's current responsibility to pay its pro-rata share of the operation of the Oxford-Lafayette County Vocational-Technical Center during the 2012-2013 school session and due to the shortness of the time in which to collect taxes for the Oxford Municipal Separate School District, it is necessary to the public health, safety and welfare that this resolution take effect immediately from and after its adoption.

Alderman Morgan made the motion which was seconded by Alderman Bailey, to adopt the foregoing Resolution, which was introduced in writing at the meeting of the Mayor and Board of Aldermen of the City of Oxford, Mississippi, held on September 11, 2012 and was at said meeting, read, considered, and adopted, paragraph by paragraph, section by section then as a whole, and the question being put to a roll call vote, the result was as follows:

Alderman Williams	voted <u>AYE</u>
Alderman Oliver	voted <u>ABSENT</u>
Alderman Antonow	voted <u>AYE</u>
Alderman Howell	voted <u>AYE</u>
Alderman Taylor	voted <u>AYE</u>
Alderman Bailey	voted <u>AYE</u>
Alderman Morgan	voted <u>AYE</u>

Approved, this the 11th day of September, 2012.

GEORGE G. PATTERSON, MAYOR

ATTEST:

LISA D CARWYLE, CITY CLERK

MINUTES:

It was moved by Alderman Antonow, seconded by Alderman Bailey to adopt the minutes from the regular meeting on September 4, 2012. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

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ADJOURN:

It was moved by Alderman Morgan, seconded by Alderman Antonow to adjourn the meeting sine-die. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

George G. Patterson, Mayor



Lisa Carwyle, City Clerk

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DEMENT-MERIDIAN 61-226

UNITED STATES OF AMERICA

STATE OF MISSISSIPPI

COUNTY OF LAFAYETTE

CITY OF OXFORD

REGULAR MEETING

September 18, 2012

6:00 p.m.

CALL TO ORDER:

The meeting of the Mayor and Board of Aldermen of the City of Oxford, Mississippi, was called to order by Mayor Patterson at 6:00 p.m. on Tuesday, September 18, 2012, in the court room of City Hall when and where the following were present:

George G. Patterson - Mayor
 Ney Williams- Alderman Ward I
 E.O. Oliver- Alderman Ward II
 Janice Antonow- Alderman Ward III
 Ulysses Howell- Alderman Ward IV
 Preston Taylor- Alderman Ward V
 Jason Bailey- Alderman Ward VI
 John Morgan- Alderman at Large

Mayo Mallette PLLC – Of Counsel
 Bart Robinson- Director of Public Works
 Lisa Carwyle– City Clerk
 Tim Akers - Dir of Planning
 Mike Martin- Chief Oxford Police Dept
 Joey Gardner- Asst. Chief of Fire Dept
 Eddie Anderson- Dir. of Sanitation
 Al Hope- Dir of Human Resources
 Randy Barber- Director of Building
 Billy Lamb- Supt. of Bldg & Grounds

AGENDA:

It was moved by Alderman Howell, seconded by Alderman Williams to adopt the agenda for the meeting. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

MAYOR'S REPORT:

We have a long agenda so I will try and keep this brief. I've watched many ballgames and the downtown area for more than 30 years as a business man and property owner. This weekend was the busiest I have ever seen. The Texas people were polite and gracious, except on the football field, and for the number of people we had in town problems seemed to be at a minimum. Kudos to the ladies and gentlemen at OPD who handled a very difficult 4 day period with grace and patience. Job well done guys.

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I know we have parking issues when the University closes campus as they have been doing. We will work to find a common solution.

We are still putting the pieces back together from our flood of two weeks ago. We are aware of many problems that we are working on, but again folks, when we have that much rain in that short a period of time we are going to flood. BUY FLOOD INSURANCE.

Lastly our heart goes out to Scott Mills and his family and the entire LHS community in the tragic loss of their son John. Our Prayer is that they find Peace quickly.

MINUTES:

It was moved by Alderman Antonow, seconded by Alderman Morgan to adopt the minutes of the special meeting on August 21, 2012 and the recessed meeting on September 11, 2012. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ACCOUNTS:

It was moved by Alderman Howell, seconded by Alderman Oliver to approve the payment of all accounts for the City. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

**SOUTH LAMAR
CONSTRUCTION:**

Lloyd Oliphant with the Skate Place came before the Mayor and Board of Aldermen to complain and voice his concerns about the construction project on South Lamar. The contractor has told the Public Works department they hope to start laying asphalt by the end of the week. The Board is also frustrated with the progress of the project, but the contract states the contractor has until January 13, 2013 to complete the entire project. The board thanked Mr. Oliphant for his comments.

CONSTITUTION WEEK:

It was moved by Alderman Oliver, seconded by Alderman Morgan to adopt the proclamation for Constitution Week. All the aldermen voting aye, Mayor Patterson declared the motion carried.

**RADICAL RECONCILIATION
CELEBRATION MONTH:**

It was moved by Alderman Howell, seconded by Alderman Taylor to adopt the proclamation for Radical Reconciliation Celebration Month. All the aldermen voting aye, Mayor Patterson declared the motion carried.

CITY PROPERTY:

William Sloan sent a letter requesting the City declare land owned on Price Hill Road surplus and

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allow his client, Karthikeyan Rathinavelu to purchase the property. Bart Robinson reported the City acquired this land from the state in 2003 to clean up the property and he thought it was property the City would like to keep for future needs. There was no motion made by the aldermen.

PROFESSIONAL SERVICES:

It was moved by Alderman Morgan, seconded by Alderman Williams to authorize professional services of a design for a columbarium at the Oxford Cemetery. All the aldermen voting aye, Mayor Patterson declared the motion carried.

TAX ABATEMENT:

Carter Hitt, representing G2 Investments, LLC, came before the Mayor and Board of Aldermen to request a tax abatement, under section 27-31-101 of the State codes, on a new hotel next to the Hampton Inn Conference Center. This would be a Town House Suites by Marriott. They are asking for a five year abatement and \$30,000.00 of sidewalk improvements from the City. The project will be completed in the later part of 2013. Mayor Patterson stated the current hotel has helped the Conference Center's revenues. In general the board is in favor of the tax abatement, but G2 Investments would need to come back to the Board of Aldermen to request the abatement once the project is completed.

ORDINANCE 2012-7:

It was moved by Alderman Antonow, seconded by Alderman Taylor to adopt Ordinance 2012-7, "AN ORDINANCE AMENDING SECTION 102 ARTICLE XVII STOPPING, STANDING, PARKING RESTRICTED OR PROHIBITED ON CERTAIN STREETS CODE OF ORDINANCES OF THE CITY OF OXFORD, MISSISSIPPI." Said Ordinance is recorded in Book 8 of the City of Oxford Code of Ordinances. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

DOWNTOWN PARKING ADVISORY COMMISSION:

It was moved by Alderman Howell, seconded by Alderman Antonow to reappoint Jeff Triplette, Tom Sharpe, and Jeff Alford to the Downtown Parking Advisory Commission. All the aldermen voting aye, Mayor Patterson declared the motion carried.

REZONING:

This was the first reading of a proposed rezoning ordinance for property located between Hwy 7 South and South Lamar from RA to RC.

REZONING:

This was the first reading of a proposed rezoning ordinance for property located south of Hwy 6 West from RC to GB and NB.

OXFORD PLANNING COMMISSION:

It was moved by Alderman Williams, seconded by Alderman Antonow to authorize the appointment of Hayden Alexander to the Oxford Planning

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Commission. All the aldermen voting aye, Mayor Patterson declared the motion carried.

**OXFORD UNIVERSITY
TRANSIT COMMISSION:**

It was moved by Alderman Mike Black, Jean Robinson (replacing Shannon Robinson), Donna Gurley, and Issac Astill (replacing Jim Windham) to the Oxford University Transit Commission. All the aldermen voting aye, Mayor Patterson declared the motion carried.

**FLOODPLAIN MANAGERS
CONFERENCE:**

It was moved by Alderman Bailey, seconded by Alderman Williams to authorize permission for the Building Official to attend the Association of Floodplain Managers of Mississippi Fall Conference in Choctaw, MS on October 29-31, 2012 with a cost of \$295.00. All the aldermen voting aye, Mayor Patterson declared the motion carried.

CLEANING PROPERTY:

It was moved by Alderman Howell, seconded by Alderman Bailey to authorize the City to cut the grass on parcel 135K-22-085 on Manor Drive and 139F-30-048 on 2204 Church Street, the cost of cleaning the property will be assessed to the property taxes. All the aldermen voting aye, Mayor Patterson declared the motion carried.

**MS RURAL WATER
ASSOCIATION:**

It was moved by Alderman Howell, seconded by Alderman Bailey to authorize permission for two Water Treatment Operators to attend MS Rural Water Association fall training in Batesville, MS on October 16-18, 2012 at a cost of \$250.00. All the aldermen voting aye, Mayor Patterson declared the motion carried.

**PARKING SPACE
SIZE:**

This was the public hearing and second reading of the proposed amendment to Appendix A, Article 7, Section 201, 201.09 of the Code of Ordinances of the City of Oxford, Mississippi to change required minimum parking space size. There was no comment from the public. The third reading will be at the next board meeting.

ORDINANCE CHANGE:

This was the public hearing and second reading of proposed amendment to Appendix A, Article 9, Section 230, Land Development Code, the Code of Ordinances of the City of Oxford. There was no comment from the public. The third reading will be at the next board meeting.

REDISTRICTING PLAN:

It was moved by Alderman Williams, seconded by Alderman Antonow to authorize counsel to send Department of Justice letter regarding the redistricting plan. All the aldermen voting aye, Mayor Patterson declared the motion carried.

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TENNIS EXPANSION:

It was moved by Alderman Bailey, seconded by Alderman Howell to approve Jeff Williams as engineer for the Tennis Expansion, per the recommendation from Oxford Park Commission. All the aldermen voting aye, Mayor Patterson declared the motion carried.

SELLER OF KEGS:

It was moved by Alderman Morgan, seconded by Alderman Bailey to authorize Bikini Beer and Joe's Craft Beer, LLC as sellers of kegs. All the aldermen voting aye, Mayor Patterson declared the motion carried.

**CONTRACT FOR
BELK PROPERTY:**

It was moved by Alderman Bailey, seconded by Alderman Williams to authorize Mayor Patterson to sign the contract with Belk Properties. The contract will state the Belk's will demolish the last one third of the Oasis Building and put up a wall and the City will take care of the waste created from the demolition. The Belk's will be required to obtain a Certificate of Occupancy. All the aldermen voting aye, Mayor Patterson declared the motion carried.

**METRO NARCOTICS
BUDGET:**

It was moved by Alderman Howell, seconded by Alderman Antonow to approve the Metro Narcotics 2013 Budget. All the aldermen voting aye, Mayor Patterson declared the motion carried.

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		2011/2012	YTD as of 8/24/12	PROPOSED 2012-2013
	Salaries	\$204,076.10	\$187,825.28	\$209,671.43
	Retirement	26,387.04	25,926.40	30,716.86
	Overtime	25,000.00	13,432.86	25,000.00
	FICA	15,611.82	15,034.05	16,039.87
	Health & Life Ins.	21,000.00	18,928.08	21,309.00
	Longevity Pay Plan	2,177.30	3,341.37	3,757.36
TOTAL		\$294,252.26	\$264,488.04	\$306,494.52

Supplies:

		2011/2012	as of 8/24/12	2012-2013
	Clothing	\$2,400.00	\$2,400.00	\$2,400.00
	Operating Supplies	\$14,000.00	\$13,079.34	\$16,000.00
TOTAL		\$16,400.00	\$15,479.34	\$18,400.00

Other Services and Charges:

		2011/2012	as of 8/24/12	2012/2013
	Training	\$1,500.00	\$0.00	\$1,500.00
	Communications	\$4,000.00	\$2,683.78	\$4,000.00
	Fuel	\$20,000.00	\$13,645.73	\$20,000.00
	Information and Buy Money	\$10,000.00	\$12,197.00	\$15,000.00
	Vehicles	\$32,000.00	\$32,145.35	\$0.00
	Vehicles Maintenance and Repair	10,000.00	812.46	10,000.00
TOTAL		\$77,500.00	\$61,484.32	\$50,500.00

Capital Outlay:

		2010/2011	as of 8/24/12	2012/2013
	Equipment	\$2,000.00	\$0.00	\$2,000.00
TOTAL		\$2,000.00	\$0.00	\$2,000.00

GRAND TOTAL: PROPOSED BUDGET \$390,152.26 \$377,394.52

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- INTERN:** It was moved by Alderman Morgan, seconded by Alderman Bailey to approve John P. O'Conner as an intern with Oxford Police Department. All the aldermen voting aye, Mayor Patterson declared the motion carried.
- TAXI DRIVER PERMIT:** It was moved by Alderman Morgan, seconded by Alderman Howell to approve Kenny T. Cooper as a taxi driver. All the aldermen voting aye, Mayor Patterson declared the motion carried.
- TRAINING:** It was moved by Alderman Antonow, seconded by Alderman Howell to approve four officers to attend training in Tupelo, MS on October 16-18, 2012 with a cost of \$200.00. All the aldermen voting aye, Mayor Patterson declared the motion carried.
- TRAINING:** It was moved by Alderman Bailey, seconded by Alderman Howell to approve nine officers to attend training in Meridian, MS on October 22-26, 2012 with a cost of \$3,510.00. All the aldermen voting aye, Mayor Patterson declared the motion carried.
- NATIONAL FIRE ACADEMY'S FIRE ARSON ORIGIN CAUSE CLASS:** It was moved by Alderman Morgan, seconded by Alderman Williams to approve assistant fire chief to attend National Fire Academy's Fire Arson Origin Cause Investigation Class on September 23 - October 5, 2012 with a cost of \$300.48. All the aldermen voting aye, Mayor Patterson declared the motion carried.
- ORDINANCE 2012-8:** It was moved by Alderman Morgan, seconded by Alderman Bailey to adopt Ordinance 2012-8, "AN ORDINANCE AMENDING SECTION 38-178, APPOINTMENT OF MEMBERS, TO THE CITY OF OXFORD CODE OF ORDINANCES." Said Ordinance is recorded in Book 8 of the City of Oxford Code of Ordinances. All the aldermen voting aye, Mayor Patterson declared the motion carried.
- COMMUNICATIONS OFFICER:** It was moved by Alderman Howell, seconded by Alderman Bailey to authorize the internal advertisement for a communications officer. All the aldermen voting aye, Mayor Patterson declared the motion carried.
- RESIGNATION:** It was moved by Alderman Morgan, seconded by Alderman Bailey to accept the resignation of Brandon Lee in the Sanitation Department. All the aldermen voting aye, Mayor Patterson declared the motion carried.
- ADVERTISEMENT:** It was moved by Alderman Howell, seconded by Alderman Williams to authorize the advertisement for a pool of laborers for the Sanitation Department.

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DEMENT-MERIDIAN 61-0226

All the aldermen voting aye, Mayor Patterson declared the motion carried.

EXECUTIVE SESSION:

It was moved by Alderman Howell, seconded by Alderman Antonow to consider executive session for one personnel issue and three potential litigation issues. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

It was moved by Alderman Bailey, seconded by Alderman Howell to go into executive session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

REGULAR SESSION:

It was moved by Alderman Howell, seconded by Alderman Bailey to come out of executive session and return to regular session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

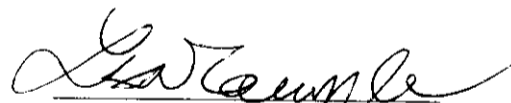
SUSPENSION:

It was moved by Alderman Morgan, seconded by Alderman Antonow to suspend Harvey Lynch for four days without pay and to put on probation for ninety days in the Sanitation Department. All the aldermen voting aye, Mayor Patterson declared the motion carried.

ADJOURN:

It was moved by Alderman Williams, seconded by Alderman Morgan to adjourn the meeting sine-die. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

George G. Patterson, Mayor



Lisa Carwyle, City Clerk

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

UNITED STATES OF AMERICA

STATE OF MISSISSIPPI

COUNTY OF LAFAYETTE

CITY OF OXFORD

REGULAR MEETING

October 2, 2012

6:00 p.m.

CALL TO ORDER:

The meeting of the Mayor and Board of Aldermen of the City of Oxford, Mississippi, was called to order by Mayor Patterson at 6:00 p.m. on Tuesday, October 2, 2012, in the court room of City Hall when and where the following were present:

George G. Patterson - Mayor
 Ney Williams- Alderman Ward I
 E.O. Oliver- Alderman Ward II
 Janice Antonow- Alderman Ward III
 Ulysses Howell- Alderman Ward IV
 Preston Taylor- Alderman Ward V
 Jason Bailey- Alderman Ward VI
 John Morgan- Alderman at Large

Mayo Mallette PLLC – Of Counsel
 Bart Robinson- Director of Public Works
 Lisa Carwyle– City Clerk
 Tim Akers - Dir of Planning
 Mike Martin- Chief Oxford Police Dept
 Cary Sallis- Chief of Fire Dept
 Eddie Anderson- Dir. of Sanitation
 Al Hope- Dir of Human Resources
 Randy Barber- Director of Building
 Billy Lamb- Supt. of Bldg & Grounds
 Rob Neely- Supt. of Electric Department

AGENDA:

It was moved by Alderman Howell, seconded by Alderman Williams to adopt the agenda for the meeting. All the aldermen present voting aye. Mayor Patterson declared the motion carried.

MAYOR'S REPORT:

We continue to discuss and work on the downtown parking issues. Frustrating problems, with no clear, easy solutions, but to steal E.O's words again, they are Great Problems to be working on. We could easily be in the situation of trying to figure out how to get people to come and shop and visit.

To underscore our financial strength and what a good job I believe the Board of Aldermen have done for this community we financed new equipment this afternoon at a rate of 1.4 %. To me that is just incredible. We are AA rated. We will continue to look for creative ways to save tax payer dollars and finance future projects. Sue Fairbanks, our bond attorney with Baker Donnelson will elaborate in a few minutes.

Our insurance costs continue to spiral upward, and we are looking for ways to keep costs down and good insurance affordable for our employees. It is a tough task in this economy right now. Compliments and kudos keep pouring in from our friends in Texas. Such as "I retired in Austin, I'm sorry I didn't see Oxford first. Most friendly people and community that I have ever visited." "I had heard about the Grove and the Town beforehand and it was every bit as beautiful and enjoyable as people said." I hope we continue to impress our visitors over the next several weeks with our hospitality.

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On a more somber note, last week was a sad one for this community.

DEMENT-MERIDIAN 61-0226

Not only did we lose former Mayor Pat Lamar after a long battle with cancer, we suddenly lost the Reverend Julius Minor and Tricia Gibbs. Stalwarts of our community. Their contributions on many levels will be deeply missed. Our prayer is for the families to find Peace quickly.

MINUTES:

It was moved by Alderman Antonow, seconded by Alderman Bailey to adopt the minutes of the special meeting on September 18, 2012. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ACCOUNTS:

It was moved by Alderman Howell, seconded by Alderman Bailey to approve the payment of all accounts for the City. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

**GENERAL OBLIGATION
NOTE RESOLUTION:**

It was moved by Alderman Howell, seconded by Alderman Taylor to adopt the following resolution for the issuance of a \$500,000.00 General Obligation Note. All the aldermen voting aye, Mayor Patterson declared the motion carried.

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There came on for consideration the matter of issuing a general obligation note of the City of Oxford, Mississippi and, after a discussion of the subject matter, Alderman Howell offered and moved the adoption of the following resolution:

RESOLUTION OF THE MAYOR AND BOARD OF ALDERMEN OF THE CITY OF OXFORD, MISSISSIPPI DIRECTING THE ISSUANCE OF A FIVE HUNDRED THOUSAND DOLLAR (\$500,000) GENERAL OBLIGATION NOTE, SERIES 2012 OF THE CITY OF OXFORD, MISSISSIPPI FOR THE PURPOSE OF RAISING MONEY TO PURCHASE FIRE-FIGHTING EQUIPMENT AND APPARATUS AND TO PURCHASE MACHINERY AND EQUIPMENT FOR SAID CITY; DIRECTING THE ISSUANCE OF SAID NOTE; PRESCRIBING THE FORM AND DETAILS OF SAID NOTE; PROVIDING CERTAIN COVENANTS OF SAID CITY IN CONNECTION WITH SAID NOTE AND DIRECTING THE PREPARATION, EXECUTION AND DELIVERY THEREOF; RATIFYING THE PUBLICATION OF A NOTICE OF NOTE SALE IN CONNECTION WITH SAID NOTE AND THE DISTRIBUTION OF MATERIALS RELATED TO THE SALE AND ISSUANCE OF SAID NOTE; AND FOR RELATED PURPOSES.

WHEREAS, the Mayor and Board of Aldermen of the City of Oxford, Mississippi (the "Governing Body"), acting for and on behalf of the City of Oxford, Mississippi (the "City") are authorized by Sections 21-33-301 *et seq.*, Mississippi Code of 1972, as amended (the "City Act") to issue general obligation bonds to raise money for the purposes set forth therein, including, but not limited to, purchasing fire-fighting equipment and apparatus and purchasing machinery and equipment which has an expected useful life in excess of ten (10) years, including motor vehicles weighing in excess of twelve thousand (12,000) pounds; and

WHEREAS, pursuant to Sections 17-21-51 through 17-21-55, Mississippi Code of 1972, as amended (the "Note Act" and collectively with the City Act, the "Act"), the Governing Body, acting for and on behalf of the City, is authorized to issue negotiable notes of the City for any purpose for which the Governing Body is otherwise authorized to issue bonds, notes or certificates of indebtedness including those set forth in the City Act; and

WHEREAS, on August 21, 2012, the Governing Body adopted a resolution (the "Intent Resolution") declaring the necessity for the sale and issuance of a negotiable note of the City to raise money for the purpose of purchasing fire-fighting equipment and apparatus and purchasing machinery and equipment which has an expected useful life in excess of ten (10) years, including motor vehicles weighing in excess of twelve thousand (12,000) pounds (the "Project"), authorizing the publication of a Notice of Note Sale in connection with such note (the "Notice") and authorizing the distribution of a proposal for purchase (the "Proposal") and other materials and information convenient to the sale of such note; and

WHEREAS, the Project is in accordance with the provisions of the Act; and

WHEREAS, the Governing Body is authorized pursuant to the Act to provide funding for the Project through the issuance of a negotiable note or notes of the City which notes would be secured by a pledge of the full faith, credit and resources of the City; and

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 WHEREAS, the Governing Body has determined that it is necessary and advisable to issue a general obligation note of the City in the aggregate principal amount of Five Hundred Thousand Dollars (\$500,000) in order to finance the Project; and

WHEREAS, such general obligation note shall be designated the \$500,000 City of Oxford, Mississippi General Obligation Note, Series 2012 (the "Note"); and

WHEREAS, pursuant to the direction of the Intent Resolution, the Mayor of the City (the "Mayor") and Baker, Donelson, Bearman, Caldwell & Berkowitz, PC ("Special Counsel") prepared and published the Notice as required by the Note Act in *The Oxford Eagle*, Oxford, Mississippi, a newspaper having general circulation in the City and qualified under the provisions of Section 13-3-31, Mississippi Code of 1972, as amended, on September 21, 2012 and September 28, 2012, in the form attached hereto as Exhibit A; and

WHEREAS, the Mayor, Special Counsel and Government Consultants, Inc. (the "Financial Advisor"), pursuant to the Intent Resolution, prepared and distributed the Notice and the Proposal to prospective purchasers of the Note in the forms attached hereto as Exhibit B; and

WHEREAS, at or prior to the hour of 3:30 p.m., Mississippi time, on this 2nd day of October 2012, there were filed with the Governing Body two (2) sealed proposals on the form of the Proposal which are attached hereto as Exhibit C and made a part hereof for the purchase of the Note pursuant to the terms and provisions of the Notice as follows:

Name of Bidder	Net Interest Rate
Bank of Commerce	2.90%
BancorpSouth Bank	1.43

WHEREAS, each of said Proposals has been read at length and has been considered by the Governing Body; and

WHEREAS, the Proposal of BancorpSouth Bank (the "Purchaser") produces the lowest interest rate for the Note; and

WHEREAS, the Note Act limits the aggregate amount of debt outstanding under the Note Act at any one time to the greater of Two Hundred Fifty Thousand and No/100ths Dollars (\$250,000) or one percent (1%) of the assessed value of all taxable property within the City according to the last completed assessment for taxation; and

WHEREAS, the assessed value of all taxable property within the City, according to the last completed assessment for taxation, is Two Hundred Seventy-Seven Million Two Hundred Three Thousand Forty-Two Dollars (\$277,203,042); and

WHEREAS, one percent (1%) of the assessed value of all taxable property located within the City is Two Million Seven Hundred Seventy-Two Thousand Thirty Dollars (\$2,772,030); and

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WHEREAS, the City presently has Two Hundred Eleven Thousand Dollars (\$211,000) in outstanding indebtedness under the Note Act; and

WHEREAS, the issuance of the Note under the Act for the purpose of funding the Project will not exceed any constitutional or statutory limitation upon indebtedness which may be incurred by the City including those set forth in Section 21-33-303 of the City Act; and

WHEREAS, it is the opinion of the Governing Body that the best interest of the City will be served by the acceptance of the aforesaid proposal of the Purchaser; and

WHEREAS, the issuance of the Note for the purpose of providing funds to finance the Project will result in a substantial public benefit to the citizens of the City; and

WHEREAS, it has now become necessary that the Governing Body proceed to make provision for the preparation, execution, issuance and delivery of the Note.

NOW, THEREFORE, BE IT RESOLVED BY THE MAYOR AND BOARD OF ALDERMEN OF THE CITY, ACTING FOR AND ON BEHALF OF THE CITY, AS FOLLOWS:

SECTION 1. This resolution is adopted pursuant to the Act and the Constitution and laws of the State and all recitations hereinabove made are found and adjudicated to be true and correct.

SECTION 2. The Proposal of the Purchaser be, and the same is hereby, declared to be the best responsible Proposal and the one offering to purchase the Note at such rate of interest as will produce the lowest interest rate for the City.

SECTION 3. The Proposal of the Purchaser be, and the same is hereby, accepted, subject to the conditions of the Notice and this resolution, and in accordance with said Proposal.

SECTION 4. The Mayor be, and he is hereby, authorized and directed to accept the Proposal of the Purchaser and to endorse upon the Proposal of the Purchaser, for and on behalf of the City, a suitable notation as evidence of the acceptance of the Proposal of the Purchaser and to do all other acts and things required to evidence the City's acceptance thereof.

SECTION 5. Proceeding under the authority of the Act, there shall be and there is hereby authorized and directed to be issued a General Obligation Note, Series 2012 of the City in the aggregate principal amount of Five Hundred Thousand Dollars (\$500,000). In consideration of the purchase and acceptance of the Note, this resolution shall constitute a contract between the City and the registered holder from time to time of the Note. Pursuant to the Act, the Note shall be a general obligation of the City, and the full faith, credit and resources of the City are hereby irrevocably pledged for the payment of the principal of and interest on the Note. For the purposes of effectuating and providing for the payment of the principal of and interest on the Note, as the same shall mature and accrue, there shall be and is hereby levied a direct, continuing special ad valorem 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

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of and the interest on the Note shall be extended upon the tax to be 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 rate or amount. The avails of said tax are hereby irrevocably pledged for the payment of the principal of and interest on the Note as the same shall respectively mature and accrue. Should there be a failure in any year to comply with the requirements of this Section 5, such failure shall not impair the right of the registered holder of the Note in any subsequent year to have adequate taxes levied and collected to meet the obligations of the Note, both as to principal and interest.

SECTION 6. The Note will be dated and bear interest from the date of its delivery; will be delivered in the denomination of \$500,000; will be numbered R-1; will be issued in registered form; and will bear interest, payable on April 1 and October 1 of each year commencing on April 1, 2013, at the rate of 1.43% per annum. Interest will be payable by check or draft of BancorpSouth, Bank, Tupelo, Mississippi (the "Paying and Transfer Agent") made payable to the registered holder of the Note as of the close of business on the date which shall be the fifteenth (15th) day (whether or not a business day) preceding such interest payment date and named in and mailed to the address appearing on the registration books of the City kept and maintained by the Paying and Transfer Agent (the "Registration Books"). Interest on the Note will be computed on the basis of a 365-day year.

Principal of the Note will be payable at the principal corporate trust office of the Paying and Transfer Agent on October 1 in the following years and amounts:

Year	Principal Amount
2013	\$ 95,000
2014	100,000
2015	100,000
2016	100,000
2017	105,000

SECTION 7. The Note will be subject to redemption prior to maturity, at the option of the City, in whole or in part, on any date, at the principal amount thereof together with accrued interest to the date fixed for redemption and without premium. Notice of each such redemption shall be mailed, postage prepaid, not less than two (2) business days prior to the redemption date, to the registered owner of the Note to be redeemed at the address appearing on the registration books of the City maintained by the Paying and Transfer Agent.

If the Note is redeemed in part, amounts paid in connection with such partial redemption shall be applied first to interest to the extent then accrued and the remainder shall be applied to principal installments due thereunder as determined by the Governing Body. In case the Note is to be redeemed in part only, the notice of redemption for the Note shall state the part or portion thereof to be redeemed.

Notice having been given in the manner and under the conditions hereinabove provided, the Note or portions thereof so called for redemption shall, on the date designated for redemption

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in such notice, become and be due and payable at the redemption price provided for redemption of the Note or portions thereof on such date. On the date so fixed for redemption, provided moneys for payment of the redemption price shall be held in separate accounts by the Paying and Transfer Agent in trust for the holder of the Note or portions thereof to be redeemed, interest on the Note or portions thereof so called for redemption shall cease to accrue, such Note or portions thereof shall cease to be entitled to any lien, benefit or security under this resolution, and the holder of the Note or portions thereof shall have no right in respect thereof except to receive payment of the redemption price thereof.

SECTION 8. Pursuant to the authority granted by the Act and the Registered Bond Act, being Sections 31-21-1 *et seq.*, Mississippi Code of 1972, as amended (the "Registered Bond Act"), the Note shall be executed by the manual signature of the Mayor and the official seal of the City shall be affixed or otherwise reproduced thereon, attested by the Clerk of the City (the "Clerk"), and the Note shall be authenticated by the Paying and Transfer Agent. The Paying and Transfer Agent shall authenticate the Note by executing the Certificate of Registration and Authentication thereon and the Note shall not be valid or become obligatory for any purpose until such certificate shall have been duly executed by the Paying and Transfer Agent. Such certificate, when duly executed on behalf of the City, shall be conclusive evidence that the Note so authenticated has been duly authenticated and delivered. The Note shall be delivered to the Purchaser upon payment of the purchase price therefor in accordance with the terms and conditions of their sale and award and this resolution. Prior to or simultaneously with the delivery by the Paying and Transfer Agent of the Note, the City shall file with the Paying and Transfer Agent: (a) a copy, certified by the Clerk, of the transcript of proceedings of the Governing Body in connection with the authorization, sale and issuance of the Note; and (b) an authorization to the Paying and Transfer Agent, signed by the Mayor, to authenticate and deliver the Note to the Purchaser. At delivery, the Paying and Transfer Agent shall authenticate the Note and deliver it to the Purchaser upon payment of the purchase price of the Note to the City in accordance with this resolution. When the Note shall have been executed as herein provided, it shall be registered as an obligation of the City in a book maintained for that purpose, and the Clerk shall cause to be imprinted upon the Note, over his signature and seal, his certificate in substantially the form set out in Section 9 hereof.

SECTION 9. The form of the Note, the certificates to appear on the Note and the Certificate of Registration and Authentication shall be in substantially the following forms and the Mayor and the Clerk be and are hereby authorized and directed to make such changes, insertions and omissions therein as may in their opinions be required:

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DEMENT-MERIDIAN 61-0226

**THE SALE, ASSIGNMENT, REPLACEMENT OR TRANSFER
OF THIS NOTE IS SUBJECT TO THE RESTRICTIONS IMPOSED
THEREON BY THE WITHIN MENTIONED RESOLUTION**

Registered

No. R-1

\$500,000

**UNITED STATES OF AMERICA
CITY OF OXFORD, MISSISSIPPI
GENERAL OBLIGATION NOTE,
SERIES 2012**

The City of Oxford, Mississippi (the "City") for value received, hereby promises to pay to Regions Bank, as registered holder hereof, or its legal representatives or registered assigns as hereinafter provided (the "Registered Holder") at the times and in the amount set forth below, the principal sum of

FIVE HUNDRED THOUSAND DOLLARS

in any coin or currency of the United States of America which, on the date of payment thereof is legal tender for the payment of public and private debts, and to pay in like coin or currency, interest thereon from and including the date hereof at the rate of 1.43% per annum payable on April 1 and October 1, commencing April 1, 2013. Interest will be payable by check or draft of BancorpSouth Bank, Tupelo, Mississippi (the "Paying and Transfer Agent") made payable to the Registered Holder of this Note as of the close of business on the date which shall be the fifteenth (15th) day (whether or not a business day) preceding such interest payment date and named in and mailed to the address appearing on the registration books of the City held and maintained by the Paying and Transfer Agent. Interest on this Note will be computed on the basis of a 360-day year consisting of twelve (12) thirty (30) day months. Principal of the Note will be payable at the principal corporate trust office of the Paying and Transfer Agent on October 1 in the following years and amounts:

Year	Principal Amount
2013	\$ 95,000
2014	100,000
2015	100,000
2016	100,000
2017	105,000

This Note is issued pursuant to the authority of and in full compliance with Sections 17-21-51 through 17-21-55, Mississippi Code of 1972, as amended (the "Note Act") and Sections 21-33-301 *et seq.*, Mississippi Code of 1972, as amended (the "City Bond Act" and together with the Note Act, the "Act") and resolutions duly adopted by the Mayor and Board of Aldermen of the City on August 21, 2012 and October 2, 2012 (collectively, the "Resolution").

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This Note is subject to all terms and conditions of the Resolution. Terms not otherwise defined herein shall have the same meanings ascribed to them in the Resolution.

This Note is issued to raise money for the purpose of purchasing fire-fighting equipment and apparatus and purchasing machinery and equipment which has an expected useful life in excess of ten (10) years, including motor vehicles weighing in excess of twelve thousand (12,000) pounds, and paying certain costs incident to the sale and issuance of the Note.

This Note shall be a general obligation of the City and shall be secured by a pledge of the full faith, credit and resources of the City.

This Note will be subject to redemption prior to maturity, at the option of the City, in whole or in part, on any date, at the principal amount thereof together with accrued interest to the date fixed for redemption and without premium. Notice of each such redemption shall be mailed, postage prepaid, not less than two (2) business days prior to the redemption date, to the registered owner of the Note to be redeemed at the address appearing on the registration books of the City maintained by the Paying and Transfer Agent.

If this Note is redeemed in part, amounts paid in connection with such partial redemption shall be applied first to interest to the extent then accrued and the remainder shall be applied to principal installments due hereunder as determined by the Mayor and Board of Aldermen of the City. In case this Note is to be redeemed in part only, the notice of redemption for this Note shall state the part or portion thereof to be redeemed.

Notice having been given in the manner and under the conditions hereinabove provided, this Note or portions thereof so called for redemption shall, on the date designated for redemption in such notice, become and be due and payable at the redemption price provided for redemption of this Note or portions thereof on such date. On the date so fixed for redemption, provided moneys for payment of the redemption price shall be held in separate accounts by the Paying and Transfer Agent in trust for the Registered Holder of this Note or portions thereof to be redeemed, interest on this Note or portions thereof so called for redemption shall cease to accrue, such Note or portions thereof shall cease to be entitled to any lien, benefit or security under the Resolution, and the Registered Holder of this Note or portions thereof shall have no right in respect thereof except to receive payment of the redemption price thereof.

If the date for payment of the principal or interest on this Note shall be a Saturday, Sunday, legal holiday or a day on which banking institutions in the City are authorized by law or executive order to close, then the date for such payment shall be the next succeeding day which is not a Saturday, Sunday, legal holiday or a day on which such banking institutions are authorized to close, and payment on such day shall have the same force and effect as if made on the normal day of payment.

This Note may be transferred or exchanged by the Registered Holder hereof in person or by his attorney duly authorized in writing at the principal office of the Paying and Transfer Agent, but only in the manner, subject to the limitations in the Resolution, and upon surrender and cancellation of this Note. Upon such transfer or exchange, a new note of like amount, tenor and maturity will be issued.

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The City and the Paying and Transfer Agent may deem and treat the Registered Holder 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 and Transfer Agent shall be affected by any notice to the contrary.

It is hereby certified and recited that all acts, conditions and things required to exist, to happen, and to be performed precedent to and in the issuance of this Note exist, have happened and have been performed in regular and due form and time as required by the laws and the provisions of the Constitution of the State of Mississippi applicable thereto, and that the issuance of this Note does not violate any constitutional or statutory limitation or provision.

This Note shall bind the City and its successors and assigns, and the benefits hereof shall inure to the Registered Holder hereof and its successors and assigns.

IN WITNESS WHEREOF, the City of Oxford, Mississippi has issued this Note and has caused the same to be executed by the Mayor of the City and attested by the City Clerk of the City and its seal to be impressed hereon, all as of the ____ day of October, 2012.

(SEAL)

CITY OF OXFORD, MISSISSIPPI

By _____
Mayor

ATTEST:

City Clerk

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CERTIFICATE OF REGISTRATION AND AUTHENTICATION DEMENT-MERIDIAN 61-226

This is the Note described in the within mentioned Resolution of the Mayor and Board of Aldermen of the City of Oxford, Mississippi.

BANCORPSOUTH BANK, as Paying and Transfer Agent

By _____
Authorized Signatory

Date of Registration and Authentication: _____

REGISTRATION CERTIFICATE

**STATE OF MISSISSIPPI
COUNTY OF LAFAYETTE**

I, the undersigned City Clerk of the City of Oxford, Mississippi, do hereby certify that the within Note has been validated and confirmed by decree of the Chancery Court of Lafayette County, Mississippi, rendered on the _____ day of October, 2012 pursuant to the Act and that the Note has been registered as an obligation of said City pursuant to law in a record kept in my office for that purpose.

(SEAL)

City Clerk of the City of Oxford,
Mississippi

ASSIGNMENT

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

(Name and Address of Assignee)

the within Note and does hereby irrevocably constitute and appoint _____ as registrar and transfer agent to transfer the within Note on the records kept for registration thereof with full power of substitution in the premises.

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DEMENT-MERIDIAN 61-0226

Signature guaranteed: _____

 (Bank, Trust Company or Paying Agent)

 (Authorized Officer)

 Date of Assignment:

 Insert Social Security Number or other Tax
 Identification Number of Assignee

NOTICE: The signature to this Assignment must correspond with the name of the registered holder as it appears upon the face of the within Note in every particular, without any alteration whatever, and must be guaranteed by a commercial bank or trust company or a member of a national securities exchange who is a member of a Medallion Signature Guarantee Program.

[END OF FORM OF NOTE]

SECTION 10. Subject to the restrictions contained herein, the registration of the Note may be transferred upon the Registration Books upon delivery to the Paying and Transfer Agent, accompanied by a written instrument or instruments of transfer in form and with guaranty of signatures satisfactory to the Paying and Transfer Agent, duly executed by the registered holder of the Note or by his attorney-in-fact or legal representative, containing written instructions as to the detail of transfer of the Note, along with the social security number or federal employer identification number of such transferee. In all cases of a transfer of the Note, the Paying and Transfer Agent shall at the earliest practical time according to the provisions of this resolution enter the transfer of ownership in the Registration Books and shall deliver in the name of the transferee a new fully registered note identical to the Note. The City may charge the registered holder of the Note for the registration of every such transfer of the Note sufficient to reimburse it for any tax, fee or any other governmental charge required (other than by the City) to be paid with respect to the registration of such transfer, and may require that such amounts be paid before any new such Note shall be delivered.

The Note may only be transferred upon compliance by the registered holder of the Note with the terms and provisions of this resolution, specifically, the registered holder of the Note must obtain from the purchaser or transferee thereof, and deliver to the City on or before the closing date thereof, a document satisfactory to the City to the effect that:

- (a) such purchaser is purchasing the Note for its own account for the purpose of investment and not with a view towards distribution or resale;
- (b) such purchaser has knowledge and experience in financial matters and is capable of evaluating the merits and risk of purchasing the Note;
- (c) such purchaser has read and fully understands this resolution;

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(d) such purchaser has had an opportunity to obtain and has received from the City all of the information, documents and materials which it regards as necessary to evaluate the merits and risks of its purchase of the Note;

(e) such purchaser recognizes that Baker, Donelson, Bearman, Caldwell & Berkowitz, P.C. ("Special Counsel") is not responsible for any information contained in or omitted from materials regarding the City and the Note, this resolution and the Note and acknowledges that it does not look to Special Counsel to obtain such information on its behalf; and

(f) while it has no present intention to resell or otherwise dispose of all or any part of the Note purchased by it, such purchaser assumes responsibility for disclosing all material information in compliance with all applicable federal and state securities laws in the event of its resale or transfer of the Note.

The above limitation shall not prohibit the Purchaser from selling or transferring participation interests in the Note to other national or state banks or similar institutions provided that the holders of such participation interests shall provide a document similar to the one set forth above satisfactory to the City and Special Counsel, and such holders shall have no right to sell or transfer their participation interests without prior approval of the City except to the Purchaser.

If the date for payment of the principal of and interest on the Note shall be a Saturday, Sunday, legal holiday or a day on which banking institutions in the City are authorized by law or executive order to close, then the date for such payment shall be the next succeeding day which is not a Saturday, Sunday, legal holiday or a day on which such banking institutions are authorized to close, and payment on such day shall have the same force and effect as if made on the normal day of payment.

SECTION 11. (a) So long as the Note shall remain outstanding, the City shall maintain with the Paying and Transfer Agent records for the registration and transfer of the Note. The Paying and Transfer Agent is hereby appointed registrar for the Note, in which capacity the Paying and Transfer Agent shall register in such records and permit to be transferred thereon, under such reasonable regulations as may be prescribed, any Note entitled to registration or transfer.

(b) The City shall pay or reimburse the Paying and Transfer 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 note registrars, subject to agreement between the City and the Paying and Transfer Agent. Fees and reimbursements for extraordinary services and expenses, so long as not occasioned by the negligence, misconduct or willful default of the Paying and Transfer 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.

(c) (1) A Paying and Transfer Agent may at any time resign and be discharged of its duties and obligations as Paying and Transfer Agent, by giving at least sixty (60) days

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written by resolution of the Governing Body delivered to the Paying and Transfer Agent at any time by resolution of the Governing Body delivered to the Paying and Transfer Agent. The resolution shall specify the date on which such removal shall take effect and the name and address of the successor Paying and Transfer Agent, and shall be transmitted to the Paying and Transfer Agent being removed within a reasonable time prior to the effective date thereof; provided, however, that no resignation or removal of a Paying and Transfer Agent shall become effective until a successor Paying and Transfer Agent has been appointed pursuant to this resolution.

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

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

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

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

(6) Should any transfer, assignment or instrument in writing be required by any successor Paying and Transfer Agent from the City to more fully and certainly vest in such successor Paying and Transfer Agent the estates, rights, powers and duties hereby vested or intended to be vested in the predecessor Paying and Transfer Agent, any such

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transfer, assignment and written instruments shall, on request, be executed, acknowledged and delivered by the City.

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

(8) All duties and obligations imposed hereby on a Paying and Transfer Agent or successor Paying and Transfer Agent shall terminate upon the accomplishment of all duties, obligations and responsibilities imposed by law or required to be performed by this resolution.

(d) Any corporation or association into which a Paying and Transfer Agent may be converted or merged, or with which it may be consolidated or to which it may sell or transfer its assets as a whole or substantially as a whole, or any corporation or association resulting from any such conversion, sale, merger, consolidation or transfer to which it is a party, shall be and become successor Paying and Transfer Agent hereunder and vested with all the powers, discretions, immunities, privileges and all other matters as was its predecessor, without the execution or filing of any instrument or any further act, deed or conveyance on the part of either the City or the successor Paying and Transfer Agent, anything herein to the contrary notwithstanding, provided only that such successor Paying and Transfer Agent shall be satisfactory to the City and eligible under the provisions of Section 11(c)(4) hereof.

SECTION 12. In case the Note shall become mutilated or be stolen, destroyed or lost, the City shall, if not then prohibited by law, cause to be delivered a new Note of like date, number, maturity and tenor in exchange and substitution for and upon cancellation of such mutilated Note, or in lieu of and in substitution for such Note stolen, destroyed or lost, upon the registered holder's paying the reasonable expenses and charges of the City in connection therewith, and in case of a Note stolen, destroyed or lost, his filing with the City or Paying and Transfer Agent evidence satisfactory to it or them that such Note was stolen, destroyed or lost, and of his ownership thereof, and furnishing the City or Paying and Transfer Agent with such security or indemnity as may be required by law and by them to save each of them harmless from all risks, however remote.

SECTION 13. The Note shall be prepared and executed as soon as may be practicable after the adoption of this resolution and shall be delivered thereafter to the Purchaser.

SECTION 14. If (a) the City shall pay or cause to be paid to the holder of the Note the principal of, and interest to become due thereon at the times and in the manner stipulated therein and herein, (b) all reasonable fees and expenses of the Paying and Transfer Agent shall have been paid, and (c) the City shall have kept, performed and observed all and singular the covenants and promises in the Note and in this resolution expressed as to be kept, performed and observed by it or on its part, then the Note shall cease to be entitled to any lien, benefit or security under this resolution and shall no longer be deemed to be outstanding hereunder.

SECTION 15. The person in whose name the Note shall be registered in the records of the City kept and maintained by the Paying and Transfer Agent may be deemed the absolute

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holder thereof for principal and interest on the Note shall be made only to or upon the order of the registered holder thereof, or his legal representative, but such registration may be changed as herein provided. All such payments shall be valid and effectual to satisfy and discharge the liability upon the Note to the extent of the sum or sums so paid.

SECTION 16. (a) The City shall maintain with a qualified depository thereof a fund (the "Series 2012 Note Fund") in its name for the payment of the principal of and interest on the Note and the payment of the Paying and Transfer Agent's fees in connection therewith. There shall be deposited into the Series 2012 Note Fund as and when received:

- (1) the avails of any of the ad valorem taxes levied and collected pursuant to Section 2 hereof;
- (2) any income received from investment of monies in the Series 2012 Note Fund; and
- (3) any other funds available to the City which may be lawfully used for payment of the principal of and interest on the Note, and which the Governing Body, in its discretion, may direct to be deposited into the Series 2012 Note Fund.

(b) As long as any principal of and interest on the Note remains outstanding, the Clerk is hereby irrevocably authorized and directed to withdraw from the Series 2012 Note Fund sufficient monies to make the payments herein provided for and to transfer same to the account of the Paying and Transfer Agent in time to reach said Paying and Transfer Agent at least one (1) business day prior to the date on which said principal and interest shall become due.

SECTION 17. (a) The principal proceeds received upon the sale of the Note shall be deposited with a qualified depository of the City in a special fund, hereby created, in the name of the City designated the "Series 2012 Note Project Fund" from which there shall be first paid by the Clerk all expenses, premiums, fees and commissions incurred and deemed necessary or advantageous in connection with the authorization, sale, issuance, validation and delivery of the Note, including but not limited to, Special Counsel fees and legal expenses, Financial Advisor fees and expenses, City counsel fees and expenses and all claims that may have been incurred to date in connection with the Project, which payments shall subsequently be approved and ratified by the Governing Body.

(b) The balance of such proceeds shall be used, to the extent permitted by law, (1) for the Project or to reimburse the City for any expenses in connection with the Project to the extent permitted by the Internal Revenue Code of 1986, as amended (the "Code"); (2) to pay engineering, fiscal, trustee, printing, accounting, construction manager, feasibility consultant, legal expenses and development expenses incurred in connection with the Project or to reimburse the City for any expenses in connection with the Project to the extent permitted by the Code, and the issuance of the Note; (3) to pay the premium or premiums on any insurance or any form of guarantee obtained from any source to assure the prompt payment of principal and interest on the Note when due; and (4) to pay costs related to any suits and proceedings in connection with the Project, including any costs of settlement thereof.

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SECTION 18. The City covenants to comply with each requirement of the Code necessary to maintain the exclusion of interest on the Note from gross income for federal income tax purposes, and in furtherance thereof, to comply with a certificate of the City to be executed and delivered concurrently with the issuance and delivery of the Note, or such other covenants as may, from time to time, be required to be complied with in order to maintain the exclusion of interest on the Note from gross income for federal income tax purposes. Notwithstanding any other provisions to the contrary, so long as necessary in order to maintain the exclusion of interest on the Note from gross income for federal income tax purposes under the Code, the covenants contained in this Section shall survive the payment of the Note and the interest thereon.

SECTION 19. The Governing Body hereby designates the Note as a "qualified tax exempt obligation" for purposes of Section 265(b)(3) of the Code. The City (including any subordinate entity or entities issuing tax exempt obligations on behalf of the City within the meaning of Section 265(b)(3) of the Code) has not issued, and does not reasonably expect to issue, tax exempt obligations within calendar year 2012 which, together with the Note, will exceed \$10,000,000.

SECTION 20. Each member of the Governing Body, the Mayor and the Clerk are hereby authorized to execute such documents, instruments and papers, and do such acts and things as may be necessary or advisable in connection with the authorization, sale, preparation, execution, issuance and delivery of the Note.

SECTION 21. The decisions and determinations made by the Mayor, the Financial Advisor and Special Counsel relating to the Note, and the actions taken by them in connection with the preparation and publication of the Notice and the preparation and distribution of the Notice and the Proposal are hereby approved and ratified by the Governing Body.

SECTION 22. Except as otherwise expressly provided herein, nothing in this resolution, express or implied, is intended or shall be construed to confer upon any person or firm or corporation other than the City, the holder of the Note issued under the provisions of this resolution, the Governing Body and the Paying and Transfer Agent, any right, remedy, or claim, legal or equitable, under and by reason of this resolution or any of the provisions hereof. This resolution, and all of its provisions are intended to be and shall be for the sole and exclusive benefit of the City, the Governing Body and the holder from time to time of the Note issued under the provisions of this resolution.

SECTION 23. All covenants, stipulations, obligations and agreements of the City contained in this resolution, shall be binding upon the City, and, except as otherwise provided in this resolution, all rights, powers and privileges conferred and duties and liabilities imposed upon the City by the provisions of this resolution, shall be exercised or performed by the City. No stipulation, obligation or agreement herein contained or any other document necessary to conclude the sale and issuance of the Note shall be deemed to be a stipulation, obligation or agreement of any officer, agent or employee of the City, including the Governing Body, in his or her individual capacity, and no such officer, agent or employee shall be personally liable on the Note or be subject to personal liability or accountability by reason of the sale and issuance thereof.

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SECTION 114. Handwritten Bank, upon Mississippi is hereby approved Paying
and Transfer Agent in connection with the Note. DÉMENT-MERIDIAN 61-0226

SECTION 25. If any one or more of the provisions of this 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 resolution, but this resolution shall be construed and enforced as if such illegal or invalid provision or provisions had not been contained herein.

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

- Alderman Ney Williams voted: Aye
- Alderman E.O. Oliver voted: Aye
- Alderwoman Janice Antonow voted: Aye
- Alderman Ulysses Howell voted: Aye
- Alderman Preston E. Taylor voted: Aye
- Alderman Jason Bailey voted: Aye
- Alderman John Morgan voted: Aye

The motion having received the affirmative vote of a majority of the members of the Governing Body present, being a quorum of said Governing Body, the Mayor declared the motion carried and the resolution adopted this 2nd day of October, 2012.

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EXHIBIT A
PROOF OF PUBLICATION OF NOTICE OF NOTE SALE

NOTICE OF NOTE SALE
\$500,000
CITY OF OXFORD,
MISSISSIPPI
GENERAL OBLIGATION
NOTE, SERIES 2012
NOTICE IS HEREBY GIVEN

that the Mayor and Board of Aldermen (the "Governing Body") of the City of Oxford, Mississippi (the "City") will receive sealed bids in the Office of the City Clerk in the City Hall of the City located at 107 Courthouse Square in the City until the hour of 3:30 p.m. on October 2, 2012, at which time said bids will be publicly opened by the City Clerk and read for the purchase at not less than par of \$500,000 City of Oxford, Mississippi General Obligation Note, Series 2012 (the "Note"), at which time said proposals will be publicly opened and read for the purchase of the Note.

The Note will be dated and bear interest from the date of its delivery; will be delivered in the denomination of \$500,000; will be numbered R-1; will be issued in registered form; and will bear interest, payable on April 1 and October 1 of each year commencing on April 1, 2013, at the rate of interest specified in the proposal submitted by the successful bidder in accordance with this Notice of Note Sale. Interest will be payable by check or draft of a bank or banks to be named by the City (the "Paying and Transfer Agent") made payable to the registered owner of the Note named in, and mailed to the address appearing on the registration books of the City kept and maintained by the Paying and Transfer Agent.

Principal of the Note will be payable at the principal corporate trust office of the Paying and Transfer Agent on October 1 in the following years and amounts:

Year	Principal Amount
2013	95,000
2014	100,000
2015	100,000
2016	100,000
2017	105,000

The Note will be subject to redemption prior to maturity, at the option of the City, in whole or in part, on any date, at the principal amount thereof together with accrued interest to the date fixed for redemption and without premium. Notice of each such redemption shall be mailed, postage prepaid, not less than two (2) business days prior to the redemption date, to the registered owner of the Note to be redeemed at the address appearing on the registration books of the City maintained by the Paying and Transfer Agent.

The Note will be issued pursuant to the provisions of Sections 21-33-301 et seq., Mississippi Code of 1972, as amended (the "City Act") and Sections 17-21-51 through 17-21-55, Mississippi Code of 1972, as amended (the "Note Act") and together with the City Act, the "Act"). The Note is being issued to raise money for the purpose of purchasing fire-fighting equipment and apparatus and purchasing machinery and equipment which has an expected useful life in excess of ten (10) years, including motor vehicles weighing in excess of twelve thousand (12,000) pounds, and paying certain costs incident to the sale and issuance of the Note.

The Note shall be a general obligation of the City. The full faith, credit and resources of the City shall be pledged to secure the payment of the principal of and interest on the Note and the Note shall be payable from an ad valorem tax to be levied without limit as to rate or amount upon all taxable property within the City.

The Note is to be sold at par and is to be awarded to the bidder complying with the terms hereof and offering to purchase the Note at the lowest rate of interest to the City. The Note shall bear only one rate of

interest as specified in the proposal which it will bear from its date to its stated maturity date of October 1, 2017. The rate of interest on the Note shall not exceed eleven percent (11%) per annum. Bidders must acknowledge in their respective proposals that, contemporaneously with or prior to delivery of the Note, the City shall receive from the successful bidder a document in form and substance satisfactory to the City to the effect that:

- (a) the successful bidder is purchasing the Note for its own account for the purpose of investment and not with a view towards distribution or resale;
- (b) the bidder has knowledge and experience in financial matters and it is capable of evaluating the merits and risks of purchasing the Note;
- (c) the bidder has read and fully understands the resolutions under which the Note is issued;
- (d) the bidder has had an opportunity to obtain and has received from the City all of the information, documents and materials which it regards

as necessary to evaluate the merits and risks of its purchase of the Note;

(e) the bidder recognizes that Baker, Donelson, Bearman, Caldwell & Berkowitz, PC ("Special Counsel") is not responsible for any information contained in or omitted from materials regarding the City and the Note and acknowledges that it does not look to Special Counsel to obtain such information on its behalf; and (f) while it has no present intention to resell or otherwise dispose of all or any part of the Note purchased by it, the bidder assumes responsibility for disclosing all material information in compliance with all applicable federal and state security laws in the event of its resale of the Note.

All proposals must be enclosed in a sealed envelope and should be addressed to the Governing Body, at their offices located at City Hall, 107 Courthouse Square, Oxford, Mississippi 38655 attention: Lisa Carwyle, City Clerk, City of Oxford and worded on the outside, in substance, "Proposal for City of Oxford, Mississippi General Obligation Note, Series 2012". ALL PROPOSALS MUST BE UNCONDITIONAL AND, AS A CONDITION PRECEDENT TO THE CONSIDERATION OF ITS PROPOSAL, EACH BIDDER MUST ENCLOSE WITH IT, AS A GOOD FAITH DEPOSIT, A CERTIFIED OR CASHIER'S CHECK DRAWN UPON A BANK LOCATED WITHIN THE STATE OF MISSISSIPPI PAYABLE TO THE ORDER OF THE CITY OF OXFORD, MISSISSIPPI FDR TEN THOUSAND AND NO/100THS DOLLARS (\$10,000.00). No interest will be allowed on any good faith deposit. Proposals will be accepted or rejected by the Governing Body on the date above shown for the sale of the Note. When a proposal is rejected by the Governing Body, the good faith deposit accompanying said proposal will be returned to the bidder. When a proposal is accepted by the Governing Body, the good faith deposit accompanying said proposal will be applied as part payment for the Note or, if the successful bidder fails to comply with this agreement to purchase the Note, will be retained as

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PRINTER'S FEE \$ 383.72

THE STATE OF MISSISSIPPI
 LAFAYETTE COUNTY

Personally appeared before me, a notary public in and for said county and State, the undersigned

Tim Phillips

Who, after being duly sworn, deposes and says that he is the Co-Publisher of the Oxford Eagle, a newspaper published daily in the City of Oxford, in said county and State, and that the said newspaper has been published for more than one year and that *Notice of Note Sale \$500,000 City of Oxford, MS General Obligation Note series 2012,* a true copy of which is hereto attached was published for 2 consecutive weeks in said newspaper as follows:

VOLUME	NO.	DATE
<u>144</u>	<u>255</u>	<u>9-21-12</u>
<u>145</u>	<u>04</u>	<u>9-28-12</u>

Tim Phillips
 Sworn to and subscribed before me this 28 day of September, 2012

Reta H. Vasilev
 Notary Public, Lafayette County, Mississippi

My commission expires _____

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DEMENT-MERIDIAN 61-226

liquidated damages. Pending the application of the good faith deposit of the successful bidder as aforesaid, such deposit may be invested in direct obligations of, or obligations guaranteed by the United States of America or in repurchase agreements with banks fully secured by such obligations, and the City shall be entitled to any income from any such investment.

The Governing Body reserves the right to reject any or all proposals as well as the right to waive any irregularity or informality in any proposal. All proposals shall be submitted on a Proposal for Purchase which may be obtained from Lisa Carwyle, City Clerk, City of Oxford, 107 Courthouse Square, Oxford, Mississippi 38655 telephone: (662)232-2312, or from the City's financial advisor, Government Consultants, Inc., 1830 Crane Ridge Drive, Jackson, Mississippi 39216, telephone: (601)982-0005, attention: Mr. Demery Grubbs.

In the opinion of Special Counsel, assuming compliance by the City with certain tax covenants, under existing statutes, regulations, rulings and court decisions, interest on the Note is excluded from gross income for federal income tax purposes. Furthermore, interest on the Note is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals and corporations; however, interest on the Note is taken into account in determining adjusted current earnings for purposes of computing the alternative minimum tax imposed on corporations. Special Counsel will express no other opinion regarding other federal tax consequences resulting from the ownership, receipt or accrual of interest on or disposition of the Note. In addition, Special Counsel is further of the opinion that under and pursuant to the Act, the Note and interest thereon are exempt from all income taxes imposed by the State of Mississippi.

The final approving opinion of Special Counsel relating to the validity and tax exemption of the Note, together with a non-litigation certificate of the City dated the date of delivery of the Note, and a transcript of the proceedings relating to the Note will be delivered to the successful bidder without charge.

The successful bidder will be given at least seven (7) business days advance notice of the proposed date of delivery of the Note when that date has been tentatively determined. The Note will be delivered in Oxford, Mississippi or such other place as the Governing Body shall designate and payment therefor shall be made in federal or other immediately available funds.

The successful bidder shall have the right, at its option, to cancel its agreement to purchase the Note if the Note to be delivered by the City in accordance with the preceding paragraph is not tendered for delivery within sixty (60) days from the date of sale thereof, and in such event the City shall return to said bidder its good faith deposit without interest. The City shall have the right, at its option, to cancel its agreement to sell the Note if

within the City after the tender of the Note, unless the successful bidder shall not have accepted delivery of and paid for the Note, and in such event the City shall retain the successful bidder's good faith deposit as liquidated damages.

Further information may be obtained from Lisa Carwyle, City Clerk, City of Oxford, 107 Courthouse Square, Oxford, Mississippi 38655 telephone: (662)232-2312, or from the City's financial advisor, Government Consultants, Inc., 1830 Crane Ridge Drive, Jackson, Mississippi 39216, telephone: (601)982-0005, attention: Mr. Demery Grubbs.

DATED: September 18, 2012

**CITY OF OXFORD,
MISSISSIPPI**

By /s/Lisa Carwyle
City Clerk

Publish: September 21 and 28, 2012.

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

EXHIBIT B

**NOTICE OF NOTE SALE AND
FORM OF PROPOSAL FOR PURCHASE**

MINUTE BOOK No. 63, CITY OF OXFORD

NOTICE OF NOTE SALE

DEMENT-MERIDIAN 61-226

\$500,000
CITY OF OXFORD, MISSISSIPPI
GENERAL OBLIGATION NOTE, SERIES 2012

NOTICE IS HEREBY GIVEN that the Mayor and Board of Aldermen (the "Governing Body") of the City of Oxford, Mississippi (the "City") will receive sealed bids in the Office of the City Clerk in the City Hall of the City located at 107 Courthouse Square in the City until the hour of 3:30 p.m. on October 2, 2012, at which time said bids will be publicly opened by the City Clerk and read for the purchase at not less than par of \$500,000 City of Oxford, Mississippi General Obligation Note, Series 2012 (the "Note"), at which time said proposals will be publicly opened and read for the purchase of the Note.

The Note will be dated and bear interest from the date of its delivery; will be delivered in the denomination of \$500,000; will be numbered R-1; will be issued in registered form; and will bear interest, payable on April 1 and October 1 of each year commencing on April 1, 2013, at the rate of interest specified in the proposal submitted by the successful bidder in accordance with this Notice of Note Sale; Interest will be payable by check or draft of a bank or banks to be named by the City (the "Paying and Transfer Agent") made payable to the registered owner of the Note named in, and mailed to the address appearing on the registration books of the City kept and maintained by the Paying and Transfer Agent.

Principal of the Note will be payable at the principal corporate trust office of the Paying and Transfer Agent on October 1 in the following years and amounts:

Year	Principal Amount
2013	\$ 95,000
2014	100,000
2015	100,000
2016	100,000
2017	105,000

The Note will be subject to redemption prior to maturity, at the option of the City, in whole or in part, on any date, at the principal amount thereof together with accrued interest to the date fixed for redemption and without premium. Notice of each such redemption shall be mailed, postage prepaid, not less than two (2) business days prior to the redemption date, to the registered owner of the Note to be redeemed at the address appearing on the registration books of the City maintained by the Paying and Transfer Agent.

The Note will be issued pursuant to the provisions of Sections 21-33-301 *et seq.*, Mississippi Code of 1972, as amended (the "City Act") and Sections 17-21-51 through 17-21-55, Mississippi Code of 1972, as amended (the "Note Act" and together with the City Act, the "Act"). The Note is being issued to raise money for the purpose of purchasing fire-fighting equipment and apparatus and purchasing machinery and equipment which has an expected useful life in excess of ten (10) years, including motor vehicles weighing in excess of twelve thousand (12,000) pounds, and paying certain costs incident to the sale and issuance of the Note.

The Note shall be a general obligation of the City. The full faith, credit and resources of the City shall be pledged to secure the payment of the principal of and interest on the Note and the Note shall be

The Note is to be sold at par and is to be awarded to the bidder complying with the terms hereof and offering to purchase the Note at the lowest rate of interest to the City. The Note shall bear only one rate of interest as specified in the proposal which it will bear from its date to its stated maturity date of October 1, 2017. The rate of interest on the Note shall not exceed eleven percent (11%) per annum. Bidders must acknowledge in their respective proposals that, contemporaneously with or prior to delivery of the Note, the City shall receive from the successful bidder a document in form and substance satisfactory to the City to the effect that:

- (a) the successful bidder is purchasing the Note for its own account for the purpose of investment and not with a view towards distribution or resale;
- (b) the bidder has knowledge and experience in financial matters and it is capable of evaluating the merits and risks of purchasing the Note;
- (c) the bidder has read and fully understands the resolutions under which the Note is issued;
- (d) the bidder has had an opportunity to obtain and has received from the City all of the information, documents and materials which it regards as necessary to evaluate the merits and risks of its purchase of the Note;
- (e) the bidder recognizes that Baker, Donelson, Bearman, Caldwell & Berkowitz, PC ("Special Counsel") is not responsible for any information contained in or omitted from materials regarding the City and the Note and acknowledges that it does not look to Special Counsel to obtain such information on its behalf; and
- (f) while it has no present intention to resell or otherwise dispose of all or any part of the Note purchased by it, the bidder assumes responsibility for disclosing all material information in compliance with all applicable federal and state security laws in the event of its resale of the Note.

All proposals must be enclosed in a sealed envelope and should be addressed to the Governing Body, at their offices located at City Hall, 107 Courthouse Square, Oxford, Mississippi 38655 attention: Lisa Carwyle, City Clerk, City of Oxford and worded on the outside, in substance, "Proposal for City of Oxford, Mississippi General Obligation Note, Series 2012". **ALL PROPOSALS MUST BE UNCONDITIONAL AND, AS A CONDITION PRECEDENT TO THE CONSIDERATION OF ITS PROPOSAL, EACH BIDDER MUST ENCLOSE WITH IT, AS A GOOD FAITH DEPOSIT, A CERTIFIED OR CASHIER'S CHECK DRAWN UPON A BANK LOCATED WITHIN THE STATE OF MISSISSIPPI PAYABLE TO THE ORDER OF THE CITY OF OXFORD, MISSISSIPPI FOR TEN THOUSAND AND NO/100THS DOLLARS (\$10,000.00).** No interest will be allowed on any good faith deposit. Proposals will be accepted or rejected by the Governing Body on the date above shown for the sale of the Note. When a proposal is rejected by the Governing Body, the good faith deposit accompanying said proposal will be returned to the bidder. When a proposal is accepted by the Governing Body, the good faith deposit accompanying said proposal will be applied as part payment for the Note or, if the successful bidder fails to comply with this agreement to purchase the Note, will be retained as liquidated damages. Pending the application of the good faith deposit of the successful bidder as aforesaid, such deposit may be invested in direct obligations of, or obligations guaranteed by the United States of America or in repurchase agreements with banks fully secured by such obligations, and the City shall be entitled to any income from any such investment.

MINUTE BOOK No. 63, CITY OF OXFORD

The Governing Body reserves the right to reject any or all proposals as well as the right to waive any irregularity or informality in any proposal. All proposals shall be submitted on a Proposal for Purchase which may be obtained from Lisa Carwyle, City Clerk, City of Oxford, 107 Courthouse Square, Oxford, Mississippi 38655 telephone: (662)232-2312, or from the City's financial advisor, Government Consultants, Inc., 1830 Crane Ridge Drive, Jackson, Mississippi 39216, telephone: (601)982-0005, attention: Mr. Demery Grubbs.

In the opinion of Special Counsel, assuming compliance by the City with certain tax covenants, under existing statutes, regulations, rulings and court decisions, interest on the Note is excluded from gross income for federal income tax purposes. Furthermore, interest on the Note is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals and corporations; however, interest on the Note is taken into account in determining adjusted current earnings for purposes of computing the alternative minimum tax imposed on corporations. Special Counsel will express no other opinion regarding other federal tax consequences resulting from the ownership, receipt or accrual of interest on or disposition of the Note. In addition, Special Counsel is further of the opinion that under and pursuant to the Act, the Note and interest thereon are exempt from all income taxes imposed by the State of Mississippi.

The final approving opinion of Special Counsel relating to the validity and tax exemption of the Note, together with a non-litigation certificate of the City dated the date of delivery of the Note, and a transcript of the proceedings relating to the Note will be delivered to the successful bidder without charge.

The successful bidder will be given at least seven (7) business days advance notice of the proposed date of delivery of the Note when that date has been tentatively determined. The Note will be delivered in Oxford, Mississippi or such other place as the Governing Body shall designate and payment therefor shall be made in federal or other immediately available funds.

The successful bidder shall have the right, at its option, to cancel its agreement to purchase the Note if the Note to be delivered by the City in accordance with the preceding paragraph is not tendered for delivery within sixty (60) days from the date of sale thereof, and in such event the City shall return to said bidder its good faith deposit without interest. The City shall have the right, at its option, to cancel its agreement to sell the Note if within five (5) days after the tender of the Note for delivery the successful bidder shall not have accepted delivery of and paid for the Note, and in such event the City shall retain the successful bidder's good faith deposit as liquidated damages.

Further information may be obtained from Lisa Carwyle, City Clerk, City of Oxford, 107 Courthouse Square, Oxford, Mississippi 38655 telephone: (662)232-2312, or from the City's financial advisor, Government Consultants, Inc., 1830 Crane Ridge Drive, Jackson, Mississippi 39216, telephone: (601)982-0005, attention: Mr. Demery Grubbs.

DATED: September 18, 2012

CITY OF OXFORD, MISSISSIPPI

By /s/Lisa Carwyle
City Clerk

PROPOSAL FOR PURCHASE
MINUTE BOOK No. 63, CITY OF OXFORD
\$500,000

DEMENT-MERIDIAN 61-0226

**CITY OF OXFORD, MISSISSIPPI
GENERAL OBLIGATION NOTE, SERIES 2012**

October 2, 2012

Mayor and Board of Aldermen
City of Oxford
107 Courthouse Square
Oxford, Mississippi 38655

Ladies and Gentlemen:

For Five Hundred Thousand Dollars (\$500,000) principal amount City of Oxford, Mississippi General Obligation Note, Series 2012 (the "Note") of the City of Oxford, Mississippi (the "City"), dated as of its delivery, and bearing interest at the rate specified below, we will pay you the aggregate par value thereof. The principal of the Note will be payable in the amounts and in the years set forth in the Notice of Note Sale relating to the Note dated September 18, 2012 (the "Notice of Note Sale").

The Note shall bear interest at the rate of _____ percent per annum. This proposal is subject to all the terms and conditions of the Notice of Note Sale which notice by this reference thereto is hereby made a part hereof. We hereby acknowledge that we will fully comply with the terms and requirements of the Notice of Note Sale.

A CERTIFIED OR CASHIER'S CHECK, DRAWN UPON A BANK LOCATED WITHIN THE STATE OF MISSISSIPPI, PAYABLE TO THE ORDER OF THE CITY OF OXFORD, MISSISSIPPI, IN THE AMOUNT OF TEN THOUSAND AND NO/100THS DOLLARS (\$10,000.00) accompanies this proposal as evidence of good faith and said good faith deposit shall be returned to the undersigned if this proposal is not accepted, or if the City should fail to deliver said Note to the undersigned in accordance with the terms of the Notice of Note Sale; otherwise said good faith deposit shall be held by the City and shall be applied as and when the Note is delivered and paid for under the terms of this proposal, as part payment therefor, or be applied as and for liquidated damages in the event that the undersigned fails to take up and pay for the Note. Pending the application of the good faith deposit of the successful bidder as aforesaid, such deposit may be invested in direct obligations of, or obligations guaranteed by, the United States of America or in repurchase agreements with banks fully secured by such obligations, and the City shall be entitled to any income from any such investment.

This proposal is for immediate acceptance.

Bidder _____

By _____
[Print Name]

[Signature]

Title _____

Address _____

Telephone Number _____

MINUTE BOOK No. 63, CITY OF OXFORD

(Note: No addition to or alteration in this proposal is to be made, and any erasure may cause a rejection of this proposal. Proposals must be filed with the Mayor and Board of Aldermen of the City of Oxford, Mississippi in the Office of the City Clerk in the City Hall located at 107 Courthouse Square, Oxford, Mississippi 38655 attention: Lisa Carwyle, City Clerk, sealed and worded on the outside, in substance, "Proposal for City of Oxford, Mississippi General Obligation Note, Series 2012", before 3:30 o'clock p.m., Mississippi time, on October 2, 2012. No interest will be allowed the bidder on the good faith deposit which accompanies this proposal.)

ACCEPTANCE

The above proposal accepted by the Mayor and Board of Aldermen of the City of Oxford, Mississippi, this the 2nd day of October, 2012, and receipt of the within mentioned check is hereby acknowledged.

CITY OF OXFORD, MISSISSIPPI

By _____
Mayor

Attest:

City Clerk

Return of the good faith check is hereby acknowledged.

By _____

Title _____

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

EXHIBIT C
PROPOSALS FOR PURCHASE

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

PROPOSAL FOR PURCHASE**\$500,000****CITY OF OXFORD, MISSISSIPPI
GENERAL OBLIGATION NOTE, SERIES 2012**

October 2, 2012

Mayor and Board of Aldermen
City of Oxford
107 Courthouse Square
Oxford, Mississippi 38655

Ladies and Gentlemen:

For Five Hundred Thousand Dollars (\$500,000) principal amount City of Oxford, Mississippi General Obligation Note, Series 2012 (the "Note") of the City of Oxford, Mississippi (the "City"), dated as of its delivery, and bearing interest at the rate specified below, we will pay you the aggregate par value thereof. The principal of the Note will be payable in the amounts and in the years set forth in the Notice of Note Sale relating to the Note dated September 18, 2012 (the "Notice of Note Sale").

The Note shall bear interest at the rate of 1.43% percent per annum. This proposal is subject to all the terms and conditions of the Notice of Note Sale which notice by this reference thereto is hereby made a part hereof. We hereby acknowledge that we will fully comply with the terms and requirements of the Notice of Note Sale.

A CERTIFIED OR CASHIER'S CHECK, DRAWN UPON A BANK LOCATED WITHIN THE STATE OF MISSISSIPPI, PAYABLE TO THE ORDER OF THE CITY OF OXFORD, MISSISSIPPI, IN THE AMOUNT OF TEN THOUSAND AND NO/100THS DOLLARS (\$10,000.00) accompanies this proposal as evidence of good faith and said good faith deposit shall be returned to the undersigned if this proposal is not accepted, or if the City should fail to deliver said Note to the undersigned in accordance with the terms of the Notice of Note Sale; otherwise said good faith deposit shall be held by the City and shall be applied as and when the Note is delivered and paid for under the terms of this proposal, as part payment therefor, or be applied as and for liquidated damages in the event that the undersigned fails to take up and pay for the Note. Pending the application of the good faith deposit of the successful bidder as aforesaid, such deposit may be invested in direct obligations of, or obligations guaranteed by, the United States of America or in repurchase agreements with banks fully secured by such obligations, and the City shall be entitled to any income from any such investment.

This proposal is for immediate acceptance.

Bidder BancorpSouth

By J. Randal Leister
[Print Name]

J. Randal Leister
[Signature]

Title President

Address 518 S. Lamar Blvd.

Oxford, MS 38655

Telephone Number 662-238-7000

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

(Note: No addition to or alteration in this proposal is to be made, and any erasure may cause a rejection of this proposal. Proposals must be filed with the Mayor and Board of Aldermen of the City of Oxford, Mississippi in the Office of the City Clerk in the City Hall located at 107 Courthouse Square, Oxford, Mississippi 38655 attention: Lisa Carwyle, City Clerk, sealed and worded on the outside, in substance, "Proposal for City of Oxford, Mississippi General Obligation Note, Series 2012", before 3:30 o'clock p.m., Mississippi time, on October 2, 2012. No interest will be allowed the bidder on the good faith deposit which accompanies this proposal.)

ACCEPTANCE

The above proposal accepted by the Mayor and Board of Aldermen of the City of Oxford, Mississippi, this the 2nd day of October, 2012, and receipt of the within mentioned check is hereby acknowledged.

CITY OF OXFORD, MISSISSIPPI

By _____
Mayor

Attest:

City Clerk

Return of the good faith check is hereby acknowledged.

By _____

Title _____

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

PROPOSAL FOR PURCHASE

\$500,000
CITY OF OXFORD, MISSISSIPPI
GENERAL OBLIGATION NOTE, SERIES 2012

October 2, 2012

Mayor and Board of Aldermen
City of Oxford
107 Courthouse Square
Oxford, Mississippi 38655

Ladies and Gentlemen:

For Five Hundred Thousand Dollars (\$500,000) principal amount City of Oxford, Mississippi General Obligation Note, Series 2012 (the "Note") of the City of Oxford, Mississippi (the "City"), dated as of its delivery, and bearing interest at the rate specified below, we will pay you the aggregate par value thereof. The principal of the Note will be payable in the amounts and in the years set forth in the Notice of Note Sale relating to the Note dated September 18, 2012 (the "Notice of Note Sale").

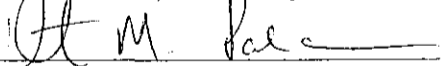
The Note shall bear interest at the rate of 2.90% percent per annum. This proposal is subject to all the terms and conditions of the Notice of Note Sale which notice by this reference thereto is hereby made a part hereof. We hereby acknowledge that we will fully comply with the terms and requirements of the Notice of Note Sale.

A CERTIFIED OR CASIHER'S CHECK, DRAWN UPON A BANK LOCATED WITHIN THE STATE OF MISSISSIPPI, PAYABLE TO THE ORDER OF THE CITY OF OXFORD, MISSISSIPPI, IN THE AMOUNT OF TEN THOUSAND AND NO/100THS DOLLARS (\$10,000.00) accompanies this proposal as evidence of good faith and said good faith deposit shall be returned to the undersigned if this proposal is not accepted, or if the City should fail to deliver said Note to the undersigned in accordance with the terms of the Notice of Note Sale; otherwise said good faith deposit shall be held by the City and shall be applied as and when the Note is delivered and paid for under the terms of this proposal, as part payment therefor, or be applied as and for liquidated damages in the event that the undersigned fails to take up and pay for the Note. Pending the application of the good faith deposit of the successful bidder as aforesaid, such deposit may be invested in direct obligations of, or obligations guaranteed by, the United States of America or in repurchase agreements with banks fully secured by such obligations, and the City shall be entitled to any income from any such investment.

This proposal is for immediate acceptance.

Bidder Bank of CommerceBy Robert M. Parham

[Print Name]



[Signature]

Title PresidentAddress 1610 Jackson Ave WOXFORD, MS 38655Telephone Number 662-234-2220

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

(Note: No addition to or alteration in this proposal is to be made, and any erasure may cause a rejection of this proposal. Proposals must be filed with the Mayor and Board of Aldermen of the City of Oxford, Mississippi in the Office of the City Clerk in the City Hall located at 107 Courthouse Square, Oxford, Mississippi 38655 attention: Lisa Carwyle, City Clerk, sealed and worded on the outside, in substance, "Proposal for City of Oxford, Mississippi General Obligation Note, Series 2012", before 3:30 o'clock p.m., Mississippi time, on October 2, 2012. No interest will be allowed the bidder on the good faith deposit which accompanies this proposal.)

ACCEPTANCE

The above proposal accepted by the Mayor and Board of Aldermen of the City of Oxford, Mississippi, this the 2nd day of October, 2012, and receipt of the within mentioned check is hereby acknowledged.

CITY OF OXFORD, MISSISSIPPI

By _____
Mayor

Attest:

City Clerk

Return of the good faith check is hereby acknowledged.

By _____

Title _____

MINUTE BOOK No. 63, CITY OF OXFORD

TAX EXEMPTION:

It was moved by Alderman Morgan, seconded by Alderman Williams to adopt the following resolution for final approval of a tax exemption to Ganesh Investments, LLC. All the aldermen voting aye, Mayor Patterson declared the motion carried.

FINAL RESOLUTION OF OXFORD, MISSISSIPPI
GRANTING EXEMPTION FROM
AD VALOREM TAXES

The Board took up for consideration the matter of granting tax exemption from ad valorem taxes for GANESH INVESTMENTS, LLC, and the following Resolution, having first been reduced to writing, was introduced.

RESOLUTION OF THE OXFORD BOARD OF ALDERMEN, OXFORD, MISSISSIPPI,
GRANTING FINAL APPROVAL OF AD VALOREM TAX EXEMPTION TO GANESH
INVESTMENTS, LLC, OXFORD, MISSISSIPPI

WHEREAS, heretofore, Ganesh Investments, LLC authorized to do business and doing business in Oxford, Mississippi, and authorized to do business and doing business in the City of Oxford, Mississippi, filed with the Oxford Board of Aldermen, Oxford, Mississippi, an application for ad valorem tax exemption, except Oxford School District ad valorem taxes for a five year period from January 1, 2012 – December 31, 2016 as authorized by Section 27-31-109, of the Mississippi Code of 1972, as amended, which said application was approved by the Oxford Board of Aldermen, Oxford, Mississippi, subject to the approval of the State Tax Commission of the State of Mississippi; and

WHEREAS, on the 26th day of September, 2012, the State Tax Commission of the State of Mississippi certified the eligibility of said application; and

WHEREAS, a copy of the aforesaid State Tax Commission's certification has been received by the Oxford Board of Aldermen, Oxford, Mississippi, and recorded in its minutes.

NOW, THEREFORE, in consideration of the premises, the Oxford Board of Aldermen, does hereby finally approve said application for ad valorem tax exemption, except Oxford Separate School District ad valorem taxes for a five year period from January 1, 2012 – December 31, 2016. Total true value approved \$7,268,041.00. After full discussion of this matter, Alderman Morgan moved that the foregoing resolution be adopted and said motion was seconded by Alderman Williams, and upon the question being put to a vote, the vote was as follows:

Alderman Williams _____ AYE _____

Alderman Oliver AYE

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DEMENT-MERIDIAN 61-0226

Alderman Antnow AYE

Alderman Howell AYE

Alderman Taylor AYE

Alderman Bailey AYE

Alderman Morgan AYE

WHEREUPON, the foregoing Resolution was declared passed and adopted at a regular meeting of the Mayor and Board of Aldermen of the City of Oxford, Mississippi; on this 2nd day of October, 2012.

GEORGE G. PATTERSON, MAYOR

LISA CARWYLE, CITY CLERK

RESOLUTION TO REFUND BONDS:

It was moved by Alderman Howell, seconded by Alderman Williams adopt the resolution authorizing the refunding of Water and Sewer Bonds. All the aldermen voting aye, Mayor Patterson declared the motion carried.

There came on for consideration the matter of the issuance of combined water and sewer system revenue refunding bonds of the City of Oxford, Mississippi and, after a discussion of the subject matter, Alderman Howell offered and moved the adoption of the following resolution:

RESOLUTION AUTHORIZING AND DIRECTING THE ISSUANCE OF COMBINED WATER AND SEWER SYSTEM REVENUE REFUNDING BONDS, SERIES 2012 OF THE CITY OF OXFORD, MISSISSIPPI IN THE AGGREGATE PRINCIPAL AMOUNT OF NOT TO EXCEED TWO MILLION SEVEN HUNDRED FIFTY THOUSAND DOLLARS (\$2,750,000) FOR THE PURPOSE OF ADVANCE REFUNDING AND DEFEASING CERTAIN OUTSTANDING MATURITIES OF SAID CITY'S \$1,900,000 (ORIGINAL PRINCIPAL AMOUNT) COMBINED WATER AND SEWAGE SYSTEM REVENUE BONDS, SERIES 2003 AND THE CITY'S \$1,800,000 (ORIGINAL PRINCIPAL AMOUNT) COMBINED WATER AND SEWER SYSTEM REVENUE BONDS, SERIES 2004; PRESCRIBING THE FORM AND DETAILS OF SAID REFUNDING BONDS; PROVIDING CERTAIN COVENANTS OF SAID CITY IN CONNECTION WITH SAID REFUNDING BONDS; DIRECTING THE PREPARATION, EXECUTION AND DELIVERY OF SAID REFUNDING BONDS; APPROVING THE FORM OF AND AUTHORIZING THE DISTRIBUTION OF A PRELIMINARY OFFICIAL STATEMENT IN CONNECTION WITH SAID REFUNDING BONDS; DIRECTING THE PREPARATION AND DISTRIBUTION OF A FINAL OFFICIAL STATEMENT IN CONNECTION WITH SAID REFUNDING BONDS; DESIGNATING AN UNDERWRITER FOR SAID REFUNDING BONDS; APPROVING THE FORM OF AND THE EXECUTION AND DELIVERY OF A BOND PURCHASE AGREEMENT IN CONNECTION WITH THE SALE OF SAID REFUNDING BONDS; MAKING PROVISION FOR CERTAIN FUNDS AND ACCOUNTS IN CONNECTION WITH SAID

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COMBINED WATER AND SEWER SYSTEM AND SAID REFUNDING BONDS; MAKING PROVISION FOR MAINTAINING THE TAX-EXEMPT STATUS OF SAID REFUNDING BONDS; DIRECTING THE REDEMPTION OF SAID PRIOR BONDS; AND FOR RELATED PURPOSES.

WHEREAS, the Mayor and Board of Aldermen of the City of Oxford, Mississippi (the "Governing Body"), acting for and on behalf of the City of Oxford, Mississippi (the "City"), is authorized by the Mississippi Bond Refinancing Act, being Sections 31-27-1 *et seq.*, Mississippi Code of 1972, as amended (the "Refinancing Act"), to issue revenue refunding bonds of the City for the purpose of refinancing outstanding prior obligations of the City at more favorable interest rates, provided, among other things, that such refinancing results in a net present value savings to maturity of not less than two percent (2%) of the obligations being refinanced; and

WHEREAS, the Refinancing Act authorizes the Governing Body, among other things, to provide for the terms and details of such refunding bonds, to sell such refunding bonds at public or private sale (which sale shall be on such terms and in such manner as the Governing Body shall determine to be in the City's best interest), to make arrangements for the retirement of such prior obligations of the City which are to be refinanced with the proceeds of such refunding bonds and to make other arrangements relating to such refunding bonds; and

WHEREAS, the City, acting by and through the Governing Body, has heretofore issued the following series of revenue bonds pursuant to the provisions of Sections 21-27-11 *et seq.*, Mississippi Code of 1972, as amended (the "Utilities Act" and together with the Refinancing Act, the "Act"), for the purpose of financing the costs of the acquisition, construction, enlargement, improvement, repair and/or extension of the City's combined waterworks and sewage system (the "System");

(a) \$1,900,000 (original principal amount) City of Oxford, Mississippi Combined Water and Sewage System Revenue Bonds, Series 2003, dated as of December 1, 2003 (the "Series 2003 Bonds"), and

(b) \$1,800,000 (original principal amount) City of Oxford, Mississippi Combined Water and Sewer System Revenue Bonds, Series 2004, dated as of November 1, 2004 (the "Series 2004 Bonds" and together with the Series 2003 Bonds, the "Prior Bonds"); and

WHEREAS, the Governing Body desires to advance refund and defease in accordance with the Refinancing Act all or a portion of the outstanding principal amount of the Prior Bonds; and

WHEREAS, the refunding of the Prior Bonds must result in an overall net present value savings to maturity of not less than two percent (2%) of the Prior Bonds being refunded as required by Section 31-27-13 of the Refinancing Act resulting in the enhancement of the City's annual cash flow; and

WHEREAS, long-term interest rates in the tax-exempt bond market are presently favorable to such a refunding; and

WHEREAS, the Refinancing Act authorizes such refunding bonds to be secured by a pledge of the same source of security as the Prior Bonds; and

WHEREAS, the sale of such refunding bonds through private sale will provide the Governing Body with the greatest degree of flexibility in the marketing of such refunding bonds and will ensure the most favorable long term interest rates and will thereby maximize the interest savings for the City; and

WHEREAS, the Governing Body has been presented with a proposal from Morgan Keegan & Company, Inc., or its successor in interest, to refund for interest savings all or a portion of the Prior Bonds; and

WHEREAS, the Governing Body has determined that it is necessary and advisable and in the best interest of the City for the City to issue its not to exceed \$2,750,000 City of Oxford, Mississippi Combined Water and Sewer System Revenue Refunding Bonds, Series 2012

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(the "Series 2012 Bonds") for the purpose of advance refunding and defeasing all or a portion of the Prior Bonds; and

WHEREAS, the Governing Body has determined that it is in the best interest of the City to designate Morgan, Keegan & Company, Inc., or its successor in interest, to serve as the underwriter for the Series 2012 Bonds (the "Underwriter"); and

WHEREAS, the Series 2012 Bonds will be sold to the Underwriter pursuant to the terms and provisions of a Bond Purchase Agreement by and between the Underwriter and the City (the "Bond Purchase Agreement"); and

WHEREAS, there has been presented to the Governing Body the forms of the following documents:

the Bond Purchase Agreement providing for the terms and conditions of the sale of the Series 2012 Bonds to the Underwriter,

an Escrow Trust Agreement (the "Escrow Agreement") by and between the City and _____, _____, Mississippi, as escrow trustee (the "Escrow Trustee"), and

(c) a Preliminary Official Statement describing the Series 2012 Bonds and other matters in connection with the sale and issuance of the Series 2012 Bonds; and

WHEREAS, it appears that each of the documents above referred to, which documents are now before the Governing Body, is in appropriate form and is an appropriate document for the purposes identified; and

WHEREAS, it has now been determined that certain outstanding maturities of the Prior Bonds (the "Refunded Bonds") should be refunded under the Act; and

WHEREAS, the Refunded Bonds and their maturity dates, interest rates, principal amounts and redemption prices are set forth in Exhibit A hereto; and

WHEREAS, the Series 2012 Bonds will be secured by a lien on and payable solely from the Net Revenues (as hereinafter defined) of the System; and

WHEREAS, said the Series 2012 Bonds will be issued on a parity with the City's \$1,500,000 (original principal amount) Water and Sewer System Revenue Bonds, Series 1996, dated September 1, 1996, the City's outstanding Series 2003 Bonds which are not being refunded with the proceeds of the Series 2012 Bonds, the City's outstanding Series 2004 Bonds which are not being refunded with the proceeds of the Series 2012 Bonds, the City's \$3,400,000 (original principal amount) Combined Water and Sewer System Revenue Bonds, Series 2006, dated June 1, 2006, the City's \$2,800,000 (original principal amount) Combined Water and Sewer System Revenue Bonds, Series 2007, dated June 1, 2007, the City's \$3,450,000 (original principal amount) Combined Water and Sewer System Revenue Bonds, Series 2008, dated February 1, 2008 and the City's \$8,500,000 (original principal amount) Combined Water and Sewer System Revenue Bonds, Series 2011, dated as of May 1, 2011 (collectively, the "Water/Sewer Bonds") which are also secured by the Net Revenues of the System; and

WHEREAS, the issuance of the Series 2012 Bonds does not exceed any statutory or constitutional limitation upon indebtedness which may be incurred by the City; and

WHEREAS, it is proposed that the Governing Body should take all such additional actions, authorize the execution of such certificates, applications, reports and notices, and authorize such other actions and proceedings as shall be necessary in connection with the sale and issuance of the Series 2012 Bonds.

NOW, THEREFORE, BE IT RESOLVED BY THE MAYOR AND BOARD OF ALDERMEN OF THE CITY OF OXFORD, MISSISSIPPI, ACTING FOR AND ON BEHALF OF SAID CITY, ON THIS THE 2ND DAY OF OCTOBER, 2012, AS FOLLOWS:

Each and all of the facts and findings set forth in the premises clauses of this resolution are hereby found and determined to be true and accurate and are incorporated herein by this reference thereto as though set forth again in words and figures.

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SECTION 2. In addition to any words and terms elsewhere defined herein, the

following words and terms shall have the following meanings, unless some other meaning is plainly intended:

"Act" shall mean the Refinancing Act and the Utility Act.

"Additional Bonds" shall mean additional bonds issued hereafter on parity with the Series 2012 Bonds and secured by Net Revenues of the System.

"Bonds" shall mean the Series 2012 Bonds, the Water/Sewer Bonds and any Additional Bonds issued on parity with the Series 2012 Bonds and secured by the Net Revenues of the System.

"Bond Counsel" shall mean Baker, Donelson, Bearman, Caldwell & Berkowitz, PC, Jackson, Mississippi.

"Bond Resolution" shall mean this resolution authorizing and directing the issuance of the Series 2012 Bonds.

"Bond Year" shall mean the period commencing on the date of the delivery of the Series 2012 Bonds and ending on the ensuing November 1 and each 12-month period thereafter until final maturity of the Series 2012 Bonds; provided, however, that the final Bond Year shall end on the date the Series 2012 Bonds are retired.

"Business Day" shall mean any day other than (a) a Saturday, (b) a Sunday, (c) any other day on which banking institutions in New York, New York or Oxford, Mississippi, are authorized or required not to be open for the transaction of regular banking business, (d) any day the City Hall in Oxford, Mississippi is closed, or (e) a day on which the New York Stock Exchange is closed.

"City" shall mean the City of Oxford, Mississippi.

"City Counsel" shall mean Mayo Mallette PLLC, Oxford, Mississippi.

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

"Closing" shall mean the date of the delivery of the Series 2012 Bonds.

"Code" shall mean the Internal Revenue Code of 1986, as amended, supplemented or superseded and the Regulations promulgated thereunder.

"Consulting Engineers" shall mean any engineer or engineering firm employed by the City in connection with the System or for the purposes set out in this Bond Resolution.

"Current Expenses" shall mean the reasonable and necessary current expenses of maintenance, repair and operation of the System and shall include, without limiting the generality of the foregoing, expenses not annually recurring, premiums for insurance, administrative and engineering expenses relating to maintenance, repair and operation, fees and expenses of the Paying Agent, legal expenses, taxes lawfully imposed on the System, reasonable payments to pension or retirement funds for employees of the System, General Fund Administration Charges and any other expense of the System required or permitted to be paid by the City under the provisions of the Bond Resolution or by law, but shall not include any allowance for depreciation or deposits or transfers to the credit of the 2012 Bond and Interest Fund, the 2012 Debt Service Reserve Fund, the 2012 Depreciation Fund or the 2012 Contingent Fund.

"Debt Service Reserve Fund Requirement" shall mean the lesser of (a) 10% of the stated principal amount of the Series 2012 Bonds, (b) the maximum annual debt service calculated with respect to the Series 2012 Bonds, or (c) 125% of the average annual debt service calculated with respect to the Series 2012 Bonds, to the extent permitted by the Code.

"Financial Advisor" shall mean Government Consultants, Inc., Jackson, Mississippi.

"Fiscal Year" shall mean the period commencing on the first day of October of any year and ending on the last day of September of the following year.

"General Fund Administration Charges" shall mean charges to the System for its pro rata share of general City support services, including but not limited to, personnel, data processing, finance, accounting and other generally applicable services.

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

"Mayor" shall mean the Mayor of the City.

"Net Revenues" shall mean all Revenues remaining after payment of Current Expenses.

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"1996 Bond Resolution" shall mean the resolution adopted by the Governing Body on August 22, 1996, authorizing and directing the issuance of the Series 1996 Bonds. DEGEN MERIDIAN 61-0226

"Operation and Maintenance Fund" shall mean the fund by that name provided for in the 1996 Bond Resolution.

"Paying Agent" shall mean any bank, trust company or other institution designated by the Governing Body to make payments of the principal of and interest on the Series 2012 Bonds, and to serve as registrar and transfer agent for the registration of owners of the Series 2012 Bonds, and for the performance of other duties as may be specified by the Governing Body.

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

"Principal and Interest Requirements" for any Bond Year shall mean the sums sufficient for the payment of the principal of and interest on the Series 2012 Bonds which will mature and accrue during such period.

"Prior Bonds" shall collectively mean the outstanding 2003 Bonds and 2004 Bonds.

"Prior Paying Agent" shall mean in connection with the 2003 Bonds, The Peoples Bank, Biloxi, Mississippi, and in connection with the 2004 Bonds, the First National Bank of Clarksdale, Clarksdale, Mississippi.

"Prior Resolutions" shall collectively mean the 1996 Bond Resolution, the 2003 Bond Resolution, the 2004 Bond Resolution, the 2006 Bond Resolution, the 2007 Bond Resolution, the 2008 Bond Resolution and the 2011 Bond Resolution.

"Record Date" shall mean, as to interest payments, the 15th day of the month preceding the dates set for payment of interest on the Series 2012 Bonds and, as to payments of principal, the 15th day of the month preceding the maturity date thereof.

"Redemption Date" shall mean the date on which the Refunded Bonds are called for redemption.

"Redemption Price" shall mean the principal amount, plus the applicable premium, if any, and interest payable on the Refunded Bonds upon redemption prior to maturity.

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

"Refunded Bonds" shall mean those certain outstanding maturities of the Prior Bonds being refunded with the proceeds of the Series 2012 Bonds, as more particularly described in Exhibit A hereto.

"Registered Owner" shall mean the person whose name shall appear in the registration records of the City maintained by the Paying Agent.

"Revenue Fund" shall mean the fund by that name provided for in the 1996 Bond Resolution.

"Revenues" shall mean all payments, proceeds, fees, charges, rents and all other income derived by or for the account of the City from its ownership and operation of the System, excluding all acreage, front-footage, assessment and similar fees and charges derived by the City in connection with the provision of or payment for capital improvements constituting a part of the System.

"Series 1996 Bonds" shall mean the \$1,500,000 (original principal amount) City of Oxford, Mississippi Combined Water and Sewer System Revenue Bonds, Series 1996, dated September 1, 1996.

"Series 2003 Bonds" shall mean the \$1,900,000 (original principal amount) City of Oxford, Mississippi Combined Water and Sewer System Revenue Bonds, Series 2003, dated December 1, 2003.

"Series 2004 Bonds" shall mean the \$1,800,000 (original principal amount) City of Oxford, Mississippi Combined Water and Sewer System Revenue Bonds, Series 2004, dated November 1, 2004.

"Series 2006 Bonds" shall mean the \$3,400,000 (original principal amount) City of Oxford, Mississippi Combined Water and Sewer System Revenue Bonds, Series 2006, dated June 1, 2006.

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~~"Series 2007 Bonds" shall mean the \$2,800,000 (original principal amount) City of Oxford,~~

DEMENT, MERIDIAN 61-226

Mississippi Combined Water and Sewer System Revenue Bonds, Series 2007, dated June 1, 2007.

"Series 2008 Bonds" shall mean the \$3,450,000 (original principal amount) City of Oxford, Mississippi Combined Water and Sewer System Revenue Bonds, Series 2008, dated February 1, 2008.

"Series 2011 Bonds" shall mean the Combined Water and Sewer System Revenue Bonds, Series 2011, of the City in the aggregate principal amount of \$8,500,000, to be dated May 1, 2011.

"Series 2012 Bonds" shall mean the Combined Water and Sewer System Revenue Refunding Bonds, Series 2012, of the City in an aggregate principal amount not to exceed \$2,750,000, to be dated the date of delivery thereof.

"State" shall mean the State of Mississippi.

"System" shall mean the combined waterworks and sewage system of the City, including any enlargement and extension thereof.

"2003 Bond Resolution" shall mean the resolution adopted by the Governing Body on December 16, 2003, authorizing and directing the issuance of the Series 2003 Bonds.

"2004 Bond Resolution" shall mean the resolution adopted by the Governing Body on November 4, 2004, authorizing and directing the issuance of the Series 2004 Bonds.

"2006 Bond Resolution" shall mean the resolution adopted by the Governing Body on June 20, 2006, authorizing and directing the issuance of the Series 2006 Bonds.

"2007 Bond Resolution" shall mean the resolution adopted by the Governing Body on June 19, 2007, authorizing and directing the issuance of the Series 2007 Bonds.

"2008 Bond Resolution" shall mean the resolution adopted by the Governing Body on February 19, 2008, authorizing and directing the issuance of the Series 2008 Bonds.

"2011 Bond Resolution" shall mean the resolution adopted by the Governing Body on May 17, 2011, authorizing and directing the issuance of the Series 2011 Bonds.

"2012 Bond and Interest Fund" shall mean the fund by that name provided for in this Bond Resolution.

"2012 Contingent Fund" shall mean the fund by that name provided for in this Bond Resolution.

"2012 Current Debt Service Account" shall mean the subaccount by that name provided for in this Bond Resolution.

"2012 Debt Service Reserve Account" shall mean the subaccount by that name provided for in this Bond Resolution.

"2012 Depreciation Fund" shall mean the fund by that name provided for in this Bond Resolution.

"2012 Refunding Fund" shall mean the fund by that name provided for in this Bond Resolution.

"Underwriter" shall mean Morgan, Keegan & Company, Inc., or its successor in interest.

"Utility Act" shall mean Sections 21-27-11 *et seq.*, Mississippi Code of 1972, as amended.

"Water/Sewer Bonds" shall mean the Series 1996 Bonds, the outstanding Series 2003 Bonds which are not being refunded with the proceeds of the Series 2012 Bonds, the outstanding Series 2004 Bonds which are not being refunded with the proceeds of the Series 2012 Bonds, the Series 2006 Bonds, the Series 2007 Bonds, the Series 2008 Bonds and the Series 2011 Bonds.

Words of the masculine gender shall be deemed and construed to include correlative words of the feminine and neuter genders, and words importing persons shall include firms, partnerships, corporations, trusts and unincorporated organizations. 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.

SECTION 3. Proceeding under the authority of the Act and this Bond Resolution, the Series 2012 Bonds be, and are hereby, authorized, ordered and directed to be issued in a

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principal amount not to exceed Two Million Seven Hundred Fifty Thousand Dollars (\$2,750,000) for the purpose of advance refunding and defeasing the Refunded Bonds and paying certain costs incident to the sale and issuance of the Series 2012 Bonds. The principal of and the interest on the Series 2012 Bonds shall be payable in accordance with and as authorized by this Bond Resolution and the Act.

SECTION 4. Due to the character of the Series 2012 Bonds, the complexity of structuring the Series 2012 Bonds and prevailing market conditions, the Governing Body has determined that it is in the best interest of the City to sell the Series 2012 Bonds by negotiation rather than a public sale by competitive bid and the Series 2012 Bonds are hereby authorized to be sold to the Underwriter pursuant to the terms and provisions of the Bond Purchase Agreement in substantially the form attached hereto as Exhibit B. The Mayor of the City (the "Mayor"), acting for and on behalf of the City, is hereby authorized and directed to negotiate with the Underwriter for the sale of the Series 2012 Bonds and to make the final decisions regarding (a) the aggregate principal amount of the Series 2012 Bonds, (b) the redemption provisions of the Series 2012 Bonds, and (c) the interest rates to be borne by the Series 2012 Bonds, and to make all final determinations necessary to structure the Series 2012 Bonds. The Bond Purchase Agreement in substantially such form is hereby approved in all respects and, subject to the provisions of Section 6 hereof, the Mayor is hereby authorized and directed to execute and deliver the Bond Purchase Agreement for and on behalf of and in the name of the City, with such changes, omissions, insertions and revisions, as may be approved by the Mayor, said execution being conclusive evidence of such approval.

SECTION 5. The Series 2012 Bonds shall be secured by a lien on the Net Revenues of the System and shall be payable from such Net Revenues and any other security pledged for the Series 2012 Bonds. The principal of and interest on the Series 2012 Bonds shall be payable solely from gross Revenues, and shall be subject to the prior payment of the reasonable and necessary expense of operating and maintaining the System. The Series 2012 Bonds shall not constitute an indebtedness of the City within the meaning of any constitutional or statutory restriction, limitation or provision, and the taxing power of the City is not pledged to the payment of the Series 2012 Bonds, either as to principal or interest. Pursuant to the provisions of this Bond Resolution, Additional Bonds may be issued on parity with the Series 2012 Bonds. The Series 2012 Bonds are issued on parity with the Prior Bonds and satisfy the requirements for the issuance of Additional Bonds under the Prior Resolutions.

SECTION 6. (a) The Series 2012 Bonds shall be dated the date of their delivery and shall bear interest from said date at the rates per annum to be set forth in the Bond Purchase Agreement, not to exceed eleven percent (11%) per annum, and shall mature no later than November 1, 2024, in the years and in the principal amounts to be set forth in the Bond Purchase Agreement.

(b) The Series 2012 Bonds shall be initially issued and held under a book-entry system as fully registered bonds issued in the denominations of \$5,000 or any integral multiple thereof and shall be numbered separately from R-1 upwards without regard to maturity.

(c) The Series 2012 Bonds may be subject to redemption prior to their respective maturities as provided in the Bond Purchase Agreement, which redemption provisions shall be finalized and agreed to by the Mayor on the date the Bond Purchase Agreement is executed by the City and the Underwriter.

SECTION 7. (a) Notwithstanding anything to the contrary in this Bond Resolution, so long as the Series 2012 Bonds are being held under a book-entry system, transfers of beneficial ownership of the Series 2012 Bonds will be affected pursuant to rules and procedures established by the Securities Depository. For the purposes of this Bond Resolution, "Securities Depository" shall mean a recognized securities depository (or its successor or substitute) selected by the City to act as the securities depository maintaining a book-entry transfer system for the Series 2012 Bonds.

(b) As long as a book-entry system is in effect for the Series 2012 Bonds, the Securities Depository Nominee will be recognized as the registered owner of the Series 2012 Bonds for the purposes of (1) paying the principal of or interest on such Series 2012 Bonds, (2) giving any notice permitted or required to be given to registered owners under this Bond

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Resolution, (3) registering the transfer of such Series 2012 Bonds, and (4) requesting any consent or other action to be taken by the registered owners of such Series 2012 Bonds, and for all other purposes whatsoever, and neither the City nor the Paying Agent shall be affected by any notice to the contrary. For the purposes of this Bond Resolution, "Securities Depository Nominee" shall mean, with respect to the Series 2012 Bonds and as to any Securities Depository, such Securities Depository or the nominee of such Securities Depository in whose name the Series 2012 Bonds shall be registered on the registration records of the City maintained by the Paying Agent during the time such Series 2012 Bonds are held under a book-entry system through such Securities Depository.

(c) Neither the City nor the Paying Agent shall have any responsibility or obligation to any participant, any beneficial owner or any other person claiming a beneficial ownership in any Series 2012 Bonds which are registered to a Securities Depository Nominee under or through the Securities Depository with respect to any action taken by the Securities Depository as registered owner of such Series 2012 Bonds.

(d) The Paying Agent shall pay all principal of and interest on the Series 2012 Bonds issued under a book-entry system, only to the Securities Depository, or the Securities Depository Nominee, as the case may be, for such Series 2012 Bonds, and all such payments shall be valid and effectual to fully satisfy and discharge the obligations with respect to the principal of and interest on such Series 2012 Bonds.

(e) In the event that the City determines that it is in the best interest of the City to discontinue the book-entry system of transfer for the Series 2012 Bonds, or that the interests of the beneficial owners of the Series 2012 Bonds may be adversely affected if the book-entry system is continued, then the City shall notify the Securities Depository and the Paying Agent of such determination. In such event, the City shall execute and the Paying Agent shall, pursuant to subsequent resolution of the City, authenticate, register and deliver physical certificates for the Series 2012 Bonds in exchange for the Series 2012 Bonds registered in the name of the Securities Depository Nominee. Such certificates shall be in fully registered form and transferable only upon the registration records of the City maintained by the Paying Agent, by the registered owner thereof or by his attorney, duly authorized in writing, upon surrender thereof, together with a written instrument of transfer satisfactory to the Paying Agent, duly executed by the registered owner or his duly authorized attorney in accordance with this Bond Resolution.

(f) In the event that the Securities Depository for the Series 2012 Bonds discontinues providing its services, the City shall either engage the services of another Securities Depository or deliver physical certificates in the manner described in subparagraph (e) above.

(g) In connection with any notice or other communication to be provided to the registered owners of the Series 2012 Bonds by the City or by the Paying Agent with respect to any consent or other action to be taken by the registered owners, the City or the Paying Agent, as the case may be, shall establish a record date for such consent or other action and give the Securities Depository Nominee notice of such record date not less than fifteen (15) days in advance of such record date to the extent possible.

(h) The Series 2012 Bonds shall be issued initially under the book-entry system maintained by The Depository Trust Company, New York, New York ("DTC"), and shall be registered in the name of Cede & Co., as the initial Securities Depository Nominee for the Series 2012 Bonds. As long as the Series 2012 Bonds are maintained by DTC under its book-entry system, all payments with respect to the principal of and interest on Series 2012 Bonds and notices shall be made and given, respectively, to DTC.

(i) As long as the book-entry-only system is used for the Series 2012 Bonds, any notice of redemption or any other notices required to be given to registered owners will be given only to DTC. Any failure of DTC to advise any DTC Participant, or of any DTC Participant to notify any Indirect Participant, or of any DTC Participant or Indirect Participant to notify any Beneficial Owner, of any such notice and its content or effect will not affect the validity of the redemption of the Series 2012 Bonds called for redemption or of any other action premised on such notice. Conveyance of notices and other communications by DTC to DTC Participants, by DTC Participants to Indirect Participants and by DTC Participants and Indirect Participants to

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Beneficial Owners will be governed by arrangements among them, subject to any statutory and regulatory requirements as may be in effect from time to time. Beneficial Owners may desire to make arrangements with a DTC Participant or Indirect Participant so that all notices of redemption or other communications to DTC which affect such Beneficial Owners will be forwarded in writing by such DTC Participant or Indirect Participant.

SECTION 8. The principal of the Series 2012 Bonds shall be payable in lawful money of the United States of America upon presentation and surrender thereof as the same shall become due to the Paying Agent. Interest will be payable by check or draft drawn upon the Paying Agent, made payable to the registered owner named in, and mailed to the address of the registered owner as it shall appear on, the registration records of the City maintained by the Paying Agent for the Series 2012 Bonds pursuant to the provisions of Section 14 hereof.

SECTION 9. The Preliminary Official Statement, in the form submitted to this meeting and attached hereto as Exhibit C, shall be, and the same hereby is, approved in substantially said form with such changes, omissions, insertions and revisions therein as the Representatives may in their opinion determine to be required. The Governing Body deems the Preliminary Official Statement to be "final" as required by SEC Rule 15c2-12(b)(1). The actions of the Mayor, the Clerk and all other persons in connection with the preparation of the Preliminary Official Statement are hereby ratified and confirmed. The Governing Body hereby authorizes and directs that the Preliminary Official Statement be distributed to the Underwriter and that a final Official Statement be prepared, delivered and executed in substantially the form of the Preliminary Official Statement with such changes, insertions and omissions from the Preliminary Official Statement as may be approved by the Mayor and the Clerk, said execution being conclusive evidence of such approval.

SECTION 10. The Escrow Agreement, in the form submitted to this meeting and attached hereto as Exhibit D, shall be, and the same hereby is, approved in substantially said form. The Mayor is hereby authorized and directed to execute and deliver the Escrow Agreement with such changes, insertions and revisions therein as the Mayor, as representative of the Governing Body, may in his opinion determine to be required, said execution being conclusive evidence of such approval. The Escrow Trustee under the Escrow Agreement shall be appointed under the provisions hereof and shall be a bank, trust company or national banking association having Federal Deposit Insurance Corporation insurance of its accounts, duly authorized to exercise corporate trust powers and subject to examination by and in good standing with the federal and/or state regulatory authorities under the jurisdiction of which it falls. All proceeds of the Series 2012 Bonds held by the Escrow Trustee shall be invested only as provided for by the Escrow Agreement and the Refinancing Act.

SECTION 11. The City covenants to comply with each requirement of the Code, necessary to maintain the exclusion of interest on the Series 2012 Bonds from gross income for federal income tax purposes, and in furtherance thereof, to comply with a certificate to be executed and delivered concurrently with the issuance of the Series 2012 Bonds, or such other covenants as may, from time to time, be required to be complied with in order to maintain the exclusion of interest on the Series 2012 Bonds from gross income for federal income tax purposes. The City shall not use or permit the use of any of the proceeds of the Series 2012 Bonds, or any other funds of the City, directly or indirectly, to acquire any securities, bonds or other investment property, and shall not take or permit to be taken any other action or actions, which would cause any Series 2012 Bond to be an "arbitrage bond" as defined in Section 148 of the Code. Notwithstanding any other provisions to the contrary, so long as necessary in order to maintain the exclusion of interest on the Series 2012 Bonds from gross income for federal income tax purposes under the Code, the covenants contained in this section shall survive the payment of the Series 2012 Bonds and the interest thereon, including any payment or defeasance thereof.

SECTION 12. Pursuant to the authority granted by the Act and the Registered Bond Act, being Sections 31-21-1 *et seq.*, Mississippi Code of 1972, as amended (the "Registered Bond Act"), the Series 2012 Bonds shall be executed by the manual or facsimile signature of the Mayor and the official seal of the City shall be affixed or lithographed or otherwise reproduced thereon, attested by the Clerk and the Series 2012 Bonds shall be authenticated by the Paying Agent. The Paying Agent shall authenticate each Series 2012 Bond by executing the Paying Agent's Certificate thereon and no Series 2012 Bond shall be valid or become obligatory for any

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purpose until such certificate shall have been duly executed by the Paying Agent. Such certificate, when duly executed on behalf of the City, shall be conclusive evidence that the Series 2012 Bond so authenticated has been duly authenticated and delivered. The validation certificate, for which provision is hereinafter made, to appear on each Series 2012 Bond, shall be executed by the Clerk and the said certificate may be executed by the manual or facsimile signature of the Clerk. The Series 2012 Bonds shall be delivered to the Underwriter upon payment of the purchase price therefor in accordance with the terms and conditions of this Bond Resolution and the Bond Purchase Agreement, together with a complete certified transcript of the proceedings had and done in the matter of the authorization, sale, issuance and validation of the Series 2012 Bonds, and the final, unqualified approving opinion of Bond Counsel. Prior to or simultaneously with the delivery by the Paying Agent of any of the Series 2012 Bonds, the City shall file with the Paying Agent: (a) a copy, certified by the Clerk, of the transcript of proceedings of the City in connection with the authorization, sale, issuance and validation of the Series 2012 Bonds; and (b) an authorization to the Paying Agent, signed by the Mayor and the Clerk, to authenticate and deliver the Series 2012 Bonds to the Underwriter. The Paying Agent is authorized and directed to authenticate the Series 2012 Bonds and deliver them to the Underwriter upon payment of the purchase price of the Series 2012 Bonds to the City in accordance with this Bond Resolution and the Bond Purchase Agreement. Certificates, blank as to denomination, rate of interest, date of maturity and CUSIP number and sufficient in quantity in the judgment of the City to meet the reasonable transfer and reissuance needs of the Series 2012 Bonds, shall be printed and delivered to the Paying Agent, and held by the Paying Agent until needed for transfer or reissuance, whereupon the Paying Agent shall imprint the appropriate information as to denomination, rate of interest, date of maturity and CUSIP number prior to the registration, authentication and delivery thereof to the transferee holder. The Paying Agent is hereby authorized upon the approval of the City to have printed from time to time as necessary additional certificates bearing the manual or facsimile seal of the City and manual or facsimile signatures of the Mayor and the Clerk. When the Series 2012 Bonds shall have been executed as herein provided, they shall be registered as an obligation of the City in a record maintained for that purpose. The Clerk shall cause to be imprinted upon, or attached to, each of the Series 2012 Bonds, over her manual or facsimile signature and manual or facsimile seal, a certificate certifying that the Series 2012 Bonds have been validated which certificate shall be in substantially the form set out in Section 13 hereof.

SECTION 13. The form of the Series 2012 Bonds, the certificate to appear thereon and the Paying Agent's Certificate shall be in substantially the following form and the Representatives be and are hereby authorized and directed to make such changes, insertions and omissions therein as may in their opinion be required:

[SERIES 2012 BOND FORM]

UNLESS THIS CERTIFICATE IS PRESENTED BY AN AUTHORIZED REPRESENTATIVE OF THE DEPOSITORY TRUST COMPANY, A NEW YORK CORPORATION ("DTC"), TO THE PAYING AGENT (AS DEFINED HEREIN) FOR REGISTRATION OF TRANSFER, EXCHANGE, OR PAYMENT, AND ANY CERTIFICATE ISSUED IS REGISTERED IN THE NAME OF CEDE & CO. OR IN SUCH OTHER NAME AS IS REQUESTED BY AN AUTHORIZED REPRESENTATIVE OF DTC (AND ANY PAYMENT IS MADE TO CEDE & CO. OR TO SUCH OTHER ENTITY AS IS REQUESTED BY AN AUTHORIZED REPRESENTATIVE OF DTC), ANY TRANSFER, PLEDGE, OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL INASMUCH AS THE REGISTERED OWNER HEREOF, CEDE & CO., HAS AN INTEREST HEREIN.

UNITED STATES OF AMERICA

STATE OF MISSISSIPPI

MINUTE BOOK No. 63, CITY OF OXFORD

CITY OF OXFORD, MISSISSIPPI

DEMENT-MERIDIAN 61-0226

COMBINED WATER AND SEWER SYSTEM
REVENUE REFUNDING BOND,
SERIES 2012

No. R- _____ \$ _____

Interest Rate	Maturity Date	Date of Original Issue	CUSIP
		_____, 2012	

Registered Owner:

Principal Amount:

The City of Oxford, 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 Bond, at the principal office of _____, _____, Mississippi, or its successor, as paying and transfer agent (the "Paying Agent") for the Combined Water and Sewer System Revenue Refunding Bonds, Series 2012, of the City (the "Bonds"), on the maturity date identified above, the principal amount identified above. Payment of the principal amount of this Bond shall be made to the Registered Owner hereof whose name shall appear in the registration records of the City maintained by the Paying Agent, which shall also serve as registrar and transfer agent, as of the 15th day of the calendar month preceding the maturity date hereof.

The City further promises to pay interest (calculated on the basis of a year of 360 days and twelve 30-day months) on such principal amount from the date of this Bond or from the most recent interest payment date to which interest has been paid at the rate of interest per annum set forth above semiannually on _____ 1 and _____ 1 of each year (each an "Interest Payment Date"), commencing _____ 1, 2013, until said principal sum is paid, to the Registered Owner hereof whose name shall appear in the registration records of the City maintained by the Paying Agent as of the 15th day of the calendar month preceding the applicable Interest Payment Date.

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

This Bond is one of a series of Bonds of like date of original issue, tenor and effect, except as to denomination, number, rate of interest and date of maturity, issued in the aggregate authorized principal amount of _____ Dollars (\$ _____) for the purpose of refunding certain outstanding maturities of the City's \$1,900,000 (original principal amount) City of Oxford, Mississippi Combined Water and Sewage System Revenue Bonds, Series 2003, dated as of December 1, 2003 (the "2003 Bonds"), and the City's \$1,800,000 (original principal amount) City of Oxford, Mississippi Combined Water and Sewer System Revenue Bonds, Series 2004, dated as of November 1, 2004 (the "2004 Bonds" and collectively with the 2003 Bonds, the "Prior Bonds"), and paying the costs incident to the sale and issuance of the Bonds. The Prior Bonds were issued by the City to raise money for the purpose of financing the acquisition, construction, enlargement, improvement, repair and/or extension of the City's combined waterworks and sewage system (the "System").

This Bond is issued under the authority of the Constitution and statutes of the State of Mississippi, including the provisions of Sections 31-27-1 *et seq.*, Mississippi Code of 1972, as amended, and by the further authority of proceedings duly had by the Mayor and Board of

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Aldermen of the City, including a resolution adopted on October 2, 2012 (the "Bond Resolution").

The principal of and interest on the Bonds shall be payable solely from the gross revenues derived from the operation of the System, subject to the prior payment of the reasonable and necessary expenses of operating and maintaining the System (the "Net Revenues"). The Bonds are secured by a lien on Net Revenues of the System. The Bonds do not constitute an indebtedness of the City within the meaning of any constitutional or statutory restriction, limitation or provision, and the full faith, credit and taxing power of the City is not pledged to the payment of the Bonds, either as to principal or interest. The Bonds are being issued on parity with the City's \$1,500,000 (original principal amount) Water and Sewer System Revenue Bonds, Series 1996, dated September 1, 1996, the City's outstanding Series 2003 Bonds which are not being refunded with the proceeds of the Series 2012 Bonds, the City's outstanding Series 2004 Bonds which are not being refunded with the proceeds of the Series 2012 Bonds, the City's \$3,400,000 (original principal amount) Combined Water and Sewer System Revenue Bonds, Series 2006, dated June 1, 2006, the City's \$2,800,000 (original principal amount) Combined Water and Sewer System Revenue Bonds, Series 2007, dated June 1, 2007, the City's \$3,450,000 (original principal amount) Combined Water and Sewer System Revenue Bonds, Series 2008, dated February 1, 2008 and the City's \$8,500,000 (original principal amount) Combined Water and Sewer System Revenue Bonds, Series 2011, dated as of May 1, 2011 (collectively, the "Water/Sewer Bonds").

THE BOND RESOLUTION PROVIDES THAT UNDER CERTAIN CIRCUMSTANCES, ADDITIONAL BONDS MAY BE ISSUED BY THE CITY ON PARITY WITH THE BONDS AND THE WATER/SEWER BONDS AND SECURED BY A PARITY LIEN ON NET REVENUES OF THE SYSTEM AND PAYABLE RATABLY FROM SUCH NET REVENUES ALONG WITH THE BONDS AND THE WATER/SEWER BONDS.

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

[REDEMPTION PROVISIONS]

This Bond may be transferred or exchanged by the Registered Owner hereof in person or by his attorney duly authorized in writing at the principal office of the Paying Agent, but only in the manner, subject to the limitations in the Bond Resolution, and upon surrender and cancellation of this Bond. Upon such transfer or exchange, a new Bond or Bonds of like aggregate principal amount in authorized denominations of the same maturity will be issued.

The 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 covenants and agrees that it will perform all duties required by law and by the Bond Resolution; that it will apply the proceeds of this Bond to the purposes above set forth; that, as long as this Bond is outstanding, it will operate and maintain the System; that it will fix and maintain rates and make and collect charges for the services of the System, without regard to the user thereof, sufficient to provide for the operation and maintenance of the System in good repair and working order, to provide for the payment of the principal of and interest on this Bond as same shall mature and accrue, and to provide for a reserve fund, a depreciation fund and a contingent fund, all as set forth in the Bond Resolution; and that such an amount of the gross Revenues of the System remaining after paying the expenses of operating and maintaining the System as will maintain the payment of the principal and interest on this Bond, as the same shall mature and accrue, is hereby irrevocably pledged to said purpose.

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 this Bond, in order to make the same a legal and binding obligation of the City, according to the terms hereof, do exist, have happened and have been performed in regular and due time, form and manner as required by law.

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This Bond shall not be valid or become obligatory for any purpose or be entitled to any benefit

or security under the Bond Resolution until the certificate of registration and authentication hereon shall have been signed by the Paying Agent.

Terms capitalized herein shall have the same meaning as in the Bond Resolution, unless otherwise expressly provided herein.

IN WITNESS WHEREOF, the City has caused this 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 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, all as of the _____ day of _____, 2012.

(SEAL)

CITY OF OXFORD, MISSISSIPPI

Mayor

ATTEST:

City Clerk

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CERTIFICATE OF REGISTRATION AND AUTHENTICATION

CEMENT-MERIDIAN 61-226

This Bond is one of the Bonds described in the within mentioned Bond Resolution and is one of the Combined Water and Sewer System Revenue Refunding Bonds, Series 2012 of the City of Oxford, Mississippi.

_____, as Paying Agent

By _____
Authorized Officer

Date of Registration and Authentication: _____

REGISTRATION AND VALIDATION CERTIFICATE

STATE OF MISSISSIPPI

LAFAYETTE COUNTY

I, the undersigned Clerk of the City of Oxford, Mississippi, do hereby certify that the within 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 Lafayette County, Mississippi, rendered on the _____ day of _____, 2012.

(SEAL)

City Clerk

ASSIGNMENT

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

(Name and Address of Assignee)

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

Signature guaranteed:

(Bank, Trust Company or Paying Agent)

(Authorized Officer)

Date of Assignment: _____

Insert Social Security Number or other Tax Identification Number of Assignee

NOTICE: The signature to this Assignment must correspond with the name of the registered owner as it appears upon the face of the within Bond in every particular, without any alteration whatever, and must be guaranteed by a commercial bank or trust company or a member of a national securities exchange who is a member of a Medallion Signature Guarantee Program.

[END OF SERIES 2012 BOND FORM]

SECTION 14. The Governing Body hereby adopts, pursuant to the authority granted by the Act and the Registered Bond Act, the following conditions (the "Conditions") which are to apply to the transfer, exchange and replacement of the Series 2012 Bonds, and other similar matters.

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CONDITIONS AS TO THE ISSUANCE, TRANSFER, EXCHANGE AND REPLACEMENT OF THE SERIES 2012 BONDS

DEMENT-MERIDIAN 61-0226

"Paying Agent" as used in these Conditions means, as to Series 2012 Bonds designated herein, the bank or banks designated by action of the Governing Body as the Paying Agent with respect to the Series 2012 Bonds and whose duties and responsibilities shall be as further limited or set forth in the form of Series 2012 Bonds for such issue of Series 2012 Bonds.

The principal of all Series 2012 Bonds shall be payable at the corporate trust office of the Paying Agent, and payment of the interest on each Series 2012 Bond shall be made by the Paying Agent on each interest payment date to the person appearing on the registration records of the City (hereinafter provided for) as the registered owner thereof as of the close of business on the date which shall be the fifteenth (15th) day (whether or not a Business Day) of the calendar month next preceding such interest payment date, by check or draft mailed to such registered owner at his address as it appears on such registration records. Payment of the principal of all Series 2012 Bonds shall be made upon the presentation and surrender for cancellation of such Series 2012 Bonds as the same shall become due and payable.

Series 2012 Bonds, upon surrender thereof at said corporate trust office of the Paying Agent with a written instrument of transfer satisfactory to such Paying Agent duly executed by the registered owner or his authorized attorney, may be exchanged for Series 2012 Bonds of like series, maturity and interest rate of any other authorized denominations. Each such Series 2012 Bond shall be dated as of the date six (6) months preceding the interest payment date thereon next following the date of delivery of such Series 2012 Bond in registered form, unless such date of delivery shall be an interest payment date in which case it shall be dated as of such date of delivery, and every such Series 2012 Bond in registered form shall bear interest from its date.

So long as the Series 2012 Bonds shall remain outstanding, the City shall cause the Paying Agent to maintain and keep, at its corporate trust office, registration records for the registration and transfer of Series 2012 Bonds, and, upon presentation thereof for such purpose at such corporate trust office, the City shall cause the Paying Agent to register or cause to be registered thereon, and permit to be transferred thereon, under such reasonable regulations as the Paying Agent may prescribe, any Series 2012 Bond. So long as any of the Series 2012 Bonds remain outstanding, the City shall make all necessary provisions to permit the exchange of Series 2012 Bonds at the corporate trust office of the Paying Agent.

All Series 2012 Bonds shall be transferable only upon the registration records which shall be kept for that purpose at the corporate trust office of the Paying Agent for the City, by the registered owner thereof in person or his authorized attorney, upon surrender thereof, together with a written instrument of transfer satisfactory to the Paying Agent, duly executed by the registered owner or his authorized attorney, and upon such transfer there shall be issued in the name of the transferee a new Series 2012 Bond or Series 2012 Bonds in registered form of the same series in the same aggregate principal amount and of like maturity and interest rate as the Series 2012 Bond or Series 2012 Bonds surrendered. Series 2012 Bonds issued in connection with transfers shall be dated in the same manner provided above for the dating of Series 2012 Bonds issued in connection with exchanges.

Neither the City nor the Paying Agent shall be required (a) to exchange or transfer Series 2012 Bonds for a period of fifteen (15) days next preceding an interest payment date on the Series 2012 Bonds or next preceding any selection of Series 2012 Bonds to be redeemed or thereafter until the first mailing of any notice of redemption, or (b) to transfer or exchange any Series 2012 Bond called for redemption.

All Series 2012 Bonds surrendered in any exchanges or transfers shall forthwith be canceled by the Paying Agent and thereafter transmitted to the City.

Prior to the issuance or delivery of any Series 2012 Bond, whether upon original issuance, transfer, exchange or replacement, the Paying Agent shall manually execute the certificate of authentication provided thereon. No Series 2012 Bond

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shall be valid or obligatory for any purpose until such certificate of authentication shall have been duly executed by the Paying Agent. Such certificate of the Paying Agent upon any Series 2012 Bond executed on behalf of the City shall be conclusive evidence that the Series 2012 Bond so authenticated has been duly authenticated and delivered.

Series 2012 Bonds bearing the facsimile signature of any person who shall have been the Mayor or Clerk at the time such Series 2012 Bonds were originally dated or delivered by the City shall bind the City notwithstanding the fact that he or she may have ceased to be such officer prior to the delivery of such Series 2012 Bonds or was not such officer at the date of such Series 2012 Bonds.

Except as otherwise required by law, if (a) any mutilated Series 2012 Bond is surrendered to the Paying Agent at its corporate trust office, or the Paying Agent receives evidence to its satisfaction of the destruction, loss or theft of any Series 2012 Bond and (b) there is delivered to the Paying Agent such security and/or indemnity as may be required by it to save harmless the City and the Paying Agent, and as otherwise required by law, then, in the absence of notice to the Paying Agent that such Series 2012 Bond has been acquired by a bona fide purchaser as such term is defined in the Uniform Commercial Code as it is then in effect in the State, the Paying Agent shall authenticate and deliver, in exchange for any such mutilated Series 2012 Bond, or in lieu of any such destroyed, lost or stolen Series 2012 Bond, a new Series 2012 Bond of like tenor and principal amount, bearing a number not contemporaneously outstanding. The Paying Agent shall thereupon cancel any Series 2012 Bond so surrendered.

In case any mutilated, destroyed, lost or stolen Series 2012 Bond has become or is about to become due and payable, the Paying Agent in its discretion may, instead of issuing a new Series 2012 Bond, pay such Series 2012 Bond.

Each new Series 2012 Bond issued pursuant to this Section in lieu of any surrendered, destroyed, lost or stolen Series 2012 Bond shall constitute an additional contractual obligation of the City and shall be entitled to all benefits equally and proportionately with any and all other Series 2012 Bonds duly issued. All Series 2012 Bonds shall be held and owed upon the express condition that the foregoing provisions are exclusive with respect to the replacement or payment of mutilated, destroyed, lost or stolen Series 2012 Bonds, and shall preclude (to the extent lawful) all other rights or remedies with respect to the replacement or payment of mutilated, destroyed, lost or stolen Series 2012 Bonds or securities.

Notwithstanding the foregoing provisions of these Conditions, no Series 2012 Bonds shall be exchanged for other Series 2012 Bonds or be registered or transferred or issued or delivered by or on behalf of the City or the Paying Agent pursuant to this Section at the request of a holder or owner of a Series 2012 Bond, except upon payment to such Paying Agent by or on behalf of such holder or owner of a charge sufficient to reimburse the City and such Paying Agent for any tax, fee, or other governmental charge required to be paid with respect to the transaction.

The City and the Paying Agent may treat and consider the person in whose name any Series 2012 Bond shall be registered upon the registration records as herein provided as the holder and absolute owner thereof, whether such Series 2012 Bond shall be overdue or not, for the purpose of receiving payment of the principal thereof and interest thereon and for all other purposes whatsoever; provided, however, payment of, or on account of, the principal of and interest on such Series 2012 Bond shall be made only to, or upon the order of, such registered owner, and such payment so made shall be valid and effective to satisfy and discharge the liability upon such Series 2012 Bond to the extent of the sum or sums so paid, and neither the City nor any Paying Agent shall be affected by any notice to the contrary.

SECTION 15. (a) So long as any of the Series 2012 Bonds shall remain outstanding, the City shall maintain with the Paying Agent separate records for the registration and transfer of the Series 2012 Bonds. The Paying Agent is hereby appointed registrar for the Series 2012 Bonds, in which the City the Paying Agent shall register in such records and permit to be transferred thereon, under such reasonable regulations as may be prescribed, any Series 2012 Bond entitled to registration or transfer.

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The City shall pay or reimburse the Paying 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 Paying Agent. Fees and reimbursements for extraordinary services and expenses, so long as not occasioned by the negligence, misconduct or willful default of the Paying 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.

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

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

(iii) In the event of a change of Paying Agents, the predecessor Paying Agent shall cease to be custodian of any funds held pursuant to this Bond Resolution in connection with its role as such Paying Agent, and the successor Paying 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 Paying Agent shall be fully paid. Every predecessor Paying Agent shall deliver to its successor Paying Agent all records of account, registration records, lists of holders of the Series 2012 Bonds and all other records, documents and instruments relating to its duties as such Paying Agent.

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

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

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

(vii) The City will provide any successor Paying Agent with certified copies of all resolutions, orders and other proceedings adopted by the Governing Body relating to the Series 2012 Bonds.

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(viii) ~~All duties and obligations imposed hereby on a Paying Agent or Successor~~
 Paying Agent shall terminate upon the accomplishment of all duties, obligations and responsibilities imposed by law or required to be performed by this Bond Resolution.

(b) Any corporation or association into which a Paying Agent may be converted or merged, or with which it may be consolidated or to which it may sell or transfer its assets as a whole or substantially as a whole, or any corporation or association resulting from any such conversion, sale, merger, consolidation or transfer to which it is a party, shall be and become successor Paying Agent hereunder and vested with all the powers, discretions, immunities, privileges and all other matters as was its predecessor, without the execution or filing of any instrument or any further act, deed or conveyance on the part of either the City or the successor Paying Agent, anything herein to the contrary notwithstanding, provided only that such successor Paying Agent shall be satisfactory to the City and eligible under the provisions of Section 15(c)(iv) hereof.

SECTION 16. Only such of the Series 2012 Bonds as shall have endorsed thereon a certificate of registration and authentication in substantially the form hereinabove set forth in Section 13, duly executed by the Paying Agent, shall be entitled to the rights, benefits and security of this Bond Resolution. No such Series 2012 Bond shall be valid or obligatory for any purpose unless and until such certificate of registration and authentication shall have been duly executed by the Paying Agent, which executed certificate shall be conclusive evidence of registration, authentication and delivery under this Bond Resolution. The Paying Agent's certificate of registration and authentication on any such Series 2012 Bond shall be deemed to have been duly executed if signed by an authorized officer of the Paying Agent, but it shall not be necessary that the same officer sign said certificate on all of the Series 2012 Bonds that may be issued hereunder at any one time.

SECTION 17. (a) In the event the Underwriter shall fail to designate the names, addresses and social security or tax identification numbers of the Registered Owners of the Series 2012 Bonds within thirty (30) days of the date of sale, or at such other earlier date as may be designated by the City, one Series 2012 Bond registered in the name of the Underwriter may be issued in the full amount for each maturity. Ownership of the Series 2012 Bonds shall be in the Underwriter until the initial Registered Owner has made timely payment and, upon request of the Underwriter within a reasonable time of the initial delivery of the Series 2012 Bonds, the Paying Agent shall re-register any such Series 2012 Bond upon its records in the name of the Registered Owner to be designated by the Underwriter in the event timely payment has not been made by the initial Registered Owner.

(b) Except as hereinabove provided, the Person in whose name any of the Series 2012 Bonds shall be registered in the records of the City maintained by the Paying Agent may be deemed the absolute owner thereof for all purposes, and payment of or on account of the principal of or interest on any of the Series 2012 Bonds 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 any of the Series 2012 Bonds to the extent of the sum or sums so paid.

SECTION 18. From and after the issuance and delivery of the Series 2012 Bonds, the System shall be operated on a Fiscal Year basis, commencing on the first day of October, and ending on the last day of September in the following year; provided, however, that the Fiscal Year may be changed upon written notice to the Registered Owners.

SECTION 19. All Revenues shall be set aside as collected and shall be deposited into the Revenue Fund, which fund was created pursuant to the 1996 Bond Resolution. Moneys in said fund shall not be subject to lien or attachment by any creditor of the City and shall be set aside for, allocated to and deposited by the Clerk to the extent available in the following order of preference in the following separate and special funds, hereby created, without further direction of or action by the Governing Body or other authority of the City:

(a) On the first business day of each month, commencing in the first month after delivery of the Series 2012 Bonds, there shall be deposited into the Operation and Maintenance Fund, which fund was created pursuant to the 1996 Bond Resolution, an amount which will

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provide for the payment of the Current Expenses to be paid during such calendar month, and in the event that the aggregate amounts deposited into such fund pursuant to the Resolution during the preceding months shall have been insufficient to pay all such expenses, an amount sufficient to repay such deficiencies.

(b) There is hereby created the 2012 Bond and Interest Fund and two separate subaccounts therein as follows:

(i) On the first business day of each month, commencing in the first month after the delivery of the Series 2012 Bonds, there shall be deposited into a subaccount in the 2012 Bond and Interest Fund designated as the 2012 Current Debt Service Account, which account is hereby created, an amount which, together with equal subsequent monthly deposits on the first business day of each successive month, will provide a sum equal to the amount necessary to pay interest and principal due and payable through the date on which the next installment of principal on the Series 2012 Bonds is due. Accrued interest on the Series 2012 Bonds received from the Purchaser shall be deposited into the 2012 Current Debt Service Account of the 2012 Bond and Interest Fund at Closing.

(ii) Provided, that in addition to the moneys hereby required to be paid into the 2012 Current Debt Service Account of the 2012 Bond and Interest Fund, the 2012 Debt Service Reserve Fund which fund is hereby created and shall be maintained as a subaccount in the 2012 Bond and Interest Fund in order to meet any deficiency therein in future years. In order to fully fund the 2012 Debt Service Reserve Fund, the Clerk shall immediately upon delivery of the Series 2012 Bonds deposit an amount which will be equal to the Debt Service Reserve Fund Requirement, at which amount the 2012 Debt Service Reserve Fund shall thereafter be maintained by such future payments as may be necessary for that purpose. Notwithstanding any other provision contained herein, upon the determination of any deficiency in the total amount on deposit in the 2012 Debt Service Reserve Fund, the full amount of such deficiency shall be fully funded within one (1) year of such determination. The 2012 Debt Service Reserve Fund shall be used only to pay maturing principal and accruing interest, or both, on the Series 2012 Bonds and only whenever and to the extent that funds otherwise available in the 2012 Current Debt Service Account are insufficient for that purpose. No funds paid into the 2012 Debt Service Reserve Fund shall be used to prepay the principal unless such prepayment is for the entire balance of the principal amount of the Series 2012 Bonds. If the amount on deposit in the 2012 Debt Service Reserve Fund as valued on the last day of any Bond Year is more than the Debt Service Reserve Fund Requirement, the amount of such excess shall be transferred to the 2012 Current Debt Service Account.

(c) In order to fully fund the 2012 Depreciation Fund which is hereby created, the Clerk shall immediately upon delivery of the Series 2012 Bonds deposit the sum of Five Thousand Dollars (\$5,000) from the proceeds of the Series 2012 Bonds, which sum shall thereafter be maintained in such fund by such future payments as may be necessary for that purpose. Notwithstanding any other provision contained herein, upon the determination of any deficiency in the total amount on deposit in the 2012 Depreciation Fund the full amount of such deficiency shall be fully funded within one (1) year of such determination. The 2012 Depreciation Fund shall be used for the purpose of paying the cost of replacing such parts of the System as may need replacement in order to keep the System operating in an economical and efficient manner upon written certification by the Consulting Engineers to the Governing Body certifying the necessity for such expenditure and concurring in the necessity for such expenditure from the 2012 Depreciation Fund; provided, however, that in the event the funds otherwise established for the payment of the principal of and interest on the Series 2012 Bonds should be insufficient for said purpose, then and in that event, to the extent of any such insufficiency, the amount necessary to pay accruing interest and to provide for the payment of the principal as set forth in subparagraph (b) of this section shall be drawn from the 2012 Depreciation Fund and shall be used, together with funds otherwise available, to pay such accruing interest and to provide for the payment of principal as set forth in subparagraph (b) of this section.

(d) In order to fully fund the 2012 Contingent Fund, the Clerk shall immediately upon delivery of the Series 2012 Bonds deposit the sum of Five Thousand Dollars (\$5,000) from the proceeds of the Series 2012 Bonds, which sum shall thereafter be maintained in such fund by such future payments as may be necessary for that purpose. Notwithstanding any other provision

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contained herein, upon the determination of any deficiency in the total amount on deposit in the 2012 Contingent Fund the full amount of such deficiency shall be fully funded within one (1) year of such determination. The 2012 Contingent Fund shall be used for the purpose of paying the cost of unforeseen contingencies arising in the operation and maintenance of the System, including the construction of reasonable and proper improvements, betterments, and extensions thereto upon written certification by the Consulting Engineers to the Governing Body certifying the necessity for such expenditure and concurring in the necessity for such expenditure from the 2012 Contingent Fund; provided, however, that in the event the funds otherwise established by the Resolution for the payment of the principal of and interest on the Series 2012 Bonds should be insufficient for said purpose, then and in that event, to the extent of any such insufficiency, the amount necessary to pay accruing interest and to provide for the payment of the principal as set forth in subparagraph (b) of this section shall be drawn from the 2012 Contingent Fund and shall be used, together with funds otherwise available, to pay such accruing interest and to provide for the payment of principal as set forth in subparagraph (b) of this section.

The moneys in the foregoing funds shall be held separate and apart from all other funds of the City and shall be applied in the manner provided, and, except for moneys in the Operation and Maintenance Fund, pending such application, shall be subject to a lien and charge in favor and for the security of Registered Owners of the Series 2012 Bonds until paid out or transferred as herein provided. Any surplus Revenues remaining after all deposits and transfers required or allowed by the Resolution shall be used solely for purposes pertaining to the System or as otherwise allowed by the Act.

Any Revenues of the System collected prior to the Closing by the City may be used by the City to fund all or a portion of the foregoing funds and accounts.

SECTION 20. If Revenues shall be insufficient at any time to make the payments or deposits required by Section 19 hereof, the deficiency shall be made good by additional payments to be made out of the first available Revenues received during any succeeding month or months. Whenever and as long as sums actually on deposit in the 2012 Bond and Interest Fund, including the 2012 Debt Service Reserve Fund therein, shall equal the outstanding principal amount of the Series 2012 Bonds, plus the amount of all interest due thereon until the respective maturity dates of the Series 2012 Bonds, no further deposits need be made into said funds.

SECTION 21. All sums in the funds referred to in Section 19 hereof shall be kept on deposit in bank accounts separate from all other bank accounts of the City in a bank or banks having Federal Deposit Insurance Corporation insurance of its accounts and at all times shall be continuously secured as provided by the laws of the State for other funds of the City, or, in the discretion of the Governing Body, may be invested as directed in this Bond Resolution in investments authorized under the laws of the State as may now be or hereafter become applicable. Such investments shall mature or be redeemable prior to the time the funds so invested will be needed for expenditure. Any interest or other income received from investments shall accrue to and be deposited in the fund which generated such income or to which such income is attributable. Provided, however, that the Governing Body shall transfer to the 2012 Current Debt Service Account in the 2012 Bond and Interest Fund any such income in excess of the aggregate amount required by this Bond Resolution to be maintained in any other fund or account.

SECTION 22. The City covenants and agrees with the Registered Owners that it will perform, or cause to be performed, all duties with respect to the operation and maintenance of the System and with respect to the fixing, maintaining and collecting of the rates, fees and charges for the services thereof, the establishing of the funds herein referred to, and all other matters and things required by law and by this Bond Resolution, and that it will do or cause to be done, in apt time and season, each and every official act necessary for the payment of the principal of and the interest on the Series 2012 Bonds as the same shall mature and accrue.

SECTION 23. The City further covenants with the Registered Owners as follows:

- (a) As long as any of the Series 2012 Bonds are outstanding and unpaid, it will operate and maintain the System, or cause the System to be operated and maintained.

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(b) As long as any of the Series 2012 Bonds are outstanding and unpaid, it will fix

and maintain rates and make and collect charges for the use and service of the System which will at all times be sufficient: (i) to pay the Current Expenses of the System, (ii) to provide one hundred ten per centum (110%) of the amount of the maximum Principal and Interest Requirements for the current Bond Year on account of the Bonds then outstanding and (iii) to fund the 2012 Debt Service Reserve Fund, the 2012 Depreciation Fund and the 2012 Contingent Fund as provided in Section 19 hereof.

(c) The rates, fees and charges for the use and service of the System at the Closing will be sufficient to satisfy the requirements of the preceding paragraph.

(d) If the Revenues in any Fiscal Year as shown by the City's audit are less than the total amount set forth in subsection (b) of this Section, then it shall, as promptly as possible, request the Consulting Engineers to make recommendations as to a revision of such rates, fees and charges or methods of operating the System which will result in producing the required amount in the following Fiscal Year. Upon receipt of such recommendations the City shall, subject to applicable requirements imposed by law, immediately revise such rates, fees and charges and take such other actions respecting the methods of operation of the System as shall in its discretion be deemed necessary.

(e) As long as any of the Series 2012 Bonds shall remain outstanding and unpaid, the City shall carry and maintain all risk insurance upon all the properties forming a part of the System which may be of an insurable nature, such insurance to be of the type and kind and for such amount or amounts as carried and maintained by other municipalities rendering services of a similar character in similar communities. The proceeds of all such insurance shall be used only for the maintenance and restoration of the System, or for the payment of the principal of and the interest on the Series 2012 Bonds. In addition, to the extent required by law, the City shall carry public liability insurance and property damage insurance.

(f) The City shall set up and maintain a proper system of accounts showing the amount of Revenues received from the System and the application thereof. Such accounts shall be separate and distinct from the other accounts of the City, and at least once a year shall be properly audited by independent auditors who shall be certified public accountants. The report of such audit shall be open to the public and to all Registered Owners upon reasonable request.

(g) The Registered Owner of any of the Series 2012 Bonds shall be permitted, at all reasonable times, to inspect the System and all records, accounts and data relating thereto, and shall be furnished all data and information relating to the System which may be reasonably requested.

(h) Except as provided for in Section 26(b) of this Bond Resolution, the City will not create or permit to be created any charge or lien on Revenues ranking equal or prior to the charge or lien of the Series 2012 Bonds.

SECTION 24. Prior to the commencement of each Fiscal Year, the Governing Body shall cause to be prepared a budget setting out the estimated receipts and expenditures of the System for the then ensuing Fiscal Year. This budget shall contain:

(a) An estimate of the receipts expected to be derived from the operation of the System;

(b) A statement of the estimated cost of operating the System during the next ensuing Fiscal Year;

(c) A statement of the amount of principal and interest due during the ensuing Bond Year;

(d) A statement of what replacements to the System may be anticipated and the estimated cost thereof;

(e) A statement of the total amount anticipated to be payable from Revenues during the next ensuing Fiscal Year; and

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(1) ~~A statement of the amount on deposit in each of the funds referred to in Section 19 of this Bond Resolution.~~ DEFINITIONS PAGE 1-226

SECTION 25. (a) In order to insure the efficient and economical operation of the System and to insure the proper maintenance thereof in an efficient working order, the City covenants, as a part of the contract to be evidenced by the Series 2012 Bonds, that it will employ, while any of the Series 2012 Bonds are outstanding, independent engineers or engineering firms having a favorable reputation for skill and experience in such work, such engineer or engineering firm to act as Consulting Engineers for the operation and maintenance of the System. The compensation of the Consulting Engineers shall be deemed to be an expense of operating the System and shall be payable from Revenues.

(b) It shall be the duty of the City, with advice from the Consulting Engineers, annually to inspect the System prior to the commencement of each Fiscal Year and to file a report with the Clerk prior to the commencement of each Fiscal Year, setting out the condition of the physical plant of the System and any recommendations which such the Consulting Engineers shall deem to be advisable. Such report shall include the following:

(i) Advice and recommendations concerning the maintenance, repair and operation of the System.

(ii) Advice and recommendations as to renewals or replacements of any part of the System.

(iii) Advice and recommendations as to extensions of the System.

(iv) The estimated cost of any recommended renewals, replacements or extensions to the System.

(v) Advice and recommendations concerning the amount and character of insurance that should be carried on the System.

(vi) Advice and recommendations concerning any revision of the rates to be charged for the services of the System.

(vii) A statement of the judgment of the City with advice from such Consulting Engineers concerning whether the System had been maintained in good repair and operating order, with such suggestions as such Consulting Engineers may deem advisable concerning changes in the methods of operating the System.

(c) The City covenants with the Registered Owners that if the report of the Consulting Engineers shall show that the System has not been maintained in good repair and operating condition, it will, from available Revenues and from the 2012 Depreciation Fund and, to the extent applicable, the 2012 Contingent Fund, promptly restore the System to good repair and operating condition; that all recommendations of said report shall receive impartial consideration by the Governing Body; and that the City and the Governing Body shall endeavor in good faith to carry out the recommendations that may be made by the City with advice from the Consulting Engineers.

SECTION 26. (a) Except as hereafter set forth in subparagraph (b) below, from and after the issuance of the Series 2012 Bonds, no Additional Bonds shall be issued or obligations incurred by the City which are payable in whole or in part from or chargeable to Revenues (except obligations incurred in the operation and maintenance of the System), unless such Additional Bonds or obligations are in all respects junior and subordinate to the Series 2012 Bonds.

(b) The City shall have the right to issue one or more series of Additional Bonds to be secured by a parity lien on and ratably payable from Net Revenues and any other security pledged to the Series 2012 Bonds, provided in each instance that:

(i) the Net Revenues available for payments of principal of and interest on the Series 2012 Bonds for a period of 12 consecutive months during the 18 months preceding the month in which such Additional Bonds are issued must be certified by an accountant

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to have been at least equal to 110% of the highest annual debt service payments in any succeeding Bond Year with respect to the Series 2012 Bonds and the Additional Bonds proposed to be issued; or in lieu of the foregoing formula, if a new schedule of rates, fees and charges for the services, facilities and commodities of the System shall have been adopted, then the Revenues available for debt service payments (taking into account such new rates) must be certified by an accountant to have been at least equal to 125% of the highest annual debt service payments in any succeeding Bond Year with respect to the Series 2012 Bonds and the Additional Bonds proposed to be issued during the period set forth above;

(ii) the pledge of and lien on the Net Revenues and amounts on deposit from time to time in the 2012 Bond and Interest Fund shall be extended for the benefit of the registered owners of the Additional Bonds; and

(iii) the resolution under which the proposed bonds are being issued shall provide for the funding of an increase in the 2012 Debt Service Reserve Fund resulting from the issuance of such Additional Bonds from the proceeds of such Additional Bonds or as otherwise allowed by Section 19(b)(ii).

(c) The City hereby covenants and agrees that in the event Additional Bonds in one or more series are issued on parity with the Series 2012 Bonds, it shall:

(i) Adjust the deposits into the 2012 Bond and Interest Fund in the following manner: On or before the tenth (10th) day of each month, commencing in the first month after the delivery of the Additional Bonds, there shall be deposited into a subaccount in the 2012 Bond and Interest Fund designated 2012 Current Debt Service Account an amount which, after taking into account any amounts already on deposit and equal subsequent monthly deposits on or before the tenth (10th) day of each successive month, will provide a sum equal to the amount necessary to pay interest and principal due and payable through the date on which the next installment of principal on the Bonds and the Additional Bonds is due.

(ii) Adjust the amount on deposit in the 2012 Debt Service Reserve Fund to a sum equal to the Debt Service Reserve Fund Requirement as calculated for the Series 2012 Bonds and such Additional Bonds. The additional funds required in the immediate preceding sentence shall be funded from the proceeds of the Additional Bonds or as otherwise allowed by Section 19(b)(ii).

(iii) Adjust the maximum amounts to be deposited annually into the 2012 Depreciation Fund and the 2012 Contingent Fund, taking into account the future replacement cost of the facilities and equipment to be constructed or acquired with the proceeds of such Additional Bonds, by depositing into said funds on the first Business Day of each month, commencing in the first month after the delivery of such Additional Bonds, such amount, if any, of the balance remaining after making the deposits under clauses (i) and (ii) above (or the entire balance if less than the required amount) as is required by the resolution under which such Additional Bonds are issued.

(d) The City shall have the right to call, subject to the call provisions of the respective Bond series, any or all outstanding Bonds which may be called at par prior to calling any Bonds that are callable at a premium. If it is provided in any subsequently issued series of Additional Bonds secured by a parity lien on Net Revenues that excess moneys in the 2012 Bond and Interest Fund shall be used to redeem bonds in advance of scheduled maturity or if the City, at its option, undertakes to redeem outstanding Bonds in advance of scheduled maturity, it is agreed and understood that:

(i) calls of or prepayment on Bonds will apply to each series of Bonds on an equal pro rata basis (reflecting the proportion of the original amount of each series of Bonds outstanding at the time of such call); and

(ii) calls of Bonds for each Bond series will be in accordance with the call provisions of the respective Bond series.

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(e) ~~The City may issue bonds junior and subordinate to the Series 2012 Bonds and~~ any Additional Bonds at any time, provided that the issuance of such bonds does not violate any covenant of the City concerning any of its then outstanding Series 2012 Bonds.

SECTION 27. (a) The provisions of this Bond Resolution shall constitute a contract between the City and the Registered Owners from time to time of the Series 2012 Bonds, and after the issuance of the Series 2012 Bonds no material modification or amendment to this Bond Resolution or of any resolution amendatory hereof or supplemental hereto shall be made in any manner except upon written consent of the Registered Owners of at least sixty-five percent (65%) in principal amount of the Series 2012 Bonds then outstanding.

(b) Any and all modification or alterations made in the manner hereinabove provided shall not become effective until the required consents shall have been filed with the Clerk.

(c) No modifications or alterations to this Bond Resolution shall extend the maturity of or reduce the interest rate on or otherwise alter or impair the obligation to pay the principal of or the interest on any of the Series 2012 Bonds at the time and place and at the rate and in the currency as provided herein, without the express consent of the Registered Owner of any of such Series 2012 Bonds, nor reduce the percentage of the Series 2012 Bonds required for the affirmative vote or written consent to a modification or alteration, nor alter or impair the covenants set forth in Sections 22, 23 and 25 hereof.

SECTION 28. The Series 2012 Bonds shall be payable equally and ratably, without regard to the date when the Series 2012 Bonds actually shall be delivered and shall enjoy parity of lien, one with the other, upon Net Revenues and with the Water/Sewer Bonds.

SECTION 29. Principal proceeds received from the sale of the Series 2012 Bonds plus the certain amounts transferred from the funds and accounts for the Prior Bonds, if any, and such other amounts as may be contributed by the City, less amounts deposited to the 2012 Debt Service Reserve Fund, shall be deposited with the Escrow Trustee in the Escrow Account and the Cost of Issuance Account (as such terms are defined in the Escrow Agreement) created pursuant to the Escrow Agreement. A portion of the proceeds of the Series 2012 Bonds shall be deposited in the Cost of Issuance Account and used by the Escrow Trustee to pay all fees and expenses including those of Bond Counsel, City Counsel, Financial Advisor, Paying Agent and Escrow Trustee fees and expenses, premiums, commissions and all other fees and expenses incurred by the City in connection with the authorization, issuance, sale, validation and delivery of the Series 2012 Bonds. Said costs of issuance expenses as approved by the Mayor are hereby authorized to be paid at Closing without further authorization or approval of the Governing Body. The balance of the proceeds of the Series 2012 Bonds shall be deposited in the Escrow Account and used by the Escrow Trustee for the payment of the principal and interest on the Refunded Bonds as such becomes due and payable and, upon redemption or maturity thereof, the principal of, premium, if any, and interest on the Refunded Bonds. The Clerk is hereby directed to transfer from the funds and accounts for the Prior Bonds to the Escrow Account or the appropriate funds and accounts for the Series 2012 Bonds, such amounts as Bond Counsel and the Financial Advisor shall deem lawful and appropriate.

SECTION 30. The City hereby irrevocably elects and directs that the Refunded Bonds shall be paid and redeemed on the Redemption Date and at the Redemption Price as more particularly set forth in Exhibit A hereto and in the Bond Purchase Agreement. The Clerk is hereby authorized and directed to give notice of such redemption to the applicable Prior Paying Agent, and such Prior Paying Agent is hereby authorized and directed to provide notice of the redemption of the Refunded Bonds to the holders of such Refunded Bonds.

SECTION 31. (a) The Registered Owner of any of the Series 2012 Bonds may, by suit, action, mandamus or other proceedings at law or in equity, enforce and compel performance by the appropriate official or officials of the City of any or all acts and duties to be performed by the City under the provisions of the Act and of this Bond Resolution.

(b) Each of the following constitutes an event of default under this Bond Resolution:

(i) failure by the City to pay any installment of principal of any Bond at the time required;

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time required;

(iii) failure by the City to perform or observe any other covenant, agreement or condition on its part contained in this Bond Resolution or in the Series 2012 Bonds, and the continuance thereof for a period of sixty (60) days after written notice thereof to the City by the Registered Owners of not less than ten percent (10%) in principal amount of the then outstanding Bonds; or

(iv) filing by the City of a petition seeking a composition of indebtedness under the federal bankruptcy laws, or under any other applicable federal or state law.

(c) If there be any default in the payment of the principal of and interest on the Series 2012 Bonds, any court having jurisdiction in the proper action may, upon petition of the Registered Owners of a majority in principal amount of the Series 2012 Bonds then outstanding, appoint a receiver to administer and operate the System with power to fix rates and collect charges sufficient to provide for the payment of the Series 2012 Bonds and to pay the expense of operating and maintaining the System in conformity with the provisions of the Act and of this Bond Resolution.

SECTION 32. At least five (5) days prior to the due date thereof, the Clerk shall remit to the Paying Agent the sum or sums then becoming due as interest, or principal and interest, on the Series 2012 Bonds, plus the sum then due as the charges of the Paying Agent for its services and responsibilities under the terms of this Bond Resolution, which charges shall be expenses of operation and shall be charged to and payable from the Operation and Maintenance Fund referred to in Section 19 of this Bond Resolution.

SECTION 33. As authorized by the Act, the Series 2012 Bonds shall be submitted to validation in the Chancery Court of Lafayette County, Mississippi, in the manner and with the force and effect provided by Sections 31-13-1 *et seq.*, Mississippi Code of 1972, as amended, and to that end a certified transcript of all proceedings and other documents relating to the sale and issuance of the Series 2012 Bonds forthwith shall be prepared and forwarded to the State's Bond Attorney by Bond Counsel and the Clerk.

SECTION 34. (a) If the City shall pay or cause to be paid to the Registered Owners of the Series 2012 Bonds the principal of, premium, if any, and interest to become due with respect thereto at the times and in the manner stipulated therein and herein, and if the City shall keep, perform and observe all and singular the covenants and promises in the Series 2012 Bonds and in this Bond Resolution expressed as to be kept, performed and observed by it or on its part and shall pay or cause to be paid to the Paying Agent all sums of money due or to become due according to the provisions hereof, then the rights of the Registered Owners under the Resolution shall cease, determine and be void, and thereupon the lien of this Bond Resolution on Net Revenues shall be defeased, cancelled and discharged.

(b) All Series 2012 Bonds for the payment or redemption of which sufficient monies, or, to the extent permitted by the laws of the State, (a) direct obligations of, or obligations the payment of the principal of and interest on which are unconditionally guaranteed by, the United States of America ("Government Obligations"), or (b) certificates of deposit or other securities fully secured by Government Obligations, or (c) evidences of ownership of proportionate interests in future interest or principal payments on Government Obligations held by a bank or trust company as custodian, under which the owner of the investment is the real party in interest and has the right to proceed directly and individually against the obligor on the Government Obligations and which Government Obligations are not available to satisfy any claim of the custodian or any person claiming through the custodian or to whom the custodian may be obligated, or (d) municipal obligations, the payment of the principal of, interest and premium, if any, on which are irrevocably secured by Government Obligations and which Government Obligations are not subject to redemption prior to the date on which the proceeds attributable to the principal of such obligations are to be used and have been deposited in an escrow account which is irrevocably pledged to the payment of the principal of and interest and on such municipal obligations (all of which collectively, with Government Obligations, are hereinafter called "Defeasance Securities"), shall have been deposited with an escrow agent appointed for the purpose in trust for the owners thereof, which may be the Paying and Transfer Agent.

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(whether upon or prior to the maturity or the redemption date of such Series 2012 Bonds) shall be deemed to have been paid within the meaning of this Section, shall cease to be entitled to any lien, benefit or security under this Bond Resolution and shall no longer be deemed to be outstanding hereunder and the registered owners shall have no rights in respect thereof except to receive payment of principal of and interest on such Series 2012 Bonds from the funds held for that purpose; provided, however, that if such Series 2012 Bonds are to be redeemed prior to the maturity thereof, notice of such redemption shall have been duly given as provided herein or arrangements shall have been made for the giving thereof. Defeasance Securities will be considered sufficient if said investments, with interest, mature and bear interest in such amounts and at such times as will assure sufficient cash to pay currently maturing interest and to pay principal when due on the Series 2012 Bonds. For the purpose of this Section, Defeasance Securities shall mean and include only (a) such Defeasance Securities which shall not be subject to redemption prior to their maturity other than at the option of the holder thereof or (b) Defeasance Securities which, if subject to redemption shall, nevertheless, in all events, regardless of when redeemed, provide sufficient and timely funds for payment of the principal of and interest on the Series 2012 Bonds to be paid thereby.

SECTION 35. The City shall not hereafter construct, acquire or operate, or permit, or, to the extent permitted by law, consent to the construction, acquisition or operation of, any plants, structures, facilities or properties which may compete or tend to compete with the System, except that nothing in this Bond Resolution contained shall prevent the City from giving its permission or consent to the construction, acquisition or preparation in the area serviced by the System by a Person or facilities for the provision of electric services which the City shall determine are not economically feasible for it to construct or acquire at such time, but which, if constructed or acquired by the City, would carry out the purposes of the City and its System under the Act and such facilities pursuant to the terms of such permission or consent will become a part of the System upon notice to such person by the City, either (a) without any cost to or payment by the City, or (b) upon payment of such amount or cost as the City shall determine to be proper in the circumstances.

SECTION 36. The City covenants that it will (a) diligently enforce and collect all fees, rental or other charges for the services and facilities of the System, and take all steps, actions and proceedings for the enforcement and collection of such fees, rentals or other charges which shall become delinquent to the full extent permitted or authorized by the laws of the State, and (b) to the full extent permitted by law, under reasonable rules and regulations, shut off and discontinue the supplying of the services and facilities of the System for the non-payment of fees, rentals or other charges for said water services, and will not restore said water services until all delinquent charges, together with interest and reasonable penalties, have been paid in full.

SECTION 37. The Governing Body hereby designates the Series 2012 Bonds as "qualified tax exempt obligations" for purposes of Section 265(b)(3) of the Code. The City (including any subordinate entity or entities issuing tax exempt obligations on behalf of the City within the meaning of Section 265(b)(3) of the Code) has not issued, and does not reasonably expect to issue, tax exempt obligations within calendar year 2012 which, together with the Series 2012 Bonds, will exceed \$10,000,000.

SECTION 38. Pursuant to SEC Rule 15c2-12(b)(5), the City covenants and agrees to provide to the Underwriter a continuing disclosure agreement, dated the date of issuance and delivery of the Series 2012 Bonds, setting forth the City's agreement with regard to continuing disclosure (the "Continuing Disclosure Agreement"), and to comply with the covenants set forth therein and carry out all of the provisions of the Continuing Disclosure Agreement. In the event the City fails to comply with the provisions of the Continuing Disclosure Agreement, any Registered Owner 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 Agreement and this Section 38.

SECTION 39. The City covenants that it will not provide free service to any user of the System unless permitted by State statute.

SECTION 40. Baker, Donelson, Bearman, Caldwell & Berkowitz, PC, Jackson, Mississippi, is hereby selected to serve as Bond Counsel to the City in connection with the sale and issuance of the Series 2012 Bonds.

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SECTION 41. Government Consultants, Inc., Jackson, Mississippi, is hereby selected to

serve as Financial Advisor (the "Financial Advisor") to the City in connection with the sale and issuance of the Series 2012 Bonds.

SECTION 42. Mayo Mallette PLLC, Oxford, Mississippi, is hereby selected to serve as counsel to the City in connection with the sale and issuance of the Series 2012 Bonds.

SECTION 43. _____, _____, Mississippi is hereby appointed Paying Agent for the Series 2012 Bonds.

SECTION 44. Bond Counsel, the Financial Advisor and City Counsel are hereby further authorized and directed to provide such advice and assistance as shall be requested by the Mayor and the Clerk in fulfilling their duties under this resolution.

SECTION 45. The Mayor, the Clerk and the proper officers and members of the Governing Body are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to carry out and comply with the provisions of this Bond Resolution, including, but not limited to, an escrow trust agreement in connection with the redemption of the Refunded Bonds, if deemed necessary, and are further authorized to take any and all further actions and execute and deliver any and all other documents and certificates as may be necessary or desirable in connection with the issuance of the Series 2012 Bonds, the Bond Purchase Agreement, the Escrow Agreement, the Preliminary Official Statement, a final Official Statement, in substantially the form of the Preliminary Official Statement, or other documents necessary to conclude the sale and issuance of the Series 2012 Bonds, from time to time, and to document the City's compliance with the Act and the Code.

SECTION 46. All acts and doings of the officers and members of the Governing Body which are in conformity with the purposes and intents of this Bond Resolution and in furtherance of the sale and issuance of the Series 2012 Bonds, from time to time, and the execution, delivery and performance of the Bond Purchase Agreement, the Escrow Agreement, the Preliminary Official Statement and the Official Statement, shall be, and the same hereby are, in all respects approved and confirmed.

SECTION 47. 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 48. All resolutions or parts thereof in conflict with this Bond Resolution, to the extent of such conflict only, are hereby repealed.

SECTION 49. The preparation of the Series 2012 Bonds for sale and delivery being now immediately necessary, this Bond Resolution shall become effective immediately upon the adoption hereof.

Alderman Williams seconded the motion to adopt the foregoing Bond Resolution, and the question being put to a role call vote, the result was as follows:

- Alderman Ney Williams voted: AYE
- Alderman E.O. Oliver voted: AYE
- Alderwoman Janice Antonow voted: AYE
- Alderman Ulysses Howell voted: AYE
- Alderman Preston E. Taylor voted: AYE
- Alderman Jason Bailey voted: AYE
- Alderman John Morgan voted: AYE

The motion having received the affirmative vote of a majority of the members of the Governing Body present, being a quorum of said Governing Body, the Mayor declared the motion carried and the resolution adopted this 2nd day of October, 2012.

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EXHIBIT A
REFUNDED BONDS

MINUTE BOOK No. 68, CITY OF OXFORD~~(ORIGINAL PRINCIPAL AMOUNT)~~

DEMENT-MERIDIAN 61-0226

CITY OF OXFORD, MISSISSIPPI
WATER AND SEWER SYSTEM REVENUE BONDS SERIES 2003
DATED DECEMBER 1, 2003

Paying Agent: The Peoples Bank, Biloxi, Mississippi

Payment Dates: June 1 and December 1

Outstanding Amount: \$1,135,000

Maturity Date	Interest Rate	Principal Amount	Redemption Price
12/1/2014	3.800%	\$ 95,000	100%
12/1/2015	3.875	100,000	100
12/1/2016	3.900	100,000	100
12/1/2017	4.000	105,000	100
12/1/2018	4.000	110,000	100
12/1/2019	4.100	115,000	100
12/1/2020	4.200	120,000	100
12/1/2021	4.100	125,000	100
12/1/2022	4.000	130,000	100
12/1/2023	4.000	135,000	100

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\$1,800,000

DEMENT-MERIDIAN 61-226

(ORIGINAL PRINCIPAL AMOUNT)
 CITY OF OXFORD, MISSISSIPPI
 WATER AND SEWER SYSTEM REVENUE BONDS SERIES 2004
 DATED NOVEMBER 1, 2004

Paying Agent: First National Bank of Clarksdale, Clarksdale, Mississippi
 Payment Dates: May 1 and November 1
 Outstanding Amount: \$1,115,000

Maturity Date	Interest Rate	Principal Amount	Redemption Price
11/1/2015	4.000%	\$ 90,000	100%
11/1/2016	3.875	95,000	100
11/1/2017	3.900	95,000	100
11/1/2018	4.000	100,000	100
11/1/2019	4.100	110,000	100
11/1/2020	4.125	115,000	100
11/1/2021	4.250	120,000	100
11/1/2022	4.250	125,000	100
11/1/2023	4.375	130,000	100
11/1/2024	4.500	135,000	100

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DEMENT-MERIDIAN 61-0226

EXHIBIT B

BOND PURCHASE AGREEMENT

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

EXHIBIT C

PRELIMINARY OFFICIAL STATEMENT

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

EXHIBIT D**ESCROW AGREEMENT****REZONING:**

This was the public hearing and second reading of the proposed rezoning of property located between Hwy 7 South and South Lamar from RA to RC. Tim Akers asked the Planning Commission minutes and letters received become part of the file regarding the rezoning case. The Planning Commission denied the rezoning.

Kenny Coleman came before the Mayor and Board of Aldermen to request the property be rezoned from RA to RC. Mr. Coleman has tried to continue the development as RA. He says he was unsuccessful to receive any interest from builders because of the economic climate. He discovered the rental market was of the greatest demand. He conducted a study of the top ten apartment rentals and based on this study, he says there is a need for additional apartments in this area. A total of 2280 apartment units were surveyed and only one was available for rental. He said there would not be an access point between the proposed RC development and the current Windsor Falls subdivision.

Mark McAnally with Windsor Falls neighborhood homeowners association stated their neighborhood had three concerns.

- 1) The character of the neighborhood has not changed. The proposed apartments do not fit within the character of the neighborhood.
- 2) The amount of increased traffic on South Lamar would be dramatically increased.
- 3) They don't believe a need for the rezoning has been proved by the developer. There are acres already zoned RC within the City.

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DEMENT-MERIDIAN 61-226

Tim Akers stated the reasons for rezoning. One reason is if there is proof of a mistake in the original zoning. This does not apply to this property. The second reason for rezoning is the character of the neighborhood has changed and there is a public need for rezoning.

Bill Wobbly, who lives at 210 Powers Drive, South Oaks, stated their neighborhood was not in favor of the proposed rezoning. He doesn't believe that there has been a change in the neighborhood to reflect the need for rezoning. He also is worried it would decrease the property values in his neighborhood. There are 390 acres already zoned as multi-family in the City of Oxford.

Kerry Nichols with the North Mississippi Regional Center came before the Mayor and Board to raise concerns about the amount of increased traffic that would occur with the proposed development.

Christina Davis, Ridgeland Heights neighborhood subdivision association president, came before the Mayor and Board of Aldermen. They have eighty homes in their neighborhood. She mentioned a possible increased erosion problem that could occur if the rezoning occurred. There were a number of people in the audience who were here in opposition of the proposed rezoning.

The third reading and vote will be at the next board meeting.

REZONING:

This was the second reading and public hearing of the proposed rezoning of property located south of Highway 6 West from RC to GB and NB. Tim Akers asked the Planning Commission minutes be part of the file. This rezoning was approved by the Planning Commission. There was no comment made from the public.

BURNS CHURCH:

It was moved by Alderman Howell, seconded by Alderman Taylor to authorize the advertisement for Phase II of the Burns Church Renovation. All the aldermen voting aye, Mayor Patterson declared the motion carried.

OUT BUSES:

It was moved by Alderman Antonow, seconded by Alderman Bailey to authorize the purchase of three Nova Low Floor buses from Charlotte Area Transit for \$14,400.00. All the aldermen voting aye, Mayor Patterson declared the motion carried.

PROCLAMATION:

It was moved by Alderman Morgan, seconded by Alderman Bailey to adopt the Proclamation announcing October 22-26, 2012 as Spirit's Week. All the aldermen voting aye, Mayor Patterson declared the motion carried.

City of Oxford **MINUTE BOOK No. 63, CITY OF OXFORD**

DEMENT-MERIDIAN 61-0226

Office of the Mayor
Pat Patterson

MAYORAL PROCLAMATION

WHEREAS the City of Oxford, Mississippi, has an interest in promoting the historical knowledge of its citizens and visitors; and

WHEREAS to know the past is to better understand the present and to be able to better affect the future; and

WHEREAS the Cedar Oaks Guild, composed of gracious ladies who have dedicated themselves to the preservation and restoration of the "House that would not die," have this year collaborated with Theater Oxford to produce the 4th production of "Spirits of Oxford"; and

WHEREAS these two organizations have reincarnated outstanding, interesting, and infamous citizens from Oxford's glorious past, prepared dramatic monologs for them and costumed them in attire becoming their era; and

WHEREAS these long-dead citizens will be found strolling around the Square, in and out of restaurants who'll be offering "Spirits Specials" during the week, visiting Civic Clubs, and appearing on Thacker Mountain Radio; and

WHEREAS all of these spirits will appear together for two performances in St. Peter's Cemetery on Friday, October, 26, for the enlightenment and erudition of the audiences, thus helping us all to better know and understand Oxford's past;

NOW, THEREFORE, DO I, Pat Patterson, Mayor of the City of Oxford, proclaim October 22 - 26, 2012

SPIRITS OF OXFORD WEEK

In the city of Oxford, Mississippi.

Signed this 16th day of October, 2012

Pat Patterson, Mayor
City of Oxford

107 Court House Square

Oxford, Mississippi 38655

662-236-1310

STREET CLOSING:

It was moved by Alderman Antonow, seconded by Alderman Williams to authorize Avent Street closing on October 26, 2012 from 6:00 - 10:00 p.m. for the Spirits of Oxford. All the aldermen voting aye, Mayor Patterson declared the motion carried.

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ORDINANCE 2012-9:

It was moved by Alderman Antonow, seconded by Alderman Oliver to adopt Ordinance 2012-9, "AN ORDINANCE AMENDING APPENDIX A, ARTICLE 7, SECTION 201, 201.09 OF THE CODE OF ORDINANCES OF THE CITY OF OXFORD, MISSISSIPPI TO CHANGE REQUIRED MINIMUM PARKING SPACE SIZE." Said ordinance is recorded in Book 8 of the Code of Ordinances. All the aldermen voting aye, Mayor Patterson declared the motion carried.

ORDINANCE 2012-10:

It was moved by Alderman Oliver, seconded by Alderman Antonow to adopt Ordinance 2012-10, "AN ORDINANCE AMENDING APPENDIX A, ARTICLE 9, SECTION 230, LAND DEVELOPMENT CODE, THE CODE OF ORDINANCES OF THE CITY OF OXFORD, MISSISSIPPI." Said ordinance is recorded in Book 8 of the Code of Ordinances. All the aldermen voting aye, Mayor Patterson declared the motion carried.

MS RURAL WATER ASSOCIATION:

It was moved by Alderman Williams, seconded by Alderman Taylor to authorize permission for a Wastewater Treatment Plant Operator to attend MS rural Water Association fall training in Batesville, MS on October 16-18, 2012 with a cost of \$125.00. All the aldermen voting aye, Mayor Patterson declared the motion carried.

CONSULTANT:

It was moved by Alderman Taylor, seconded by Alderman Williams to authorize the hiring of a consultant, Karen Green, from Ross & Yeager regarding health insurance. All the aldermen voting aye, Mayor Patterson declared the motion carried.

SURPLUS:

It was moved by Alderman Howell, seconded by Alderman Williams to authorize two Electric Department trucks surplus and advertise on govdeals.com. All the aldermen voting aye, Mayor Patterson declared the motion carried.

ELECTRIC BILLING:

Rob Neely came before the Mayor and Board of Aldermen to request an adjustment on the billing for the old Whirlpool property to the University of Mississippi. The University purchased the Whirlpool property and the demand on the account was not changed nor was the power contract updated. Mr. Neely feels the Electric Department owes the University this refund

It was moved by Alderman Morgan, seconded by Alderman Bailey to authorize an adjustment to the University of Mississippi's bill at 927 Whirlpool Drive in the amount of \$34,795.11. All the aldermen voting aye, Mayor Patterson declared the motion carried.

Customer: University of Mississippi
 Location ID: 206177
 Address: 927 Whirlpool Drive

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Month	Year	Consumption	Metered Demand	Billed Amount	Revised Bill Amount	Difference (\$)
		(KW)	(KW)	(3500 KW)	(500KW)	
January	2011	146400	427.2	\$ 22,085.57	\$ 14,095.95	\$ 7,989.62
February	2011	55200	460.8	\$ 16,247.92	\$ 9,119.80	\$ 7,128.12
March	2011	28800	40.8	\$ 14,916.98	\$ 3,643.03	\$ 11,273.95
April	2011	19200	40.8	\$ 11,232.46	\$ 2,829.04	\$ 8,403.42
					TOTAL	\$ 34,795.11

ANIMAL CONTROL ORDINANCE:

This was the first reading of a proposed change to the Animal Control Ordinance. The amendment to the ordinance would require animals to be surrendered at the shelter. In cases of extreme hardship the animal control officer may pick up an animal at the home of the owner, if requested by the owner. The second reading and public hearing will be held at the next meeting.

TRAINING:

It was moved by Alderman Taylor, seconded by Alderman Howell to approve Donavan Lyons to attend training at Tupelo Police Academy with a cost of \$900.00. All the aldermen voting aye, Mayor Patterson declared the motion carried.

PROMOTION:

It was moved by Alderman Howell, seconded by Alderman Williams to authorize the promotion of Michael Brown from part time to full time in the Sanitation Department with a new salary of \$23,537.86. All the aldermen voting aye, Mayor Patterson declared the motion carried.

PROMOTION:

It was moved by Alderman Antonow, seconded by Alderman Howell to authorize the promotion of Chris Robertson from lieutenant to captain in the Police Department with a new salary of \$50,945.12. All the aldermen voting aye, Mayor Patterson declared the motion carried.

ADVERTISE:

It was moved by Alderman Bailey, seconded by Alderman Morgan to authorize the advertisement of full time laborer in the Building & Grounds Department. All the aldermen voting aye, Mayor Patterson declared the motion carried.

EMPLOYMENT:

It was moved by Alderman Howell, seconded by Alderman Bailey to authorize the employment of William McCuiston as an apprentice lineman with a salary of \$37,408.34 and Dustin Kannada as an apprentice linemen with a salary of \$31,328.89 with the Electric Department. All the aldermen voting aye, Mayor Patterson declared the motion carried.

ADA COORDINATOR:

It was moved by Alderman Antonow, seconded by Alderman Williams to authorize a contract with Judy Petit as part time ADA coordinator for fifteen hours a week for one year with a rate of \$20.00 per hour. All the aldermen voting aye, Mayor Patterson declared the motion carried.

EXECUTIVE SESSION:

It was moved by Alderman Howell, seconded by Alderman Bailey to consider executive session for

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one personnel issue, one contract and one potential litigation issue. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

It was moved by Alderman Howell, seconded by Alderman Bailey to go into executive session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

REGULAR SESSION:

It was moved by Alderman Morgan, seconded by Alderman Oliver to come out of executive session and return to regular session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

BELK CONTRACT:

Bart Robinson and Pope Mallette presented the board with two options for the purchase of the Belk property. The options were related to the portion of the building, the old Oasis building, and who would be responsible for partial demolition.

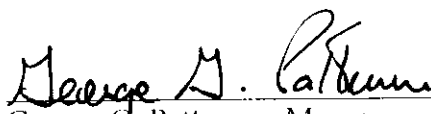
It was moved by Alderman Bailey, seconded by Alderman Antonow to authorize the purchase agreement with Belk properties, following Option A. All the aldermen voting aye, Mayor Patterson declared the motion carried.

EMPLOYMENT:

The Board was told that Officer Alm had a prior obligation for military service because of prior ROTC involvement. HR Director told Board he had recently seen a copy of Orders showing that Officer Alm received a commission in May 2012, and that he reported for duty for one day on September 23, 2012, and was told to report back in early 2013 because of his physical condition as a result of an accident. Based on this new information, and on Officer Alm's request to be reemployed, it was moved by Alderman Antonow, seconded by Alderman Oliver to allow Officer David Alm to return to work for the City of Oxford, duties to be determined by the Human Resource Director, consistent with any physical limitations that might still be present. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ADJOURN:

It was moved by Alderman Antonow, seconded by Alderman Howell to adjourn the meeting sine-die. All the aldermen present voting aye, Mayor Patterson declared the motion carried.


George Q. Patterson, Mayor


Lisa Carwyle, City Clerk

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DEMENT-MERIDIAN 61-0226

UNITED STATES OF AMERICA

STATE OF MISSISSIPPI

COUNTY OF LAFAYETTE

CITY OF OXFORD

REGULAR MEETING

October 16, 2012

6:00 p.m.

CALL TO ORDER:

The meeting of the Mayor and Board of Aldermen of the City of Oxford, Mississippi, was called to order by Mayor Patterson at 6:00 p.m. on Tuesday, October 16, 2012, in the court room of City Hall when and where the following were present:

George G. Patterson - Mayor
 Ney Williams- Alderman Ward I
 E.O. Oliver- Alderman Ward II
 Janice Antonow- Alderman Ward III
 Ulysses Howell- Alderman Ward IV
 Preston Taylor- Alderman Ward V
 Jason Bailey- Alderman Ward VI
 John Morgan- Alderman at Large- absent

Mayo Mallette PLLC – Of Counsel
 Bart Robinson- Director of Public Works
 Lisa Carwyle– City Clerk
 Tim Akers - Dir of Planning
 Mike Martin- Chief Oxford Police Dept
 Cary Sallis- Chief of Fire Dept
 Eddie Anderson- Dir. of Sanitation
 Al Hope- Dir of Human Resources
 Randy Barber- Director of Building
 Billy Lamb- Supt. of Bldg & Grounds
 Rob Neely- Supt. of Electric Department

AGENDA:

It was moved by Alderman Howell, seconded by Alderman Bailey to adopt the agenda for the meeting. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

MAYOR'S REPORT:

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- MINUTES:** It was moved by Alderman Antonow, seconded by Alderman Williams to adopt the minutes of the special meeting on October 2, 2012. All the aldermen present voting aye, Mayor Patterson declared the motion carried.
- ACCOUNTS:** It was moved by Alderman Howell, seconded by Alderman Bailey to approve the payment of all accounts for the City. All the aldermen present voting aye, Mayor Patterson declared the motion carried.
- CITY RIGHT-OF-WAY:** Michael Turner came before the Mayor and Board of Aldermen to discuss his need for a sign at a building he owns at 829 North Lamar. He wants to place his sign on City right-of-way. Mayor Patterson asked him to work with Building Official, Randy Barber, for a resolution of how he can fit a sign on his own property.
- LOADING ZONE:** Bradley Bishop came before the Mayor and Board of Aldermen to request permission to reserve the loading zone directly behind the Lyric on Thursday, October 18, 2012 from 11:00 a.m. to 5:00 p.m.
- After discussion the Mayor asked the Board to give him and Bart Robinson permission to work out a solution with the Lyric.
- REZONING REQUEST:** This was the third reading and vote of rezoning of property located between Hwy 7 South and South Lamar from RA to RC. There was no motion made by the Board of Aldermen.
- ORDINANCE 2012-11:** It was moved by Alderman Taylor, seconded by Alderman Antonow to adopt Ordinance 2012-11, "AN ORDINANCE AMENDING THE OFFICIAL ZONING OF THE CITY OF OXFORD, MISSISSIPPI, 2004, SO THAT CERTAIN PROPERTY LOCATED ON THE SOUTH SIDE OF HIGHWAY 6 WEST ON RICKY D. BRITT BOULEVARD FROM RC (MULTIFAMILY RESIDENTIAL TO (GB) GENERAL BUSINESS DISTRICT AND (NB) NEIGHBORHOOD BUSINESS DISTRICT." Said Ordinance is recorded in Book 8 of the City of Oxford Code of Ordinances. All the aldermen present voting aye, Mayor Patterson declared the motion carried.
- PROFESSIONAL SERVICES:** It was moved by Alderman Antonow, seconded by Alderman Bailey to approve the procurement of professional services to update Oxford University Transit's Title VI Program. Slaughter & Associates will perform the work for an amount not to exceed \$2,500.00. All the aldermen present voting aye, Mayor Patterson declared the motion carried.
- ORDINANCE:** This was the first reading of a proposed amendment to the ordinance amending Section 54-26, Criteria

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for the Issuance of a Certificate of Appropriateness and Section 54-30, Demolition by Neglect.

SURPLUS PROPERTY:

It was moved by Alderman Howell, seconded by Alderman Williams to declare two Oxford University Transit buses surplus and authorize advertisement on GovDeals.com. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

Vehicle	Serial #	Department
1994 Caterpillar D6E Bulldozer	2MJ017459	Solid Waste
1994 JCB Backhoe	SLP2145CE0432052	Street
2007 Dodge Ram 2500	1D7KS28D47J518662	Narcotics
2003 GMC Yukon	1GKEC132X3J287170	Narcotics
2007 Ferris Zero Turn Mower	2000631618	WWTP
2001 Opus Transit Bus #1601	1C9B5BFS11W535040	Transit
2001 Opus Transit Bus #1605	1C9B5BFS91W535044	Transit
1992 Ford F-150	1FTDF15N0NNA94661	Electric
1994 Ford F-150	1FTDF15Y0RLB49749	Electric

ORDINANCE AMENDMENT:

This was the first reading of proposed ordinance amendment regulating handicapped parking and parking enforcement. The second reading and vote will be held at the next board meeting.

SURPLUS PROPERTY:

It was moved by Alderman Williams, seconded by Alderman Howell to declare the following vehicles surplus and advertise for sale on GovDeals.com. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

SOCCER FIELD LIGHTING:

It was moved by Alderman Taylor, seconded by Alderman Bailey to approve Dalhoff Thomas's design proposal for soccer field lighting in the amount of \$7,160.00. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

CSA FALL WORKSHOP:

It was moved by Alderman Taylor, seconded by Alderman Antonow to authorize two employees to attend CSA Fall Workshop in Tupelo, MS on November 13, 2012 at no cost to the City. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

OED ANNUAL AUDIT REPORT:

It was moved by Alderman Howell, seconded by Alderman Bailey to accept the Oxford Electric Department Annual Audit report. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ADVERTISE:

It was moved by Alderman Howell, seconded by Alderman Williams to authorize the advertisement for an 150KV 600 AMP Switchgear. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

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DEMENT-MERIDIAN 61-226

ORDINANCE 2012-:

It was moved by Alderman Antonow, seconded by Alderman Bailey to adopt Ordinance 2012-12. "AN ORDINANCE ADDING CHAPTER 18, ARTICLE II, SECTION 47 OF THE CODE OF ORDINANCES OF THE CITY OF OXFORD, MISSISSIPPI ANIMALS AND FOWL, CITY ANIMAL SHELTER ORDINANCE." Said ordinance is recorded in Book 8 of the City of Oxford Code of Ordinances. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

2012 INTERNATIONAL RESIDENTIAL CODE:

It was moved by Alderman Bailey, seconded by Alderman Williams to authorize a building inspector and two fire inspectors to attend a training course in Hernando, MS on November 2, 2012 on the transition to the 2012 International Residential Code with a cost of \$300.00. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

CLEANING OF PROPERTY:

It was moved by Alderman Howell, seconded by Alderman Antonow to authorize the City to cut the grass on parcel 135E-16-010 at 1006 Molly Barr Road. The cost of the cleaning will be assessed to their property taxes. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

LEADERSHIP CONFERENCE:

It was moved by Alderman Howell, seconded by Alderman Taylor to approve the court clerk to attend a Leadership Conference in Gulfport, MS on November 7-9, 2012 at no cost to the City. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

RESERVE OFFICER:

It was moved by Alderman Bailey, seconded by Alderman Howell to approve George E. Jackson as a reserve officer. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

MAGI TRAINING CONFERENCE:

It was moved by Alderman Williams, seconded by Alderman Bailey to approve five officers to attend MAGI Training Conference in Biloxi, MS on November 13-16, 2012 with a cost of \$2,222.00. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

WOMEN'S AWARENESS AND RESPONSE INSTRUCTOR COURSE:

It was moved by Alderman Antonow, seconded by Alderman Taylor to approve training for two officers to attend Women's Awareness and Response Instructor Course on November 29-30, 2012 in Flowood, MS at a cost of \$800.00. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

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- TAXI DRIVER PERMITS:** It was moved by Alderman Bailey, seconded by Alderman Howell to approve Joshua Brewer, Hamilton Vose and Preston Coleman for taxi driver permits. All the aldermen present voting aye, Mayor Patterson declared the motion carried.
- PROMOTION:** It was moved by Alderman Antonow, seconded by Alderman Bailey to authorize the promotion of Bridgette Frierson to Communication Supervisor with a salary of \$33,017.06. All the aldermen present voting aye, Mayor Patterson declared the motion carried.
- EXECUTIVE ASSISTANT:** It was moved by Alderman Howell, seconded by Alderman Bailey to authorize the employment of Megan Prescott as Executive Assistant in the Police Department with a salary of \$36,078.64. All the aldermen present voting aye, Mayor Patterson declared the motion carried.
- EXECUTIVE ASSISTANT:** It was moved by Alderman Antonow, seconded by Alderman Taylor to authorize the employment of Jackie Norris as Executive Assistant in the Building Department and Planning & Zoning Department with a salary of \$31,121.75. All the aldermen present voting aye, Mayor Patterson declared the motion carried.
- INTERVIEW COMMITTEE:** Mayor Patterson discussed the process for the hiring of a new police chief. Chief Mike Martin is retiring January 31, 2013. There will be an interview committee who will then make recommendations to the board of aldermen. The Board will then interview the finalists.
- It was moved by Alderman Williams, seconded by Alderman Antonow to authorize the advertisement for Police Chief. All the aldermen present voting aye, Mayor Patterson declared the motion carried.
- EXECUTIVE SESSION:** It was moved by Alderman Williams, seconded by Alderman Bailey to consider executive session for one personnel issue, one contract and one litigation issue. All the aldermen present voting aye, Mayor Patterson declared the motion carried.
- It was moved by Alderman Howell, seconded by Alderman Bailey to go into executive session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.
- REGULAR SESSION:** It was moved by Alderman Howell, seconded by Alderman Bailey to come out of executive session and return to regular session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.
- SUSPENSION:** It was moved by Alderman Antonow, seconded by Alderman Bailey to follow the recommendation of

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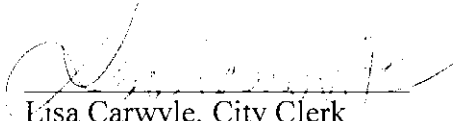
DEMENT-MERIDIAN 61-226

the Human Resource Director and the Police Chief and suspend Tim Sockwell for two days without pay. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ADJOURN:

It was moved by Alderman Antonow, seconded by Alderman Howell to adjourn the meeting sine-die. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

George G. Patterson, Mayor



Lisa Carwyle, City Clerk

MINUTE BOOK No. 63, CITY OF OXFORD

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NOTICE OF SPECIAL MEETING OF THE MAYOR AND BOARD OF ALDERMEN OF THE CITY OF OXFORD

Pursuant to Section 21-3-21, Mississippi Code of 1972 Annotated, I, George G. Patterson, Mayor of the City of Oxford, Mississippi, do hereby call the Mayor and Board of Aldermen of Oxford, MS, to a SPECIAL MEETING to be held on

Thursday, November 1, 2012 AT 11:30 A.M. for the transaction of important business. The meeting will be held in the court room of City Hall. The business to be acted upon at the Special Meeting in consideration of the following:

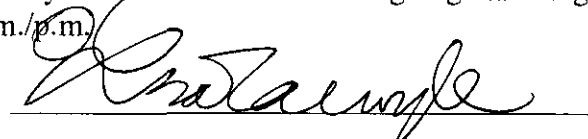
1. Discuss proposed ordinance amendment to permit liens on private property. (Katrina Hourin)
2. Award bid for OUT Transit Facility. (Tim Akers)
3. First reading of an ordinance correcting downtown parking regulations. (Tim Akers)
4. First reading of ordinance concerning street closures. (Tim Akers)
5. Discussion of proposed bus parking ordinance. (Tim Akers)
6. Discuss scope of work proposal for City Hall.
7. Discuss possible road projects. (Bart Robinson)
8. Discuss pending City projects.
9. Consider executive session.

This the 31st day of October 2012.

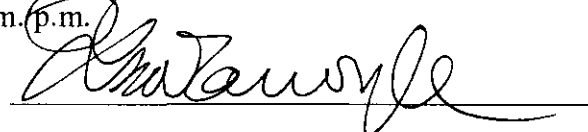


GEORGE G. PATTERSON, MAYOR

I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman Ney Williams of the foregoing meeting on 10/31/12 at 2:25 a.m./p.m.



I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman E.O. Oliver of the foregoing meeting on 10/31/12 at 2:25 a.m./p.m.



I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby

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certify that I have notified Alderman Janice Antonow of the foregoing meeting on 10/31/12 at 2:25 a.m./p.m.

[Signature]

I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman Ulysses Howell of the foregoing meeting on 10/31/12 at 2:25 a.m./p.m.

[Signature]

I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman Preston Taylor of the foregoing meeting on 10/31/12 at 2:25 a.m./p.m.

[Signature]

I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman Jason Bailey of the foregoing meeting on 10/31/12 at 2:25 a.m./p.m.

[Signature]

I, City Clerk of the City of Oxford, Mississippi, or a Deputy Clerk, do hereby certify that I have notified Alderman John Morgan of the foregoing meeting on 10/31/12 at 2:25 a.m./p.m.

[Signature]

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CALL TO ORDER:

Pursuant to the notice of Special Meeting, the Mayor and Board of Aldermen of the City of Oxford did meet at 11:30 a.m. on Thursday, November 1, 2012 in the court room of City Hall when and where the following were present:

George G. Patterson- Mayor
Ney Williams- Alderman Ward I
E.O. Oliver- Alderman Ward II
Janice Antonow- Alderman Ward III
Preston Taylor- Alderman Ward V
Jason Bailey – Alderman Ward VI
John Morgan – Alderman at large

Lisa Carwyle – City Clerk
Bart Robinson- Chief Operations Officer
Tim Akers- Director of Planning

AGENDA:

It was moved by Alderman Williams, seconded by Alderman Bailey to adopt the agenda for the meeting. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ORDINANCE AMENDMENT:

Katrina Hourin came before the Mayor and Board of Aldermen to discuss the proposed ordinance amendments which would allow liens on private property, after the City has made improvements to the property.

It was moved by Alderman Morgan, seconded by Alderman Antonow to authorize the City attorney, Pope Mallette, to draft a request for an Attorney General opinion regarding the possibility of City personnel entering private property to access possible damage to the structure. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

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POPE S. MALLETT

Writer's Email:
pmallete@mayomallete.comNov 1
~~January 27~~, 2012

Honorable Jim Hood
Office of the Attorney General
Post Office Box 220
Jackson, Mississippi 39205-0220

Re: *MCA § 39-13-15 Historic Preservation Districts Demolition by neglect*

Dear Attorney General Hood:

Pursuant to the Mississippi Local Government Historic Preservation Law of 1978 (Miss. Code Ann. (MCA) § 39-13-1, et. seq.), the City of Oxford, Mississippi ("City") has enacted a Historic Preservation Ordinance (Code of Ordinances, Section 54). This ordinance established the Oxford Historic Preservation Commission and the Courthouse Square Historic Preservation Commission, which advise the City on matters of designation and preservation and are empowered to oversee application and administration of the ordinance.

The ordinance includes a Demolition by Neglect provision, at Section 54-30. However, this section does not currently include authority for the City to make repairs necessary to correct demolition by neglect on a designated structure, and allow the cost of such repairs to attach as a lien against the property. The City is considering an amendment to allow this procedure. The City understands that such a procedure, if approved by the Historic Preservation Division of the Department of Archives and History, is available pursuant to MCA § 39-13-15 to protect a property in a historic district, a historic landmark or a landmark site from substantial deterioration threatening its continued stability and preservation.

Based on these considerations, the City Board of Aldermen is considering proposed amendments to the Historic Preservation Ordinance that would allow its historic preservation commissions to recommend repairs by the City necessary to correct demolition by neglect. A copy of the proposed amendment, in its current form, is attached for your information. To undertake such a process the City believes that, in certain instances, it would need to have commission members, a commission architect or other retained building professional, and/or city employees and contractors to enter properties and structures, including private dwellings, to make determinations regarding: the extent of structural deterioration, repairs necessary to correct demolition by neglect, potential costs of such repairs, and whether the City should undertake such repairs. However, the City is unsure if it has the power and authority to enter on or into private property for these reasons, and if it does

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have this authority (whether implied or explicit), the source from which that authority derives, and its parameters.

MCA § 39-13-15 specifically alludes to the powers given municipalities under MCA § 21-19-11(1) for adjudicating properties as a menace to the public health, safety and welfare, and for entering and cleaning of the land in certain manners by city employees or contractors. It is also of the Attorney General's previous opinion to Larry E. Clark of June 10, 2005, stating that § 21-19-11 implies the power to enter property in a reasonable and necessary method and manner. However, the Clark opinion addresses only entry into the curtelage and "fenced areas" surrounding a home, for example. In the case referenced in the Clark opinion, *Bray v. City of Meridian*, 723 So.2d 1200 (Miss. App. 1998), the court upheld the removal of an abandoned house and debris which had been properly condemned as a public nuisance by court order. That opinion, therefore, may not apply to entry (especially "break" and entry, per the Clark facts) into a private, non-condemned dwelling.

Also, under State law the enumerated and limited powers and duties given to a historic preservation commission provide that, "*The commission, solely in the performance of its official duties and only at reasonable times, may enter upon private land for the examination or survey thereof. No member, employee or agent of the commission shall enter any private dwelling or structure without the express consent of the owner of record or occupant thereof.*" MCA 39-13-5(k) (emphasis added). This limitation potentially affects the entry of staff or retained professionals to enter a property for the purposes necessary, or coincident to a survey of damage or development of a scope of work necessary to undertake repairs to a historic structure.

Therefore, as the City considers amendment and enforcement of its Historic Preservation Ordinance, it has several questions, as follows:

1) Assuming that the City has followed the proper notice, due process, and hearing procedures outlined in MCA § 39-13-1, et. seq., and in its Code of Ordinances, does the City, either by the use of its own employees or its contractors or agents, have authority to enter private property, including into a private dwelling, without the express consent of the owner of record or occupant of such property, to evaluate and make repairs necessary to correct demolition by neglect?

2) If so, and assuming that the City carried out these actions acting solely in the performance of its official duties, and only at reasonable times and in a reasonable manner, would the City be liable for damages for trespass or damage to the property?

3) If the City does not have such authority, may the authority for such an entry be requested of and given to the City by a court of competent jurisdiction (similar to a warrant for entry issued for investigative and search purposes and based on probable cause or to an order for condemnation and removal as a public nuisance)? If this is the route the City must take, does the Attorney General's office have any guidance on the nature of such a warrant or order it should seek, and by what Court?

4) Are there any other laws, statutes, regulations or powers that allow or prohibit the City from entering a private dwelling in furtherance of enforcement of its (amended) historic preservation code sections, pursuant to MCA § 39-13-15?

Thank your for assistance. Please let me know if we can provide additional information.

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Cordially,

MAYO MALLETTE PLLC

Pope S. Mallette

PSM

cc: Honorable George Patterson, Mayor
Honorable Lisa Carwyle, City Clerk

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OUT TRANSIT FACILITY:

It was moved by Alderman Morgan, seconded by Alderman Bailey to authorize and accept the low bid from D. Carroll Construction in the amount of \$1,244,300.00. The vote was as follows:

Voting Aye – Williams, Oliver, Taylor, Bailey and Morgan

Voting No- Antonow

Mayor Patterson declared the motion carried.

Howorth & Associates

A R C H I T E C T S

Wednesday, October 24, 2012

Mayor Pat Patterson
City of Oxford
107 Courthouse Square
Oxford, Mississippi 38655

RE: New Operations & Maintenance Facility
Oxford University Transit System

Dear Mayor Patterson:

Enclosed please find a Certified Bid Tabulation for the New Operations and Maintenance Facility for the Oxford University Transit System.

Since bids are within the estimated range of funds, I recommend awarding the Base Bid plus all four Bid Alternates. In our opinion, the offer of D. Carroll Construction, LLC is the lowest and best bid for both the Base Bid amount and any or all combinations of the additive Alternate Bids to be considered. Therefore, the total anticipated Contract Sum with the Base Bid and all Alternates will be \$1,244,300.

The proposal submitted by D. Carroll complies on all accounts with the requirements of bidding documents with their inclusion of the "Buy America Certification Form", "Lobby Certification Form", and "Certification of Contractor Regarding Debarment, Suspension, and Other Ineligible and Voluntary Exclusion" form. It further complies with their inclusion of the "List of Firms Submitting Quotes" form for DBE requirements and two "Letters of Intent" for DBE subcontractors to be considered for work on the project.

We await your authorization to prepare a construction contract.

Sincerely yours,



Larry Deweese, AIA

enclosure



MINUTE BOOK No. 63, CITY OF OXFORD

DOWNTOWN PARKING

DEMENT-MERIDIAN 61-226

REGULATIONS:

This was the first reading of a proposed ordinance change correcting downtown parking regulations.

STREET CLOSURES:

This was the first reading of a proposed ordinance regarding the Mayor temporarily detouring traffic on public streets.

BUS PARKING:

The Board discussed an ordinance change proposal from staff which would allow buses to park on North 10th Street from 3:00 p.m. until 8:00 a.m. for a \$100.00 permit fee. There will be a public hearing at the next board meeting.

CITY HALL RENOVATION:

The Board discussed the need to eventually renovate City Hall. Mayor Patterson stated the Board should consider upcoming projects, including a new activity center and possibly a parking garage.

ROAD PROJECTS:

Bart Robinson presented the Board with a map of future road projects that are all needed within the City and some outside the City limits in the County.

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Available Funds **11.01.12**
City of Oxford

Description	
Community Health Foundatoin Funds	\$3,000,000.00
2012 General Obligation Bond	5,400,000.00
Oxford Reserve and Trust Earnings	600,000.00
	9,000,000.00
Total Obligated Funds	\$6,960,000.00
Total Unobligated Funds	\$2,040,000.00

Option #1 Bond Obligating Trust Earnings	
Bonding Amount that could be covered by Trust Earnings	\$8,500,000.00
Total Available Money for Option #1 Bond	\$10,540,000.00

North Avent Road	\$500,000.00
South Avent Road (Included Money for Property Acquisitoin)	2,000,000.00
County Road 300 Extention	2,500,000.00
City Hall Restoration/Renovation	5,000,000.00
Activities/Senior Facility	6,000,000.00
Parking Garage	7,000,000.00
Total Unfunded Project Previously Discussed	\$23,000,000.00

Potential Road Projects
 Oxford Public Works Department
 City of Oxford, Ms

10.29.2012

Cost per Foot Breakdown

Item	Description	Cost
1	Curb and Gutter (\$12/ft X2)	\$24.00
2	Erosion Control	5.00
3	Side (5ft both sides)	35.00
4	Grading (Terrain Dependent)	55.00
5	Limestone (8" Thick)	60.00
6	Asphalt (5")	95.00
7	Water Main	45.00
8	Sewer Main	50.00
9	Storm Drain	75.00
10	Underground Electric	25.00
11	Street Lighting	15.00
12	Design, Staking, Material Testing	65.00
	Total	\$549.00

Proposed Roads

Item	Potential Roads (See Attached Map)	Extmated Length (Inside City Limits)	Estimated Cost (Inside City Limits)	Estimated Length (Outside City Limits)	Estimated Cost (Outside City Limits)	Estimated Total Length	Estimated Total Cost
A	North Avent Road	2,448.0	\$1,419,840.00	800.0	\$464,000.00	3248	\$1,883,840.00
B	South Avent Road #1	2,500.0	1,375,000.00	0.0	0.00	2500	1,375,000.00
C	South Avent Road #2	1,445.0	794,750.00	2,300.0	1,265,000.00	3745	2,059,750.00
D	County Road 300 Extention (East)	1,888.0	1,038,400.00	2,746.0	1,510,300.00	4634	2,548,700.00
E	County Road 356 (300) Extention (West)	1,460.0	803,000.00	7,831.0	4,307,050.00	9291	5,110,050.00
F	West Oxford Loop Extention	2,135.0	1,174,250.00	10,400.0	5,720,000.00	12535	6,894,250.00
	Totals		\$6,605,240.00		\$13,266,350.00		\$19,871,590.00

Notes:

1. Utilities are all included in the all Estimated Cost.
2. County Road Extention (East) could all be inside city limits with potential annexation.
3. Estimates do not include property acquisition.

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EXECUTIVE SESSION.

It was moved by Alderman Morgan, seconded by

DEMENT-MERIDIAN 61-0226

Alderman Williams to consider executive session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

It was moved by Alderman Antonow, seconded by Alderman Bailey to go into executive session for land acquisition and potential litigation issues. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

COUNSEL:

It was moved by Alderman Bailey, seconded by Alderman Antonow to authorize the retention of John Dunbar as legal counsel. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

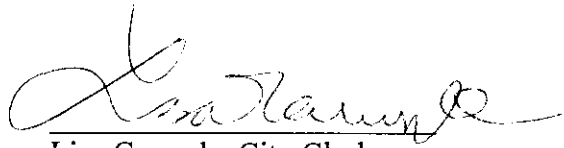
REGULAR SESSION:

It was moved by Alderman Bailey, seconded by Alderman Antonow to go into regular session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ADJOURN:

It was moved by Alderman Williams, seconded by Alderman Taylor to adjourn the meeting sine-die. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

 George G. Patterson, Mayor



 Lisa Carwyle, City Clerk

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DEMENT-MERIDIAN 61-226

UNITED STATES OF AMERICA

STATE OF MISSISSIPPI

COUNTY OF LAFAYETTE

CITY OF OXFORD

REGULAR MEETING

November 6, 2012

6:00 p.m.

CALL TO ORDER:

The meeting of the Mayor and Board of Aldermen of the City of Oxford, Mississippi, was called to order by Mayor Patterson at 6:00 p.m. on Tuesday, November 6, 2012, in the court room of City Hall when and where the following were present:

George G. Patterson - Mayor
 Ney Williams- Alderman Ward I
 E.O. Oliver- Alderman Ward II
 Janice Antonow- Alderman Ward III
 Ulysses Howell- Alderman Ward IV
 Preston Taylor- Alderman Ward V
 Jason Bailey- Alderman Ward VI
 John Morgan- Alderman at Large- absent

Mayo Mallette PLLC – Of Counsel
 Bart Robinson- Director of Public Works
 Lisa Carwyle– City Clerk
 Tim Akers - Dir of Planning
 Mike Martin- Chief Oxford Police Dept
 Cary Sallis- Chief of Fire Dept
 Eddie Anderson- Dir. of Sanitation
 Al Hope- Dir of Human Resources
 Randy Barber- Director of Building
 Billy Lamb- Supt. of Bldg & Grounds
 Rob Neely- Supt. of Electric Department

AGENDA:

It was moved by Alderman Howell, seconded by Alderman Bailey to adopt the agenda for the meeting. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

MAYOR'S REPORT:

We had a productive, if long work session last Thursday. I want to Thank this Board who continues to work hard for the community. We face some difficult choices, but in the overall scheme of things ,once again they are good problems to have.

We are in transition at the Oxford Lafayette Public Library with Dotsy Fitt's retirement after 40 plus years of service. The new director will be Laura Beth Walker who is a native Oxfordian and was the Reference Librarian. We wish Laura Beth the best. She has large shoes to fill.

The Parking Commission and Standard parking continue to fell there way along with our new enforcement procedures. Instructional tickets will be given until the 26th at whci point we will go live so to speak. A reminder there is plenty of free parking in the lots. Just a reminder that all offices -- City -- State and Federal will be closed next Monday for Veterans Day.

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It was my unpleasant duty to represent the City this morning at the funeral service of Sarah Katherine and John Wheat. The Brother and Sister who lost their lives in a traffic accident on the 6 bypass last Saturday. We certainly hope their Families find Peace quickly.

Lastly, no Mayor's Report could be complete without condolences to the Howorth Family on the death of their patriarch Dr Beckett Howorth, long time Oxford surgeon. Dr. Howorth brought modern surgery to Oxford and through his skills as a surgeon and his service and generosity to this community I do not know of a Family he did not touch.

MINUTES:

It was moved by Alderman Antonow, seconded by Alderman Williams to adopt the minutes of the special meeting on October 16, 2012. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ACCOUNTS:

It was moved by Alderman Howell, seconded by Alderman Taylor to approve the payment of all accounts for the City. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

CHRISTMAS PARADE:

It was moved by Alderman Morgan, seconded by Alderman Bailey to authorize \$1,250.00 to the Lions Club for the Christmas Parade. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

PUBLIC HEARING:

This was the second reading and public hearing of a proposed ordinance change amending Section 54-26 Criteria for the Issuance of a Certificate of Appropriateness. There was no comment from the public. The third reading and vote will be at the next board meeting.

ORDINANCE 2012-13:

It was moved by Alderman Morgan, seconded by Alderman Bailey to adopt Ordinance 2012-13, "AN ORDINANCE AMENDING ARTICLE XVIII STOPPING, STANDING, PARKING RESTRICTED OR PROHIBITED ON CERTAIN STREETS, CODE OF ORDINANCES OF THE CITY OF OXFORD, MISSISSIPPI." Said ordinance is recorded in Book 8 of the City of Oxford Code or Ordinances. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ORDINANCE 2012-14:

It was moved by Alderman Williams, seconded by Alderman Bailey to adopt Ordinance 2012-14, "AN ORDINANCE AMENDING SECTION 102 ARTICLE XVII STOPPING, STANDING, PARKING RESTRICTED OR PROHIBITED ON CERTAIN STREETS CODE OF RODINANCES OF THE CITY OF OXFORD, MISSISSIPPI." Said ordinance is recorded in Book 8 of the City of Oxford Code of Ordinances. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

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DEMENT-MERIDIAN 61-226

PUBLIC HEARING:

This was the second reading and public hearing of a proposed ordinance regulating entertainment bus parking. Andrew Stephenson, representing the Tourism Council, came before the Mayor and Board of Aldermen requesting they have the opportunity to state their opinion on the proposed ordinance. The council has some concerns about its affect on Tourism in Oxford.

Bradley Bishop came before the Mayor and Board of Aldermen to say there were certain reasons why parking the buses on 10th street would cause problems for the groups who are trying to load and unload at his venue.

Willie, who works for Scott Caradine, also was concerned with how the proposed ordinance who cause a burden on bands who were setting up at other locations on the square.

Mayor Patterson stated the proposed ordinance would be reviewed by the Parking Commission on December 7, 2012 and then on the Board of Aldermen agenda for December 18, 2012.

PUBLIC HEARING:

This was the second reading and public hearing of an ordinance permitting the Mayor to temporarily detour traffic on public streets. There was no comment made from the public. Alderman Antonow requested the Mayor report to the board at the subsequent board meeting what streets had been closed.

TELECOMMUNICATIONS PERMIT:

It was moved by Alderman Morgan, seconded by Alderman Bailey to approve the Telecommunications Permit contract with Windstream KDL. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

PROPERTY PURCHASE:

It was moved by Alderman Morgan, seconded by Alderman Antonow to accept the appraisal from Annette Lee and authorize purchase of property for Fire Station Number one on McElroy Drive in the amount of \$275,000.00. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

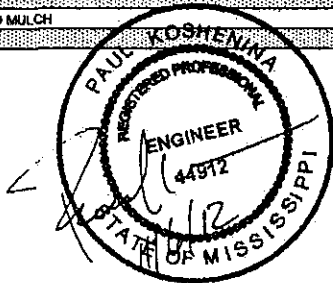
AVENT PARK DETENTION:

It was moved by Alderman Williams, seconded by Alderman Howell to authorize the bid to Bennett Construction in the amount of \$129,325.00 for the Avent Park Detention. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

BID TABULATION
11/06/12
FOR
AVENT PARK STORMWATER MANAGEMENT
CITY OF OXFORD, MISSISSIPPI

ITEM NO	DESCRIPTION OF ITEM	QUANT.	UNIT	BENNETT CONSTRUCTION, INC.		TALBOT BROTHERS CONTRACTING, INC.		EUBANK CONSTRUCTION CO., INC.		WESTBROOK CONSTRUCTION	
				UNIT PRICE	TOTAL PRICE	UNIT PRICE	TOTAL PRICE	UNIT PRICE	TOTAL PRICE	UNIT PRICE	TOTAL PRICE
1	MOBILIZATION	1.0	L.S.	\$2,000.00	\$2,000.00	\$5,800.00	\$5,800.00	\$2,800.00	\$2,800.00	\$9,000.00	\$9,808.00
	FOR										
2	CLEARING, GRUBBING, & DEMOLITION	1.0	L.S.	\$2,500.00	\$2,500.00	\$2,000.00	\$2,800.00	\$4,800.00	\$4,000.00	\$2,500.00	\$2,500.00
	FOR										
3	TRENCH SAFETY (> 3' DEPTH)	1.0	L.S.	\$2,800.00	\$2,800.00	\$2,000.00	\$2,000.00	\$1,800.00	\$1,900.00	\$14,857.00	\$14,657.00
	FOR										
4	EROSION CONTROL	1.0	L.S.	\$8,000.00	\$8,000.00	\$4,200.00	\$4,200.00	\$1,800.00	\$1,800.00	\$2,500.00	\$2,500.00
	FOR										
5	UNCLASSIFIED EXCAVATION	1800.0	C.Y.	\$4.25	\$8,075.00	\$4.00	\$7,500.00	\$8.00	\$15,200.00	\$3.12	\$5,828.00
	FOR										
6	CONCRETE SIDEWALK (4 INCHES)	420.9	S.Y.	\$45.00	\$18,900.00	\$36.00	\$15,120.00	\$47.00	\$19,740.00	\$58.25	\$23,825.00
	FOR										
7	CONCRETE DRIVE (6 INCHES)	180.0	S.Y.	\$50.00	\$9,000.00	\$56.00	\$9,900.00	\$45.00	\$8,100.00	\$87.50	\$12,150.00
	FOR										
8	PAVEMENT REMOVAL	800.0	S.Y.	\$8.25	\$6,600.00	\$7.00	\$5,600.00	\$10.00	\$8,000.00	\$1.00	\$1,140.00
	FOR										
9	60" CMP	402.0	LF	\$118.00	\$44,220.00	\$98.00	\$39,396.00	\$97.00	\$38,994.00	\$100.00	\$40,200.00
	FOR										
10	30" CMP	10.0	LF	\$55.00	\$550.00	\$35.00	\$350.00	\$48.00	\$480.00	\$40.00	\$400.00
	FOR										
11	60" F.E.S.	1.8	EA	\$5,200.00	\$9,360.00	\$7,725.00	\$13,905.00	\$8,808.00	\$15,854.40	\$4,320.00	\$7,776.00
	FOR										
12	48" X 30" REDUCER	1.0	EA	\$1,700.00	\$1,700.00	\$3,000.00	\$3,000.00	\$1,300.00	\$1,300.00	\$1,300.00	\$1,808.00
	FOR										
13	48" CMP (REMOVAL)	440.0	LF	\$12.00	\$5,280.00	\$10.00	\$4,400.00	\$4.00	\$1,760.00	\$10.00	\$4,402.00
	FOR										
14	DISCHARGE STRUCTURE	1.0	EA	\$19,800.00	\$19,800.00	\$18,000.00	\$18,000.00	\$11,000.00	\$11,000.00	\$14,808.00	\$14,808.00
	FOR										
15	DISCHARGE STRUCTURE EXTRA DEPTH	4.0	V.F.	\$400.00	\$1,600.00	\$952.00	\$3,808.00	\$800.00	\$3,200.00	\$400.00	\$1,608.00
	FOR										
16	14' X 14' CONCRETE APRON	1.0	L.S.	\$750.00	\$750.00	\$850.00	\$850.00	\$2,600.00	\$2,600.00	\$1,800.00	\$1,808.00
	FOR										
17	SEED AND MULCH	4.0	ACRE	\$1,500.00	\$6,000.00	\$1,250.00	\$5,000.00	\$2,800.00	\$8,800.00	\$500.00	\$2,000.00
	FOR										

TOTAL BID: \$129,325.00 \$130,549.00 \$130,754.00 \$138,320.00



11/06/12

PREPARED BY:
PRECISION ENGINEERING CORP.

PAGE 1

BID TABULATION
 11/06/12
 FOR
 AVENT PARK STORMWATER MANAGEMENT
 CITY OF OXFORD, MISSISSIPPI

ITEM NO	DESCRIPTION OF ITEM	QUANT.	UNIT	HERITAGE BUILDERS, LLC		ENDEVCO, INC.		ENSCOR, LLC		BARNES & BROWER, INC.	
				UNIT PRICE	TOTAL PRICE	UNIT PRICE	TOTAL PRICE	UNIT PRICE	TOTAL PRICE	UNIT PRICE	TOTAL PRICE
1	MOBILIZATION	1.0	L.S.	\$8,667.00	\$8,667.00	\$14,500.00	\$14,500.00	\$2,600.00	\$2,600.00	\$4,200.00	\$4,200.00
FOR											
2	CLEARING, GRUBBING, & DEMOLITION	1.0	L.S.	\$5,500.00	\$5,500.00	\$2,500.00	\$2,500.00	\$3,500.00	\$3,500.00	\$18,977.00	\$18,977.00
FOR											
3	TRENCH SAFETY (> 5' DEPTH)	1.0	L.S.	\$5,867.00	\$5,867.00	\$3,500.00	\$3,600.00	\$5,000.00	\$5,000.00	\$4,940.00	\$4,840.00
FOR											
4	EROSION CONTROL	1.0	L.S.	\$4,950.00	\$4,950.00	\$5,000.00	\$5,000.00	\$4,000.00	\$4,080.00	\$5,488.00	\$5,488.00
FOR											
5	UNCLASSIFIED EXCAVATION	1900.0	C.Y.	\$2.87	\$5,073.00	\$8.00	\$15,200.00	\$10.00	\$19,000.00	\$9.88	\$18,772.00
FOR											
6	CONCRETE SIDEWALK (4 INCHES)	420.0	S.Y.	\$37.20	\$15,824.00	\$43.00	\$18,060.00	\$54.00	\$22,680.00	\$35.55	\$14,931.00
FOR											
7	CONCRETE DRIVE (6 INCHES)	180.8	S.Y.	\$58.00	\$10,620.00	\$56.00	\$10,080.00	\$63.00	\$11,340.00	\$43.00	\$7,740.00
FOR											
8	PAVEMENT REMOVAL	600.0	S.Y.	\$12.00	\$7,200.00	\$5.00	\$3,000.00	\$6.00	\$3,600.00	\$16.48	\$9,840.00
FOR											
9	80" CMP	402.0	LF	\$115.00	\$46,230.00	\$98.00	\$39,396.00	\$100.00	\$40,200.00	\$99.00	\$39,788.00
FOR											
10	30" CMP	18.0	LF	\$147.00	\$1,470.00	\$48.00	\$400.00	\$100.00	\$1,000.00	\$52.50	\$526.00
FOR											
11	60" F.E.S.	1.0	EA	\$5,990.00	\$5,990.00	\$5,500.00	\$5,500.00	\$5,500.00	\$5,500.00	\$3,839.00	\$3,839.00
FOR											
12	48" x 30" REDUCER	1.0	EA	\$1,353.00	\$1,353.00	\$1,250.00	\$1,250.00	\$2,000.00	\$2,000.00	\$1,648.00	\$1,648.00
FOR											
13	48" CMP (REMOVAL)	440.0	LF	\$10.75	\$4,730.00	\$11.00	\$4,840.00	\$16.00	\$6,600.00	\$16.35	\$7,194.00
FOR											
14	DISCHARGE STRUCTURE	1.0	EA	\$10,000.00	\$10,000.00	\$18,000.00	\$18,000.00	\$11,000.00	\$11,000.00	\$12,535.00	\$12,535.00
FOR											
15	DISCHARGE STRUCTURE EXTRA DEPTH	4.0	V.F.	\$867.00	\$3,468.00	\$400.00	\$1,600.00	\$3,000.00	\$12,000.00	\$1,648.00	\$6,584.00
FOR											
16	14' X 14' CONCRETE APRON	1.0	L.S.	\$567.00	\$567.00	\$850.00	\$850.00	\$2,800.00	\$2,500.00	\$2,725.00	\$2,725.00
FOR											
17	SEED AND MULCH	4.8	ACRE	\$1,800.00	\$8,400.00	\$1,430.00	\$6,720.00	\$1,500.00	\$6,000.00	\$1,650.00	\$6,600.00
FOR											
				TOTAL BID: \$143,709.00		\$149,996.00		\$157,820.00		\$158,334.00	

BID TABULATION
11/06/12
FOR
AVENT PARK STORMWATER MANAGEMENT
CITY OF OXFORD, MISSISSIPPI

ITEM NO	DESCRIPTION OF ITEM	QUANT.	UNIT	TSL, INC.		M&N EXCAVATORS, INC.		AS FORNEA CONSTRUCTION, LLC	
				UNIT PRICE	TOTAL PRICE	UNIT PRICE	TOTAL PRICE	UNIT PRICE	TOTAL PRICE
1	MOBILIZATION	1.0	L.S.	\$10,000.00	\$10,000.00	\$2,321.00	\$2,321.00	\$19,500.00	\$19,500.00
FOR									
2	CLEARING, GRUBBING, & DEMOLITION	1.6	L.S.	\$5,000.00	\$5,000.00	\$2,321.00	\$2,321.00	\$4,000.00	\$4,000.00
FOR									
3	TRENCH SAFETY (> 5' DEPTH)	1.8	L.S.	\$3,500.00	\$3,500.00	\$6,963.00	\$6,963.00	\$2,500.00	\$2,500.00
FOR									
4	EROSION CONTROL	1.0	L.S.	\$5,000.00	\$5,000.00	\$4,874.00	\$4,874.00	\$3,500.00	\$3,500.00
FOR									
5	UNCLASSIFIED EXCAVATION	1900.0	C.Y.	\$14.50	\$27,550.00	\$5.80	\$11,020.00	\$6.00	\$11,400.00
FOR									
6	CONCRETE SIDEWALK (4 INCHES)	420.0	S.Y.	\$35.00	\$14,700.00	\$70.28	\$29,509.20	\$48.00	\$18,320.00
FOR									
7	CONCRETE DRIVE (8 INCHES)	180.8	S.Y.	\$42.00	\$7,593.60	\$104.84	\$18,835.20	\$58.00	\$10,487.20
FOR									
8	PAVEMENT REMOVAL	800.0	S.Y.	\$5.00	\$3,000.00	\$3.48	\$2,068.00	\$16.00	\$8,000.00
FOR									
9	60" CMP	402.0	LF	\$110.00	\$44,220.00	\$129.14	\$51,914.28	\$130.00	\$52,260.00
FOR									
10	30" CMP	10.0	LF	\$45.00	\$450.00	\$84.23	\$842.30	\$120.00	\$1,200.00
FOR									
11	60" F.E.S	1.0	EA	\$5,000.00	\$5,000.00	\$5,347.29	\$5,347.29	\$3,900.00	\$3,900.00
FOR									
12	48"x 30" REDUCER	1.0	EA	\$1,800.00	\$1,800.00	\$1,119.88	\$1,119.88	\$1,400.00	\$1,400.00
FOR									
13	48" CMP (REMOVAL)	440.8	LF	\$18.00	\$7,940.00	\$17.41	\$7,664.40	\$45.00	\$19,800.00
FOR									
14	DISCHARGE STRUCTURE	1.0	EA	\$15,000.00	\$15,000.00	\$18,058.21	\$18,058.21	\$8,700.00	\$8,700.00
FOR									
15	DISCHARGE STRUCTURE EXTRA DEPTH	4.0	V.F.	\$1,500.00	\$6,000.00	\$638.28	\$2,553.12	\$750.00	\$3,000.00
FOR									
16	14' X 14' CONCRETE APRON	1.0	L.S.	\$1,200.00	\$1,200.00	\$1,060.87	\$1,060.87	\$1,400.00	\$1,400.00
FOR									
17	SEED AND MULCH	4.0	ACRE	\$1,350.00	\$5,400.00	\$1,362.80	\$5,451.20	\$2,000.00	\$8,000.00
FOR									

TOTAL BID: \$162,220.00 \$164,089.15 \$176,029.00

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

**SEWER VACUUM
TRUCK CHASIS:**

It was moved by Alderman Howell, seconded by Alderman Antonow to award the bid to Tag Truck Center in the amount of \$83,837.00 for the Sewer vacuum truck chasis. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

**SEWER VACUUM
PUMP:**

It was moved by Alderman Howell, seconded by Alderman Morgan to rebid the sewer vacuum pump because no bids were received. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

**CENTRAL SERVICE
ASSOCIATION
WINTER CONFERENCE:**

It was moved by Alderman Williams, seconded by Alderman Taylor to authorize two employees to attend Central Service Association Winter Conference in Nashville, TN on December 6-7, 2012 with a cost of \$1,406.00. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

TVA SUBSTATION TRAINING:

It was moved by Alderman Antonow, seconded by Alderman Bailey to authorize two linemen to attend TVA Substation training in Tupelo, MS on November 15-16, 2012 with no cost to the City. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

**MS CLASS I RUBBISH SITE
OPERATOR CERTIFICATION:**

It was moved by Alderman Williams, seconded by Alderman Howell to send two employees to the MS Class I Rubbish Site-Operator Certification Training on November 28-29, 2012 in Jackson, MS at a cost of \$310.00. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

RESERVE OFFICER:

It was moved by Alderman Howell, seconded by Alderman Williams to approve Larry Gillespie as a reserve officer with OPD. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

**NRA PRECISION
RIFLE INSTRUCTOR COURSE:**

It was moved by Alderman Morgan, seconded by Alderman Bailey to approve for the firearms instructor to attend NRA Precision Rifle Instructor Course at the academy on November 12-16, 2012 with a cost of \$825.00. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

**POLICE TRAINING OFFICER
COURSE:**

It was moved by Alderman Antonow, seconded by Alderman Oliver to approve three officers to attend Police Training Officer Course in Louisville, KY on January 21-25, 2013 at a cost of \$693.00. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

POLICE CARS:

It was moved by Alderman Howell, seconded by Alderman Williams to approve the purchase of four 2013 Dodge Chargers at a price of \$106,432.00. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

**RECORD RETENTION
SEMINAR:**

It was moved by Alderman Williams, seconded by Alderman Taylor to authorize deputy clerk to attend the Records Retention seminar in Boonville, MS on November 27, 2012 with a cost of \$75.00. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

RESIGNATION:

It was moved by Alderman Bailey, seconded by Alderman Howell to accept the resignation of Robert Welch in the Building & Grounds department. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

EMPLOYMENT:

It was moved by Alderman Howell, seconded by Alderman Antonow to authorize the employment of Melissa Talliant with a salary of \$22,852.29 as a laborer in the Building & Grounds Department, and Brandon House as a part-time seasonal Building & Grounds worker at \$8.25 per hour. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

RESIGNATION:

It was moved by Alderman Morgan, seconded by Alderman Williams to accept the resignation of Anthony Blake in the Electric Department. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ADVERTISEMENT:

It was moved by Alderman Morgan, seconded by Alderman Howell to authorize the internal advertisement for assistant inventory control clerk in the Electric Department. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

EXECUTIVE SESSION:

It was moved by Alderman Antonow, seconded by Alderman Williams to consider executive session for one personnel issue, one purchase of property and one litigation issue. All the aldermen present

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

voting aye, Mayor Patterson declared the motion carried.

It was moved by Alderman Antonow, seconded by Alderman Howell to go into executive session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

REGULAR SESSION:

It was moved by Alderman Bailey, seconded by Alderman Howell to come out of executive session and return to regular session. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

SETTLEMENT AGREEMENT:

It was moved by Alderman Bailey, seconded by Alderman Antonow to authorize the Mayor to sign the settlement agreement. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

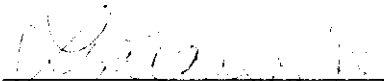
SUSPENSION:

It was moved by Alderman Oliver, seconded by Alderman Bailey to follow the recommendation of the Human Resource Director and the Director of Sanitation and suspend Frankie Carothers for one day without pay. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

RECESS:

It was moved by Alderman Antonow, seconded by Alderman Morgan to recess the meeting until Tuesday, November 20, 2012 at 5:00 p.m. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

George G. Patterson, Mayor



Lisa Carwyle, City Clerk

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 01-0226

UNITED STATES OF AMERICA

STATE OF MISSISSIPPI

COUNTY OF LAFAYETTE

CITY OF OXFORD

REGULAR MEETING

November 20, 2012

6:00 p.m.

CALL TO ORDER:

The meeting of the Mayor and Board of Aldermen of the City of Oxford, Mississippi, was called to order by Mayor Patterson at 6:00 p.m. on Tuesday, November 20, 2012, in the court room of City Hall when and where the following were present:

George G. Patterson - Mayor
 Ney Williams- Alderman Ward I
 E.O. Oliver- Alderman Ward II
 Janice Antonow- Alderman Ward III
 Ulysses Howell- Alderman Ward IV
 Preston Taylor- Alderman Ward V
 Jason Bailey- Alderman Ward VI
 John Morgan- Alderman at Large

Mayo Mallette PLLC -- Of Counsel
 Bart Robinson- Director of Public Works
 Lisa Carwyle- City Clerk
 Tim Akers - Dir of Planning
 Mike Martin- Chief Oxford Police Dept
 Cary Sallis- Chief of Fire Dept
 Eddie Anderson- Dir. of Sanitation
 Al Hope- Dir of Human Resources
 Randy Barber- Director of Building
 Billy Lamb- Supt. of Bldg & Grounds
 Rob Neely- Supt. of Electric Department
 Rob Boyd- Dir of Oxford Park Commission

AGENDA:

It was moved by Alderman Howell, seconded by Alderman Williams to adopt the agenda for the meeting. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

MAYOR'S REPORT:

We continue to work with the outdoor advertising folks to resolve issues hopefully without going to court. That said this Board is prepared to do what is necessary to enforce its ordinances and be fair to everyone.

It is burglary season. Chief Martin has asked me to remind everyone to be extra vigilant and cautious this time of the year. If anyone sees anything unusual or suspicious they are encouraged to call OPD. I can't tell you the number of crimes that have been solved or deterred by alert citizens. Please don't hesitate to call us if you observe something unusual and don't worry or be embarrassed if you happen to be wrong.

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

Kudos out to Billy Lamb and his group and to Rob Neely and Oxford Electric for getting the town ready for the Holidays. It is a lot of work to put those decorations up. You do a good job and it is appreciated by everyone.

Tim Akers informed me that the OUT System carried nearly 95, 000 passengers in October. To me that is just an incredible number. Congratulations to Tim and Ron Biggs and his staff at OUT and to Richard Howorth's vision for this thing.

The first Tuesday in January is on New Year's day. Lisa and I both think it would be best to move the meeting to Wednesday the 2nd instead of the 31st. So if no one objects the 2nd it is.

Lastly and especially at this time of the year we pause to reflect on and be grateful for so many blessings. This is a special community, I truly believe that, and regardless of your Faith it is difficult for me to imagine ever wanting to live in any other Community

MINUTES:

It was moved by Alderman Antonow, seconded by Alderman Taylor to adopt the minutes of the special meeting on November 1, 2012 and the regular meeting on November 6, 2012. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

ACCOUNTS:

It was moved by Alderman Howell, seconded by Alderman Bailey to approve the payment of all accounts for the City. All the aldermen present voting aye, Mayor Patterson declared the motion carried.

VOLUNTEER OXFORD GRANT:

Kelly Shannon came before the Mayor and Board of Aldermen to request an increase of \$10,000.00 in the Volunteer Oxford budget. There is an additional \$10,000.00 in grant money available so the only cost to the City will be in kind services. It was moved by Alderman Morgan, seconded by Alderman Bailey to authorize the increase in Volunteer Oxford's budget. All the aldermen voting aye, Mayor Patterson declared the motion carried.

APPEAL OF SITE PLAN:

Tim Akers came before the Mayor and Board of Aldermen to discuss the appeal of Assets Plus Realty's appeal from Planning Commission, requesting site plan approval, 37 acre site, for 260 units, 650 beds, site plan review committee met many times on project, March 28, April 4, September 19, September 26, 2012 and the Planning Commission considered application on Oct 8, 2012 and recommended denial based on comments from the staff. There is a reference to the letter from the Public Works Director. A brief history of property: The subject property was a portion of a larger tract of land, located in the

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

county, that included the current Exchange, formerly the Connection Apartment Complex. As a condition to approval of the Exchange site plan the subject property was placed in a conservation easement, restricting development of the site, at that time the property was in the County, limited to 4 units per acre. The current zoning of property was established when the property was annexed in 2007. Subsequent to annexation the subject has been removed from the conservation easement, allowing further development of the site.

Bart Robinson came before the Mayor and Board of Aldermen and stated in our code we require not to build a city street that is meant to dead end in over 800 feet in length. Oxford Way, if you look at previous minutes of Planning Commission when the Exchange was approved, discusses an extension of Oxford Way to County Road 300. Another section of the code requires you have to have two means of ingress/egress if you have over two hundred units, they have 230 units, so they would be required to have two means of ingress/egress. Assets Plus Realty is proposing an emergency only access to County Road 300, this does not fill the requirement for two means of ingress/egress.

Amanda Tollison, representing Assets Plus, came before the Mayor and Board of Aldermen to request an appeal of a site plan denial for property located at 2000 Oxford Way. She stated it was a two hundred and thirty plus apartment complex. The Planning Commission has denied the site plan approval. They are required to have another point of public access. Asset Plus would like to have an access to County Road 300 for emergency vehicles only.

Counsel, Pope Mallette, stated their proposed road, Oxford Way, would be a private street except in an emergency situation, and then emergency vehicles could access County Road 300 through Oxford Way.

Ms. Tollison stated they had filed a brief with the County to request access to County Road 300. The County engineer and road manager are looking at it.

Pope Mallette stated the road proposed would be a private drive, the City wouldn't assume the road because it does terminate. This is a private road, not a public road. The City is not allowed to close a public road to the public. The intent of the Planning Commission is to have two points of ingress/egress to a public road. If Oxford Way was blocked, this would not be satisfied.

Bart Robinson stated the connection for the Exchange showed the extension of Oxford Way to County Road 300, he believes it was the intent for

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-226

Oxford Way to be extended to County Road 300 when further development occurred south of the Exchange.

Dr. Ray, who is on the Lafayette County Planning Commission, stated the County had turned the request over to the Planning Commission and the engineer and road manager were to evaluate the condition of County Road 300, they are not sure if the county road could handle the traffic load if it were opened up to the development.

It was moved by Alderman Antonow, seconded by Alderman Oliver to affirm the Planning Commission decision and deny the site plan for the property. All the aldermen voting aye, Mayor Patterson declared the motion carried.

The following Planning Commission notes, packet from Amanda Tollison and pictures are all part of the record

MINUTE BOOK No. 63, CITY OF OXFORD

DEMENT-MERIDIAN 61-0226

BUTLER SNOW

November 16, 2012

VIA HAND DELIVERY

Lisa D. Carwyle, City Clerk
 City of Oxford
 107 Courthouse Square
 Oxford, MS 38655

RE: Case 1668 – The Domain Site Plan

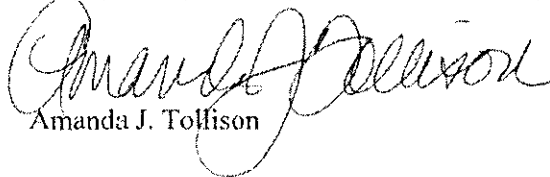
Dear Ms. Carwyle:

I have enclosed with this letter eleven copies of Asset Plus Realty Company Investment, Inc.'s Brief in Support of its Appeal of the City of Oxford's Planning Commission's Recommendation to Deny its Site Plan, Case 1668 – The Domain, for consideration at the November 20, 2012 meeting of the City of Oxford Board of Aldermen. Ten copies are provided for the packets for the Mayor and the Board of Aldermen. Please file stamp the remaining copy for my files and return with our legal assistant.

Please let me know if you have any questions or need anything further from us prior to Tuesday's meeting.

Sincerely,

Butler, Snow, O'Mara, Stevens & Cannada, PLLC



Amanda J. Tollison

AJT:me
 Enclosures

ButlerSnow 14562963v1

P.O. Box 1138
 Oxford, MS 38655-1138

AMANDA JONES TOLLISON
 901-680-7357
 amanda.tollison@butlersnow.com

Suite 205
 1260 Jefferson Avenue
 Oxford, MS 38655

T 662.234.7236 · F 901.680.7201 · www.butlersnow.com

BUTLER, SNOW, O'MARA, STEVENS & CANNADA, PLLC

**BRIEF IN SUPPORT OF APPEAL OF THE CITY OF OXFORD
PLANNING COMMISSION'S RECOMMENDATION TO DENY SITE PLAN
CASE 1668**

Pursuant to Sec. 227 of the City of Oxford Code of Ordinances, Planning Commission Appeal Procedure, through the undersigned, ASSET PLUS REALTY COMPANY INVESTMENT, INC. ("APRC") submits this brief in support of its appeal to the Mayor and Board of Aldermen of the City of Oxford (hereinafter "Board of Aldermen") from the recommendation of the Planning Commission rendered at its meeting on October 8, 2012 in Case 1668.

The City of Oxford Planning Commission ("Planning Commission") considered the site plan submitted by APRC for a 230-unit apartment complex on Old Taylor Road ("The Domain") at its meeting on October 8, 2012. *See* The Domain site plan, attached as Exhibit A. The Planning Commission denied The Domain site plan based upon "Life Safety" issues as reflected in its minutes approved at its November 15, 2012 meeting. *See* City of Oxford Planning Commission minutes, October 8, 2012, attached as Exhibit B. APRC appeals the decision of the Planning Commission and requests that the Mayor and the Board of Aldermen reverse the decision of the Planning Commission and approve The Domain site plan on the following grounds:

I. The Entrance to The Domain is Not a Dead-End Street

The Director of Public Works for the City of Oxford recommended that the City of Oxford Planning Commission deny The Domain development in a letter to Paul Koshenina, project engineer, dated September 27, 2012. *See* September 27, 2012 letter from Bart Robinson to P. Koshenina, attached as Exhibit C ("Robinson letter"). Robinson argues that the primary entrance to The Domain will be located at the cul-de-sac on the southern termini of Oxford Way, which is in excess of 800 feet from Old Taylor Road. Robinson Letter at p. 1.

The entrance to The Domain will be located off of Oxford Way, which is public street accessible from Old Taylor Road. Although Art. 4, Section 162.04(14) of the Land Development Code of the City of Oxford provides that "[d]ead end streets designed to be so permanently shall not be longer than 800 feet in length," Oxford Way is not a "dead-end" street. Art. 1, Section 117.165 defines "dead-end street" as "[a] short street of a maximum of 800 feet in length having one end open to traffic and the other *permanently terminated by a vehicular turn-*

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around.” The primary entrance to The Domain is at Oxford Way, and the other public road access to the development is at County Road 300 (“CR 300”) to the south; Oxford Way is not permanently terminated. In fact, the access point at CR 300 will have an alternate restricted access. Thus, there is an alternate way in and out of The Domain, and there is no permanent dead-end street.

Furthermore, Art. 1, Section 110.01(2) sets forth at least one of the objectives of the city ordinance is “to secure safety from fire, panic and other dangers.” Moreover, Section 162.04(1)(c) requires that street patterns provide “adequate access for fire, police and other emergency vehicles.” Presumably, the purpose behind the ordinance prohibiting a permanent dead-end street longer than 800 feet, consistent with Sections 110.01(2) and 162.04(1)(c), is to promote safe ingress and egress in times of fire or other dangerous situations for the emergency personnel to access the property easily and to exit the property when the emergency subsides. That is understandable. A gated emergency access point available to fire, police and other emergency vehicles accessible from CR 300 fulfills the requirements and purposes of Sections 110.01(2), 117.165 and 162.04(1) & (14) of the City Code of Ordinances.

II. Extension of Oxford Way as Previously Proposed is

Now Unnecessary and Would Be Inconsistent with City Ordinances

In his September 27, 2012 letter, the Director of Public Works refers to “Exhibit D” from a previously submitted site plan, indicating a roadway across the subject property, formerly under a conservation easement, that is now owned by APRC. *See* Robinson letter at p. 1. Before the swap of property south of CR 300 and APRC’s acquisition of the property adjacent to The Connection, there was a need for a roadway to extend from The Connection property across the subject property to provide connectivity between the APRC-owned properties; APRC now owns the property adjoining The Connection, so there is no longer a need to extend a public street through the site at that location. Furthermore, implementing a public street at that particular location now may implicate additional safety concerns that other city ordinances were designed to prevent.

Section 162.01 requires the subdivision of land to adhere to certain objectives, including to “[p]rovide a safe and convenient circulation system minimizing pedestrian and vehicle conflicts, and traffic congestion.” Not only is the extension of Oxford Way as previously proposed unnecessary now that APRC owns the adjoining property, it may cause pedestrian and

vehicle conflicts because the cul-de-sac at the end of Oxford Way currently is a busy bus stop for the Oxford University Transit ("O.U.T.") System. Plus, the placement of an extension of Oxford Way as "Exhibit D" contemplates may encourage "through traffic," which is inconsistent with Section 162.04(1)(c) that requires streets to "discourage[] through traffic...." Thus, extending the roadway across the property as outdated Exhibit D suggests, now that APRC owns the property adjacent to The Connection, may be in conflict with the City's general design objectives as set forth in Section 162.01.

III. The Domain Provides Two Points of Public Road Access

The Director of Public Works indicated in his September 27th letter that the proposed site plan had "only one public ingress/egress," citing Section 162.04(3)(a). *See* Robinson letter at p. 1. Section 162.04(3)(a), however, requires residential developments with more than 200 lots of dwelling units to have at least two separate points of *public road access*." Section 162.04(3)(a)(emphasis added). As the attached site plan demonstrates, the property is accessible by two public roads – Oxford Way and also by CR 300. The access to the property from CR 300 is restricted to emergency vehicles only and will be regulated either by a gate with key access or by some other means.

Furthermore, access to the property from CR 300 is a matter for which we will seek permission from Lafayette County since it lies outside the City limits.

IV. There is No Need for Sidewalks on County Road 300 at This Time

The Director of Public Works pointed out that the site plan did not propose a sidewalk along CR 300. *See* Robinson letter at p. 2. Although Section 125(7) may require sidewalks in all zoning districts, CR 300 lies outside the city limits and remains under the exclusive jurisdiction of Lafayette County. Furthermore, considering the current condition of CR 300, if sidewalks were placed along CR 300 that is adjacent to The Domain, if and when the County makes improvements to CR 300 then the sidewalks would be destroyed and the investment wasted. In the event that Lafayette County determines to improve CR 300 in the future, APRC will work with the County on any required sidewalks, including putting funds in escrow to construct a sidewalk at a later date, should such sidewalk along an improved roadway be necessary.

V. General Objectives of City Ordinances are Met by this Development

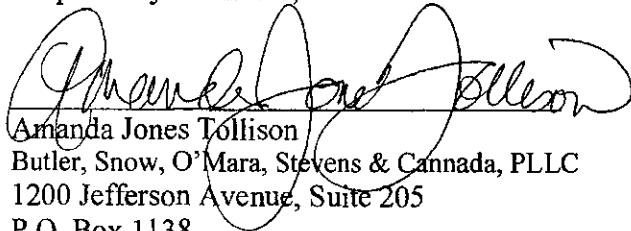
Section 110(14) states that the general objectives of the city ordinances must "provide appropriate flexibility to stimulate private initiative and innovative design, while protecting the

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public interest." Approving The Domain's site plan will achieve the city's objective as set forth in Section 110(14). Furthermore, The Domain follows the City's guiding principles as set forth in Section 105 and meets the City's objectives as set forth in Sections 162.01 and 162.04(1) as explained above. This development complies with all of the applicable city ordinances as well as the purposes behind the ordinances while preserving the public interest.

Respectfully submitted,



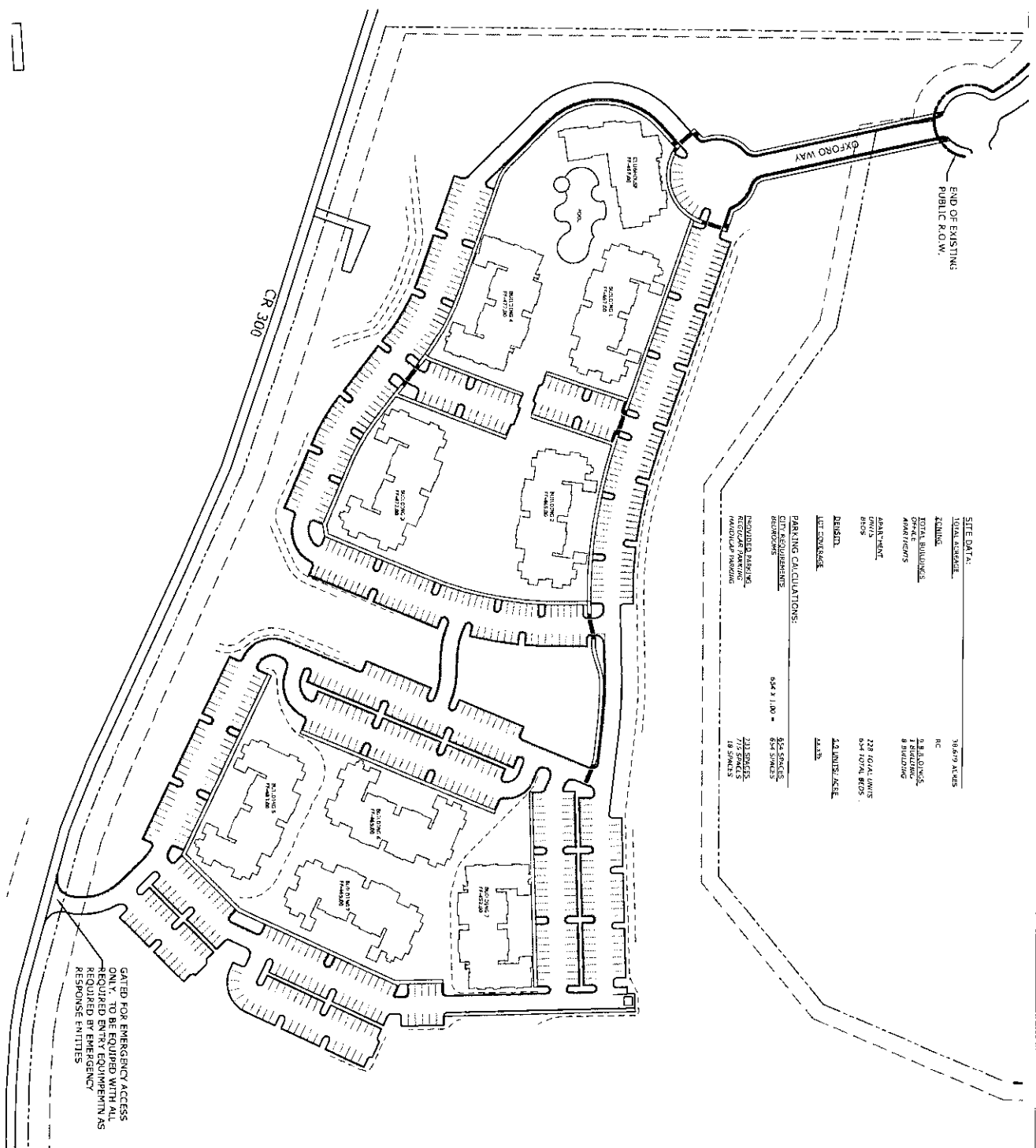
Amanda Jones Tollison
Butler, Snow, O'Mara, Stevens & Cannada, PLLC
1200 Jefferson Avenue, Suite 205
P.O. Box 1138
Oxford MS 38655
T: 662-513-8007/ F: 662-513-8001
Attorneys for APRC Investment, Inc.

ButlerSnow 14561379v1

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tabbies
EXHIBIT
A



SITE DATA:

TOTAL SQUARE FEET	78,679 S.F.
ZONING	RC
TOTAL BUILDINGS	9 BLDGS.
APARTMENTS	8 BUILDINGS
APARTMENTS	8 BUILDINGS
APARTMENT	1 BLDG.
APARTMENTS	228 TOTAL UNITS
APARTMENTS	624 TOTAL SQ. FT.
DENSITY	1.2 UNITS/ACRE
LOT COVERAGE	24%

PARKING CALCULATIONS:

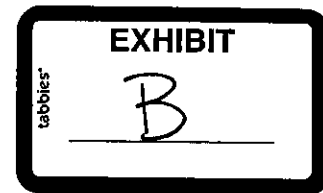
MINIMUM PARKING	624 SPACES
RECOMMENDED PARKING	775 SPACES
PROPOSED PARKING	211 SPACES
ADDITIONAL PARKING	564 SPACES

GATED FOR EMERGENCY ACCESS
 ONLY. TO BE EQUIPPED WITH ALL
 REQUIRED ENTRY EQUIPMENT AS
 REQUIRED BY EMERGENCY
 RESPONSE ENTITIES

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PLANNING COMMISSION



Be it remembered that the Oxford Planning Commission did meet in regular session on Monday, October 8, 2012 at 5:00 p.m., in the City Hall Courtroom with the following members present:

Michael Harmon, Chairman
 Dr. Watt Bishop
 John Bradley
 Darryail Whittington
 Mark Huelse
 Dr. Gloria Kellum
 Hayden Alexander

Tim Akers, City Planner
 Randy Barber, Building Official
 Paul Watkins, City Attorney
 Bart Robinson, City Engineer
 Reanna Mayoral, Assistant City Engineer
 Katrina Hourin, Assistant City Planner
 Megan Prescott, Meeting Secretary

1. Call to Order. The meeting was called to order by Commissioner Harmon.

2. Approval of the Agenda. Commissioner Harmon asked if there were any changes to the agenda. It was noted that Case #1660 was postponed a motion was made by Commissioner Kellum and seconded by Commissioner Bradley to approve the agenda.

All present voting aye,

The motion was approved and the agenda was accepted.

3. Approval of the September 10, 2012 Minutes. Commissioner Harmon asked if there were any necessary changes to the minutes.

There being no further questions or comments from the public or the Commission, a motion was made by Commissioner Bradley and seconded by Commissioner Kellum to approve the minutes from the September 10, 2012 meeting.

All present voting aye,

The minutes were approved.

4. Planning and Building Officials' Reports.

Planner's Report: Tim Akers reported on the EDI grant for the Burns Belfry Church stating that the second phase should be completed this month and there are plans to advertise for phase three in early November. He also updated the Commission on the EDI grant for the

Powerhouse storage room expansion explaining that the work would come to a close at the end of the month. Mr. Akers then outlined updates regarding the downtown parking developments. Standard Parking has been conducting interviews and will house their office in the basement of City Hall, which will be occupied by mid-October. Signs have been ordered and the Parking Commission is investigating way finding signs. The City recently signed a contract to purchase space for parking behind Vieux Carre which should accommodate approximately 100 additional parking spots. Mr. Akers also reported that the Building and Planning Departments had hired Jacqueline Norris as the new Executive Assistant for their office with a start date of November 5th.

The Building Report from Randy Barber was included in the packets.

A motion was made by Commissioner Whittington and seconded by Commissioner Kellum to accept the Planning and Building Officials' Reports.

All voting aye,

The motion was carried.

REGULAR AGENDA

5. Public hearing for Case #1660 – Request for to rezone 59.29 acres from (A) Agricultural to (RC) Multi-Unit Residential for property located on Anderson Road (Planning Commission) was postponed.

6. Public hearing for Case #1664 – Request for a special exception to permit a cell tower located on Veterans Boulevard adjacent to the VFW Park in a (POL) Public Open Land zoned district (Board of Adjustment)

Planner's Comments: Based on the City's recently adopted cell tower ordinance, telecommunication equipment over 200 feet is permitted in all zoning districts by a special exception. The applicant is leasing an area 80 x 80 area of land to construct a 150-foot cell tower. The proposed tower will be located approximately 300 feet from the nearest residential structure.

Based on the cell tower ordinance, the following factors shall be considered in determining whether to issue a special exception for wireless communication facilities:

- A. Height of the proposed antenna.
- B. Proximity of the tower or antenna to residential structures and residential zoning district boundaries;
- C. Technical or engineering requirements limiting placement of the tower or antenna in other areas in order to provide coverage;
- D. Nature of uses on adjacent and nearby properties;
- E. Surrounding topography, tree coverage and foliage;

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F. Design of the tower or antenna, with particular reference to design characteristics that have the effect of reducing or eliminating visual obtrusiveness; and

G. Availability of suitable existing towers and other structures.

The Site Plan Review Committee reviewed and approved the site plan on September 12, 2012.

Recommendation: Staff has reviewed the petitioner's application and found it in compliance with the city's cell tower regulations. The applicant has provided documentation that no existing tower or structure can accommodate the applicant's needs and provided technical requirements that limit placement of the tower in other areas in order to provide coverage. Further, the applicant has provided a letter committing the owner to allow shared use of the tower. Staff further finds that granting the request will not adversely affect the public interest. However staff does recommend that approval of the special exception for a 150 foot tall cell tower be conditioned that if a building permit for the tower is not issued within 12 months from the date of approval, the special exception shall be voided and that proof of insurance be submitted to the Planning Office prior to the issuance of any permits.

Andy Rotenstreich, appeared on behalf of the applicants; Airspaces, LLC and AT&T. Airspaces, LLC will own and build the tower and AT&T will be the first anchor tenant on the tower. It is expected that other carriers will follow such as Verizon, if and when they determine the need. Airspaces, LLC is proposing to build the cell tower on a 5 acre piece of property owned by the VFW located on the corner of S. Lamar and Veterans Drive next to the Veterans Memorial Park. The applicant is proposing to build the 150 foot-single mono-pole tower in a wooded area behind the park to hide the equipment as much as possible. The tower will be lower than the allowable 200 feet. AT&T needs the tower for coverage and capacity issues. Mr. Rotenstreich indicated that he had contacted the president of the HOA, Mr. Jason Salinger, agreeing to meet with any residents regarding the proposed location of the tower. Rather than meet an email was circulated and Mr. David Allen, requested that the antennae's be pulled close to the pole. In response AT&T agreed to a 3-foot antennae extension rather than the usual 5-foot extension.

Meeting all the requirements for the special exception of locating a cell tower in Oxford; Mr. Rotenstreich ended respectfully requesting approval of the special exception.

Chairman Harmon, asked for questions from the commission members. Discussion continued regarding the material and color of the pole, its diameter at the top and the base, other pole is the city and the existing trees.

Chairman Harmon asked for additional questions from the commission and the public.

Hearing none, Commissioner Bradley made a motion that the special exception be approved with the condition that if a building permit is not issued within 12 months the special exception would be void.

Commissioner Kellum seconded the motion.

All present voting aye.

The special exception to permit a cell tower was approved.

6. Public hearing for Case #1665 – Request for site plan approval for ‘Town Place Suites’ Hotel located at 105 Ed Perry Boulevard in the Oxford Commons (PUD) Planned Unit Development (Planning Commission)

Planner’s Comments: The subject property is located across Ed Perry Boulevard to the east of the Oxford Conference Center on approximately 1.84 acres of land. With initial approval for the Oxford Commons PUD in 2005, preliminary plat approval from the Oxford Planning Commission was granted in January of 2007. In addition, the subject property is located within the 65-foot (65’) height overlay approved in 2007.

The applicant is proposing a five-story, ninety-five room hotel called ‘Towne Place Suites’. Two points of ingress and egress are proposed at Ed Perry Boulevard with primary access at the north end of the site. The entry point currently exists and serves as the second access to the adjacent Hampton Inn hotel. Pedestrian access between hotels will also be provided. The traffic impact study indicated no change in level of service and therefore no road improvements are necessary.

The applicant is also seeking a special exception for additional off-site parking to meet the city’s requirements.

The applicant met with the Site Plan Review Committee on September 19 and September 26, 2012 and has made all necessary revisions for compliance.

Recommendation: Approve Site Plan for ‘Towne Place Suites’ a 95-room hotel with the following condition:

1. Approval of Case #1666-Special Exception for off-site parking.

Tim Akers requested to approve the special exception for case #1666 first and then have the Commission go back and approve the site plan for case #1665.

7. Public hearing for Case #1666– Request for special exception to permit off-site parking for property located at 105 Ed Perry Boulevard in the Oxford Commons (PUD) Planned Unit Development (Board of Adjustment)

Planner’s Comments: The subject property is an irregularly shaped relatively flat lot and measures about 1.84 acres located in the Oxford Commons PUD which was approved in 2005. In addition, the property is included in the sixty-five foot (65’) height overlay corridor. The Oxford Conference Center is to the east of the property and to the south is the recently completed Hampton Inn hotel.

The applicant is proposing a five-story, ninety-five room hotel called ‘Towne Place Suites’. Two points of ingress and egress are proposed at Ed Perry Boulevard with primary access at the north end of the site and shared with the adjacent Hampton Inn hotel. Pedestrian access between hotels will also be provided.

Parking as indicated in Section 204-23 of Oxford’s Land Development Code for hotels requires: one and one tenth or (1.1) parking space for each guest or sleeping room or

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suite....' At this rate, required parking is 105 spaces. Proposed parking provided on site is currently 83 spaces leaving a 12 space shortage. As stated in Section 204-Off-Street Automobile Parking and Storage...."Where space is not available on the lot, space shall be provided within three hundred (300) feet of such uses upon approval of the Oxford Planning commission by special exception..." The Oxford Conference Center has agreed to allow Towne Place Suites hotel to use their parking lot for overflow parking when needed. Special exceptions may be granted and that granting the special exception will not adversely affect the public interest.

Recommendation: Approve the request for Special Exception for twelve (12) off-site parking places to be located at the Oxford Conference Center parking lot with the following finding:

1. Granting of the special exception will not adversely affect the public interest

Paul Koshenina, with Precision Engineering appeared on behalf of the applicant commenting that the Land Development Code requirement for parking was impossible to meet with size of lot. The Oxford Conference Visitors Bureau Board met and voted unanimous to allow the Hotel to use their parking lot for overflow parking, which is estimated to be about 12-14 spaces.

Commissioner Bradley asked how many parking spaces are provided. Mr. Koshenina replied that 105 are required, but the site only has 93 planned with 10 of those as designated as handicapped. Chairman Harmon asked for brief on traffic study. Mr. Koshenina informed the commission that the Ed Perry Blvd. was built in anticipation for growth of the area requiring no additional roadway improvements. Commissioner Whittington commented about the impact to Sisk Avenue regarding the anticipated changes especially related to the construction of the new high school nearby. In addition he expressed concern about the traffic impact of increased commercial development in the Oxford Commons PUD. Mr. Koshenina commented that additional growth will trigger the need for a new traffic study. With no additional comments a motion for the approval for the special exception was made by Commissioner Whittington and seconded by Commissioner Bishop. All present voting aye. The special exception was approved.

Mr. Koshenina gave an overview of site plan, Case #1665 for the Towne Place Suites Hotel. Commissioner Kellum asked how many rooms were planned for the hotel. Mr. Michael Jones, project architect, replied 88 extended stay suites. He further commented that the plan included an outside pool and Bar-B-Que area with significant landscaping.

A motion was made by Commissioner Kellum to approve the site plan for the Towne Place Suites and seconded by Commissioner Huelse.

With no further questions or comments,

All present voting aye.

The motion was approved.

8. Public hearing for Case #1667 – Request for a two (2') foot fence height variance for property located at 912 Chickasaw Street in a (RE) Residential Estate zoned district (Board of Adjustment)

Planners Comments: The subject property is a regularly shaped residential lot located on the southeast corner of Chickasaw Road and Cherokee Drive. Located in an older well-established area of Oxford, the subject property is surrounded by like properties of similar age, size and style. The homes are modest relative to their lot size and the existing vegetation is well established as well. The subject property is relatively flat at the front portion of the lot climbing considerably in the rear or west side. The applicant's rear yard is an established path for the local deer population often getting caught; sometime fatally in the existing chain link fence.

Section 157 – Open Space/Setback Requirements in Oxford's Land Development Code-157.01 (2) states "... *Fences which allow for visibility, such as wrought iron fences, may be four (4) feet high in the front of the front building line...*" Located in the front building line, the applicant is seeking a two (2') foot fence height variance to construct a six-foot (6') wooden fence to permanently discourage the deer from further damaging the applicant's fence and landscaping. The vertical members of the fence are spaced to allow for visibility. In addition, the location of the fence relative to the slope of the property will not impair or obstruct visibility to the adjacent street. By nature, a corner lot has two front setbacks and two side setbacks thereby reducing the applicant's buildable space creating a hardship relative to those owners of interior lots.

A variance request may be granted when special conditions exist that are peculiar to the land or structures that do not apply to other lands or structures in the same District under the terms of this Ordinance.

Recommendation: Staff recommends approval of the two (2') foot fence height variance request based on the following findings:

1. Due to the nature of a corner lot circumstances that exist which are peculiar to the land involved and which are not applicable to other lands in the same district;
2. the literal interpretation of the provision of this Ordinance does deprive the applicant of rights commonly enjoyed by other properties in the same district under the terms of this ordinance;
3. granting the variance request would not confer on the applicant special privileges that is denied by this ordinance to buildings in the same district.

A letter of support from the neighbors was submitted from applicant Patti Lampkin.

With no further questions or comments, a motion was made by Commissioner Whittington to approve the variance based on the Planner's recommendations and seconded by Commissioner Kellum to approve.

All present voting aye,

The motion was approved.

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9. Public hearing for Case #1668 – Request for site plan approval for ‘The Domain’ – a 234 multi-unit residential rental development located at 2000 Oxford Way in an (RC) Multi-Unit Residential zoned district (Planning Commission)

Zoning History – The subject property was a portion of a larger tract of land located in the county that included the current Exchange (formerly the Connection) apartment complex. As a condition to approval of the Exchange site plan, the subject property was placed in a conservation easement restricting development of the site. The current RC zoning of the property was established when the property was annexed in 2007. Subsequent to annexation the subject property has been removed from the conservation easement now permitting development of the site.

Planner’s Comments: The subject property is a 37 acre site of heavily wooded site with rolling hills. The applicant is requesting approval for a 260 unit 650 bed apartment complex. The Site Plan Review Committee reviewed the proposed site plan on March 28, 2012; April 4, 2012; September 19, 2012; and September 26, 2012.

See attached letter from the Public Works Director and supplemental documentation.

Recommendation: Denial of the request based on conclusions outlined in the attached letter from the Public Works Director.

Paul Watkins, city attorney explained to the Commission that the property now called the Exchange was originally developed before 2007 annexation restricting them to 4-units per acre. To meet their desired density and unit number the developer put the remaining property under a conservation easement with the state. Once this property was annexed into the City the developers petitioned to have the easement lifted and the 4-unit per acre requirement no longer applied as it became RC zoned property.

Paul Koshenina informed the Commission that a land swap took place effectively moving the conservation easement to the south, freeing the subject property to be developed. Mark Linley with Asset Plus Corp. is requesting site plan approval for a 234-unit development.

Discussion continued among the Commission members and the applicants regarding the amount of land swapped.

Paul Koshenina, wanting to address the concerns outlined in a letter to the Commissioner from the City Engineer, Bart Robinson. The first concern addressed in Mr. Robinson’s letter concerns Oxford Way existing roadway off of Old Taylor Road. This street is the primary entrance to the proposed development and is in excess of 800 feet; the maximum dead-end length allowed by current ordinance. Mr. Koshenina accepts and understands that the street is in excess of 800 ft., but feels the proposed plan is meeting the spirit of the ordinance by providing an alternate access through the site by a private road, through the site that would allow connection to County Road 300 to the south, so that there is an alternate way in and out of the project and thereby creating a non-dead-end situation to the roadway. Mr. Koshenina continued by saying if safety is the real guiding force behind the dead-end requirement, then the safety aspect has been handled by creating another alternate way in and out of the site on County Road 300, which will be used strictly for emergency purposes.

Mr. Koshenina continued by saying Mr. Robinson's letter contained exhibits from the previous project; The Exchange or the Connection, existing to the north and some exhibits related to the conservation easement that showed a potential roadway extending through the subject property connecting to County Road 300. The developer's intent at the time was to insure that they had a way to extend Oxford Way through to access through to the additional property that they owned to the south of CR 300. Now that the easement has been released and transferred to the additional area to the South of CR 300, they don't feel that there is a need to extend a public street through the site.

Also attached were the minutes to the meeting stating that the road..." *may be extended south in the future to provide access to the additional undeveloped acreage owned.*" Mr. Koshenina added that this is no longer the case and that the developer no longer sees the need for the roadway to be extended.

Continuing on, Mr. Koshenina addresses the third paragraph in the letter that addresses the requirement for at least two separate points of public access for any development over 200 dwelling units. Mr. Koshenina confirms that the project has in excess of 200 units and would require two forms of access to a public roadway. Mr. Koshenina points out that the proposed development does provide two forms of access from Oxford Way and CR 300; both public roadways.

Moving on to the next paragraph of the letter, Mr. Koshenina addresses the lack of a required sidewalk on the north side of CR 300 and that after discussion with the city, his client is willing to construct a sidewalk on their side of CR 300, but feels as though there would be no value in constructing the sidewalk at the time because of its current condition and would agree to perhaps escrow the funds to construct the sidewalk at a later date when road improvements are made to CR 300; minimizing the risk of building the sidewalk now only to have it torn later as part of some future roadway improvement.

Mr. Koshenina continued addressing the next paragraph of the letter stating "*Emergency ingress/egress to CR 300 must remain strictly for emergency vehicles*" which is exactly the intent of the applicant as indicated and labeled restricted access on the submitted site plan.

Mr. Koshenina after addressing these specific items entertained questions or concerns from the Commission.

Mark Linley, with Asset Plus Corp, came forward to address the Commission wanting to add in reference to the conservation easement commenting that they traded 37 acres of conservation easement for 50 acres of conservation easement and moved the conservation easement to the other side of CR 300. It was done with the support of the City of Oxford over a year ago. Asset Plus wanted to build the project on the north side of the road next to the Connection because it was better access. In order to get the easement removed the state required Asset Plus to come to the City and get a letter of support, which it got. They have tried to address all of the City's concerns.

Chairman Harmon asked for questions or comments from the Commission. Commissioner Bradley asked the applicant what their objection to providing access to CR 300. Mr. Koshenina replied that access is provided, however due to the condition of CR300 the safer solution for this project is to encourage or force traffic to use the improved intersection at Oxford Way. Since CR300 is only 150 feet from the improved intersection the applicants