THE CITY OF CLEVELAND
BOLIVAR COUNTY
STATE OF MISSISSIPPI

MINUTES OF SPECIAL CALL MEETING HELD ON TUESDAY, OCTOBER 24, 2016

This special call meeting of the Mayor and Board of Aldermen of The City of Cleveland, Mississippi, was duly and legally begun and held in the Board Meeting Room in the Mayor's Office in the City Hall at 5:30 o'clock p.m. on Monday, October 24, 2016, pursuant to the following order of the Mayor and Board, which was posted according to law.

Notice of Special Call Meeting of the
Mayor and Board of Aldermen of the City of Cleveland
October 24, 2016

Pursuant to Mississippi Code Annotated §21-3-21, Mayor Billy Nowell calls a special meeting of the Mayor and Board of Aldermen of the City of Cleveland to discuss the following matters:

1. Resolution Regarding Sales Tax Rebate Cotton Row Hospitality, LLC; and

2. Park Commission Budget Amendment.

Said meeting shall be held on **Monday, October 24, 2016 at 5:30 p.m.** in the Board's regular meeting room at City Hall. Notice of this special meeting shall be delivered to all aldermen who may be found. Notice of this meeting shall be placed in City Hall pursuant to Mississippi Code Annotated § 25-41-13 and shall be made a part of the minutes of said special call meeting.

So called this, the 20th day October, 2016 at 3:00 p.m.

/s/ Billy Nowell
BILLY NOWELL
Mayor City of Cleveland

Present were: Billy Nowell, Mayor; Gary Gainspoletti, Danny Abraham, Theodore "Ted" Campbell, J. Paul Janoush, Aldermen; Jamie F. Jacks, City Attorney and Brett Moorman, Director of Community Development. Absent were Kirkham Povall, Maurice Smith and Robert Sanders, Aldermen and Dominique Green, City Clerk.

The meeting was duly opened, and, upon due proclamation first made, the following proceedings were held, to-wit:

ORDER TO APPROVE MDA TOURISM TAX REBATE RESOLUTION FOR COTTON ROW HOSPITALITY, LLC

After discussion, upon Motion by Alderman Gainspoletti, seconded by Alderman Abraham, and unanimously adopted with the exception of Alderman Janoush who recused, it is ordered to approve the Mississippi Development Authority Tourism Tax rebate program resolution for Cotton Row Hospitality, LLC.

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RESOLUTION OF THE MAYOR AND BOARD OF ALDERMEN (THE "GOVERNING BODY") OF THE CITY OF CLEVELAND, MISSISSIPPI (THE "CITY"), SUPPORTING COTTON ROW HOSPITALITY, LLC (THE "DEVELOPER"), A FULL SERVICE HOTEL DEVELOPMENT PROJECT WITH GUEST AMENITIES (THE "PROJECT"), AND ACKNOWLEDGING THAT SALES TAX COLLECTED FROM THE PROJECT WILL BE DIVERTED TO THE SALES TAX REBATE FUND (THE "REBATE FUND") FOR A PERIOD OF UP TO FIFTEEN (15) YEARS, OR WHEN THE AGGREGATE AMOUNT OF THIRTY PERCENT (30%) OF THE APPROVED PROJECT COSTS BY THE MISSISSIPPI DEVELOPMENT AUTHORITY ("MDA") INCURRED BY DEVELOPER FOR THE PROJECT HAS BEEN PAID OR WHICHEVER SHALL OCCUR FIRST, PURSUANT TO SECTION 57-26-1 *ET SEQ.* MISSISSIPPI CODE OF 1972, AS AMENDED; AND FOR RELATED PURPOSES.

WHEREAS, the Mayor and Board of Aldermen (the "Governing Body") of the City of Cleveland, Mississippi (the "City"), acting for and on behalf of the City, hereby finds and determines as follows:

1. The Governing Body has determined that pursuant to the provisions of the Mississippi Tourism Project Incentive Program Act, as set forth in Section 57-26-1, *et seq.*, Mississippi Code of 1972, as amended (the "Tourism Act") and the Mississippi Development Authority's (the "MDA") Tourism Tax Rebate Program Guidelines (the "Tourism Guidelines") (the "Tourism Act" and "Tourism Guidelines" together the "Tourism Program"), Cotton Row Hospitality LLC, a Mississippi limited liability company, by and through its Members (the "Developer"), proposes to develop a full service hotel development, restaurant and entertainment venue (the "Tourism Project") within the City and in connection therewith will make application to the MDA for the benefits provided by the Tourism Program.

2. The Governing Body acknowledges, pursuant to the Tourism Program, that Eighty Percent (80%) of the sales tax collected from the Tourism Project will be diverted to the Mississippi Tourism Sales Tax Rebate Fund (the "Rebate Fund") for a period of up to fifteen (15) years or when the aggregate amount of Thirty Percent (30%) of certain approved costs by the MDA incurred by the Developer for the Tourism Project has been paid or whichever shall occur first.

3. The Governing Body acknowledges that the Tourism Project has a significant importance in supporting the Grammy Museum's requirements to accommodate new visitors to the area, and therefore providing additional economic development opportunities for Cleveland whose goal is to create a livable mixed-used community that connects people to living, shopping, dining, entertainment, educational, medical, cultural, and recreational venues.

4. The Governing Body acknowledges the Grammy Museum received extensive support from the City, Bolivar County (the "County"), the Cleveland Planning Commission, the State of Mississippi and the community residents and businesses of the City and County.

5. The Governing Body acknowledges that one of the key initiatives and recommendations of the master plan associated with the development of the Grammy Museum is to attract a boutique hotel, with supporting entertainment and food and beverage amenities to attract visitors to enhance the local economy.

6. The Governing Body acknowledges that the Tourism Project is projected to have a significant capital investment sufficient to meet the requirements of the Tourism Program and will provide a significant impact to and upon the economy of the City, the County, and the surrounding region.

7. The Governing Body acknowledges that the Tourism Project may have additional costs for certain eligible public infrastructure expenses, which may be supported by the issuance of the City's Tax Increment Limited Obligation Bonds and that Developer may after submittal of its complete application to the MDA amend or supplement its application from time to time through written request to the MDA.

8. The City is in full support of the Tourism Project and supports the application by Developer to MDA for the benefits allowed pursuant to the Tourism Program.

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

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

SECTION 2. That the City fully supports the Tourism Project and the application of Cotton Row Hospitality, LLC to the MDA for the benefits allowed pursuant to the Tourism Program and acknowledges and agrees that Eighty Percent (80%) of the sales tax collected from the Tourism Project, which shall have a significant capital investment sufficient to meet the requirements of the Tourism Program, will be diverted to the Rebate Fund for a period of up to fifteen (15) years, or when the aggregate amount of Thirty Percent (30%) of the approved MDA Tourism Project Costs incurred by Developer for the Tourism Project has been paid or whichever shall occur first.

SECTION 3. That the City shall commit to its obligations under this Resolution provided that the Developer is in compliance with the applicable MDA regulations, schedules, timelines and guidelines governing the duties and obligations of Cotton Row Hospitality, LLC.

SECTION 4. That the Mayor of the City is authorized to execute any and all necessary documents and clarifications required or requested by MDA for the qualification of the Tourism Program

Following the reading of the foregoing resolution, Aldermen Gianspoletti made the motion and Aldermen Abraham seconded the motion. After discussion, the matter was put to a roll call vote. The result was as follows:

YEAS:	NAYS:	ABSENT:
Gianspoletti		Sanders
Campbell		Smith
Purvall		
Abraham		

Recusal - Jackson

The motion having received the affirmative vote of the Governing Body, the Mayor on behalf of the Board of Aldermen declared the motion carried and the resolution adopted, on this the 24th day of October, 2016.

ATTEST:

The above and foregoing Resolution having been submitted to and approved by the Mayor, this the 24th day of October, 2016.

Dominique Green, City Clerk

Billy Nowell, Mayor

{SEAL}

ORDERED this October 24, 2016.

ORDER TO APPROVE PARKS AND RECREATION BUDGET AMENDMENT

After discussion, upon Motion by Alderman Gainspoletti, second by Alderman Campbell, and unanimously adopted, it is ordered to approve a budget amendment for the Parks and Recreation fund as detailed below.

City of Cleveland
FYE 2016 Budget Amendments
for Expenditures
October 24th, 2016

	Contractual Services		
Fund/Department/Account	**Original or Amended Budget**	**Increase (Decrease)**	**Budget As Now Amended**
Park Commission (100-510-507)			
Park Department			
Contracted Services	3,000.00	1,583.70	4,583.70
Totals	3,000.00	1,583.70	4,583.70

ORDERED this October 24, 2016.

ORDER TO ADJOURN

With there being further business to come before the Board at this session of this special call meeting, upon Motion duly made by Alderman Gainspoletti, seconded by Alderman Abraham, and unanimously adopted, it is ordered that the special call meeting of October 24, 2016 thereof be adjourned.

ORDERED this October 24, 2016.

Billy Nowell
BILLY NOWELL, Mayor

Attest:

Dominique Green
DOMINIQUE GREEN, City Clerk

Minutes approved this 6 day of December, 2016.

Billy Nowell
BILLY NOWELL, Mayor

Attest:

Dominique Green
DOMINIQUE GREEN, City Clerk