

**REGULAR MEETING OF THE MAYOR AND BOARD OF ALDERMEN
TUESDAY, APRIL 2, 1996 - 7 P.M.
MUNICIPAL COURTROOM - 305 MONROE STREET**

The Mayor and Board of Aldermen of the City of Clinton, Mississippi, met in Regular Meeting on Tuesday, April 2, 1996, 7 P.M., at the Municipal Courtroom, 305 Monroe Street.

WELCOME AND CALL TO ORDER - Mayor Rosemary Aultman

INVOCATION AND PLEDGE OF ALLEGIANCE TO THE FLAG

The invocation was led by Alderman Brabham followed by the Pledge of Allegiance to the Flag led by Alderman Ferrell.

ROLL CALL - City Clerk Nelson Byrd

Present - Jehu Brabham - Alderman-at-Large
George Ferrell - Alderman Ward 1
Rodney DePriest - Alderman Ward 2
Ben Todd - Alderman Ward 3
Phil Fisher - Alderman Ward 4
Herb Touchton - Alderman Ward 5
Sharbert Lott - Alderman Ward 6 (Arrived 7:40 P.M.)
Mayor Rosemary Aultman - Presiding

City Attorney - Ken Dreher
City Clerk - Nelson Byrd

SPECIAL RECOGNITIONS

Boy Scout Troop 88 from First United Methodist Church was present earning merit badges.

Five new Police Officers were introduced who are doing on-the-job training and who have recently graduated from the Police Academy. They are: Officers Andrew McGahey, Trey Brister, Bernard Gunter, Anthony Johnson, and Patrick McCombs.

Eight National Merit Finalists from Clinton High School were introduced. Samuel Wan, Scott Taylor, Matt Taylor, Ankur Gupta, Elizabeth Farrell, Loren Estess, Michael Backas, and Holly Weeks have received this highest academic honor.

Attache' Show Choir was given certificates of recognition for their winning competitions in Sullivan, Ill., Birmingham, Ala., National Show Stoppers in Chicago, Ill., and International Competition at Disney World.

AGENDA CHANGES

Mayor Aultman announced that Item 9 - "Water Tower attachment lease" would be removed from the agenda.

APPROVAL OF CONSENT AGENDA ITEMS A-BB

MOTION made by Alderman Todd and **SECONDED** by Alderman Touchton to approve Consent Agenda Items A-BB as listed on pages 689-690 of this Minute Book X, noting that the Consent Agenda Item H will serve to advertise favorably the opportunities, possibilities, and resources of the City of Clinton. Quotes listed in items K, O, and S are on file in the Office of the City Clerk. **MOTION CARRIED UNANIMOUSLY.**

Alderman Lott not present for voting.

Alderman Lott arrived 7:40 P.M.

PETITIONS ASKING FOR VOTE ON ROAD BOND ISSUE TAKEN UNDER ADVISEMENT

After noting that the Resolution of Intent to issue Bonds for a North/South Parkway had been properly published, as evidenced by Proof of Publication found on page 691 of this Minute Book X, City Clerk Nelson Byrd informed the Mayor and Board of Aldermen that petitions were filed prior to 7 P.M. requesting an election, and that counter-petitions were also filed requesting names to be removed from said petition. Item 7 - "Intermediate Resolution - proposed street bond issue" was removed from the agenda with **NO BOARD ACTION**. Bond Counsel Attorney Jim Young stated that all petitions should be taken under advisement with signatures to be verified by the City Clerk and Election Commission for final adjudication at a later date by the Board. Copy of said Petitions can be found in the office of the City Clerk.

ADOPTION OF TOURISM TAX BUDGET FOR 1995-96

As shown by Proof of Publication found on Page 692 of this Minute Book X, **MOTION** made by Alderman Fisher and **SECONDED** by Alderman Lott to adopt the 1995-96 Tourism Tax Budget as shown on page 693 of this Minute Book X. **MOTION CARRIED UNANIMOUSLY.**

APPROVAL OF FINAL PLAT - OLDE VINEYARD PART III (A)

MOTION made by Alderman Touchton and **SECONDED** by Alderman Fisher to approve the Final Plat of Olde Vineyard Subdivision Part III (A) as recommend by City Engineer Broome. **MOTION CARRIED UNANIMOUSLY.**

APPROVAL OF PROPOSAL FOR ENGINEERING SERVICES - ELEVATED TANK INSPECTIONS

MOTION made by Alderman DePriest **SECONDED** by Alderman Touchton to accept the \$3,500 lump sum proposal of Williford, Gearhart, & Knight, Inc. as found on pages 694-695 of this Minute Book X for engineering services related to acceptance of bids and contract administration and inspection services for three elevated water tanks. **MOTION CARRIED UNANIMOUSLY.**

ADOPTION OF RESOLUTIONS AUTHORIZING APPLICATIONS FOR EXEMPTIONS FROM AD VALOREM TAXES FOR RIVERWOOD

MOTION made by Alderman Ferrell and **SECONDED** by Alderman Fisher to approve the resolutions found on pages 696-701 of this Minute Book X authorizing application of Riverwood International USA, Inc. for exemption from ad valorem taxes for additions completed June 30, 1995, with actual application and related documents found on pages 702-712 of this Minute Book X. **MOTION CARRIED UNANIMOUSLY.**

ADJOURNMENT - 7:52 P.M.

There being no further business to discuss, **MOTION** made by Alderman Todd and **SECONDED** by Alderman Lott to adjourn. **MOTION CARRIED UNANIMOUSLY.**

Copy of Agenda may be found on Pages 689-690 of this Minute Book X.

APPROVED:

Rosemary Aultman
Rosemary Aultman, Mayor

April 10, 1996
Date

ATTEST:

Nelson Byrd
Nelson Byrd, City Clerk

April 10, 1996
Date

SEAL

PASTE AD HERE

Clinton News
Legals

499

Clinton News
Legals

499

The Mayor and the Board of Aldermen took up for consideration the matter of the issuance of general obligation bonds of the City of Clinton for certain public improvements, and following a discussion of the matter, Alderman Fisher offered and moved the adoption of the following resolution, which motion was seconded by Alderman Todd:

A RESOLUTION DECLARING THE INTENTION OF THE MAYOR AND THE BOARD OF ALDERMEN OF THE CITY OF CLINTON, MISSISSIPPI, TO ISSUE GENERAL OBLIGATION BONDS OF SAID MUNICIPALITY IN THE MAXIMUM PRINCIPAL AMOUNT OF THREE MILLION, ONE HUNDRED THOUSAND AND NO/100 DOLLARS (\$3,100,000.00) TO RAISE MONEY FOR THE PURPOSE OF PAYING THE COSTS OF CONSTRUCTING, IMPROVING, AND PAVING STREETS, SIDEWALKS, AND BRIDGES, PURCHASING RIGHTS OF WAY AND REAL PROPERTY THEREFOR, AND PERFORMING SITE AND DRAINAGE WORK AND OTHER WORK NECESSARY TO COMPLETE THE PROJECT, AND PAYING THE COST OF SUCH BORROWING, AT A TOTAL PROJECT COST ESTIMATED TO BE \$3,100,000; ADJUDICATING NO FUNDS ARE AVAILABLE TO THE CITY OF CLINTON, MISSISSIPPI FOR SUCH PURPOSES; ORDERING SAID RESOLUTION TO BE PUBLISHED; AND SETTING OF ALDERMEN ARE TO TAKE FINAL ACTION UPON THE QUESTION OF AUTHORIZING THE ISSUANCE OF SAID BONDS.

WHEREAS, the Mayor and the Board of Aldermen (the "Governing Authority") of the City of Clinton, Mississippi (the "Municipality"), acting for and on behalf of the Municipality do hereby find, determine, adjudicate, and declare as follows:

1. That it is necessary and in the best public interest of the Municipality and its inhabitants to issue, under the authority contained in Sections 21-33-301 through 21-33-329 (the "Act") of the Mississippi Code of 1972, as amended, (the "Code") general obligation bonds of the Municipality in the maximum principal amount of Three Million, One Hundred Thousand and No/100 Dollars (\$3,100,000.00) to raise money for and toward the Project, as defined herein;

2. That no other funds are available with which to pay the costs of the Project, as defined herein;

3. That the assessed value of all taxable property within the Municipality, according to the last completed assessment for taxation, is \$94,202,280; that the assessment upon which taxes were levied for its fiscal year ending September 30, 1984, was \$70,399,087; that the Municipality presently has outstanding bonded indebtedness subject to the fifteen percent (15%) or ten percent (10%) debt limit prescribed by Section 21-33-303 of the Code, in the amount of \$1,880,000 and outstanding bonded and floating indebtedness subject to the twenty percent (20%) or fifteen percent (15%) debt limit prescribed by Section 21-33-303 of the Code (which amount includes the sum set forth above subject to the fifteen percent (15%) or ten percent (10%) debt limit), in the amount of \$2,938,202; that the issuance of the bonds hereinafter proposed to be issued, when added to the outstanding bonded indebtedness of the Municipality will not result in: (a) bonded indebtedness of the Municipality, exclusive of indebtedness not subject to the aforesaid debt limits, in excess of either fifteen percent (15%) of the assessed value of taxable property within the Municipality according to the last completed assessment for taxation, or ten percent (10%) of the assessment upon which taxes were levied for its fiscal year ending September 30, 1984, whichever is greater; and will not exceed any constitutional or statutory limitation upon indebtedness which may be incurred by the Municipality;

4. Pending the issuance of the bonds, the Municipality may need to pay certain expenses incurred in connection with the performance of the Project, with such expenditures to be reimbursed from the proceeds of the Bonds, when issued;

5. That any machinery and equipment proposed to be purchased with a part of the proceeds of the bonds shall have an expected useful life in excess of ten (10) years, provided, however, that machinery and equipment proposed to be purchased hereunder shall not include motor vehicles weighing less than 12,000 pounds; and

6. That the purposes for which the proposed bonds are to be issued as herein set forth in this resolution are purposes authorized by the Act, and that the Governing Authority is authorized and required to declare the necessity and its intention of borrowing money and issuing the bonds of the Municipality as evidence of the same.

NOW, THEREFORE, be it resolved by the Mayor and the Board of Aldermen of the City of Clinton, Mississippi:

SECTION 1. That the Governing Authority does hereby find, determine and adjudicate that the foregoing premises are true and correct.

SECTION 2. That the Governing Authority does hereby declare its intention to issue general obligation bonds of the Municipality, under the provisions of the Act, in the maximum principal amount of Three Million, One Hundred Thousand and No/100 Dollars (\$3,100,000.00) (the "Bonds") to raise money for the purpose of paying the costs of constructing, improving, and paving streets, sidewalks, and bridges, purchasing rights of way and real property therefor, and performing site and drainage work and performing all other work necessary to complete the project, and paying the cost of such borrowing, at a total Project cost estimated to be \$3,100,000 (the "Project").

SECTION 3. The Municipality shall use funds currently available in its General Fund to pay certain initial costs of the of the Project, as subsequently identified by the Board, with such expenditures to be reimbursed from a portion of the proceeds of the Bonds, when issued. The allocation of the bond proceeds to reimburse the Municipality's General Fund shall be made in writing not later than 18 months after the later of: (a) the date the original expenditure is paid; or (b) the date the Project is placed in service or abandoned, but in no event more than three years after the original expenditure is paid. The expenditures to be reimbursed from the Bond proceeds shall be incurred solely to acquire, renovate, construct, or improve property having a reasonably expected economic life of at least one year and to pay the cost of such acquisition, construction and improvements. The Bond proceeds shall be used to reimburse these expenditures, and not for the reimbursement of operating costs or similar working capital items. This resolution is the official action of the Board adopted as required by regulations promulgated by the Internal Revenue Service governing the reimbursement of prior expenses from bond proceeds.

SECTION 4. That unless a petition signed by the lesser of 10% or fifteen hundred (1,500) of the qualified electors of said City, requesting that an election be called on the question of issuing said bonds, is filed prior to 7:00 p.m. on April 2, 1996, at the office of the City Clerk of the City of Clinton or the meeting of the Board of Aldermen scheduled for 7:00 p.m. on April 2, 1996, in the Municipal Courtroom located at 305 Monroe Street, Clinton, Mississippi, final approval of the issuance of said bonds and authority for the issuance of said bonds shall be given by the Governing Authority at the aforesaid meeting.

SECTION 5. That the City Clerk of the Municipality be and is hereby authorized and directed to cause this resolution as adopted to be published in the Clinton News, a newspaper published in the City of Clinton, Mississippi, and qualified under the provisions of Section 13-3-31 of the Mississippi Code of 1972, as amended. Said resolution shall be published once a week for three consecutive weeks, with the first publication thereof to be made not less than 21 days prior to April 2, 1996, on which date the Governing Authority will take final action on the question of issuance of said bonds.

Following the reading of the foregoing resolution, the question being put to a roll call vote, the result was as follows:

Alderman O.C. George Ferrell Voted: No
Alderman Rodney W. DePriest Voted: Aye
Alderman Ben L. Todd Voted: Aye
Alderman Phil Fisher Voted: Aye
Alderman Herb Touchton Voted: Aye
Alderman Sharbert K. Loft Voted: Aye
Alderman-at-Large Jehu Brabham Voted: Aye

The resolution having received the affirmative vote of a majority of the members, the Mayor declared the resolution adopted on this the 5th day of March, 1996.

THE CITY OF CLINTON, MISSISSIPPI
/s/ Rosemary Aultman
Rosemary Aultman, Mayor

(SEAL)
ATTEST:
/s/ Nelson Byrd
Nelson Byrd, City Clerk
March 7, 14, 21, 28, 1996

PROOF OF PUBLICATION THE STATE OF MISSISSIPPI HINDS COUNTY

PERSONALLY appeared before me, the undersigned notary public for Hinds County, Mississippi,

Shirley Waits,

an authorized clerk of THE CLINTON NEWS, a weekly newspaper as defined and prescribed in Sections 13-3-31 and 13-3-32, of Mississippi Code of 1972, as amended, who, being duly sworn, states that the notice, a true copy of which is hereto attached, appeared in the issues of said newspaper as follows:

Date March 7, 19 96

Date March 14, 19 96

Date March 21, 19 96

Date March 28, 19 96

Date _____, 19 _____

Number of Lines 163 X 2 Col./1456

Published 4 Times

Total \$ 337.88

Signed Shirley Waits
Authorized Clerk
of The Clinton News

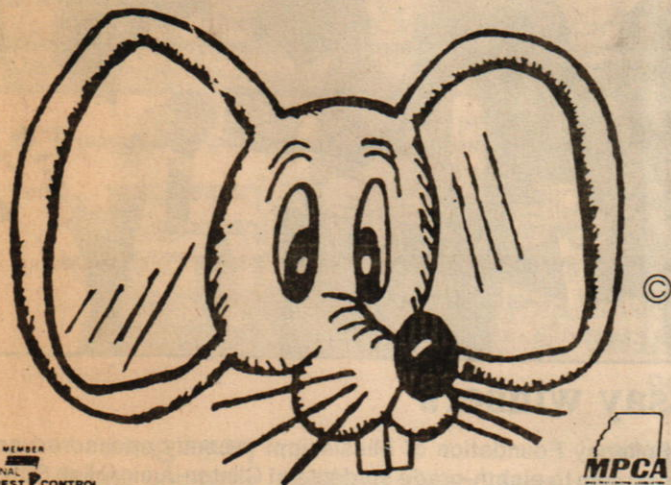
Sworn to and subscribed before me the 28 day of
March, 1996.

Marie Mills
Notary Public

My Commission Expires:
NOTARY PUBLIC STATE OF MISSISSIPPI AT LARGE.
MY COMMISSION EXPIRES: Nov. 8, 1996.
BONDED THRU NOTARY PUBLIC UNDERWRITERS

(Seal)

Dependable Pest Service



MEMBER
NATIONAL
PEST CONTROL
ASSOCIATION

SENIOR
CITIZEN
DISCOUNT

RESIDENTIAL
COMMERCIAL • INDUSTRIAL

MONTHLY • EVERY OTHER MONTH • QUARTERLY
ONE TIME PEST SERVICE

ROACHES • SPIDERS • CRICKETS • EARWIGS • SILVERFISH
ANTS • MICE • RATS • WASPS • FLEAS • TICKS • TERMITES

366-1889

BILLY JOE MESSEMORE

924-0273

Going Out of Business Sale!

Harrison Lighting Ctr.

Bel Air Shopping Center
1999 Hwy. 80 West, Suite 1B
Jackson, MS (601) 352-5483

**Complete Liquidation of All Lighting
& Accessories**

**Sale Begins Thurs., April 11th
8:15-4:30**



TO BE SOLD AT COST: (\$30 up)

Dining Fixtures - A variety of
styles in Solid Brass, Antique
Brass, Iron, Crystal, Porcelain,
Acrylic, Clear Bevel & Wood.

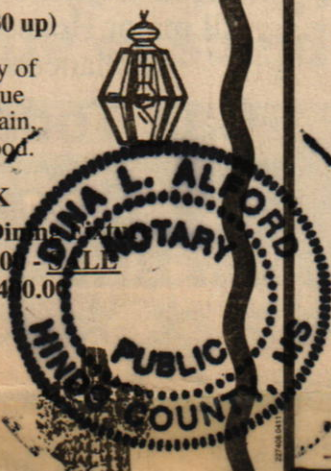
ONLY ONE IN STOCK

Austrian Strass Crystal Dining
- Gold Plated Reg. \$2,995.00 - ~~SALE~~
PRICE \$1,400.00 This is \$400.00
BELOW Dealer's Cost!



Coach Lanterns - \$12.00 UP

Huge
Selection



Step-a-thon surpasses goal set

The Clinton YMCA raised over \$3,500 in its step-a-thon at the Subway parking lot recently.

"Excitement was in the air. The energy level of the instructors and participants was incredible. It couldn't have been a better day," said YMCA Director Chris Thomason.

According to Thomason, the fundraising goal of \$3,500 was reached and surpassed because of "generous community sponsorship."

Sponsors cited by Thomason were Deposit Guaranty, Subway, Perfect Tan and Nails, Gayfer's, GNC, Miller Transporters, Dr. Gary Nelson, Wilson Tire & Auto, Medical Therapy Clinic, Penn's Fish House, Medicap Pharmacy, A Sweet Sensation, Indian Lanes, Wendy's, Professional Car Cleaners and Morrison Brothers Music.

Approximately 60 participants raised money to update aerobic equipment and 35 participants stepped for the entire three hours. Jo Box was the top fund raiser with \$411. Second place was Pam Hannah with \$335 and Diane Watson was third with \$315.

After the step-a-thon, participants and spectators had sandwiches made by "celebrity sandwich artists" at Subway. Robert Abraham, owner of Subway, will donate a percentage of sales from March 23 to the Clinton YMCA Partners Fund.

The Partners Fund provides scholarships for child care, youth sports and other programs.

NOTARY PUBLIC STATE OF MISSISSIPPI AT LARGE
MY COMMISSION EXPIRES: September 29, 1997
BONDED THRU HEIDEN-MARCHETTI, INC.

Residential b

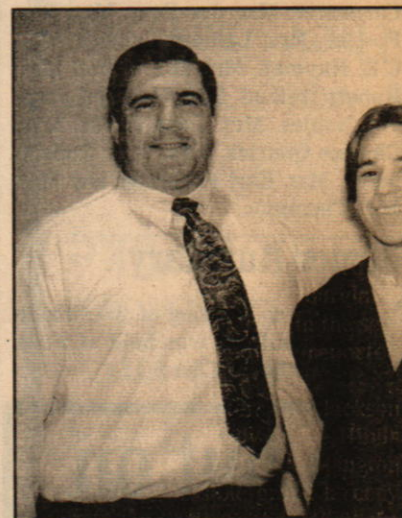
Police are investigating two residential burglaries on Auburn Drive, which occurred last week.

Police Chief Don Byington said both burglaries were committed during the day and possibly were committed by the same person. In the first burglary, personal items were taken. In the second, a VCR and guns were reported missing.

In other police matters, two Jackson men are in the custody of the Hinds County Sheriff's Department. Byington said they face possible grand larceny charges in connection with the theft of a lawn mower April 4 on McRaven and other possible charges relating to the residential burglaries on Auburn.

Police calls during the week were as follows:

April 1: Auto burglary, Clinton Industrial Park. Domestic trouble, College Street, Thompson Drive. Shoplifting, Clinton Boulevard. False pretense, Clinton Boulevard. Malicious mischief, Cynthia at Traceway Park. Domestic trouble, Neal. Malicious mischief, Crestwood Cove. Report of DUI, Highway 80.



NOTICE

The following budget was adopted by the City of Clinton Board of Aldermen at their regular meeting held on April 2, 1996:

CITY OF CLINTON
TOURISM TAX FUND

Budget of Estimated Revenues and Expenditures
For the Fiscal Year Ended September 30, 1996

REVENUES

Tourism taxes	\$24,325
Interest earned	36
Total from all sources, other than taxation	24,361
Beginning cash and investment balance	0
Total Revenues From All Sources	\$24,361

EXPENDITURES

Other services:	\$500
Accounting and auditing	4,865
Promotion - economic development	4,865
Promotion - parks and recreation	4,865
Promotion - retirement activities	4,865
Promotion - tourism	4,865
Total expenditures	24,325
Ending cash and investment balance	36
Total Expenditures and Ending Balance	\$24,361

N O T I C E

The following budget was adopted by the City of Clinton Board of Aldermen at their regular meeting held on April 2, 1996:

CITY OF CLINTON
TOURISM TAX FUND
Budget of Estimated Revenues and Expenditures
For the Fiscal Year Ended September 30, 1996

<u>REVENUES</u>	
Tourism taxes	\$24,325
Interest earned	36

Total from all sources, other than taxation	24,361
Beginning cash and investment balance	0

Total Revenues From All Sources	\$24,361
	=====

<u>EXPENDITURES</u>	
Other services:	
Accounting and auditing	\$ 500
Promotion - economic development	4,865
Promotion - parks and recreation	4,865
Promotion - retirement activities	4,865
Promotion - tourism	4,865

Total expenditures	24,325
Ending cash and investment balance	36

Total Expenditures and Ending Balance	\$24,361
	=====

Publish in The Clinton News on April 11, 1996. Ad size to be no larger than two columns by three inches. Please send proof of publication to the attention of Nelson Byrd, City Clerk, 924-5462.



WILLIFORD, GEARHART & KNIGHT, INC.
ENGINEERS & SURVEYORS

11,
PRINCIPALS
Charles H. Williford, P.E., P.L.S.
Gregory A. Gearhart, P.E.
Jeffery T. Knight, P.E.

ASSOCIATES
Bill Owen, P.E.

March 25, 1996

Richard Broome, P.E.
City of Clinton
Post Office Box 156
Clinton, MS 39060

Re: City of Clinton
Elevated Tank Inspections
WGK #94-189

RECEIVED

MAR 26 1996

**CITY OF CLINTON
ENGINEER DEPARTMENT**

Dear Richard:

On July 1, 1994 we inspected the elevated water tanks known as the U.S. 80 tank, the Old Vicksburg Fire Station tank and the Mansville tank. Our inspection report recommended that the exterior finish coat and the interior wetted portion of the Fire Station tank be rehabilitated, and that the Mansville tank should be rehabilitated and its lead paint removed or overcoated before State and Federal lead containment laws become any stricter. It was also recommended that the U.S. 80 tank be rehabilitated within the next few years.

We understand that you wish to take bids on the rehabilitation of at least two of the tanks this spring. We propose to collect updated paint samples from all three tanks, have the samples analyzed for lead content, prepare specifications and bid documents for rehabilitation, have the Health Department approve the specifications, distribute bid documents to bidders, assist the City in taking bids and awarding the contract, and provide project administration and field review services for the blasting and repainting. We believe it would be best to take a base bid on rehabilitation of the Fire Station tank, with the other tanks bid as Add Alternates. We will also take bids for overcoating any lead paint as an alternate to blasting and repainting.

We will provide all services through receipt of bids for a lump sum cost of \$3500, plus the cost of laboratory analysis. Contract administration and inspection services will be provided at our standard hourly rates, copy attached.

Thank you again for this opportunity to be of assistance.

Sincerely,

WILLIFORD, GEARHART & KNIGHT, INC.

Greg A. Gearhart, P.E.

cc: Honorable Rosemary Aultman, Mayor
Harold Alderman, Public Works Director
Nelson Bryd, City Clerk

//.

**STANDARD HOURLY BILLING RATES
JANUARY 1996**

<u>Classification</u>	<u>Hourly Rate</u>
Principal/Project Manager	\$80
Project Engineer	70
Engineer	60
Engineering Assistant	50
Surveyor	55
Surveying Assistant	45
Designer	45
Technician	35
Computer Aided Design (CAD)	30
Administrative	30
Clerical	20
Construction Review	40
Survey Party (Two Men)	65
Survey Party (Three Men)	75
Survey Party (Four Men)	85

12 A

**RESOLUTION OF THE MAYOR AND BOARD OF ALDERMEN,
CITY OF CLINTON, MISSISSIPPI, AUTHORIZING APPLICATION
OF BOT FINANCIAL CORPORATION, AS OWNER/LESSOR AND
RIVERWOOD INTERNATIONAL USA, INC., AS LESSEE,
FOR EXEMPTION FROM AD VALOREM TAXES AS AUTHORIZED
BY SECTION 27-31-101 ET. SEQ. OF THE MISSISSIPPI
CODE OF 1972 FOR PHASE ONE ADDITIONS COMPLETED JUNE 30, 1995**

The Board next took up for consideration the matter of granting tax exemption from ad valorem taxes for BOT Financial Corporation, (herein "BOT"), as Owner/Lessor, and Riverwood International USA, Inc., (herein "Riverwood"), as Lessee, and the following resolution, having first been reduced to writing, was introduced:

RESOLUTION OF THE MAYOR AND BOARD OF ALDERMEN,
CITY OF CLINTON, MISSISSIPPI, GRANTING TAX
EXEMPTION FROM AD VALOREM TAXES FOR TWO
FIVE-YEAR TERMS TO BOT FINANCIAL CORPORATION,
AS OWNER/LESSOR, AND RIVERWOOD INTERNATIONAL
USA, INC., AS LESSEE, AS AUTHORIZED BY SECTION
27-31-101 ET SEQ., OF THE MISSISSIPPI CODE, AS
AMENDED, FOR PHASE ONE ADDITIONS COMPLETED JUNE
30, 1995.

WHEREAS, BOT Financial Corporation, as Owner/Lessor, and Riverwood International USA, Inc., as Lessee, filed in triplicate with this Board their Application for exemption from ad valorem taxation for Phase One expanded facilities completed June 30, 1995, and located at Riverwood's plant within the industrial park of the City of Clinton, Hinds County, Mississippi; and

WHEREAS, BOT Financial Corporation, as Owner/Lessor, and Riverwood International USA, Inc., as Lessee, have produced written verification and documentation to this Board as to the authenticity and correctness of their Application in regard to the true value of the prayed-for exemption and the completion date of said enterprise; and

WHEREAS, the Phase One additions and expansions of equipment were completed on June 30, 1995, and as of that date the true value of all property to be exempt was Nine Million Four Hundred Thousand One Hundred Sixty-Five Dollars (\$9,400,165.00), as shown in an itemized list provided with the Application, a copy of which is attached thereto as Exhibit "A"; and

WHEREAS, this Board finds as a fact that the property described in the aforesaid Application constitutes Phase One of an

expanded industrial enterprise of public utility which was completed on the 30th day of June, 1995, and that BOT Financial Corporation, as Owner/Lessor, and Riverwood International USA, Inc., as Lessee, are entitled to the exemption sought of five consecutive years to begin June 30, 1995, and end on June 29, 2000, at which time Applicant will be entitled to an extension of five years therefrom until June 29, 2005, with proof of compliance by it with the representations made in paragraphs 5. and 6. of said Application, subject to approval and certification by the Mississippi State Tax Commission.

NOW, THEREFORE, BE IT RESOLVED by the Mayor and Board of Aldermen, City of Clinton, Mississippi, as follows:

1. That the Application for ad valorem tax exemption by BOT Financial Corporation, as Owner/Lessor, and Riverwood International USA, Inc., as Lessee, on the property described in Exhibit "A" of the Application filed by said Companies for tax exemption, for the period sought be and the same is hereby approved, and said exemption is hereby granted, subject to certification of eligibility by the Mississippi State Tax Commission.

2. That the Clerk of this Board be and is hereby directed to spread a copy of this Order on the minutes of this Board; and that said Clerk shall forward the original and three certified copies of the Application and a certified copy of the transcript of this Order approving said Application to the Mississippi State Tax Commission for its certification of eligibility; and said Clerk shall also forward one certified copy to the Tax Assessor of the City of Clinton, Mississippi, and obtain the Certificate of said Tax Assessor stating that the personal property as itemized in the Application has been placed on the appropriate tax roll as "Non-Taxable," except for State and School District ad valorem taxes, for the duration of the exemption period only.

After a full discussion of this matter, ALDERMAN FERRELL, moved that the foregoing Resolution be adopted and said motion was seconded by ALDERMAN FISHER, and upon the question being put to a vote, the vote was as follows:

Alderman Jehu Brabham voted:

AYE

Alderman George Ferrell voted: AYE
Alderman Rodney DePriest voted: AYE
Alderman Ben Todd voted: AYE
Alderman Phil Fisher voted: AYE
Alderman Herb Touchton voted: AYE
Alderman Sharbert Lott voted: AYE

WHEREUPON, the foregoing Resolution was declared, passed, and adopted at a regular meeting of the Mayor and Board of Aldermen, Clinton, Mississippi, on this, the 2ND day of APRIL, 1996.

Rosemary Aultman
ROSEMARY AULTMAN, Mayor
City of Clinton, Mississippi

ATTEST:

Nelson Byrd
NELSON BYRD, City Clerk
City of Clinton, Mississippi

(SEAL)

G:\GB\WP\JGGP\BOT-RES.3



**APPLICATION OF BOT FINANCIAL CORPORATION, AS OWNER/LESSOR,
AND RIVERWOOD INTERNATIONAL USA, INC., AS LESSEE,
FOR EXEMPTION FROM AD VALOREM TAXES ON ADDITIONAL
AND EXPANDED PROPERTIES AND EQUIPMENT AS AUTHORIZED
BY SECTION 27-31-101 ET. SEQ. OF THE MISSISSIPPI CODE
OF 1972 FOR PHASE ONE ADDITIONS COMPLETED JUNE 30, 1995**

TO THE MAYOR AND BOARD OF ALDERMEN, CITY OF CLINTON, MISSISSIPPI:

1. BOT Financial Corporation (herein "BOT"), as Owner/Lessor, and Riverwood International USA, Inc. (herein "Riverwood"), as Lessee, file this their application in triplicate for exemption from ad valorem taxation and would respectfully represent unto this Honorable Board as follows:

2. Applicant BOT is a Delaware corporation having its principal place of business at Boston, Massachusetts, and is qualified to do business in Mississippi, with its registered office being in Hinds County, Mississippi, and is in good standing in the State of Mississippi. Applicant Riverwood is a Delaware corporation with its national administrative headquarters in Atlanta, Georgia, and is qualified to do business in Mississippi, and is in good standing in the State of Mississippi.

3. Riverwood is now operating a paper cutting, printing and container manufacturing type of industry within the industrial park of the City of Clinton, Hinds County, Mississippi, which factory contains bona fide expanded facilities of public utility within the meaning of Section 27-31-101 et. seq. and related Sections of the Mississippi Code, as amended, and is eligible for the exemption granted by the above-mentioned section by specific enumeration, namely "manufacturing". The exemption prayed for in this Application is for additions or expansions of the above-mentioned plant through the addition of new equipment owned by BOT (who, in part, is in the business of owning and leasing manufacturing machinery and equipment to manufacturers) being Phase One of installation of a second Webb press, which is leased by BOT to Riverwood and used in connection with or necessary to the operation of Riverwood's manufacturing enterprise as provided in Section 27-31-105 of the Mississippi Code, as amended.

4. That Phase One of said new additions or expansions of equipment and machinery was completed on the 30th day of June, 1995, within the meaning of the applicable statutes of the State of Mississippi, and, therefore, the exemption hereby sought is for five consecutive years to begin June 30, 1995, and end June 29, 2000, at which time Applicants will be entitled to an extension of five years therefrom until June 29, 2005, with proof of compliance with the following representations made in paragraphs 5. and 6. below.

5. Applicant Riverwood will give preference to City of Clinton, Hinds County, Mississippi residents in hiring and will utilize Hinds County, Mississippi minority vendors, suppliers, subcontractors, and professionals.

6. Applicant Riverwood represents that during the initial period of five years, that in connection with this Application and the Application of Riverwood International USA, Inc., for Exemption from Ad Valorem Taxes on Additional and Expanded Properties and Equipment as Authorized by Section 27-31-101 et. seq. of the Mississippi Code of 1972 for Phase One Additions Completed June 30, 1995, Riverwood will employ at least 35 additional persons with a total annual payroll of at least \$855,400.00.00. Also during the initial period of five years, Applicant Riverwood and Applicant BOT Financial Corporation, in both this Application and the Application of Riverwood International USA, Inc. for Exemption from Ad Valorem Taxes on Additional and Expanded Properties and Equipment as Authorized by Section 27-31-101 et. seq. of the Mississippi Code of 1972 for Phase One Additions Completed June 30, 1995, together plan to invest at least \$9,788,605.00 in manufacturing machinery and equipment for the Phase One additions.

7. Through an Equipment Leasing Agreement dated December 20, 1994, BOT agreed to pay for and lease that certain tangible personal property shown on the attached Exhibit "A" to Riverwood for use in Riverwood's manufacturing business.

8. The City of Clinton/Hinds County Tax Assessor will assess City of Clinton ad valorem taxes on the property described in Exhibit "A" against BOT, as owner/lessor of the subject property, and under said Equipment Lease Agreement dated December 20, 1994, Riverwood, as lessee, is responsible for paying the said ad valorem taxes as additional rent to BOT as owner/lessor.

9. The new additions or expansions of equipment will make more secure and support additional jobs and increased annual payrolls in Riverwood's Clinton, Mississippi Plant as more specifically stated above. Over the years, this manufacturing facility has undergone almost constant growth and expansion.

10. The true value, or initial cost, of all property to be exempted in the Phase One addition is \$9,400,160.00, as shown in the itemized list attached hereto as Exhibit "A" and made a part hereof.

11. Applicants are not seeking to exempt the said property described on Exhibit "A" from Mississippi state ad valorem taxation or from ad valorem taxation for school district purposes.

PRAYER

WHEREFORE, Applicants pray that this Board of Aldermen will enter a finding that Riverwood's factory is in fact an expanded enterprise of public utility, and that Phase One of the current expansion was completed on the 30th day of June, 1995, within the meaning of the applicable laws of Mississippi; and

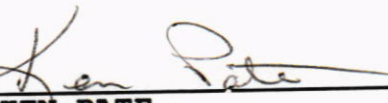
That applicants will be granted an exemption from ad valorem taxation, except State of Mississippi and School District ad valorem taxation, as provided by law, upon all of the tangible property described in Exhibit "A" attached hereto and made a part hereof, which is used in, or necessary to, the operation of applicant Riverwood's plant in the industrial park of the City of Clinton, Hinds County, Mississippi, for five consecutive years to begin June 30, 1995, and end June 29, 2000, at which time Applicants will be entitled to an extension of five years therefrom

until June 29, 2005, with proof of compliance with the representations it made in paragraphs 5. and 6. hereinabove.

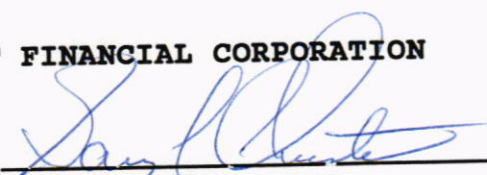
That this Board of Aldermen will approve this Application by an order or resolution spread upon its minutes, declaring that such property is exempt from all ad valorem taxation, except State of Mississippi and School District ad valorem taxation, for the periods sought, and that it will forward the original and three certified copies of this application and a certified transcript of such approval to the Mississippi State Tax Commission, and upon approval of such application by the said Mississippi State Tax Commission and after receipt by this Board of certification of the Mississippi State Tax Commission's approval, the Board will enter a final order on its minutes granting the exemption herein prayed for. Applicants request such other and further relief as to which they may be entitled.

Respectfully submitted, this the 14th day of March, 1996.

RIVERWOOD INTERNATIONAL USA, INC.

BY: 
KEN PATE
Plant Manager

BOT FINANCIAL CORPORATION

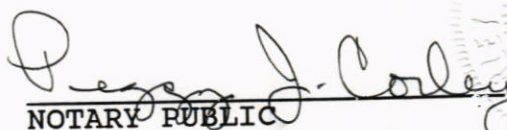
BY: 
Gary L. Christensen
Senior Vice President

STATE OF MISSISSIPPI

COUNTY OF HINDS

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid, KEN PATE, who stated that he is Plant Manager of Riverwood International USA, Inc., Clinton, Mississippi, and that the matters set out in the foregoing Application for Exemption from Ad Valorem Taxation as they pertain to it are true and correct.

SWORN TO AND SUBSCRIBED BEFORE ME, on this, the 14th day of March, 1996.


NOTARY PUBLIC

My Commission Expires:

My Commission Expires Aug. 31, 1997

STATE OF MASSACHUSETTS

COUNTY OF MIDDLESEX

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid, Gary L. Christensen, who stated that he is Senior Vice President of BOT Financial Corporation, and that the matters set out in the foregoing Application for Exemption from Ad Valorem Taxation as they pertain to it are true and correct.

SWORN TO AND SUBSCRIBED BEFORE ME, on this, the 20th day of March, 1996.

Maria R. Hittle
NOTARY PUBLIC
Maria R. Hittle

My Commission Expires:

January 27, 2000

OF COUNSEL:

JOHN G. GOURLAY, JR.
GERALD & BRAND, P.L.L.C.
Suite 900, One Jackson Place
188 East Capitol Street
Post Office Box 158
Jackson, Mississippi 39205-0158
(601) 948-3030

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EXHIBIT "A"

BOT FINANCIAL CORPORATION

AND

RIVERWOOD INTERNATIONAL USA, INC.

True value of property (its cost) leased from BOT Financial Corporation and added to the Clinton, Mississippi Plant of Riverwood for Phase One Additions completed June 30, 1995:

Phase One cost of one offset Webb press bearing serial number 50541-05-C1, as more completely described on the attached Press Project Analysis - BOT Financed Costs.

TOTAL COST

\$9,400,160.00

6

**RESOLUTION OF THE MAYOR AND BOARD OF ALDERMEN,
CITY OF CLINTON, MISSISSIPPI, AUTHORIZING APPLICATION
OF RIVERWOOD INTERNATIONAL USA, INC.
FOR EXEMPTION FROM AD VALOREM TAXES AS AUTHORIZED
BY SECTION 27-31-101 ET. SEQ. OF THE MISSISSIPPI
CODE OF 1972 FOR PHASE ONE ADDITIONS COMPLETED JUNE 30, 1995**

The Board next took up for consideration the matter of granting tax exemption from ad valorem taxes for Riverwood International USA, Inc., (herein "Riverwood"), and the following resolution, having first been reduced to writing, was introduced:

RESOLUTION OF THE MAYOR AND BOARD OF ALDERMEN,
CITY OF CLINTON, MISSISSIPPI, GRANTING TAX
EXEMPTION FROM AD VALOREM TAXES FOR TWO FIVE-
YEAR TERMS TO RIVERWOOD INTERNATIONAL USA,
INC., AS AUTHORIZED BY SECTION 27-31-101 ET
SEQ., OF THE MISSISSIPPI CODE, AS AMENDED, FOR
PHASE ONE ADDITIONS COMPLETED JUNE 30, 1995.

WHEREAS, Riverwood International USA, Inc., filed in triplicate with this Board its Application for exemption from ad valorem taxation for Phase One expanded facilities completed June 30, 1995, and located at Riverwood's plant within the industrial park of the City of Clinton, Hinds County, Mississippi; and

WHEREAS, Riverwood International USA, Inc. has produced written verification and documentation to this Board as to the authenticity and correctness of its Application in regard to the true value of the prayed-for exemption and the completion date of said enterprise; and

WHEREAS, the Phase One additions and expansions of equipment were completed on June 30, 1995, and as of that date the true value of all property to be exempt was Four Million Two Hundred Thirty-Eight Thousand Four Hundred Forty-Five and NO/100 Dollars (\$4,238,445.00), as shown in an itemized list provided with the Application, a copy of which is attached thereto as Exhibit "A"; and

WHEREAS, this Board finds as a fact that the property described in the aforesaid Application constitutes Phase One of an expanded industrial enterprise of public utility which was completed on the 30th day of June, 1995, and that Riverwood International USA, Inc. is entitled to the exemption sought of five consecutive years to begin June 30, 1995, and end June 29, 2000,

at which time Applicant will be entitled to an extension of five years therefrom until June 29, 2005, with proof of compliance by it with the representations made in paragraphs 5. and 6. of said Application, subject to approval and certification by the Mississippi State Tax Commission.

NOW, THEREFORE, BE IT RESOLVED by the Mayor and Board of Aldermen, City of Clinton, Mississippi, as follows:

1. That the Application for ad valorem tax exemption by Riverwood International USA, Inc., on the property described in Exhibit "A" of the Application filed by said Company for tax exemption for the period sought, be and the same is hereby approved, and said exemption is hereby granted, subject to certification of eligibility by the Mississippi State Tax Commission.

2. That the Clerk of this Board be and is hereby directed to spread a copy of this Order on the minutes of this Board; and that said Clerk shall forward the original and three certified copies of the Application and a certified copy of the transcript of this Order approving said Application to the Mississippi State Tax Commission for its certification of eligibility; and said Clerk shall also forward one certified copy to the Tax Assessor of the City of Clinton, Mississippi, and obtain the Certificate of said Tax Assessor stating that the personal property as itemized in the Application has been placed on the appropriate tax roll as "Non-Taxable," except for State and School District ad valorem taxes, for the duration of the exemption period only.

After a full discussion of this matter, ALDERMAN FERRELL, moved that the foregoing Resolution be adopted and said motion was seconded by ALDERMAN FISHER, and upon the question being put to a vote, the vote was as follows:

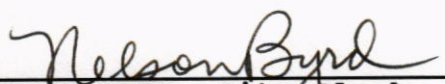
Alderman Jehu Brabham voted:	<u>AYE</u>
Alderman George Ferrell voted:	<u>AYE</u>
Alderman Rodney DePriest voted:	<u>AYE</u>
Alderman Ben Todd voted:	<u>AYE</u>

Alderman Phil Fisher voted: AYE
Alderman Herb Touchton voted: AYE
Alderman Sharbert Lott voted: AYE

WHEREUPON, the foregoing Resolution was declared, passed, and adopted at a regular meeting of the Mayor and Board of Aldermen, Clinton, Mississippi, on this, the 2ND day of APRIL, 1996.


ROSEMARY AULTMAN, Mayor
City of Clinton, Mississippi

ATTEST:


NELSON BYRD, City Clerk
City of Clinton, Mississippi

(SEAL)

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**APPLICATION OF RIVERWOOD INTERNATIONAL USA, INC.,
FOR EXEMPTION FROM AD VALOREM TAXES ON ADDITIONAL
AND EXPANDED PROPERTIES AND EQUIPMENT AS AUTHORIZED
BY SECTION 27-31-101 ET SEQ. OF THE MISSISSIPPI CODE
OF 1972 FOR PHASE ONE ADDITIONS COMPLETED JUNE 30, 1995**

TO THE MAYOR AND BOARD OF ALDERMEN, CITY OF CLINTON, MISSISSIPPI:

1. Riverwood International USA, Inc. (herein "Riverwood"), files this its application in triplicate for exemption from ad valorem taxation and would respectfully represent unto this Honorable Board as follows:

2. Riverwood is a Delaware corporation with its national administrative headquarters in Atlanta, Georgia, and is qualified to do business in Mississippi, and is in good standing in the State of Mississippi.

3. Riverwood is now operating a paper cutting, printing and container manufacturing type of industry within the industrial park of the City of Clinton, Hinds County, Mississippi, which factory contains bona fide expanded facilities of public utility within the meaning of Section 27-31-101 et. seq. and related Sections of the Mississippi Code, as amended, and is eligible for the exemption granted by the above-mentioned section by specific enumeration, namely "manufacturing". The exemption prayed for in this Application is for Phase One additions or expansions of the above-mentioned plant through the addition of new equipment owned by Riverwood to accommodate Phase One installation of a second Webb press used in connection with or necessary to the operation of Riverwood's manufacturing enterprise as provided in Section 27-31-105 of the Mississippi Code, as amended, and for the raw materials and work in process generated for use by such Phase One additions.

4. That Phase One of said new additions or expansions of equipment and machinery were completed on the 30th day of June, 1995, within the meaning of the applicable statutes of the State of Mississippi, and, therefore, the exemption hereby sought is for five consecutive years to begin June 30, 1995, and end on June 29, 2000, at which time Applicant will be entitled to an extension of five years therefrom until June 29, 2005, with proof of compliance

with the following representations made in paragraphs 5. and 6. below.

5. Riverwood will give preference to City of Clinton, Hinds County, Mississippi residents in hiring and will utilize Hinds County, Mississippi minority vendors, suppliers, subcontractors, and professionals.

6. Riverwood represents that during the initial period of five years, that in connection with this Application and the Application of BOT Financial Corporation, as Owner/Lessor, and Riverwood International USA, Inc., as Lessee, for Exemption from Ad Valorem Taxes on Additional and Expanded Properties and Equipment as Authorized by Section 27-31-101 et. seq. of the Mississippi Code of 1972 for Phase One Additions Completed June 30, 1995, Riverwood will employ at least 35 additional persons with a total annual payroll of at least \$855,400.00. Also during the initial period of five years, Riverwood and BOT Financial Corporation, in both this Application and the Application of BOT Financial Corporation, as Owner/Lessor, and Riverwood International USA, Inc., as Lessee, for Exemption from Ad Valorem Taxes on Additional and Expanded Properties and Equipment as Authorized by Section 27-31-101 et. seq. of the Mississippi Code of 1972 for Phase One Additions Completed June 30, 1995, together plan to invest at least \$9,788,605.00 in manufacturing machinery and equipment, and Riverwood plans to invest at least \$3,500,000.00 in additional raw materials and \$350,000.00 in additional work in process.

7. The City of Clinton/Hinds County Tax Assessor will assess City of Clinton ad valorem taxes on the property described in Exhibit "A" against Riverwood.

8. The new additions or expansions of equipment will make more secure and support additional jobs and increased annual payrolls in Riverwood's Clinton, Mississippi Plant as more specifically stated above. Over the years, this plant has undergone almost constant growth and expansion.

9. The true value, or initial cost, of all property to be exempted on the Phase One addition is \$4,238,445.00, as shown in the itemized list attached hereto as Exhibit "A" and made a part hereof.

10. Applicant is not seeking to exempt the said property described on Exhibit "A" from Mississippi state ad valorem taxation or from ad valorem taxation for school district purposes.

PRAYER

WHEREFORE, Applicant prays that this Board of Aldermen will enter a finding that Riverwood's factory is in fact an expanded enterprise of public utility, and that Phase One of the current expansion was completed on the 30th day of June, 1995, within the meaning of the applicable laws of Mississippi; and

That applicant will be granted an exemption from ad valorem taxation, except State of Mississippi and School District ad valorem taxation, as provided by law, upon all of the tangible property described in Exhibit "A" attached hereto and made a part hereof, which is used in, or necessary to, the operation of Riverwood's plant in the industrial park of the City of Clinton, Hinds County, Mississippi, for five consecutive years to begin June 30, 1995, and end on June 29, 2000, at which time Applicant will be entitled to an extension of five years therefrom until June 29, 2005, with proof of compliance with the representations it made in paragraphs 5. and 6. hereinabove.

That this Board of Aldermen will approve this Application by an order or resolution spread upon its minutes, declaring that such property is exempt from all ad valorem taxation, except State of Mississippi and School District ad valorem taxation, for the periods sought, and that it will forward the original and three certified copies of this application and a certified transcript of such approval to the Mississippi State Tax Commission, and upon approval of such application by the said Mississippi State Tax Commission and after receipt by this Board of certification of the Mississippi State Tax Commission's approval, the Board will enter

a final order on its minutes granting the exemption herein prayed for. Applicant requests such other and further relief as to which it may be entitled.

Respectfully submitted, this the 14th day of March, 1996.

RIVERWOOD INTERNATIONAL USA, INC.

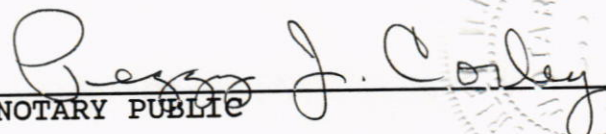
BY: 
KEN PATE
Plant Manager

STATE OF MISSISSIPPI

COUNTY OF HINDS

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the jurisdiction aforesaid, KEN PATE, who stated that he is Plant Manager of Riverwood International USA, Inc., Clinton, Mississippi, and that the matters set out in the foregoing Application for Exemption from Ad Valorem Taxation are true and correct.

SWORN TO AND SUBSCRIBED BEFORE ME, on this, the 14th day of March, 1996.


NOTARY PUBLIC

My Commission Expires:

My Commission Expires Aug. 31, 1997

OF COUNSEL:

JOHN G. GOURLAY, JR.
GERALD & BRAND, P.L.L.C.
Suite 900, One Jackson Place
188 East Capitol Street
Post Office Box 158
Jackson, Mississippi 39205-0158
(601) 948-3030

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EXHIBIT "A"

RIVERWOOD INTERNATIONAL USA, INC.

True value of property (its cost) added to the Clinton, Mississippi Plant of Riverwood for Phase One Additions completed June 30, 1995:

I. Machinery and equipment related to, and Phase One cost of, one offset Webb press bearing serial number 50541-05-C1, as more completely described on the attached Press Project Analysis - Riverwood Costs;	\$ 388,445.00
II. Additional raw materials needed in relation to the foregoing Phase One additions; and	\$3,500,000.00
III. Additional work in process created in relation to the foregoing Phase One additions.	<u>\$ 350,000.00</u>
TOTAL COST	<u>\$4,238,445.00</u>