

**Exhibit K**  
**ASSIGNMENT OF INVOICES**

For value received, the **CITY OF GAUTIER, MS** ("Assignor") does hereby sell, assign and transfer to Hancock Bank, Gulfport, Mississippi ("Assignee") all its right, title and interest in and to and delegates its duties under the invoices attached hereto and made a part hereof (the "Invoices").

The Assignor represents that the Invoices are in full force and effect and are assignable and that this Assignment is a valid exercise of the rights of the Assignor.

This Assignment is executed for the purpose of establishing in Assignee clear title to the equipment specified on the Invoices which equipment is subject to that certain Governmental Lease Purchase Agreement dated as of \_\_\_\_\_, **2012** by the Assignor and Assignee, of which this Assignment constitutes an integral part, including those provisions for the transfer and retention of title to Lessee as provided in the Agreement.

This Assignment of Invoices is executed as of this \_\_\_\_ day of \_\_\_\_\_ **2012**.

**CITY OF GAUTIER, MS**

BY: \_\_\_\_\_  
**Samantha Abell**  
City Manager

BY: \_\_\_\_\_  
**Cindy Russell**  
City Clerk

**EXHIBIT L  
CERTIFICATE WITH RESPECT TO  
QUALIFIED TAX-EXEMPT OBLIGATION**

We, the undersigned representatives of the **CITY OF GAUTIER, MS** (the "Lessee") being the persons duly charged, with others, with responsibility for issuing the Lessee's obligation in the form of that certain agreement entitled "Governmental Lease Purchase Agreement" (the "Agreement") dated \_\_\_\_\_, **2012** and issued said date hereby certify that:

1. This Certificate is executed for the purpose of establishing that the Lease has been designated by Lessee as a qualified tax-exempt obligation of Lessee for purposes of the Tax Reform Act of 1986.
2. The Lease being issued by Lessee is in calendar year 2012.
3. No portion of the gross proceeds of the Lease will be used to make or finance loans to persons other than governmental units or be used in any trade or business carried on by any person other than a governmental unit.
4. To the best knowledge and belief of Lessee the Lease is issued to provide financing as a qualified project bond within the meaning of the Act.
5. Including the Lease herein so designated, Lessee has not designated more than \$10,000,000.00 of obligations issued during calendar year 2012 as qualified tax-exempt obligations.
6. Lessee reasonably anticipates that the total amount of qualified tax-exempt obligations to be issued by lessee during calendar year 2012 will not exceed \$10,000,000.00.

To the best of our knowledge, information and belief the expectations herein expressed are reasonable and there are no facts, estimates or circumstances other than those expressed herein that would materially affect the expectations herein expressed.

IN WITNESS WHEREOF, we have hereunto set our hands this \_\_\_\_ day of \_\_\_\_\_ **2012**.

**CITY OF GAUTIER, MS**

By: \_\_\_\_\_  
**Samantha Abell**  
City Manager

By: \_\_\_\_\_  
**Cindy Russell**  
City Clerk

**EXHIBIT M**  
**AGREEMENT TO TENDER VEHICLE TITLE TO LESSOR**

We, the undersigned officers of City of Gautier, Mississippi ("Lessee"), being the persons duly charged, with others, with responsibility for issuing the Lessee's obligation in the form of that certain agreement entitled "Governmental Lease Purchase Agreement (the "Agreement") dated as of \_\_\_\_\_ hereby agree to give to Hancock Bank ("Lessor") the title to the vehicle being financed through the above referenced Agreement within ten days of receipt of the title from the State of Mississippi.

Upon receipt of the vehicle title from the Lessee, Hancock Bank will file a title application with the State of Mississippi in order that Hancock Bank may be shown as lien holder on the vehicle.

IN WITNESS WHEREOF, we have hereunto set our hands as of this \_\_\_\_\_ day of November, 2012.

**CITY OF GAUTIER, MS**

By: \_\_\_\_\_

**Samantha Abell**  
City Manager

By: \_\_\_\_\_

**Cindy Russell**  
City Clerk

*(To Be Dated On or After Date of Agreement)*

November 19, 2012

Hancock Bank  
Post Office Box 4019  
Gulfport, Mississippi 39502

Re: Lease-Purchase of Equipment by the City of Gautier, Mississippi

Gentlemen:

Pursuant to your request, I hereby render the following opinion regarding the Equipment Lease-Purchase Agreement (“Agreement”), dated \_\_\_\_\_, between the City of Gautier, Mississippi (“Lessee”) and Hancock Bank (“Lessor”).

I have acted as counsel to the Lessee and its Governing Board with respect to certain legal matters pertaining to the Agreement and to the transactions contemplated thereby. I am familiar with the Agreement and I have examined such agreements, schedules, statements, certificates, records, including minutes of the Governing Body of the Lessee and other instruments of public officials, Lessee and other persons as I have considered necessary or proper as a basis for the opinions hereinafter stated.

Based upon such examination, I am of the opinion that:

1. Lessee has full power, authority and legal right to purchase equipment, as defined in the Agreement, and to execute, deliver and perform the terms of the Agreement. The purchase of the equipment and the execution, delivery and performance of the Agreement has been duly authorized by all necessary action on the part of Lessee and any other governing authority and does not require the approval of, or the giving of notice to any other federal, state, local, or foreign governmental authority and does not contravene any law binding on Lessee or the Governing Body or contravene any indenture, credit agreement or other agreement to which Lessee or the Governing Body is a party or by which it is bound. The Agreement grants the Lessor a valid first priority security interest in the Equipment, upon the timely and proper filing of UCC-1 financing statements and title application evidencing the Lessor’s interest.

2. The Agreement has been duly authorized, executed and delivered and constitutes a valid and binding obligation of Lessee and the Governing Body enforceable in accordance with its terms.
3. All required procedures for execution of the Agreement, including competitive bidding, if applicable, have been complied with, and all rentals will be paid out of funds which are legally available for such purpose.
4. There are no pending or threatened actions or proceedings before any court, administrative agency or other tribunal or other body against Lessee or the Governing Body which may materially affect Lessee's or the Governing Body's financial condition or operations or which

could have any effect whatsoever upon the validity, performance or enforcement of the terms of the Agreement.

5. With respect to the tax exempt status of the portion of rental payments under the agreement:
  - (a) The City of Gautier, Mississippi, is a body politic incorporated under the laws of the State of Mississippi;
  - (b) The Lessee has designated the Agreement as a qualified tax-exempt obligation of Lessee for purposes of Section 265(b)(3) of the Internal Revenue Code of 1986.

This opinion letter is being furnished to Hancock Bank in connection with the above referenced transaction and the opinions expressed herein are for the sole benefit of Lessor and its successors or assigns, and may be relied upon only by Lessor and its successors or assigns. The foregoing opinions are qualified to the extent that the enforcement of the Agreement may be limited by bankruptcy, insolvency, reorganization, moratorium or other laws affecting creditors' rights, heretofore or hereafter enacted.

Witness my signature, this the      day of      2012.

Very truly yours,

By: \_\_\_\_\_

Phone 228 • 762 • 3311  
HWY 90 & LADNIER ROAD  
GAUTIER, MS 39553



Fax 228 • 497 • 5087  
P.O. BOX 188  
GAUTIER, MS 39553 • 0188

November 13, 2012

To: City of Gautier

From: Merchants & Marine Bank

Re: Rate Request

Dear Ms. Steen,

Merchants & Marine Bank would like to offer an interest rate of 2.95% for loan request on the purchase of a 2013 F150. The terms on this loan will be for thirty-six months.

We appreciate your business and please let me know if you have any further questions.

Sincerely,

A handwritten signature in black ink that reads 'Sherrill Edwards'. The signature is written in a cursive style with a large, sweeping 'S' at the beginning.

Sherrill Edwards  
Loan Officer

There came for consideration of the Mayor and Members of the Council of the City of Gautier, Mississippi, the following:

**ORDER NUMBER 267-2012**

**IT IS HEREBY ORDERED** by the Mayor and Members of the Council of the City of Gautier, Mississippi, that the City is hereby authorized to accept the lowest and best bid from Dan Hensarling in the amount of \$747,000.00 for Fire Station West.

**IT IS FURTHER ORDERED** that the City Manager or Interim City Clerk is authorized to execute any and all documents necessary.

Motion was made by Councilman Macfarland, seconded by Councilwoman Martin and the following vote was recorded:

**AYES:** Tommy Fortenberry  
Johnny Jones  
Hurley Ray Guillotte  
Gordon Gollott  
Mary Martin  
Scott Macfarland  
Adam Colledge

**NAYS:** None

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**MAYOR**

**ATTEST:**

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**INTERIM CITY CLERK**

**PASSED AND ADOPTED** by Mayor and Members of the Council of the City of Gautier, Mississippi, at the meeting of November 20, 2012.

**CITY OF GAUTIER  
MEMORANDUM**

**To:** Samantha Abell, City Manager  
**From:** Cindy Steen, Purchasing Agent  
**Through:** Cindy Russell Interim City Clerk  
**Date:** November 14, 2012  
**Subject:** New Fire Station

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**REQUEST:**

City Council authorization is requested for the City to accept the lowest and best bid from Dan Hensarling in the amount of \$747,000.00 for the New Fire Station.

**BACKGROUND**

Bids were received, opened and read aloud in reference to the new Fire Station on Brown Rd for the City of Gautier, also known as the West Side Fire Station. Five (5) bids were received from the following companies:

Dan Hensarling, Inc	\$747,000.00
D.N.P. Inc	\$765,900.00
Flagstaff Construction Company, Inc	\$822,800.00
Stewart Construction Company, Inc	\$810,000.00
Vision Constructors	\$839,000.00

**RECOMMENDATION:**

After careful consideration and review, Purchasing Department recommends Dan Hensarling, Inc. be awarded the contract for construction of the West Side Fire Station for the City of Gautier. Their bid appears to be lowest, best and within the budgeted amount allocated by the City of Gautier.

**ATTACHMENT(S):**

Yes

Mayor  
Tommy Fortenberry

Council  
At Large Mary F. Martin  
Ward 1 Johnny Jones  
Ward 2 Kurley Ray Sullotte  
Ward 3 Gordon J. Sellott  
Ward 4 Scott D. Macfarland  
Ward 5 Clam D. Colledge

City of Gautier  
Gautier, Mississippi



City Manager  
Samantha D. Abell

Interim City Clerk  
Jesosa L. Montgomery

3330 Highway 90  
Gautier, MS 39553  
Phone: (228) 497-8000  
Fax: (228) 497-8028  
Email: [gautier@gautier-ms.gov](mailto:gautier@gautier-ms.gov)  
Website: [www.gautier-ms.gov](http://www.gautier-ms.gov)

November 14, 2012

TO: Samantha Abell  
City Manager

FROM: Ray Frair  
Fire Chief

SUBJECT: Contract Recommendation – West Fire Station

Mrs. Abell,

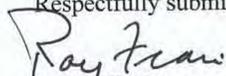
On November 8, 2012 at 2:00 PM bids were received, opened and read aloud in reference to the new west side fire station for the City of Gautier. Five (5) bids were received from the following companies:

1. Dan Hensarling, Inc	\$747,000.00
2. D.N.P., Inc	\$765,900.00
3. Flagstaff Construction Company, Inc.	\$822,800.00
4. Stewart Construction Company, Inc.	\$810,000.00
5. Vision Constructors	\$839,000.00

After careful consideration and review, the Gautier Fire Department recommends Dan Hensarling, Inc. be awarded the contract for construction of the west side fire station for the City of Gautier. Their bid appears to be lowest, best and within the budgeted amount allocated by the City of Gautier.

Thank you.

Respectfully submitted,

  
RAY FRAIR

xc: Cindy Steen – Purchasing Agent

**Bolton - Lack**  
architects in association

101-A Rouselle Place  
Ocean Springs, Ms 39564

Tel 228-875-0411  
Fax 228-875-1355  
wlack@lackarchitect.com

Chief Ray Fair  
City of Gautier  
Gautier, MS

November 13, 2012

Re: Construction of New Fire Station for the City of Gautier, Ms

Chief Ray,

Bids were received, opened and read aloud for the above referenced project on November 8, 2012 at 2:00 p.m. in the board room of Gautier City Hall. The lowest and best bid was \$747,000.00 submitted by Dan Hensarling, Inc.. It appears that this amount is within the budget set by the City and, therefore I recommend that the City proceed with the award of contract.

Sincerely,



William V. Lack, Jr. AIA  
Bolton Lack Furr

There came for consideration of the Mayor and Members of the Council of the City of Gautier, Mississippi, the following:

**RESOLUTION NUMBER 032-2012**

**WHEREAS**, the Gautier Senior Citizen Committee has requested the Mayor and Members of the Council of the City of Gautier, Mississippi to provide in-kind services from the Public Works, and the Police Department, for the Gautier Christmas Stroll to be held on December 1, 2012; and

**WHEREAS**, the Mayor and Members of the Council have determined that this event is an economic development tool to bring favorable notice, opportunities, possibilities and resources to the City of Gautier.

**NOW, THEREFORE BE IT RESOLVED**, by the Mayor and Members of the Council of the City of Gautier, Mississippi, as follows to-wit:

**SECTION 1.** In-kind services are hereby authorized to the Gautier Senior Citizen Committee for the production of the Gautier Christmas Stroll to be held December 1, 2012.

In-kind services are authorized for: safety & traffic control, trash bags, set up and take down, set-up and dismantling of stage, tents, tables, chairs, site preparation (Thursday), clean-up of grounds (Monday).

**SECTION 2.** The City Manager or Interim City Clerk is authorized to execute any and all documents necessary.

**Motion was made by Councilman Macfarland, seconded by Councilwoman Martin and the following vote was recorded:**

**AYES:** Tommy Fortenberry  
Johnny Jones  
Hurley Ray Guillotte  
Gordon Gollott  
Mary Martin  
Scott Macfarland  
Adam Colledge

**NAYS:** None

\_\_\_\_\_  
**MAYOR**

**ATTEST:**

\_\_\_\_\_  
**INTERIM CITY CLERK**

**PASSED AND ADOPTED** by Mayor and Members of the Council of the City of Gautier, Mississippi, at the meeting of November 20, 2012.

There came for consideration of the Mayor and Members of the Council of the City of Gautier, Mississippi, the following:

**ORDER NUMBER 268-2012**

**IT IS HEREBY ORDERED** by the Mayor and Members of the Council of the City of Gautier, Mississippi, that the City is hereby authorized to inter into an Inter-Local Agreement for the creation of a Multi-Agency Narcotics Enforcement Team for the enforcement of the Uniform Controlled Substances Law in the Cities of Pascagoula and Moss Point and Gautier, Mississippi.

**IT IS FURTHER ORDERED** that the City Manager or Interim City Clerk is authorized to execute any and all documents necessary.

Motion was made by Mayor Fortenberry, seconded by Councilman Macfarland and the following vote was recorded:

**AYES:** Tommy Fortenberry  
Johnny Jones  
Hurley Ray Guillotte  
Gordon Gollott  
Mary Martin  
Scott Macfarland  
Adam Colledge

**NAYS:** None

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**MAYOR**

**ATTEST:**

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**INTERIM CITY CLERK**

**PASSED AND ADOPTED** by Mayor and Members of the Council of the City of Gautier, Mississippi, at the meeting of November 20, 2012.