

**HARRIS COUNTY BOARD OF COMMISSIONERS**  
**CALLED SESSION**  
December 9, 2008  
9:00 AM

Commissioners Present: J. Harry Lange, Charles Wyatt, Joey M. Loudermilk, Joe F. Manning, Patrick Whearley. Staff Present: John M. Taylor, County Attorney; Daniel B. Bridges, County Manager; Nancy D. McMichael, County Clerk.

1. **CALL TO ORDER.** Chairman Lange called the Called Session to order and explained that the purpose of this meeting was to discuss the loan documents related to the Georgia Land Conservation Program as it relates to Callaway Gardens property. He asked John Taylor, County Attorney, for his comments. Mr. Taylor said that this program includes grant and loan documents and that the Board previously approved the grant documents in November.

2. **GEORGIA LAND CONSERVATION PROGRAM.**

A. **Loan Agreement.** John Taylor, County Attorney, reminded the Board that Callaway will convey to the County an easement over the property that runs along the top of Pine Mountain; that this will be a perpetual easement to the County, who will assign same to the State of Georgia; that the easement will be restricted although the Callaway Foundation will retain the right to maintain the property, to use it for and to commercially lease to other for outdoor recreation, such as hiking, biking, horseback riding, tours, etc., as well as the right to maintain trails and have minor construction (directional signs, tents in primitive camping area, nature center, recreational lodge, manage/cut timber). Discussion included that an amount equal to the first two monthly payments will be put into escrow in the account and then the regular monthly payment thereafter so that funds are always available when the State makes its monthly withdrawal; that the default rate fee should read 5% or the State rate, whichever is higher; that Mr. Taylor needs to determine if any penalties (under the Promissory Note) are made to the County through no fault of the County that Callaway should reimburse County for same; that the Deed to Secure Debt has had typographical errors corrected; that the Board had adopted at its last meeting a Resolution authorizing to participate in the loan transaction subject to the Board's review and approval of the documents discussed today; that some title work is pending; and that closing is expected before the end of the year; that while the method for Callaway to request that certain property be released from the Deed to Secure Debt, the County has the sole discretion to determine that the release will not impair the security interest of the remaining premises; that same applies to the substitution of collateral; and that the remainder of the outstanding loan should be 80% or more of the appraised value.

Following discussion, the motion to approve the documents, once they are in final form with the understanding that the default rate will be changed so that the County won't be penalized if the percent doesn't cover the amount, was made by Commissioner Manning, seconded by Commissioner Loudermilk, and passed unanimously.

B. **Rail Line Issue.** In connection with the property to be included in the easement, Mr. Taylor said that there may be a question concerning the rail line as it goes over the mountain whereby it may not be in the deeded right-of-way; that it may be necessary for the County to swap property with the Foundation to make sure where the rail line is now is within the County's ownership and release the other property back; that while Martha Chewning, attorney, has reviewed the title and map, he would also like to review same before the Board takes any action; and that the Board could authorize the Chairman and Clerk to execute any Quit Claim necessary to swap the property. Following discussion, Commissioner Wyatt made the motion to authorize the Chairman and Clerk to execute any Quit Claims necessary to make any such swap. Following more discussion, Commissioner Wyatt withdrew his motion and consensus was for Mr. Taylor to review the information and take action during the next Regular Session.

3. **ADJOURNMENT.** The motion to adjourn was made by Commissioner Manning, seconded by Commissioner Wyatt, and passed unanimously.

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J. Harry Lange, Chairman

Attest:

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Nancy D. McMichael, County Clerk