



**CITY COUNCIL MEETING  
AUGUST 27, 2018- 7:00 PM  
109 SOUTH KING STREET  
DEPOT COMMUNITY ROOM**

**MINUTES**

PRESENT: **James F. Palmer, Mayor**  
**George R. Crowley, Mayor Pro Tem**  
**Ray Mitchell Denmon, Councilman**  
**Al Edwards, Councilman**  
**Jackie Palazzolo, Councilwoman**

ALSO: Eddie Peterson, City Administrator; Larry Vickery, Utilities Administrator; Paul Worley, Assistant City Administrator; Sharon Nelson, City Clerk; George Govignon, City Attorney; Jeff Defoor, Director of Electric Utilities; and Jerry Crawford, Director of Water & Wastewater.

1. **Council Meeting Called to Order**

**Welcome**

Mayor Palmer called the meeting to order and welcomed everyone in attendance.

**Invocation**

Mayor Palmer gave the invocation.

2. **Pledge of Allegiance**

Mayor Palmer led the group in the Pledge of Allegiance to the United States Flag.

3. **Amendment or Approval of Proposed Agenda**

Councilman Edwards made a motion to approve the August 27, 2018 agenda as presented. Mayor Pro Tem Crowley gave a second with all voting aye. Motion approved.

4. **Amendment or Approval of Minutes**

Councilman Denmon made a motion to approve the minutes of the City Council meeting of August 13, 2018. Councilman Edwards gave a second with all voting aye. Motion approved.

5. **Mayor's Comments**

- A. Mayor Palmer notified those present that the first two public hearings on the 2018 millage rate were held today at 11:30 a.m. and 6:00 p.m. at the Depot Community Room. The third and final public hearing will be held on September 10<sup>th</sup> at 6:00 p.m. at the Depot Community Room.
- B. Mayor Palmer stated that Calhoun City offices would be closed on Monday, September 3<sup>rd</sup> in observance of Labor Day.

6. **Public Hearing and Comments**

Announce at this time, public hearings will be held. The public will have the opportunity to make pro and con comments with a ten-minute maximum time limit for each side of the matter, with each person speaking having filed a financial disclosure statement five days prior to the hearing if required, with each person giving their name and address. An inquiry should be made to determine if any elected official has filed a disclosure statement regarding ownership or special interest in any of the agenda items. Zoning Land Use Maps on display in Council Chambers for Zoning Advisory Board and Council hearings.

A. **Taxicab Application – Carmen Zamora**

Public hearing of a Taxicab and Limousine Operator Regulatory License Application for Calhoun Taxi, at a location of 360 S. Piedmont Street, by Carmen Zamora.

- Mayor Palmer opened the public hearing.
- City Administrator Peterson stated that all notices and legal requirements had been met.
- Mayor Palmer opened the floor for public comments.
- There being none, Mayor Palmer closed public hearing and called for a motion concerning the Taxicab license.
- Mayor Pro Tem Crowley made a motion to approve the Taxicab license. Councilman Denmon gave a second with all voting aye. Motion approved.

7. **Old Business**

A. **Beer Pouring License – Estela's Taqueria**

Mayor Palmer gave the second reading of a beer pouring license for Estela's Taqueria, at a location of 802 North Wall Street, by Suceli Monzon. The proposed store manager is Jorge Monzon. The public hearing is scheduled for September 10<sup>th</sup>.

B. **Zoning Change Request – Shelley Hall**

Mayor Palmer gave the second reading of a zoning change request from C-2 to A-1 for 25.03 acres at a location of CG32A-050 (Sugar Valley Road) by Shelley Hall. The Zoning Advisory Board meeting is scheduled for September 6<sup>th</sup>. The public hearing is scheduled for September 10<sup>th</sup>.

8. **New Business**

A. **Resolution – Appointment of Special Counsel for SDS Negotiations**

City Attorney Govignon requested that the item be tabled until the item could be discussed in executive session under pending litigation. Mayor Pro Tem Crowley made a motion to table the item. Councilman Denmon gave a second with all voting aye. Motion approved.

9. **Other Written Items Not on the Agenda**

10. **Work Reports**

A. Eddie Peterson, City Administrator

City Administrator Peterson gave the July, 2018 General Government Cash Report.

B. Larry Vickery, Utilities Administrator

Utilities Administrator Vickery gave the July, 2018 Utilities Cash Report.

C. Councilman Edwards made a motion to approve the cash reports as presented. Councilwoman Palazzolo gave a second with all voting aye. Motion approved.

11. **Motion to move to Executive Session, if needed**

City Attorney Govignon stated there was a need to move in to executive session to discuss pending litigation (O.C.G.A. §50-14-2(1)) and a possible real estate purchase (O.C.G.A. §50-14-3 (b)(1)(B)). Councilman Denmon made a motion to move in to executive session. Mayor Pro Tem Crowley gave a second with all voting aye. The motion was approved and Council moved in to executive session at 7:10 p.m.

12. **Motion to return to General Session**

Mayor Pro Tem Crowley made a motion to return to general session. Councilman Denmon gave a second with all voting aye. The motion was approved and Council returned to general session at 7:55 p.m.

13. **Authorization – Real Estate Purchase Agreement – Ranger Tank Site**

Mayor Pro Tem Crowley made a motion to authorize Jerry Crawford, Water and Waste Water Director, to negotiate the purchase of real estate in the Pitman Road area with Spring Bank, LLC, with planned use being the future site of the new Ranger water tank. Councilman Edwards gave a second with all voting aye. Motion approved.

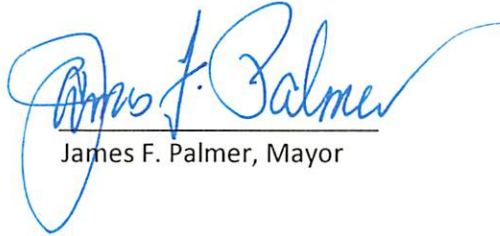
14. **Resolution – Appointment of Special Counsel for SDS Negotiations**

Mayor Pro Tem Crowley made a motion to approve a resolution appointing special counsel to represent the City in Service Delivery Strategy negotiations and litigation. Councilman Denmon gave a second with all voting aye. Motion approved.

15. **Motion to Adjourn**

There being no other business before the Council, Councilman Denmon made a motion to adjourn. Councilwoman Palazzolo gave a second with all voting aye. The motion was approved and the meeting adjourned at 8:00 p.m.

Approved:



James F. Palmer, Mayor

Submitted:



Sharon Nelson, City Clerk

**CITY OF CALHOUN**  
Regular City Council Meeting  
Depot Community Room  
109 South King Street  
August 27, 2018

**EXECUTIVE SESSION MINUTES**

**Present:** James F. Palmer, Mayor  
George Crowley, Mayor Pro Tem  
Ray Denmon, Councilman  
Al Edwards, Councilman  
Jackie Palazzolo, Councilwoman

**Also:** George Govignon, City Attorney  
Eddie Peterson, City Administrator  
Larry Vickery, Utilities Administrator  
Paul Worley, Assistant Administrator  
Sharon Nelson, City Clerk  
Larry Vickery, Utilities Administrator  
Jerry Crawford, Water and Waste Water Director

- A. City Attorney Govignon stated there was a need to go into executive session, the grounds being pending litigation (O.C.G.A. §50-14-2(1)) and possible real estate acquisition (O.C.G.A. §50-14-3(b)(1)(B)).
- B. Councilman Denmon made a motion to move in to executive session. Mayor Pro Tem Crowley gave a second with all voting aye. The motion was approved and Council moved in to executive session at 7:10 p.m.
- C. Jerry Crawford, Water and Waste Water Director requested permission to enter in to purchase negotiations with Spring Bank, LLC, to purchase a two acre tract of land off Pitman Road. The land would be used for the new water tank in Ranger. He noted that the purchase price for the two acres was \$20,000 per acre. Purchasing this property would save an estimated \$800,000 on the water tank project, as the location of the property would require less line to be run due to its proximity to the main road. The consensus of the Council was to grant Mr. Crawford's request.
- D. Mr. Vickery and Mr. Crawford left executive session at 7:20 p.m.
- E. City Attorney Govignon addressed the Council pertaining to the resolution appointing special counsel to represent the City in Service Delivery Strategy negotiation and litigation, which was tabled during general session. After discussing the matter in detail the consensus of the Council was to adopt the resolution.

There being no other discussion, and on motion duly made by Mayor Pro Tem Crowley and seconded by Councilman Denmon, the executive session was adjourned and Council members returned to general session at 7:55 p.m.

Approved:



James F. Palmer, Mayor

Submitted:



Sharon Nelson, City Clerk

STATE OF GEORGIA  
COUNTY OF GORDON  
CITY OF CALHOUN

**CLOSED MEETING AFFIDAVIT**

James F. Palmer, Chair of the City of Calhoun, City Council Meeting, being duly sworn, states under oath that the following is true and accurate to the best of his/her knowledge and belief:

1.

The City Council of Calhoun, Georgia, met in a duly advertised meeting on, August 27, 2018.

2.

During such meeting, the council voted to go into executive session.

3.

The executive session was called to order at \_\_\_\_\_ a.m./p.m.

4.

The subject matter of the closed portion of the meeting was devoted to the following matter(s) within the exceptions provided in the open meetings law:

Consultation with the county attorney or other legal counsel to discuss pending or potential litigation, settlement, claims, administrative proceedings, or other judicial actions brought or to be brought by or against the county or any officer or employee or in which the county or any officer or employee may be directly involved as provided in O.C.G.A. § 50-14-2(1)

\_\_\_\_\_ Discussion of tax matters made confidential by state law as provided by O.C.G.A. § 50-14-2(2) and (*insert the citation to the legal authority making the tax matter confidential*) \_\_\_\_\_

\_\_\_\_\_ Discussion or voting on

\_\_\_\_\_ Authorizing a settlement as provided in O.C.G.A. § 50-14-3(b)(1)(A)

Authorizing negotiations to purchase, dispose of, or lease property as provided in O.C.G.A. § 50-14-3(b)(1)(B)

\_\_\_\_\_ Authorizing an appraisal as provided in O.C.G.A. § 50-14-3(b)(1)(C)

\_\_\_\_\_ Entering a contract for the purchase, disposal of, or lease of property as provided in O.C.G.A. § 50-14-3(b)(1)(D)

\_\_\_\_\_ Entering into an option to purchase, dispose of, or lease property as provided in O.C.G.A. § 50-14-3(b)(1)(E)

\_\_\_\_\_ Discussion or deliberation on the appointment, employment, compensation, hiring, disciplinary action or dismissal, or periodic evaluation or rating of a city officer or employee as provided in O.C.G.A. § 50-14-3(b)(2)

\_\_\_\_ Interviewing candidates for executive positions as provided in O.C.G.A. § 50-14-3(b)(2)

\_\_\_\_ Other (describe the exemption to the open meetings law): \_\_\_\_\_  
\_\_\_\_\_ as provided in (insert the citation to the legal authority exempting the topic): \_\_\_\_\_

5.

\_\_\_\_ During the course of the closed session devoted to exempt topics, an incidental remark regarding a non-exempt topic or an attempt to discuss a non-exempt topic was made.

\_\_\_\_ The attempt was immediately ruled out of order and attempts to discuss the same ceased immediately.

\_\_\_\_ The attempt was immediately ruled out of order. However, the comments did not cease, so the closed/executive session was immediately adjourned without discussion or action being taken regarding any non- exempt topic.

6.

Minutes were taken of this meeting in accordance with O.C.G.A. § 50-14-1(e)(2)(C) and will be filed and held for inspection by an appropriate court only.

This 27<sup>th</sup> day of August, 2018.

James F. Palmer  
James F. Palmer, Mayor

Sworn to and subscribed before me this 27<sup>th</sup> day of  
August, 2018.

Sharon Nelson  
Notary Public

My commission expires:

2/18/2022



RESOLUTION NO. \_\_\_\_\_

**A RESOLUTION APPOINTING SPECIAL COUNSEL TO REPRESENT THE CITY IN SERVICE DELIVERY STRATEGY NEGOTIATION AND LITIGATION; TO AUTHORIZE SAID COUNSEL TO EMPLOY EXPERT WITNESSES TO ASSIST IN THE PREPARATION AND PRESENTATION OF THE CITY'S CASE; TO AUTHORIZE SAID COUNSEL TO SUPERVISE AND MANAGE THE LITIGATION IN SAID CASE; REPEAL INCONSISTENT PROVISIONS; AND FOR OTHER PURPOSES.**

**WITNESSETH:**

**WHEREAS**, the City of Calhoun, Georgia ("City") is a municipal corporation duly organized and existing under the laws of the State of Georgia, and is charged with providing public services to its residents; and

**WHEREAS**, the City will be engaged in discussions with Gordon County ("County") to re-negotiate the Service Delivery Strategy Agreement ("SDS") between County and the City; and

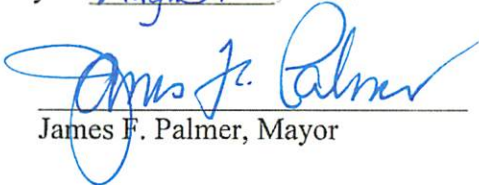
**WHEREAS**, the Mayor and City Council in the exercise of their sound judgment and discretion, after giving thorough thought to all implications involved, and keeping in mind the public interest and welfare of the citizens of the City, have determined it to be in the best interest of the citizens of the City, that this Resolution be adopted.

**THEREFORE, IT IS NOW RESOLVED BY THE CITY COUNCIL OF THE CITY OF CALHOUN, GEORGIA, AS FOLLOWS:**

1. Retention of Special Counsel. The City hereby retains Andrew J. Welch, III, Brandon F. Palmer and the law firm of Smith, Welch, Webb & White LLC ("Special Counsel") to represent the City in all matters assigned to them.
2. Authorization to Special Counsel. The City hereby authorizes Special Counsel to represent the City; supervise, manage and assist in the preparation, negotiation and litigation of SDS matters; to select a mediator, retain experts, negotiate settlement, determine litigation strategy, and to prepare and conduct litigation, as needed.
3. Representation of City to Special Counsel. The City represents that it will pay legal fees, expert witness fees, and all other costs of preparation, negotiation, mediation and litigation incurred by Special Counsel.
4. Settlement. The City and Special Counsel agrees that any settlement of any dispute and/or entry into an agreement with the County or any other party shall be subject to final approval by the majority vote of the Mayor and City Council.

5. Additional Documents. The City Council authorizes the Mayor to execute any documents which may be necessary to effectuate this Resolution.
6. Attestation. The City Council does hereby authorize the City Clerk to attest the signature of the Mayor appearing on this Resolution and any related documents, to affix the official seal of the City thereto, as necessary, and to place this Resolution and an executed copy of any related documents among the official records of the City for future reference.
7. Severability. To the extent any portion of this Resolution is declared to be invalid, unenforceable, or nonbinding, that shall not affect the remaining portions of this Resolution.
8. Repeal of Conflicting Provisions. All City resolutions are hereby repealed to the extent they are inconsistent with this Resolution.
9. Effective Date. This Resolution shall take effect immediately.

THIS RESOLUTION adopted this 27<sup>th</sup> day of August, 2018.

  
James F. Palmer, Mayor

ATTEST:

  
City Clerk

**SMITH, WELCH WEBB & WHITE, LLC  
SPECIAL COUNSEL FEE AGREEMENT**

CITY OF CALHOUN, GEORGIA (hereinafter, the "City") hereby employs Andrew J. "Andy" Welch, III, Brandon F. Palmer, and the law firm of SMITH, WELCH, WEBB & WHITE, LLC., (hereinafter collectively referred to as "Special Counsel") to represent the City as Special Counsel in the following matters, including, but not limited, to the review, preparation, negotiation and litigation of the Service Delivery Strategy, and other matters.

**SPECIAL COUNSEL FEES**

Legal services to be performed by Special Counsel, and for which the City is obligated to pay according to the terms of this fee agreement, include all those actions, which, in Special Counsel's judgment, are necessary to adequately represent the City for the above-stated purposes. Any failure of Special Counsel to bill does not waive our right to collect for time and expenses incurred.

The City agrees to pay to Special Counsel the following hourly rates:

<u><b>Position</b></u>	<u><b>Rate</b></u>
Manager Andy Welch	\$295 per hour
Associate Warren Tillery	\$250 per hour
Associate Brandon Palmer	\$225 per hour
Other Associate Attorneys	\$200 per hour
Paralegal/Secretary	\$105 per hour

Additionally, five (5) percent of the monthly bill will be charged as an administrative fee. This fee will be to reimburse Special Counsel for out-of-pocket expenses such as long distance telephone call costs, copying costs, postage, fax fees, and billing expenses. Other costs such as court expenses, depositions, appraisals, expert witness fees, consultant fees, travel mileage, lodging expenses incurred and exhibits will also be charged to the City.

Special Counsel will maintain complete and accurate records of all time spent and funds expended in the representation of the City. The City will be billed on a monthly basis with payment being due within thirty (30) days from the date of the Bill.

The City acknowledges that Special Counsel has made no guarantees regarding successful representation, and all expressions relative thereto are matters of Special Counsel's opinion only.

**RIGHT OF CLIENTS TO DISCHARGE SPECIAL COUNSEL**

The City reserves the absolute right to discharge Special Counsel at any time. Should the City exercise this right, it agrees to provide Special Counsel with written notification of same and provide Special Counsel with a written explanation itemizing all reasons for discharge. Further, if the City discharges Special Counsel, the City agrees to compensate Special Counsel for services

rendered (including expenses) as of the date of discharge by paying the fair and reasonable value of such services and expenses.

#### DUTIES OF CLIENTS

The City and City staff is obligated to: (i) disclose to Special Counsel all facts known regarding this matter with complete honesty and candor; (ii) cooperate fully with Special Counsel, follow instructions as Special Counsel may reasonably request of the City, and perform such reasonable tasks as Special Counsel may request; (iii) carefully consider the advice given by Special Counsel regarding this matter; and, (iv) maintain this document and the terms of this Agreement as confidential, with the exception of disclosure to another attorney as contemplated under Acknowledgement section of this Agreement.

#### DEFAULT

Should the City default in any of its obligations under this Agreement, Special Counsel has the absolute right to withdraw from representing the City, and Special Counsel's responsibility for pursuing this matter shall be terminated.

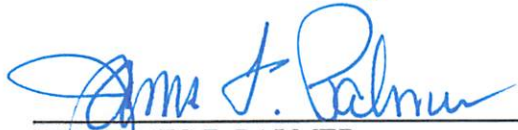
#### ACKNOWLEDGEMENT

The City hereby acknowledges that it has received a copy of this fee agreement and understands fully the provisions contained within it. The City acknowledges that Special Counsel has made no guarantees regarding successful representation, and all expressions relative thereto are matters of Special Counsel's opinion only.

Finally, the City acknowledges that the individual signing this Agreement has the authority to bind the City to this Agreement.

**CITY OF CALHOUN, GEORGIA**

THIS 27<sup>th</sup> DAY OF August, 2018.



BY: JAMES F. PALMER  
TITLE: Mayor

**SMITH WELCH WEBB & WHITE, LLC**

THIS \_\_\_ DAY OF \_\_\_\_\_, 2018.

BY: ANDREW J. (ANDY) WELCH, III  
TITLE: Special Counsel

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