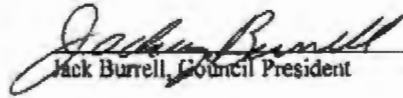


27 December 2013

NOTICE AND CALL OF SPECIAL MEETING

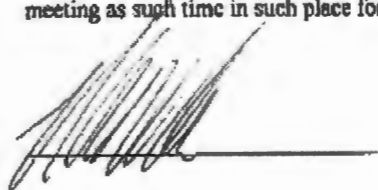
Notice is hereby given of a special meeting of the City Council of the City of Fairhope, Alabama, to be held at the Fairhope Municipal Complex on Friday, 27 December 2013, at 10:00 a.m., for the purpose to:

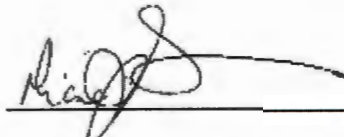
- ❖ Approve an Ordinance to borrow \$5.75 million dollars from Compass Bank as a general obligation of the City of Fairhope.

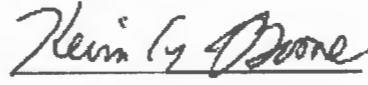

 Jack Burrell, Council President

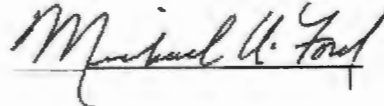
CONSENT TO HOLDING OF MEETING

The undersigned members of the City Council of the City of Fairhope, Alabama, do hereby acknowledge service of the Notice and Call of Special Meeting hereinabout set forth and do hereby consent to the holding of such meeting as such time in such place for the purpose set forth therein.

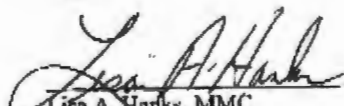





 Kevin G. Doone


 Michael U. Ford

Attest:


 Lisa A. Hanks, MMC
 City Clerk

27 December 2013

STATE OF ALABAMA)
 :
 COUNTY OF BALDWIN)(

The City Council, City of Fairhope, met in Special Session at 10:00 a.m., Fairhope Municipal Complex Council Chamber, 161 North Section Street, Fairhope, Alabama 36532, on Friday, 27 December 2013.

Present were Council President Jack Burrell, Councilmembers: Rich Mueller, Diana Brewer, Michael A. Ford, and Kevin Boone, Mayor Timothy M. Kant, City Attorney Marion E. Wynne, and City Clerk Lisa A. Hanks.

There being a quorum present, Council President Burrell called the meeting to order. The invocation was given by Councilmember Boone and the Pledge of Allegiance was recited.

Mayor Kant addressed the City Council and read the following letter:

Mr. Ray Herndon
 The Conservation Fund
 812 Park Avenue, Suite D
 Mandeville, LA 70448

Dear Ray:

The City Council and I want to express our sincere appreciation for your hard work in crafting an agreement to assist with the acquisition of the Dyas 108 acres. The Council understands and I understand, first hand, the amount of effort you and your team expended. While the agreement was not successfully executed, the City is grateful for your willingness to be our partner.

As you know there are many great opportunities in and around the Fairhope area. The City hopes that we can, again, find a way to work together. The protection of our natural resources is an important part of who we are in Fairhope and what makes us a special place. We must continually look for partners and new opportunities so that our children and grandchildren can inherit a city that is as meaningful to them, as it is to us.

Thank you for your commitment, dedication, and cooperation. I look forward to us working together again – soon I hope.

Respectfully,

Timothy M. Kant, Mayor
 City of Fairhope, AL

cc: Fairhope City Councilmembers
 Chris Gill; Hand Arendall, LLC
 Christopher D. Baker, AICP, MBA; Thompson Engineering

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Mayor Kant stated that he would be sending this letter to Mr. Herndon because we may want to use The Conservation Fund in the future for other projects. He said the City did sign an option to purchase the property back in October and our deadline for closing is December 31, 2013.

Council President Burrell addressed the City Council and stated we are her to decide how to finance the land; and the settlement was already signed previously. The Conservation Fund was charging 4 percent interest along with fees. Council President Burrell thanked Mayor Kant for the letter he was sending to Mr. Herndon. He said this is the best path forward at present. We will seek reimbursement for the funds for this loan.

The following individual spoke during Public Participation:

1. Paul Ripp, 22985 High Ridge Road, addressed the City Council regarding the purchase of the 108 acres owned by the Dyas family. He stated that this is not purchasing the property, but settling a lawsuit. The purchase price is \$8.75 million dollars with attorney fees of an additional \$3.0 million dollars. Mr. Ripp did comment he endorsed the bank loan and that it was a good deal. He again brought up Fly Creek and the Publix site.

Councilmember Mueller introduced in writing, and moved for the adoption of the following resolution, a resolution to Repeal Resolution No. 2160-13 which authorized Mayor Timothy M. Kant to enter several agreements regarding the 108 acres located within the City's corporate limits that is currently owned by the Dyas family also known as "The Triangle" and for services relating to conservation and restoration project development by working in coordination with the City of Fairhope to directly assist in the identification of potential funding sources, making requests for funding, and securing funds for the City to successfully implement elements of its conservation and restoration project, targeting the Fly Creek Watershed. Seconded by Councilmember Ford, motion passed unanimously by voice vote.

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27 December 2013

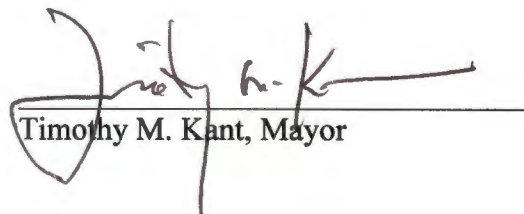
RESOLUTION NO. 2164-13

WHEREAS, the City Council adopted Resolution No. 2160-13 on December 9, 2013 which authorized Mayor Timothy M. Kant to enter several agreements regarding the 108 acres located within the City's corporate limits that is currently owned by the Dyas family also known as "The Triangle" and for services relating to conservation and restoration project development by working in coordination with the City of Fairhope to directly assist in the identification of potential funding sources, making requests for funding, and securing funds for the City to successfully implement elements of its conservation and restoration project, targeting the Fly Creek Watershed; and

WHEREAS, the City of Fairhope is now desirous of not executing any of the agreements and plans to seek funding on its own.

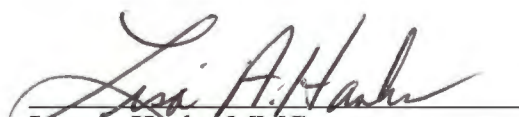
NOW THEREFORE BE IT RESOLVED BY THE GOVERNING BODY OF THE CITY OF FAIRHOPE, that Resolution No. 2160-13 is hereby repealed.

DULY ADOPTED THIS 27TH DAY OF DECEMBER, 2013



Timothy M. Kant, Mayor

Attest:



Lisa A. Hanks, MMC
City Clerk

Council President Burrell mentioned that Lee Webb and Ed Hammele from BBVA Compass Bank were in the audience. Ginger Gaddy, attorney with Hand Arendall, was requested to come forward to answer any questions. Council President Burrell asked if there was a penalty for paying off the loan early. Ms. Gaddy replied there was no penalty. She also stated that the documents had been circulated with City Treasurer Nancy Wilson and City Clerk Lisa Hanks for comments. Council President Burrell then asked if there was anything not mentioned that the City Council needed to know. Ms. Gaddy replied that the bank must have a copy of the City's insurance, audit, and budget. She commented the City already does this for other loans. The payments will be in equal annual installments.

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Councilmember Boone introduced in writing Ordinance No. 1505, an ordinance to provide for the issuance of a \$5,750,000 General Obligation Warrant of the City of Fairhope, Alabama. In order to take immediate action, Councilmember Brewer moved for immediate consideration. Seconded by Councilmember Boone, motion for immediate consideration passed unanimously by the following voice votes: AYE – Burrell, Mueller, Brewer, Ford, and Boone. NAY – None. Councilmember Mueller then moved for final adoption of Ordinance No. 1505. Seconded by Councilmember Brewer, motion for final adoption passed by the following voice votes: AYE – Burrell, Mueller, Brewer, Ford, and Boone. NAY – None.

Councilmember Brewer moved to adjourn the meeting. Seconded by Councilmember Boone, motion passed unanimously by voice vote.

There being no further business to come before the City Council, the meeting was duly adjourned at 10:17 a.m.



Jack Burrell, Council President



Lisa A. Hanks, MMC
City Clerk