

Upon recording return to:

Nelson, Mullins, Riley & Scarborough, LLP
201 17th Street, NW
17th Floor
Atlanta, Georgia 30363
Attn: Cheryl V. Shaw, Esq

EASEMENT AGREEMENT

THIS EASEMENT AGREEMENT (the "Agreement") is made this 20th day of January, 2017 (the "Effective Date") by and among DEKALB COUNTY BOARD OF EDUCATION, a political subdivision of the State of Georgia ("DCBOE") and the CITY OF DUNWOODY, GEORGIA, a municipal corporation of the State of Georgia ("City").

WITNESSETH:

WHEREAS, DCBOE is the owner and holder of the fee simple title to certain property lying and being in Land Lot 376 of the 18th District of DeKalb County, Georgia and more particularly described on Exhibit "A" attached hereto and by this reference made a part hereof (the "DCBOE Property");

WHEREAS, City is the owner and holder of the fee simple title to certain property lying and being in Land Lots 376 and 379 of the 18th District of DeKalb County, Georgia and more particularly described on Exhibit "B" attached hereto and by this reference made a part hereof (the "City Property");

WHEREAS, the Parties desire to enter into and grant certain easements to one another on and subject to the terms and conditions set forth herein below

NOW, THEREFORE, in consideration of the sum of Ten and No/100 Dollars (\$10.00) in hand paid by the parties one to the other, the covenants contained herein and other good and valuable consideration, the receipt, adequacy and sufficiency of which are hereby acknowledged, DCBOE and City hereby agree as follows:

1. DCBOE Grant of Parking Easement to City: DCBOE hereby declares, establishes, creates, grants, and/or conveys to and for the benefit of City, and its agents, employees, volunteers, invitees, successors and assigns a perpetual, non-exclusive easement (the "City Parking Easement") for the purpose of parking vehicles in approximately (59) unreserved and non-exclusive parking spaces now existing or hereinafter constructed within that portion of DCBOE Property depicted on Exhibit "C" attached hereto and incorporated herein by this reference during all times, and in the other parking lots and spaces now existing or hereinafter constructed on the DCBOE Property - but only after school hours (the "DCBOE Parking Easement Area") together with access to and from the DCBOE Parking Easement Area, and for the purpose of vehicular and pedestrian access to, ingress to and egress from the

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DCBOE Parking Easement Area in, on, over, and across the paved entranceways, drive lanes, and/or ramps located within the DCBOE Parking Easement Area.

2. Easement for Use of DCBOE North Access Easement for Access to the City Property. DCBOE hereby declares, establishes, creates, grants, and/or conveys to and for the benefit of City, and its agents, employees, volunteers, invitees, successors and assigns a non-exclusive easement in perpetuity on, over, upon, through, under and across that portion of the DCBOE Property identified and described on Exhibit "C" as the "North Access Easement" (the "North Access Easement") for ingress and egress to access the City Property and for the purpose of constructing, installing, operating, altering, repairing, modifying, replacing and maintaining utilities serving the City Property.

3. Easement for Use of DCBOE South Drive for Bus Access Only to the City Property. DCBOE hereby declares, establishes, creates, grants, and/or conveys to and for the benefit of City, and its agents, employees, volunteers, invitees, successors and assigns a non-exclusive easement in perpetuity on, over, upon, through, under and across that portion of the DCBOE Property identified and described on Exhibit "C" as the "South Access Easement" (the "South Access Easement") for bus use (ingress and egress) only to access the City Property. DCBOE shall erect, install and maintain visible signage limiting the City's use of the South Access Easement to bus use.

4. DCBOE Grant of Sanitary Sewer Easement to City. DCBOE hereby declares, establishes, creates, grants, and/or conveys to and for the benefit of the City, and its successors and assigns a non-exclusive easement in perpetuity on, over, upon, through, under and across that portion of the DCBOE Property identified and described on Exhibit "C" (the "Sanitary Sewer Easement ") for the installation and maintenance of a sanitary sewer line and connection, along with rights of entry, ingress and egress upon and across the DCBOE Property as needed for access to the Sanitary Sewer Easement and the purposes of the Sanitary Sewer Easement.

5. City's Grant of Temporary Construction Easement to DCBOE. City hereby grants and conveys to DCBOE: a temporary, non-exclusive construction easement over and across those portions of the City Property identified and described on Exhibit "C" for DCBOE's reasonable use to construct a school on the DCBOE Property. This temporary construction easement shall expire on the earlier of DCBOE's completion of the school or December 31, 2019 . DCBOE shall use reasonable means to protect and preserve the existing trees and shrubs on the City Property, and to otherwise minimize disturbance to the City Property. All construction and all other work or activities performed hereunder by DCBOE or its designee shall be done in accordance with reasonable commercial standards, and the City Property shall be left in a clean and good condition, with all debris removed therefrom, and all areas and other improvements which have been disturbed by such work shall be restored to their former condition as nearly as practicable.

6. Reservation of Rights.

(a) DCBOE Reservation of Rights. DCBOE hereby reserves all its right, title and interest in and to the DCBOE Property incident to the fee simple estate thereof and for any and all purposes not inconsistent with DCBOE's declaration of the easements granted hereunder and as expressly permitted herein.

(b) City Reservation of Rights. The City hereby reserves all its right, title and interest in and to the City Property incident to the fee simple estate thereof and for any and all purposes not inconsistent with City's declaration of the easements granted hereunder and as expressly permitted herein.

7. Entire Agreement. This Agreement constitutes the entire agreement between the parties and understanding between DCBOE and City relating to the subject matter hereof and may not be amended, waived or discharged except by instrument in writing executed by the party against which enforcement of such amendment, waiver or discharge is sought.

8. Severability. The invalidity of any one of the covenants, agreements, conditions or provisions of this Agreement, or any portion thereof, shall not affect the remaining portions thereof, or any part thereof, and this Agreement shall be modified to substitute in lieu of the invalid provision, a like and valid provision which reflects the agreement of the parties with respect to the covenant, agreement, condition or provision which has been deemed invalid.

9. Governing Law. This Agreement shall be governed by and construed in accordance with the laws of the State of Georgia.

10. Counterparts. This Agreement may be executed in any number of counterparts, each of which shall be deemed an original, and all of which shall together constitute one and the same document.

IN WITNESS WHEREOF, each of DCBOE and City has caused its authorized representatives to execute this Agreement on the day first above written.

Signed, sealed and delivered in the presence of:

Unofficial Witness

Notary Public

My Commission Expires:

(NOTARIAL SEAL)

DCBOE

**DeKalb County Board of Education,
a political subdivision of the State of GA**

By: _____

Dijon DaCosta, Sr, Board Chair

Attest:

By: _____

Dr. Devon Horton, Superintendent

Signed, sealed and delivered in the presence of:

CITY OF DUNWOODY, GEORGIA

Unofficial Witness

Notary Public

My Commission Expires:

(NOTARIAL SEAL)

By: _____

Lynn P. Deutsch, Mayor

Attest:

By: _____

Sharon Lowery, City Clerk

Approved as to Form and Content:

By: _____

City Attorney

Exhibit "A"

Legal Description – DCBOE Property

(New Austin E.S. site)

All that tract or parcel of land, together with improvements thereon, situate, lying and being in Land Lot 376 of the 18th District, DeKalb County, Georgia, and being more particularly described as follows:

Commence at the center line intersection of Roberts Drive, having a variable right of way, and Holly Bank Circle, having a 60' right of way; thence S 20°44'05" E a distance of 233.97' to a ¾" open top pipe on the eastern right of way of Roberts Drive, said point having Geodetic coordinates (Georgia State Plane Coordinate System, Western Zone, Northing 1439665.79, Easting 2245297.59);

thence traveling in a southerly direction along the right of way of Roberts Drive with a curve turning to the right with an arc length of 173.26', with a radius of 633.29', with a chord bearing of S 00°27'46" E, with a chord length of 172.72' to a point, which is the Point of Beginning;

thence leaving said right of way S 54°07'51" E a distance of 27.80' to a point;

thence S 89°16'28" E a distance of 164.51' to a point;

thence S 85°32'25" E a distance of 167.58' to a point;

thence S 89°18'23" E a distance of 167.29' to a point;

thence with a curve turning to the right with an arc length of 30.11', with a radius of 537.00', with a chord bearing of S 69°54'26" E, with a chord length of 30.11' to a point;

thence with a curve turning to the right with an arc length of 146.16', with a radius of 537.00', with a chord bearing of S 60°30'13" E, with a chord length of 145.71' to a point;

thence with a reverse curve turning to the left with an arc length of 70.45', with a radius of 104.00', with a chord bearing of S 72°06'45" E, with a chord length of 69.11' to a point;

thence N 88°28'52" E a distance of 95.65' to a point;

thence S 02°02'44" E a distance of 50.75' to a point;

thence S 26°38'33" W a distance of 72.06' to a point;

thence with a curve turning to the right with an arc length of 252.18', with a radius of 272.50', with a chord bearing of S 37°28'35" E, with a chord length of 243.28' to a point;

thence S 10°57'52" E a distance of 123.48' to a point;

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thence S 02°11'40" W a distance of 110.91' to a point;
thence N 87°48'20" W a distance of 1115.32' to a point on the eastern right of way of Roberts Drive;
thence continuing along said right of way N 13°08'08" E a distance of 71.97' to a point;
thence N 13°08'08" E a distance of 49.70' to a point;
thence leaving said right of way S 37°20'06" E a distance of 38.19' to a point;
thence S 87°48'20" E a distance of 259.55' to a point;
thence N 47°11'40" E a distance of 49.50' to a point;
thence N 02°10'04" E a distance of 206.48' to a point;
thence N 29°42'34" E a distance of 86.95' to a point;
thence N 00°07'58" E a distance of 170.88' to a point;
thence N 89°26'28" W a distance of 82.49' to a point;
thence with a curve turning to the left with an arc length of 27.67', with a radius of 94.65', with a chord bearing of S 76°40'09" W, with a chord length of 27.57' to a point;
thence with a reverse curve turning to the right with an arc length of 92.42', with a radius of 120.19', with a chord bearing of N 89°12'42" W, with a chord length of 90.16' to a point;
thence N 84°27'45" W a distance of 64.12' to a point;
thence S 53°55'16" W a distance of 8.43' to a point to the eastern right of way of Roberts Drive;
thence along said right of way with a curve turning to the left with an arc length of 33.84', with a radius of 1943.89', with a chord bearing of N 10°43'51" E, with a chord length of 33.83';
thence with a compound curve turning to the left with an arc length of 37.52', with a radius of 633.29', with a chord bearing of N 09°04'21" E, with a chord length of 37.51', which is the Point of Beginning;

having an area of 10.28 acres, more or less, and being more particularly described as DCSD Tract on a Subdivision Plat for DeKalb County Board of Education by Matthew D. Ulmer, Georgia Registered Land Surveyor (Baseline Surveying & Engineering, Inc.), dated 12/05/16.

Together with and subject to an easement reserved by City of Dunwoody in Quitclaim Deed from City of Dunwoody, Georgia to DeKalb County, Georgia, dated March 22, 2013, filed June 10, 2013, recorded in Deed Book 23821, Page 188, DeKalb County, Georgia Records.

Exhibit "B"
Legal Description of City Property

Tract 1 - 16.44 Acre, DeKalb County, Georgia

All that tract of land, together with improvements thereon, situate, lying and being in the 18th Land District, Georgia Land Lot 376, in DeKalb County, Georgia, and being more particularly described as follows:

Commence at the center line intersection of Roberts Drive, having a variable right of way, and Holly Bank Circle, having a 60 foot right of way; thence S 20°44'05" E a distance of 233.97' to a ¾" open top pipe on the eastern right of way of Roberts Drive, said point having Geodetic coordinates (Georgia State Plane Coordinate System, Western Zone, Northing 1439665.79, Easting 2245297.59);

thence leaving said right of way S 89°27'02" E a distance of 10.81' to a point;

thence S 87°19'18" E a distance of 605.03' to a ½" open to pipe;

thence S 87°24'04" E a distance of 275.01' to a ½" closed top pipe;

thence S 89°32'45" E a distance of 359.05' to an iron pin;

thence N 89°28'30" E a distance of 16.65' to an iron pin;

thence S 09°29'25" W a distance of 183.75' to a ¾" crimp top pipe, which is the point of beginning.

thence S 88°52'59" E a distance of 40.87' to a ½" closed top pipe;

thence S 05°35'41" W a distance of 131.81' ½" open top pipe;

thence S 89°17'28" E a distance of 989.98' to a ½" open top pipe;

thence S 14°23'42" W a distance of 116.60' to an iron pin;

thence S 14°13'41" W a distance of 422.04' to a ½" open top pipe;

thence N 87°48'20" W a distance of 1145.34' to a point;

thence N 02°11'40" E a distance of 110.91' to a point;

thence N 10°57'52" W a distance of 123.48' to a point;

thence with a curve turning to the left with an arc length of 252.18', with a radius of 272.50', with a chord bearing of N 37°28'35" W, with a chord length of 243.28', to a point;

thence N 26°38'33" E a distance of 72.06' to a point;

thence N 02°02'44" W a distance of 50.75' to a point;

thence S 88°28'52" W a distance of 95.65' to a point;
thence with a curve turning to the right with an arc length of 70.45', with a radius of 104.00', with a chord bearing of N 72°06'45" W, with a chord length of 69.11' to a point;
thence with a reverse curve turning to the left with an arc length of 146.16', with a radius of 537.00', with a chord bearing of N 60°30'13" W, with a chord length of 145.71' to a point;
thence S 89°18'23" E a distance of 684.31' to a point, which is the point of beginning;
having an area of 16.44 acres, more or less, and being more particularly described as Tract 1 on a Subdivision Plat for DeKalb County Board of Education by Matthew D. Ulmer, Georgia Registered Land Surveyor (Baseline Surveying & Engineering, Inc.), dated 12/05/16.

Tract 2 - 5.26 Acre Tract 2 , DeKalb County, Georgia

All that tract or parcel of land, together with improvements thereon, situate, lying and being in Land Lot 376 of the 18th District, DeKalb County, Georgia, and being more particularly described as follows:

Commence at the center line intersection of Roberts Drive, having a variable right of way, and Holly Bank Circle, having a 60 foot right of way; thence S 20°44'05" E a distance of 233.97' to a ¾" open top pipe on the eastern right of way of Roberts Drive, said point having Geodetic coordinates (Georgia State Plane Coordinate System, Western Zone, Northing 1439665.79, Easting 2245297.59) which is also the point of beginning;
thence leaving said right of way S 89°27'02" E a distance of 10.81' to a point;
thence S 87°19'18" E a distance of 605.03' to a ½" open top pipe;
thence S 87°24'04" E a distance of 275.01' to a ½" closed top pipe;
thence S 89°32'45" E a distance of 359.05' to an iron pin;
thence N 89°28'30" E a distance of 16.65' to an iron pin;
thence S 09°29'25" W a distance of 183.75' to a ¾" crimp top pipe;
thence N 89°18'23" W a distance of 684.31' to a point;
thence with a curve turning to the left with an arc length of 30.11', with a radius of 537.00', with a chord bearing of N 69°54'26" W, with a chord length of 30.11', to a point;
thence N 89°18'23" W a distance of 167.29' to a point;
thence N 85°32'25" W a distance of 167.58' to a point;

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thence N 89°16'28" W a distance of 164.51' to a point;
thence N 54°07'51" W a distance of 27.80' to a point on the eastern right of way of Roberts Drive;
thence along said right of way with a curve turning to the left with an arc length of 173.26', with a radius of 633.29', with a chord bearing of N 00°27'46" W, with a chord length of 172.72', to a ¾" open top pipe, which is the point of beginning;
having an area of 5.26 acres, more or less, and being more particularly described as Tract 2 on a Subdivision Plat for DeKalb County Board of Education by Matthew D. Ulmer, Georgia Registered Land Surveyor (Baseline Surveying & Engineering, Inc.), dated 12/05/16.

Additional Tract - 1.40 Acre Fire Station Tract (aka Tract 4) – DeKalb County, Georgia

All that tract or parcel of land, together with improvements thereon, situate, lying and being in Land Lot 376 of the 18th District, DeKalb County, Georgia, and being more particularly described as follows:

Commence at the center line intersection of Roberts Drive, having a variable right of way, and Holly Bank Circle, having a 60' right of way; thence S 20°44'05" E a distance of 233.97' to a ¾" open top pipe on the eastern right of way of Roberts Drive, said point having Geodetic coordinates (Georgia State Plane Coordinate System, Western Zone, Northing 1439665.79, Easting 2245297.59); thence, traveling in a southerly direction along the right of way of Roberts Drive with a curve turning to the right with an arc length of 173.26', with a radius of 633.29', with a chord bearing of S 00°27'46" E, with a chord length of 172.72'; thence with a compound curve turning to the right with an arc length of 37.52', with a radius of 633.29', with a chord bearing of S 09°04'21" W, with a chord length of 37.51'; thence with a compound curve turning to the right with an arc length of 33.84', with a radius of 1943.89', with a chord bearing of S 10°43'51" W, with a chord length of 33.83'; thence with a compound curve turning to the right with an arc length of 271.63', with a radius of 6478.44', with a chord bearing of S 12°26'57" W, with a chord length of 271.61', which is the point of beginning.

Thence leaving said right of way S 83°40'24" E a distance of 84.20' to a point;
thence N 12°35'16" E a distance of 19.58' to a point;
thence S 81°07'34" E a distance of 67.11' to a point;
thence S 18°17'06" W a distance of 21.35' to a point;

thence S 66°33'57" E a distance of 24.64' to a point;
thence S 55°14'31" E a distance of 19.48' to a point;
thence N 11°34'50" E a distance of 15.58' to a point;
thence S 78°14'24" E a distance of 39.28' to a point;
thence N 45°31'37" E a distance of 80.44' to a point;
thence S 02°10'04" W a distance of 206.48' to a point;
thence S 47°11'40" W a distance of 49.50' to a point;
thence N 87°48'20" W a distance of 259.55' to a point;
thence N 37°20'06" W a distance of 38.19' to a point on the eastern right of way of Roberts Drive;
thence along said right of way N 13°08'08" E a distance of 182.52' to a point, which is the point of beginning;
having an area of 1.40 acres, more or less, and being more particularly described as Fire Station Tract on Subdivision Plat for DeKalb County Board of Education by Matthew D. Ulmer, Georgia Registered Land Surveyor (Baseline Surveying & Engineering, Inc.), dated 12/05/16.

EXHIBIT 'C'

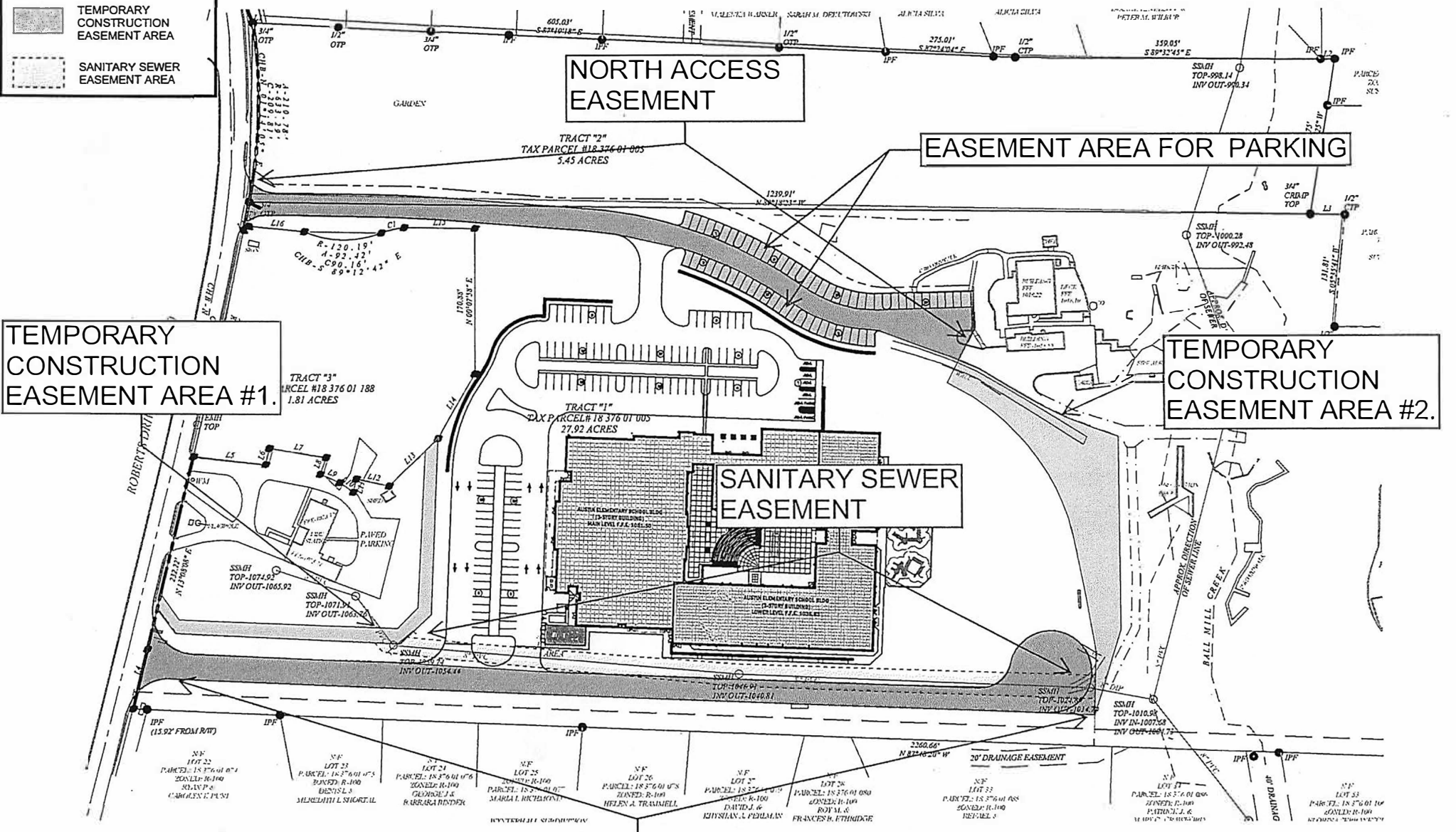
AUSTIN E.S. EASEMENT SKETCH

EASEMENT

- ACCESS EASEMENT AREA
- PARKING EASEMENT AREA
- TEMPORARY CONSTRUCTION EASEMENT AREA
- SANITARY SEWER EASEMENT AREA

TEMPORARY CONSTRUCTION EASEMENT AREA #1.

TEMPORARY CONSTRUCTION EASEMENT AREA #2.



SCALE: 1"=160'

SOUTH ACCESS EASEMENT