CHAPTER ONE

The Spirit of the Fathers

Chattanooga has always been a mystery.

Some say it means "eagle's nest" or "mountains looking at each other." Perhaps it means "fish bringer" or "hawk's hole." Currently, the most oft-repeated definition for the ancient Native American word is "rock coming to a point." This would suggest the point of Lookout Mountain, an eminence rich with symbolism overlooking the city and the Tennessee River. But experts generally discount the theory.[1*] It is a mystery I have always wanted to unravel.

The Cherokees said they didn't know what the word *Chattanooga* meant. They got it from the people before them.[2] Who they were and what they did on this soil is currently known by only a handful of people. Those facts were uncovered after the publishing of the most recent histories written twenty-five years ago. This book will let readers in on the secret.

Another mystery ripe for unveiling is the essence or spirit of the city. What makes it unique? What defines its special personality—or, as one local leader calls it, the spiritual DNA of the city?

We know a Southern city can be contrasted with a Northern town. But what distinguishes Chattanooga from its Southern counterparts and from its neighbors two hours away—Atlanta, Birmingham, Knoxville, and Nashville? What makes Chattanooga unique?

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[1] An asterisk (*) indicates further commentary with the endnote at the back of the book. An endnote without an asterisk provides only the source or sources used in the previous section.

This quest applies for every city. For Chattanooga, there are a number of distinct characteristics to discuss regarding geographic realities, ethnic heritage, race relations, religious trends, Christian influence, Native American roots, Civil War fallout, and historical tragedies. But in trying to find the essence of this city, you soon learn that nothing defines Chattanooga quite like the phenomenon of its longtime leading families. Though active in the town's agenda, they remain quiet and private. Many are unusually wealthy. Most live on Lookout Mountain. They have a reputation for being generous and civic minded, yet elusive. They will tell you they care deeply about their community, but they are accused by some of wielding too powerful of an influence. Sometimes the indictments of "the power structure" from those in "the valley" are bitter.

It is a polite town where names are not usually named in the press. "It is not considered good taste to brag about one's ancestors," writes Helen McDonald Exum, but, thankfully, she does a little naming and bragging for her friends through an unlikely medium: her *Chattanooga Cook Book*. Featured in forty-five newspapers, thousands of folks bought it to learn the leading families' recipes along with Helen's historical tidbits and family anecdotes.

Right after explaining the secret to Mrs. Bill Brock's egg casserole (Mr. Brock was a U.S. Senator and later became Reagan's Secretary of Labor), Helen praises "the children and children's children down to six and seven generations" who could live anywhere but "choose the same pleasant hills and valleys of Chattanooga that their fathers loved."

She names the Luptons, Kruesis, Smartts, Brocks, Friersons, Keys, Longs, Williams, Rawlings, and Pattens "who have all given character, color, stability, and leadership to our city."[3]

To locals, the names are almost legend. John T. Lupton II—"Jack" for short—sold the world's largest Coca-Cola Bottling company for $1.4 billion in 1986.[4] He is "more of a symbol than a real person," writes *Chattanooga Times* publisher Paul Neely in, perhaps, the only article ever published that attempts to assess the man. "Depending on the view, he can be gentle, modest, courtly, and reflective. He can also be rude, domineering, profane, and impatient."

"I love Chattanooga. I desperately love Chattanooga," Lupton said in one of the few articles quoting him. He backed it up with a $25 million dollar gift to the local university. Before that he raised nearly $50 million for an aquarium that is generally credited for reviving the city's prospects. His family has given hundreds of millions more to charities over the years.

Lupton has no time for critics. "If what I'm doing is good enough, I don't give a damn what they think," he said. And he has no time for class envy. "As long as

there is an earth, there will be rich, medium, and poor people. There ain't anything that anyone can do about it."[5]

Powerful Names

Since I resolved to ascertain the spirit of Chattanooga, I determined to interview as many of the leading families as possible.

The time had come to separate truth from myth. Lupton was an obvious choice for an interview since the newspaper back in 1988 had named him the most powerful man in the city.[6] But maybe I needed to warm up first. I would approach Lupton later and start with number two on the list: Scott L. Probasco Jr..

Though his name is not cited in the 1969 cookbook, Probasco is distantly related to every family listed by Helen. (Yes, every single one.) He goes by Scotty. His trademark is a traditional bow tie, Honduran cigars, and the comment, "Great work!" Although his position as Chairman of SunTrust Bank seemed intimidating, I felt a little better about my chances for a friendly interview.

However, my chances could diminish depending on Mr. Probasco's opinion of my journalistic enterprise over the past eight years. (Or did he even know about it?) A four-page news publication sent to 8,500 fax machines each week, the *Chattanooga Fax* reported on people and events sometimes left untouched by the rest of the media. Though I did not attack character, I did criticize actions and ideas of local leaders—like the mayor's attempt to take over the privately-owned water company, backed by a financial report from high-profile accountant and civic booster, Joe Decosimo.

The sons of Joe Decosimo didn't like my reporting. "Have you ever considered that you must earn the right to be taken seriously in this community?" asked Tom Decosimo, in a terse letter-to-the-editor for *Chattanooga Fax*.

Certain residents in the valley had warned me of the difficulty of breaking into the town's inner circle. Tom's brother, Fred Decosimo, sent me a letter the same day: "Now, I sincerely ask you to ask yourself, 'What have I given to this community?' From where I sit the answer will not be long. My father does not have the time to answer . . . you, but I have neither his patience nor his grace."[7]

I was hoping Scotty would have the patience and the grace. As it turns out, the second-most powerful man in Chattanooga is also related to the Decosimos. Probasco accepted my request by letter for an interview. But I did not mention the *Chattanooga Fax*.

As I took the elevator to his office on the 16th floor of the SunTrust Bank building, I glanced at my notes. I had done my homework on Probasco and his

background. His grandfather founded American National Bank, formerly called the Bank of Chattanooga. Harry Probasco hailed from Ohio, and his ancestors sailed to America from Holland. In all my interviews, I wanted to learn how much these leaders knew about their heritage. I love genealogy, and from my own experience, I knew that while one kid may know a lot, that may not be true for the others. Does it matter? Does one reach community leadership and success through the knowledge of your heritage? Can it trickle down even if you are not consciously aware of it? Does it really make a difference? And how much does Scott Probasco really know about his background?

The elevator doors opened, and I walked through the foyer toward his office. In my peripheral vision, I could see the stately boardroom of the Benwood foundation. Directly in front of me stood a giant portrait of Benjamin Franklin Thomas, father of the Coca-Cola bottling empire and the man responsible for the Benwood foundation.

In 1899, when Thomas and his friend Joe Whitehead, both young, struggling attorneys, traveled to Atlanta to ask Asa Candler for the rights to bottle Coca-Cola, the soda fountain drink was already popular in the South. The successful Candler did not want to bother with the untested and unreliable bottling concept. However, he finally relented after much pestering. They must buy the syrup only from him, he said, and could keep the remaining profits. Candler thought nothing would come of it. Legend says he sold the rights for one token dollar. The contract does not mention it. The two Chattanoogans had a friend wire money for the train ride home.[8]

Over time, more bottles were sold than fountain drinks. Due to Thomas's vision, Coca-Cola became the most widely distributed product in the world and the second-most recognizable word on earth. The first is "okay."[9*]

Candler came to regret the offhand agreement and later sued to regain total ownership of the empire. He was unsuccessful. Dozens of fortunes were made, most by people living in Chattanooga or by Chattanoogans like Whitehead who moved to states across America with the rights granted by Thomas to "bottle gold." One historian called it "a license to print money."[10] Chattanooga became a city with a lopsided percentage of millionaires. With the growth, philanthropy, and cultural development that resulted, the late Ben Thomas today makes a strong claim as a father to the city.

Ben Thomas

It is uncertain how many millions Harry Scott Probasco made as it remains uncertain how much his grandson is now worth, but the boardroom for his bank and for Thomas's

Coca-Cola Bottling Company, the bank's single largest depositor, were one-in-the-same for many years.[11] Thomas took a turn as bank president, and Thomas's nephew and heir, George Hunter, served as best man in Scott Probasco Sr.'s wedding.[12]

So I was a bit more intimidated when I approached Scott Jr.'s door for the interview. A 1962 article in my notes described him as tall, handsome, friendly, gregarious, trim, athletic and in excellent health.[13] When he rose from his desk and dashed over to greet me, that is exactly what I saw. Only his gray hair betrayed the 40-year gap. He seemed like a really friendly guy.

He would have put my fears to rest immediately, but another article quoted a friend who warned not to let Probasco's wild enthusiasm fool you. "That's purposeful on his part. He's a good judge of character. He's very shrewd . . . always thinking, even when he's acting crazy."[14]

The office was not so intimidating. It could not have been much more than 250 square feet. Two humidors containing large cigars sat on the desk. The furniture was older, suggesting a legendary Scotch trait among Chattanooga's elite for ridiculous frugality mixed with an unusual generosity in the right situation.

"Would you like a cigar?" he asked.

"Yes, sir."

I have always loved cigars but generally cannot afford the really good ones. He handed me a long, fragrant stick of tobacco.

"Here. Live it up."

Then he brought out a special tool.

"Here, let me cut that in two for both of us."

Half as confident in the likelihood of a lengthy interview, I started with family history. The tape was rolling.

"You don't have to know everything," I assured him. "A lot of people don't know much about their ancestors."

"Yeah."

"Don't feel pressured."

"Hmmm. Well . . . the Probascos came from Madrid, Spain," he said, "and then they moved to Holland and they stayed there and took on the Netherlands culture. It went from Probasko to Probasco. But then they left Holland, actually in the late, very late 16th Century and landed in Maryland."

"Okay."

Not a bad start.

"Do you have Spanish blood?" I asked.

"I wish there was. I wouldn't have this terrible light skin. That's just where the Probasco name started."

I've always loved names and their meanings. However, according to the *Diction-*

ary of American Family Names, the etymology of *Probasco* is unclear.

"My grandparents on both sides were basically Scotch or English," he said. "We've got some old diaries and an old Bible where it was written in the front cover of the thing."

"What was your grandfather from?"

He said Harry Probasco came down from Cincinnati, after a brief stint of banking in Indiana, following the Civil War. There is still a fountain in Cincinnati with Probasco written on it. "A lot of people from that area came down to Chattanooga in the early '80s. They were all carpetbaggers, really."

"How many generations back were the Probascos in banking?"

"According to the Bible, there were money-changers in Madrid."

It was an odd statement. Upon further questioning, he told me some of those non-Spanish Probascos in Spain were Jewish.

"I'm probably tenth generation in the banking business. I don't know. You want a Coke?"

We drank a Coke. He told me his desk and furniture belonged to his father, as did the Scott L. Probasco nameplate. His father served as a major in World War I and a colonel in World War II.

"He was skinny and tall like me, and he was a hell of a man. A natural leader, totally different from me. I'm like my mother—door's open, happy. He was . . . people were all scared of my dad."

When young Scotty returned from Dartmouth one Christmas his Dad sat him down.

"'Well, son, what are you thinking about doing?' Dad said. This is silly, but at the time I was thinking about becoming a preacher. But I kept going [along at the bank] and I said, 'Well, you know, Dad, I'd really like to work at the bank.'"

"He was at this desk looking at me. I'll never forget it. 'Good,' he said. 'Good,' he said."

Scotty had already worked a few years as a teller, and his father made sure he did not confuse a banker with a clerk.

"'But son, I want you to be more than a banker,' he said. 'I want you to be a businessman.'"

"Yes, sir."

"Now, do you know the definition of a businessman?"

"No, sir."

"Son, the definition of a businessman is a man who gets the business."

"Yes, sir."

So, he got the business, Scotty said. He told me he never knew his grandfather, who died a year before he was born. But Harry and Scott senior, age 21, had a

similar conversation over a beer in Germany.

"What do you want to do Scotty?"

"Well, Papa (he called him *Papa*), I'd like to start a trust company in Chattanooga."

Scott senior was young, but ten generations of banking experience allows you to quickly learn the difference between a banker—what his dad did—and a trust company, which manages estates and resulting fortunes that are inherited. It was a good business for the town that started Coke bottling.

"Well, fine son," said Harry. "I'll help you."

The Godfather of Chattanooga

Scotty and Scotty senior were both only sons. And Scotty's dad and granddad were both devout members of the First Presbyterian Church, a "new school" Presbyterian congregation that allowed for "enthusiasm" in worship, a way of saying they were a bit more serious. It was also the city's largest, most prestigious, and influential church. Harry was Chairman of the Building Committee in 1904.[15]

A page in the First Presbyterian history book displays a couple of large, old, black and white photos of the two men most responsible for the major Presbyterian edifice on McCallie Avenue. They were arguably the two most powerful men in the city at the time. Sitting side-by-side on the same page, they look almost alike—around the same age, both with thick mustaches, both in suits, and both looking slightly to their right. The only difference is that John T. Lupton wears a long tie. Harry Scott Probasco wears a bow tie.[16] Not much has changed in a hundred years.

"He is one of the most modest of men regarding his vast interests," writes Zella Armstrong regarding Jack's Lupton's grandfather in her "Who's Who" history of Hamilton County. She credits Lupton with "almost literally obeying the Biblical injunction not to let the left hand know what the right hand doth."[17]

These were devout and committed Christian families who were serious, like the church. They took their cues from the even more serious and luminary figure behind the First Presbyterian phenomenon, the man who offered the dedicatory prayer when the building was completed.[18] The Reverend Dr. Thomas Hooke McCallie led such a faithful regimen of family devotions (which included his two sons that founded the McCallie School in 1905) that it stuck for over a century. His great-grandson, Allen McCallie, currently an attorney at the Miller & Martin firm, told me their morning family devotions growing up were non-negotiable. Those later generations had it easy. Thomas Hooke's dad required strict two-a-day sessions in the 1850s.[19]

The original John T. Lupton caught Ben Thomas at just the right time in 1900, when he needed significant capital for his bottling opportunity. Lupton soon sur-

passed Thomas in wealth and became one of the richest men in the country. His Lyndhurst mansion in Riverview, 34,000 square feet, provided visual evidence for the gigantic fortune. Reputed to be the largest in the South, the showplace by the river boasted ten bedrooms, twelve baths, an indoor swimming pool and bowling alley, as well as a ballroom with a pipe organ.[20]

If Thomas is the father, then J. T. Lupton is the godfather of Chattanooga millionaires. Downtown developer Tommy Lupton, Jack's cousin, explained to me how J. T. Lupton kept it in the family. "There were fourteen kids in my daddy's family: eight brothers and six sisters. J.T. almost hired every one of them, or their husbands, and then gave them different Coca-Cola territories to run. Uncle Charlie took over Texas. Uncle Fred was New Orleans, and Frank Harrison's daddy was North Carolina and things of that sort."

Mr. and Mrs. J. T. Lupton's only child, Cartter Lupton, was eleven when they moved into the mansion.[21] When he died in 1977, his $200 million estate was the largest ever probated in the South. By comparison, Howard Hughes's estate the same year was $168 million.[22] Similar to Hughes, Cartter Lupton was considered a recluse.[23]

"He was very shy, very shy," Scott Probasco told me. "I mean, you'd never see him at the Mountain City Club or anything like that, but he was a devout, strong Christian. Very conservative. Very generous. I really loved him. He was a whale of a guy."

Probasco often approached Cartter for his various fundraising efforts. "If he said to me, 'Scotty, that's the biggest fool thing I ever heard,' then I knew he was hooked. One time he didn't raise cane, and I didn't get any money."

When Cartter came of age, he left Lyndhurst for another home in Riverview, right next door to Scott Probasco Sr.'s columned mansion.[24] Scotty's sister Alice was a childhood friend with little Jack.[25] They corresponded when Jack went off to the South Pacific in World War II. Four years later, they were married.[26]

Scotty Probasco is Jack Lupton's brother-in-law. In a city where many families are intermarried, this particular merging of families is key. For the purposes of this book, I call it the Lupton-Probasco axis. (See chart on next page). There are several other axes to discuss, but Lupton-Probasco is central and is connected to all the others.

The Obligation of Nobility

In her cook book, Helen certainly did not overlook Alice Lupton, the glue for Lupton-Probasco. Alice provides Helen with a recipe for Sapphire Fish Chowder served with either cornbread or crackers. "It depends on whether there was any fish left from the meal before, what is in the refrigerator and so on," writes Helen.

LUPTON ~ PROBASCO

Coca-Cola Bottling's wealthiest owner since it began in 1899. In the 20th Century, no family owned more Coke bottling assets than the Luptons

JOHN T. LUPTON
1862-1933

CARTTER LUPTON
1899-1977

JOHN T. (JACK) LUPTON II
b. 1927

(MARRIAGE) = **ALICE PROBASCO LUPTON** ⇨ *(BROTHER)*

Founder of American National Bank (now SunTrust), also called the "Coca-Cola Bank." His board comprised the city's most powerful men.

HARRY SCOTT PROBASCO
1858-1919

SCOTT L. PROBASCO, SR.
b. 1890-1962

SCOTT L. (SCOTTY) PROBASCO, JR.
b. 1928

That is because Jack likes to fish at their North Carolina getaway in the Blue Ridge Mountains and often experiments with trout on the grill. "He likes to use olive oil, butter, lemon juice and spiced Parisienne seasoning."[27]

He likes fish. "I remember when Jack dreamed the idea that we needed an aquarium here," said Judge Walter Williams, a high-profile African-American who once publicly criticized Jack but now has close ties to Lupton-Probasco. "Everyone said this is just a rich man wanting a fish tank. I couldn't really see the rewards of an aquarium."

Williams also publicly criticized the metro government effort pushed by Lupton and chaired by Probasco to merge the city and county. "I said I'd meet this fellow who was trying to push this down our throat, and I'll debate him anytime, anywhere—on the mountain, in the valley. I was throwing things his way, I guess, but he just called me on the phone.

"We need to have lunch," said Lupton. "Why haven't we ever met?"

"Well, you never called me."

Jack took him to lunch at the Chattanooga Golf & Country Club, and a lifelong friendship ensued.

Lupton called him one day from somewhere in the Carolinas. "He just called me and started laughing on the phone and said, 'I bet you don't know who this is. This is Jack Lupton. Well, goodbye.' He does that kind of stuff."

In sharp contrast to families like the Luptons, Williams told me he never had any interaction with his father or grandfather and knows little to nothing about them. Many in the black community share this same disconnect with previous generations. The judge, however, found a way to overcome those obstacles. He was elected in a citywide race—twice—making him a leading African-American in a city where blacks are not the majority. He has come to appreciate the differences between his and Lupton's background.

"People who don't have resources—we are sometimes limited in our thinking. I was dealing with the rent payment for my office and all that. People who have resources can sit back and dream thirty years and that kind of stuff."

The newspaper article that listed Lupton's name as most powerful said it another way: "Inherited with that aristocratic name was the notion of *noblesse oblige*, an altruistic idea." The French phrase means "obligation of the nobility," a sense of duty by the more fortunate to lead and provide for the community.

Tommy Lupton has his own way of articulating it. "I came in with some prestige and a good name, and I was always conscious of the responsibility to live up to that name." In high school they called him "Tommy Baylor of Lupton School," even though his side of the family doesn't share Jack's level of wealth. "You always live under the awning that someone in your family had some money, so that kind

of rubs on you because you've got the same name. I told Jack one time, if I'm going to live up to his name, he better help me out a little bit."

Williams accepts the local nobility as neither good nor bad, or perhaps, both good and bad. He notes that blacks have gone places that poor whites could never go. He says the division is more about money than race. "Chattanooga is a money town, and it's about the haves and have nots, and there's nothing negative . . . well, I say negative . . . it's, you know, Chattanooga has always been more of a controlled city. Unlike in Atlanta. Unlike Birmingham . . . Montgomery or Nashville. There are identifiable names that clearly run Chattanooga. Names run it now [and] clearly in the past ran Chattanooga. There's no question. The Luptons are clearly a powerful family in this community, and in a positive way.

"Chattanooga is fortunate to have people like Jack Lupton and the Scotty Probascos and the others . . . who have tried to move the city forward because if we had not had them, we would still be just an old dirty city. But we are clearly the shining star, in my judgment, of the New South."

The Renaissance

Very few today disagree with Judge Williams's assessment of the renewal. In 1969, the federal government declared Chattanooga "the most polluted city in the United States." Walter Cronkite announced it on the evening news.[28] But 30 years later *U.S News & World Report* listed Chattanooga as one of three North American cities with the ability to clean up their act and "make things work."

A *Parade Magazine* cover story agreed: "Once a prime example for everything wrong with America, Chattanooga (pop. 148,820) is turning itself around. The city's formerly decaying riverfront is now a thriving entertainment district that draws more than a million visitors a year. Electric buses, locally built and free to ride, ply downtown streets. A not-for-profit group is spending more than $30 million a year on housing. And the air, once so dirty you had to drive with your headlights on at noon, is clean again."[29]

"Mother used to take her little white hankerchief out and wipe my nose and it would just be black from soot and stuff like that," said Scotty Probasco. "I mean, it really was pretty dirty. And we're in a bowl, so we really had to try to clean the place up."

He explained that after World War II, Chattanooga became the eighth largest manufacturing center in the country—and number one in the South by some accounts. Over 80,000 manufacturing jobs were provided by textile companies and by foundries that worked with iron and metal castings. One book listed over 1500 products[30] manufactured in "The Dynamo of Dixie," the nickname for the powerful but dirty city.