

**MINUTES OF THE REGULAR MEETING OF THE BOARD OF THE
METROPOLITAN ZOOLOGICAL PARK AND MUSEUM DISTRICT**

St. Louis, Missouri
August 31, 2015

A regular meeting of the Board of Directors was held at the Missouri History Museum, St. Louis, Missouri at 12:00 p.m. on Monday August 31, 2015. The primary purpose of the meeting was to review and discuss the 2015 budgets and the 2014 financial statements from the History Museum Subdistrict and the Missouri History Museum ("History Museum" and/or "Museum").

Thelma Cook, Chair of the Metropolitan Zoological Park and Museum District ("District"), called the meeting to order. She welcomed the Missouri History Museum and Missouri History Museum Subdistrict, Trustees and Staff. She then welcomed other individuals who were attending the meeting. The names and affiliated organizations of attendees are listed on Exhibit I of the minutes which is attached hereto and made a part hereof.

Upon roll call, the following Board members were present:

Thelma V. Cook	Thomas J. Campbell
Michelle Harris	Christine Chadwick
Robert E. Eggmann	Charles Valier
Darnetta Clinkscale	

Robert Lowery was absent. Others attending the meeting included: Mike Chivell from Armstrong Teasdale LLP, the District's legal counsel, and District employees: J. Patrick Dougherty, Sharon Wilcutt and LaQuana S. Dilworth.

Mrs. Cook welcomed a new Director to the Missouri Zoological Park and Museum Board, Darnetta Clarksdale, and congratulated her on her appointment to the Board.

Mrs. Cook called for brief public comments from citizens in attendance. No comments resulted.

Budget Presentations by the History Museum Subdistrict and the Missouri History Museum: Romondous Stover, Commissioner of the Missouri History Museum Subdistrict, began the presentation with an overview on the recent opportunities the History Museum has had to present programs and host events based on race relations in the St. Louis area. A discussion ensued.

Harry Rich, Chairman of the History Museum Board of Trustees, addressed the Board. He summarized some of the current and past exhibits: "250 in 250" commemorating the City's 250th Anniversary, "History Clubhouse", a space for families to foster a love of history, learning and museums, and "A Walk in 1875 St. Louis", collection of photographs, artifacts, news and writings from 1875 St. Louis.

Mr. Rich presented attendance numbers for exhibits and information of collaborations with numerous regional and national organizations to create programs, activities and collecting initiatives in 2014 and 2015, including the "Teens Make History" program.

Dr. Levine then addressed the Board. Dr. Levine summarized awards and recognitions received by the Museum and partnerships with schools and organizations throughout the region. A summary of the Staff and Volunteer diversity statistics was presented.

Dr. Levine then presented financial information including:

2015 Revenue and Support: New Sources:

- Missouri History Museum Subdistrict - 71% of the proposed overall Operating Budget Revenue;
- 2015 Contribution - 8.80%;
- Thomas Jefferson Society - 2.84%;
- Membership - 2.83%; and
- Investments Income - 12.28%.

Operating Expenses by Department include:

- Community Education - 14%;
- Library & Collection - 28%;
- Publications – 3%;
- Exhibitions & Research – 27%;
- Marketing & Communications – 7%;
- Soldiers Memorial Processing – 2%;
- Development & Membership – 4%;
- Management & General – 10%; and
- Human Resources & IT – 4%

Dr. Levine explained the five step Strategic Goal and a detailed summary on the Soldiers Memorial Museum processing initiative. A discussion ensued.

Questions regarding the diversity efforts made by the Museum, Strategic Planning, the Soldier’s Memorial Initiative, positive changes with regards to leadership, positive outreach programs, and long-range fundraising and social media goals were presented. A discussion ensued.

Mrs. Cook thanked the presenters for their participation. Upon completion of the Museum’s budget presentation, the meeting recessed. Within a few minutes, Thelma Cook called the meeting to order.

Approval of Minutes – The Chair called for the approval of the Minutes from the July 28, 2015 regular Board meeting. Mrs. Chadwick moved that the minutes be approved and Mr. Campbell seconded the motion. Upon a motion duly made, the July 28, 2015 minutes were approved with all members voting ‘aye’.

Mrs. Cook called for discussion of the contents of the budget presentation by the Missouri History Museum Subdistrict and the Missouri History Museum. A discussion ensued.

Executive Director’s Report: Mr. Dougherty reported that as of August 28, 2015 the balances in the District controlled bank accounts approximated \$17.6 million and included:

<u>Account for the benefit of:</u>	<u>Amount</u>
Zoological Park Subdistrict	\$ 146,818.68
Art Museum Subdistrict	\$ 7,358,915.06
St. Louis Science Center Subdistrict	\$ 26,547.81
Botanical Garden Subdistrict	\$ 3,052,408.08
Missouri History Museum Subdistrict	\$ 1,889,216.42
District Operating Fund	\$ 5,126,431.38

Mr. Dougherty then presented the District’s internal financial statements for the months of May, June and July 2015. No discussion resulted.

Audit Committee Report: Mr. Eggmann reported that the Audit Committee met on August 19, 2015. The primary purpose of the meeting was to review and discuss current policies and procedures regarding the engagement of professional service providers. Following a discussion, a recommendation was made that a resolution be presented to the Full Board suggesting that it would be in the best interest to the taxpayers in the community for the Subdistricts to review their professional service providers every five years. A discussion ensued.

Report of Legal Counsel: Mr. Chivell reported that he spoke to the St. Louis City Counselor's office with regard to the Draft Code of Ethics. Mr. Chivell explained that the City Counselor's office is continuing to review the document, but he does not know when their review will be completed. A discussion ensued.

Old Business: No new Business.

New Business: Mrs. Cook presented the post-budget meeting letters.

Mr. Valier offered two comments with regard to the post-budget meeting letters:

- On page two, paragraph two, of the Missouri Botanical Garden's post-budget meeting letter... "reflects the Garden's status as one of the world's top botanical institutions...". The sentence should emphasize that the Botanical Garden is one of the world's top Botanical Gardens.
- On the post-budget meeting letter for the Saint Louis Zoo, "acquisition and current development of the Forest Park/Deaconess Hospital site and the completion of Polar Bear sound are developments that the ZMD recognizes and applauds" should be included.

A discussion ensued.

Mrs. Chadwick moved that the post budget-meeting letters, as revised, be sent to each of the four Subdistricts (Saint Louis Zoo, Saint Louis Art Museum, Saint Louis Science Center and Missouri Botanical Garden). Mrs. Harris seconded the motion. The motion was approved with all members voting 'aye'.

Mrs. Cook called for brief public comments from citizens in attendance.

There being no further business, Mr. Valier moved that the meeting be adjourned. Mrs. Harris seconded the motion and it was unanimously passed. The meeting adjourned at 1:50 p.m.

Respectfully submitted,



Assistant Secretary

EXHIBIT I

<u>NAME</u>	<u>AFFILIATED ORGANIZATION</u>
Fran Levine	President and CEO of the Missouri History Museum
Karen Goering	Director of Operations, Missouri History Museum
Katie Van Allen	Managing Director. Museum Services for the Missouri History Museum
Melanie Adams	Managing Director, Community Relations for the Missouri History Museum
Benjamin Washington	CFO of the Missouri History Museum
Sean McCaffrey	Director of Development for the Missouri History Museum
Everett Dietle	Director Of Communications of the Missouri History Museum
Anne-Marie Thurman	Presidents Office
Mel Carr	Director of Human Resources for the Missouri History Museum
Joan Bricetti	Subdistrict Commissioner, Missouri History Museum
Edna Gravenhorst	Subdistrict Commissioner, Missouri History Museum
Frank Hamsher	Subdistrict Commissioner, Missouri History Museum
Judy Abrams	Subdistrict Commissioner, Missouri History Museum
Joan Cronin	Subdistrict Commissioner, Missouri History Museum
Kathy Giddings	Attorney for the Missouri History Museum Subdistrict
Frank P. Wolff, Jr.,	Attorney for the Missouri History Museum - Bryan Cave, LLP;
Judge Thomas Grady	Subdistrict Commissioner, Missouri History Museum
Romondous Stover	Subdistrict Commissioner, Missouri History Museum
Austin Tao	Subdistrict Commissioner, Missouri History Museum
John Roberts	Past Chairman of the Missouri History Museum Trustees;
Bob Cox	Past Interim President & Representative Missouri Historical Board of Trustees
Kat Cunningham	Representative Missouri Historical Board of Trustees
Marilyn Fox	Representative Missouri Historical Board of Trustees
Bob Fulstone	Representative Missouri Historical Board of Trustees
Gary Gaertner, Jr.	Representative Missouri Historical Board of Trustees
Senator Wayne Goode	Representative Missouri Historical Board of Trustees
Cathy Berges	Representative Missouri Historical Board of Trustees
Harry Rich	Chairman of the Missouri Historical Board of Trustees
Elizabeth Robb	Representative Missouri Historical Board of Trustees
Mike Wolff	Representative Missouri Historical Board of Trustees
Ray Stranghoener	Representative Missouri Historical Board of Trustees
Bill Rusnack	Representative Missouri Historical Board of Trustees
Dustin Deschamp	Representative from Saint Louis Zoo
Patricia Crow	Director of from Saint Louis Art Museum
Barb Boyle	Vice President and Chief Financial Officer; Saint Louis Science Center
Dr. Eric Miller	Sr. VP Zoo Operations, Saint Louis Zoo
Kevin Killeen	Reporter, KMOX Radio
Willis Arnold	Reporter, St. Louis Public Radio
Katie O'Sullivan	Public Information Officer; Missouri Botanical Garden

NOTICE OF REGULAR MEETING

METROPOLITAN ZOOLOGICAL PARK AND MUSEUM DISTRICT

Pursuant to Section 610.020 of the Revised Missouri Statutes, notice is hereby given that a Regular Meeting of the Metropolitan Zoological Park and Museum District Board will be held as follows:

Date: August 31, 2015

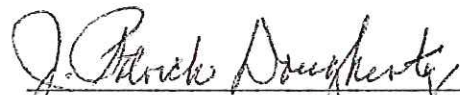
Time: 12:00 P.M.

Place: Missouri History Museum
AT&T Room
5700 Lindell Boulevard
St. Louis, MO 63112

Agenda:

1. Missouri History Museum Subdistrict and Missouri History Museum 2014 Financial Statements and 2015 Budget.
2. Discussion of the information contained within the Missouri History Museum Subdistrict and Missouri History Museum budget presentation.
3. Report from the Executive Director concerning District Matters.
4. The Board may also hold a closed session, with a closed vote and record, as authorized by Section 610.021 (1), (2) and (3), Revised Statutes of Missouri, related to legal issues, real estate and/or personnel, negotiation of a contract pursuant to 610.021 (12) RSMO, proprietary information pursuant to Section 610.021 (15) and/or confidential or privileged communications with our auditor pursuant to (17).

Further information may be obtained at the District Offices, 7733 Forsyth Blvd., Suite 550, Clayton, Missouri 63105, (314) 862-4222

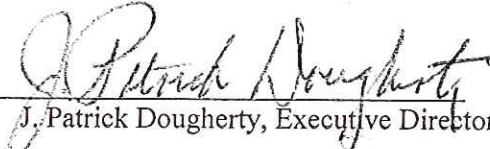

J. Patrick Dougherty, Executive Director

C E R T I F I C A T E

I, J. Patrick Dougherty, do hereby certify that the attached Notice of Regular Meeting was published in accordance with the provisions of Section 610.020 of the Revised Missouri Statutes, posting said Notice at least twenty-four hours in advance of the date of said meeting in a prominent place easily accessible to the public at the Missouri History Museum and at the Pierre Laclede Center Building, 7733 Forsyth Boulevard, Suite 550, Clayton, Missouri, 63105 and by posting on the District's website and mailing and/or e-mailing a copy of said Notice by ordinary mail to:

- David Hunn
- Stephen Deere
- St. Louis Business Journal
- Riverfront Times
- Susan C. Thomson
- Mark Schlinkmann
- Betsey Bruce
- Patrick Brown
- Jeff Rainford
- Sable Campbell-Jones
- Pat Westhoff
- Nancy Fowler
- Eric Miller
- Alex Heuer
- F. Holmes Lamoreux
- Barbara B. Taylor
- Michael F. Neiforff
- Lelia J. Farr
- Richard Jensen
- Willis Arnold
- Ben Uchitelle
- Laura Taylor
- Diane Toroian Keaggy
- Deborah Peterson
- Elsie Glickert
- Charlene Prost
- Erin M. Nolan
- Odester Saunders
- Tonya Sinkovits /John Butler
- Tom Curran
- Matthew Hathaway
- Rachel Lippmann
- St. Louis Public Radio
- Barb Boyle
- Bert Vescolani
- Wyndell Hill
- Matthew W. Geekie
- Adrienne D. Davis
- Donna Wilkinson
- Lelia J. Farr
- Harry Rich
- Benjamin C. Washington
- Gloria Wessels
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Signed this 31st day of August 2015


J. Patrick Dougherty, Executive Director