

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

St. Louis, MO
July 28, 2015

A regular meeting of the Board of Directors was held in the Living World Board Room at the St. Louis Zoological Park, St. Louis, Missouri at 12:00 p.m. on Tuesday July 28, 2015. The primary purpose of the meeting was to review the Zoo's 2014 operations and its 2015 budget.

Thelma Cook, Chair of the Metropolitan Zoological Park and Museum District ("District"), called the meeting to order. She welcomed the Saint Louis Zoological Commissioners, Trustees and Staff. She then welcomed the other individuals who were attending the meeting. The names and affiliated organizations of all 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-via conference call

Robert Lowery, Sr. was absent. Other persons attending the meeting included Michael Chivell from Armstrong Teasdale LLP, the District's legal counsel and Brittany Herron, Intern with Armstrong Teasdale LLP; and District employees: J. Patrick Dougherty, Sharon L. Wilcutt and LaQuana Dilworth.

The Chair then called for Public Comments.

Mr. Uchitelle, a public citizen, addressed the meeting and presented a paper titled 'A Time to Change' advocating the ZMD Subdistricts be granted the right to charge admission fees to non St. Louis City/County residents. A discussion ensued.

Zoological Park Subdistrict Budget Presentation: Dr. Bonner initiated the budget presentation with an update of Association of Zoos and Aquariums accreditation including positive reviews from the association.

Dr. Bonner presented a slide presentation which measured 2014 tax support as a percent of Gross Revenues:

- o Tax Revenue: 33% - \$21.1 million;
- o Support & Fundraising: 27% - \$17.2 million;
- o Visitor Spending: 36% - \$22.8 million;
- o Investment Income: 4% - \$2.2 million.

and as a percent of Net Operations:

- o Tax Revenue: 52% - \$21.1 million;
- o Support & Fundraising: 23% - \$9.2 million;
- o Visitor Spending: 25% - \$10.0 million;

Dr. Bonner reported that the new exhibit Polar Bear Point opened in June of 2015 and offers new insights into the lives of polar bears and the Arctic people who rely on them through its new \$16 million, 40,000-square-foot McDonnell Polar Bear Point exhibit.

Dr. Bonner then presented a detailed expense chart of total expenses in 2014. It was noted that salaries are not funded by funds from the District for employees in fundraising or in revenue producing departments (*i.e.*, food service, gift shops). Dr. Bonner further explained that tax support revenue provides funding for core functions at the Zoo, including: Animal Division; Education Department; Veterinary Hospital; Animal Research and Conservation Medicine. An overview of visitor experience; Diversity Initiatives; The Wildcare Institute; Resource Conservation and the future of Zoo expansion projects were discussed.

Dr. Bonner recapped some of the follow up comments that resulted from the agreed-upon procedure review performed in 2014. A discussion ensued.

Upon completion of the budget presentation the meeting recessed. Within a few minutes, Mrs. Cook called the meeting to order.

Approval of Minutes: The Chair called for the approval of the regular Board meeting held on July 14, 2015. Mrs. Chadwick moved that the minutes be approved and Mr. Campbell seconded the motion. A discussion ensued. The motion to approve the July 14, 2015 minutes was approved with all members voting 'Aye'.

Mrs. Cook called for comments and discussion on the information presented by the Saint Zoological Park staff. A discussion ensued.

Executive Director's Report: Mr. Dougherty informed the Board that, as of July 13, 2015, the balances in the District controlled bank and investment accounts approximated \$22.8 million and included:

<u>Account for the benefit of:</u>	<u>Amount</u>
Zoological Park Subdistrict	\$ 99,926.08
Art Museum Subdistrict	\$ 9,557,189.62
St. Louis Science Center Subdistrict	\$ 3,181.56
Botanical Garden Subdistrict	\$ 4,198,225.92
Missouri History Museum Subdistrict	\$ 3,795,166.37
District Operating Fund	\$ 5,177,523.31

Audit Committee: Robert Eggmann had no report. The Audit Committee will plan to meet in mid to late August.

Report of Legal Counsel: Mr. Chivell reported that he received a phone call from Barb Birkecht, St. Louis City Counselor with regards 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.

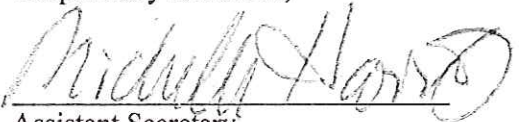
Old Business: Mrs. Cook stated that following the receipt and discussion of comments from the City Counselor's office the Draft Code of Ethics can be finalized by the full board.

New Business: No new business.

The Chair then asked for public comments from those in attendance. No comments resulted.

There being no further business, Mr. Campbell moved that the meeting be adjourned. Mr. Eggmann seconded the motion and it was unanimously passed. The meeting adjourned at 1:25 p.m.

Respectfully submitted,

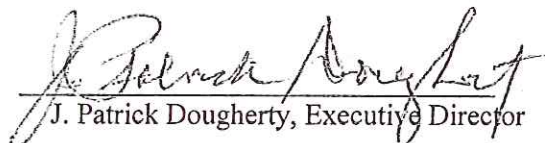

Assistant Secretary

CERTIFICATE

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 Saint Louis Zoological Park and at the Pierre Laclède 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 Torioian 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
-

Signed this 28th day of July 2015


J. Patrick Dougherty, Executive Director

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: July 28, 2015


Time: 12:00 P.M.

Place: Saint Louis Zoological Park
Living World Center - Board Room
One Government Drive
St. Louis, MO 63110

Agenda:

1. Saint Louis Zoo 2014 Financial Statements and 2015 Budget.
2. Discussion of the information contained within the Zoological Park budget presentation.
3. Update the status District Code of Ethics.
4. Report from the Executive Director concerning District Matters.
5. 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