

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

St. Louis, Missouri
June 19, 2015

A regular meeting of the Board of Directors was held at the Saint Louis Art Museum, St. Louis, Missouri at 12:00 p.m. on Friday June 19, 2015. The primary purpose of the meeting was to review and discuss the 2015 budget and 2014 financial statements presented by the St. Louis Art Museum Subdistrict (the "Museum").

Thelma Cook, Chair of the Metropolitan Zoological Park and Museum District ("District"), called the meeting to order. She welcomed St. Louis Art Museum 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
Charles E. Valier	Robert E. Eggmann
Michelle Harris	Christine A. Chadwick
Robert G. Lowery, Sr.	

Other persons attending the meeting included: District legal counsel Mike Chivell of Armstrong Teasdale LLP and District employees, LaQuana Dilworth and J. Patrick Dougherty.

The Chair called for public comments. There being no comments, the Chair then moved forward with the meeting agenda.

Barbara Taylor, President of the Museum Board of Commissioner of the Saint Louis Art Museum welcomed the Board and gave a brief update on the opening of the Grace Taylor Broughton Sculpture Garden. She also reported on the status of debt repayment of the recent expansion to the Museum.

Brent Benjamin, Director of the Saint Louis Art Museum then reported on recent changes at the Museum. He explained that in August of 2014 the Art Museum adopted a new five year strategic plan. It was the first new plan in over a decade. The new plan is organized around four key components: The Art, The Experience, The Community and Institutional (Financial) Stability. Mr. Benjamin presented a detailed explanation of each component of the new strategic plan.

Mr. Benjamin continued his presentation by providing information on major exhibits contrasting viewpoints on American Landscape that include: Navigating the West: George Caleb Bingham and the River; Thomas Cole's Voyage of Life and Scenic Wonder: An Early America Journey Down the Hudson River. Other exhibitions include: Beyond Bosch: The Afterlife of a Renaissance Master in Print; Senugo: Art and Identity in West Africa; and the Grace Taylor Broughton Sculpture Garden.

He turned the presentation over to Carolyn Schmidt. She addressed the Board and presented an overview of the 2015 Operating Budget. Mrs. Schmidt emphasized that the tax support received from the District represents 61% of the Museum's revenue. Building Operations and Gallery at 26% represent the largest percentage in the expense category, followed by Development and Marketing at 24%, Finance and Administration at 19%, Collections and Exhibitions at 13%, Curatorial at 7%, Education and Library at 7% and Director's Office at 4%.

Questions regarding depreciation, accessioned art gifts, attendance (with a breakdown by geographical areas), reduction in investment income, the expansion/safety of technology, and staff/volunteer diversity were discussed. Mr. Valier requested a copy of the attachment noted on the Art Museums April Minutes reflecting a benchmark comparison with comparable Art institutions.

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 Minutes from the May 28, 2015 regular Board meeting. Mr. Lowery moved that the minutes be approved and Mrs. Chadwick seconded the motion. The motion to approve the May 28, 2015 minutes was approved with all members voting 'Aye'.

Mrs. Cook called for comments and discussion on the information presented by the Saint Louis Art Museum staff. A discussion ensued.

Executive Director's Report: Mr. Dougherty informed the Board that the balances in the bank accounts controlled by the District totaled approximately \$27.3 million as of June 18, 2015, and included:

<u>Account for the benefit of:</u>	<u>Account balance:</u>
Zoological Park Subdistrict	\$ 1,760,035.72
Art Museum Subdistrict	\$ 10,897,359.73
St. Louis Science Center Subdistrict	\$ 13,419.82
Botanical Garden Subdistrict	\$ 5,702,437.35
Missouri History Museum Subdistrict	\$ 3,765,169.73
District Operating Fund – First National Bank	\$ 5,201,431.23

Mr. Dougherty then presented each Board member with a draft of the agreed-upon procedures to be conducted at the Missouri Botanical Garden and the Missouri Botanical Garden Subdistrict. A discussion ensued.

Audit/Finance Report: No report at this time.

Report of Legal Counsel: No report at this time.

Old Business: Mrs. Cook informed the Board the finalized draft of the District Code of Ethics has been forwarded to Armstrong Teasdale's office, the Mayor of St. Louis and the St. Louis County Executive. The District is still waiting for comments from the St. Louis County Counselor and the City Counselor's office.

Mrs. Cook explained that the District's Report to the Community is being printed and mailing will begin in approximately two weeks time.

New Business: Mr. Dougherty presented a memorandum with options for purchasing and upgrading the District's server and two workstations at the office. A discussion ensued.

Following review of the proposal, Mrs. Harris moved to amend the District budget and approve the purchase of two new workstations with monitors and one updated server with a monitor, technical information, specifications, updated software programs, installation, license fees for all of the equipment and an off-site back-up agreement as outlined in the proposals from Zobrio.

Mr. Campbell seconded the motion. The motion was approved with all members voting 'Aye'.

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

There being no further business, Mr. Lowery moved that the meeting be adjourned. Mr. Eggmann seconded the motion. The motion passed unanimously with all members voting 'Aye'.

The meeting adjourned at 1:56 p.m.

Respectfully submitted,

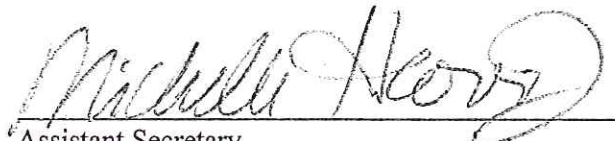

Assistant Secretary

EXHIBIT I

<u>NAME</u>	<u>AFFILIATED ORGANIZATION</u>
Barbara Taylor	President, Museum Board of Commissioners; Saint Louis Art Museum
Frieda L. Wheaton	Secretary, Museum Board of Commissioners; Saint Louis Art Museum
Brent Benjamin	Director; Saint Louis Art Museum
Carolyn Schmidt	Assistant Director Finance & Admin/Controller; Saint Louis Art Museum
Debbie Zumwalt	Special Projects Manager, Directors Office; Saint Louis Art Museum
Matthew Hathaway	Director of Communications; Saint Louis Art Museum
Jeffrey T. Fort	Representative from the Saint Louis Art Museum
Charles A. Lowenhaupt	Representative from the Saint Louis Art Museum
Linda M. Martinez	Representative from the Saint Louis Art Museum
Gary Wolff	Representative from the Saint Louis Art Museum
Barbara W. Roberts	Representative from the Saint Louis Art Museum
Adrienne Davis	Representative from the Saint Louis Art Museum
Carl Hamm	Representative from the Saint Louis Art Museum
Jason Busch	Representative from the Saint Louis Art Museum
Sean O'Neal	Representative from the Saint Louis Art Museum
Pat Crowe	Representative from the Saint Louis Art Museum
Nancy Martin	Representative from the Saint Louis Art Museum
David Linenbroker	Husch, Blackwell, Sanders LLP, Saint Louis Art Museum Legal Counsel
Laura Taylor	Managing Director Finance; St. Louis Science Center
Dr. Eric Miller	Vice President; Saint Louis Zoo Operations
Katie O'Sullivan	Public Information Officer; Missouri Botanical Garden
Francis Levine Ph.D.	President; Missouri History Museum
Karen Goering	Managing Director Operations; Missouri History Museum

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: June 19, 2015

Time: 12:00 P.M.

Place: Saint Louis Art Museum
One Fine Arts Drive
Multipurpose Room – Second Floor
St. Louis, MO 63110

Agenda:

1. Saint Louis Art Museum 2014 Financial Statements and 2015 Budget.
2. Discussion of the information contained within the Art Museum budget presentation
3. Update the status District Code of Ethics.
4. Update the status of Report to the Community.
5. Report from the Executive Director concerning District Matters.
6. Overview of the status of the ZMD computer hardware/software and proposed modifications and improvements.
7. 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

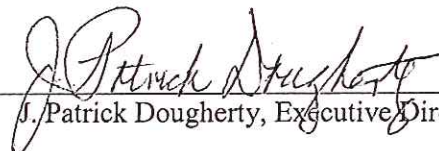

J. Patrick Dougherty, Executive Director

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 Art 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
- Douglas H. Yeager
- John C. McPheeters
- Romondous Stover
- Willis Arnold
- Ben Uchitelle
- 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
- Peggy Ritter
- Adrienne D. Davis
- Donna Wilkinson
- Lelia J. Farr
- John R. Roberts
- Benjamin C. Washington
- Gloria Wessels

Signed this 19th day of June 2015



J. Patrick Dougherty, Executive Director