

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

St. Louis, Missouri
July 12, 2016

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 Tuesday July 12, 2016. The primary purpose of the meeting was to review and discuss the 2016 budget and 2015 financial statements presented by the St. Louis Art Museum Subdistrict (the "Museum").

Mr. Campbell, Chair of the Metropolitan Zoological Park and Museum District ("District"), called the meeting to order. He welcomed St. Louis Art Museum Commissioners, Trustees and Staff.

Upon roll call, the following Board members were present:

Thomas C. Mummert	Thomas J. Campbell
Darnetta Clinkscale	Robert E. Eggmann
Michelle Harris	Christine A. Chadwick

Robert G. Lowery, Sr. was absent. Other persons attending the meeting included: District legal counsel Mike Chivell of Armstrong Teasdale LLP and District employees, J. Patrick Dougherty, Sharon L. Wilcutt and LaQuana Dilworth.

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

John R. Musgrave, President of the Museum Board of Commissioner of the Saint Louis Art Museum welcomed the Board and thanked the taxpayers and the ZMD Board for its support.

Brent Benjamin, Director of the Saint Louis Art Museum provided information on major exhibits in 2015-2016:

- St. Louis Modern;
- The Collector and the Connoisseur: Oriental Carpets from the James F. Ballard Collection;
- Self-Taught Genius;
- Conflict of Interest: Art and War in Early-Modern Japan; and
- Collections Survey.

Mr. Benjamin then reported on initiatives for 2016. He explained that in August of 2014 the Art Museum adopted a five year strategic plan. Mr. Benjamin stated that "Art is the defining aspect of the Museum, it is fundamental to everything they do." The strategic plan is organized around four key components:

- The Art;
- The Experience;
- The Community; and
- The Institutional Sustainability.

Mr. Benjamin presented a detailed explanation of each component and of the strategic plan along with information on long term deferred maintenance plans, installation of Wi-Fi throughout the museum and the Teen and Family Programs.

Carolyn Schmidt, Deputy Director for Finance and Administration addressed the Board and presented an overview of the 2016 Operating Budget. Ms. Schmidt explained that the tax support received from the District represents 59% of the Museum's \$31.8 million dollars budgeted operating revenue.

Building Operations and Gallery (including salaries) at 27% represent the largest percentage in the expense category, followed by Development and Marketing at 23%, Finance and Administration at 20%, Collections and Exhibitions at 12%, Curatorial at 7%, Education and Library at 7% and Director's Office at 4%.

Questions regarding diversity efforts within community projects, diversity within the staff and the ability to attract volunteers was addressed. Issues regarding deferred maintenance and the ability to fund large capital projects were answered. Security concerns for visitors at the Museum and for the collection were addressed. Potential cyber security issues were discussed and options and suggestions were presented. A suggestion was made for the Museum to gather and report attendance and statistical data to the District. Shared services and cooperative opportunities with all of the five institutions was discussed.

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

Approval of Minutes: The Chair called for the approval of the Minutes from the June 21, 2016 regular Board meeting. Mr. Eggmann moved that the minutes be approved and Ms. Clinkscale seconded the motion. The motion to approve the June 21, 2016 minutes was approved with all members voting 'Aye'.

Mr. Campbell called for comments and discussion on the information presented by the Saint Louis Art Museum staff. The Board suggested that the follow-up letter to the Art Museum include the following recommendations:

- To include in the presentation, staff diversity for supervisory, non-supervisory and volunteers;
- To include in the presentation, information on attendance demographics;
- To encourage additional opportunities on shared services;
- To encourage an effort to work together and share information/knowledge with the other institutions;
- To work with the other institutions on issuing an RFP for projects and professional services; and
- To report to the District the long term funding/borrowing plan for deferred maintenance and capital improvements.

New Business: Mr. Campbell opened the discussion on the structure and content of the 2016-2017 Report to the Community. Design options with updated information in a smaller format was discussed. A potential Spring 2017 mailing of the report was discussed with the distribution to be similar to the 2014-2015 mailing. Suggestions from Subdistrict representatives were made to accrue pictures and a repository of data from the institutions ahead of time for design and cost savings. 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 \$20.5 million as of July 11, 2016, and included:

<u>Account for the benefit of:</u>	<u>Account balance:</u>
Zoological Park Subdistrict	\$ 146,077.41
Art Museum Subdistrict	\$ 7,056,321.52
St. Louis Science Center Subdistrict	\$ 65,765.55
Botanical Garden Subdistrict	\$ 5,212,697.04
Missouri History Museum Subdistrict	\$ 3,946,754.47
District Operating Fund – First National Bank	\$ 5,084,611.01

Mr. Dougherty then presented the District's internal financial statements for May of 2016. No discussion resulted.

Audit/Finance Report: Mr. Dougherty presented a summary of 2016 ZMD Agreed-upon Procedures Engagement Procedural goals:

- Executive Compensation at the Subdistrict institutions;
- The RFP process for professional services;
- Code of Ethics;
- Internal Control and Fraud Prevention; and
- Data Protection.

A discussion ensued.

Report of Legal Counsel: No report at this time.

Old Business: No old business.

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

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

The meeting adjourned at 2:11 p.m.

Respectfully submitted,


Assistant Secretary

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 12, 2016

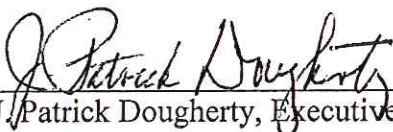
Time: 12:00 P.M.

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

Agenda:

1. Public Comments.
2. Budget and operations presentation by the Saint Louis Art Museum officials.
3. Review, discuss and vote to approve the minutes from the June 21, 2016 regular board meeting.
4. Report from the Executive Director concerning District matters.
5. Committee Reports.
6. Old Business and such other business that comes before the District.
7. Public Comments.
8. 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 Office, 7733 Forsyth Blvd., Suite 550, Clayton, Missouri 63105, (314) 862-4222.



J. Patrick Dougherty, Executive Director

Mission Statement

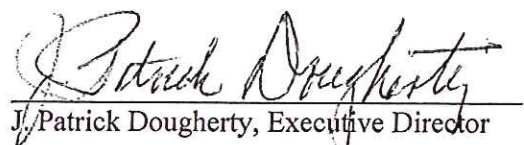
The Mission of the Zoo Museum District is to represent the taxpayers of the District in the careful oversight of the financial affairs of the Subdistricts: Missouri Botanical Garden; Missouri History Museum; Saint Louis Art Museum; Saint Louis Science Center; and Saint Louis Zoo.

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 Pierre Laclede Center Building, 7733 Forsyth Boulevard, Suite 550, St. Louis Mo 63105; and at the Saint Louis Art Museum, One Fine Arts Drive, St. Louis, MO 63110. In addition the Public Notice is posted on the District's website and mailing and/or e-mailing a copy of said Notice by ordinary mail to:

- Stephen Deere
- Diane Toroian Keaggy
- Mark Schlinkamnn
- Deborah Peterson
- Patrick Brown
- St. Louis Business Journal
- Riverfront Times
- Susan C. Thomson
- Betsey Bruce
- Tonya Sinkovits
- Susan Hegger
- St. Louis Public Radio
- Rachel Lippmann
- Willis Arnold
- Alex Heuer
- Nancy Fowler
- Charlene Prost
- Ray Hartmann
- Odester Saunders
- Elise Glickert
- Pat Westhoff
- Ben Uchitelle
- Robert Powell
- Gloria Wessels
- Jeff Rainford
- Sable Campbell
- Tom Curran
- Matthew Hathaway
- Brent Benjamin
- Bert Vescolani
- Barb Boyle
- Laura Taylor
- Benjamin Washington
- Everett Dietle
- Francis Levine
- Eric Miller
- Dustin Deschamp
- Jeffery Bonner
- Katie O'Sullivan
- Peter Wyse Jackson
- Erin Nolan
- Jerry L. Kent
- Matthew W. Geekie
- John R. Musgrave
- Adrienne D. Davis
- Barbara Taylor
- Michael F. Neiforff
- Donna Wilkerson
- Marcia B. Mellitz
- Lelia J. Farr
- Richard Jensen
- Harry Rich

Signed this 12th day of July, 2016


J. Patrick Dougherty, Executive Director