

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

St. Louis, Missouri  
August 30, 2016

A regular meeting of the Board of Directors was held in the Monsanto Center at the Missouri Botanical Garden, St. Louis, Missouri on Tuesday August 30, 2016. The primary purpose of the meeting was to review and discuss the 2016 budgets and the 2015 financial statements of the Botanical Garden Subdistrict and the Missouri Botanical Garden ("Garden").

Chris Chadwick, Vice Chair of the Metropolitan Zoological Park and Museum District ("District"), called the meeting to order. Upon roll call, the following Board members were present:

Christine Chadwick	Thomas Mummert
Robert Eggmann	Michelle Harris
Darnetta Clinkscale via phone	

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

Ms. Chadwick welcomed everyone to the meeting and asked the representatives from the Missouri Botanical Garden to begin the presentation.

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

Subdistrict and Botanical Garden Budgets: Lelia Farr, Chair of the Botanical Garden Trustees opened the meeting with information about the Monsanto Center's Herbarium and the effort to document, save and restore endangered plants and ecosystems throughout the world. Accomplishments from 2015 included a record number of visitors, the completion of the \$100 million dollar capital campaign and the Gardens effort to grow the endowment to over \$110 million dollars.

Marcia B. Mellitz, Chair of the Botanical Garden Subdistrict addressed the Board. Ms. Mellitz explained that the Commissioners of the Garden serve on numerous committees with the Trustees and Staff of the Garden. The Subdistrict Commission also reviews the financial and administrative documents of the Garden before they are submitted to the Board of the Trustees.

Dr. Peter Wyse Jackson thanked the ZMD, Subdistrict Commissioners, Trustees and employees for helping to achieve another extraordinary year at the Garden. He began the presentation with a summary of the 2020 Strategic Plan: *"To discover and share knowledge about plants and their environment, in order to preserve and enrich life."* Dr. Wyse Jackson highlighted Science and Conservation, Horticulture, Education, Attendance and Visitor Experience, Diversity, Safety and Security, Current and Past events at the Garden.

Dr. Wyse Jackson then presented financial information. A discussion ensued.

Questions regarding promotion of the Garden through national and social media were asked, capital improvements and long range funding was addressed. A request was made for a copy of the long term Capital Plan when it has been finalized, was made. A Board Member commended the Garden for its education opportunities in Horticulture and asked for further clarification on the process. A request was made for additional information on the Strategic Plan.

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

Approval of Minutes: The Chair called for the approval of the minutes from the Regular Board meeting from August 2, 2016. Mr. Eggmann moved that the August 2, 2016 minutes be approved. Mr. Mummert seconded the motion. The motion to approve the August 2, 2016 minutes was approved with all members voting 'aye'.

Ms. Chadwick called for comments and discussion on the information presented by the Botanical Garden and Botanical Garden Subdistrict staff. The Board suggested that the follow-up letter to the Botanical Garden include the following requests:

- Provide follow up on the goals of the 2020 strategic plan.
- Provide further information on the acquisition of the gift of 6.3 acres located at 3405 Bent Avenue to be named the Oertli Family Hardy Plant Nursery.
- Provide a summary of the information on what, if any, effects the original Henry Shaw Trust document has on the growth of the Garden with a possible 'education session' of information for the Board members.
- Provide follow up on the National Science Foundation Project and how the Garden recruiting process is going.
- Provide up-to-date information on the Capital Campaign and its progress.
- Provide additional information about the Fellowship Education Project that was discussed at the History Museum and a potential Shared Service opportunity with the Garden.

Executive Director's Report: Mr. Dougherty reported that, as of August 29, 2016 the balances in the District controlled bank accounts approximated \$15.1 million and included:

<u>Account for the benefit of:</u>	<u>Amount</u>
Zoological Park Subdistrict	\$ 178,950.75
Art Museum Subdistrict	\$ 3,996,798.88
St. Louis Science Center Subdistrict	\$ 12,257.17
Botanical Garden Subdistrict	\$ 4,415,034.51
Missouri History Museum Subdistrict	\$ 1,486,644.72
District Operating Fund	\$ 5,039,159.94

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

Finance/Audit Committee Report: Mr. Eggmann reported that the Audit Committee met on August 3, 2016 to discuss the agreed-upon procedures for the five Subdistricts. The engagement should begin around the end of October and run for five weeks. He then presented two drafts of Requests for Proposals (RFP) for discussion.

Mr. Eggmann moved that the Board accept the two proposed RFP's. The first RFP is for the District to approve publishing a request to invite firms having sufficient information technology security experience in performing an audit and to submit a proposal to conduct an audit regarding information technology security at the five Subdistricts.

The second RFP is seeking proposals from firms qualified to provide a proposal for shared services and joint purchasing consulting to the five Subdistricts within the ZMD. Ms. Harris seconded the motion. A



discussion ensued. The motion to accept and publish the two RFP's was approved with all members voting 'aye'.

Mr. Dougherty asked for clarification on due dates for the two RFP's. The due date for the Information Technology Audit Proposal should be approximately October 14, 2016. The due date for the Shared Services request should be approximately December 31, 2016.

Report of Legal Counsel: Mr. Chivell had no report.

Old Business: Mr. Dougherty presented a Request for Proposal (RFP) to invite qualified graphic design firms to submit a proposal to provide design and production services for the ZMD's 2016-2017 Report to the Community. The due date for the RFP will be approximately October 7, 2016. A discussion ensued.

Ms. Harris moved that the district publish the RFP for a graphic design firm to submit a proposal to provide design and production services for the 2016-2017 Report to the Community. Mr. Eggmann seconded the motion. The motion was approved to accept and publish the RFP with all members voting 'aye'.

New Business: No new Business.

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

Ms. Chadwick then asked for a motion to close the meeting to discuss matters as provided under Section 610 of the Revised Statutes of Missouri. Ms. Harris moved to close the meeting pursuant to RSMo. § 610.021 (12) to discuss contractual matters. Mr. Eggmann seconded the motion. A roll call vote to approve the motion was taken:

Michelle Harris – voted "Yes"  
Robert Eggmann – vote "Yes"

Christine Chadwick – voted "Yes"  
Darnetta Clinkscale – voted "Yes"  
Thomas Mummert – voted "Yes"

The Board went into closed session at 1:40 p.m.

The closed session of the meeting adjourned and the regular meeting was reopened to the public at 1:50 p.m.

Minutes from the closed session of the meeting will be prepared by Mr. Chivell and filed at the office of Armstrong Teasdale LLP.

There being no further business of the Board, Ms. Harris moved that the meeting be adjourned. Mr. Eggmann seconded the motion which was unanimously approved.

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: August 30, 2016


Time: 12:00 P.M.

Place: Missouri Botanical Garden  
Monsanto Center  
4500 Shaw Avenue  
St. Louis, MO 63110

Agenda:

1. Public Comments.
2. Budget and operations presentation by the Missouri Botanical Garden officials.
3. Review, discuss and vote to approve the minutes from the August 2, 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.

  
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J. Patrick Dougherty, Executive Director

Mission Statement

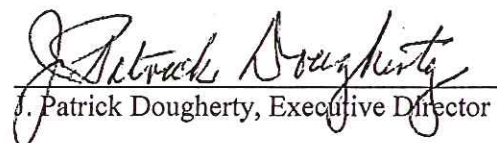
*The Mission of the Zoo Museum District is to represent the taxpayers of the District in the careful oversight of the financial affairs of the Subdistricts: Missouri Botanical Garden; Missouri History Museum; Saint Louis Art Museum; Saint Louis Science Center; and Saint Louis Zoo.*

# 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; at the Missouri Botanical Garden, Monsanto Center, 4500 Shaw Avenue, St. Louis, MO 63110 and at the Missouri Botanical Garden 2345 Tower Grove Ave. 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 Torioian 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
- Mike Faulk

Signed this 30<sup>nd</sup> day of August, 2016

  
J. Patrick Dougherty, Executive Director