

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

St. Louis, Missouri
January 30, 2018

A regular meeting of the Board of Directors of the Metropolitan Zoological Park and Museum District was held in Conference Room A, Second Floor, of the Pierre Laclede Center, 7733 Forsyth Boulevard, on Tuesday, January 30, 2018 at 12:00 p.m.

Thomas Campbell, Chair of the Metropolitan Zoological Park and Museum District (“District”), called the meeting to order. Upon roll call, the following Board members were present:

Thomas Campbell
Michelle Harris
Thomas Mummert

Christine Chadwick
Robert Eggmann

Pat Coleman joined, in person, later. Darnetta Clinkscale and Robert Lowery, Sr. were absent. Others attending the meeting included: J. Patrick Dougherty and LaQuana S. Dilworth, District employees; Rick Gratza and Rachel Stern from Kerber Eck & Braeckel; and Michael A. Chivell from Armstrong Teasdale LLP, the District’s legal counsel.

Public Comments: The Chair asked for public comments from those in attendance; no comments resulted.

Election of Officers: Mr. Campbell made a motion to nominate Christine Chadwick to serve as Chair of the District for a two-year term. Ms. Harris seconded the motion. A roll call vote to approve the motion was taken. The motion passed with Ms. Chadwick, Mr. Campbell, Mr. Eggmann, Ms. Harris and Mr. Mummert voting “Aye”.

Mr. Campbell made a motion to nominate Michelle Harris to serve as Vice Chair of the District for a two-year term. Mr. Eggmann seconded the motion. A roll call vote to approve the motion was taken. The motion passed with Ms. Chadwick, Mr. Campbell, Mr. Eggmann, Ms. Harris and Mr. Mummert voting “Aye”.

Mr. Campbell made a motion to nominate Robert Eggmann to serve as Treasurer of the District for a two-year term. Ms. Harris seconded the motion. A roll call vote to approve the motion was taken. The motion passed with Ms. Chadwick, Mr. Campbell, Mr. Eggmann, Ms. Harris and Mr. Mummert voting “Aye”.

Mr. Campbell made a motion to nominate Darnetta Clinkscale to serve as Secretary of the District for a two-year term. Ms. Chadwick seconded the motion. A roll call vote to approve the motion was taken. The motion passed with Ms. Chadwick, Mr. Campbell, Mr. Eggmann, Ms. Harris and Mr. Mummert voting “Aye”.

Mr. Campbell made a motion to nominate Thomas Mummert to serve as Assistant Secretary of the District for a two-year term. Ms. Chadwick seconded the motion. A roll call vote to approve the motion was taken. The motion passed with Ms. Chadwick, Mr. Campbell, Mr. Eggmann, Ms. Harris and Mr. Mummert voting “Aye”.

Ms. Chadwick, the newly appointed Board Chair, conducted the remainder of the meeting. She recognized Mr. Campbell's leadership as Board Chair. Ms. Chadwick stated that Mr. Campbell had done an amazing job over the past two years. She said that Mr. Campbell reminded them of the importance of what the ZMD's mission is as Board of Directors. Mr. Campbell ran the open and closed session meetings with great transparency, efficiency and without conflict. Mr. Campbell began a personal relationship with the CEO's, of the institutions, and this has led to openness within the institutions. Mr. Campbell provided a schedule to release a report to the community, annually, so that the community can understand what a gift the ZMD is. On behalf of everyone on the Board, Ms. Chadwick thanked Mr. Campbell for his dedication and leadership.

Mr. Mummert made a motion that the District purchase a tribute brick to recognize Mr. Campbell's service as District Chair. The brick is to be purchased at the Subdistrict institution of Mr. Campbell's choice. Ms. Harris seconded the motion. The motion passed with Ms. Chadwick, Mr. Campbell, Mr. Eggmann, Ms. Harris, Mr. Mummert, and Ms. Coleman voting "Aye".

Approval of the Minutes: The Chair called for the approval of the minutes from the regular Board meeting and the Closed Session held on December 12, 2017. Mr. Campbell moved that the minutes be approved. Ms. Harris seconded the motion. The Chair asked for a discussion; none resulted. The minutes from the December 12, 2017 regular Board meeting and Closed Session were approved with all members voting "Aye".

Executive Director's Report: Mr. Dougherty presented the District's internal financial statements for the month of December 2017. No discussion resulted.

Rick Gratza provided the Board with an overview of the procedures to be conducted during the upcoming audit of the District's December 31, 2017 financial statements. The audit fieldwork is scheduled to be conducted during the week of March 19, 2018. The audit report will be completed by the end of March in order to meet the requirement that the report be delivered to the City Mayor and County Executive on or before April 9, 2018.

Finance/Audit Committee Report: Mr. Eggmann had no report.

Communications Committee Report: Ms. Harris had no report.

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

Old Business: Mr. Dougherty presented the District's 2018 administrative budget. A discussion ensued.

The Chair called for the approval of the 2018 administrative budget. Mr. Eggmann moved that the budget, as presented by Mr. Dougherty, be approved. Mr. Campbell seconded the motion. The Chair asked for a discussion; none resulted. The District's 2018 administrative budget was approved with all members voting "Aye".

New Business: Mr. Chivell discussed the contents of the Revised ZMD Employee Handbook which is effective January 1, 2018. A discussion ensued.

The Chair called for the Board's approval of the Revised Employee Handbook. Ms. Harris moved that the Handbook be approved. Mr. Mummert seconded the motion. The Chair asked for a discussion; none resulted. The Revised Employee Handbook was approved with all members voting "Aye".

Public Comments: The Chair asked for public comments from those in attendance; no comments resulted.

Ms. Chadwick then asked for a motion to go into Closed Session; pursuant to Section 610.021 (12) of the Revised Statutes of Missouri, in order to discuss details related to the negotiation of a contract.

Mr. Campbell moved to close the meeting. Ms. Coleman seconded the motion. A roll call vote to approve the motion was taken. The motion passed with Ms. Chadwick, Mr. Campbell, Mr. Eggmann, Ms. Harris, Mr. Mummert, and Ms. Coleman voting "Aye".

The Board went into closed session at 12:33 p.m.

The Closed Session of the meeting adjourned and the regular meeting was reopened to the public at 1:05 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. Coleman moved that the meeting be adjourned. Mr. Eggmann seconded the motion which was unanimously approved.

Respectfully submitted,


Secretary