

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

St. Louis, Missouri
September 27, 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 Thursday, September 27, 2018 at 12:00 p.m.

Christine Chadwick, 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 Campbell
Robert Eggmann, via telephone	Thomas Mummert
Darnetta Clinkscale	

Michelle Harris joined the meeting at approximately 12:02 p.m. Pat Coleman was absent. Others attending the meeting included: Michael A. Chivell from Armstrong Teasdale LLP, the District’s legal counsel, and District employees: J. Patrick Dougherty, Jina K. Choi and LaQuana S. Dilworth.

Public Comments: The Chair called for public comments from those in attendance. Ben Uchitelle addressed the Board. Mr. Uchitelle spoke of his oppositions to Proposition Z. He urges St. Louis County voters to vote no, on November 6th, on Proposition Z (sales tax in St. Louis County for the Zoo). Mr. Uchitelle stated that he is ready to support the Zoo in seeking approval of an admission fee for visitors from outside the city and county.

Public Hearing: The Chair opened the Public Hearing regarding the proposed 2018 Subdistrict tax rates. The Chair called questions and or comments regarding the Public Hearing; no comments resulted. A **Notice of Public Hearing** was published in the Daily Record (City of St. Louis) and the St. Louis Countian (St. Louis County) on September 20, 2018. A **Notice of Public Hearing** was also posted at the Metropolitan Zoological Park and Museum District office and on the District’s website, www.mzdsl.org. The proposed rates, calculated according to guidelines and forms issued by the Missouri State Auditor, are as follows:

	Real Estate, <u>Personal and Other Property</u>
Art Museum Subdistrict	\$0.0777
Botanical Garden Subdistrict	\$0.0390
Missouri History Museum Subdistrict	\$0.0390
Science Center Subdistrict	\$0.0390
Zoological Park Subdistrict	\$0.0777

On each \$100 of assessed valuation of taxable property in the City and County of St. Louis.

Mr. Dougherty explained that the reduction in the 2017 District-wide property assessment was slightly

over \$28 billion and there was no growth in 2018 assessments. 2018 assessments declined by 0.1740% which makes 2018 and 2017 assessments equal. Mr. Dougherty informed Board members that the proposed 2018 tax rates for the Zoo and Art Museum include a 0.0004 cents recoupment; and the Botanical Garden, History Museum and Science Center Subdistricts include a 0.0002 recoupment. He, also, informed the Board that the 2018 Subdistrict tax rate ceilings were reviewed by personnel within the Tax Section of the Office of the Missouri State Auditor, without revision.

Tax Rates for 2018: The Chair asked the Board to consider setting the proposed 2017 tax rates. The Chair called questions and or comments regarding the Public Hearing; no comments resulted.

Ms. Campbell moved that based on the Art Museum Subdistrict's needs, as reflected in budgets submitted in the summer of 2018 and reviewed by the District Board, the 2018 tax rate, for the Art Museum Subdistrict, be set as indicated in the Resolution of the Metropolitan Zoological Park and Museum District Board Setting Tax Rates for 2017 Assessments ("Tax Resolution"), a copy of which is attached hereto and made a part hereof:

Art Museum Subdistrict - 7.77 cents on each \$100 of assessed valuation of taxable property in the District.

Mr. Mummert seconded the motion. The Chair asked for a discussion; none resulted.

A roll call vote was taken to approve the motion. The motion passed with Mr. Campbell, Ms. Chadwick, Mr. Eggmann, Ms. Clinkscale, Ms. Harris and Mr. Mummert voting 'Aye'.

Ms. Campbell moved that based on the Botanical Garden Subdistrict's needs, as reflected in budgets submitted in the summer of 2018 and reviewed by the District Board, the 2018 tax rate, for the Botanical Garden Subdistrict, be set as indicated in the proposed Tax Resolution:

Botanical Garden Subdistrict – 3.90 cents on each \$100 of assessed valuation of taxable property in the District.

Mr. Mummert seconded the motion. The Chair asked for a discussion; none resulted.

A roll call vote was taken to approve the motion. The motion passed with Mr. Campbell, Ms. Chadwick, Mr. Eggmann, Ms. Clinkscale, Ms. Harris and Mr. Mummert voting 'Aye'.

Ms. Campbell moved that based on the History Museum Subdistrict's needs, as reflected in budgets submitted in the summer of 2018 and reviewed by the District Board, the 2018 tax rate, for the History Museum Subdistrict, be set as indicated in the proposed Tax Resolution:

Missouri History Museum Subdistrict – 3.90 cents on each \$100 of assessed valuation of taxable property in the District.

Ms. Harris seconded the motion. The Chair asked for a discussion; none resulted.

A roll call vote was taken to approve the motion. The motion passed with Mr. Campbell, Ms. Chadwick, Mr. Eggmann, Ms. Clinkscale, Ms. Harris and Mr. Mummert voting 'Aye'.

Ms. Campbell moved that based on the Science Center Subdistrict's needs, as reflected in budgets submitted in the summer of 2018 and reviewed by the District Board, the 2018 tax rate, for the Science Center Subdistrict, be set as indicated in the proposed Tax Resolution:

Science Center Subdistrict - 3.90 cents on each \$100 of assessed valuation taxable property in the District.

Ms. Harris seconded the motion. The Chair asked for a discussion; none resulted.

A roll call vote was taken to approve the motion. The motion passed with Mr. Campbell, Ms. Chadwick, Mr. Eggmann, Ms. Clinkscale, Ms. Harris and Mr. Mummert voting 'Aye'.

Ms. Campbell moved that based on the Zoological Park Subdistrict's needs, as reflected in budgets submitted in the summer of 2018 and reviewed by the District Board, the 2018 tax rate for the Zoological Park Subdistrict, be set as indicated in the proposed Tax Resolution:

Zoological Park Subdistrict - 7.77 cents on each \$100 of assessed valuation taxable property in the District.

Ms. Harris seconded the motion. The Chair asked for a discussion; none resulted.

A roll call vote was taken to approve the motion. The motion passed with Mr. Campbell, Ms. Chadwick, Mr. Eggmann, Ms. Clinkscale, Ms. Harris and Mr. Mummert voting 'Aye'.

The Chair asked for a motion to approve the Resolution for 2018 Assessments Tax Rates. Ms. Harris moved to approve the Tax Resolution. Ms. Clinkscale seconded the motion. The Chair asked for a discussion; none resulted. The Tax Resolution was approved unanimously with all Board Members voting 'Aye'.

The Chair closed the Public Hearing.

Approval of the Minutes: The Chair called for the approval of the minutes from the regular Board meeting and Closed Session held on August 28, 2018. Mr. Campbell moved that the minutes be approved. Mr. Mummert seconded the motion. The Chair asked for a discussion; none resulted. The minutes from the August 28, 2018 regular Board meeting and Closed Session were approved with all members voting 'Aye'.

Finance/Audit Committee Report: Mr. Eggmann reported that the Audit Committee approved the revised Accounting Procedures Manual and suggest that the regular Board approve it as well.

Mr. Dougherty reported that the RFP for Auditing Services has resulted in 7 responses to date. Those firms were instructed to provide several copies of their proposals before October 15th. References will be checked and proposals reviewed by the Audit Committee. The Audit Committee will make recommendations to the full Board at the next Board meeting.

Mr. Eggmann moved to approve the Revised Accounting Procedures Manual (September 27, 2018). The Chair asked for a discussion. Mr. Chivell suggested some language changes within the Revised

Accounting Procedures Manual. The Revised Accounting Procedures Manual, including Mr. Chivell's revisions, was approved unanimously with all Board Members voting 'Aye'.

Mr. Eggmann left the meeting at 12:25 pm.

Executive Director's Report: Ms. Choi presented the District's internal financial statements for the month of August 2018. No discussion resulted.

Communications Committee Report: Ms. Harris reported that there have been three iterations on the cover for the Report to the Community. The Committee decided that the pictures should be of individuals enjoying each of the five institutions. The idea is to gather photographs of diverse audiences at each of the Subdistricts and frame the photos with a color from the Subdistrict's logo. The cover would be titled, "Preserving quality cultural institutions for the St. Louis region today and for future generations." All Subdistricts, with the exception of the History Museum, has submitted their photos. The entire report is complete except for the cover.

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

Old Business: Mr. Dougherty gave an update on the security audit process. The Botanical Garden is expected to complete their final BDO report in the next few weeks. The History Museum will have to redo their social engineering to validate some inconsistent results. The Zoo is working on some follow up questions and is expected to have a draft report by the end of October. The Science Center is working on some follow up questions as well as redo social engineering to validate some inconsistencies. The ZMD will begin their testing soon. The Board should have a completed report by the December Board meeting.

New Business: Mr. Dougherty addressed the potential distribution of the District's 2017 "excess administrative revenue" to the Subdistricts. The distribution factors and the maximum distribution amounts are displayed below:

	Distribution Factor	Resulting Distribution
Zoological Park Subdistrict	28.5539586%	\$924,865.00
Art Museum Subdistrict	28.5539586%	\$924,865.00
Science Center Subdistrict	14.2973601%	\$463,092.64
Botanical Garden Subdistrict	14.2973601%	\$463,092.64
Missouri History Museum Subdistrict	14.2973626%	\$463,092.72

The Chair asked for a motion to approve the distribution of the District's 2017 "excess administrative revenue".

Ms. Clinkscale moved to approve the distribution of the 2017 "excess administrative revenue". Mr. Campbell seconded the motion. A discussion ensued.

A roll call vote was taken to approve the motion for the distribution of the District's 2017 "excess administrative revenue". The motion passed with Mr. Campbell, Ms. Chadwick, Ms. Clinkscale, Ms. Harris and Mr. Mummert voting 'Aye'.

Board members agreed to cancel the October 30, 2018 Board meeting because there would be no pressing business.

Mr. Dougherty will poll the 2019 proposed meeting dates because of Board member conflicts.

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

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

Respectfully submitted,

A handwritten signature in blue ink, reading "Garnetta Clark". The signature is written in a cursive style and is positioned above the printed name "Garnetta Clark".

Secretary

**RESOLUTION OF THE METROPOLITAN
ZOOLOGICAL PARK AND MUSEUM DISTRICT
BOARD SETTING TAX RATES FOR 2018 ASSESSMENTS**

WHEREAS, the Metropolitan Zoological Park and Museum District (the "District") has heretofore held public hearings at which the Zoological Park Subdistrict, the Art Museum Subdistrict, the Museum of Natural History (the "St. Louis Science Center Subdistrict"), the Botanical Garden Subdistrict, and the Missouri History Museum Subdistrict (collectively, the "Subdistricts") have presented their respective budgets for the years 2018 and 2019; and

WHEREAS, the District Board has reviewed in detail the budgets submitted by the said Subdistricts and determined the extent of the needs of the Subdistricts for the years 2018 and 2019 on the basis of said budgets; and

WHEREAS, it is necessary to partially fund each of said budgets through tax revenues to be collected throughout the District; and

WHEREAS, the Board of the District formerly had the power under R.S.Mo. Sections 184.350 to 184.384 to levy on each \$100.00 of assessed valuation of taxable property within the District amounts as follows:

For the Zoological Park Subdistrict - up to 8 cents

For the Art Museum Subdistrict - up to 8 cents

For the St. Louis Science Center Subdistrict - up to 4 cents

For the Botanical Garden Subdistrict - up to 4 cents

WHEREAS, because of the general reassessment of real property, the authorized rates of levy for the foregoing Subdistricts were revised in 1985 in accordance with the provisions of R.S.Mo. Section 137.073, as amended; and revised in 1987 in accordance with the provisions of Section 137.115 as amended; and

WHEREAS, the 1991 tax rates were also revised as a result of a Missouri Supreme Court ruling; and

WHEREAS, the voters of the District, pursuant to an election duly called and held on November 3, 1987, approved the establishment of a Missouri History Museum Subdistrict and authorized the District to levy a tax for the Missouri History Museum Subdistrict of up to four cents (\$.04) per hundred dollars of assessed valuation of taxable property within the District; and

WHEREAS, the tax rates for each Subdistrict have been calculated in accordance with R.S.Mo. Section 137.115, as amended, and

WHEREAS, the District has heretofore held a public hearing at which the District established that tax rates for the benefit of each Subdistrict for the year 2018 be levied and collected; and

WHEREAS, pursuant to the provisions of applicable law, including without limitation, R.S.Mo. Sections 137.073 and 67.110, as amended, the 2018 ad valorem property tax rates to be fixed for the Subdistricts are as follows:

Zoological Park Subdistrict	7.77 cents
Art Museum Subdistrict	7.77 cents
St. Louis Science Center Subdistrict	3.90 cents
Botanical Garden Subdistrict	3.90 cents
Missouri History Subdistrict	<u>3.90 cents</u>
Total	27.24 cents

WHEREAS, pursuant to statute, the District Board is authorized to set aside up to 5% of all tax receipts based on 2018 assessments to be collected for the use of the Subdistricts to defray the cost of operating the District, said fund to be deducted from the revenues to be set aside in separate accounts of each of the Subdistricts in the same ratio as each Subdistrict tax rate bears to the total tax rate for all Subdistricts;

NOW, THEREFORE, BE IT RESOLVED by the Metropolitan Zoological Park and Museum District Board as follows:

Section 1. That pursuant to the provisions of Article X, Section 22 of the Constitution of Missouri, all applicable statutes, including without limitation, R.S.Mo. Sections 184.350 to 184.384, as amended, further pursuant to the authority granted to the District and its Board by the voters of the District at elections duly called and held on April 6, 1971, April 5, 1983 and November 3, 1987 and further pursuant to the provisions of HB 1150, and further pursuant to the provisions of R.S.Mo. Sections 137.073 and 67.110, as amended, the Board, for and on behalf of each of said Subdistricts, hereby finds and determines and hereby establishes and orders that a tax for the benefit of each Subdistrict for the year 2018 be levied and collected as follows:

- (a) For the Zoological Park Subdistrict, a tax at the rate of seven and seventy-seven one-hundredths cents (\$.0777) on each one hundred dollars of the properties hereinafter described in Section 2;
- (b) For the Art Museum Subdistrict, a tax at the rate of seven and seventy-seven one-hundredths cents (\$.0777) on each one hundred dollars of the properties hereinafter described in Section 2;
- (c) For the St. Louis Science Center Subdistrict, a tax at the rate of three and ninety one-hundredths cents (\$.0390) on each one hundred dollars of the properties hereinafter described in Section 2;
- (d) For the Botanical Garden Subdistrict, a tax at the rate of three and ninety one-hundredths cents (\$.0390) on each one hundred dollars of the properties hereinafter described in Section 2;
- (e) For the Missouri History Museum Subdistrict, a tax at the rate of three and ninety one-hundredths cents (\$.0390) on each one hundred dollars of the properties hereinafter described in Section 2;

Said rates of tax aggregating twenty-seven and twenty-four one-hundredths cents (\$0.2724) on each one hundred dollars of the properties hereinafter described in Section 2.

Section 2. The taxes hereinabove authorized to be levied and collected shall be levied and collected for 2018 at the rates hereinabove specified in Section 1, on each one hundred dollars of:

- (a) The assessed value of all real, personal and other property, within the corporate limits of the City of St. Louis and County of St. Louis, which said City and County comprises the geographical boundaries of the Metropolitan Zoological Park and Museum District, including all property made taxable by law for state purposes, including, to the extent applicable, but not by way of limitation, all real and tangible personal property owned by railroads, street railways, boats, vessels, bridge companies, telegraph companies, electric light and power companies, electric transmission line companies, pipe line companies, express companies, and other companies and public utilities whose property is assessed by the State Tax Commission.

Section 3. That the Assessor of the City of St. Louis, the Director of the Department of Revenue of the County of St. Louis, and all other officers in said City and County charged by law with the assessment of taxes, be and are hereby requested and directed to enter upon the assessment books of taxable property in said City and County, before delivering the same to the collector or other officials charged with the duty of collecting taxes, the taxes levied and to be collected pursuant to Sections 1 and 2 hereof.

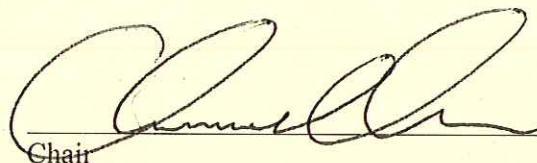
Section 4. That any officer of the Board, without limitation, including the Treasurer of this Board, be and hereby is authorized and directed to furnish a copy of this resolution, duly certified according to law, to all parties required by law to receive the same including, but not limited to, the Comptroller, the City Register, and Collector of Revenue, the Assessor and the License Collector of the City of St. Louis, the County Clerk, the Assessor, the Collector, the Director of the Department of Revenue of the County of St. Louis and the Office of the Missouri State Auditor.

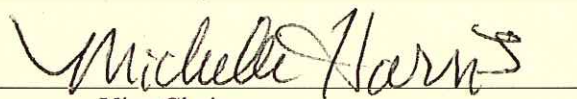
Section 5. That any officer of the Board, without limitation, including the Treasurer of the District Board, be and hereby is authorized and directed to collect and receive all revenues levied and collected pursuant to Sections 1, 2 and 3 hereof, and thereafter to separate the funds of each Subdistrict in the same proportion as the tax levied for such Subdistrict bears to the total taxes to be levied pursuant to this resolution and to deposit said funds in separate bank accounts; provided, however, that the Treasurer is hereby authorized and directed to deduct, prior to depositing said Subdistrict funds in separate accounts, an amount up to 5% of the total amount of tax receipts based on 2018 assessments, for the purpose of providing the funds necessary to defray the costs of operating the District, all in accordance with R.S.Mo. Section 184.356.

Passed this 27th day of September, 2018.

Attest:

(SEAL)


Chair


Vice Chair