

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

St. Louis, Missouri
March 31, 2020

A regular meeting of the Board of Directors of the Metropolitan Zoological Park and Museum District was held via GoToMeeting at 7733 Forsyth Boulevard, Suite 550, on Tuesday, March 31, 2020 at 12:00 p.m.

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

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

Others attending the meeting included: Mike Chivell from Armstrong Teasdale LLP, the District’s legal counsel; Steve Mermelstein, Director at RSM US LLP; and District employees: J. Patrick Dougherty, Matthew L. Pollock and LaQuana S. Dilworth.

Public Comments: The Chair asked for public comments from those in attendance, Billy Brennan, Director of Public Relations and Government Affairs at Saint Louis Zoo, inquired about the Zoo’s budget meeting and the priority of the Shared Services engagement during the COVID-19 pandemic.

Approval of Minutes: The Chair called for the approval of the minutes from the January 28, 2020 regular Board meeting and closed Session. Ms. Nowak moved that the minutes be approved with the addition of Ms. Chadwick’s accomplishments as Chair. Mr. Campbell seconded the motion. The Chair asked for a discussion; none resulted. The minutes were approved with all members voting “Aye”.

2020 Preliminary Non-binding Tax Rates: Mr. Chivell reported that the District is required to submit preliminary non-binding tax rates to the St. Louis City Assessor and the St. Louis County Director of Revenue on or before April 8, 2020. Mr. Chivell stated that property tax revenues are based on two factors: the assessed value of property and Subdistrict tax rates.

Mr. Dougherty reported that there was no change in the assessed valuation of real and personal property within the District. Therefore, the rates are identical to the previous year based on the assessment data that was available.

A motion was made by Ms. Chadwick to set the 2020 preliminary non-binding tax rate for the Art Museum Subdistrict as follows:

Art Museum Subdistrict	Seven and twenty-seven one-hundredths cents (\$0.0727) on each one hundred dollars of the assessed value of taxable property in the District
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Ms. Coleman seconded the motion. Following a roll call vote, the motion was unanimously approved with all members voting ‘Aye’.

A motion was made by Ms. Chadwick to set the 2020 preliminary non-binding tax rate for the Botanical Garden Subdistrict as follows:

Botanical Garden Subdistrict	Three and sixty-five one-hundredths cents (\$0.0365) on each one hundred dollars of the assessed value of taxable property in the District
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Ms. Harris seconded the motion. Following a roll call vote, the motion was unanimously approved with all members voting 'Aye'.

A motion was made by Ms. Chadwick to set the 2020 preliminary non-binding tax rate for the History Museum Subdistrict as follows:

History Museum Subdistrict	Three and sixty-five one-hundredths cents (\$0.0365) on each one hundred dollars of the assessed value of taxable property in the District
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Ms. Clinkscale seconded the motion. Following a roll call vote, the motion was unanimously approved with all members voting 'Aye'.

A motion was made by Ms. Chadwick to set the 2020 preliminary non-binding tax rate for the Science Center Subdistrict as follows:

Science Center Subdistrict	Three and sixty-five one-hundredths cents (\$0.0365) on each one hundred dollars of the assessed value of taxable property in the District
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Ms. Harris seconded the motion. Following a roll call vote, the motion was unanimously approved with all members voting 'Aye'.

A motion was made by Ms. Chadwick to set the 2020 preliminary non-binding tax rate for the Zoological Park Subdistrict as follows:

Zoological Park Subdistrict	Seven and twenty-seven one-hundredths cents (\$0.0727) on each one hundred dollars of the assessed value of taxable property in the District
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Mr. Campbell seconded the motion. Following a roll call vote, the motion was unanimously approved with all members voting 'Aye'.

Mr. Eggmann then called for a motion to approve the Resolution of the Metropolitan Zoological Park and Museum District Board Setting Preliminary Tax Rates for 2020 Assessments. Mr. Campbell moved that the Tax Resolution of the Metropolitan Zoological Park and Museum District be approved and adopted. Ms. Clinkscale seconded the motion. Following a roll call vote, the motion to approve and adopt the Tax Resolution was unanimously approved with all members voting 'Aye'.

Executive Director's Report: Mr. Dougherty reported on the office operations during the Stay at Home order. A discussion resulted.

Finance/Audit Committee Report: Mr. Mummert reported that the Audit field work has been completed and the committee will meet on April 6, 2020 to discuss the findings with a representative from KEB.

Communications Committee: Ms. Harris had no report. Mr. Dougherty suggested running an RFP for the upcoming annual report. The discussion was tabled for a later date.

Report of Legal Counsel: Mr. Chivell reported that the ZMD's enrollment in the Science Center's retirement plan needs to be updated. The Plan Participation Agreement and Resolution must be adopted by Board.

The Chair called for a motion to approve The Plan Participation Agreement and adopt the Resolution. Ms. Clinkscale moved that The Plan Participation Agreement be approved and the Resolution be adopted. Mr. Mummert seconded the motion. The Chair asked for a discussion; none resulted. The motion was approved with all members voting "Aye".

Old Business: Mr. Mermelstein reported on the status of the Shared Services engagement. On-site meetings have been conducted at the Art Museum and the Zoo. The Science Center has completed on-site meetings in two departments and are waiting to reschedule the others. Meetings for the History Museum, Botanical Garden and the ZMD are waiting to be rescheduled. RSM will continue to monitor the COVID-19 virus and update the District as the project potentially changes.

New Business: Mr. Dougherty discussed the selection of an alternative date for the Science Center budget meeting that was originally scheduled for April 21, 2020. Board members will be presented with alternative dates after Mr. Dougherty contacts Science Center executives. The Board will continue to meet on April 21, 2020.

Mr. Eggmann reported that Jeffrey Bonner, Dana Brown President & CEO at Saint Louis Zoo, and Francis Levine, President and CEO at Missouri Historical Society, contacted him regarding the 50th anniversary of the ZMD. They would like to plan an event and Mr. Bonner volunteered to host it at the Zoo. A discussion ensued.

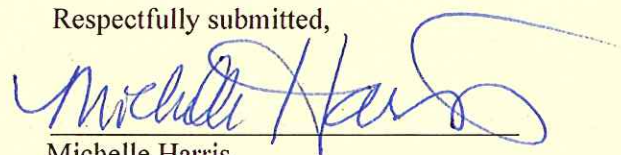
Public Comments: The Chair asked for public comments from those in attendance. No comments resulted.

The Chair asked for a motion to go into Closed Session; pursuant to RSMo. Sections 610.021 (12) to discuss the negotiation of contracts. Mr. Campbell moved to close the meeting. Ms. Nowak seconded the motion. A roll call vote to approve the motion was taken. The motion passed with all members voting "Aye".

The closed session of the meeting adjourned, and the regular meeting was reopened to the public at 1:14 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. Clinkscale moved to adjourn the meeting. Mr. Campbell seconded the motion which was unanimously approved.

Respectfully submitted,



Michelle Harris
Secretary

**RESOLUTION OF THE METROPOLITAN
ZOOLOGICAL PARK AND MUSEUM DISTRICT BOARD
SETTING PRELIMINARY TAX RATES FOR 2020 ASSESSMENTS**

WHEREAS, pursuant to Article X, Section 22 of the Constitution of Missouri, all applicable statutes, including without limitation, Sections 184.350 to 184.384 R.S.Mo., Section 137.073 R.S.Mo., Section 137.115 R.S.Mo., Section 67.110 R.S.Mo., all as amended from time to time, applicable Missouri case law and the authority granted to the Metropolitan Zoological Park and Museum District (the "**District**") and its Board of Directors by the voters of the District at elections duly called and held on April 6, 1971, April 5, 1983 and November 3, 1987 and any other applicable law (collectively, the "**ZMD Laws**") the Board is authorized to levy ad valorem property taxes on each \$100.00 of assessed valuation of taxable property within the District as follows: (a) for the Zoological Park Subdistrict and the Art Museum Subdistrict, up to eight cents each, and (b) for the St. Louis Science Center Subdistrict, the Botanical Garden Subdistrict and the Missouri History Museum Subdistrict, up to four cents each (collectively, the "**Subdistricts**"); and

WHEREAS, pursuant to Section 137.243.1 R.S.Mo., the District is required to informally project a nonbinding tax levy for each tax year and return such projected tax levy to the Collector, St. Louis County Clerk and the Register of the City of St. Louis no later than April 8 of each tax year;

WHEREAS, the District has performed such calculations and desires to informally set and project preliminary tax rates for the 2020 tax year; and

NOW, THEREFORE, BE IT RESOLVED by the District Board as follows:

Section 1. The Board, for and on behalf of said Subdistricts, hereby informally projects a nonbinding tax levy for the 2020 tax year for each of the Subdistricts as follows:

(a) For the Zoological Park Subdistrict, a tax at the rate of seven and twenty-seven one-hundredths cents (\$0.0727) on each one hundred dollars of the assessed value of the properties hereinafter described in Section 2;

(b) For the Art Museum Subdistrict, a tax at the rate of seven and twenty-seven one-hundredths cents (\$0.0727) on each one hundred dollars of the assessed value of the properties hereinafter described in Section 2;

(c) For the St. Louis Science Center Subdistrict, a tax at the rate of three and sixty-five one-hundredths cents (\$0.0365) on each one hundred dollars of the assessed value of the properties hereinafter described in Section 2;

(d) For the Botanical Garden Subdistrict, a tax at the rate of three and sixty-five one-hundredths cents (\$0.0365) on each one hundred dollars of the assessed value of the properties hereinafter described in Section 2; and

(e) For the Missouri History Museum Subdistrict, a tax at the rate of three and sixty-five one-hundredths cents (\$0.0365) on each one hundred dollars of the assessed value of the properties hereinafter described in Section 2.

Said rates of tax aggregating twenty-five and forty-nine one-hundredths cents (\$0.2549) on each one hundred dollars of the assessed value of the properties hereinafter described in Section 2.

Section 2. The nonbinding tax levy set forth above is expected to be levied and collected for 2020 at the rates hereinabove specified in Section 1, on each one hundred dollars of the assessed value of all real, personal and other tangible property, within the corporate limits of the City of St. Louis and St. Louis County, which said City and County comprises the geographical boundaries of the District, including 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. The Executive Director and any officer of the District be and hereby are authorized to furnish a copy of this resolution, duly certified according to law, to (a) the Collector of Revenue and (b) Collector, Director of the Department of Revenue of the County and anyone else deemed to receive such information according to applicable law, who shall then calculate the projected tax liability for each real estate parcel for which the parties intend to mail a notice of increase pursuant to Sections 137.180, 137.355, and 137.490, R.S.Mo.

Section 4. All actions heretofore taken by the authorized representatives, agents and employees of the District in connection with the transaction contemplated by this resolution are hereby ratified and confirmed, and the District shall, and the representatives, agents and employees of the District are hereby authorized and directed to, take such further action, and execute and deliver such other documents and instruments as may be necessary or desirable to carry out and comply with the intent of this resolution, and to carry out, comply with and perform the duties of the District with respect to the resolution.

Section 5. The sections, paragraphs, sentences, clauses and phrases of this resolution shall be severable. In the event that any such section, paragraph, sentence, clause or phrase of this resolution is found by a court of competent jurisdiction to be invalid, the remaining portions of this resolution are valid, unless the court finds the valid portions of this resolution are so essential to and inseparably connected with and dependent upon the void portion that it cannot be presumed that the District has enacted the valid portions without the void ones, or unless the court finds that the valid portions, standing alone, are incomplete and are incapable of being executed in accordance with the legislative intent.

Section 6. This Resolution shall be governed exclusively by and construed in accordance with the applicable laws of the State of Missouri.

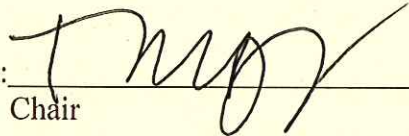
Section 7. This Resolution shall take effect and be in full force upon its passage by the District.


Passed this 31st day of March, 2020.

Attest:

(SEAL)

Metropolitan Zoological Park and
Museum District

By: 
Chair

By: 
Treasurer