

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

St. Louis, Missouri  
August 26, 2020

A regular meeting of the Board of Directors of the Metropolitan Zoological Park and Museum District was held via Zoom at 7733 Forsyth Boulevard, Suite 550, on Wednesday, August 26, 2020 at 12:00 p.m. The primary purpose of the meeting was to review and discuss the 2020 budget and 2019 financial statements presented by the Saint Louis Science Center Subdistrict and the Science Center Foundation (the "Science Center").

Robert 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
Michelle Harris	Thomas C. Mummert
Jill Nowak	

Pat Coleman joined the meeting after roll call. Other persons attending the meeting included Michael A. Chivell from Armstrong Teasdale LLP, the District's legal counsel and District employees: J. Patrick Dougherty and Matthew Pollock.

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

Saint Louis Science Center Subdistrict and Science Center Foundation Budget Presentation: The Chair welcomed the Saint Louis Science Center Subdistrict Commissioners, Science Center Foundation Trustees, the Management Team, and other guests.

Gene Toombs, Chair of the Saint Louis Science Center Subdistrict Board of Commissioners, provided a brief welcome to the District Board before having a technological issue at which time the presentation was turned over to Todd Bastean.

Todd Bastean, President and Chief Executive Officer of the Saint Louis Science Center, welcomed and thanked the District Board for allowing the Science Center to participate in the meeting. Mr. Bastean provided a brief overview of the Science Center's 2019 operations, which included attendance and membership growth. Mr. Bastean noted that the prosperous year came during a time when the Science Center staff had to weather many leadership transitions. He added that although there were many positive outcomes during 2019, the Science Center financial outcomes were somewhat of a disappointment. He cited the disappointing financial results were primarily fueled by the lack of fundraising success in 2019 in comparison to previous years. Mr. Bastean continued the presentation by saying the momentum from 2019 carried into the first quarter of 2020 but was then impacted by the COVID-19 pandemic. He continued by providing an overview of the Science Center's operations during the pandemic and the impact it has had on the Science Center's year to date financials for 2020. He confirmed that the Science Center was a recipient of a Paycheck Protection Program (PPP) Loan. The PPP Loan proceeds were used to support payroll, utilities, and rent. Mr. Bastean stated that the Science Center is in the process of completing the loan forgiveness application; he anticipates the PPP Loan will be fully forgiven. He continued the presentation by providing the financial framework for the remainder of 2020, including the major assumptions used in



developing the Science Center's plan moving forward. Mr. Basteau highlighted the various digital programs that the Science Center has been offering and will continue to offer. The programs included the Youth Exploring Science (YES) Program, Fee-based Educational Programs as a virtual alternative to in-person field trips, the Esports Enrichment Program, an updated website, the NewScience digital publication, and various virtual events for members. Mr. Basteau discussed the Science Center's expectations for 2021. He commented that cash flow management will be crucial as the Science Center moves forward into 2021 and provided an overview of the Science Center's "Journey to 950" initiative. This initiative focuses the Science Center's monthly cash need necessary to provide an experience to the community and guests. Mr. Basteau ended the presentation with his thoughts on the District-sponsored Shared Services Engagement. He noted that the institutions within the District already collaborate and he welcomes opportunities that may result from the analysis.

In addition to Mr. Basteau, the following members were present to answer questions and provide additional information: Barbara Boyle, Chief Operating and Financial Officer; Patrick Williams, Chief Institutional Advancement Officer; Deborah Washington, Managing Director of Staff Relations; and Andrea Durham, Chief Officer for Science and Education.

Throughout the presentation, many District Board Members asked questions and/or provided comments. At the conclusion of the presentation, the Chair opened the meeting for additional questions and/or comments from the District Board Members. Discussions followed. The Chair thanked Mr. Toombs, Mr. Basteau, Ms. Boyle, Mr. Williams, Ms. Wilkinson, Ms. Washington, and Ms. Durham for their participation. The Chair also thanked Ms. Boyle for her dedication and steady leadership as interim CEO.

Approval of Minutes: The Chair called for the approval of the minutes from the August 5, 2020 regular Board meeting.

Mr. Campbell moved that the minutes be approved. Ms. Chadwick seconded the motion. The Chair asked for discussion; Mr. Campbell suggested a revision to strike an extraneous word. Mr. Campbell amended his motion and moved that the minutes be approved with the suggested revision. Ms. Chadwick seconded the motion. The minutes, with the suggested revision, were approved with all present members voting "Aye".

Review of the Budget Presentation: The Chair called for comments and discussion regarding the information presented by the Science Center's management. The discussion included the following comments from Board Members:

- Ms. Chadwick commended the Science Center's transparency and realistic expectations. Mr. Campbell specifically highlighted Mr. Basteau's command of the details.
- Mr. Campbell highlighted the importance of science in our current environment and referred to his question during the presentation about *Current Science*. He suggested the Science Center explore opportunities to collaborate, for example, with a news outlet to highlight science and specifically, the Science Center. Other Board Members agreed.
- Mr. Eggmann appreciated that Mr. Basteau worked hard to address the District's questions that were prepared ahead of the presentation.
- Board Members were interested in the Science Center's Strategic/Master Planning and asked to be kept abreast throughout the process. A "Climate Poll or Survey" was mentioned during the presentation and Board Members would like more information and the results of the poll or survey.



- Board Members would like to be updated on the Science Center’s virtual programs – specifically how schools respond to the Science Center’s Fee-based Education Programs.
- Board Members would like to see the Science Center’s detailed Capital Improvement Plan.
- Board Members appreciated the opportunity to ask questions throughout the presentation instead of waiting until the end.

Executive Director’s Report: Mr. Dougherty discussed the July 2020 internal financial reports.

Mr. Dougherty updated the District Board Members on the recruiting of the Office Manager. A discussion ensued regarding the recruiting and hiring of an Office Manager in the current COVID-19 environment.

Communications Committee Report: Ms. Harris asked that a Communications Committee Meeting be scheduled to further discuss alternatives for the District’s Community Report publication. A discussion ensued.

Finance/Audit Committee Report: Mr. Mummert reported that there will be a Finance/Audit Committee Meeting on September 1, 2020 to discuss an RFP for banking services. A discussion ensued regarding the District’s preferences with respect to its banking relationship.

Report of Legal Counsel: Mr. Chivell had nothing to report.

Old Business: There was no Old Business.

New Business: Ms. Harris expressed her interest in the District adopting a Diversity, Equity, and Inclusion Policy with respect to the District’s vendors and personnel. A discussion ensued.

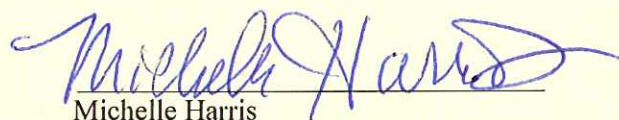
Ms. Clinkscale expressed her interest in the District issuing a statement with respect to diversity, equity, and inclusion. A discussion ensued.

Mr. Campbell introduced the idea of modifying the District’s Mission Statement with respect to the District’s position on diversity, equity, and inclusion. A discussion ensued.

Board Members agreed that the topic of diversity, equity, and inclusion is important. A motion was made to create a committee to further the District’s discussions on diversity, equity, and inclusion. Mr. Mummert moved that a committee be established. Ms. Clinkscale seconded the motion. The Chair asked for further discussion; none ensued. The motion was approved with all present members voting “Aye”.

There being no further business of the Board, Mr. Campbell moved to adjourn the meeting. Ms. Clinkscale seconded the motion, which was unanimously approved.

Respectfully submitted,



Michelle Harris

Secretary