

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

St. Louis, Missouri  
August 19, 2015

A regular meeting of the Audit Committee of the Metropolitan Zoological Park and Museum District was at the District office, 7733 Forsyth Blvd., Suite 550 at 1:30 pm on Wednesday August 19, 2015. The primary purpose of the meeting was to review and discuss current policies and procedures regarding the engagement of professional service providers.

The Audit Committee of the Metropolitan Zoological Park and Museum District ("District") was called to order. Upon roll call, the following Committee members were present:

Robert E. Eggmann  
Tom Campbell  
Christine Chadwick  
Thelma Cook, Ex Officio Member

Other persons attending the meeting included: J. Patrick Dougherty, Executive Director and Sharon L. Wilcutt, District employee.

Mr. Eggmann then asked for public comments. No comments resulted.

Approval of Minutes: Mr. Eggmann called for the approval of the minutes from April 10, 2015 Audit Committee meeting. Mrs. Chadwick moved that the minutes be approved. Mr. Campbell seconded the motion. The motion to approve the April 10, 2015 Audit Committee minutes were approved with all members voting 'Aye'.

Mr. Eggmann opened the meeting and began the discussion about comments he received about the current Subdistrict policies regarding engagement of professional service providers. He further explained that the complaint stated that engagement of service providers may be skewed in favor of party that is presently providing that service (i.e. insurance, auditing). A discussion ensued.

Mr. Dougherty explained that he has contacted the Subdistricts to inquire how often the institutions go out for a request-for-proposal on auditing service. He explained that some of the Subdistricts have not requested a new bid for audit services for years. Mr. Dougherty stated that the District recently requested bids for accounting service and received thirteen responses; four candidates completed the full proposal and were interviewed.

Mrs. Cook suggested that the District communicate to the Subdistricts that it would be in the best interest of the taxpayers in the community to review their professional service providers every five years. A discussion ensued.

Mrs. Chadwick suggested that the communication with the Subdistrict emphasis insurance and auditing providers only. A discussion ensued.

Mr. Eggmann proposed that the Audit Committee prepare a resolution to be discussed at the next full Board meeting.

Mr. Campbell suggested that the Audit Committee discuss the various types of engagements that could be conducted at Subdistricts over the next five years. A discussion ensued.

Mrs. Cook opened a discussion on the District By-laws. She explained the current requirements for a quorum and the issues it presents. A discussion ensued.

Mr. Eggmann made a motion that the Audit Committee presents an amendment to the full board. The amendment to the current the By-Laws would provide that: a quorum is determined by the number of seats that actually have appointees, not by the number of available seats. Mrs. Chadwick seconded the motion. The motion passed with all members voting 'Aye'.

Mr. Campbell suggested that the revision to the By-Laws be reviewed by the District's legal counsel prior to submitting it to the full board.

Mr. Eggmann then asked for public comments.

There being no other business to come before the Audit Committee, Mr. Campbell moved that the meeting be adjourned. Mrs. Chadwick seconded the motion. The meeting adjourned at 2:02 pm

Respectfully submitted,



Sharon L. Wilcutt  
Acting Secretary

NOTICE OF REGULAR MEETING  
Audit Committee

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 Audit Committee will be held as follows:

Date: August 19, 2015

Time: 1:30 P.M.

Place: Pierre Laclede Center  
7733 Forsyth Boulevard  
Suite 550  
St. Louis, MO

Agenda:

1. Request the approval of the minutes from the Audit Committee meeting held on April 10, 2015.
2. To review and discuss current policies and procedures regarding the engagement of professional service providers.
3. The Board may also hold a closed meeting, with a closed vote and record, as authorized by Section 610.021(1), (2) and (3), Revised Statutes of Missouri, relating to legal issues, real estate and/or personnel, negotiation of a contract pursuant to Section 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 Offices, 7733 Forsyth Blvd., Suite 550, Clayton, Missouri 63105, (314) 862-4222


  
J. Patrick Dougherty, Executive Director

# C E R T I F I C A T E

I, J. Patrick Dougherty, do hereby certify that the attached Notice of the Regular Meeting of the Audit Committee was published in accordance with the provisions of Section 610.020 of the Revised Missouri Statutes, by 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, Clayton, Missouri, and by mailing and/or e-mailing a copy of said Notice by ordinary mail to:

- David Hunn
- Stephen Deere
- St. Louis Business Journal
- Riverfront Times
- Susan C. Thomson
- Mark Schlinkmann
- Betsey Bruce
- Patrick Brown
- Jeff Rainford
- Sable Campbell-Jones
- Pat Westhoff
- Nancy Fowler
- Eric Miller
- Alex Heuer
- F. Holmes Lamoreux
- Barbara B. Taylor
- Michael F. Neiforff
- Lelia J. Farr
- Richard Jensen
- Willis Arnold
- Ben Uchitelle
- Laura Taylor
- Diane Toroian Keaggy
- Deborah Peterson
- Elsie Glickert
- Charlene Prost
- Erin M. Nolan
- Odester Saunders
- Tonya Sinkovits /John Butler
- Tom Curran
- Matthew Hathaway
- Rachel Lippmann
- St. Louis Public Radio
- Barb Boyle
- Bert Vescolani
- Wyndell Hill
- Matthew W. Geekie
- Adrienne D. Davis
- Donna Wilkinson
- Lelia J. Farr
- Harry Rich
- Benjamin C. Washington
- Gloria Wessels
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Signed this 19th day of August 2015

  
J. Patrick Dougherty, Executive Director