

METROPOLITAN ZOOLOGICAL PARK AND MUSEUM DISTRICT

St. Louis, MO
May 15, 2018

A regular meeting of the Board of Directors of the Metropolitan Zoological Park and Museum District was held in the Monsanto Center, at the Missouri Botanical Garden, St. Louis, Missouri at 12:00 p.m. on Tuesday, May 15, 2018. The primary purpose of the meeting was to review the Garden's 2017 operations and its 2018 budget.

Ms. 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 Mummert
Robert E. Eggmann	Darnetta Clinkscale
Michelle Harris	Thomas Campbell
Pat Coleman	

Robert Lowery, Sr. was absent. Other persons attending the meeting included Michael Chivell from Armstrong Teasdale LLP, the District's legal counsel LLP; Josh Ayers from BDO and District employees: J. Patrick Dougherty, Jina Choi and LaQuana Dilworth.

Public Comments: The Chair asked for public comments; no comments resulted.

The Chair welcomed the Botanical Garden Commissioners, Trustees and Staff and thanked the Staff for the special behind the scenes tour of the newly renovated Museum Building.

Botanical Garden and Subdistrict Budget Presentation: Dr. Wyse-Jackson introduced David Hollo, Chairman of the Board of Trustees, who began the presentation by welcoming the ZMD board as well as the Garden's Trustees and Commissioners. Mr. Hollo stated that the Garden welcomed more than 1 million visitors in 2017 and set a new record for membership households. The Garden also played a significant and important role in the local and global scientific and cultural community and completed a number of impressive capital projects. Mr. Hollo also thanked Dr. Wyse-Jackson and his staff for a job well done.

Mr. Hollo introduced Yemi Akande-Bartsch, Vice Chairman of the Botanical Garden Subdistrict. Ms. Akande-Bartsch explained the relationship between the Subdistrict and the Botanical Garden. She stated that the Subdistrict meets regularly with the Garden's executive team and attends the Board of Trustees meetings. There isn't a committee that the Subdistrict does not sit on.

Dr. Wyse-Jackson continued the presentation with a description of the Museum Building restoration as well as other attractions at the Garden. He later presented the financial information.

Upon completion of the budget presentation, the meeting recessed. After a short break, the Chair called the meeting to order.

Approval of Minutes: The Chair called for the approval of the minutes from the April 24, 2018 regular Board meeting. Ms. Coleman moved that the minutes be approved. Ms. Clinkscale seconded the motion.

The Chair asked for a discussion; none resulted. The minutes were approved with all members voting "Aye".

Review of the Presentation by Zoo Management: The Chair called for comments and discussion on the information presented by the Botanical Garden's management. The discussion included the following comments from Board members:

- Dr. Wyse-Jackson spent time talking about the people more than the science. The Board appreciated this, but they don't want to lose the science piece of the presentation. The past meetings have been very scientific, but talking about the people made a difference. We need a good balance.
- The Board would like an update on the pending capital projects for 2020 and 2021 that the Garden is still working on including the Ridgeway Center.
- Providing multiple year comparisons should be included in future presentations.
- The Board applauded the Garden's community engagement efforts.

Executive Director's Report: Ms. Choi presented the April 2018 internal financial statements. No discussion resulted.

Josh Ayers updated the Board regarding the progress of the IT assessment engagement being conducted by BDO. He provided details regarding the four phases of the engagement and provided each participant's Phase One Percentage of Completion.

Communications Committee: Ms. Harris reported the contract regarding the production of the Report to the Community has been forwarded to SLM Media. The committee is awaiting its response. The economic impact study contract with the St. Louis Regional Chamber has been signed. All of the Subdistricts have submitted their articles for the Report. No discussion resulted.

Audit Committee: Mr. Eggmann had no report.

Report of Legal Counsel: Mr. Chivell commented that the changes to the retirement plan had finally been made and asked that the Board readopt the plan as of January 1, 2018 to execute the changes.

The Chair called for a motion to approve the revised retirement plan resolution. Mr. Campbell moved that the resolution be adopted. Ms. Clinkscale seconded the motion. The Chair asked for a discussion; none resulted. The revised retirement plan resolution was approved with all members voting "Aye".

Old Business: No old business.

New Business: No new business.

Public Comments: The Chair asked for public; no comments resulted.

The Chair 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. Harris seconded the motion. The motion was approved with all members voting "Aye".

The Board went into closed session at 1:40 p.m.

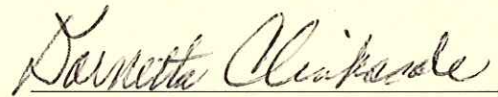
The Closed Session of the meeting adjourned and the regular meeting was reopened to the public at 1:53 p.m. Minutes from the Closed Session of the meeting will be prepared by Mr. Chivell and filed at the office of Armstrong Teasdale LLP.

Mr. Eggmann moved for approval of the Cyber and Privacy Liability Insurance Policy. Mr. Campbell seconded the motion. The motion was approved with all members voting "Aye".

Mr. Eggmann moved to increase the Insurance line item within the 2018 ZMD Operating budget by \$10,650 (the Cyber and Privacy Liability Insurance Policy premium). Ms. Clinkscale seconded the motion. The motion was approved unanimously.

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

Respectfully submitted,



Darnetta Clinkscale
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Secretary