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

St. Louis, Missouri
September 30, 2013

A regular meeting of the Board of Directors of the Metropolitan Zoological Park and Museum District was held in the District office, 7733 Forsyth Blvd., 2nd Floor Conference Room B, on Monday September 30, 2013. The primary purpose of the meeting was to set the 2013 Subdistrict property tax rates.

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

Ben Uchitelle
Charles E. Valier
Jerome E. Glick
Robert G. Lowery, Sr.

Robert A. Powell
Gloria Wessels
Thomas J. Campbell
Thelma V. Cook

Persons attending included: Kathryn Giddings, Subdistrict Legal Counsel; Tom Curran, St. Louis County Director of Intergovernmental Affairs; Mary Ellen Ponder, Deputy Chief of staff to Mayor Slay; Dale Singer, Saint Louis Beacon; David Hunn, St. Louis Post-Dispatch; Matt Hathaway, Communications Department, Saint Louis Art Museum; John R. Roberts, Chairman of the Missouri History Museum Trustees; Romondus Stover, Chairman of the Missouri History Museum Subdistrict; Frank P. Wolff, Jr., Attorney for the Missouri History Museum - Bryan Cave, LLP; Citizens: Elise Glickert, Pat Westhoff and Lou Hamilton and James Buford. Other persons attending the meeting included Tessa Treiz from Armstrong Teasdale LLP, the District’s legal counsel; and District employees: J. Patrick Dougherty, Sharon L. Wilcutt and LaQuana S. Dilworth.

The Chair asked for any public comments from those in attendance.

Elsie Glickert, Board Member of the Sutter-Meyer Farmhouse Museum in University City addressed the Board and stated:

I am a spokesperson for several 501c3 small Museums of Missouri History in St. Louis City and St. Louis County. We come as 'humble relatives' within the Zoo Museum District seeking a permanently established fund in the Zoo Museum District's Budget.

At this time there are approximately 25 small 501c3 Museums of Missouri History in the City of St. Louis and St. Louis County – all with difficulty raising funds using memberships, yard sales, silent auctions, wine & cheese events, etc. A Grant of $5,000 or $10,000 would be a windfall to any of these Museums, but insignificant in the ZMD Budget.

If this concept is not currently available and the ZMD exists, may we "plant the seed of need" to further promote Missouri History through these wonderful neighborhood Museum all located within the ZMD? The ZMD is not in its 40th year, and has accomplished much. Is a review in order? A permanently established fund in the ZMD’s annual budget whereby these Museums could apply for much needed Grants, would help promote Missouri History at the local level as the Museum are widely spread throughout the Cities of St. Louis, Affton, Overland, Florissant, Kirkwood, Webster, University City, Spanish Lake and elsewhere in unincorporated St. Louis County.
While these 501c3 Museums are struggling financially, they are wealthy in culture and enthusiasm to bring Missouri History to the current generations and future generations, but are in need of the ZMD's financial support through Grants.

Mrs. Glickert requested that the District establish a fixed meeting date each month; a fixed date would assist the public so that residents may participate.

Mrs. Wessels suggested that Mrs. Glickert speak to the Missouri History Museum Management directly about funds and assistance. Mr. Valier explained that the District has very limited authority, and can only designate funds to the five existing Subdistricts.

Mr. John R. Roberts, Chairman of the Missouri History Museum Trustees addressed the Board and stated that he believes that the collaboration of small municipal Historical Societies and the History Museum has merit. He further explained that the 2013 budget has been approved, but asked that Mrs. Glickert and Mrs. Westhoff contact him at a later date to discuss the matter.

Ms. Westhoff, Board Member of the Overland Historical Society addressed that Board and concurs. She also requested funding for her organization.

Mr. James Buford, Past President of the Urban League of Metropolitan St. Louis and a Board member of numerous civic organizations addressed the Board. Mr. Buford is a current member of the Missouri History Museum executive search committee. Mr. Buford thanked the Board for its service to the community and hard work. Mr. Buford encouraged the Board to allow the Missouri History Museum Subdistrict to move forward. He explained that the Museum has suffered unquestionable damage; donations are flat; the capital campaign has been put on hold; and the reputation of the institution has been damaged. He explained that even a small adjustment or cut in the pending tax rate will further damage the mission of the Museum and impact staff, exhibits and hiring of future employees. Mr. Buford stated the need to stabilize the institution and asked that the Board approve the full tax rate allowable for 2013.

Mr. Lowery asked about the timeline for hiring a new President for the Museum. Mr. Buford explained that the goal is to have a new President hired by December 31, 2013. A search firm has been hired and the first round of candidates will be interviewed on Wednesday October 2, 2013. The final three candidates will then be interviewed by the full Board of Commissioners and Board of Trustees.

Mr. Frank Wolff explained that the History Museum search committee is made up of one-third Trustees, one-third public citizens and one-third Commissioners.

Ms. Mary Ellen Ponder, Deputy Chief of staff to Mayor Slay addressed the Board and on behalf of Mayor Slay respectfully requested that the tax rates be set at the full allowable amount for all five institutions. Mayor Slay acknowledges that problems with the History Museum have been addressed and a new contract is in place.

Mr. Uchitelle stated that a letter was received from Charlie A. Dooley, St. Louis County Executive that urges the District to support the full tax rate for each Subdistrict in order to provide proper operating income for these institutions for the coming year and allow them to fulfill their obligations to provide cultural service to our community.

Public Hearing – Mr. Uchitelle opened the public hearing regarding the proposed 2013 Subdistrict tax rates. He stated that A Notice of Public Hearing was published in the Daily Record (City), St. Louis Countian (County) on September 21, 2013. A Notice of Public Hearing was also posted at the following locations: St. Louis City Hall, The Central St. Louis Public Library, St. Louis County Government Center, St. Louis County Library Headquarters and the Metropolitan Zoological Park and Museum District office. In addition, the Notice of Public
Hearing, identified as EXHIBIT I was posted on the District’s website, www.mzdtsl.org. The notice was prepared by incorporating the assessment data available on September 20, 2013. The proposed rates are:

Real Estate and
Personal Property

<table>
<thead>
<tr>
<th>Subdistrict</th>
<th>Rate</th>
</tr>
</thead>
<tbody>
<tr>
<td>Art Museum Subdistrict</td>
<td>$0.0800</td>
</tr>
<tr>
<td>Botanical Garden Subdistrict</td>
<td>$0.0399</td>
</tr>
<tr>
<td>Missouri History Museum Subdistrict</td>
<td>$0.0399</td>
</tr>
<tr>
<td>St. Louis Science Center Subdistrict</td>
<td>$0.0399</td>
</tr>
<tr>
<td>Zoological Park Subdistrict</td>
<td>$0.0800</td>
</tr>
</tbody>
</table>

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

The Chair asked for comments or questions from any citizen in attendance. Since there were no additional public comments, a motion to adjourn the public hearing was made by Mrs. Cook and seconded by Mr. Lowery. The motion passed unanimously.

Tax Rates for 2013 – Mr. Uchitelle re-opened the regular meeting and asked the Board to consider setting the proposed 2013 tax rates. The rates are based on the 2013 post-Board of Equalization property assessments.

Mr. Dougherty informed the Board District Tax Rates amounts are regulated by the Hancock Amendment. The Hancock Amendment limits the annual rate of increase and the total amount of annual tax revenue to be received from property taxes. The “current year tax levies must be set to yield the same gross revenue as allowed in the prior year, in addition, an adjustment is made for additional revenue permitted for assessment growth that is the lower of (1.) the actual growth rate, (2.) the inflation rate (Consumer Price Index) or (3.) five percent.” Mr. Dougherty further explained that in 2013 there was no growth in assessment in City and County. The Subdistrict tax rates are computed by using the single rate method in which a single tax rate applies to all property subclasses.

Mr. Dougherty explained that the revised 2012 tax forms were prepared to reflect accurate assessment data and provide the Subdistricts with a precise computation of the maximum prior year (2012) adjusted revenue. The prior year gross tax revenue plays a vital role in the computation of the 2013 tax rate ceiling. Each of the five Subdistricts qualifies for a potential recoupment of $0.0001. If the recoupment is recognized in 2013, it can provide each institution with approximately $26,400 in additional gross tax revenue. Mr. Dougherty stated that all of the tax computations have been reviewed and approved by the Missouri State Auditor’s office.

Mr. Valier explained that the Zoological Park and the St. Louis Art Museum are now at the maximum allowable tax ceiling amount of $.08 cents. With the ceiling in place hereafter, the 2014 and subsequent years’ tax revenues could decrease if the assessments go down. A discussion ensued.

Mr. Campbell moved that, based on the Art Museum Subdistrict’s needs as reflected in budgets submitted in the spring of 2013 and reviewed by the District Board, the 2013 tax rate for the Art Museum Subdistrict be set as indicated in the Tax Resolution:

<table>
<thead>
<tr>
<th>Subdistrict</th>
<th>Rate</th>
</tr>
</thead>
<tbody>
<tr>
<td>Art Museum Subdistrict</td>
<td>- 8.00 cents for all categories of taxes</td>
</tr>
</tbody>
</table>

Mr. Lowery seconded the motion.

A roll call vote was taken to approve the 2013 tax rate of $0.0800 cents for all categories of taxes for the St. Louis Art Museum Subdistrict. The motion passed with Mr. Uchitelle, Mrs. Cook, Mr. Powell, Mr. Valier, Mrs. Wessels, Mr. Glick, Mr. Campbell and Mr. Lowery voting ‘Aye’.
Mr. Campbell moved that, based on the Botanical Garden Subdistrict’s needs as reflected in budgets submitted in the spring of 2013 and reviewed by the District Board, the 2013 tax rate for the Botanical Garden Subdistrict be set as indicated in the Tax Resolution:

Botanical Garden Subdistrict

- 3.99 cents for all categories of taxes

Mrs. Cook seconded the motion.

A roll call vote was taken to approve the 2013 tax rate of $0.0399 cents for all categories of taxes for the Botanical Garden Subdistrict. The motion passed with Mr. Uchitelle, Mrs. Cook, Mr. Powell, Mr. Valier, Mrs. Wessels, Mr. Glick, Mr. Campbell and Mr. Lowery voting ‘Aye’.

Mr. Campbell moved that, based on the History Museum Subdistrict’s needs as reflected in budgets submitted in the spring of 2013 and reviewed by the District Board, the 2013 tax rate for the History Museum Subdistrict be set as indicated in the Tax Resolution:

History Museum

- 3.99 cents for all categories of taxes

Mr. Lowery seconded the motion.

Mr. Valier explained that much has transpired since the Agreed Upon Procedures Report was concluded: the History Museum has become more transparent. The Board of Trustees has agreed to be subject to the open meeting laws that allow the Commission to have a greater participation in the governance of the Museum; adjusted the limit on unbudgeted expenses from $300,000 to $10,000 and rescinded the $1 million pledge to the Loop Trolley. Further, Dr. Archibald has resigned. Mr. Roberts and Mr. Stover have taken positive steps to right the ship. Mr. Valier stressed that additional reform needs to be achieved.

Mr. Campbell stated that the time has come to move on and to stop the damage. Mr. Campbell stated that the District Board has a responsibility for oversight of the five institutions; but this Board does not have an obligation to unnecessarily punish institutions that are not behaving in the manner in which some Board members believe is appropriate. When issues were brought to the attention of the Board, the Museum’s management acknowledged them and took ownership of their shortcomings. Mr. Campbell urged that Board members vote in favor for the maximum tax rate allowable for the History Museum.

Mr. Lowery stated that the Board has been talking about the History Museum issues for a long time and that it is time to move forward. Mr. Lowery commended the management of the History Museum on working on solutions and looking ahead. Mr. Lowery urged that Board members vote in favor of the maximum tax rate allowable for the History Museum.

Mr. Glick explained that the District has been urged by everyone to move on and forget the problems at the History Museum. Mr. Glick stated that many of the shortcomings at the History Museum have been changed, and the Museum is moving to a more responsible institution. Mr. Glick explained that final reports have not been received from the Circuit Attorney’s office or from the St. Louis Board of Alderman.

Mrs. Wessels expressed her concern in giving the maximum tax rate to the History Museum. Mrs. Wessels addressed the Board and stated:

I am making a motion to reduce the MHM tax rate to 3.1% which will reduce the tax funding from $10.1M to $8.5M. If at any time in the history of this ZMD board we should be inclined to lower the tax rate for any institution I believe this is it.

The expenses of the MHM are down. With the departure of Dr Archibald they no longer are strapped with his salary, generous vacation policy, pension contributions and the lucrative six month contract.
After nine months of searching they still have no President to pay. Fees for special investigators, public relation firms and consulting firms will be down. Thus there is a real cut in expenses.

Secondly if you look at their fall magazine, it is very thin. On the cover you will see two darling girl’s you are attending Twilight Tuesdays. Twilight Tuesdays are an additional program that is held outside of the museum. The magazine is only eleven pages, which may make one believe that not much is happening. Yes, there are upcoming lectures, family presentations, book signings and theatre performances. And there is a schedule of traveling exhibits which they acknowledge are usually lost leaders. In the past some have lost as much as $200,000. A few months ago I asked Pat to find out the revenues and expenses of all the traveling exhibits in 2012. So far I have been given only the revenues of one exhibit with no mention of the expenses.

There is only one article on an upcoming exhibit by the MHM and that is slated for Oct 2014. The History Museum incurs much expense in housing their collection but a very small percentage of their collection has been seen by the public.

With the purchase of the Delmar property and the new building Dr. Archibald was so excited because their collection had enough items to fill the new building with a storytelling theme. That idea has yet to come to fruition in their present space... where exhibit s on St Louis history are still occupying the same halls since the opening of the expansion. Exhibit expenses must be down.

This Board has an obligation to the taxpayers we represent whether they live in Ladue, Clayton, The Central West End, Holly Hills, St Louis Hills, Downtown St Louis, North City or Florissant. One of the gentlemen who will soon be giving our board training was very surprised when Ben and I told him that the ZMD Boards have never given any institution less than the maximum rate. He asked us; just what does an institution have to do for that to happen. After all the mishandling of taxpayer monies by the MHM and the fact that they are still under investigation by the circuit attorney’s office, if we set the highest tax rate ...the other institutions will be given the message that their performance does not matter....as this board will give the maximum rate allowed by law no matter what.

I have read that a decrease in tax revenue will only hurt the employees of the museum; obviously no one was concerned about them when they were giving Dr Archibald such a lucrative compensation package. Since the inception of this tax the net worth of the MHM has increased from less than 5M to over 62M. It would seem that they should have funds to make up this reduction of tax money for one year. In addition if we are looking to expanding the taxing district in the coming years, which outlying county taxpayers would consider joining a board that appears to just be a rubber stamp for the appointing authority?

For these reasons I ask that our board members set aside any allegiance you may have and truly represent the taxpayers where you live by reducing the tax benefit for the MHM from 10.1 million to 8.5 million for 2013. This board must demonstrate to the public that there are consequences to mismanagement of funds. This action is not permanent. It would only be for one year. Next year we can again look at their bottom line again and easily reinstate the maximum tax rate.

Mr. Uchitelle stated that the History Museum has demonstrated the desire to move forward by addressing many issues and areas of concern. Attendance is strong, governance cooperation has improved and expenses have decreased. The joint operating agreement is in effect and will be amended to modify the $300,000 limit to an adjusted amount of $10,000 on unbudgeted expenses. The joint search committee is moving forward with a number of candidates. Mr. Uchitelle read an excerpt from a joint letter received by the District, dated September 6, 2013, from the Board of Trustees and Subdistrict Commissioners: “We can say without exception the two entities are working seamlessly to agree upon and follow the best practices for museums of our type, to preserve the financial stability that has been a hallmark of this institution and to present a product for our
"community of which everyone can be proud." Mr. Uchitelle urged that Board members vote in favor of the maximum tax rate allowable for the History Museum.

Mr. Valier commented on various other Museums across the country that have larger attendance and suggested that the History Museum present exhibits in a more modern, progressive way.

A roll call vote was taken to approve the 2013 tax rate of $0.0399 cents for all categories of taxes for the Missouri History Museum Subdistrict. The motion passed with Mr. Uchitelle, Mrs. Cook, Mr. Powell, Mr. Valier, Mr. Campbell and Mr. Lowery voting 'Aye'. Mrs. Wessels and Mr. Glick voted 'No'.

Mr. Campbell moved that, based on the Science Center Subdistrict's needs as reflected in budgets submitted in the spring of 2013 and reviewed by the District Board, the 2013 tax rate for the Science Center Subdistrict be set as indicated in the Tax Resolution:

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Science Center Subdistrict       - 3.99 cents for all categories of taxes
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Mrs. Cook seconded the motion.

A roll call vote was taken to approve the 2013 tax rate of $0.0399 cents for all categories of taxes for the Science Center Subdistrict. The motion passed with Mr. Uchitelle, Mrs. Cook, Mr. Powell, Mr. Valier, Mrs. Wessels, Mr. Glick, Mr. Campbell and Mr. Lowery voting 'Aye'.

Mr. Campbell moved that, based on the Zoological Park Subdistrict's needs as reflected in budgets submitted in the spring of 2013 and reviewed by the District Board, the 2013 tax rate for the Zoological Park Subdistrict be set as indicated in the Tax Resolution:

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Zoological Park Subdistrict      - 8.00 cents for all categories of taxes
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Mr. Lowery seconded the motion.

A roll call vote was taken to approve the 2013 tax rate of $0.0800 cents for all categories of taxes for the Zoological Park Subdistrict. The motion passed with Mr. Uchitelle, Mrs. Cook, Mr. Powell, Mr. Valier, Mrs. Wessels, Mr. Glick, Mr. Campbell and Mr. Lowery voting 'Aye'.

Mr. Lowery moved to accept the Resolution of the Metropolitan Zoological Park and Museum District Board Setting Tax Rates for 2013 Assessments, identified as EXHIBIT II. Mr. Campbell seconded the motion.

Mr. Valier explained that the current resolution basically freezes the tax rates for the Subdistricts. For the Subdistricts to succeed they are going to require additional revenues. Mr. Valier proposed three options:

1) Charge for admission;
2) Go back to voters in the District and ask for a tax rate increase;
3) Legislatures authorize a tax vote in outlying communities to join the District.

Mr. Valier suggested that the District Board take the lead and address funding issues. Mr. Valier explained that the District is now forty-years old and, due to its popularity and growth, changes need to be made to continue the success of the five institutions in the District, including the possibility of charging visitors that do not participate in the current taxing district. The ambitious plan set forth by the Zoo emphasizes the future needs of the Subdistricts.

Mr. Uchitelle shares the concern over the future for all five institutions. Mr. Uchitelle commented on the successful public/private partnership at the St. Louis Art Museum recently raising funds for an expansion.
Mr. Buford addressed the Board and thanked everyone on behalf of Jeffery Bonner, President of the St. Louis Zoo, and Hon. James F. Ccnoway, Chair of the Zoological Park Subdistrict, for recognizing the vision and goals the St. Louis Zoo has set for the future.

The motion to accept the Resolution of the Metropolitan Zoological Park and Museum District Board Setting Tax Rates for 2013 Assessments passed with Mr. Uchitelle, Mrs. Cook, Mr. Powell, Mr. Valier, Mrs. Wessels, Mr. Glick, Mr. Campbell and Mr. Lowery voting ‘Aye’.

Upon completion of the public hearing the meeting recessed. Within a few minutes, Mr. Uchitelle called the meeting to order.

Mr. Uchitelle called for the approval of the minutes from the regular Board meeting held on August 13, 2013. Mr. Glick moved that the minutes be approved and Mrs. Cook seconded the motion. Mr. Uchitelle asked that the August 13, 2013 minutes be amended: page six paragraph two from: Mr. Glick informed the Board, in full disclosure, that he is a personal friend of Mr. Rosenberg. To read: Mr. Glick informed the Board that he is a friend of Mr. Rosenberg. Mr. Uchitelle informed the Board that he is also a friend of Mr. Rosenberg. The August 13, 2013 minutes were unanimously approved, pending the revision, by all members voting ‘Aye’.

Mr. Uchitelle called for the approval of minutes from February 28, 2013 closed meeting. Mr. Valier moved that the minutes be approved. Mr. Campbell seconded the motion. The motion to accept the February 28, 2013 closed meeting minutes was approved with all members voting ‘Aye’.

**Executive Director’s Report** – Mr. Dougherty reported that, as of September 27, 2013, the balances in the various District controlled bank accounts totaled approximately $13.6 million and included:

<table>
<thead>
<tr>
<th>Account for the benefit of:</th>
<th>Amount</th>
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<tbody>
<tr>
<td>Zoological Park Subdistrict</td>
<td>$116,175.66</td>
</tr>
<tr>
<td>Art Museum Subdistrict</td>
<td>$8,285,732.22</td>
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<tr>
<td>St. Louis Science Center Subdistrict</td>
<td>$3,938.01</td>
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<tr>
<td>Botanical Garden Subdistrict</td>
<td>$3,339,359.70</td>
</tr>
<tr>
<td>Missouri History Museum Subdistrict</td>
<td>$287,931.97</td>
</tr>
<tr>
<td>District Operating Fund</td>
<td>$1,637,440.84</td>
</tr>
</tbody>
</table>

Mr. Uchitelle inquired about the line of credit at the Science Center and requested an update on the status from the Executive Director.

Mr. Dougherty then presented the District’s internal financial statements for the months of July and August 2013. There was no discussion regarding the contents of the July and August statements.

**Finance/Audit Committee Report**: Mrs. Wessels reported that she met with Dan Sise and Barry Rosenberg to review the potential collaboration of the two candidates for Board training. Mr. Uchitelle and Mr. Dougherty were also in attendance. It was recommended that each instructor would present for an hour with regards to each trainer’s specific strengths on best practices and board policies.

Mrs. Wessels made a motion to adjust the budget by $1,000.00 and engage Dan Sise and Barry Rosenberg to provide approximately two hours of Board training to the District Board. Mr. Lowery seconded the motion.

Mrs. Cook asked if specific guidelines should be given to each provider prior to the training.

Mrs. Wessels explained that: each provider has strengths in specific area: Mr. Sise with regards to conflict of interest and legal issues and Mr. Rosenberg with duties and responsibilities of Commissioners/Directors. Mr.
Uchitelle explained that the training session agenda will be coordinated and planned with the assistance of the District. Mrs. Wessels stated that the cost will be $500.00 per hour. A discussion ensued.

Mrs. Wessels mentioned as reported in the Minutes received from the History Museum, that Commissioner training was listed as a discussion item.

Mr. Glick inquired if the cost of the training for each of the Subdistricts will be paid out of the District’s budget. Mr. Valier acknowledged that the cost should be incurred by the District.

Mr. Campbell suggested that each Subdistrict be notified that a training program is being developed by the District to alleviate any duplication of programs. The motion to retain Mr. Sise and Mr. Rosenberg as board trainers (with a total budget of $1,000 or $500/hour/trainer) was approved with all members voting ‘Aye’.

Report of Legal Counsel: Mrs. Trelz had no report to submit.

Old Business: Mr. Glick reminded the Board that the Agreed Upon Procedures Report for the History Museum, along with the Report from the Audit Committee, has not been approved by the Board. Mr. Uchitelle suggested that the information in both reports has been made known, and the Board needs to move forward.

Mrs. Wessels inquired if a Request for Proposal could be issued for a new audit firm to perform the Agreed Upon Procedures for the Art Museum. Mr. Campbell asked that, in light of the experience with the History Museum Agreed upon Procedures, the full Board, rather than the Audit Committee, commission the Agreed upon Procedures to be performed at the Art Museum. A discussion ensued, with Mrs. Wessels and Mr. Valier expressing their view that the matter should remain with the Audit Committee.

Mrs. Wessels requested that the transcript of this portion of the meeting be included in the minutes.

- **Mr. Campbell** – I would like to propose that, considering the angst that arose from the best practices report so-on-so-fort that be handled by the full Board. The full Board was pretty much engaged before, and this has become an important enough endeavor of this Board that it really should be something taken at the full Board level.
- **Mr. Valier** – I do not know what you are talking about.
- **Mr. Campbell** – Well, instead of having them parked in the Audit Committee, this ought to be something that the full Board deals with from the initial engagement.
- **Mr. Valier** – Are you talking the Art Museum?
- **Mrs. Wessels** – There is a whole lot of ground work that needs to be done. The Audit Committee meets with the Auditor and then we talk about the things that we see as important. And, Pat helps us a whole lot. And then, when we come up with something, then we present it to the full Board and then they can react to it. I think that it is an extra step that a full Board needs, and I don’t think…..
- **Mr. Campbell** – Actually, we went through a lot of extra steps because it was in the Audit Committee. You may recall that in particular the representative from Kerber, Eck & Braeckel LLP was put in a very awkward position because he was getting conflicting instructions from the Audit Committee and from the Board.
- **Mrs. Wessels** – That was at the very end.
- **Mr. Campbell** – Let me finish Gloria - without interrupting me. That was not professional - that was really ridiculous to put that man in that position, and it was totally inefficient and created a lot of extra steps. What I am proposing is to have the Board deal with whoever it is – whether it is Kerber, Eck and Braeckel LLP or whoever- and oversee the preparations of the best practices report. I do not think it will add any additional steps it will reduce probability/possibility that we
are going to have conflicting direction given. All the Board members would then be privy to what is going on and may avoid some of the angst that is associated with the Kerber, Eck and Braeckel LLP report regarding the History Museum.

- **Mrs. Wessels** – I want to say that the History Museum was an unusual one, and we had none of that with the Science Center. I do not anticipate having it with the Art Museum. And I really don’t like the fact that you would like to take power away from the Audit Committee. It seems like you are doing that.

- **Mr. Campbell** – Gloria this is not about power.

- **Mr. Uchitelle** – Want – wait – wait.

- **Mrs. Wessels** – Well, maybe power was misspoken.

- **Mr. Campbell** – It was not misspoken – and that was part of the problem with the Audit Committee, the Audit Committee started operating autonomously from the Board which is highly inappropriate and contrary to practices that a Board should be following.

- **Mrs. Wessels** – Let me tell you....


- **Mr. Valier** – Can I .... Why don’t we do it the way that we have been doing it – and if a problem arises then it is going to come to the Board.

- **Mr. Campbell** – Well Charlie the problem is - that a problem did arise - a number of problems arose and there were unilateral actions that were defiance of the Chairman’s instructions – speaking on behalf of the Board. That was not appropriate and was certainly offensive to me as someone who is on the Board and not a member of the Audit Committee this is going to avoid that type of rogue activity.

- **Mr. Uchitelle** – Let’s do this.

- **Mr. Valier** – I don’t think that is necessary.

- **Mrs. Wessels** – I believe that the Chair person then becomes the Audit Committee – the head of the Audit Committee. That’s crazy.

- **Mr. Campbell** – The Audit Committee has other functions that they can deal with.

- **Mrs. Wessels** – And they are?

- **Mr. Campbell** – This was just too large of an issue – it became too large of an issue for a small group of people on the Audit Committee to have control over - and again it lead to some very very unnecessary confrontation in terms of who was speaking on behalf of the Board and in particular put the gentleman from Kerber, Eck & Braeckel LLP in an intolerable position.

- **Mr. Uchitelle** – Leis do this. You (Pat Dougherty) are going to work up the questions and so forth. Why don’t you share those questions not only with the Audit Committee – but with the whole Board and see where we go from there before making the final decision on that – I understand what Tom is saying and let’s just put that on that.......... 

- **Mrs. Wessels** – I would like to say one more thing – I think just a comment like Tom just made makes these issues continue instead of putting it to rest.

- **Mr. Campbell** – What issue – what comment.

- **Mrs. Wessels** – What happened with the History Museum. I think you are just kind of making it prolong instead of putting it to rest and let’s start anew.

- **Mr. Campbell** – Gloria there are two people on this Board that continue to do the public flogging of the History Museum today.

- **Mrs. Wessels** – But this is with the Art Museum – this is different.

- **Mr. Uchitelle** – Let’s go on gang.
The Chair asked for any public comments from those in attendance.

Mr. Glick commended Ms. Glickert and Mrs. Westhoff on their presentation to the Board. He further urged them to communicate with the History Museum to seek funds for the Overland and University City Historical Societies.

Mrs. Glickert requested that the Board consider having fixed meeting days scheduled for planning purposes. Mr. Uchitelle explained that it is difficult to juggle Board members’ schedules but that all meetings are posted in advance of each meeting.

Mr. Valier explained that the availability of financial information is essential to setting meeting dates. Mr. Dougherty stated that in order to present a complete and audited financial picture, the District generally plans the Subdistrict Budget Meetings in the spring/summer of each year.

There being no other business, Mr. Powell moved that the meeting be adjourned. Mr. Glick seconded the motion. The meeting adjourned at 2:10 p.m.

Respectfully submitted,

[Signature]

Secretary
METROPOLITAN ZOOLOGICAL PARK AND MUSEUM DISTRICT
NOTICE OF PUBLIC HEARING

The Metropolitan Zoological Park and Museum District Board will hold a public hearing at noon on September 30, 2013 in Conference Room B, Second Floor, Pierre Laclede Building, 7733 Forsyth Blvd. Clayton, Missouri 63105. During the hearing, citizens may be heard with respect to the proposed tax rates to be set by the District Board.

Pursuant to R.S. Mo. Sections 67.310 and 137.073, the following information is presented with respect to assessed valuations, revenues and tax rates in the District, which is comprised of the City of St. Louis and St. Louis County, to wit:

1. Assessment valuation, by categories, subject to ad valorem property tax rates:

<table>
<thead>
<tr>
<th></th>
<th>2012</th>
<th>2013</th>
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<tbody>
<tr>
<td>Real Estate</td>
<td>$22,016,662,893</td>
<td>$21,236,757,241</td>
</tr>
<tr>
<td>Personal Property</td>
<td>3,617,787,003</td>
<td>3,714,250,283</td>
</tr>
<tr>
<td>Other Tangible Property</td>
<td>444,832,826</td>
<td>483,326,603</td>
</tr>
<tr>
<td>Total</td>
<td>$26,075,282,722</td>
<td>$25,434,334,127</td>
</tr>
</tbody>
</table>

2. The amount of gross revenue required to be provided from each tax rate to be levied:

<table>
<thead>
<tr>
<th></th>
<th>2013</th>
</tr>
</thead>
<tbody>
<tr>
<td>Zoological Park Subdistrict</td>
<td>$20,347,467</td>
</tr>
<tr>
<td>Art Museum Subdistrict</td>
<td>20,347,467</td>
</tr>
<tr>
<td>Saint Louis Science Center Subdistrict</td>
<td>10,173,734</td>
</tr>
<tr>
<td>Botanical Garden Subdistrict</td>
<td>10,173,734</td>
</tr>
<tr>
<td>Missouri History Museum Subdistrict</td>
<td>10,173,734</td>
</tr>
<tr>
<td>Total</td>
<td>$71,216,136</td>
</tr>
</tbody>
</table>

3. Proposed Tax Rates for 2013:

<table>
<thead>
<tr>
<th></th>
<th>Per $100 of Assessed Valuation for Real Estate and Personal Property</th>
</tr>
</thead>
<tbody>
<tr>
<td>Zoological Park Subdistrict</td>
<td>8.00 cents</td>
</tr>
<tr>
<td>Art Museum Subdistrict</td>
<td>5.00 cents</td>
</tr>
<tr>
<td>Saint Louis Science Center Subdistrict</td>
<td>4.00 cents</td>
</tr>
<tr>
<td>Botanical Garden Subdistrict</td>
<td>4.00 cents</td>
</tr>
<tr>
<td>Missouri History Museum Subdistrict</td>
<td>4.00 cents</td>
</tr>
<tr>
<td>Total</td>
<td>28.00 cents</td>
</tr>
</tbody>
</table>
AFFIDAVIT OF PUBLICATION

STATE OF MISSOURI

} S.S. 

CITY OF ST. LOUIS

Before the undersigned Notary Public personally appeared Kim Kaemmerer on behalf of ST. LOUIS DAILY RECORD who, being duly sworn, attests that said newspaper is qualified under the provisions of Missouri law governing public notices to publish, and did so publish, the notice annexed hereto, starting with the September 21, 2013 edition and ending with the September 21, 2013 edition, for a total of 1 publications:

09/21/2013

Kim Kaemmerer

Subscribed & sworn before me this 21st day of Sept., 2013

(SEAL)

Chanel Jones

Notary Public

CHANEL JONES
Notary Public - Notary Seal
STATE OF MISSOURI
St. Louis County
My Commission Expires: Aug. 8, 2014
Commission # 10397721
**METROPOLITAN ZOOLOGICAL PARK & MUSEUM DISTRICT**

- **Daily Record St. Louis (VO)**
- **Government / Hearings and Minutes**
- Metropolitan Zoological Park & Museum Dist Notice of Public Hearing  
  Section: Government Category: Hearing & Minutes  
  10393488 City Sep 21, 2013  
  9/21/2013  
- Base Charge

<table>
<thead>
<tr>
<th>Days</th>
<th>Description</th>
<th>Size/Qty</th>
<th>Unit Price</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td></td>
<td>3 col x 6.60in</td>
<td>21 words/36 in</td>
<td>125.28</td>
</tr>
</tbody>
</table>

**Anchor Rate:** 125.28  
**Subsequent Rate:** $0.00  
**TOTAL DUE:** 125.28

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**DETACH AND RETURN THIS PORTION WITH YOUR PAYMENT TO:**

**Missouri Lawyers Media**  
PO Box 955400  
St. Louis, MO 63195

<table>
<thead>
<tr>
<th>Account #</th>
<th>Customer</th>
<th>Order #</th>
<th>Order Date</th>
<th>Total Due</th>
</tr>
</thead>
<tbody>
<tr>
<td>10023718</td>
<td>Metropolitan Zoological Park &amp; Museum Dist</td>
<td>10393488</td>
<td>9/18/2013</td>
<td>125.28</td>
</tr>
</tbody>
</table>

---

**VISA/DEX**

**CARD NUMBER**

**EXP. DATE**

**Security Code:**

**CHARGE MY CREDIT CARD**

**CUSTOMER SIGNATURE**
METROPOLITAN ZOOLOGICAL PARK AND MUSEUM DISTRICT
NOTICE OF PUBLIC HEARING

The Metropolitan Zoological Park and Museum District Board will hold a public hearing at noon on September 30, 2013 in Conference Room B, Second Floor, Pierce Laclede Building, 7733 Forsyth Blvd, Clayton, Missouri 63105. During the hearing, citizens may be heard with respect to the proposed tax rates to be set by the District Board.

Pursuant to R.S. Mo. Sections 67.110 and 137.073, the following information is presented with respect to assessed valuations, revenues and tax rates in the District, which is comprised of the City of St. Louis and St. Louis County, as well:

1. Assessment valuation, by categories, subject to ad valorem property tax rates:

<table>
<thead>
<tr>
<th>Category</th>
<th>2012</th>
<th>2013</th>
</tr>
</thead>
<tbody>
<tr>
<td>Real Estate</td>
<td>$22,016,662,693</td>
<td>$21,236,757,241</td>
</tr>
<tr>
<td>Personal Property</td>
<td>$3,617,787,003</td>
<td>$3,714,350,283</td>
</tr>
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<td>Other Tangible Property</td>
<td>$444,822,826</td>
<td>$483,326,603</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>$26,079,262,522</strong></td>
<td><strong>$25,434,334,127</strong></td>
</tr>
</tbody>
</table>

2. The amount of gross revenue required to be provided from each tax rate to be levied:

<table>
<thead>
<tr>
<th>Subdistrict</th>
<th>2013</th>
</tr>
</thead>
<tbody>
<tr>
<td>Zoological Park Subdistrict</td>
<td>$29,347,467</td>
</tr>
<tr>
<td>Art Museum Subdistrict</td>
<td>$20,347,467</td>
</tr>
<tr>
<td>Saint Louis Science Center Subdistrict</td>
<td>$10,173,734</td>
</tr>
<tr>
<td>Botanical Garden Subdistrict</td>
<td>$10,173,734</td>
</tr>
<tr>
<td>Missouri History Museum Subdistrict</td>
<td>$10,173,734</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>$70,126,136</strong></td>
</tr>
</tbody>
</table>

3. Proposed Tax Rates for 2013:

<table>
<thead>
<tr>
<th>Subdistrict</th>
<th>Rate</th>
</tr>
</thead>
<tbody>
<tr>
<td>Zoological Park Subdistrict</td>
<td>8.00 cents</td>
</tr>
<tr>
<td>Art Museum Subdistrict</td>
<td>8.00 cents</td>
</tr>
<tr>
<td>Saint Louis Science Center Subdistrict</td>
<td>4.00 cents</td>
</tr>
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<td>Botanical Garden Subdistrict</td>
<td>4.00 cents</td>
</tr>
<tr>
<td>Missouri History Museum Subdistrict</td>
<td>4.00 cents</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>28.00 cents</strong></td>
</tr>
</tbody>
</table>

METROPOLITAN ZOOLOGICAL PARK AND MUSEUM DISTRICT
10393484 County Sep 21, 2013
AFFIDAVIT OF PUBLICATION

STATE OF MISSOURI
COUNTY OF ST. LOUIS

Before the undersigned Notary Public personally appeared Kim Kaemmerer on behalf of THE COUNTIAN, ST. LOUIS COUNTY who, being duly sworn, attests that said newspaper is qualified under the provisions of Missouri law governing public notices to publish, and did so publish, the notice annexed hereto, starting with the September 21, 2013 edition and ending with the September 21, 2013 edition, for a total of 1 publications:

09/21/2013

Kim Kaemmerer

Subscribed & sworn before me this 21st day of Sept., 2013 (SEAL)

Notary Public

CHANEL JONES
Notary Public - Notary Seal
STATE OF MISSOURI
St. Louis County
My Commission Expires: Aug. 8, 2014
Commission # 10397721
**METROPOLITAN ZOOLOGICAL PARK AND MUSEUM DISTRICT**

<table>
<thead>
<tr>
<th>Days</th>
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<th>Size/Qty</th>
<th>Unit Price</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Countian St. Louis (MC) Government / Hearings and Minutes Metropolitan Zoological Park &amp; Museum Dist Notice of Public Hearing Section: Government Category: Hearing &amp; Minutes 10393484 County Sep 21, 2013 9/21/2013 -Base Charge</td>
<td>3 col x 8.60ln 21 words/36 ln</td>
<td></td>
<td>125.28</td>
</tr>
</tbody>
</table>

Anchor Rate: 125.28
Subsequent Rate: 0.00

**TOTAL DUE: 125.28**

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<tr>
<td>10023718</td>
<td>Metropolitan Zoological Park &amp; Museum Dist</td>
<td>10393484</td>
<td>9/18/2013</td>
<td>125.28</td>
</tr>
</tbody>
</table>

Security Code: __________________

MM YY

CARD NUMBER _______________________

EXP. DATE _______________________

Charge My Credit Card $_________________

CUSTOMER SIGNATURE __________________
RESOLUTION OF THE METROPOLITAN
ZOOLOGICAL PARK AND MUSEUM DISTRICT
BOARD SETTING TAX RATES FOR 2013 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
St. Louis Science Center Subdistrict, the Botanical Garden Subdistrict and the Missouri History Museum
Subdistrict ("Subdistricts") have presented their respective budgets for the years 2013 and 2014; 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 2013 and 2014 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 2013 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 2013 ad valorem property tax rates to be fixed for the
Subdistricts are as follows:
Zoological Park Subdistrict ........................................ 8.00 cents
Art Museum Subdistrict ........................................... 8.00 cents
St. Louis Science Center Subdistrict ......................... 3.99 cents
Botanical Garden Subdistrict .................................. 3.99 cents
Missouri History Museum Subdistrict ......................... 3.99 cents

Total ..................................................................... 27.97 cents

WHEREAS, pursuant to statute, the District Board is authorized to set aside up to 5% of all tax receipts based on 2013 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 and 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 2013 be levied and collected as follows:

(a) For the Zoological Park Subdistrict, a tax at the rate of eight cents ($.0800) 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 eight cents ($.0800) 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-nine one-hundredths cents ($.0399) 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-nine one-hundredths cents ($.0399) 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-nine one-hundredths cents ($.0399) on each one hundred dollars of the properties hereinafter described in Section 2;

Said rates of tax aggregating twenty-seven and ninety-seven one-hundredths cents ($0.2797) 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 2013 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 the Secretary and Treasurer of this Board be and hereby are 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 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 2013 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 30th day of September, 2013.

Attest:

(SEAL)  

Robert A. Powell  

Secretary

Chair