

Fresno Chaffee Zoo
894 W. Belmont Avenue
Fresno, CA 93728

Fresno's Chaffee Zoo Corporation
Board of Directors Meeting
Minutes

Thursday, September 10, 2020
Zoom: <https://zoom.us/j/99520473264>

Board Members Present

- Mr. Oliver Baines, joined at 6:24 PM
- Dr. Ed Gonzalez, Vice Chair
- Mr. Babatunde Ilori
- Mr. Kyle Kirkland, Chair
- Mr. Rion Morgenstern, Treasurer
- Mr. Ross Parnagian
- Dr. Emy Phillips, Secretary
- Ms. Julie Vance

Board Members Absent

- Ms. Chelsea Cates

Board Advisors Present

- Mr. Scott Barton, CEO
- Mr. Doug Larsen, Legal Counsel
- Ms. Patty McLane, Docent President

Zoo Staff Present

- Ms. Alisha Anderson
- Mr. Luke Giffen
- Mr. Steven Gonzales-Warkentin
- Ms. Laura Martina
- Mr. Amos Morris
- Ms. Lyn Myers
- Dr. Shannon Nodolf
- Mr. Jesse Santiago
- Dr. Lily Wachter
- Mr. Dean Watanabe

Guest Speakers Present

- Mr. Robert Golden, Golden Charter Academy

The meeting commenced at 5:31 PM

Item 01: Roll Call

Mr. Gonzales-Warkentin called the roll and established that a quorum was present.

Item 02: Public Comment

Mr. Kirkland asked if any members of the public present wished to comment. Hearing none, he proceeded with the agenda.

Item 03: Approve Minutes from 7/23/2020 Board Meeting

Mr. Kirkland asked if there were any comments on or revisions to the draft minutes from the July 23rd Board Meeting. Hearing none, Mr. Morgenstern made a motion to accept the minutes as presented and Ms. Vance seconded. The motion passed unanimously.

Item 04: Approve Minutes from 8/27/2020 Special Board Meeting

Mr. Kirkland then asked if anyone had comments on or revisions to the August 27th Special Board Meeting minutes, as drafted. Hearing none, Dr. Gonzalez made a motion to accept the minutes as presented and Dr. Phillips seconded. The motion passed unanimously.

Item 05: Chair Report

Next, Mr. Kirkland provided a brief update on the progress of the Succession Planning Committee, which met earlier in the day. He stated that the search firm hired by the Zoo had identified eight candidates for the CEO position and the Committee would be interviewing the candidates in the following week.

Item 06: CEO Report

Mr. Barton stated that the Zoo had experienced strong attendance on recent weekends despite poor air quality from forest fires in the region.

Item 07: Approve Financial Report

Mr. Kirkland asked Dr. Wachter to present the year-to-date financial report. Dr. Wachter reported that self-generated revenue was 57% below budget for the year, while operating expenses was 22% below budget. She added that year-to-date attendance was 41% of 2019 attendance but August's attendance was 65% of the prior year and 71% if program and special event attendance is removed from 2019 numbers. Dr. Wachter noted that there seemed to be confusion in the market about whether or not the Zoo was open. Mr. Kirkland asked if the Zoo could increase advertising to reinforce the Zoo's brand and focus on increasing attendance.

Dr. Wachter then provided an update on the budget for the remainder of the year. She reported that self-generated revenue would likely be in the range of \$6-6.5 million for the year. The lower end of the range assumes weaker attendance and limited events, whereas the higher end assumes strong attendance and the return of onsite special events.

Mr. Kirkland thanked Dr. Wachter for the detail provided in the report. He also highlighted for the Board the substantial savings in utility costs for the year which currently reflect around \$100,000 in savings and informed that Board that the Finance Committee had voted to recommend that the Board accept the report as presented.

Ms. Vance made a motion to accept the Financial Report as presented and Dr. Gonzalez seconded. The motion passed unanimously.

Item 08: Approve Request for Additional 2020 Measure Z Funds for Operations

Dr. Wachter informed the Board that the Zoo staff would like to request an additional \$1.5 million in Measure Z funding from the Zoo Authority to cover the deficit that has been created as a result from Covid-19 losses. Mr. Kirkland stated that he thought the request was reasonable, noted that at least one Zoo Authority member had suggested the Zoo request additional funding, but suggested the Zoo anticipate possible objections to the request members of the Zoo Authority would react to such a request. He stated that the Finance Committee had reviewed the request and recommended that the Board approve it. He then made motion to approve Zoo Management to request up to \$1.5 million in Measure Z funds for Operations. Ms. Vance seconded the motion which then passed unanimously.

After the vote, Dr. Phillips voiced concern over the message the Zoo is sending by asking for these additional funds all the while posting requests for donations from the public via media channels. Dr. Wachter stated that all funds received from donation helped to reduce funding requests from the Zoo Authority.

Item 09: Approve Endowment Policy

Dr. Wachter reviewed the proposed endowment policy which had been circulated in Board materials stating that the policy reflected previous discussions with the Board on the matter. She stated that any restricted donations will be used in accordance to the donor's instruction. Any unrestricted donations or bequests will be deposited into the Board Endowment Fund unless the Board approves a request from Zoo management within 90 days of receipt of donation. Any unrestricted donations that are not from an estate of a decedent will be used for the Zoo's greatest need as determined by ZooCorp. Mr. Morgenstern stated that the policy as presented was consistent with discussions and very clear. Ms. Vance agreed and made a motion to accept the policy as presented and Mr. Morgenstern seconded. The motion passed unanimously.

Item 10: Receive Technology Update

Mr. Giffen gave a progress report on technology highlighting that the new web store has gone live and had greatly improved the visitor experience. He shared that the transition to Microsoft Office 365 was continuing with a focus on improving security.

Item 11: Approve Kingdoms of Asia Retention Item

Mr. Barton stated that one of the Zoo's design contractors, CLR, concluded their work for the bidding and permitting phase of the project and was seeking the release of retention funds in the amount of \$6,423.80. Mr. Santiago stated that the request was valid given the completion of that phase of the project. Dr. Gonzalez made a motion to approve the release of retention and Mr. Ilori seconded. The motion passed unanimously.

Item 12: Approve Internal Pest Control Position

Mr. Barton informed the Board that the Zoo uses an outside company for pest management and would like to increase the scope of service by moving to an internal full-time position. He stated that the staff member would be licensed and receive training along with guidance from the Zoo's veterinary department and that the position would be budget neutral

Dr. Gonzalez expressed his concern with approving a new position outside of the typical window for approval, which has been historically during the annual budget review. Mr. Morgenstern requested going forward, that job descriptions be included in the informational packets. He went on to agree that this position, with proper training and licensing, could provide a better service to the Zoo and made a motion to

approve the additional position to replace the current monthly service. Mr. Parnagian seconded the motion which then passed unanimously.

Item 13: Receive Nominating Committee Update and Approve Request to Expand Board

Dr. Gonzalez informed the Board that the Nominating Committee met the previous day and reviewed two applications that were received for the Board's upcoming vacancy at year-end. He said that both applicants would be interviewed with a final selection to be brought to the Board at either the October or November meeting. Dr. Gonzalez then asked the Board to consider for approval an expansion of the Board in 2021 by two seats, bringing the Board to eleven Directors.

Mr. Morgenstern expressed that the Board needs to be strategic in filling these two additional seats. Mr. Kirkland agreed stating that the Phoenix Philanthropy Group recommended targeting individuals in the community who could assist with the Zoo's development strategy. After further discussion Mr. Morgenstern made a motion to expand the Board by two members, prioritizing individuals who demonstrate expertise in development and fundraising. Mr. Baines seconded this motion, which then passed unanimously.

Item 14: Receive Development Committee Update

Mr. Kirkland provided a brief update on the Development Committee and noted that the Committee had appointed Mr. Parnagian as Chair. He informed the group that Zoo management was interviewing for a Development Assistant. He also stated that the Committee Charge had been updated with minor wording changes and would be circulated to the Board the following week.

Item 15: Receive Golden Charter Presentation

Next, Mr. Kirkland asked Dr. Gonzalez to introduce Mr. Robert Golden to present an opportunity to partner with a proposed charter school. Mr. Golden stated that he grew up in Fresno before going on to play football for the NFL for seven years. He shared he has since retired and moved back to the area to focus on the children of the community through opening a charter school.

Dr. Gonzalez stated that Mr. Golden had assembled a diverse team of educators and advisors that would seek charter through the Fresno Unified School District. They also seek a partnership with the Fresno Chaffee Zoo to create a unique learning environment focusing on three pillars of environmental stewardship, cultural diversity and social justice and place-based education.

Mr. Watanabe expressed that this partnership would help to rejuvenate the neighborhood and increase the diversity of partnerships for the Zoo. Mr. Kirkland stated that he, Dr. Gonzalez and Mr. Barton had met with Mr. Golden and discussed the importance of maintaining the quality of the Zoo's brand and discussed potential budgetary items.

Mr. Baines stated that his company would be assisting to fund the school and that he was in full support of the partnership with the Zoo. He continued by stating that Mr. Golden would need a memorandum of said partnership in order to request charter from the school district. Mr. Kirkland requested that Mr. Larsen draft the memorandum and suggested that the Board call a special Board meeting on the following Monday to consider the MOU.

Item 16: Old Business

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No old business was presented.

Item 17: New Business

Mr. Barton informed the Board that the Zoo would be donating 500 tickets to the Red Cross for families who have been displaced by the wild fires in the area.

Mr. Kirkland asked if there were any other items for discussion. Hearing none, he adjourned the meeting at 8:18 PM.