



Fresno's Chaffee Zoo Corporation
Board of Directors Special Meeting
Minutes

Wednesday, November 25, 2020 5:30 PM
Zoom

Directors Present

- Ms. Chelsea Cates
- Dr. Ed Gonzalez, Vice Chair
- Mr. Babatunde Ilori
- Mr. Kyle Kirkland, Chair
- Mr. Rion Morgenstern, Treasurer
- Mr. Ross Parnagian
- Dr. Emy Phillips

Directors Absent

- Mr. Oliver Baines
- Ms. Julie Vance

Advisors Present

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

Zoo Staff Present

- Mr. Steven Gonzales-Warkentin
- Ms. Laura Martina
- Mr. Amos Morris
- Ms. Lyn Myers
- Dr. Shannon Nodolf
- Dr. Lily Wachter
- Mr. Dean Watanabe

Mr. Kirkland called the meeting to order at 5:35 PM.

Item 01: Roll Call

Dr. Phillips took the role and established that a quorum was present.



Item 02: Public Comment

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

Item 03: Consider for approval offer to CEO Applicant

Mr. Kirkland stated that after a lengthy executive search process guided by Shelli Herman and Associates, the Succession Planning Committee had identified Jon Dohlin as its choice for the next CEO of the Zoo. Based on a review of comparable Zoo CEO compensation and area information, the recommended compensation package included a base salary of \$225,000 plus a possible 20% bonus, provided that Mr. Dohlin is able to meet the criteria outlined in the offer letter.

Mr. Kirkland outlined items which factored into the recommendation and offered some items for bonus consideration. Dr. Gonzalez noted that some of the items listed were in the expected job duties of the CEO position and that it might be difficult to establish superior performance. Mr. Ilori also questioned if the right criteria for potential bonus has been identified. Dr. Phillips suggested waiting to finalize the performance compensation plan until the new CEO in place and has had a chance to meet with the Board and team.

Mr. Kirkland acknowledged that the bonus performance criteria was subject to discussion and revision, should be extended to include Executive Team members and stated that he believed Mr. Dohlin would be flexible given the COVID-19 challenges faced by the Zoo.

After further discussion, Mr. Morgenstern made the motion to extend a job offer for CEO to Jon Dohlin with a base salary of \$225,000 and up to a 20% bonus based on criteria to be determined by the Board of Directors and agreed to by the candidate by the start date of February 1, 2021. Mr. Parnagian seconded the motion. The motion passed unanimously.

Item 04: Consider for approval direction for the African River Project

Mr. Kirkland stated that as presented, African River will require at least \$15-20 million of outside funding either from fund-raising or use of Measure Z funding through 2026. He requested that the project be paused until the new CEO was in place and could weigh in on the direction, scope and suggested funding. Mr. Barton confirmed that the design architect, Studio Hansen Roberts, had stated the project could be paused for 60 days with no additional fees.

Mr. Ilori voiced concern over pausing the project which may result in increased construction costs. He noted that at the past Development retreat, WOW exhibits was one of the top priorities identified to fund from development efforts. Dr. Gonzalez offered that while staff had concerns about the project's feasibility, they had concerns with prior exhibits that have performed well.

Mr. Kirkland acknowledged Mr. Ilori's and Dr. Gonzalez's concerns but suggested that given the size and scope of the project and lack of clarity on funding, the Board receive a breakdown of the



total cost of ownership. Mr. Morgenstern and Mr. Parnagian agreed that this would be a prudent course of action.

Dr. Gonzalez made a motion to pause the project until February 1, 2021 and Mr. Morgenstern seconded. The motion passed unanimously.

Dr. Phillips then announced that with no planned meeting for December, this was her last meeting as part of the Board. Mr. Kirkland and the entire Board thanked her for her contributions to the FCZ and wished her well in her future pursuits.

Mr. Kirkland adjourned the meeting at 6:45 PM.