



DRAFT

**BOARD MEETING MINUTES
June 21, 2018**

**Fresno Chaffee Zoo
894 W. Belmont Ave.
Fresno, CA 93728**

The meeting of the Fresno's Chaffee Zoo Corporation Board of Directors convened on June 21, 2018 at 5:30 PM. at 894 West Belmont Avenue, Fresno, CA. The meeting minutes were prepared in the order items were presented during the meeting.

Members Present:

Mr. Craig Saladino, Vice Chair
Mr. Kyle Kirkland, Treasurer
Mr. Babatunde Ilori
Mr. Edward Gonzalez
Ms. Julie Vance

Members Absent:

Mr. Tom Richards, Chair
Mr. Ken Price, Secretary
Ms. Chelsea Cates
Ms. Emy Phillips

Advisors Present:

Mr. Scott Barton, Chief Executive Officer
Mr. Doug Larsen, Legal Counsel
Mrs. Dorothy Fortune, Docent

FCZC Staff Present:

Dr. Rick Treach, Chief Financial Officer
Mr. Dean Watanabe, Chief Conservation Education Officer
Mrs. Laura Martina, Chief HR Officer
Mrs. Lisa Condoian, Operations Officer
Mrs. Lyn Myers, General Curator
Mrs. Alisha Anderson, Chief Marketing & Development Officer

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Agenda Item #1 – Educational Tour

Postponed until next meeting

Agenda Item #2 – May 10, 2018 Minutes

Director Kirkland motioned to approve the minutes. Director Gonzalez seconded. Approved (5 – 0).

Agenda Item #3 – Chair Update

No Chair Report

Agenda Item #4 – CEO Update

CEO Barton stated that we do not need a July board meeting. Director Kirkland confirmed we do not need a July Finance Committee meeting. CEO Barton stated that Wilderness Falls is going well. We are on track to give 5,000 tickets free tickets to organizations that work with low income families such as Marjoree Mason Center, Boys and Girls Club, CASA and to the VA. Kayla our white rhinoceros appears to be pregnant and we are expecting a baby in the spring. We have an expecting Orangutan due in the fall. Additionally, we have a Kudu and an Addax that are expecting. Lots of babies in our future. We are about to close on the property across the street from the Zoo on Belmont and Delno. We are working on the final criteria on the FCZ scholarship at Fresno State.

Agenda Item #5 – Discuss April and May financials

Dr. Treatch stated that attendance is up year to date through the end of May. Moving into the summer months may dip and our expectation is that we will finish strong in the 4th quarter. We should be close barring any drastic weather this summer. Self-generated revenue is doing well and is up 6% over budget. Total personnel expenses are just 1% over. Operating expenses are well under budget. Operating deficit is less than planned. Per caps are at \$5.62 but we are well ahead of where we were last year. Director Kirkland stated that memberships are up and he appreciates the new detailed format. Director Kirkland offered that per caps of \$5.62 is good value and supports our price increase.

Director Kirkland motioned to approve and Director Vance seconded. Approved (5 – 0).

Agenda Item #6 –2017 Audit Report

Kelly Steele from Moore Grider Company presented the Audit report. Ms. Steele reported that the audit went well and resulted in an unqualified opinion. Internal control system looks very good. Supporting documentation was provided. Monthly reports are accurate, tested Measure Z funding claim forms. Overall Staff are doing a good job. Ms. Steele reported a good separation of duties. Audit committee recommended to the board to approve the audit. Director Saladino disclosed that Moore Grider Company does provide services to his company but Ms. Steele does not personally work on items for his business.

Director Vance motioned to approve and Director Gonzalez seconded. Approved (5 – 0).

Agenda Item #7 – Consider IT/Business Analytics position

Dr. Treach has been examining our systems since joining us in 2017. Our POS system has never been fully installed. We make a number of manual entries as a work around in multiple departments.

He stated that our hardware and install are inadequate. Dr. Treach proposes a dedicated IT Analyst. Director Kirkland stated that we anticipate that there will be little savings once this position is filled as we anticipate cost to upgrade to hardware and infrastructure. Director Saladino asked that a salary survey be completed. The finance committee recommends that we move forward with approval. Director Illori, Director Gonzalez and Director Saladino agreed that the salary seems low.

Director Kirkland motioned to authorize Zoo management to recruit the proposed position with an expected salary of between \$72,000 to \$85,000 annually and report back to the board on the results of the search and hire. Staff confirmed we would move forward with a salary survey. Motion seconded by Director Illori. Approved (5-0).

Agenda Item #8 – New Business

No new business

Agenda Item #9 – Old Business

Director Saladino announced that Mr. Renner, suggested we consider changing audit companies as we have used Moore Grider Company for 10 years. Director Richards is looking into the guidelines in the bylaws to determine requirements and report back to the board. CFO Treach confirmed that he has already scheduled a request for proposal in September 2018 and has informed Moore Grider Company.

Public Comment

No public comment

The Fresno’s Chaffee Zoo Corporation Board meeting moved to closed session 5:57 P.M.

Agenda Item #10 – Closed Session Pertaining to Litigation Initiation of litigation:

The Fresno Chaffee Zoo Board met in closed session to conference with counsel- Anticipation Litigation Initiation of litigation pursuant section 54956.9: (two cases)

Director Saladino announced that Board has given direction to send a demand letter (case 1) and conduct further investigation (case 2). The meeting was adjourned at 6:20 PM.

The Fresno’s Chaffee Zoo Corporation Board meeting adjourned at 6:20 P.M.