



Fresno's Chaffee Zoo Corporation
Board of Directors Meeting
Minutes

Thursday, June 10, 2021 at 5:00 PM
Zoom Meeting ID 829 5364 3229 Passcode 123456

Directors Present

- Mr. Oliver Baines
- Dr. Ed Gonzalez
- Ms. Wilma Tom Hashimoto
- Mr. Babatunde Ilori, left meeting at 6:00 PM
- Mr. Kyle Kirkland, Chair
- Mr. Rion Morgenstern, Treasurer
- Mr. Ross Parnagian
- Ms. Emilia Reyes, joined at 5:14 PM

Directors Absent

- Ms. Julie Vance, Secretary

Advisors Present

- Mr. Jon Forrest Dohlin, Chief Executive Officer
- Mr. Doug Larsen, Fishman, Larsen & Callister
- Ms. Patty McLane, Docent President

Guest Speakers Present

- Erin Goldfarb, Moss Adams
- Peter Smits, Phoenix Philanthropy Group

Zoo Staff Present

- Ms. Nora Crow, Interim Chief Financial Officer
- Mr. Steven Gonzales-Warkentin, Executive Assistant
- Ms. Lyn Myers, General Curator
- Mr. Amos Morris, Deputy Director/Chief Operating Officer
- Dr. Shannon Nodolf, Chief Veterinarian Officer
- Ms. Stephanie Regevig, Development Associate
- Mr. Jesse Santiago, Project Manager
- Mr. Dean Watanabe, Chief Conservation Education Officer

Mr. Kirkland called the meeting to order at 5:06 PM.



Item 01 Roll Call

Mr. Gonzales-Warkentin called the roll and established that a quorum was present. The Board then proceeded with business.

Item 02 Public Comment

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

Item 03 Receive and approve April 08, 2021 meeting minutes

Mr. Kirkland called the Directors' attention to the draft minutes from the April 8, 2021 meeting of the Board of Directors and asked if any Director had any additions or revisions. With none presented, Mr. Parnagian made a motion to accept the minutes as drafted and Ms. Hashimoto seconded. The motion passed unanimously.

Item 04 Receive Chair Report

Next, Mr. Kirkland stated that he had nothing significant to report.

Item 05 Approve Mr. Robert Bell as a public member of the Finance Committee

Mr. Morgenstern introduced Mr. Bell and stated that the Finance Committee approved the recommendation of Mr. Rob Bell to join the Committee as a public member. He asked the Board to approve their recommendation stating that Mr. Bell is experienced in strategic and financial thinking. Dr. Gonzalez made a motion to approve Mr. Bell as a public member of the Finance Committee, and Mr. Morgenstern seconded. The motion passed unanimously.

Item 06 Receive and approve FCZ Audit FY2020

Dr. Gonzalez, Audit Committee Chair, informed the Board that Moss Adams presented the FY2020 audit in detail to the Audit Committee on June 3rd and the Audit Committee reviewed and discussed the report in detail and voted to recommend that the Board accept the audit as presented.

Ms. Goldfarb stated this audit was the smoothest yet and the Zoo received an unmodified audit. She reminded everyone that the Audit is due to the Zoo Tax Authority before June 30, 2021.

Mr. Kirkland commended Moss Adams and Ms. Crow and asked if the Board had any questions. Hearing none, he asked for a motion to accept the audit as presented. Mr. Baines made a motion to accept which was seconded by Mr. Parnagian. The motion passed unanimously.

Item 07 Receive and approve FCZ AUP FY2020

Ms. Goldfarb stated that the Agreed Upon Procedures (AUP) engagement was a requirement of the Zoo Tax Authority. She expressed that the findings presented were non-events.



Item 08 Receive and approve Development policies

Mr. Larsen then presented four development policies previously drafted by Phoenix Philanthropy Group and presented at the previous meeting. He stated that he reviewed the policies at the Board's request and revised where needed.

Mr. Kirkland asked the Board if there were any questions. Hearing none, Mr. Baines made a motion to accept the policies as presented with a second from Mr. Morgenstern. The motion passed unanimously.

Item 09 Receive Development Campaign update

Next, Mr. Kirkland asked Mr. Smits to provide an update on the Development campaign. Mr. Smits stated that approximately \$139,000 has been raised so far this year and that the team had been working on a list of naming opportunities for Kingdoms of Asia.

Item 10 Receive CEO Report

Mr. Dohlin stated that "One Fresno" Tuesdays would start on June 15th and continue throughout the summer until August 15th. This collaboration with the City of Fresno will expand Zoo access to local underserved communities. He continued by stating the Zoo team was finalizing cost for the Greater One Horned Rhino exhibit update and would bring the proposal to the Board for approval soon.

Mr. Dohlin announced that Terry Skoda had accepted the position of Chief Development Officer and that the search for Chief Financial Officer was ongoing. He added that the consulting agreement with Phoenix Philanthropy Group had been re-negotiated to be more consistent with the current timeline and services needed and would be signed soon.

Finally, Mr. Dohlin reported that the Zoo had developed a Corporate Membership package which furthers opportunities for the community to get involved with the Zoo. He also stated that the team's move into the new administration building was proceeding, with many staff members now housed in the building. He noted that the official donation of the building from the Lyles Corporation had been delayed but expected it to be resolved shortly. The Zoo currently leases the building for \$0 a month.

Item 11 Receive and approve Year-to-Date Financial Report

Mr. Kirkland stated that the Finance Committee had discussed the Year-to-Date Financial report in detail and recommended it for approval from the Board. He asked Ms. Crow to present the report to the group.

Ms. Crow stated that at April's month end, self-generated revenue was 49% above budget and total expenses were 6% below. She continued that the Zoo's attendance in April was 90% of 2019's numbers, and the Zoorassic Park exhibit continues to perform well. Ms. Crow said she anticipates that the second PPP forgiveness application will be submitted in early July.

After further discussion, Mr. Morgenstern made a motion to accept the financial report as presented and Dr. Gonzalez seconded. The motion passed unanimously.



Item 12 Receive and approve Capital Projects Change Order requests

Next, Mr. Dohlin presented the current construction contingency logs and requested approval of the contingency items for the Ambassador Building project totaling \$91,551.04, the Kingdoms of Asia project totaling \$5,790.00 from design and \$244,549.31 from construction, and the Zooplex Building project totaling \$134,711.75. He stated with the approval of these requests, the Ambassador Building has 33% of its contingency remaining. Kingdoms of Asia has 85% of its contingency and the Zooplex building has 77% of its contingency budget remaining.

Mr. Kirkland stated that the contingency items were reviewed in the Finance Committee meeting and recommended to the Board for approval and payment. After further conversation, Mr. Morgenstern made a motion to approve the contingency items and Ms. Reyes seconded. The motion passed unanimously.

Item 13 Receive and approve funding for the Master/Strategic/Business Plans

Mr. Dohlin said that the Zoo sent a request for proposals on the Zoo's Master/Strategic and Business Plans to a number of consultancy groups and received seven proposals. He informed the Board that the Executive Team discussed each proposal at length and recommended hiring Zoo Advisors. Mr. Dohlin concluded by stating the process would take approximately nine months and include involvement from the Board throughout.

Mr. Morgenstern suggested that money be set aside annually to review and refresh the plans as needed and that an annual operating plan be created from the finished master/strategic/business plans.

Mr. Dolhin stated that the fee for Zoo Advisors is \$239,050 plus out-of-pocket expenses estimated between \$20,000 and \$25,000.

Ms. Hashimoto then made a motion to hire Zoo Advisors pursuant to their proposal and Mr. Morgenstern seconded. The motion passed unanimously.

Item 14 Consider for approval any old business

No old business was presented.

Item 15 Consider for approval any new business

No new business was presented.

Item 16 Confirm next meeting date

The Board agreed that its next meeting would be held on Thursday, September 9, 2021.