

## **Fresno's Chaffee Zoo Board of Directors Meeting Minutes**

Fresno Chaffee Zoo  
894 West Belmont Avenue  
Fresno, CA 93728

**November 15, 2018**

The meeting of the Board of Directors convened on November 15, 2018 at 5:31 PM at 894 West Belmont Avenue, Fresno, California. The meeting minutes were prepared in the order items were presented during the meeting.

Board Members Present: Mr. Craig Saladino – Vice Chair  
Mr. Kyle Kirkland  
Mr. Ed Gonzales  
Mr. Babatunde Ilori  
Ms. Emy Lopez Phillips  
Ms. Julie Vance

Board Advisors Present: Ms. Dorothy Fortune  
Mr. Doug Larsen  
Mr. Scott Barton

Fresno's Chaffee Zoo Staff Present: Mr. Amos Morris  
Dr. Rick Treach  
Ms. Alisha Anderson  
Ms. Laura Martina  
Ms. Lyn Myers  
Dr. Shannon Nodolf  
Mr. Dean Watanabe  
Ms. Katharine Alexander  
Ms. Kaitlin Huff  
Mr. Steven Gonzales-Warkentin – Scribe

### **Agenda Item #2: Chair Update**

Mr. Saladino stated that Mr. Richards would not be present for the meeting. Mr. Saladino would serve as the meeting chair.

### **Agenda Item #3: September Meeting Minutes**

After review of the draft minutes from the September 20<sup>th</sup> meeting, Mr. Saladino asked for a motion to approve the minutes as presented. Mr. Kirkland motioned to approve; Mr. Gonzalez seconded. The motion was unanimously approved.

**Agenda Item #4: Update on Conflict of Interest Code**

Mr. Larsen stated the county has requested a slight change to the Conflict of Interest Code that was submitted for review in October, 2018.

After review of the requested change, Mr. Saladino asked for a motion to approve the change as presented. Ms. Phillips motioned to approve; Mr. Gonzales seconded. The motion was unanimously approved.

**Agenda Item #5: August and September Financial Report**

Dr. Treach provided an update on the financial performance to date. The Zoo saw a dip in attendance during the month of July due to poor air quality and heat. With the Zoolights special event next month, November attendance should finish strong.

Self-generated revenue is up due to the prior admission price increase and strong performances in the gift shop, special events and membership. Ms. Phillips suggested the Zoo review locations where visitors are able to purchase keepsakes, and to possibly increase the amount of locations in key areas such as the exit of an exhibit. Mr. Barton confirmed this work is being done, specifically the Zoo is looking at the exit to Stingray Bay and at the exit of the coming temporary exhibit on dinosaurs.

After review of the financial reports, Mr. Saladino asked for a motion to approve the reports as presented. Mr. Kirkland made a motion to approve; Ms. Vance seconded. The motion was unanimously approved.

**Agenda Item #6: Zooplex Facility change in Project Management Fees**

Dr. Treach explained that the Zooplex project started over a year ago with a different project manager (Soltek) than the current project manager (Ryan Liggett Project Management and Consulting). The project is now in its second phase of design, resulting in an increase in project management fees. The Zoo would like approval to request Measure Z Capital funds for the increase in project management fees.

Mr. Saladino voiced concern on the timing of this request, indicating that Attachment A: Ryan Liggett Project Management and Consulting's Proposal, was dated January, 2018. He questioned why the Zoo Board is first hearing of this in November.

Mr. Saladino requested the Zoo research the potential cost savings of hiring an in-house Project Manager, and stated this was not the first time he has made this request. Mr. Kirkland agreed that requests such as this change in management fees should be made timelier.

Mr. Kirkland suggested that Agenda Items 6 and 7 be tabled until further explanation can be provided. Mr. Kirkland stated that he would meet with Mr. Treach to discuss and gain better clarification.

Mr. Saladino confirmed that there would not be a vote taken on Agenda Items 6 and 7.

**Agenda Item #8: The Appointment of Baker Peterson Franklin as the FCZC Auditing Firm**

Mr. Saladino, Audit Committee Chair, stated the audit committee met and unanimously voted to recommend Baker Peterson Franklin. Mr. Saladino disclosed that since the Audit Committee meeting Baker Peterson Franklin and Moss Adams announced a merger, but no concern was raised.

Mr. Saladino asked for a motion to approve Baker Peterson Franklin/Moss Adams as Fresno Chaffee's Zoo's auditing firm. Mr. Kirkland motioned to approve; Mr. Gonzalez seconded. The motion was unanimously approved.

**Agenda Item #9: Policy for Solicitation and Retention of Auditors**

Mr. Saladino stated the Audit Committee is recommending a policy be put in place that states the Zoo will not retain the same auditing firm for more than five, one year consecutive terms. No firm may serve as the Zoo's auditor for more than five consecutive years. A firm may repeat as the Zoo's auditor after a period of two years has elapsed since the last year it performed an audit for the Zoo.

Mr. Saladino asked for a motion to approve the policy as presented. Ms. Vance motioned to approve; Mr. Kirkland seconded. The motion was unanimously approved.

**Agenda Item #10: Fresno's Chaffee Zoo Corporation 2019 Budget**

Dr. Treatch presented the 2019 budget stating that Self-Generated Revenue will increase. Sponsorship is expected to grow with the assistance of a third party company being hired to develop sponsorships. Membership pricing will increase, a result from a study performed which indicated pricing was below fair market. The Zoo will also see an increase in operating expenses, additional staff, and a temporary exhibit of life size animatronic dinosaurs.

Dr. Treatch stated that with year-end approaching, the Zoo expects to borrow approximately \$800,000 against its line of credit. The amount borrowed this year would be pulled from next year's surplus. The Zoo expects to be cash positive in October 2019.

The Zoo will focus on the expansion of the Behind-the-Scenes tours. Mr. Saladino stated that the Zoo's website could be improved to showcase Behind-the-Scenes and similar items such as room rentals and birthday parties. He requested the Zoo present on how they are improving the website to display these requests at the next Board of Directors Meeting.

There will be an increase in salary and benefits costs.

As funding becomes available the Zoo will request money for Winged Wonders Bird Show improvements, upgrades to animal holdings, shelters, fencing, IT upgrades, updating handheld radios to digital and various other projects.

Mr. Saladino requested that the Zoo bring to the Finance Committee a study on potential cost savings of a project manager, and possibly amending the 2019 budget to hire this position.

Mr. Saladino stated the Zoo should be proactive about planning for sustainability should Measure Z not be renewed in the future.

Mr. Saladino asked for a motion to approve the budget as presented. Mr. Kirkland made a motion; Ms. Vance seconded. The motion was unanimously approved.

**Agenda Item #11: State of the Zoo**

Mr. Barton provided an overview of the current projects happening at the Zoo as well as a recap of 2018's special events and happenings.

**Agenda Item #12: New Business**

Mr. Barton presented outgoing Docent President, Dorothy Fortune with flowers and thanked her for her support and participation as an advisor to the Board of Directors.

Mr. Barton stated that the Board of Directors 2019 Calendar is being drafted with meetings occurring every other month starting in January.

Mr. Saladino asked if there were any public comments. Hearing none, he moved to the next agenda item.

**Agenda Item #13: Old Business**

Mr. Barton followed up on the Board's request of more information on the Estimator used by Paul Halajian on the Zooplex Project. The firm is from Sacramento but performs a great deal of work locally in the Fresno area.

Mr. Barton followed up on the Board's request for an update to actions being taken to address the areas of concern that were identified in the recent Employee Survey. Mr. Barton stated the Management team has identified items that are internal (those they can address within their department) and external (those that involve other departments throughout the zoo). The team had met earlier that day and plan to meet again in January.

Mr. Saladino requested the Zoo report back on action planning development at the next Board Meeting.

Mr. Saladino asked if there was any further business to discuss, hearing none, he adjourned the meeting at 7:07 PM.