

**FRESNO'S CHAFFEE ZOO CORPORATION**  
**Board Meeting Minutes**  
**October 5, 2006**

<u>Present</u>	<u>Absent</u>	<u>Public Comment</u>	<u>Staff Comment</u>
Sharon Levy Colin Dougherty  Tom Templeton George Nokes Sheri Manning-Cartwright Shari Rainwater	Cheryl Assemi     John Valentino		

Meeting called to order at 5:35 p.m.

**Discuss and Consider Minutes:** Director Dougherty made a motion to accept the minutes for the September 6, 2006 meeting. Director Templeton seconded the motion. All members were in favor. None opposed. Motion carried.

**Chair Report:** Director Rainwater regrettfully announced the acceptance of Director Arroyo's resignation. Director Rainwater introduced attorney Tom Gauthier sitting in for Tom Riggs.

**CEO Report:** CEO Greene introduced the new Director of Education, Adrienne Castro and General Curator, Andy Snider. CEO Greene presented an overview of his 100-day report.

**Zoo Financial Statement:** CEO Greene passed out the financial statement through August 31, 2006.

**Report by Marketing and Development:** Director of Marketing and Development, Patty Peters announced that the Toucan Lunch would be October 13, 2006. All the board was encouraged to attend. Zoo Boo will be on October 21, 2006.

**Discuss and consider filling vacant board position:** Director Rainwater asked if this item should be tabled until the next board meeting due to Director absences. Director Dougherty asked if there was an established process for selecting a new Director. Director Manning-Cartwright stated there was not a codified process in the corporation by-laws. Director Manning-Cartwright added that the board could form a nominating committee. Director Rainwater stated that the entire board should be the nominating committee. CEO Greene stated he would like to see a process developed and implemented which actively recruits, selects and orients new Directors. Director Levy stated she would like to revisit the prior process used to select Directors. Director Templeton asked if the process would apply equally to a term that has expired as well as to a position vacated by resignation, illness, etc. Director Levy stated that the process should be the same. Director Manning-Cartwright suggested Director Templeton fulfill Director Arroyo's term. Director Levy stated that the process should be opened up to the public. Director Dougherty asked if this item was tabled until the next meeting should a committee be formed to begin the process. CEO Greene read the statement from the AZA review stating in brief that the process should be open to the public. Director Manning-Cartwright stated that she suggested Director Templeton because he has the knowledge base and the skills needed on the board. Director Templeton stated that the bylaws state that a majority of the board can appoint a Director to fill out an unexpired term. Attorney Gauthier stated that all points of view regarding filling a Director's term are within the bylaws. Attorney Gauthier stated that in the bylaws the board is required to fill vacancies at the annual meeting. Director Nokes stated that the item should be opened up to the public stating the skill requirements. This item was tabled until the next meeting.

**Discuss and consider 2007 budget:** CEO Greene submitted the budget for 2007. Director Manning-Cartwright made a motion to accept the 2007 budget. Director Levy seconded. Roll Call vote: Manning-Cartwright, Levy, Dougherty, Nokes, Templeton, Rainwater all aye. Motion carried.

**Discuss and consider capital request for zoo's new master plan:** CEO Greene gave a presentation on the capital request. CEO Greene stated he would like to present this to the Zoo Authority at their October 25 meeting. A motion was made by Director Dougherty to approve the request and to present it to the Zoo Authority. Director Templeton seconded the motion. Roll Call vote: Manning-Cartwright, Levy, Dougherty, Nokes, Templeton, Rainwater all aye. Motion carried.

**Discuss and consider providing free park passes to volunteers to zoo:** Director Dougherty had read an article in the local newspaper stating that volunteers were charged to enter the park to volunteer at a zoo event. Director Rainwater will contact the City of Fresno and the Parks department regarding this situation. Director Dougherty stated this is an ongoing situation and a solution needs to be found. Director Levy stated that as the zoo expands the zoo should have its own entrance. CEO Greene stated that this should be part of the master plan to provide a favorable solution for both the Parks department and the zoo.

**Discuss zoo and staff handbook:** This item was tabled until the next meeting pending review by all board members.

**Discuss AZA review paper:** CEO Greene gave a report on the status of the AZA review report. Director Dougherty disagrees with some of the wording in the AZA review report. Director Dougherty questions if the AZA review board knows what the zoo is doing. Director Templeton asked if the zoo required 24-hour security. CEO Greene stated that having 24-hour security would add to the safety of the public and the zoo staff. Director Dougherty asked about the lost child process. Senior Zookeeper, Lyn Myers, explained how the current process involves the entire zoo staff to find a lost child.

**Discuss and consider a board conflict of interest code required by recent opinion letter from the California Fair Political Practices Commission:**

Attorney Gauthier explained the processes, limitations, statements, disclosures and forms required of the Zoo Board and the Zoo staff. Director Nokes asked if zoo staff would be required to fill out the conflict of interest disclosure forms. Attorney Gauthier stated that the Zoo Board, CEO Greene, Director of Finance and Administration, Facilities and Maintenance Director, Veterinarian, General Curator, Director of Marketing and Development and the Director of Education would be required to file the appropriate forms. Director Manning-Cartwright made the motion to adopt this conflict of interest code. Director Levy seconded. Roll Call vote: Manning-Cartwright, Levy, Nokes, Dougherty, Templeton, Rainwater all aye. Motion carried.

**Public Comment:** The selection of a Director should be open to the public. The AZA recommendation should be followed. Appointing a Director to serve out a resigned term would be acceptable. To fill the vacant Director's term the board should utilize the two systems that are stated in the board bylaws. The board is obligated to appoint a Director now.

**Board questions and comment:** Director Templeton asked if the minutes were to be posted to the website after being approved. Director Rainwater stated that was correct. Director Levy asked if Playland and Storyland would be included in the Master Plan. CEO Greene stated that the situation would be looked at. A committee has been formed to discuss possibilities with Randy Cooper from Parks and officials at Playland and Storyland. Director Rainwater asked if there would be any input from directors regarding animal acquisitions. CEO Greene stated that the process of an animal collection plan would include input from the board.

**Meeting adjourned at 8:13 pm.**

Respectfully submitted by Lisa Condoian, Bookkeeper, Fresno Chaffee Zoo Corporation