

FRESNO'S CHAFFEE ZOO CORPORATION
Board Meeting Minutes
March 8, 2007

<u>Present</u>	<u>Absent</u>	<u>Public Comment</u>	<u>Staff Comment</u>
John Valentino Colin Dougherty (5:45pm) Sharon Levy Sheri Manning-Cartwright George Nokes Shari Rainwater Tom Templeton	Sieg Fischer Bruce Campbell		Lyn Myers (Senior Keeper)

Meeting called to order at 5:35pm

Discuss and consider minutes: Director Valentino called for a motion to approve the minutes. Director Nokes stated that Director Templeton's name was misspelled. Director Nokes made a motion to approve the minutes with the stated correction. Director Rainwater seconded. All in favor. None opposed. Motion carried.

Chair Report: Director Valentino stated he is very impressed with the Master Plan consultants and the process.

CEO Report: CEO Greene stated that Stingray Bay is behind schedule but should open by the end of March early April. Mr. Greene stated that he and Director Valentino would be in Denver for the AZA Accreditation.

Director of Animal Care & Conservation Report: Director of Animal Care & Conservation, Andy Snider reported on the animals. Lyn Myers, Zoo Staff member reported to the board that the chimpanzee move went extremely well.

Zoo Financial Statement / Director of Finance & Administration: Director of Finance & Administration, Brian Goldman reviewed with the board the current financial standing. Mr. Goldman stated the audit is complete and will go to the finance committee. Mr. Goldman stated that the Retail manager resigned. Mr. Goldman stated that a possibility could be to outsource retail. Mr. Goldman stated further that the numbers and options would be reviewed and presented to the finance committee.

Report by Marketing and Development/ Director of Marketing & Development: Director of Marketing and Development Patty Peters reviewed with the board the ads in the Valley Yellowpages. Ms. Peters stated that the 2 direct mailing campaigns are doing well. Ms. Peters further stated that the renewal forms are new and improved. Ms. Peters gave the board a copy of the new Zoo News newsletter. Ms. Peters announced the St. Patrick's Day enrichment event in March and Breakfast with the Animals and Party for the Planet will be on April 21st, 2007. Ms. Peters also reviewed the group sales kit. Terri Meorado is the new Events Coordinator.

Discuss and consider Board Fundraising: Director Valentino stated that he would like to have an outline regarding fundraising. Director Rainwater stated that a fundraising foundation or group would raise money for zoo needs and projects. Mr. Goldman stated a committee working with Marketing and Development for fundraising would be a good idea. Director Nokes stated that the Marketing committee would meet with Ms. Peters to discuss how the committee can assist in fundraising.

Discuss and consider amended Budget: Mr. Goldman reviewed with the board the amended portion of the budget. Director Rainwater made a motion to accept the amended budget. Director Nokes seconded. Call for public comment. None offered. All in favor. None Opposed. Motion carried.

Discuss and consider docent endowment: Director Manning-Cartwright and Mr. Goldman reviewed the docent endowment funds and their purpose. Director Dougherty made motion to approve the docent endowment funds and their purpose. Director Rainwater seconded. Call for public comment. None offered. All in favor. None opposed. Motion carried. Mr. Goldman reviewed with the board the former Fresno Society endowment funds. Director Manning-Cartwright made a motion to create a second endowment which will be a board designated endowment. Director Templeton seconded. Call for public comment. None offered. All in favor. None opposed. Motion carried.

Discuss and consider endowment investment policies: Mr. Goldman reviewed with the board the endowment investment policy. Director Rainwater made a motion to accept the endowment investment policy. Director Manning-Cartwright seconded. Call for public comment. None offered. All in favor. None opposed. Motion carried.

Discuss and consider endowment policies: Mr. Goldman reviewed with the board the endowment policy. Director Manning-Cartwright made a motion to accept the endowment policy. Director Rainwater seconded. Call for public comment. None offered. All in favor. None Opposed. Motion carried. Director Manning-Cartwright stated that all the endowment and investment policies were reviewed and had the approval of the Finance committee.

Discuss and consider benefits package: Director Manning-Cartwright stated that Mr. Goldman and the finance committee reviewed the benefits package. Mr. Goldman reviewed the proposed changes with the board. Director Manning-Cartwright made a motion to accept the proposed changes to the benefits package. Directors Templeton and Rainwater seconded. Call for public comment. None offered. All in favor. None opposed. Motion carried. Mr. Goldman reviewed the vacation and paid time off policy. Director Manning-Cartwright made a motion to accept the changes in the vacation and paid time off policy. Director Dougherty seconded. Call for public comment. None offered. All in favor. None opposed. Motion carried. Director Manning-Cartwright stated that these changes also had been reviewed and approved by the Finance committee. Director Templeton added his gratitude to Mr. Goldman for the effort and detailed work on these financial matters.

Discuss and Consider Boardsource: Director Manning-Cartwright stated that the purpose of this company is to assist boards to determine their roles as individuals and as a group. Director Manning-Cartwright also stated it is an 8-hour process. CEO Greene stated that the zoo invests money in training and staff development and feels it would be prudent to do the same for the board. Director of Finance and Administration, Brian Goldman commented the cost would be \$5000.00. Director Nokes asked that a summary of what Boardsource could offer be made available to the board for review. CEO Greene stated that Boardsource has a website. CEO Greene also stated that Boardsource has a list of boards they have assisted available on the website. Director of Finance and Administration, Brian Goldman stated that Boardsource has assisted non-profit and for profit boards. Director Templeton stated he was in favor of assistance but would like to review the material first. Director Levy stated that it's not the cost or the time invested, but feels the board needs to be diverse and already possesses the tools needed to do their jobs. Director Levy stated that she is very proud of the board. Director Levy feels that this board has the experience and the background to do the job necessary. Director Levy stated she would like to see what the end goal of Boardsource would be that would bring on a different dynamic among the board. Director Rainwater agreed with Director Levy further stating that the board had matured into a good board. Director Rainwater added she is willing to look into Boardsource. Director of Finance and Administration, Brian Goldman stated that a change in diverseness was not the goal. Mr. Goldman asked the question is the board following Sarbanes Oxley? Is the board an oversight board or a management board? Mr. Goldman added the board has financial responsibility. Director Levy stated that the board is a small entity. Mr. Goldman added with a large financial responsibility. Director Rainwater added that the community will hold the board responsible for any failure. Director Manning-Cartwright stated that she and Mr. Goldman would gather information for the board to review. Director Manning-Cartwright made a motion for a board retreat. Directors Rainwater and Templeton seconded. Call for public comment. None offered. All in favor. None opposed. Motion carried.

Report on Nominating Committee recommendations: Director Valentino asked if the board has received their board orientation binder. Administrative Assistant Lisa Condoian stated she had not received all the information from the board as yet. Director Valentino asked the board members to provide Ms. Condoian the information required as soon as possible.

Public Comment: Zoo Staff thanked the Mr. Goldman and the Board for improving the benefits.

Board Questions and Comments: None offered.

Meeting adjourned at 7:45pm.

Respectfully submitted by Lisa Condoian, Administrative Assistant.