

## NIABI ZOO OVERSIGHT COMMITTEE MINUTES FROM JULY 25, 2016

**PRESENT:** Committee members . J. Taylor, J. Craver, T. Brahm, T. Jarrett, L. Jackson, M. Byrne, W. Nelson (arrived at 2:49pm).

**ABSENT:**

**ALSO PRESENT:** S. Ballard, Forest Preserve President; Dan Meates, Assistant Zoo Director; Scarlet Behrens, Guest Services Manager; Catherine Grace, Schultz & Williams; Rick Biddle, Schultz & Williams; Hannah Frenell, Zoo Field Office Manager; John Ferrell, Zoological Society President; Lisa Seever, Zoological Society; Miguel Morga, AFSCME representative; Scott Lohman.

Chairman Taylor called the meeting of the Niabi Zoo Oversight Committee to order at 1:34 PM on Monday, July 25, 2016, in the Education Room of the Administration Building at Niabi Zoo in Coal Valley, Illinois.

Chairman Taylor called for everyone to go around and introduce themselves.

Introductions were made.

Chairman Taylor called on Mr. Biddle for his presentation on shifting governance at Niabi Zoo.

Mr. Biddle stated that there was a PowerPoint presentation printed out for everyone. This is just an informative meeting. Our expectations are to help the Committee move forward, and how to best move forward. The first slide is an outline. This Oversight Board has been in place eight months, and Mr. Jackson is on his forty-sixth day at Niabi. So now is a good time to check in. This is the Committee's meeting, and we are here to help facilitate. A good place to start is to see where the zoo and the board are at. In the handout is a list of things that the zoo has accomplished to date, and also a list of what the Society has been able to complete. The major accomplishments of the Zoo are getting the MOU finalized and signed, hiring a marketing firm, finding food service and finalizing the 2016 Operating Plan. What is next for the zoo to accomplish is to decide on which Public/Private Partnership model is the best fit, come up with a management agreement, and finalize a facility concept/master plan. On the Society's side the shift of operating activities to the zoo, with the exception of the carousel, has been complete. Also, progress has been made on supporting the zoo, and the Case for Support. Ms. Grace has a bit more detailed information on the Society's progress and what's next for them.

Ms. Grace stated that a document was created to outline board member expectations. That will help frame new board member recruitment. Developed a system for tracking initial cultivation meetings with Mr. Jackson, from that will be the basis for future prospect list. An event to formally introduce Mr. Jackson to the donor and business community is in the works. Then the concentration can really be put into fundraising and recruiting new members using the Case for Support to guide those conversations.

Mr. Biddle asked if anything was missed, or anything started that was yet to be completed.

Mr. Ferrell answered that he did not believe anything was missed. The Society has been idle for many months, and now we're helping introduce Mr. Jackson to the community.

Mr. Biddle asked if the Society still had the same board.

Mr. Ferrell answered that it was still the same board. There are two dynamic individuals that would like to join, but they want to make sure it's going to shift before they come onboard.

Mr. Biddle moved on to the roles and responsibilities page of the handout, and stated that a conversation on, What are the lessons learned? This is meant to be a self-assessment, and wanted to include Mr. Jackson's assessment of the Oversight and the Society after forty-five days of being in the position. The goal here is how best to strengthen both of these activities. Look at the last eight months. What's been good about it? What's been bad about it? What are the opportunities to strengthen?

Chairman Taylor stated that he felt the Oversight Committee was functioning and communicating very well. The bad would be that there's still a lot to accomplish. I'm not sure two meetings a month is enough, but the Committee is getting down to the real tasks. What is the best model of PPP, and how do we get there as quickly as possible?

Mr. Brahm stated that he felt the good is that everyone wants to see the zoo succeed, but I'm also frustrated at the lack of progress. Setting a deadline of the end of the year, and making that deadline public, will help keep things moving forward to reaching the goal. The public needs to see progress. I believe that longer the Committee takes to accomplish this goal the more the public will lose faith that it will ever happen. There has been some progress, but not as much as I had expected to see by this point. The two perspectives provided by Schultz & Williams were very helpful, but the Committee needs to set a timeline and stick to it. The zoo has a similar situation to one of them already. However, in my opinion, I don't see why we don't have a draft already out to all parties for review so that this goal can be reached soon.

Mr. Jarrett agreed with Mr. Brahm. I keep getting asked about a timeline. Donors want to see a plan, a timeline and to see progress. Big company donors have already set their budgets for 2016. If we don't move quickly, the zoo could lose out on 2017 as well. Somehow people need to work on this once a week not once a month. Can read these two documents multiple times, but two attorneys need to look at them and see if the scoop is what can be agreed on. When Deere looks at buying a company multiple departments look at it. Accounting, Legal, and other groups to determine what needed to make it successful.

Mr. Byrne stated that he agreed with Mr. Brahm and Mr. Jarrett. The Oversight Committee has done some good things, but it has been slower getting to this meeting.

This is the meeting I've been waiting on for eight months. I think a plan should be in place by the end of this meeting.

Mr. Jackson stated that while he understood where the Committee's sense of urgency is coming from, he felt that the most important part of moving forward was to find what options are best for the zoo. Timelines are good, but we don't want to get this done for the sake of getting this done. It's important to do this right the first time because there won't be an opportunity to do it again. The details will come. It's about thinking things through, making sure there is a full buy in and that there are no misunderstandings in the future regarding people's roles.

Mr. Jarrett stated that if that was the case, there needs to be some real steps planned for the next year or two. People on the street are asking, When are you going to improve the zoo? If the public/private partnership is going to take a year or two to complete, then there has to be an interim step in there to appease donors and the public.

Mr. Jackson stated that it was never his intention to wait for the final signature on the Public/Private Partnership before moving forward with improvements. Staff is already looking at temporary exhibits to bring in, new animals to bring in.

President Ballard briefly went over the history of what has been achieved with the zoo so far, and added that the survival of the zoo depended on the strength of the partnership between staff and the fundraising organization of the zoo.

Mr. Jackson stated that he had heard people that this community couldn't handle a zoo like St. Louis, but it's important to remember that even St. Louis fell on hard times. In 1970 St. Louis Zoo was almost closed. They were broke. They were a mess, and look where they are at now.

Mr. Biddle stated, to summarize what his understanding of what was said, is that there needs to be a goal on the governing side. The timing of that goal is still in question, but that there is agreement that that is the goal, and the zoo and Committee must move forward. As they say, Don't look backwards; you're not going that direction. A) We've got to move forward. B) We've got to do a good job in telling our story. As Mr. Jackson stated, it's important to not only get it done, but get it done right. Are there any other thoughts?

President Ballard stated that he would like to hear Mr. Ferrell's thoughts regarding this also.

Mr. Ferrell stated that there are two main thoughts. The first is that the big donors just want to know what's going to happen. The second is that Niabi needs money. Felt that donors would not contribute without a set date. I don't know how the Society is going to raise the money to fund the projects and improvements that zoo staff is discussing.

Mr. Biddle drew attention to page eight which listed three options for management models. The first listed is the full PPP, the second is the hybrid model that has been

discussed in the past, and the third is the status quo. Not that anyone wants the status quo, but it is listed. So keeping those in mind, look at the Key Strategic Assumptions. First is that Niabi will always be an asset of the Forest Preserve District. Niabi is here for the enjoyment of the public. It seems like something very simple, but it's important to remember that. The second is to achieve and maintain AZA accreditation.

Mr. Jackson agreed that the achievement and maintenance of AZA accreditation is extremely important. AZA accreditation is critical for Niabi.

Mr. Biddle stated that next is to provide the highest standards and best practices in animal management and visitor experience. Implementing best practices is going to be extremely important going forward. Whoever the entity is that is running the zoo has to understand that best practices must be met. It's important to create a dedicated funding vehicle to ensure that there will always be funds for the zoo. The Society is a partner in supporting all of this, no matter who is managing the operations of the zoo, because this can only succeed as a partnership. Another important thing is to nurture the zoo's greatest asset, its employees.

Chairman Taylor asked how much of a magic bullet is the AZA accreditation.

Mr. Jackson answered that once a facility gets AZA accreditation a lot falls into place. There is more access to animals and training. Animals that we could never bring here will become available to us. Once Niabi has its accreditation back there is still a lot of work to be done, but it is a huge first step.

Mr. Biddle expanded on that stating that to achieve the accreditation Niabi must know its weaknesses. There was a list given that stated all the issues that need to be fixed. Niabi must meet the minimum standards, and it's close, but not there yet. There are gaps. A realistic expectation is the spring of 2018 before the zoo could apply for reaccreditation.

Mr. Jackson agreed with the spring of 2018, and added that the biggest gap right now is the perimeter fence.

It was determined that having the new governance fully in place no later than January of 2018 was the goal. If it could be accomplished sooner, then that would be good also.

Mr. Biddle reiterated that fundraising is very important, and is definitely attainable on the road to AZA reaccreditation.

Mr. Jarrett stated that a project plan would need to be shared with donors before they would be willing to donate. That's what we've been hearing is what's going to happen, what's the plan? The Oversight Committee knows what has to be done in the coming months in order to reach the goals, but a prioritized project plan needs to be made public, and have a group assigned to work on them. Mr. Jackson asked the right question when he was at Deere a couple of weeks ago. The question was, Do you ever fund a loaned executive/Assistant Director that could help the zoo work on some of these projects? The answer is yes, Deere does do that. It's been done in many places, it's done quietly

behind the scenes without any fanfare for the public. I think that's what's needed here. Mr. Jackson and staff have their hands full with the day to day operations of the zoo, and this group needs someone to run that project plan. We don't have to move to a Public/Private Partnership in three months, we just need a plan and need to share that plan.

Mr. Jackson stated that the Case for Support covers a lot of the plan.

Mr. Biddle stated that that was a great idea, and asked if that would be something that could be in play in the next two to three months.

Mr. Jarrett answered that Mr. Jackson opened the door with asking that question, and they just need to be asked in advanced and presented a plan. We can't just go and say we need a fence and we're working towards a PPP. That timeline needs to be put together rather quickly. That executive is going to need to know what they're supposed to be working on, whether it's helping with legal and looking into the PPP, or Oversight, or secure how to run the PPP. There are a lot of things they can do.

Mr. Ferrell stated that, if he was remembering correctly, that executive would have to be run through the non-profit.

Mr. Jarrett stated that usually, yes, but not necessarily. The executive would still be an employee of Deere. They're there to work on any project that was agreed to by the zoo and Deere to work on.

Mr. Biddle stated that that was a huge hurdle. If the zoo can get a loaned executive, then that goes a long way to checking off some of the boxes. If we can give them at least an eighteen month timeline, then that would go a long way to getting the AZA accreditation. The AZA is a milestone goal, not the end game.

It was briefly discussed that staffing would need to increase as the zoo expands, and likely need to be funded by an outside source due to current District budget concerns. Currently the budget for fiscal year 2018 is being worked on. The undercapitalization of the zoo's budget was also discussed. A few ideas on significant donors, and how large donors donate.

Mr. Biddle moved on to discussing the three potential models of PPP. The two real options are full PPP or a hybrid model. An example of each was sent out. A full shift would be that the District would pay to have the zoo managed. Looking at page seventeen. Is there a willingness from the Forest Preserve Commission for a full shift?

President Ballard and Mr. Craver felt that there was not willingness for a full shift at this time, and a brief explanation of reasoning was given. Mr. Nelson arrived at approximately 2:49pm, and Chairman Taylor asked him to introduce himself to the group. Mr. Nelson gave a brief introduction, and the group returned to the discussion at hand. Mr. Morga of AFSCME gave some insight on the Commission's likely hesitancy to accept a full shift, specifically regarding possible impact on union employees.

Mr. Craver stated that he felt a hybrid agreement would be a probable at this time.

President Ballard agreed that a full shift would have to be done little by little.

Mr. Biddle summed up that ultimately the goal was to move to full, and that going to a hybrid would be a step in that direction. Eight months ago the District Commissioners took a leap of faith and formed the Oversight Committee, and forward movement has happened. I'd say you've got to first base, now let's move to second. A question to ask is could the Commission accept shifting governance to the Oversight Committee. So instead of decisions going to a large group, it goes to a group of seven.

Mr. Byrne asked if there was any other major concerns to shifting governance other than who employs the employees.

Mr. Craver answered that the additional major concerns would be accountability, dollars and many other questions will be asked. I think the best way to go about having that conversation with the Commission is to draft something and give it to them. That will generate their questions, and then those questions and concerns can be addressed. However, to shift responsibility from the Commission to the Oversight does open the members to liability, and I feel that it would, not only involve personal risk regarding liability, but inappropriate for a District employee to be a member of whatever committee governed Niabi. Though I could be removed from the Oversight Committee.

President Ballard stated that the Oversight Committee has taken some stress off the Commission.

A brief discussion was held as to concerns, and the opportunities to find solutions to those concerns. It was decided that, while a full PPP is the ultimate goal, presenting a hybrid model to the Commission was the next step as far as forward movement on the governance of Niabi. It was mentioned that if applying for AZA in the first quarter of 2018, then September of 2018 would be when reaccreditation occurred. The group then moved on to discuss fundraising for the projects that were needed for the reaccreditation.

Mr. Jackson stated that he and Mr. Meates had been working on the facility plan, and met with an architect. We have some really good things on paper with dollars attached.

Mr. Ferrell expressed his concern that the Society would not be able to fundraise all the dollars needed for the projects that need to be done. He felt that the community would not give as generously to the current model of governance.

Mr. Biddle stated that the hybrid model is close to the Milwaukee model. The most important thing to remember when going into a hybrid model like that is to make sure that the roles and responsibilities are clearly laid out.

Mr. Ferrell stated that in the past the Society went after family money. We'd get \$50,000.00 from several families, which would fund a project, and then they'd be done for a few years. What needs to be done is to go to the corporations, and that would

provide sustainability. I don't believe those large corporations will donate to the current governing body. I believe that the only way to get the money the zoo needs is to move to private governance, but that it could be done incrementally.

The Committee went around for several minutes discussing fundraising and possibilities around adjusting fees. Also, mentioned was that what donors want to see as a governance model and consider that in forming the governance structure as well as considering what the Commission wants. It was mentioned that a compromise must be made. Each side has to meet in the middle. The Society needs to finish the Case for Support, and have access to the facility plan.

Mr. Ferrell stated that he felt the Society could raise \$1,000,000.00, and that the Society would match fifteen percent of what was raised. If the million dollar goal was met that would total \$1,150,000.00. However, the fence was not in the Case for Support.

Mr. Jackson reiterated the need of perimeter fencing. The current perimeter fence will not pass USDA inspection, and that affects licensing. The AZA will refuse accreditation, but the USDA will shut Niabi down. The fence is an emergency.

Mr. Biddle asked if there was any way to get the \$500,000.00 price tag down.

Mr. Jackson stated that staff would look into that.

Mr. Biddle stated that the need was now one and a half million. If there's no fence, there's no zoo.

Mr. Ferrell stated that there was sufficient cash for the fence right now, but the Society would rather not deplete its funds completely.

More was discussed on the shifting of responsibilities from the Commission to the Oversight Committee. Also discussed was the financial rating of the District, the bill that is currently in the senate (HB 746), and the fact that this is an election year. It was decided to present shifting the management of ~~best practices~~ over to the Oversight Committee, as a first step toward full shift of governance, to the Forest Preserve Committee. ~~Best Practices~~ would include admission/fees, contracts if possible, operations hours, animal care, visitor experience and programming. In addition to the Commission side, what was needed for the Society was discussed. The Society needs to add two to three of the right people, focus on fundraising/friend-raising and finalize the Case for Support and include a timeline.

Mr. Biddle stated that some of these changes should be made by November of 2016 so that there is not further delay. This endeavor has been about the zoo and what's best for the zoo. Remember it's important to convince everyone to get onboard.

Mr. Byrne asked when the Oversight Committee would discuss the concerns from the Commission's point of view regarding moving to the full PPP model.

Mr. Biddle stated that if the Commission can give the modified model a chance, then the zoo would be able to get to the full model. This is A, the full shift is B.

There was some explanation on the concerns regarding District employees.

Chairman Taylor called for a motion to adjourn the meeting.

**MOTION:** Mr. Craver moved to adjourn the meeting. Mr. Brahm seconded the motion.

Motion carried.

Adjourned at 4:43 PM.

Submitted by:  
Cassie Sullivan  
Forest Preserve Administrative Assistant