

**BOARD OF PARK COMMISSIONERS
MEETING MINUTES
CITY COUNCIL CHAMBERS – 11TH FLOOR
SEATTLE MUNICIPAL BUILDING
DECEMBER 3, 2001**

Present:

Bruce Bentley, Chair
James Fearn
Susan Golub
Sarah Neilson
Kathleen Warren

Excused:

Yale Lewis
Kate Pflaumer

Staff:

Ken Bounds, Superintendent
Michele Daly, Park Board Coordinator

The Board of Park Commissioners met at 8:00 p.m. following the Finance, Budget and Economic Development Committee/Board of Park Commissioners Joint Public Hearing regarding Council Bill 113990 – Management of Woodland Park Zoo. The main issues raised at the hearing included: Animal records being publicly accessible, parking/traffic impacts, employee issues, insurance liability legal issues and public involvement issues.

The Law Department and the Seattle Zoo Society's attorneys, which will end up with the City's interest being protected, are handling the insurance and liability portion of the Agreement. The language which will be on the attachment is very technical, legal language and is being reviewed by the Law Department and Zoo Society attorneys and risk managers and will be resolved.

The public involvement piece of the Agreement was reviewed and revised by Lucy Steers, Irene Wall, Councilmember Licata and the Zoo Society. The revisions include additional safeguards in terms of public comment at Zoo Society Board meetings and annual reports being submitted before the year begins identifying changes in programs and fees contemplated. Public involvement has already been built into the agreement around capital projects.

James Fearn inquired if there is a problem with having something included that says the Zoo Society will comply with the Public Disclosure Act. Mike Waller stated the Zoo complies with keeping public documents open such as keeper reports. Bill Lewis stated the Zoo Society agrees that the animal records should remain public. Records that should not be public would include personnel and donor records. James Fearn stated the Public Disclosure Act includes exemptions and some of the records are not subject to public

disclosure and unless there is a need to exempt something specific from that it should be brought out and discussed. Mike Waller cannot think of anything offhand and stated the Zoo is the first out with a press release whenever anything major occurs and tries to maintain openness.

The Agreement as written does not subject the Zoo Society to the Public Disclosure Act. Sarah Neilson stated non-profit information is available in terms of what foundations donate. Kathleen Warren would be opposed to any change to the records that are currently available and what will be available. The Zoo will still be a City of Seattle trust even if it is run by a non-profit organization. James Fearn stated he thinks it is simpler to talk in terms of what the existing requirements are and what would be exempted from the existing requirements. He tends to agree with Kathleen although he is not sure that there are not some areas where this is different and therefore the disclosure should be different. He thinks it would be easy to determine what that is as basically public disclosure states that everything should be disclosed except the listed items in the Public Disclosure Act. The Superintendent stated that in every conversation with every non-profit organization there is a line that they draw between the non-profit and the public agency and that line has to do with public disclosure. In this particular case that is something for the Zoo Society and the City to decide if it should be treated differently. James Fearn stated it is the Park Board's task to make a recommendation to the Council. If the Park Board simply states it has a concern that the entity be subject to the Public Disclosure Act to the extent feasible it creates multiple standards. Kathleen stated it is not the same as a non-profit organization and that is the issue. It is a non-profit organization managing a City facility. Kathleen stated it is a problem for her when it is said that there is a line drawn and the Board is asked to vote when they do not know where the line is, what would be exempted, or under what circumstances, if it is a good thing or a bad thing. Ken Bounds stated from the City's oversight responsibility it is requiring the Society to provide information as to how the property is being managed and how public funds are being spent. The Agreement provides the City with those requirements.

The public testimony asked for animal records to be disclosed. Susan Golub stated the Board needs to assure that the animal records are kept open and if the Board has a sense that the City will receive enough financial information then she is satisfied. Kathleen referenced Chris Leman did mention disclosure was recommended beyond just the animal records and included full access to public documents. The Zoo Society documents are not now public disclosure documents. Ken Bounds stated the Society is not a body that is being created; it is being contracted for management. Public documents, including any correspondence between the City and the Zoo Society would be public documents. Bill Lewis informed the Board that people have approached the Zoo Society to learn about specific documents and the Society has agreed to disclosure in every case. Kathleen pointed out that people do trust the existing leaders of the Society and department now but do not know what will happen 10-20 years from now. James Fearn stated you cannot guard against that no matter what form the Agreement takes.

Kathleen Warren asked if the Board could make a recommendation that one of the caveats would be that all of the animal records that have been open remain open and

include other zoo records. Susan Golub inquired what other records would be included as the financial records would be coming to the City. The Board meetings would be open to the public. James Fearn stated if somebody says they want a copy of all correspondence between the Zoo Board members and some organization they do not have to provide it as a non-profit. James thinks the Park Board performs a public role and the function of public disclosure is to have these organizations that perform public functions do their business in public. He acknowledges there are some exemptions but he does not know that they are. James thinks it would be best to look at the Public Disclosure Act requirements and see where that does not work for the non-profit and put exemptions specifically for those things. Mike Waller stated most of the business of the private non-profit will one time or another be part of those Board meetings which will, in fact, be public.

Chris Leman asked if he could address the Park Board. He completely agrees that the Zoo Society's fund raising should specifically be excluded from disclosure. He further stated it is because you do not know what will be important to the public beforehand that the approach of identifying the ones that are excluded and everything else is disclosable is very important. It is not just issues regarding animals as it may an issue about the affordability of the garage. The Zoo Society should not have to disclose some of its private personnel and donor information. Mike Waller stated the garage will be publicly financed and would have to be disclosed. Mr. Leman stated under the current agreement the State Auditor has no access, the Ethics laws of the City are questionable, the Whistle Blower protections that the public employees now have are not covered, and he is concerned how the Park Board can process what has been raised and actually come to a recommendation by Wednesday.

James Fearn moved the Board of Park Commissioners make a recommendation to the City Council based on the conceptual Agreement that public disclosure be included in the Agreement subject to specific exclusions. Kathleen Warren seconded the motion. The motion carried.

Bruce Bentley inquired about the testimony of conservation representatives being included on the Zoo Society Board. Sarah Neilson inquired how they would be decide amongst themselves who that would be and how many. Currently, the Zoo Society has conservation members on the Board. Bill Lewis stated the Board membership is open and the Society's main concern is they work with the interest of the Zoo in conservation, education, help raise money and go forward in the community. Board presentations are welcomed. The Society does not want a fractionized Board. The Board currently has a Nominating Committee and people are appointed for three-year terms. The Agreement provides for three city appointments. The Society currently has approximately 40 members with approximately six conservation members. Kathleen Warren stated she would like the City Council, Park Board and the Superintendent to have a few more opportunities to nominate candidates for the Szs Board. Bill Lewis stated in reality the Board is not where the work is being done. The work is done by the committees and volunteers. The Board is interested in being open to having a broader network and be more diverse. Mike Waller stated there are committees where people are not Board

members and gave the example of the Conservation Committee, which is comprised of about 1/3 Board members, and the rest staff and other interested conservation folks. There is opportunity for participation that is probably more meaningful than being on the Board itself. There is a high expectation of serving on the Board in terms of fund raising and the number that was picked is in the range of other non-profit zoos that operate on public property. Ken Bounds referred to Section 20.2.1, which addresses the Zoo Society Board reporting to the Park Board. Sarah Neilson inquired if the Park Board is going to leave the Zoo Society Board as it is currently proposed. The Park Board was in agreement. David Towne related the Zoo Society tries to fill positions from education, conservation, research, animal care and environmental fields.

James Fearn moved the Park Board recommend that conservationists be present on the Zoo Society Board. Kathleen Warren stated she does not like to say that as opposed to any other kinds of groups. James stated there was not other group that testified that they wanted to be included on the Board. Susan Golub questioned if conservation is the same as animal rights. **The motion failed due to lack of a second to the motion.**

Kathleen Warren inquired about 1% for the Arts. It is not required unless public money is used. The Design Commission would review any public money projects.

Bruce Bentley inquired about employee transition concerns expressed at the hearing. The Agreement sets a date for a transition plan as opposed to a date for employee transition. The Society has been doing research on coming up with comparable packages and would like to have the opportunity to present to labor leaders with the acknowledgment of what the impacts are to each individual employee. The Zoo Society has not had an opportunity to present a package of benefits to the bargaining units yet. Kathleen Warren asked about the employees and if they could choose to remain city employees. Ken Bounds stated they will remain city employees in 2002 and there should be a plan completed by the end of 2002 that defines if there will or won't be a change. The Zoo Society will not force any one to leave city employment.

There was a point made at the hearing as why rush this and all this should be figured out before proceeding with an agreement. Bill Lewis stated there has been quite a bit of discussion with zoo employees for the past three years. The challenge to do this in regards to the pension is a huge amount of work and is very expensive. It does not make sense to try to figure all this out if the Society does not get the Agreement approved. If the Society cannot make the employees happy then the transition will not occur. The Society's goal is that they can put together a package that people will find equally attractive and voluntarily move to the Society on their own. Ken Bounds stated it is in their interest and intent to ultimately have everybody part of the same employment system. Kathleen asked why they could not just remain City employees with the Zoo Society. David Towne stated there are good reasons why there should not be two classes of employees.

James Fearn stated it really comes down to the issue if this Agreement should go ahead or wait until all issues are resolved. Ken Bounds stated regardless of what ultimately

happens down the road, the Society will continue to manage the Zoo under this Agreement. It does not affect the business deal. Kathleen Warren stated she is satisfied that the power rests with the employees to make the determination if it is acceptable or not. There are ordinances that will have to be approved by the City Council.

Kathleen Warren inquired about the Restricted Parking Zone (RPZ) and when the city should pay. There is an assessment on the homeowners of \$26 per vehicle for a two-year period. The Agreement states that the Society would pay for one permit per household for two years.

Kathleen Warren moved the Park Board approve the Agreement with the public disclosure caveat. Sarah Neilson wonders if in a letter to the Council the Board's concerns should be expressed. James Fearn stated if concerns are express then the Board would need to say what should be done about those concerns. Susan questioned the motion – it is recommending adoption of the Agreement as it is written and stating the Board has concerns about public disclosure – **Susan seconded the motion.** Susan Golub stated the Board should say it has discussed and reviewed the issues expressed in the hearing but does not think it needs to go through them. Kathleen Warren stated the only other thing she might personally want to add is employee benefits are of crucial importance to the Board; on the other hand, given that employees are going to be making these decisions she does not know if the Board has to say that. Sarah Neilson stated she is concerned about the employees and the Board has a responsibility to assure that the employees have open communication. The testimony was a message to the Society and to the unions this evening as well as to the Board and Council. **Kathleen called for the question. The motion carried.**

The Board adjourned at 8:50 p.m.

APPROVED: _____ DATE: _____
Bruce Bentley, Chair