

**MINUTES OF THE SPECIAL MEETING
OF THE
BOARD OF PARK COMMISSIONERS
OF THE
CLEVELAND METROPOLITAN PARK DISTRICT**

MARCH 10, 2012

The Board of Park Commissioners met on this date, Saturday, March 10, 2012, 9:02 a.m., at the Board's office, 4101 Fulton Parkway, Cleveland, Ohio.

The roll call showed President Bruce G. Rinker, Vice President Dan T. Moore, and Vice President Debra K. Berry to be present. It was determined there was a quorum. Executive Director-Secretary Brian M. Zimmerman, Treasurer David J. Kuntz, and Law Director Rose M. Fini were also in attendance.

President Rinker explained that typically, meetings are not held on Saturdays. However, over the past couple of weeks there have been a number of items that need to be discussed, and the lack of ample time has prevented the Board and staff from doing so. That is the reason for holding this Special Meeting as well as the Executive Session. President Rinker further stated that there would also be some discussion on the levy. Director Zimmerman confirmed that a packet had been received from the Treasurer with respect to the levy. In addition, President Rinker stated that it was possible that other matters would be discussed candidly after the Executive Session.

Law Director, Rose Fini, stated the purpose of the Executive Session to be for the purposes of discussing Real Estate Matters, and Personnel Items re: Table of Organization as it relates to the employment and/or dismissal of employees.

LEVY UPDATE

Director Zimmerman referenced a levy document provided by Treasurer, David J. Kuntz. Director Zimmerman advised that there would be a Work Session scheduled probably in late April to further discuss the levy. The current levy expires in 2014. Essentially what has been put together is a preliminary funding plan. The document includes a sample organizational chart of those included in the campaign, reflecting changes since the last levy campaign in 2004. The document also reflects year-to-date totals based on employee contributions, as well as contributions from the Cleveland Zoological Society. This is also a time to re-educate employees on the process necessary to have a successful campaign.

Commissioner Moore suggested that Cleveland Metroparks utilize volunteers who are passionate about the parks to assist with levy efforts. Commissioner Moore also suggested that a meeting be arranged with the three co-chairs from the previous levy to discuss the best course of action since they would be aware of any mistakes that were made. Director Zimmerman commented that he anticipated this meeting could occur before Memorial Day.

Commissioner Rinker asked for clarification on how we came up with the \$450,000 target amount for the campaign. Director Zimmerman explained that \$300,000 was the number used for the last levy. The funds are raised outside the complex of Cleveland Metroparks. Together with help from attorneys both inside and outside the organization, Director Zimmerman added that he has done a great deal of research on levy campaigns to ensure that everything is being handled properly.

Commissioner Berry asked if foundations were allowed to donate to Cleveland Metroparks levy efforts, and whether they were allowed to do marketing and ads. Director Zimmerman commented that in 2004, the Gund Foundation actually paid for some of the polling for the campaign. The Committee has a list of all of the contributors from the last campaign. Director Zimmerman was unsure if foundations were allowed to contribute to the campaign with respect to marketing and ads.

ETHICS REVIEW UPDATE

Law Director Fini explained that since April of 2011, Cleveland Metroparks has actively worked to insure that there are no conflict of interest issues related to various matters pertaining to the business interests of Commissioner Dan Moore. A recent decision received from the State Ethics Commission further defined the following topics in which Commissioner Moore must not participate: (1) Wendy Park; (2) Whiskey Island (including issues impacting ingress and egress to the Island); (3) Community Connector Trails from Canal Basin to Lakefront; (4) Lake Link Trail, a proposed trail that will link the Towpath Trail with Whiskey Island and Wendy Park; and (5) Lakefront Connector Bridge, a pedestrian bicycle bridge to Wendy Park. Although the Ethics Commission's decision prohibits Commissioner Moore from participating in discussions or decisions made with respect to the aforementioned topics in his role as a member of Cleveland Metroparks Board of Park Commissioners, it did state that Commissioner Moore is in fact allowed to participate in discussions related to these topics as a private citizen.

Law Director Fini further stated that Commissioner Rinker has been acting as president of the Board since January for the purposes of resolving any potential conflicts related to Commissioner Moore. However, with those issues now resolved, Commissioner Moore is expected to take on the role of president at the March 15, 2012 Board meeting. Director Zimmerman advised that formal action related to this matter will occur at the March 15, 2012 Board meeting.

Commissioner Moore wanted to clarify that with respect to Whiskey Island, he only owns equipment that he leases to the County, and gains nothing else from that business relationship.

With respect to Wendy Park, Commissioner Moore confirmed that neither he, nor anyone from his organization, is involved in the Wendy Park Foundation. However, under the terms of an agreement which expires in 2014, his organization does still manage the Park.

Law Director Fini stated that Cleveland Metroparks would work to group together all issues which may be in conflict with Commissioner Moore so as to better manage and organize items on the agenda.

Law Director Fini advised that the notice for the Special Meeting was posted on Cleveland Metroparks website on Wednesday, March 7, 2012, in accordance with Cleveland Metroparks normal course of business, as well as Cleveland Metroparks By-laws. The notice specified the purpose of the meeting as being to discuss real estate matters and a personnel item re: Table of Organization.

Commissioner Rinker suggested that when putting together special meeting agendas in the future, language such as “any other matters” should be included as a catchall to allow for flexibility in discussing other matters that may come up. Given their busy schedules, Commissioner Rinker encouraged having more special meetings such as this one due to time constraints. Commissioners Moore and Berry concurred.

Director Zimmerman commented that in the future, staff will look at guiding more into a work session to discuss a specific topic, and lessen some of the information items in order to delve deeper into a specific topic and into a public forum to enable more discussion.

ADJOURNMENT TO EXECUTIVE SESSION.

No. 12-03-048: At 9:28 a.m., upon motion by Vice President Moore, seconded by Vice President Berry and carried, President Rinker adjourned the meeting into an Executive Session for the purpose of discussing Real Estate Matters and a Personnel Item re: Table of Organization as it relates to the employment and/or dismissal of employees.

Vote on the motion was as follows:

Aye: Mr. Rinker
Aye: Ms. Berry
Aye: Mr. Moore
Nays: None

No action was taken as a result of the Executive Session.

MEETING RECONVENED.

At 2:29 p.m. the meeting reconvened.

BOARD MEETING STRUCTURE.

There was discussion related to the structure of Board meetings. Commissioner Moore suggested: (1) that not all staff be included in every meeting, but rather invite necessary staff involved in specific topics; (2) only recognize employees every other meeting; and (3) have more meetings off-site.

Director Zimmerman commented that staff has already reduced the number Board meetings by thirty-three percent, and perhaps retirees could be honored on a quarterly basis. In addition, information items enable commissioners to discuss items before acting upon them. Director Zimmerman indicated a willingness to restructure Board meetings, but requested direction from the commissioners as to what data they would prefer to have provided.

Commissioner Rinker commented that he felt the information items to be very significant and very informative. In addition, Commissioner Rinker commented that the items have been of genuine interest to the staff.

Commissioner Berry also commented how much she enjoyed hearing the presentations from staff and how informative they have been, but suggested that perhaps it would be better to hear the action items first, then the information items.

Commissioner Moore stated that he would prefer to have more details and facts presented during these presentations, such as the presentation related to volunteers.

There was discussion with respect to forming committees, such as a Human Resources Committee, along the lines of the current Audit Committee. Treasurer David Kuntz commented that Cleveland Metroparks has had an Audit Committee for the past 15 years, and Cleveland Metroparks was the first park district in the country to have such a committee. Director Zimmerman commented that an HR Committee was the next core step to the organization. Commissioner Berry suggested they receive a pool of resumes with a blend of skills. Commissioner Berry suggested that Cleveland Metroparks develop a job description for these committee members to assist them in selecting members for the committee.

DATE OF NEXT MEETING.

The next Regular Meeting of the Board of Park Commissioners was scheduled by the Board for Thursday, March 15, 2012, 9:00 a.m. at the **Lake Erie Nature and Science Center, 28728 Wolf Road, Bay Village, Ohio 44140.**

ADJOURNMENT.

No. 12-03-049: There being no further matters to come before the Board, upon motion by Vice President Moore, seconded by Vice President Berry, and carried, President Rinker adjourned the meeting at 3:00 p.m.

Vote on the motion was as follows:

Ayes: Ms. Berry, Messrs. Moore and Rinker.
Nays: None.

President.

Attest:

Secretary.