

FRESNO COUNTY ZOO AUTHORITY

AGENDA

9:00 AM, Wednesday, July 31, 2019

**Fresno County Employees' Retirement Association
7772 N. Palm Ave.
Fresno, CA 93711
(559) 457-0681**

1. Call to Order
2. Adopt Agenda
3. Public Comments
This time is made available to receive comments from the public on matters within the Board's jurisdiction that are not on the Agenda. Attention is called to the fact that the Board is prohibited from taking any action on matters that are not on the Agenda. Members of the public are limited to three minutes to speak during Public Comments as well as for each item on the agenda. In order to accurately record the minutes, members of the public are asked to speak only from the podium. Before beginning comments, please state for the record your name and affiliation, if any.
4. Consent Agenda
These matters are routine in nature and are usually approved by a single vote. Prior to action by the Board, the public will be given the opportunity to remove any item from the Consent Calendar. Items removed from the Consent Calendar may be heard immediately following approval of the Consent Calendar.
 - a. Review and approve minutes of May 29, 2019
 - b. Review and approve payment of County of Fresno invoice for Professional and Specialized Services in the amount of \$7,000.78 for April, May and June 2019
 - c. Receive Treasurer's Reports for May 2019
5. Present award to Catherine Crosby for her service to the Zoo Authority as Board Coordinator
6. Fresno Chaffee Zoo Director's report

7. Approve and authorize the release of retention withheld on the Warthog project
8. Approve and authorize the Chairman to execute a report of independent accountants on applying agreed-upon procedures from Moss Adams, the Zoo Corporation's outside auditor, for the Zoo Corporation's audit report period ending December 31, 2018
9. Approve and authorize the Chairman to execute a First Amendment to Agreement No. 05-237 between the Zoo Authority and the County of Fresno revising the method of payment section, effective upon execution by the Fresno County Board of Supervisors
10. Receive staff reports
11. Approve next meeting date Dates include:
 - Wednesday, August 28, 2019
 - Wednesday, September 25, 2019
 - Wednesday, October 30, 2019
12. Chair's comments
13. Board Member comments
14. Adjourn

All supporting documentation is available for public review in the office of the Fresno County Zoo Authority, 2281 Tulare Street, Room 304, Fresno, 93721, during regular business hours.

For further information, please contact Ronald Alexander, Zoo Authority Coordinator, at 600-1710, email zooauthority@co.fresno.ca.us, or visit www.zooauthority.org. Requests for disability-related modification or accommodation needed in order to participate in the meeting must be made to the Zoo Authority Coordinator no later than 9:00 a.m. on the day prior to the meeting.



FRESNO COUNTY ZOO AUTHORITY

ACTION SUMMARY MINUTES

9:00 AM, Wednesday, May 29, 2019

**Fresno County Employees' Retirement Association
7772 N. Palm Ave.
Fresno, CA 93711
(559) 457-0681**

1. Call to Order

CHAIRMAN ROMAN CALLED THE MEETING TO ORDER AT 9:00 AM. A QUORUM WAS PRESENT, INCLUDING CHAIRMAN ROMAN AND MEMBERS TOSTE, STRATFORD, WATERHOUSE, AND ARIAS.

2. Adopt Agenda

MEMBER ARIAS MOVED TO ADOPT THE AGENDA. SECONDED BY MEMBER TOSTE, THE MOTION PASSED UNANIMOUSLY.

3. Public Comments

This time is made available to receive comments from the public on matters within the Board's jurisdiction that are not on the Agenda. Attention is called to the fact that the Board is prohibited from taking any action on matters that are not on the Agenda. Members of the public are limited to three minutes to speak during Public Comments as well as for each item on the agenda. In order to accurately record the minutes, members of the public are asked to speak only from the podium. Before beginning comments, please state for the record your name and affiliation, if any.

HELD; NONE RECEIVED.

4. Consent Agenda

These matters are routine in nature and are usually approved by a single vote. Prior to action by the Board, the public will be given the opportunity to remove any item from the Consent Calendar. Items removed from the Consent Calendar may be heard immediately following approval of the Consent Calendar.

a. Review and approve minutes of May 29, 2019

b. Review and approve payment of County of Fresno invoice for Professional and Specialized Services in the amount of \$38,771.26 for January, February, March and April 2019

- c. Receive Treasurer's Reports for February, March, the Quarter ended March 31, and April 2019

MEMBER ARIAS MOVED FOR APPROVAL OF THE CONSENT CALENDAR. SECONDED BY MEMBER STRATFORD. THE MOTION PASSED UNANIMOUSLY.

5. Present certificate to Gerald Lyles for 14 years of service as a member of the Zoo Authority Board

PRESENTED AND ACCEPTED

6. Receive Fresno Chaffee Zoo Director's report
RECEIVED. DIRECTOR SCOTT BARTON REPORTED. PROVIDED AN UPDATE TO THE MASTER PLAN. ABOUT HALF OF THE ZOO HAD UPGRADES THROUGH 2016. 2017 AND 2018 HAD IMPROVEMENTS TO DINO DIG. ADDED WATERPLAY AREA TO WILDERNESS FALLS. 2019 OPENED WARTHOG EXHIBIT AND WORKING ON A UTILITY PROJECT. 2020 AND 2021 WILL INCLUDE KINGDOMS OF ASIA, ZOOPLEX AND STAFF BREAK AREA. WORKING WITH CITY REGARDING PARKING. WILL RENOVATE THE ORANGUTAN EXHIBITS. 2022 WILL BE A NEW ZOO ENTRANCE AND THE AFRICA RIVER EXHIBIT. REVIEWED ADDITIONAL LONG-TERM POTENTIAL PROJECTS. ANIMATRONIC DINOSAUR EXHIBIT OPENS NEXT WEEK.

7. Receive Fresno's Chaffee Zoo Corporation Financial report for January, February, and March 2019

RECEIVED. CHIEF FINANCIAL OFFICER RICHARD TREATCH REPORTED. REVENUES DOWN BECAUSE OF LOW ATTENDANCE DUE TO RAIN. EXPENSES HELD TO MOST NEEDED. RECOVERED AND THE BUDGET IS IN GOOD SHAPE. A QUESTION REGARDING THE USE OF SOLAR WAS ASKED. DISCUSSED.

8. Approve and authorize the estimated revenues and appropriations for the 2019-20 budget year
TREASURER REYNOSO REPORTED. NO SIGNIFICANT CHANGE ASSIDE FROM A REDUCTION IN THE BOARD COORDINATOR'S HOURS.

MEMBER ARIAS MOVED FOR APPROVAL. SECONDED BY MEMBER WATERHOUSE. THE MOTION PASSED UNANIMOUSLY.

9. Receive staff reports
JOSE REYNOSO REPORTED THAT FONG LEE WILL NOT TAKE OVER AS TREASURE. JOSE WILL RETAIN THE POSITION.

10. Board Meetings
a. Approve next meeting date(s)

June 26, 2019

July 31, 2019

August 28, 2019

AFTER DISCUSSION, IT WAS DECIDED TO TENTATIVELY HOLD THE NEXT MEETING ON JULY 31, 2019.

MEMBER TOSTE MOVED TO CANCEL JUNE 26, 2019 MEETING. SECONDED BY MEMBER ARIAS. THE MOTION PASSED UNANIMOUSLY.

11. Chair's comments
THANKED DIRECTOR LYLES FOR HIS TIME ON THE BOARD.

12. Board Member comments
COMMENTS RECEIVED

13. Adjourn
**THERE BEING NO FURTHER BUSINESS BEFORE THE BOARD, CHAIRMAN ROMAN
ADJOURNED THE MEETING AT 9:33 AM.**

All supporting documentation is available for public review in the office of the Fresno County Zoo Authority, 2220 Tulare Street, Suite A, Fresno, 93721, during regular business hours.

For further information, please contact Catherine Crosby, Zoo Authority Coordinator, at 600-4305, email zooauthority@co.fresno.ca.us, or visit www.zooauthority.org. Requests for disability-related modification or accommodation needed in order to participate in the meeting must be made to the Zoo Authority Coordinator no later than 9:00 a.m. on the day prior to the meeting.



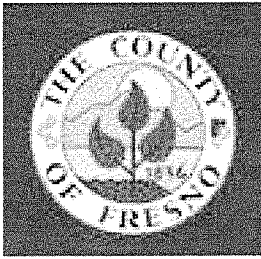
Invoice for Professional Services in Support of the Zoo Authority
Billing Hours and Expenses for April through June 2019

Invoice Number
040506-ZOO-073119

July 31, 2019

TO: Zoo Authority Board
c/o County of Fresno
2220 Tulare St, 6th Floor MS 214
Fresno, CA 93721

Department / Title	Cost	Fiscal Year 18-19
<i>Financial Reporting and Audits (April - May)</i>	\$4,236.05	
<i>Financial Reporting and Audits (June)</i>	\$2,057.13	
<i>County Counsel (December, May and June)</i>	\$707.60	
Professional Services Total	\$7,000.78	\$160,753.20
Office Expense Total	\$0.00	\$7,872.97
	\$7,000.78	\$175,626.95
	Invoice Total	FY 18-19 Total



Invoice

Invoice Date	Invoice Number	Due Date
6/20/2019	1949	7/22/2019

FOR COUNTY USE ONLY				
FUND	SUBCLASS	ACCOUNT	ORG	PROGRAM
0001	10000	4885	Various	0

BILL TO:

County of Fresno, Zoo Authority
2220 Tulare Street
6th floor
Fresno, CA 93721

MAKE YOUR REMITTANCE PAYABLE TO:

FRESNO COUNTY TREASURER

AND SEND IT TO FOLLOWING ADDRESS:

OSCAR J. GARCIA, CPA
AUDITOR-CONTROLLER/TREASURER TAX
COLLECTOR - ADMINISTRATION DIVISION

PO BOX 1247
FRESNO CA 93715-1247

PLEASE INCLUDE THE INVOICE NUMBER ON YOUR CHECK OR MONEY ORDER

DESCRIPTION	AMOUNT
FR&A Accounting Services for pay period ending 4/21/19	\$ 411.40
FR&A Accounting Services for pay period ending 05/05/19	\$ 187.00
FR&A Accounting Services for pay period ending 05/19/19	\$ 644.30
FR&A Accounting Services for pay period ending 6/02/19	\$ 598.40
Administration Accounting Services for pay period ending 4/21/19	\$ 992.10
Administration Accounting Services for pay period ending 05/05/19	\$ 962.54
Administration Accounting Services for pay period ending 05/19/19	\$ 232.53
Administration Accounting Services for pay period ending 6/02/19	\$ 207.78
CURRENT AMOUNT DUE	\$ 4,236.05
Total Balance Due	\$ 4,236.05

CHARGES POSTED TO:
ORG 9810 Zup Authority
INVOICE
ACCOUNTING

REVENUES POSTED TO:
ORG
ACCOUNT / FUND / SUB

FR&A BILLING STRING:
0300 9810 ACCT EB 01

04100300
4485 / 0001 / 10000

PPE	ACCT & FN		SUPERVISING		ACCT & FN		ACCT II		ACCT I		ACCT CLK III		ACCT CLK II		ACCT CLK I		ACCOUNTING INTERN		TOTAL HOURS	TOTAL AMOUNT
	Wkd	Amount	Wkd	Amount	Wkd	Amount	Wkd	Amount	Wkd	Amount	Wkd	Amount	Wkd	Amount	Wkd	Amount	Wkd	Amount		
7/1/18		-		-	7.00	528.15	4.50	336.60		-		-		-		-		-	12.50	913.21
7/29/18		-		-	6.58	496.46		-		-		-		-		-		-	9.08	617.61
8/12/18		-		-	2.17	163.73	11.00	822.80		-		-		-		-		-	27.17	1,664.97
8/28/18		-		-	0.75	56.59	14.50	1,084.60		-		-		-		-		-	21.25	1,431.95
9/9/18		-		-	0.75	56.59	5.50	411.40		-		-		-		-		-	6.25	564.91
9/23/18		-		-	2.75	207.49	3.00	224.40		-		-		-		-		-	21.75	1,207.25
10/7/18	1.00	92.49		-	5.33	402.15	5.00	374.00		-		-		-		-		-	28.08	1,650.71
10/21/18		-		-	3.58	270.11	7.50	561.00		-		-		-		-		-	28.39	1,710.32
11/4/18	0.50	46.25		-	0.83	62.62	3.50	261.90		-		-		-		-		-	10.83	639.41
11/18/18		-		-	0.75	56.59	6.50	486.20		-		-		-		-		-	16.82	1,061.64
12/2/18		-		-	0.92	69.41	4.00	299.20		-		-		-		-		-	3.82	293.81
12/16/18	1.00	92.49		-	3.70	279.17	3.50	224.40		-		-		-		-		-	7.03	433.84
12/30/18		-		-	0.92	69.41	3.00	224.40		-		-		-		-		-	14.00	1,059.95
1/13/19	0.50	46.25		-	1.50	113.18	7.50	561.00		-		-		-		-		-	10.83	845.68
1/27/19		-		-	0.33	24.50	8.50	633.80		-		-		-		-		-	22.35	1,775.11
2/10/19	0.50	46.25		-	0.33	24.50	8.50	633.80		-		-		-		-		-	1.25	105.24
2/24/19	2.00	184.98		-	0.33	24.50	8.50	633.80		-		-		-		-		-	5.25	365.65
3/10/19	2.50	231.23	5.50	492.47	8.33	705.46	2.50	187.00	2.50	156.95		-		-		-		-	2.50	187.00
3/24/19		-	1.00	69.54		-		-	0.25	15.70		-		-		-		-	8.00	598.40
4/7/19		-		-		-	3.00	224.40	2.25	141.26		-		-		-		-		-
4/21/19		-		-		-	5.50	411.40		-		-		-		-		-	5.25	365.65
5/5/19		-		-		-	2.50	187.00		-		-		-		-		-	2.50	187.00
5/19/19		-		-		-	8.00	598.40		-		-		-		-		-	8.00	598.40
6/2/19		-		-		-	8.00	598.40		-		-		-		-		-		-
6/16/19		-		-		-		-		-		-		-		-		-		-
6/30/19		-		-		-		-		-		-		-		-		-		-
TOTAL	8.00	739.92	6.50	582.01	59.97	4,524.74	0.50	45.90	124.50	9,312.60	13.17	826.81		-		-		-	345.13	22,452.44

SOURCE: Labor Distribution Query/Peoplesoft

BUDGETED AM
UNDER / OVER

COF - ACTTC
LABOR DISTRIBUTION QUERY SUMMARY
PAY PERIOD ENDING 4/21/19

ZOO

End Date	Name	Dept	Cost Center	Proj. No.	Earn Code	Work Code	Reg Hours	OT Hrs	Job Code
4/21/2019	Reynoso Jr., Jose Lui	04100700	0300	9810ACCT	01	EB	5.50 5.50	0.00	3215

COF ACTTC
LABOR DISTRIBUTION QUERY SUMMARY
PAY PERIOD ENDING 5/5/19

ZOO AUTHORITY

End Date	Name	Dept	Cost Center	Proj. No.	Earn Code	Work Code	Reg Hours	OT Hrs	Job Code
5/5/2019	Reynoso Jr., Jose Luis	04100700	0300	9810ACCT	01	EB	2.50 2.50	0.00	3215

COF - ACTTC
LABOR DISTRIBUTION QUERY SUMMARY
PAY PERIOD ENDING MAY 19, 2019

ZOO AUTHORITY

End Date	Name	Dept	Cost Center	Proj. No.	Earn Code	Work Code	Reg Hours	OT Hrs	Job Code
5/19/2019	Estrada, David Nicholas	04100700	0300	9810ACCT	01	EB	0.50	0.00	3226
5/19/2019	Reynoso Jr., Jose Luis	04100700	0300	9810ACCT	01	EB	8.00 8.50	0.00	3215

COF - ACTTC
LABOR DISTRIBUTION QUERY SUMMARY
PAY PERIOD ENDING 6/2/19

Zoo Authority

End Date	Name	Dept	Cost Center	Proj. No.	Earn Code	Work Code	Reg Hours	OT Hrs	Job Code
6/2/2019	Reynoso Jr., Jose Luis	04100700	0300	9810ACCT	01	EB	8.00 8.00	0.00	3215

ORG
ACCOUNT / FUND / SUB
SERVICE TYPE

CHARGES POSTED TO:
9810
Zoo Authority
INVOICE
Accounting

REVENUES POSTED TO:
ORG
ACCOUNT / FUND / SUB

04100100
4885 / 0001 / 10000

FR&A BILLING STRING:
0300 9810 ACCT EB 01

	ACCT & FIN		ACCT & FIN		SUPERVISING		SR ACCT		ACCT II		ACCT I		ACCT CLK III		ACCT CLK II		ACCT CLK I		ACCOUNTING INTERN		TOTAL HOURS	TOTAL AMOUNT	IN
	Div Chief (3228)	Mgr (3228)	918	918	73.45	73.45	80.32	80.32	74.8	74.8	62.78	62.78	69.94	69.94	56.16	56.16	48.46	48.46	(XTR)	34.78			
PPE	Hrs	Amount	Hrs	Amount	Hrs	Amount	Hrs	Amount	Hrs	Amount	Hrs	Amount	Hrs	Amount	Hrs	Amount	Hrs	Amount	Hrs	Amount			
3/10/19		-		-		-		-		-		-		-		-		-		-	14.75	714.79	
3/24/19		-		-		-		-		-		-		-		-		-		-	14.73	713.82	
4/7/19		-		-		-		-		-		-		-		-		-		-	14.73	713.82	
4/21/19		-		-		-		-		-		-		-		-		-		-	4.23	204.99	
5/5/19		-		-		-		-		-		-		-		-		-		-	5.37	260.23	
5/19/19		-		-		-		-		-		-		-		-		-		-	12.00	581.52	
6/2/19		-		-		-		-		-		-		-		-		-		-	4.02	194.81	
6/16/19		-		-		-		-		-		-		-		-		-		-	3.12	151.20	
6/30/19		-		-		-		-		-		-		-		-		-		-	58.22	2,821.34	
TOTAL		-		-		-		-		-		-		-		-		-		-	95.17	5,609.22	

SOURCE: Labor Distribution Query/PeopleSoft
ZOO AUTHORITY CHANGED FROM FR&A TO ADMIN BILLING PPE 3/10/19

ZOO CHANGED FROM FR&A TO ADMIN BILLING PPE 3/10/19

BUDGETED AMC
UNDER / OVER

COF - ACTTC
LABOR DISTRIBUTION QUERY SUMMARY
PAY PERIOD ENDING 4/21/19

ZOO AUTHORITY

End Date	Name	Dept	Cost Center	Proj. No.	Earn Code	Work Code	Reg Hours	OT Hrs	Job Code
4/21/2019	Reyes,Becky Lynn	04100700	0100	9810ACCT	01	EB	9.70	0.00	3240
4/21/2019	Pabalan,Mary Ann Coliamco	04100700	0100	9810ACCT	01	EB	5.37	0.00	3203
							15.07		

COF ACTTC
LABOR DISTRIBUTION QUERY SUMMARY
PAY PERIOD ENDING 5/5/19

ZOO AUTHORITY

End Date	Name	Dept	Cost Center	Proj. No.	Earn Code	Work Code	Reg Hours	OT Hrs	Job Code
5/5/2019	Chang,Mai Lia Stephanie	04100700	0100	9810ACCT	01	BD	5.35	0.00	3203
5/5/2019	Pabalan,Mary Ann Coliamco	04100700	0100	9810ACCT	01	BD	6.65	0.00	3203
5/5/2019	Reyes,Becky Lynn	04100700	0100	9810ACCT	01	EB	5.05	0.00	3240
							17.05		

COF - ACTTC
LABOR DISTRIBUTION QUERY SUMMARY
PAY PERIOD ENDING MAY 19, 2019

Zoo Authority

End Date	Name	Dept	Cost Center	Proj. No.	Earn Code	Work Code	Reg Hours	OT Hrs	Job Code
5/19/2019	Reyes,Becky Lynn	04100700	0100	9810ACCT	01	EB	0.50	0.00	3240
5/19/2019	Pabalan,Mary Ann Coliamco	04100700	0100	9810ACCT	01	EB	2.62	0.00	3203
5/19/2019	Chang,Mai Lia Stephanie	04100700	0100	9810ACCT	01	EB	1.40	0.00	3203
							4.52		

COF -ACTTC
LABOR DISTRIBUTION QUERY SUMMARY
PAY PERIOD ENDING 6/2/19

9810- ZOO

End Date	Name	Dept	Cost Center	Proj. No.	Earn Code	Work Code	Reg Hours	OT Hrs	Job Code
6/2/2019	Pabalan,Mary Ann Coliamco	04100700	0100	9810ACCT	01	EB	3.12	0.00	3203
6/2/2019	Reyes,Becky Lynn	04100700	0100	9810ACCT	01	EB	0.75	0.00	3240
							3.87		

ORG
ACCOUNT / FUND / SUB
SERVICE TYPE

CHARGES POSTED TO:
9810 Zoo Authority
INVOICE
Accounting

REVENUES POSTED TO:
ORG
ACCOUNT / FUND / SUB

04100300
4885 / 0001 / 10000

FR&A BILLING STRING:
0300 9810 ACCT EB 01

PPE	ACCT & FIN DIV CHIEF (3225)		SUPERVISING ACCT (3262)		SUPERVISING ACCOUNT CLERK II (3240)		ACCT & FIN MANAGER I (3226)		ACCT II (3215)		ACCT I (3210)		ACCT CLK III (3260)		ACCT CLK II (3205)		ACCT CLK I (3203)		ACCOUNTING INTERN (XTR)		TOTAL HOURS	TOTAL AMOUNT	INVOICE TOTAL HOURS	ACTUAL AMOUNT	INVOICE TOTAL AMOUNT	INVOICE NUMBER	INVOICE DATE	Non- Non- Billable Balance
	Eff 7/6/16	92.49	Eff 7/6/16	89.54	Eff 7/6/16	75.45	Eff 7/6/16	91.8	Eff 7/6/16	74.8	Eff 7/6/16	62.78	Eff 7/6/16	59.94	Eff 7/6/16	56.16	Eff 7/6/16	48.46	Eff 7/6/16	34.78								
	Hrs Wrkd	Amount	Hrs Wrkd	Amount	Hrs Wrkd	Amount	Hrs Wrkd	Amount	Hrs Wrkd	Amount	Hrs Wrkd	Amount	Hrs Wrkd	Amount	Hrs Wrkd	Amount	Hrs Wrkd	Amount	Hrs Wrkd	Amount								
7/15/18	-	-	-	-	7.00	528.15	-	-	4.50	336.60	-	-	-	-	-	-	1.00	48.46	-	-	12.50	913.21	-	-	-	-	-	0.00
7/29/18	-	-	-	-	6.58	496.46	-	-	-	-	-	-	-	-	-	-	2.50	121.15	-	-	9.08	617.61	-	-	-	-	-	0.00
8/12/18	-	-	-	-	2.17	163.73	-	-	11.00	822.80	-	-	-	-	-	-	14.00	678.44	-	-	27.17	1,664.97	-	-	-	-	-	0.00
8/26/18	-	-	-	-	0.75	56.59	-	-	14.50	1,084.60	-	-	-	-	-	-	6.00	290.76	-	-	21.25	1,431.95	70.00	4,627.74	4,627.74	1903-paid	9/13/2018	0.00
9/9/18	-	-	-	-	0.75	56.59	-	-	5.50	411.40	-	-	-	-	-	-	2.00	96.92	-	-	8.25	564.91	-	-	-	-	-	0.00
9/23/18	-	-	-	-	2.75	207.49	-	-	3.00	224.40	-	-	-	-	-	-	16.00	775.36	-	-	21.75	1,207.25	-	-	-	-	-	0.00
10/7/18	1.00	92.49	-	-	5.33	402.15	-	-	5.00	374.00	-	-	-	-	-	-	24.50	1,187.27	-	-	35.83	2,055.91	-	-	-	-	-	0.00
10/21/18	-	-	-	-	3.58	270.11	-	-	5.50	411.40	-	-	-	-	-	-	20.00	969.20	-	-	29.08	1,650.71	94.91	5,478.78	5,478.78	1909-paid	11/9/2018	0.00
11/4/18	0.50	46.25	-	-	4.26	321.42	-	-	7.50	561.00	-	-	-	-	-	-	16.13	781.66	-	-	28.39	1,710.32	-	-	-	-	-	0.00
11/18/18	-	-	-	-	0.83	62.62	-	-	3.50	261.80	-	-	-	-	-	-	6.50	314.99	-	-	10.83	639.41	-	-	-	-	-	0.00
12/2/18	-	-	-	-	0.75	56.59	-	-	6.50	486.20	-	-	-	-	-	-	11.83	573.28	-	-	19.08	1,116.07	-	-	-	-	-	0.00
12/16/18	1.00	92.49	-	-	3.42	258.04	-	-	4.00	299.20	-	-	-	-	-	-	8.50	411.91	-	-	16.92	1,061.64	75.22	4,527.44	4,527.44	1923	2/8/2019	0.00
12/30/18	-	-	-	-	0.92	69.41	-	-	3.00	224.40	-	-	-	-	-	-	-	-	-	-	3.92	293.81	-	-	-	-	-	0.00
1/13/19	0.50	46.25	-	-	3.70	279.17	-	-	3.50	261.80	8.17	512.91	-	-	-	-	-	-	-	-	15.87	1,100.12	-	-	-	-	-	0.00
1/27/19	-	-	-	-	1.50	113.18	-	-	2.00	149.60	-	-	-	-	-	-	3.53	171.06	-	-	7.03	433.84	-	-	-	-	-	0.00
2/10/19	0.50	46.25	-	-	6.00	452.70	-	-	7.50	561.00	-	-	-	-	-	-	-	-	-	-	14.00	1,059.95	40.82	2,887.72	2,887.72	1932	2/19/2019	0.00
2/24/19	2.00	184.98	-	-	0.33	24.90	-	-	8.50	635.80	-	-	-	-	-	-	-	-	-	-	10.83	845.68	-	-	-	-	-	0.00
3/10/19	2.50	231.23	5.50	492.47	9.35	705.46	-	-	2.50	187.00	2.50	156.95	-	-	-	-	-	-	-	-	22.35	1,773.11	-	-	-	-	-	0.00
3/24/19	-	-	1.00	89.54	-	-	-	-	-	-	-	-	0.25	15.70	-	-	-	-	-	-	1.25	105.24	-	-	-	-	-	0.00
4/7/19	-	-	-	-	-	-	-	-	3.00	224.40	2.25	141.26	-	-	-	-	-	-	-	-	5.25	365.66	39.68	3,089.69	3,089.69	1940-paid	4/18/2019	0.00
4/21/19	-	-	-	-	-	-	-	-	5.50	411.40	-	-	-	-	-	-	-	-	-	-	5.50	411.40	-	-	-	-	-	0.00
5/5/19	-	-	-	-	-	-	-	-	2.50	187.00	-	-	-	-	-	-	-	-	-	-	2.50	187.00	-	-	-	-	-	0.00
5/19/19	-	-	-	-	-	-	0.50	45.90	8.00	598.40	-	-	-	-	-	-	-	-	-	-	8.50	644.30	-	-	-	-	-	0.00
6/2/19	-	-	-	-	-	-	-	-	8.00	598.40	-	-	-	-	-	-	-	-	-	-	8.00	598.40	24.50	1,841.10	1,841.10	1949	6/13/2019	0.00
6/16/19	-	-	-	-	-	-	-	-	6.00	448.80	-	-	-	-	-	-	-	-	-	-	6.00	448.80	-	-	-	-	-	0.00
6/30/19	-	-	-	-	-	-	-	-	5.00	374.00	-	-	-	-	-	-	-	-	-	-	5.00	374.00	11.00	822.80	822.80	-	-	0.00
TOTAL	8.00	739.92	6.50	582.01	59.97	4,524.74	0.50	45.90	135.50	10,135.40	13.17	826.81	-	-	-	-	132.49	6,420.47	-	-	356.13	23,275.24	356.13	23,275.27	23,275.27	-	-	-

SOURCE: Labor Distribution Query/PeopleSoft

BUDGETED AMOUNT _____
UNDER / (OVER) _____

200

200

For more information, visit www.pearsoncmg.com or contact your local Pearson Education representative.

ORG
ACCOUNT / FUND / SUB
SERVICE TYPE

CHARGES POSTED TO:
9810 Zoo Authority
INVOICE
Accounting

REVENUES POSTED TO:
ORG
ACCOUNT / FUND / SUB

04100100
4885 / 0001 / 10000

FR&A BILLING STRING:

0300 9810 ACCT EB 01

PPE	ACCT & FIN DIV CHIEF (3225)		ACCT & FIN MNGER (3226)		SUPERVISING ACCOUNT CLERK II (3240)		SR ACCT (3255)		ACCT II (3215)		ACCT I (3210)				ACCT CLK III (3260)		ACCT CLK II (3205)		ACCT CLK I (3203)		ACCOUNTING INTERN (XTR)		TOTAL HOURS	TOTAL AMOUNT	INVOICE TOTAL HOURS	ACTUAL AMOUNT	INVOICE TOTAL AMOUNT	INVOICE NUMBER	INVOICE DATE	Non- Non- Billable Balance
	Hrs Wrkd	Amount	Hrs Wrkd	Amount	Hrs Wrkd	Amount	Hrs Wrkd	Amount	Hrs Wrkd	Amount	Hrs Wrkd	Amount			Hrs Wrkd	Amount	Hrs Wrkd	Amount	Hrs Wrkd	Amount	Hrs Wrkd	Amount								
3/10/19	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	14.75	714.79	-	-	-	-	-	0.00
3/24/19	-	-	-	-	15.80	1,192.11	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	14.73	713.82	-	-	-	-	-	0.00
4/7/19	-	-	-	-	5.15	388.57	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	9.38	593.55	54.66	3,214.27	3,214.27	1940- paid	-	0.00
4/21/19	-	-	-	-	9.70	731.87	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	15.07	992.10	-	-	-	-	-	0.00
5/5/19	-	-	-	-	5.05	381.02	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	12.00	581.52	-	-	-	-	-	0.00
5/19/19	-	-	-	-	0.50	37.73	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	4.02	194.81	-	-	-	-	-	0.00
6/2/19	-	-	-	-	0.75	56.59	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	3.12	151.20	-	-	-	-	-	0.00
6/16/19	-	-	-	-	2.50	188.63	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	6.00	290.76	-	-	-	-	-	0.00
6/30/19	-	-	-	-	3.75	282.94	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	9.74	472.00	-	-	-	-	-	0.00
TOTAL	-	-	-	-	43.20	3,259.44	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	73.96	3,584.10	-	-	-	-	-	-

SOURCE: Labor Distribution Query/PeopleSoft

ZOO AUTHORITY CHANGED FROM FR&A TO ADMIN BILLING PPE 3/10/19

ZOO CHANGED FROM FR&A TO ADMIN BILLING PPE 3/10/19

BUDGETED AMOUNT

UNDER / (OVER)
=====

ZOO

End Date	Name	Dept	Cost Center	Proj. No.	Earn Code	Work Code	Reg Hours	OT Hrs	Job Code
6/30/2019	Reyes,Becky Lynn	04100700	0100	9810ACCT	01	EB	3.75	0.00	3240
6/30/2019	Pabalan,Mary Ann Coliamco	04100700	0100	9810ACCT	01	EB	6.92	0.00	3203
6/30/2019	Chang,Mai Lia Stephanie	04100700	0100	9810ACCT	01	EB	2.82	0.00	3203
							13.49		

ZOO

Statement

FRESNO COUNTY COUNSEL
2220 Tulare Street, Suite 500
Fresno, CA 93721

Date: July 3, 2019
Invoice # 19-13

Bill to: Zoo Authority
VIA Email to Ron Alexander

Comments:

Date	Description	Balance	Amount
7/3/19	Invoices 19-13 Billing for Professional Services for 6/3/19-6/30/19		\$ 36.60
	PAST DUE:		
1/22/19	Invoices 19-07 Billing for Professional Services for 12/17/18-1/13/19		305.00
6/12/19	Invoices 19-12 Billing for Professional Services for 5/6/19-6/2/19		\$ 366.00
			-
			\$ -
			-
			\$ -
	PLEASE EMAIL COPY OF JV TO: jcuadros@co.fresno.ca.us		

Remittance	
Invoice #	19-13
Date	
Amount Due	\$707.60
Amount Enclosed	

Make all checks payable to Fresno County Counsel

2220 Tulare Street, Suite 500, Fresno, CA 93721 Ph# 559/600-3479

Time by Bill- County Counsel Invoice #19-13
06/03/2019 through 06/30/2019

Date	File #	Staff	Title	Category	Hours	Amount	Description	Zoo Authority
6/24/2019	A19-0054	LDB	Zoo Authority General 2019	General Legal	0.30	\$36.60	Reviewed proposed engagement letter; sent email to staff.	
					0.30	\$36.60	Total Hours	

Agenda Item 4.c



Fresno County Zoo Authority Treasurer's Report Unaudited Cash Basis For the Month Ended May 31, 2019

Summary of Measure Z Proceeds			
Tax Proceeds Received:			
-	Measure Z - Sales Tax Proceeds	\$	868,850.25
	Total Proceeds Received:	\$	868,850.25
Tax Proceeds Allocated:			
-	Allocation to Zoo Authority Fund (2%)	\$	17,377.01
-	Allocation to Trust Fund for Operations and Capital Projects (98%)		851,473.25
	Total Proceed Allocations	\$	868,850.26
Cash Balance by Fund			
Zoo Authority Fund			
	>> Administrative Fund	2%	
	Beginning Cash Balance	\$	1,734,973.38
Receipts:	- Measure Z Sales Tax Proceeds		17,377.00
Disbursements:	- Interest Received		
	ZA Staff Invoice Reimbursement for Professional Services		
	- PeopleSoft Financial Charges		(62.43)
	Net Increase/(Decrease) to Cash		17,314.57
	Ending Cash Balance - Zoo Authority Administrative Fund	\$	1,752,287.95
Trust Fund for FCZC Operations and Capital Projects			
	98%		
	Beginning Cash Balance	\$	42,688,301.95
	>>> Operations Fund		
	Beginning Cash Balance		7,366,085.86
Receipts:	- Measure Z Sales Tax Proceeds		283,824.42
Disbursements:	- Interest Received		
	- FCZC Operations Claim #2019-03		(541,488.39)
	- Wire Fees		(20.00)
	Net Increase/(Decrease) to Cash		(257,683.97)
	Ending Cash Balance - Available for Operations	\$	7,108,401.89
	>>> Capital Facilities Project Fund		
	Beginning Cash Balance	\$	35,322,216.09
Receipts:	- Measure Z Sales Tax Proceeds		567,648.83
Disbursements:	- Interest Received		
	FCZC Capital Claim #2019-04C		(448,756.06)
	Net Increase/(Decrease) to Cash		118,892.77
	Ending Cash Balance - Available for Capital Projects		35,441,108.86
	Ending Balance Available for Operations and Capital Projects	\$	42,549,510.75
	Total Interest Received During the Month		-

By Staff _____

Date _____

Accepted _____

Date _____

* Interest receipts are recorded in the month received rather than in the month earned and were calculated on an annual percentage rate of 1.821 as of March 31, 2019.



Fresno County Zoo Authority

SUMMARY OF MEASURE Z SALES TAX PROCEEDS

	PRIOR FISCAL YEARS			CURRENT FISCAL YEAR			
	2015-2016	2016-2017	2017-2018	2018-19			
	ACTUAL	ACTUAL	ACTUAL	BUDGETED	ACTUAL	BUDGET TO ACTUAL	
	TAX RECEIPTS	TAX RECEIPTS	TAX RECEIPTS	TAX RECEIPTS	TAX RECEIPTS	VARIANCE	
July	\$ 900,800	\$ 952,000	\$ 930,800	\$ 940,108	\$ 1,227,435	\$ 287,327	30.56%
August	1,201,100	1,269,300	1,241,000	1,228,590	928,052	(300,538)	-24.46%
September	1,408,037	1,181,071	1,391,154	1,377,242	1,171,132	(206,110)	-14.97%
October	911,400	941,400	933,300	951,966	1,619,199	667,233	70.09%
November	1,215,200	1,255,200	1,244,400	1,231,956	1,531,072	299,116	24.28%
December	1,306,493	1,188,304	1,452,570	1,408,993	1,392,262	(16,731)	-1.19%
January	915,800	955,400	951,900	923,343	1,345,542	422,199	45.73%
February	1,221,000	1,273,900	1,269,200	1,231,124	1,118,789	(112,335)	-9.12%
March	1,226,517	1,114,146	1,420,604	1,377,986	1,327,543	(50,443)	-3.66%
April	819,500	855,500	865,400	839,438	1,318,821	479,383	57.11%
May	1,092,700	1,140,700	1,512,737	1,040,643	868,850	(171,793)	-16.51%
June	1,374,748	1,220,710	1,103,925	1,013,457			
Total	\$ 13,593,295	\$ 13,347,631	\$ 14,316,990	\$ 13,564,846	\$ 13,848,697	\$ 1,297,308	9.56%

TOTAL MEASURE Z PROCEEDS FROM INCEPTION \$ 167,173,007



Fresno County Zoo Authority
Treasurer's Report
Unaudited Cash Basis
For the Month Ended May 31, 2019

Summary of Quarter Four Interest Receipts					
Fund	Subclass	Description	1st Alloc. April	2nd Alloc June	Interest Received
4845	10000	Zoo Authority	697.74		\$ 697.74
4850	10000	FCZC - Operations	2,974.43		\$ 2,974.43
4850	42700	FCZC - CP	14,274.84		\$ 14,274.84
Total			\$ 17,947.01	\$ -	\$ 17,947.01
April to June					



**Fresno County Zoo Authority
Capital Projects Fund Cash Flow
For the Month Ended May 31, 2019**

Cash Balance as of 5/31/2019 **\$ 35,322,216**

DEDUCTIONS (earmarked projects, FY18-19 expenditures paid through claim 2019-04C):

2019 Warthog Exhibit -May 2018	368,124
2019 South Corridor Infrastructure -February 2018	841,672
2019 Asian Exhibits - November 2017	2,884,243
2019 Belmont Basin Relief Line -August 2017	162,839
2019 Animal Nutrition Center -August 2017	689,767
2019 Prgm Animal Holding Facility -June 2017	116,120
2019 Orangutan Exhibit -May 2017	28,224
2019 African River -April 2017	3,552,766
2019 Water Play Area -January 2017	92,261
2019 Dino Dig Expansion -June 2016	154,218
2019 Animal Acquisition -September 2015	-

Total Deductions:

\$ (8,890,234)

TOTAL:

\$ 26,431,982



**Fresno County Zoo Authority
Operations Fund Cash Flow
For the Month Ended May 31, 2019**

Cash Balance as of 5/31/2019 **\$ 7,366,086**

DEDUCTIONS (Remaining budgets, paid through claim 2019-03):

2019 Animal	2,249,434
2019 Veterinary	301,721
2019 Utilities	392,171
2019 Animal Feed	358,578
2019 Interest/Bank Charges	30
2019 Exhibit Maintenance & Renovations	107,101
2019 Water Quality Supplies	71,823

Total Deductions: \$ (3,480,858)

TOTAL: \$ 3,885,228



**Fresno County Zoo Authority
Administration Fund Cash Flow
For the Month Ended May 31, 2019**

Cash Balance as of 5/31/2019 \$ 1,734,973

DEDUCTIONS

(FY 18-19 Remaining budgets, paid through claim 101112-Zoo-013019):

2019 Telephone Charges	250
2019 Memberships	500
2019 Office Expense	5,964
2019 Postage	765
2019 PeopleSoft Financials Charges	199
2019 Professional Services	65,251
2019 Data Processing Services	1,500
2019 Publications & Legal Notices	500
2019 Trans, Travel & Education	2,500

Total Deductions:

\$ (77,429)

TOTAL:

\$ 1,657,544



DATE: July 31, 2019

TO: Fresno County Zoo Authority Board

FROM: Scott Barton, Executive Director
Fresno's Chaffee Zoo Corporation

SUBJECT: Request to Release Retention for the Warthog project

RECOMMENDED ACTION:

Approve and authorize the release of retention withheld on the Warthog project.

DISCUSSION:

Upon completion of a Fresno Chaffee Zoo project, the Zoo Corporation may request the release of any retention funds withheld for the project.

Prior to releasing any Retention funds from the Escrow Account, ZooCorp shall request the release at an Authority Board meeting, at the same time presenting written certification that all conditions of the Escrow Agreement have been met, that the construction project is final and complete in accordance with the construction contract, and that the release of funds in the Escrow Account is appropriate. If applicable, such written certification shall include certification from the project architect or lead engineer that the project has been completed in accordance with the plans and specifications.

Attached is a notice of completion of the Warthog project filed with the Fresno County Recorder's office on May 23, 2019 and final retention releases totaling \$245,537.53.

Recording Requested By:

Fresno's Chaffee Zoo Corporation

When Recorded Mail To:

Name Amos Morris

Street
Address 894 W. Belmont Ave.

City & State Fresno, CA 93728

2019-0053306

FRESNO County Recorder
Paul Dictos, CPA

Thursday, May 23, 2019 10:31:42 AM

CONFORMED COPY

Copy of document recorded.
Has not been compared with original.

SPACE ABOVE THIS LINE FOR RECORDERS USE

NOTICE OF COMPLETION

(CA Civil Code §§ 8180-8190, 8100-8118, 9200-9208)

NOTICE IS HEREBY GIVEN THAT:

1. The undersigned is an owner of an interest of estate in the hereinafter described real property, the nature of which interest or estate is:
Fee (e.g. fee, leasehold, joint tenancy, etc.)
2. The full name and address of the undersigned owner or reputed owner and of all co-owners or reputed co-owners are:
Name Street and No. City State
Fresno's Chaffee Zoo Corporation 894 W. Belmont Ave., Fresno CA 93728
3. The name and address of the direct contractor for the work of improvement as a whole is:
Truxell & Valentino Landscape Development, Inc., 2151 N. Highland Ave., Fresno, CA 93737
4. This notice is given for (check one):
☒ Completion of the work of improvement as a whole.
☐ Completion of a contract for a particular portion of the work of improvement (per CA Civ. Code § 8186).
5. If this notice is given only of completion of a contract for a particular portion of the work of improvement (as provided in CA Civ. Code § 8186), the name and address of the direct contractor under that contract is:
N/A
6. The name and address of the construction lender, if any, is:
N/A
7. On the 22nd day of May, 2019, there was completed upon the herein described property a work of improvement as a whole (or a particular portion of the work of improvement as provided in CA Civ. Code § 8186) a general description of the work provided:
Construction of new warthog exhibit
8. The real property herein referred to is situated in the City of Fresno, County of Fresno
State of California, and is described as follows:
Fresno's Chaffee Zoo
9. The street address of said property is:
894 W. Belmont Ave., Fresno, CA 93737
10. If this Notice of Completion is signed by the owner's successor in interest, the name and address of the successor's transferor is:
N/A

I certify (or declare) under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Fresno's Chaffee Zoo Corporation

Date: May 23, 2019

By:

Signature of Owner or Owner's Authorized Agent

Richard Treatch, CFO

Print Name



Invoice# 062019R

June 20, 2019

Fresno Chaffee Zoo Corporation
Attn: Scott Barton
894 W. Belmont Avenue
Fresno, CA 93728

Dear Scott,

The total amount due upon receipt of this invoice for the release of retention withheld on the Warthog Project is
\$5,862.13

Please make the check payable to Ryan Liggett and let me know if you have any questions or need any additional information.

Thank You,

A handwritten signature in blue ink, appearing to read "Ryan Liggett", is written over a light blue rectangular background.

Ryan Liggett
Ryan Liggett Project Management & Consulting
6555 N. El Capitan
Fresno, CA 93722
(559) 360-0107

VERIFICATION

I, Richard Treach, state: I am the CFO ("Owner", "President", "Authorized Agent", "Partner", etc.) of the Owner identified in the foregoing Notice of Completion. I have read said Notice of Completion and know the contents thereof; the same is true of my own knowledge.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Executed on May 23, 2019 (date), at Fresno (City), CA (State).

FRESNO'S CUTTER FOR COMPLETION
Signature of Owner or Owner's Authorized Agent
[Signature] CFO
Signature



PROJECT Warthog Exhibit
CONTRACTOR Truxell & Valentino Landscape Development, Inc.

PROJECT NO. 0192
CONTRACT NO. 0192
DATE 6/27/2019

CONTRACT PAYMENT REQUEST NO. 9 (RETENTION RELEASE)

To the best of my knowledge and belief, I certify that all items, units, prices, and quantities listed below on this Payment Request are correct; that all Work has been

1.	OBLIGATIONS:	<i>Contractor - input amounts in yellow fields only; remaining fields are calculated.</i>	
a.	Original Contract Award	\$	1,627,000.00
b.	Change Orders Approved to Date	\$	20,667.96
c.	TOTAL CONTRACT OBLIGATION TO DATE.....	\$	1,647,667.96
2.	PAYMENTS DUE THIS REQUEST		
a.	Earned to Date	\$	1,633,071.00
b.	Earned on Change Orders to Date	\$	20,667.96
c.	TOTAL EARNED TO DATE.....	\$	1,653,738.96
d.	Total Retention to Date. (10%)	\$	-
e.	Net Due on Earned to Date (2c. Minus 2d.)	\$	1,653,738.96
f.	Not Used	\$	-
g.	Total Payment Due to Date (2e. Plus 2f.)	\$	1,653,738.96
h.	Less Previous Payments (item g. from previous claim)	\$	1,488,873.56
i.	TOTAL AMOUNT DUE THIS CONTRACT PAYMENT REQUEST.....	\$	164,865.40
j.	Not Used	\$	-
k.	ADJUSTED TOTAL AMOUNT DUE THIS CONTRACT PAYMENT REQUEST.....	\$	164,865.40

Contractor Signature

John M Valentino

6/27/2019

Printed Name

Date

State of: _____

County of: _____

Subscribed and sworn to before me this _____ day of _____, 2018

Notary Public: _____

My commission expires: _____

CONTRACT PAYMENT APPROVALS

Based on on-site observations and the attached Schedule of Values, each of the undersigned certifies that the Work has progressed as indicated and conforms to the Contract Documents, that the Contractor is entitled to the payment as listed in Item 2-k above, and that the Owner has previously paid no part of this amount to the Contractor.

Inspector _____ Date _____ Architect _____ Date _____

Approved for Payment

Construction Administrator

Date

SCHEDULE OF VALUES

A	B			C	D	E	F		G	H
ITEM NO.	DESCRIPTION OF WORK	ORIGINAL AWARD	APPROVED CHANGES	REVISED CONTRACT: SCHEDULE OF VALUES	-----WORK COMPLETED----- FROM PREVIOUS APPLICATION (H)	THIS PERIOD	TOTAL COMPLETED TO DATE (F+G)	% COMPLETE (H/E)	BALANCE TO FINISH (E-H)	RETENTION (10%*H)
1	Mobilization/ Bonds	100,000.00	-	100,000.00	100,000.00	-	100,000.00	100%	-	10,000.00
2	Rough Grading/Demolition	85,000.00	-	85,000.00	85,000.00	-	85,000.00	100%	-	8,500.00
3	Site Electrical/Lighting/Sound	198,000.00	-	198,000.00	198,000.00	-	198,000.00	100%	-	19,800.00
4	Site Plumbing	84,000.00	-	84,000.00	84,000.00	-	84,000.00	100%	-	8,400.00
5	Building/Structure	300,000.00	-	300,000.00	300,000.00	-	300,000.00	100%	-	30,000.00
6	Landscape & Irrigation	147,000.00	-	147,000.00	147,000.00	-	147,000.00	100%	-	14,700.00
7	Fencing/Gates/Walls/Planters/etc	188,000.00	-	188,000.00	188,000.00	-	188,000.00	100%	-	18,800.00
8	Concrete Paving & Footings	224,000.00	-	224,000.00	224,000.00	-	224,000.00	100%	-	22,400.00
9	Interior/Exterior Holding Pens	185,000.00	-	185,000.00	185,000.00	-	185,000.00	100%	-	18,500.00
10	Mechanical	116,000.00	-	116,000.00	116,000.00	-	116,000.00	100%	-	11,600.00
11				-			-		-	-
12				-			-		-	-
13				-			-		-	-
14				-			-		-	-
	SUBTOTAL DIRECT COST	1,627,000.00	-	1,627,000.00	1,627,000.00	-	1,627,000.00	100%	-	162,700.00
	A) GENERAL CONDITIONS	986.00	-	986.00	986.00	-	986.00	100%	-	98.60
	B) BONDS	5,085.00	-	5,085.00	5,085.00	-	5,085.00	100%	-	N/A
	SUBTOTAL OTHER COSTS	6,071.00	-	6,071.00	6,071.00	-	6,071.00	100%	-	98.60
	TOTAL THIS APPLICATION	1,633,071.00	-	1,633,071.00	1,633,071.00	-	1,633,071.00	100%	-	162,798.60

CHANGE ORDER SUMMARY

CO#	Description	Date	Total Amount	Total Completed	% Complete	Retention 10%
1	Pullboxes/Utilities/Sewer Line	8/15/2018	\$ 3,871.68	\$ 3,871.68	100%	387.17
2	Relocate electric feed lift station	10/24/2018	\$ 2,367.80	\$ 2,367.80	100%	236.78
3	PVC ells in lieu of PVC coated	11/12/2018	\$ (3,017.66)	\$ (3,017.66)	100%	(301.77)
4	Tree Size Increases	12/17/2018	\$ 5,000.00	\$ 5,000.00	100%	500.00
6	Glass/Flexipave/Sealer/Bolts/Co	1/11/2019	\$ 5,630.55	\$ 5,630.55	100%	563.06
7	Flood Repair	1/22/2019	\$ 6,815.59	\$ 6,815.59	100%	681.56
					#DIV/0!	-
					#DIV/0!	-
	Totals		\$ 20,667.96	\$ 20,667.96	100%	2,066.80



Truxell & Valentino

LANDSCAPE DEVELOPMENT, INC.

Request for Retention Release

Owner: Fresno's Chaffee Zoo Corporation
 Address: 894 W Belmont Ave
 Fresno, CA 93728
 Telephone #: 559-498-5910
 Fax #: 559-291-4417
 Contract #: No. 0192

Date: 6/27/2019
 Project Name: Warthog Exhibit No. 0192
 Invoice #: 111953
 General Contractor: Truxell & Valentino
 Billing #: 9
 Billing Period Ending: RETENTION RELEASE

ORIGINAL CONTRACT:

PHASE CODE #	DESCRIPTION	ORIG CONTRACT AMOUNT	% COMPLETE TO DATE	ORIGINAL CONTRACT WORK TO DATE	RETENTION AMOUNT
1	Mobilization/Bonds	\$ 100,000.00	100.00%	\$ 100,000.00	\$ 10,000.00
2	Rough Grading/Demolition	\$ 85,000.00	100.00%	\$ 85,000.00	\$ 8,500.00
3	Site Electrical/Lighting/Sound	\$ 198,000.00	100.00%	\$ 198,000.00	\$ 19,800.00
4	Site Plumbing	\$ 84,000.00	100.00%	\$ 84,000.00	\$ 8,400.00
5	Building/Structure	\$ 300,000.00	100.00%	\$ 300,000.00	\$ 30,000.00
6	Landscape & Irrigation	\$ 147,000.00	100.00%	\$ 147,000.00	\$ 14,700.00
7	Fencing/Gates/Walls/Planters/etc	\$ 188,000.00	100.00%	\$ 188,000.00	\$ 18,800.00
8	Concrete Paving & Footings	\$ 224,000.00	100.00%	\$ 224,000.00	\$ 22,400.00
9	Interior/Exterior Holding Pens	\$ 185,000.00	100.00%	\$ 185,000.00	\$ 18,500.00
10	Mechanical	\$ 116,000.00	100.00%	\$ 116,000.00	\$ 11,600.00
A	General Conditions (Permits)	\$ 986.00	100.00%	\$ 986.00	\$ 98.60
B	Bonds (Subcontractor Bond Cost)	\$ 5,085.00	100.00%	\$ 5,085.00	N/A
Total of Original Contract		\$ 1,633,071.00	100.00%	\$ 1,633,071.00	\$ 162,798.60

CONTRACT CHANGE ORDERS:

PHASE CODE #	DESCRIPTION	APPRVD CHG ORDERS TO DATE	% COMPLETE TO DATE	APPRVD CHG ORDERS BILLED TO DATE	CHANGE ORDER RETENTION
1	Pullboxes/Utilities/Sewer Line	\$ 3,871.68	100.00%	\$ 3,871.68	\$ 387.17
2	Relocate Electric Feed Lift Station	\$ 2,367.80	100.00%	\$ 2,367.80	\$ 236.78
3	PVC Ells in Lieu of PVC Coated	\$ (3,017.66)	100.00%	\$ (3,017.66)	\$ (301.77)
4	Tree Size Increases	\$ 5,000.00	100.00%	\$ 5,000.00	\$ 500.00
6	Glass/Flexipave/Sealer/Bolts/Concrete	\$ 5,630.55	100.00%	\$ 5,630.55	\$ 563.06
7	Flood Repair	\$ 6,815.59	100.00%	\$ 6,815.59	\$ 681.56
				\$ -	\$ -
Total of Contract Changes		\$ 20,667.96	100.00%	\$ 20,667.96	\$ 2,066.80

PROJECT TOTALS

Total Contract amount to date	\$ 1,653,738.96	100.00%	\$ 1,653,738.96	\$ 164,865.40
Less Retention 10% N/A - TO BE RELEASED				
Subtotal \$ 1,653,738.96				
Less Prior Net Billings \$ 1,488,873.56				
Total Due This Billing \$ 164,865.40				

6/27/19

FRESNO CHAFFEE ZOO

WARTHOG EXHIBIT: RECONCILIATION OF PAYMENTS

ORIGINAL CONTRACT AWARD:	\$	1,627,000.00
BONDS & PERMITS:	\$	6,071.00
CHANGE ORDERS APPROVED TO DATE:	\$	<u>20,667.96</u>
TOTAL CONTRACT OBLIGATION:	\$	1,653,738.96

<u>Date Received</u>	<u>Check Number</u>	<u>Amount</u>
7/30/18	101332	\$ 90,000.00
8/30/18	101533	\$ 120,645.00
10/1/18	101730	\$ 195,765.91
10/30/18	101946	\$ 308,826.00
11/30/18	102143	\$ 265,095.00
12/28/18	102351	\$ 157,905.00
1/31/19	102515	\$ 325,197.13
4/2/19	102867	\$ <u>25,439.52</u>

TOTAL PAID: \$ 1,488,873.56

REMAINING DUE: \$ 164,865.40



COST
OF WISCONSIN
INCORPORATED



Letter of Transmittal

To: Fresno Chaffee Zoo
894 W. Belmont Ave.
Fresno, CA 93728

Transmittal #: 7

Date: 7/3/2019

Job: 18-2308 Fresno Warthog Construction

Subject:

WE ARE SENDING YOU

☐ Attached

Sent via UPS Next Day the following items:

☐ Shop drawings

☐ Prints

☐ Plans

☐ Samples

☐ Copy of letter

☐ Change order

☐ Specifications

☐ Other

Document Type	Copies	Date	No.	Description
Invoice	1	6/30/19	7	Request for Payment

THESE ARE TRANSMITTED as checked below:

☐ For approval

☐ Approved as submitted

☐ Resubmit ___ copies for approval

☐ For your use

☐ Approved as noted

☐ Submit ___ copies for distribution

☐ As requested

☐ Returned for corrections

☐ Return ___ corrected prints

☐ For review and comment

☐ Other

☐ FOR BIDS DUE

☐ PRINTS RETURNED AFTER LOAN TO US

Remarks:

Copy To:

From: Derek Long (Cost of Wisconsin, Inc.)

Signature: _____

HEADQUARTERS: 4201 HIGHWAY P

SOUTHERN OFFICE: 6457 HAZELTINE NATIONAL DR STE 155

WESTERN OFFICE: 3400 HARBOR AVENUE SW STE 242

JACKSON WI 53037

ORLANDO FL 32822

SEATTLE WA 98126

(262) 677-6060 (800) 221-7625 FAX (262) 677-6020

(407) 816-2110 (800) 778-0071 FAX (407) 816-2113

(206) 223-5777 (888) 567-2678 FAX (206) 223-0566



PROJECT Warthog Exhibit
CONTRACTOR COST of Wisconsin, Inc.

PROJECT NO. 0192
CONTRACT NO. 0192C
DATE 6/30/2019

CONTRACT PAYMENT REQUEST NO. 7

To the best of my knowledge and belief, I certify that all items, units, prices, and quantities listed below on this Payment Request are correct; that all Work has been performed,

1. OBLIGATIONS: Contractor - input amounts in yellow fields only; remaining fields are calculated.
- | | | | |
|----|-----------------------------------|----|------------|
| a. | Original Contract Award | \$ | 748,100.00 |
| b. | Change Orders Approved to Date | \$ | - |
| c. | TOTAL CONTRACT OBLIGATION TO DATE | \$ | 748,100.00 |
2. PAYMENTS DUE THIS REQUEST
- | | | | |
|----|---|----|------------|
| a. | Earned to Date | \$ | 748,100.00 |
| b. | Earned on Change Orders to Date | \$ | - |
| c. | TOTAL EARNED TO DATE | \$ | 748,100.00 |
| d. | Total Retention to Date. (10%) | \$ | - |
| e. | Net Due on Earned to Date (2c. Minus 2d.) | \$ | 748,100.00 |
| f. | Not Used | \$ | - |
| g. | Total Payment Due to Date (2e. Plus 2f.) | \$ | 748,100.00 |
| h. | Less Previous Payments (item g. from previous claim) | \$ | 673,290.00 |
| i. | TOTAL AMOUNT DUE THIS CONTRACT PAYMENT REQUEST | \$ | 74,810.00 |
| j. | Not Used | \$ | - |
| k. | ADJUSTED TOTAL AMOUNT DUE THIS CONTRACT PAYMENT REQUEST | \$ | 74,810.00 |

Contractor Signature

Derek Long
Printed Name

6/30/2019
Date

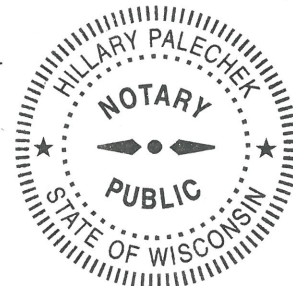
State of: Wisconsin

County of: Washington

Subscribed and sworn to before me this 3 day of July, 2019

Notary Public: Hillary Palechek

My commission expires: 10/14/2022



CONTRACT PAYMENT APPROVALS

Based on on-site observations and the attached Schedule of Values, each of the undersigned certifies that the Work has progressed as indicated and conforms to the Contract Documents, that the Contractor is entitled to the payment as listed in Item 2-k above, and that the Owner has previously paid no part of this amount to the Contractor.

Inspector _____ Date _____ Architect _____ Date _____

Approved for Payment

Construction Administrator _____ Date _____



FRESNO CHAFFEE
PROJECT Warthog Exhibit

CONTRACTOR COST of Wisconsin, Inc.

PROJECT NO. 0192
CONTRACT NO. 0192C
DATE 3/22/2019

SCHEDULE OF VALUES

A	B		C	D	E	F		G	H
ITEM NO.	DESCRIPTION OF WORK	ORIGINAL AWARD	REVISED CONTRACT: SCHEDULE OF VALUES	FROM PREVIOUS APPLICATION (H)	WORK COMPLETED----- THIS PERIOD	TOTAL COMPLETED TO DATE (F+G)	% COMPLETE (H/E)	BALANCE TO FINISH (E-H)	RETENTION (10%*H)
1	Fabrication Deposit	25,000	25,000	25,000	-	25,000	100%	-	2,500
2	Rockwork Prefabrication	235,000	235,000	235,000	-	235,000	100%	-	23,500
3	Mobilization	25,300	25,300	25,300	-	25,300	100%	-	2,530
4	General Conditions	75,000	75,000	75,000	-	75,000	100%	-	7,500
5	Rockwork/Mallow Installation	382,800	382,800	382,800	-	382,800	100%	-	38,280
6	Closeout	5,000	5,000	5,000	-	5,000	100%	-	500
	SUBTOTAL DIRECT COST	748,100	748,100	748,100	-	748,100	100.00%	-	74,810
	A) GENERAL CONDITIONS	-	-	-	-	-	#DIV/0!	-	-
	B) BONDS	-	-	-	-	-	#DIV/0!	-	-
	SUBTOTAL OTHER COSTS	-	-	-	-	-	#DIV/0!	-	-
	TOTAL THIS APPLICATION	748,100	748,100	748,100	-	748,100	100%	-	74,810



DATE: July 31, 2019

TO: Fresno County Zoo Authority Board

FROM: Ronald Alexander, Zoo Authority Board Coordinator

SUBJECT: Execute Engagement Letter from Moss Adams

RECOMMENDED ACTION:

Approve and authorize the Chairman to execute a report of independent accountants on applying agreed-upon procedures from Moss Adams, the Zoo Corporation's outside auditor, for the Zoo Corporation's audit report period ending December 31, 2018.

DISCUSSION:

On June 19, 2019, the Zoo Authority Board Coordinator was contacted by a representative of Moss Adams requesting execution of the attached agreed-upon-procedures engagement letter. This is a new auditor utilized by the Zoo Corporation. Moss Adams states that the procedures to be performed are specified by the Zoo Authority (the specified party) within the Fresno County Zoo Authority Procedures for Approving and Administering Measure Z Funds, but the records are held with the Zoo Corporation (the responsible party). Moss Adams' professional standards require both parties, the Zoo Corporation and the Zoo Authority, sign this letter to confirm that both parties agree on what is to be performed. Attached is a draft of the final deliverables. Once the engagement letter has been signed, Moss Adams will release the final version, which will have no changes from the draft.

The Zoo Authority procedures state that the audit report, related financial statements, and the "Independent Accountant's Report on Agreed-Upon Procedures" issued by the independent auditor shall be received by the Authority no later than June 30th of the year following the end of the ZooCorp fiscal year. As Authority or ZooCorp business warrants, the Authority may choose to hear the report presentation by June 30th, or at their next meeting. At least 15 days prior to the meeting, ZooCorp shall provide a copy of the audit presentation for the Authority's meeting agenda, and the Administrator will post a notice of the presentation to the Authority's website.



MOSSADAMS

T (559) 432-2346
F (559) 432-5831

970 W. Alluvial Avenue
Fresno, CA 93711

April 9, 2019

Kyle Kirkland, Chairman
Fresno's Chaffee Zoo Corporation
894 W. Belmont Avenue
Fresno, CA 93728

Michelle Roman, Chairman
Fresno County Zoo Authority
7772 North Palm Ave.
Fresno, CA 93711

Dear Fresno's Chaffee Zoo Corporation and Fresno County Zoo Authority:

This engagement letter and Schedule of Agreed-Upon Procedures attached hereto (collectively, "Engagement Letter") and the attached Professional Services Agreement, which is incorporated herein by this reference, represent the entire agreement (the "Agreement") and confirm our understanding of the terms and objectives of our engagement, and limitations of the services Moss Adams LLP ("Moss Adams," "we," "us," and "our") will provide to Fresno's Chaffee Zoo Corporation ("you," "your," and "Company"). This engagement is solely to assist you and the Fresno County Zoo Authority (the "Authority") in the evaluation of the Company's compliance with the use and accounting of Measure Z funds. Collectively, the Company and the Authority shall be referred to as the "Parties".

In this engagement, we will apply the agreed-upon procedures listed in the attached Schedule of Agreed-Upon Procedures (the "Schedule") to the underlying records and schedules of Fresno's Chaffee Zoo Corporation for the period ending December 31, 2018, prepared in accordance with accounting principles generally accepted in the United States of America. When we complete our work, we will issue a report setting forth the agreed-upon procedures and our findings. This report is intended solely for the use of the Parties, and should not be used by anyone other than the Parties.

The Parties acknowledge that they specified the agreed-upon procedures, and they are solely responsible for the sufficiency of the procedures. We will not evaluate the agreed-upon procedures to determine if they are appropriate for the Parties' purposes. Consequently, we make no representation regarding the sufficiency of the agreed-upon procedures either for the purpose of this engagement or for any other purpose.

In addition, because the agreed-upon procedures do not constitute an examination or review, we will not express an opinion or conclusion on the underlying records and schedules of Fresno's Chaffee Zoo Corporation or the Company's compliance with the use and accounting of Measure Z funds. Moreover, we have no obligation to perform any procedures beyond those listed in the attached Schedule. Our report will contain a paragraph indicating that had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

Our engagement to apply the agreed-upon procedures will be performed in accordance with the attestation standards established by the American Institute of Certified Public Accountants. If, for any reason, we are unable to complete the agreed-upon procedures, we will either describe any restrictions on the performance of the agreed-upon procedures in our report, or we will not issue a report.

Timing

Erin M. Goldfarb is responsible for supervising the engagement and authorizing the signing of our report. We expect to begin performing the agreed-upon procedures on approximately April 29, 2019, complete fieldwork on approximately May 10, 2019 and issue our report no later than June 30, 2019.

Our scheduling is based on you providing supporting schedules for selections and responses to all follow-up inquiries and requests. Efficient use of our staff benefits both you and Moss Adams, allowing for timely completion of our work. We may experience delays in completing our services due to your staff's unavailability or delays in you providing supporting schedules for selections and responses to all follow-up inquiries and requests. We will work with you to coordinate completion of our work, realizing that any such delays will also delay completion of our work and the delivery of our work product. You understand our fees are subject to adjustment if we experience these delays in completing our services. Our services will be concluded upon delivery to you of our report on these agreed-upon procedures.

Fees

We estimate that our fees for these services will be approximately \$3,500. You will also be billed for expenses.

The fee estimate is based on anticipated cooperation from your personnel, the expectation that the Company's records will be in good order, and the assumption that unexpected circumstances will not be encountered during the completion of the agreed-upon procedures. If we find that significant additional time is likely to be necessary, we will attempt to discuss it with you and arrive at a new fee estimate before we incur significant additional fees or expenses.

At the conclusion of our engagement, we will require a representation letter from management of Fresno's Chaffee Zoo Corporation that, among other things, will confirm management's responsibility that the underlying records and schedules of Fresno's Chaffee Zoo Corporation for the period ending December 31, 2018 is presented in accordance with accounting principles generally accepted in the United States of America.

You may specify changes to the scope or nature of the agreed-upon procedures. If this occurs, we will either amend the Schedule to address the change in agreed-upon procedures, or our report will reflect the changes. In addition, you may request that we perform additional services not contemplated by this Engagement Letter. If this occurs, we will communicate with you regarding the scope of the additional services and the estimated fees. We will also issue a separate agreement

covering the additional services. In the absence of another agreement documenting such additional services, our services will be limited to those set forth in this Agreement.

This Engagement Letter and the attached Professional Services Agreement constitute the entire Agreement and understanding between Moss Adams and the Parties. The Parties agree that in entering into this Agreement they are not and have not relied upon any oral or other representation, promise or statement made by anyone which is not set forth herein.

We appreciate the opportunity to be of service to you. If you agree with the terms of our engagement as set forth in this Agreement, please sign the enclosed copy of this Engagement Letter and return it to us with the Professional Services Agreement.

Very truly yours,



Erin M. Goldfarb, for
Moss Adams LLP

Enclosures

Accepted and Agreed:

This Engagement Letter and the attached Professional Services Agreement set forth the entire understanding of the Parties with respect to this engagement and the services to be provided by Moss Adams LLP:

By Fresno's Chaffee Zoo Corporation:

Signature: _____

Print Name: _____

Title: _____

Date: _____

By Fresno County Zoo Authority:

Signature: _____

Print Name: _____

Title: _____

Date: _____

Client: #656184
v. 2/18/2019

Schedule of Agreed-Upon Procedures

GENERAL

1. Obtain the general ledger (Measure Z GL Report) in excel format for the period January 1 – December 31, 2018 from the Fresno's Chaffee Zoo Corporation (Zoo Corporation) for GL 1-4150-00 (Measure Z Capital Income) and GL 1-4151-00 (Measure Z Operating Income). Foot the individual claim amounts for GL 1-4150-00 (Measure Z Capital Income) and GL 1-4151-00 (Measure Z Operating Income), respectively. Agree the footed totals to the totals listed as "Account Ending Balance" in the Measure Z GL Report.
2. Agree the totals listed as "Account Ending Balance" in the Measure Z GL Report for GL 1-4150-00 and GL 1-4151-00 to their respective account balances on the Zoo Corporation trial balance as of December 31, 2018.
3. Obtain all of the operations claims from the Fresno County Zoo Authority's (Zoo Authority) website (<https://www.zooauthority.org/Home/Documents>). For each claim that was made between January 1 – December 31, 2018, locate the "Disbursement Claim for Measure Z Funds" and agree the "Total Amount Requested" on the claim to the individual claim amount listed in GL 1-4151-00 on the Measure Z GL Report.
4. Obtain all of the capital projects claims from the Fresno County Zoo Authority's (Zoo Authority) website (<https://www.zooauthority.org/Home/Documents>). For each claim that was made between January 1 – December 31, 2018, locate the "Disbursement Claim for Measure Z Funds" and agree the "Total Amount Requested" on the claim to the individual claim amount listed in GL 1-4150-00 on the Measure Z GL Report.
5. After all operations and capital projects claims have been agreed to their respective GL accounts on the Measure Z GL Report, identify any amounts that did not agree to the respective claims per steps 3 and 4 above. Obtain supporting documentation for these amounts and describe the amount, nature, and source of these amounts.
6. Inquire of the Zoo Corporation's management if any operations or capital projects claims that were included as a Measure Z expenditure were also reimbursed by another entity or third-party and document their response. If the response is "yes", obtain supporting documentation for reimbursement. Compare supporting documentation from third party reimbursements to supporting documentation from Measure Z fund reimbursements. Identify reimbursements for operations or capital projects expenditures that were reimbursed by both Measure Z and a third party.

OPERATIONS CLAIMS

7. Haphazardly select 75% of the number of operations claims obtained in Step 3. For each operations claim selected, perform the following:
 - a. Obtain the form titled "Disbursement Claim for Measure Z Funds" for the claim selected. Agree all of the amounts listed in the column titled "Amount Requested" to approved supporting documentation per Section 2.I.B.5. of the Zoo Authority Policies and Procedures.
 - b. Obtain the internally generated "Income Statement" report for the month and year listed in the "Invoice Date or Date Range" column of the "Disbursement Claim for

Measure Z Funds" form. Agree all of the amounts listed on the "Disbursement Claim for Measure Z Funds" form in the column titled "Amount Requested" to the "Measure Z" column within the "Income Statement" report.

- c. Obtain the "Measure Z Operational Reconciliation of Claims to Budget Spreadsheet" for the last claim of the year.
 - i. Agree the total of the column "Claim Total" to the total listed as "Account Ending Balance" in the Measure Z GL Report for GL 1-4151-00.
 - ii. Agree the total of the columns (listed by account name) to the disclosure of Measure Z financial activity for operation projects in the audited financial statements.

CAPITAL PROJECTS CLAIMS

- 8. Haphazardly select 75% of the number of capital projects claims obtained in Step 4. For each capital projects claim selected, perform the following:
 - a. Obtain the form titled "Disbursement Claim for Measure Z Funds" for the claim selected. Agree all of the amounts listed in the column titled "Amount Requested" to approved supporting documentation per Section 2.II.C.5. of the Zoo Authority Policies and Procedures.
 - b. Obtain the "Measure Z Capital Claims Spreadsheet" for the claim selected. Agree all of the amounts listed on the "Disbursement Claim for Measure Z Funds" form in the column titled "Amount Requested" to the "Claim Total" column within the "Measure Z Capital Claims Spreadsheet".
 - c. Obtain the "Measure Z Capital Claims Spreadsheet" for the last claim of the year.
 - i. Agree the total of the column "Claim Total" to the total listed as "Account Ending Balance" in the Measure Z GL Report for GL 1-4150-00.
 - ii. Agree the total of the columns (listed by project) to the disclosure of Measure Z financial activity for capital projects in the audited financial statements.

PROFESSIONAL SERVICES AGREEMENT

Agreed Upon Procedures

This Professional Services Agreement (the "PSA") together with the Engagement Letter, which is hereby incorporated by reference, represents the entire agreement (the "Agreement") relating to services to be provided to the Company by Moss Adams. Any undefined terms in this PSA shall have the same meaning as set forth in the Engagement Letter.

Fees and Expenses

Billings are due upon presentation and become delinquent if not paid within 30 days of the invoice date. Any past due fee under this Agreement shall bear interest at the highest rate allowed by law on any unpaid balance. In addition to fees, you may be billed for expenses and any applicable sales and gross receipts tax. Direct expenses may be charged based on out-of-pocket expenditures, per diem allotments, and mileage reimbursements, depending on the nature of the expense. Indirect expenses, such as processing time and technology expenses, may be passed through at our estimated cost and may be billed as a flat charge or a percentage of fees. If we elect to suspend our engagement for nonpayment, we may not resume our work until the account is paid in full. If we elect to terminate our services for nonpayment, or as otherwise provided in this Agreement, our engagement will be deemed to have been completed upon written notification of termination, even if we have not completed our work. The Company will be obligated to compensate us for fees earned for services rendered and to reimburse us for expenses. The Parties acknowledge and agree that in the event we stop work or terminate this Agreement as a result of the Company's failure to pay on a timely basis for services rendered by Moss Adams as provided in this Agreement, or if we terminate this Agreement for any other reason, we shall not be liable to the Parties for any damages that occur as a result of our ceasing to render services.

Use of Report

The Parties may not disclose or distribute our report to any third parties without our prior written consent. You agree to indemnify and hold harmless Moss Adams and its personnel from any and all claims, liabilities, costs and expenses (including, without limitation, reasonable attorney fees) arising from the unauthorized distribution of our report or its content by the Parties, or any third party who obtains the report or access to its contents either directly or indirectly from the Parties.

Release and Indemnification

Because of the importance of oral and written management representations to an effective engagement, you agree to release and indemnify Moss Adams and its personnel from any and all claims, liabilities, costs and expenses attributable to any knowing misrepresentation by management.

Subpoena or Other Release of Documents

As a result of our services to you, we may be required or requested to provide information or documents to a third-party in connection with governmental regulations or activities, or a legal, arbitration or administrative proceeding (including a grand jury investigation), in which we are not a party. You may, within the time permitted for our firm to respond to any request, initiate such legal action as you deem appropriate to protect information from discovery. If you take no action within the time permitted for us to respond or if your action does not result in a judicial order protecting us from supplying requested information, we will construe your inaction or failure as consent to comply with the request. Our efforts in complying with such requests or demands will be deemed a part of this engagement and we shall be entitled to additional compensation for our time and reimbursement for our out-of-pocket expenditures (including legal fees) in complying with such request or demand.

Document Retention Policy

At the conclusion of this engagement, we will return all original records to the party that supplied them to us. Our records and files, including our engagement documentation whether kept on paper or electronic media, are our property and are not a substitute for the Parties' own records. Our firm policy calls for us to destroy our engagement files and all pertinent engagement documentation after a retention period of seven years (or longer, if required by law or regulation), after which time these items will no longer be available. We are under no obligation to notify the Parties regarding the destruction of our records. We reserve the right to modify the retention period without notifying the Parties. Catastrophic events or physical deterioration may result in our firm's records being unavailable before the expiration of the above retention period.

Except as set forth above, you agree that Moss Adams may destroy paper originals and copies of any documents, including, without limitation, correspondence, agreements, and representation letters, and retain only digital images thereof.

Use of Electronic Communication

In the interest of facilitating our services to you, we may communicate by facsimile transmission or send electronic mail over the Internet. Such communications may include information that is confidential. We employ measures in the use of electronic communications designed to provide reasonable assurance that data security is maintained. While we will use our best efforts to keep such communications secure in accordance with our obligations under applicable laws and professional standards, you recognize and accept we have no control over the unauthorized interception of these communications once they have been sent. Unless you issue specific instructions to do otherwise, we will assume you

consent to our use of electronic communications to your representatives and other use of these electronic devices during the term of this Agreement as we deem appropriate.

Use of Third-Party Service Providers

We may use third-party service providers in serving you. In such circumstances, if we need to share confidential information with these service providers, we will require that they maintain the confidentiality of your information.

Enforceability

In the event that any portion of this Agreement is deemed invalid or unenforceable, said finding shall not operate to invalidate the remainder of this Agreement.

Entire Agreement

This Professional Services Agreement and Engagement Letter constitute the entire agreement and understanding between Moss Adams and the Parties. The Parties agree that in entering into this Agreement they have not relied upon any oral or other representations, promises, or statements made by anyone which is not set forth herein.

Use of Moss Adams' Name

The Company may not use any of Moss Adams' name, trademarks, service marks or logo in connection with the services contemplated by this Agreement or otherwise without the prior written permission of Moss Adams, which permission may be withheld for any or no reason and may be subject to certain conditions.

Limitation on Liability

IN NO EVENT WILL EITHER PARTY BE LIABLE TO THE OTHER FOR ANY SPECIAL, INDIRECT, INCIDENTAL, OR CONSEQUENTIAL DAMAGES IN CONNECTION WITH OR OTHERWISE ARISING OUT OF THIS AGREEMENT, EVEN IF ADVISED OF THE POSSIBILITY OF SUCH DAMAGES. IN NO EVENT SHALL EITHER PARTY BE LIABLE FOR EXEMPLARY OR PUNITIVE DAMAGES ARISING OUT OF OR RELATED TO THIS AGREEMENT.

Dispute Resolution Procedure, Venue and Limitation Period

This Agreement shall be governed by the laws of the state of Washington, without giving effect to any conflicts of laws principles. If a dispute arises out of or relates to the engagement described herein, and if the dispute cannot be settled through negotiations, the parties agree first to try in good faith to settle the dispute by mediation using an agreed upon mediator. If the parties are unable to agree on a mediator, the parties shall petition the state court that would have jurisdiction over this matter if litigation were to ensue and request the appointment of a mediator, and such appointment shall be binding on the parties. Each party shall be responsible for its own mediation expenses, and shall share equally in the mediator's fees and expenses.

If the claim or dispute cannot be settled through mediation, each party hereby irrevocably (a) consents to the exclusive jurisdiction and venue of the appropriate state or federal court located in King County, state of Washington, in connection with any dispute hereunder or the enforcement of any right or obligation hereunder, and (b) WAIVES ITS RIGHT TO A JURY TRIAL. EACH PARTY FURTHER AGREES THAT ANY SUIT ARISING OUT OF OR RELATED TO THIS AGREEMENT MUST BE FILED WITHIN ONE (1) YEAR AFTER THE CAUSE OF ACTION ARISES.

Termination

This Agreement may be terminated by any party, with or without cause, upon ten (10) days' written notice. In such event, we will stop providing services hereunder except on work, mutually agreed upon in writing, necessary to carry out such termination. In the event of termination: (a) you shall pay us for services provided and expenses incurred through the effective date of termination, (b) we will provide you with all finished reports that we have prepared pursuant to this Agreement, (c) neither party shall be liable to the other for any damages that occur as a result of our ceasing to render services.

Use of Nonlicensed Personnel

Certain engagement personnel who are not licensed as certified public accountants may provide services during this engagement.

Hiring of Employees

Any offer of employment to members of the engagement team prior to issuance of our report may impair our independence, and as a result, may result in our inability to complete the engagement and issue a report.

Draft

*Report of Independent Auditors and
Financial Statements with
Supplementary Information*

Fresno's Chaffee Zoo Corporation

December 31, 2018

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Report of Independent Auditors

The Board of Directors
Fresno's Chaffee Zoo Corporation

Report on the Financial Statements

We have audited the accompanying financial statements of Fresno's Chaffee Zoo Corporation (the Corporation), which comprise the statement of financial position as of December 31, 2018, and the related statements of activities, changes in net assets, functional expenses, and cash flows for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of the financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Corporation's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Corporation's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Corporation as of December 31, 2018, and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Emphasis of a Matter

As discussed in Note 1 to the financial statements, as of December 31, 2018, the Corporation adopted Accounting Standards Update ("ASU") 2016-14, Presenting Financial Statements for Not-for-Profit Entities. The update addresses the complexity and understandability of net asset classification, information about liquidity and availability of resources, methods used to allocate costs to programmatic and other support information, and direction for consistency about information provided on investment return. The adoption of the standard resulted in additional footnote disclosures and changes to the disclosures related to net assets. The ASU has been applied retrospectively to all periods presented with the exception of the omission of certain information as permitted by the ASU. Our opinion is not modified with respect to this matter.

Other Matters

Adjustment to Prior Period Financial Statements

The financial statements and supplementary information of the Corporation as of December 31, 2017, were audited by other auditors whose report dated June 13, 2018, expressed an unmodified opinion of those statements. As discussed in Note 1, the Corporation has restated its December 31, 2017 financial statements to record membership revenue in accordance with accounting principles generally accepted in the United States of America. The other auditors reported on the 2017 financial statements before the restatement. Our opinion is not modified in respect to this matter.

As part of our audit of the 2018 financial statements, we also audited the adjustment described in Note 1 that was applied to restate the financial statements at December 31, 2017. In our opinion, such adjustments are appropriate and have been properly applied. We were not engaged to audit, review, or apply any procedures to the 2017 financial statements of the Corporation other than with respect to the adjustment and, accordingly, we do not express an opinion or any other firm of assurance on the 2017 financial statements as a whole.

Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. *The Inventory of Capital Assets Purchased with Measure Z Funds* is presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated, in all material respects, in relation to the financial statements as a whole.

Fresno, California
_____, 2019

Financial Statements

Draft

Fresno's Chaffee Zoo Corporation
Statement of Financial Position
December 31, 2018

	Without donor restrictions	With donor restrictions	Total
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents	\$ 1,500,880	\$ -	\$ 1,500,880
Accounts receivable	1,367,283	-	1,367,283
Prepaid expenses	153,450	-	153,450
Total current assets	3,021,613	-	3,021,613
EQUIPMENT AND FACILITIES, NET	70,655,467	-	70,655,467
INVESTMENTS, AT FAIR VALUE	10,112,430	57,941	10,170,371
OTHER ASSETS	115,366	-	115,366
Total assets	<u>\$ 83,904,876</u>	<u>\$ 57,941</u>	<u>\$ 83,962,817</u>
LIABILITIES AND NET ASSETS			
CURRENT LIABILITIES			
Accounts payable	\$ 1,744,615	\$ -	\$ 1,744,615
Accrued expenses	741,344	-	741,344
Deferred revenue	691,250	-	691,250
Margin loan	336,644	-	336,644
Contract payable	276,166	-	276,166
Total current liabilities	3,790,019	-	3,790,019
COMMITMENTS AND CONTINGENCIES			
NET ASSETS			
Without donor restrictions			
Undesignated	74,052,235	-	74,052,235
Board designated	6,062,622	-	6,062,622
Total without donor restrictions	80,114,857	-	80,114,857
With donor restrictions	-	57,941	57,941
Total net assets	80,114,857	57,941	80,172,798
Total liabilities and net assets	<u>\$ 83,904,876</u>	<u>\$ 57,941</u>	<u>\$ 83,962,817</u>

Fresno's Chaffee Zoo Corporation
Statement of Activities
Year Ended December 31, 2018

	Without donor restrictions	With donor restrictions	Total
REVENUE, GAINS AND OTHER SUPPORT			
REVENUE			
Admissions	\$ 4,229,523	\$ -	\$ 4,229,523
Membership	1,418,912	-	1,418,912
Special events	915,132	-	915,132
Exhibit income	785,003	-	785,003
Food service	681,024	-	681,024
Facility rental	601,806	-	601,806
Grants and fundraising	511,944	-	511,944
Education	484,948	-	484,948
Gift shop	464,914	-	464,914
Adopt-an-Animal	32,590	-	32,590
Total revenue	10,125,796	-	10,125,796
SUPPORT			
Measure Z - Operations	4,405,689	-	4,405,689
Measure Z - Capital improvement projects	5,069,236	-	5,069,236
Endowment contributions	137,264	-	137,264
Total support	9,612,189	-	9,612,189
OTHER INCOME (EXPENSE)			
Investment income, net	511,602	2,893	514,495
Net investment gains (losses)	(1,201,407)	(6,450)	(1,207,857)
Interest expense	(9,212)	-	(9,212)
Other income	332,603	-	332,603
Total other income (expense)	(366,414)	(3,557)	(369,971)
Total revenue, support and gains	19,371,571	(3,557)	19,368,014
EXPENSES			
Program services	15,703,224	-	15,703,224
Management and general	2,319,698	-	2,319,698
Fundraising	400,762	-	400,762
Total expenses	18,423,684	-	18,423,684
CHANGE IN NET ASSETS	\$ 947,887	\$ (3,557)	\$ 944,330

Fresno's Chaffee Zoo Corporation
Statement of Changes in Net Assets
Year Ended December 31, 2018

	Without donor restrictions	With donor restrictions	Total
NET ASSETS, beginning of year, as previously reported	\$ 79,631,478	\$ 61,498	\$ 79,692,976
CORRECTION OF ERROR	(464,508)	-	(464,508)
NET ASSETS, beginning of year, as restated	79,166,970	61,498	79,228,468
CHANGE IN NET ASSETS	947,887	(3,557)	944,330
NET ASSETS, end of year	<u>\$ 80,114,857</u>	<u>\$ 57,941</u>	<u>\$ 80,172,798</u>

Fresno's Chaffee Zoo Corporation
Statement of Functional Expenses
Year Ended December 31, 2018

	Program Services	Management and General	Fundraising	Total
Advertising	\$ 325,120	\$ 60,960	\$ 20,320	\$ 406,400
Animal services	543,928	-	-	543,928
Bank and credit card fees	154,994	29,061	9,687	193,742
Community support	20,400	3,825	1,275	25,500
Conservation	195,920	-	-	195,920
Contracted services	539,675	101,189	33,730	674,594
Depreciation and amortization	4,015,478	81,949	-	4,097,427
Dues and subscriptions	33,660	6,311	2,104	42,075
Equipment expense	191,282	35,866	11,955	239,103
Event expense	550,944	103,302	34,434	688,680
Fleet expense	21,285	3,991	1,330	26,606
Food and catering	24,763	4,643	1,548	30,954
Insurance	145,203	27,226	9,075	181,504
Information technology	68,433	12,831	4,277	85,541
Mileage, tolls and parking	829	155	52	1,036
Miscellaneous	9,298	1,743	581	11,622
Office supplies	15,920	2,985	995	19,900
Personnel	6,801,099	1,530,247	170,027	8,501,373
Postage	34,601	6,488	2,163	43,252
Printing	109,778	20,584	6,861	137,223
Professional services	208,069	39,013	13,004	260,086
Recognition	4,242	795	265	5,302
Recruiting	14,242	2,670	890	17,802
Repairs and maintenance	393,853	-	-	393,853
Signage	31,253	5,860	1,953	39,066
Specialized services	19,753	3,704	1,235	24,692
Staff development	101,975	22,944	2,549	127,468
Supplies	334,969	62,807	20,936	418,712
Telephone	40,009	7,502	2,501	50,012
Uniforms	35,860	6,724	2,241	44,825
Utilities	708,048	132,759	44,253	885,060
Other	8,341	1,564	521	10,426
Total expenses	\$ 15,703,224	\$ 2,319,698	\$ 400,762	\$ 18,423,684

Fresno's Chaffee Zoo Corporation
Statement of Cash Flows
Year Ended December 31, 2018

CASH FLOWS FROM OPERATING ACTIVITIES

Change in net assets	\$ 944,330
Adjustments to reconcile change in net assets to net cash and cash equivalents from operating activities:	
Depreciation and amortization	4,097,426
Net investment (gains) losses	1,207,857
Changes in:	
Accounts receivable	(655,644)
Pledges receivable	7,337
Prepaid expenses	(91,375)
Accounts payable	1,121,963
Accrued expenses	72,289
Deferred revenue	198,223
Net cash and cash equivalents from operating activities	<u>6,902,406</u>

CASH FLOWS FROM INVESTING ACTIVITIES

Purchase of equipment and facilities	(6,182,341)
Purchase of investments	(4,562,972)
Proceeds from sale of investments	<u>4,668,585</u>
Net cash and cash equivalents from investing activities	<u>(6,076,728)</u>

CASH FLOWS FROM FINANCING ACTIVITIES

Proceeds from margin loan	1,548,802
Payments on margin loan	<u>(1,462,613)</u>
Net cash and cash equivalents from financing activities	<u>86,189</u>

NET CHANGE IN CASH AND CASH EQUIVALENTS

911,867

CASH AND CASH EQUIVALENTS, beginning of year

589,013

CASH AND CASH EQUIVALENTS, end of year

\$ 1,500,880

SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION

Interest paid	\$ 9,212
Non-cash transactions:	
Donated materials and services	\$ 94,379
Purchase of equipment through assumption of note payable	\$ 276,166
Transfer of construction in progress to equipment and facilities	\$ 3,316,460

Fresno's Chaffee Zoo Corporation

Notes to Financial Statements

NOTE 1 – ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Fresno's Chaffee Zoo Corporation (the "Corporation") was formed as a not-for-profit public benefit corporation in 2005, under the laws of the State of California. The Fresno Chaffee Zoo (the Zoo) is an animal exhibition and care facility located in Fresno, California. Pursuant to a lease agreement dated January 1, 2006, between the City of Fresno and the Corporation, the City transferred management and financial responsibility for the Zoo to the Corporation. The Corporation operates and maintains the facilities and operates the programs to support wildlife conservation, education, and professional animal management in the community.

The Corporation's main revenue sources can be grouped into two categories: earned revenues (including admission fees, membership sales, event ticket sales, food service, facility rental, education fees, and retail) and public support (from Measure Z, a transactions and use tax levied at the rate of 0.1%, collected in Fresno County).

Basis of accounting – The Corporation prepares its financial statements in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP"), which involves the application of accrual accounting; consequently, revenues and gains are recognized when earned, and expenses and losses are recognized when incurred regardless of the timing of cash flows.

Use of estimates – The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

New accounting pronouncement – During fiscal year ending December 31, 2018, the Corporation adopted Financial Accounting Standards Board ("FASB") Accounting Standards Update ("ASU") No. 2016-14, Not-for-Profit Entities (Topic 958): Presentation of Financial Statements for Not-for-Profit Entities. This guidance is intended to improve the net asset classification requirements and the information presented in the financial statements and notes about a not-for-profit entity's liquidity, financial performance, and cash flows. Main provisions of this guidance include: presentation of two classes of net assets versus the previously required three; recognition of capital gifts for construction as a net asset without donor restrictions when the associated long-lived asset is placed in service; recognition of underwater endowment funds as a reduction in net assets with donor restrictions; and reporting investment income net of external and direct internal investment expenses. The guidance also enhances disclosures for board designated amounts, compositions of net assets with donor restrictions and how the restrictions affect the use of resources, qualitative and quantitative information about the liquidity and availability of financial assets to meet general expenditures within one year of the statement of financial position date, and expenses by both their natural and functional classification, including methods used to allocate costs among program and support functions and underwater endowments.

Classification of net assets – Net assets and revenues, expenses, gains and losses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, net assets and changes therein are classified as follows:

Without Donor Restrictions – Net assets not subject to use or time restrictions. A portion of these net assets may be designated by the Board of Directors for specific purposes.

Fresno's Chaffee Zoo Corporation

Notes to Financial Statements

With Donor Restrictions – Net assets subject to donor-imposed stipulations that they be maintained permanently by the Corporation. The donors of these assets permit the Corporation to use all of the income earned on related investments for general or specific purposes. Net assets with donor restrictions also include net assets subject to donor-imposed stipulations that may or will be met by actions of the Corporation and/or the passage of time.

Support that is restricted by the donor is reported as an increase in net assets without donor restrictions if the restriction expires in the reporting period in which the support is recognized. All other donor-restricted support is reported as an increase in net assets with donor restrictions. When a restriction expires, restricted net assets are reclassified to net assets without donor restrictions.

Revenue recognition – Revenue for the Corporation's main revenue sources is recognized as follows:

Admission fees, exhibit income, food service, and retail sales are all recognized as earned.

Membership revenue is recognized over the term of the membership, typically one year. Membership revenue received for future periods is reported as deferred revenue.

Special events and facility rental revenue is recognized upon the event taking place.

Public support from Measure Z, a transactions and use tax levied at the rate of 0.1% in Fresno County, is generally recognized on a cost reimbursement basis.

Realized and unrealized gains and losses and investment income derived from investment transactions are included as income in the year earned.

In-kind contributions – Unconditional promises to give are recognized as revenues in the period such promises are made by the donor. Conditional promises to give are recognized only when the conditions on which they depend are substantially met and the promises become unconditional. Unconditional promises to give which are scheduled to be received after one year are discounted at rates commensurate with the risks involved. Amortization of the discount is recorded as additional contribution revenue in accordance with the donor - imposed restrictions, if any, on the contributions.

Donated material and equipment are recorded as contributions at their estimated value on the date of receipt. The Corporation received and utilized donated goods and services primarily representing auction event items and professional services totaling \$176,878 during the year ended December 31, 2018.

The Corporation regularly utilizes the services of volunteers. No amounts have been recognized in the accompanying statement of activities because the criteria for recognition of such volunteer effort has not been satisfied and no cash was collected or expenses were paid related to those transactions. However, a substantial number of volunteers have donated significant amounts of their time in the Corporation's operations.

Cash and cash equivalents – Cash and cash equivalents consist of checking, savings, and money market accounts. The Corporation considers all highly liquid investments with a maturity of three months or less when purchased to be cash equivalents.

Fresno's Chaffee Zoo Corporation

Notes to Financial Statements

Accounts receivable – Accounts receivable are stated at the amount management expects to collect from outstanding balances. Management provides for probable uncollectible amounts through provisions for bad debt expense based on its assessment for the current status of individual accounts. Balances that are still outstanding after management has used reasonable collection efforts are written off through a charge to the valuation allowance and a credit to accounts receivable. At December 31, 2018, the Corporation considers all amounts to be fully collectible; therefore, no allowance for doubtful accounts is reflected.

Pledges receivable – Unconditional promises to give that are expected to be collected within one year are recorded at net realizable value. Unconditional promises to give that are expected to be collected in future years are normally recorded at the present value of the expected cash flows. Management has determined the discount rate and present value calculation reflect a nominal amount, therefore, long-term pledges receivable are recorded at net realizable value. Conditional promises to give are not included as support until the conditions are substantially met. At December 31, 2018, the Corporation considers all amounts to be fully collectible; therefore, no allowance for doubtful accounts is reflected.

Investments – Marketable investments in equity and debt securities are carried at fair value based upon quoted market prices. The Corporation's Oversight Committee is responsible for establishing investment criteria and overseeing the Corporation's investments.

Fair value of financial instruments – Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The carrying amounts of cash and cash equivalents, receivables, and accounts payable approximate fair value because of the short maturity of these instruments.

Equipment and facilities – Equipment and facilities are carried at cost less accumulated depreciation. Expenditures for major renewals and betterments in excess of \$2,000 that extend the useful lives of property, plant, and equipment are capitalized. Expenditures for maintenance and repairs, including planned major maintenance activities, are charged to expense as incurred. When assets are retired or disposed, the asset's original cost and related accumulated depreciation are eliminated from the accounts and any gain or loss is reflected in the consolidated statement of operations. Amortization expense on leasehold improvements is included in depreciation expense. Depreciation of leasehold improvements is recorded over the shorter of the estimated useful life of the leasehold improvement or the lease terms that are reasonably assured. Depreciation of other equipment and facilities is provided using the straight-line method based on the following estimated useful lives:

	<u>Years</u>
Building and improvements	5-20
Office furniture and equipment	5
Vehicles	5
Warehouse equipment	5

Collections – While the animal collection represents the Corporation's most cherished asset, the Corporation does not attempt to quantify the value of the collection. Thus, the animal collection is not represented on the statement of financial position.

Fresno's Chaffee Zoo Corporation

Notes to Financial Statements

Impairment of long-lived assets – Long-lived assets are reviewed for impairment when circumstances indicate the carrying value of an asset may not be recoverable. For assets that are held and used, an impairment is recognized when the estimated undiscounted cash flows associated with the asset or group of assets is less than their carrying value. If impairment exists, an adjustment is made to write the asset down to its fair value, and a loss is recorded as the difference between the carrying value and fair value. Fair values are determined based on quoted market values, discounted cash flows, or internal and external appraisal, as applicable. Assets to be disposed of are carried at the lower of carrying value or estimated net realizable value. No impairment losses were incurred during the year ended December 31, 2018.

Advertising – The costs of advertising are charged to expense as incurred. Advertising expense was \$406,401 for the year ended December 31, 2018. The majority of the advertising expense is related to the marketing of the Zoo attractions.

Income taxes – The Corporation is a qualified organization exempt from federal income taxes and state franchise taxes under §501(c)(3) of the Internal Revenue Code ("IRC") and §23701d of the California Revenue and Taxation Code, respectively. The Corporation is subject to federal income taxes for any activities that are unrelated to its exempt purpose. Unrelated business income tax, if any, is insignificant and no provision for income taxes has been made.

U.S. GAAP require the Corporation management to evaluate tax positions taken by the Corporation and recognize a tax liability (or asset), if the Corporation has taken an uncertain position that more likely than not would not be sustained upon examination by Internal Revenue Service.

The Corporation's evaluation on December 31, 2018, revealed no tax positions that would have a material impact on the financial statements. The tax returns on the Corporation are subject to examination by federal and state taxing authorities. However, there are currently no examinations in progress or pending.

Financial instruments – Financial instruments which potentially subject the Corporation to concentrations of credit risk consist principally of cash and cash equivalents and investments. The Corporation maintains its cash in various bank deposit accounts which, at times, may exceed federally insured limits. The Corporation has not experienced any losses in such accounts. The Corporation attempts to limit its credit risk associated with cash equivalents and investments by utilizing outside investment managers to place the Corporation's investments with highly rated corporate and financial institutions. Management believes that the Corporation is not exposed to any significant credit risk related to concentrations.

Functional allocation of expenses – Expenses which apply to more than one functional category have been allocated among program, general and administrative, and fundraising based on the time spent on these functions by specific employees as estimated by management. Indirect expenses such as facilities costs are allocated based on square footage used by functional categories. Other indirect expenses, such as information technology and general office supplies are allocated based on time spent by staff in the various functional categories. Certain marketing material costs are allocated based on the percentage of the publication devoted to each functional area. All other costs are charged directly to the appropriate functional category.

Measure Z – On November 2, 2004, the voters of Fresno County approved Measure Z, a transactions and use tax (sales tax) at the rate of 0.1% proposed by the Fresno County Zoo Authority, to support the Zoo. On November 4, 2014, Measure Z was extended for another 10 years.

Fresno's Chaffee Zoo Corporation

Notes to Financial Statements

The Fresno County tax ordinance allows up to one-third of the tax revenues to be used for operations and maintenance of the Zoo and requires a minimum of two-thirds of the funds to be used for capital improvement projects at the Zoo.

The Fresno County Zoo Authority (the Zoo Authority) is charged with the oversight of the administration of the Measure Z funds and approves all funding requests for operations and capital improvement projects.

Subsequent events – Subsequent events are events or transactions that occur after the statements of financial position date but before financial statements are issued or are available to be issued. The Corporation recognized in the financial statements the effects of all subsequent events that provide additional evidence about conditions that existed at the date of the statements of financial position, including the estimates inherent in the process of preparing the financial statements.

The Corporation's financial statements do not recognize subsequent events that provide evidence about conditions that did not exist at the date of the statements of financial position but arose after the statements of financial position date and before the financial statements are issued or are available to be issued.

The Corporation has evaluated subsequent events through _____, 2019, which is the date the financial statements were available to be issued, and concluded no subsequent events have occurred that require recognition or disclosure.

NOTE 2 – CORRECTION OF ERROR

Beginning net assets was decreased to account for the overstatement of membership revenue for the year ended December 31, 2017. The Corporation overstated membership revenue by recognizing the revenue when cash was received, as opposed to recognizing it in the period it relates to. The cumulative effect of the correction decreases beginning net assets without donor restrictions at December 31, 2017 by \$464,508.

NOTE 3 – MEASURE Z

Measure Z funds used for operations and capital improvement projects are approved by the Zoo Authority and are summarized below.

Operations – Measure Z fund reimbursements related to operations were for the following expenditures made during the year ended December 31, 2018:

Expense Account	Total
Salaries and benefits:	
Animal	\$ 3,206,305
Veterinary services	345,112
Animal feed	401,172
Utilities	452,980
Wire Fees	120
	<u>\$ 4,405,689</u>

Fresno's Chaffee Zoo Corporation

Notes to Financial Statements

Capital improvement projects – Measure Z fund reimbursements related to capital improvement projects were for the following projects and expenses during the year ended December 31, 2018:

Project	Construction	Architectural	Other	Total
Animal acquisition	\$ -	\$ -	\$ 35,462	\$ 35,462
Asia	-	667,462	-	667,462
Belmont basin	-	8,194	1,610	9,804
Children's waterplay area	330,885	-	-	330,885
Dino dig expansion	-	40,782	-	40,782
Orangutan	-	10,110	-	10,110
Other	-	-	150	150
Program animal	-	20,004	-	20,004
South corridor infrastructure	1,265,604	100,618	3,421	1,369,643
Warthog	2,361,414	114,026	-	2,475,440
ZooPlex	-	109,494	-	109,494
	<u>\$ 3,957,903</u>	<u>\$ 1,070,690</u>	<u>\$ 40,643</u>	<u>\$ 5,069,236</u>

NOTE 4 – LEASE AGREEMENT WITH THE CITY OF FRESNO

Per the terms of the lease agreement (the agreement) between the City of Fresno (the City) and the Corporation, dated January 1, 2006 (the commencement date), the City transferred management and financial responsibility for the Zoo to the Corporation. Under the agreement, the City owns the Zoo grounds and structures existing at the commencement date, and the Corporation is, and will be, the owner of all the improvements constructed after the commencement date. As of the commencement date, the Zoo animals are the property of the Corporation, and the Corporation has assumed all obligations with respect to those animals exhibited, housed, or otherwise kept or cared for at the Zoo during the term of the agreement.

The lease rate is \$1 per year paid through the term of the agreement. The lease expires January 1, 2036, with an option to extend for an additional twenty-five-year period or two additional ten-year periods. Improvements and animals shall become the property of the City when the lease is terminated or expires.

NOTE 5 – INVESTMENTS

The Corporation's financial assets and liabilities carried at fair value have been classified, for disclosure purposes, based on a hierarchy that gives the highest ranking to fair values determined using unadjusted quoted prices in active markets for identical assets and liabilities (Level 1) and the lowest ranking to fair values determined using methodologies and models with unobservable inputs (Level 3). The levels of the fair value hierarchy are as follows:

Level 1 – Values are unadjusted quoted prices for identical assets and liabilities that the entity has the ability to access at the measurement date.

Level 2 – Observable inputs other than quoted prices included within Level 1 for the asset or liability, either directly or indirectly.

Level 3 – Unobservable inputs for the asset or liability that are not corroborated by market data.

Fresno's Chaffee Zoo Corporation

Notes to Financial Statements

An asset or a liability's classification is based on the lowest level input that is significant to its measurement. Valuation techniques maximize the use of relevant observable inputs and minimize the use of unobservable inputs.

The following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2018.

Mutual funds – Mutual funds are listed on a national market or exchange are valued at the last sales price, or if there is no sale and the market is still considered active, at the mean of the last bid and asked prices on such exchange. The Corporation's interests in such investments are categorized as equity, bond, and exchange traded mutual funds. Such securities are classified within Level 1 of the valuation hierarchy.

The following table provides information about the Corporation's financial assets measured at fair value on a recurring basis as of December 31, 2018:

	Level 1	Level 2	Level 3	Total
Mutual funds:				
Equity	\$ 6,848,851	\$ -	\$ -	\$ 6,848,851
Bond	3,317,749	-	-	3,317,749
Exchange traded	3,771	-	-	3,771
Total	<u>\$ 10,170,371</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 10,170,371</u>

There were no transfers between levels of the fair value hierarchy during the year ended December 31, 2018.

Investments, at fair value, as of December 31, 2018, are as follows:

	Without donor restrictions	With donor restrictions	Total
Mutual funds:			
Equity	\$ 6,809,832	\$ 39,019	\$ 6,848,851
Bond	3,298,848	18,901	3,317,749
Exchange traded	3,750	21	3,771
	<u>\$ 10,112,430</u>	<u>\$ 57,941</u>	<u>\$ 10,170,371</u>

The components of investment return for the year ended December 31, 2018, are as follows:

	Without donor restrictions	With donor restrictions	Total
Investment income	\$ 576,796	\$ 3,195	\$ 579,991
Custodial fees	(65,194)	(302)	(65,496)
Investment income, net	511,602	2,893	514,495
Net investment gains (losses)	(1,201,407)	(6,450)	(1,207,857)
Total investment return	<u>\$ (689,805)</u>	<u>\$ (3,557)</u>	<u>\$ (693,362)</u>

Fresno's Chaffee Zoo Corporation

Notes to Financial Statements

NOTE 6 – EQUIPMENT AND FACILITIES

Equipment and facilities consisted of the following at December 31, 2018:

Building and improvements	\$ 79,092,252
Office furniture and equipment	64,523
Vehicles	279,630
Warehouse equipment	<u>1,864,613</u>
	81,301,018
Less: accumulated depreciation and amortization	<u>(16,995,290)</u>
	64,305,728
Land	705,450
Construction in progress	<u>5,644,289</u>
Total	<u>\$ 70,655,467</u>

Total depreciation and amortization expense for the year ended December 31, 2018, was \$4,097,426.

NOTE 7 – NET ASSETS WITHOUT DONOR RESTRICTIONS – BOARD DESIGNATIONS

Net assets were released from Board restrictions by incurring expenses satisfying the restricted purposes. Activity for net assets without donor restrictions – board designations for the year ended December 31, 2018, is as follows:

	December 31, 2017	Proceeds	Payments	December 31, 2018
City improvements	\$ 603,170	\$ -	\$ -	\$ 603,170
Conservation	-	3,867	(3,063)	804
Education	17,693	5,500	(10,174)	13,019
Enrichment	7,132	34,486	(16,200)	25,418
Events	28,028	79,473	(88,433)	19,068
Exhibits	176,739	341,559	(10,467)	507,831
Improvements	115,560	440,814	(258,415)	297,959
Miscellaneous	<u>1,080</u>	<u>-</u>	<u>-</u>	<u>1,080</u>
Subtotal	<u>\$ 949,402</u>	<u>\$ 905,699</u>	<u>\$ (386,752)</u>	<u>\$ 1,468,349</u>
Endowment	5,247,404			4,594,273
Total	<u>\$ 6,196,806</u>			<u>\$ 6,062,622</u>

Fresno's Chaffee Zoo Corporation

Notes to Financial Statements

NOTE 8 – LIQUIDITY AND FUNDS AVAILABLE

The following table reflects the Corporation's financial assets as of December 31, 2018, reduced by amounts not available for general expenditures within one year. Financial assets are considered unavailable when illiquid or not convertible to cash within one year. Other considerations of non-liquid assets are donor restricted assets for specific expenditures, contractual reserve requirements, or governing board designations.

Financial assets as of December 31, 2018, are as follows:

Cash	\$ 1,500,880
Accounts receivable	1,367,283
Investments	<u>10,170,371</u>
Financial assets as of December 31, 2018	13,038,534
Less those assets unavailable for general expenditures within one year, due to:	
Board-designated assets, general	6,062,622
Donor restricted assets	57,941
Retention payable	<u>398,434</u>
	<u>6,518,997</u>
Financial assets available to meet cash needs for general expenditures within one year	<u><u>\$ 6,519,537</u></u>

The Corporation has assets in reserve as follows: assets designated by the board of directors to be restricted for various purposes (Notes 7 and 11), donor restricted assets, and retention payable to various contractors and subcontractors after the completion of a project. After unavailable financial assets are subtracted, as of December 31, 2018, the Corporation has remaining financial assets equivalent to over 4 months of operating expenses. The Corporation's policy is to structure its financial assets to be available to cover the following in order of priority: reserve requirements, current operations, capital asset and inventory replacement, planned future operations, capital assets and opportunities to enhance the Corporation's mission, unanticipated expense, sudden shortfalls in revenue.

NOTE 9 – MARGIN LOAN

Effective July 24, 2014, the Corporation added a margin feature to its investment agreement with Charles Schwab to meet short-term borrowing needs. The feature allows the Corporation to borrow up to 25% of the purchase price of marginable investments held with Charles Schwab. Interest is calculated on the borrowings at the daily margin interest rate (4.05% at December 31, 2018). At December 31, 2018, the outstanding balance on the margin loan was \$336,644. Maximum borrowings on the margin loan were not to exceed \$1,669,484 at December 31, 2018.

Fresno's Chaffee Zoo Corporation

Notes to Financial Statements

NOTE 10 – ENDOWMENT

The Corporation's endowment consists of individual funds established for a variety of purposes. The endowment assets include both donor-restricted endowment funds and funds designated by the board of directors to function as endowments. As required by GAAP, net assets associated with endowment funds, including funds designated by the board of directors to function as endowments, are classified and reported based on the existence or absence of donor-imposed restrictions.

The Board of Directors of the Corporation has interpreted the State Prudent Management of Institutional Funds Act (SPMIFA) as requiring the preservation of the fair value of the original gift as of the gift date of the donor-restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, the Corporation classifies net assets with donor restrictions as (a) the original value of gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment and (c) accumulations to the permanent endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund.

In accordance with SPMIFA, the Corporation considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds: (1) the duration and preservation of the various funds, (2) the purposes of the donor-restricted endowment funds, (3) general economic conditions, (4) the possible effect of inflation and deflation, (5) the expected total return from income and the appreciation of investments, (6) other resources of the Corporation, and (7) the Corporation's investment policies.

Investment Return Objectives, Risk Parameters and Strategies – The Corporation has adopted investment and spending policies, approved by the board of directors, for endowment assets that attempt to provide a predictable stream of funding to programs supported by its endowment funds while also maintaining the purchasing power of those endowment assets over the long-term. Accordingly, the investment process seeks to achieve an after-cost total real rate of return, including investment income as well as capital appreciation, which exceeds the annual distribution with acceptable levels of risk. Endowment assets are invested in a well-diversified asset mix, which includes equity and debt securities, that is intended to result in a consistent inflation-protected rate of return that has sufficient liquidity to make an annual distribution of 5%, while growing the funds if possible. Therefore, the Corporation expects its endowment assets, over time, to produce an average rate of return of approximately 8.5% annually. Actual returns in any given year may vary from this amount. Investment risk is measured in terms of the total endowment fund; investment assets and allocation between asset classes and strategies are managed to not expose the fund to unacceptable levels of risk.

Spending Policy – The Corporation has a policy of appropriating for distribution each year 5% of its endowment fund's average fair value of the prior 12 quarters through the calendar year-end preceding the fiscal year in which the distribution is planned. In establishing this policy, the Corporation considered the long-term expected return on its investment assets, the nature and duration of the individual endowment funds, many of which must be maintained in perpetuity because of donor-restrictions, and the possible effects of inflation. The Corporation expects the current spending policy to allow its endowment funds to grow at a nominal average rate of 3.5% annually, which is consistent with the Corporation's objective to maintain the purchasing power of the endowment assets as well as to provide additional real growth through investment return.

Fresno's Chaffee Zoo Corporation

Notes to Financial Statements

From time to time, certain donor-restricted endowment funds may have fair values less than the amount required to be maintained by donors or by law (underwater endowments). The board of directors of the Corporation has interpreted SPMIFA to permit spending from underwater endowments in accordance with prudent measures required under law.

Endowment net asset composition by type of fund as of December 31, 2018, is as follows:

	Without donor restrictions	With donor restrictions	Total
Donor-restricted endowment funds	\$ -	\$ 57,941	\$ 57,941
Board-designated endowment funds	4,594,273	-	4,594,273
	<u>\$ 4,594,273</u>	<u>\$ 57,941</u>	<u>\$ 4,652,214</u>

Changes in endowment net assets for the year ended December 31, 2018, were as follows:

	Without donor restrictions	With donor restrictions	Total
Endowment net assets as of December 31, 2017	<u>\$ 5,247,404</u>	<u>\$ 61,498</u>	<u>\$ 5,308,902</u>
Investment return:			
Investment income, net	246,854	2,893	249,747
Net investment loss, realized and unrealized	<u>(550,320)</u>	<u>(6,450)</u>	<u>(556,770)</u>
Total investment return	(303,466)	(3,557)	(307,023)
Appropriation of endowment assets for expenditure	<u>(349,665)</u>	<u>-</u>	<u>(349,665)</u>
Endowment net assets as of December 31, 2018	<u>\$ 4,594,273</u>	<u>\$ 57,941</u>	<u>\$ 4,652,214</u>

NOTE 11 – EMPLOYEE BENEFIT PLAN

The Corporation maintains a 401(k) defined contribution plan (the Plan) for its employees. The Plan is available to all employees after completing 1,000 hours of service and attaining the age twenty-one. The plan provides an employer match of 100% for the first 3% of the employee contribution and a 50% match for the next 2% of the employee contribution, up to a maximum employer match of 4% of pay. Total contributions made to the Plan for the year ended December 31, 2018, were \$135,821.

Fresno's Chaffee Zoo Corporation

Notes to Financial Statements

NOTE 12 – LEASE AGREEMENTS

As disclosed in Note 1 and 3, the Corporation entered into an agreement to lease the Zoo premises and animals from the City of Fresno effective January 1, 2006.

The Corporation is obligated under several noncancelable operating leases for its equipment.

The following is a schedule of minimum lease commitments for the years ending December 31:

<u>For the Years Ended December 31,</u>	<u>Amount</u>
2019	\$ 29,723
2020	25,533
2021	15,153
2022	1,813
2023	1
Thereafter	13
	<u>\$ 72,236</u>

Lease expense for the year ended December 31, 2018, was \$23,115.

Supplementary Information

Draft

Fresno's Chaffee Zoo Corporation
Inventory of Capital Assets Purchased with Measure Z Funds
December 31, 2018

Description	Date Placed in Service	Amount
Stingray Bay	2009	\$ 69,474
Dino Dig	2010	70,000
Hospital Quarantine	2010	750
Reptile Exhibit	2010	183,804
Tiger	2010	288
Bird of Prey	2011	44,944
Concessions Improvements	2011	23,557
Existing Sea Lion	2011	10,340
Hospital Quarantine	2011	29,187
Reptile Exhibit	2011	27,173
Tiger	2011	35,443
Cobra	2012	39,840
Concessions Improvements	2012	30,679
Giraffe	2012	57,600
Hospital Quarantine	2012	19,426
Otter	2012	36,602
Reptile Exhibit	2012	27,440
Sea Lion Cove	2012	10,411,180
Tropical Treasures	2012	10,596
Cobra	2013	256,035
Otter	2013	163,398
Reptile Exhibit	2013	405,813
Sea Lion Cove	2013	75,192
Tropical Treasures	2013	24,466
Reptile Exhibit	2014	82,063
Utilities	2014	1,429,469
Africa	2015	57,097,628
Utilities	2015	256,727
Africa	2016	144,992
Utilities	2017	467,742
Wilderness Falls	2018	3,316,460
		<hr/>
		74,848,308
Construction in progress	2018	5,015,270
		<hr/>
		\$ 79,863,578



DATE: July 31, 2019

TO: Fresno County Zoo Authority Board

FROM: Ronald Alexander, Zoo Authority Board Coordinator

SUBJECT: Execute First Amendment to Agreement with the County of Fresno

RECOMMENDED ACTION:

Approve and authorize the Chairman to execute a First Amendment to Agreement No. 05-237 between the Zoo Authority and the County of Fresno revising the method of payment section, effective upon execution by the Fresno County Board of Supervisors

DISCUSSION:

Agreement No. 05-237 between the County of Fresno and the Fresno County Zoo Authority for professional and technical services dated June 14, 2005 states that the County of Fresno may submit invoices for costs incurred once each quarter to the Zoo Authority. The Fresno County Counsel has requested to amend the agreement in order to enable Fresno County to be paid on an as-need basis, rather than on a quarterly basis.

Section Five of the agreement will state the following: COUNTY may submit invoices for allowable costs incurred in the performance of this Agreement to AUTHORITY once per month, or as often as is necessary, which will be considered and approved by AUTHORITY at AUTHORITY's regularly scheduled meetings.

1 **FIRST AMENDMENT TO AGREEMENT**

2 THIS FIRST AMENDMENT TO AGREEMENT ("Amendment") is made and entered into this
3 ____ day of ____, 2019 ("Effective Date"), by and between COUNTY OF FRESNO, a political
4 subdivision of the State of California, Fresno, California ("COUNTY"), and the FRESNO COUNTY
5 ZOO AUTHORITY ("AUTHORITY").

6 **WITNESSETH:**

7 WHEREAS, COUNTY and AUTHORITY entered into an Agreement for Professional and
8 Technical Services, Agt. 05-237, dated June 14, 2005 ("Agreement"), pursuant to which COUNTY
9 agreed to provide professional, technical, and staff services to AUTHORITY; and

10 WHEREAS, COUNTY and AUTHORITY now desire to amend the Agreement in order to
11 enable the COUNTY to be paid on an as-needed basis, rather than on a quarterly basis.

12 NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which
13 is hereby acknowledged, COUNTY and AUTHORITY agree as follows:

14 1. Section Five of the Agreement, located on page three, lines 24-25, is deleted in its
15 entirety and replaced with the following:

16 "5. METHOD OF PAYMENT: COUNTY may submit invoices for allowable costs incurred in
17 the performance of this Agreement to AUTHORITY once per month, or as often as is necessary, which
18 will be considered and approved by AUTHORITY at AUTHORITY's regularly scheduled meetings.
19 AUTHORITY agrees to reimburse COUNTY in arrears, within forty-five (45) days after receipt and
20 verification of COUNTY invoice and supporting time sheets."

21 COUNTY and AUTHORITY agree that this Amendment is sufficient to amend the Agreement,
22 and that upon execution of this Amendment, the Agreement and this Amendment together shall be
23 considered the Agreement.

24 The Agreement, as hereby amended, is ratified and continued. All provisions, terms,
25 covenants, conditions and promises contained in the Agreement and not amended herein shall remain
26 in full force and effect.

27 ///

28 ///

1 IN WITNESS WHEREOF, the parties hereto have executed this Amendment as of the day and year first
2 hereinabove written.

3 **FRESNO COUNTY ZOO AUTHORITY**

4 _____
5 (Authorized Signature)

6 _____
7 Print Name & Title

8 _____
9 Date:

10 _____

11 _____

12 _____

13 _____

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22 _____

23 _____

COUNTY OF FRESNO

Nathan Magsig, Chairman of the Board
of Supervisors of the County of Fresno

ATTEST:
Bernice E. Seidel
Clerk of the Board of Supervisors
County of Fresno, State of California

By: _____
Deputy

21 FOR ACCOUNTING USE ONLY:

22 Fund/Subclass: 0001/10000
23 Org: 0120
24 Account/Program: 7295/0

25
26
27
28