

REPORT OF GENERAL MANAGER

NO. 05-130

DATE May 18, 2005

C.D. \_\_\_\_\_

BOARD OF RECREATION AND PARK COMMISSIONERS

SUBJECT: CABRILLO MARINE AQUARIUM MEMORANDUM OF AGREEMENT WITH FRIENDS OF CABRILLO MARINE AQUARIUM

S. Huntley	_____	J. Kolb	_____
J. Combs	_____	F. Mok	_____
H. Fujita	_____	*K. Regan	<i>KR</i>
B. Jensen	_____		

*Robert Jensen (for)*  
 \_\_\_\_\_  
 General Manager

Approved \_\_\_\_\_

Disapproved \_\_\_\_\_

Withdrawn \_\_\_\_\_

RECOMMENDATION:

That the Board:

1. Approve a Memorandum of Agreement, substantially in the form attached, between the City of Los Angeles Department of Recreation and Parks and the Friends of Cabrillo Marine Aquarium;
2. Direct the Board Secretary to submit the proposed Agreement to the Mayor, in accordance with Executive Directive No. 16, and the City Attorney for review and approval as to form; and,
3. Authorize the General Manager to execute the Agreement subsequent to all necessary approvals.

SUMMARY:

In April 2001 the Department entered into a Memorandum of Agreement with Friends of Cabrillo Marine Aquarium (FCMA), a non-profit organization affiliated with the Cabrillo Marine Aquarium (CMA). This agreement expired in April, 2004, and must be renewed before CMA reapplies for accreditation by a September 1, 2005 deadline. No changes to the Memorandum of Agreement are recommended, but rather, a renewal of the same terms and conditions.

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The fact that an institution is currently accredited does not make continuation of accreditation automatic. In accordance with continuous advances in knowledge and philosophy within the profession, the American Zoo and Aquarium Association (AZA) requires institutions to resubmit a lengthy application for accreditation once every five years.

One of the requirements set by the AZA accreditation committee when CMA first applied for accreditation was a written agreement between the City, which owns and operates CMA, and the Friends group, which provides volunteer assistance and raises funds to support Aquarium-related educational and research programs. A primary focus during accreditation review will be the relationship between the Friends Board of Directors and the Director of CMA. Lines of communication between the governing authority and the Director should be clearly defined. Commonly found concerns during the accreditation review include unresolved governance issues; therefore, it is important that the Department and Friends of CMA have a current Memorandum of Agreement in place which clearly defines the relationship between the City of Los Angeles governing authority, the Friends of Cabrillo Marine Aquarium support group, and the Aquarium Director.

### FISCAL IMPACT STATEMENT:

CMA and FCMA have worked together for many years for the betterment of the Aquarium. In 2000, FCMA launched a \$10 million capital campaign. To ensure the campaign's success, FCMA forged a public/private funding partnership with the City and County of Los Angeles. Bond and assessment district funding from City Proposition K and County Proposition A-II would provide \$6.8 million, ensuring the building construction; FCMA would raise the remaining \$3.2 million for additional construction, exhibits, and furnishings.

In addition to this capital support, FCMA annually provides in excess of \$360,000 in funding towards CMA projects, programs, publications and facility maintenance and also in-kind volunteer services of about equal value (over 30,000 hours each year), for a total annual contribution of over \$700,000 in value each year. In exchange for this support, the Department of Recreation and Parks provides office space, event space, staff support, materials, telephone service, email capability, and mail service on an as needed basis to the extent that these resources are available.

This report was prepared by Susanne Lawrenz-Miller, Director, Cabrillo Marine Aquarium

**MEMORANDUM OF AGREEMENT**  
**Between the City Los Angeles Department of Recreation and Parks**  
**and the**  
**Friends of Cabrillo Marine Aquarium**

The City of Los Angeles Department of Recreation and Parks (CITY) owns and operates the Cabrillo Marine Aquarium (Aquarium) which is an educational, recreational, and research facility dedicated to providing rich and varied opportunities for early and continued education to the general public about the marine environment of Southern California.

The Friends of Cabrillo Marine Aquarium (FCMA) is a non-profit corporation with 501c3 classification by the Internal Revenue Service. The mission of FCMA is to support the educational, charitable, scientific, and other related activities and affairs of the Aquarium. Specific objectives of FCMA are to (1) provide financial and volunteer support to the Aquarium, (2) serve its members, (3) promote an awareness of the Aquarium and its mission, and (4) maintain professional management of FCMA.

In consideration of the foregoing and in recognition of the benefits that will accrue to the Aquarium, both the CITY and FCMA understand and agree to this Memorandum of Agreement (MOA) and the terms specified below:

1. LENGTH OF AGREEMENT

The term of this MOA is three years from the date of execution by the two parties. The MOA may be modified at any time by the mutual agreement of both parties. Either party may terminate on 30 days notice for any reason. Funds dedicated or allocated to the Aquarium by FCMA will be paid to the CITY upon termination.

2. DEPARTMENT RESOURCES

The CITY will assist FCMA by providing event space, office space, staff support, materials, telephone service, email capability, and mail service on an as needed basis to the extent that these resources are available. Specific spaces and resources shall be mutually agreed upon by the General Manager of the Department of Recreation and Parks or designee and the Chair of the FCMA Board of Directors or designee.

3. MEMBERSHIP IN FCMA

FCMA shall offer memberships to the public and shall provide certain services to the members. FCMA shall help recruit, train, and recognize volunteers to assist the Aquarium in activities supporting its mission. Where those services impact the Aquarium, they shall be coordinated with the General Manager of the Department of Recreation and Parks or designee.

4. FCMA FUNDRAISING

FCMA shall develop marketing and fundraising plans to promote donations from foundations, corporations, and private individuals to benefit the Aquarium. FCMA will work closely with the Aquarium to assure that all project descriptions and commitments have the agreement of the CITY. All donation opportunities that involve naming or other

commitments on the part of the Department and or CITY must have the preliminary approval of the General Manager of the Department or designee and the final approval of the City of Los Angeles as City Charter and Administrative Code regulations require.

5. FCMA EXPENDITURES

An annual budget proposal for use of the funds raised by FCMA will be prepared by the Department and submitted to the FCMA Board of Directors for approval. Special requests may also be made to FCMA for funds not previously budgeted.

Capital Funds

Funds allocated by FCMA for capital projects at the Aquarium will be used only for purposes intended by the donors. The Aquarium will obtain the approval of FCMA before making any substantial changes in exhibits and other projects funded by FCMA.

Operating Funds

FCMA shall provide the necessary funds to meet its direct operation expenses and shall maintain those funds in accounts that are under the control and supervision of FCMA.

6. PUBLICATIONS

FCMA may print, publish, and distribute literature and printed material that contain references to the Aquarium only with the approval of the General Manager of the Department or designee.

7. SPECIAL PROJECTS

From time to time, the Department or FCMA will initiate projects that involve both parties. At the time of these projects, a specific agreement, written or verbal as appropriate, shall be developed.

8. SEMI-ANNUAL REPORTS

The Department and FCMA shall meet semi-annually to exchange reports on the financial status of each entity and provide information on fund raising progress and future plans. FCMA shall provide the Department with a copy of its annual budget after approval by the FCMA Board of Directors, and the Department shall provide FCMA with a copy of the Aquarium's annual and MRP budgets after approval by the CITY.

9. INCORPORATION OF EXHIBITS

This contract and exhibits represent the entire integrated agreement of parties and supersedes all prior written or oral representations, discussions, and agreements. The following documents are incorporated and made a part hereof by reference:

Exhibit A. The Standard Provisions for City Contracts (Rev. 10/03) including Attachment 1 and 2 thereto.

10. RATIFICATION

At the request of the CITY, and because of the need therefore, FCMA began performance of the duties and obligations required hereunder prior to the execution hereof. By its execution hereof, CITY hereby accepts such performance, subject to all of the terms, covenants and conditions of this agreement, and ratifies its agreement with FCMA for such performance of FCMA's duties and obligations.

<u>Name</u>	<u>Date</u>	<u>Name</u>	<u>Date</u>
JON KIRK MUKRI, General Manager City of Los Angeles Department of Recreation and Parks		JACK FERRELL, Chairman Board of Directors Friends of the Cabrillo Marine Aquarium	