

FIFTH ADDENDUM
TO
OPERATING AGREEMENT: RACINE ZOOLOGICAL GARDENS

This Addendum (“Addendum”) to the Racine Zoological Gardens Operating Agreement (“Agreement”) is made and entered into, effective January 1, 2024, by and between the City of Racine, a municipal corporation organized under the laws of Wisconsin, with offices at 730 Washington Avenue, Racine, Wisconsin (“City”), and Racine Zoological Society, Inc., with offices at 200 Goold Street, Racine, Wisconsin (“Society”).

WHEREAS, City and Society (“Parties”) have entered into an Agreement for the operation of the Racine Zoological Gardens, which expired on December 31, 2019; and

WHEREAS, The Parties desire to continue their relationship but have not yet resolved all issues necessary to arrive at a successor agreement.

NOW, THEREFORE, in consideration of the premises and mutual promises contained herein and other consideration the sufficiency of which is hereby acknowledged, the parties hereto agree as follows:

Except as set forth herein, the parties’ Agreement shall continue pursuant to its terms.

Paragraph 1.01.

The Agreement shall be renewed for an additional term of one year, commencing on January 1, 2024, and expiring on December 31, 2024, unless terminated earlier as provided by the Agreement.

Paragraph 1.03.

The Racine Zoological Society shall be a Wisconsin Non-stock Corporation. All corporate powers shall be exercised by, or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, the Board of Directors.

The Society shall strictly comply with the requirements that the Board shall consist of a diverse group of individuals not to exceed 15 members, of which a majority shall reside in the City of Racine. The Mayor of the City of Racine shall appoint four members of the Board, one of which shall be the City’s Department of Parks, Recreation and Cultural Services, and the other

three of which shall be appointed by the Mayor of the City as he or she, in his or her sole discretion, sees fit.

The County Executive of Racine County, Wisconsin shall also appoint two members of the Board as he or she, in his or her sole discretion, sees fit. The remaining directors to serve on the Board shall be nominated by the executive committee of the Society and elected and appointed by the Board. At least two of the remaining directors shall be a resident of the City, or a representative of a business located within the City.

If, at any time, the Board fails to meet the residency requirements as prescribed herein, the Board's further powers to act shall be limited exclusively to the election and appointment of a director or directors as required to meet such requirement. No other business shall be conducted by the Board until the election and appointment of director(s) meeting the residency requirements provided for herein.

IN WITNESS WHEREOF, the parties hereto have caused this Addendum to the Agreement to be effective on the day and year shown here.

RACINE ZOOLOGICAL SOCIETY, INC.

By: _____ Date

Print Name: _____

Title: _____

CITY OF RACINE

By: _____
Cory Mason, Mayor Date

ATTEST:

By: _____
Tara McMenamin, City Clerk Date

APPROVED AS TO FORM:

By: _____
Scott R. Letteney, City Attorney Date

Provisions have been made to pay the liability that will accrue hereunder.

By: _____
Kathleen Fischer, Finance Director Date