

EXHIBIT A

11:05 **FILED**

AM FEB 14 2011 PM
Donna M. Couch
DONNA M. COUCH
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**THE ELEPHANT SANCTUARY IN
TENNESSEE AND SUBSIDIARY**

**Consolidated Financial Statements
and Additional Information**

December 31, 2008

(With Independent Auditors' Reports Thereon)

**THE ELEPHANT SANCTUARY IN
TENNESSEE AND SUBSIDIARY**

Notes to Consolidated Financial Statements, Continued
December 31, 2008

Note (10) Joint Costs

For the year ended December 31, 2008, the joint costs were reported as follows:

	<u>Program</u> <u>Education</u>	<u>Fund-</u> <u>ralsing</u>	<u>Total</u>
Direct mailing (Care and Shelter)	\$ 14,165	9,443	23,608
Educational Material (Newsletter)	<u>92,813</u>	<u>5,727</u>	<u>98,540</u>
	<u>\$106,978</u>	<u>15,170</u>	<u>122,148</u>

Note (11) Commitments and Contingencies

In 2006, the Organization entered into a non-binding five year pledge to assist the Asian Elephant Habitat Program. Future annual pledges for 2009 through 2010 total approximately \$25,000.

In May 2007, the Organization purchased two buildings in downtown Hohenwald, Tennessee for \$125,000, with the stated purpose of opening a Welcome Center and Education Gallery (the Center). The Center will contain a visitor's welcome center, gift shop, and educational exhibits along with administrative offices. The Organization has approved a budget of \$1,000,000 for related construction of the Center. The Organization will partner with the City of Hohenwald in the renovation and design of new adjoining facilities, a city market arcade and city parking lot. The Center is expected to open in phases over the next three years. As of December 31, 2008, \$215,722 has been spent for construction costs, including \$62,572 paid to an architect, who is also the husband of the Chairman of the Board. Through December 31, 2008, approximately \$575,000 has been contributed for the Center.

As of December 31, 2008, the Organization had received legal notice that it had been named a remainder beneficiary of an irrevocable charitable remainder trust initially funded with approximately \$2,700,000 and as a beneficiary of an estate originally funded with approximately \$100,000. Funds from these contributions will be received upon the death of the last surviving beneficiaries; accordingly, no amounts from these bequests can be recognized as revenue (donations) until the year in which the inherent contingencies have been resolved. Therefore, no revenue has been recorded as of December 31, 2008 on the financial statements of the Organization for these beneficiary interests.

EXHIBIT B

Janice Zeitlin

From: Carol Buckley [carol@elephants.com]
Sent: Friday, October 05, 2007 3:56 PM
To: 'Janice Zeitlin'
Subject: RE: buildinbg committee meeting
Attachments: _AVG certification_.txt

11:05
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Donna M. Couch
DONNA M. COUCH
LEWIS CO. CLERK & MASTER

Sorry if I did not respond earlier, yes the board will sign the contract
Carol

Carol Buckley
Executive Director
The Elephant Sanctuary in Tennessee
P.O. Box 393
Hoherwald, TN 38462
931-796-5800 x 22
www.elephants.com

From: Janice Zeitlin [mailto:janice@zeitgeist-art.com]
Sent: Tuesday, October 02, 2007 2:42 PM
To: 'Carol Buckley'; 'Scott Blais'
Cc: 'Leslie Schreiber'; 'Janice Zeitlin'
Subject: FW: building committee meeting

Carol and Scott,
Attached is a copy of the architect's contract. Charlie asked Chris Dunn at his firm go over the contract. He came back with a few questions which are addressed below. We will cover these with Charlie and building committee tonight and make recommended changes.

Please let me know if you have any questions and/or comments.

I am assuming on this project that the Board is the client and entering into the agreement with the architect and contractor and would sign contracts. Right? Wrong?????

Janice

Leslie, I am copying you on this as the board is committing to a large project. Please let me know if you see anything you would like clarification on or if you have any questions for the building committee.

j

Responding to AIA contract questions
Article 1.2
Civil engineering is not typically included in MZA services. Civil would contract with The Sanctuary directly.
Note: city does not think civil is warranted in this project

Article 2.05
General contractor accepting Architect authority will be covered in contractor's contract.

Article 3
Drawings ownership..... clause will be deleted

6.3 completed date
NA

7.
I have asked Manuel to respond to limiting liability. MZA has a \$1million liability insurance and will furnish certificate of insurance

7.1 liability clauses

The 1st paragraph limits out liability to the amount of our fee. This seems fair since we are donating so much of our time on this project.

The 2nd paragraph says that if we forget something in the drawings that would have been purchased anyway then it is still the responsibility of the client to pay for it.

The 3rd paragraph protects us from third party claims from people we have no contractual relationship with except in cases when they are found to be the result of negligence on our part. Again this seems reasonable – and in the case of a project like this; very necessary.

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AIA Document B155™ – 1993

Standard Form of Agreement Between Owner and Architect for a Small Project

This AGREEMENT is made: September 6, 2007
(Date)

BETWEEN the Owner:

The Elephant Sanctuary in Tennessee
PO Box 393
Hohenwald, TN 38462

and the Architect:

Manuel Zeitlin, Sole Proprietorship
Manuel Zeitlin Architects
1819 21st Avenue South Nashville, TN 37212

for the following Project:

The Elephant Sanctuary in Tennessee Welcome Center
Hohenwald, Tennessee

Renovation and additions of existing buildings to include:

Administrative offices
Exhibit space
Gift shop area
Media viewing area
Shipping and receiving
Two loft apartments

The design is planned to be LEED certified.

Drawings are being provided for both The Elephant Sanctuary in Tennessee Welcome Center and the City Arcade as agreed upon by the city of Hohenwald Tennessee

The Owner and Architect agree as follows

ADDITIONS AND DELETIONS:

The author of this document has added information needed for its completion. The author may also have revised the text of the original AIA standard form. An Additions and Deletions Report that notes added information as well as revisions to the standard form text is available from the author and should be reviewed. A vertical line in the left margin of this document indicates where the author has added necessary information and where the author has added to or deleted from the original AIA text.

This document has important legal consequences. Consultation with an attorney is encouraged with respect to its completion or modification.

ARTICLE 1 ARCHITECT'S RESPONSIBILITIES

The Architect shall provide architectural services for the project, including normal structural, mechanical and electrical design services. Services shall be performed in a manner consistent with professional skill and care.

§ 1.1 During the Design Phase, the Architect shall perform the following tasks:

- 1 describe the project requirements for the Owner's approval;
- 2 develop a design solution based on the approved project requirements;
- 3 upon the Owner's approval of the design solution, prepare Construction Documents indicating requirements for construction of the project;
- 4 assist the Owner in filing documents required for the approval of governmental authorities; and
- 5 assist the Owner in obtaining proposals and award contracts for construction.

§ 1.2 During the Construction Phase, the Architect shall act as the Owner's representative and provide administration of the Contract between the Owner and Contractor. The extent of the Architect's authority and responsibility during construction is described in this Agreement and in AIA Document A205, General Conditions of the Contract for Construction of a Small Project. Unless otherwise agreed, the Architect's services during construction include visiting the site, reviewing and certifying payments, reviewing the Contractor's submittals, rejecting nonconforming Work, and interpreting the Contract Documents.

ARTICLE 2 OWNER'S RESPONSIBILITIES

The Owner shall provide full information about the objectives, schedule, constraints and existing conditions of the project, and shall establish a budget with reasonable contingencies that meets the project requirements. The Owner shall furnish surveying, geotechnical engineering and environmental testing services upon request by the Architect. The Owner shall employ a contractor to perform the construction Work and to provide cost-estimating services. The Owner shall furnish for the benefit of the project all legal, accounting and insurance counseling services.

ARTICLE 3 USE OF ARCHITECT'S DOCUMENTS

Documents prepared by the Architect are instruments of service for use solely with respect to this project. The Architect shall retain all common law, statutory and other reserved rights, including the copyright. The Owner shall not reuse or permit the reuse of the Architect's documents except by mutual agreement in writing.

ARTICLE 4 TERMINATION, SUSPENSION OR ABANDONMENT

In the event of termination, suspension or abandonment of the project, the Architect shall be equitably compensated for services performed. Failure of the Owner to make payments to the Architect in accordance with this Agreement shall be considered substantial nonperformance and is sufficient cause for the Architect to either suspend or terminate services. Either the Architect or the Owner may terminate this Agreement after giving no less than seven days' written notice if the other party substantially fails to perform in accordance with the terms of this Agreement.

ARTICLE 5 MISCELLANEOUS PROVISIONS

§ 5.1 This Agreement shall be governed by the law of the location of the project.

§ 5.2 Terms in this Agreement shall have the same meaning as those in AIA Document A205, General Conditions of the Contract for Construction of a Small Project, current as of the date of this Agreement.

§ 5.3 The Owner and Architect, respectively, bind themselves, their partners, successors, assigns and legal representatives to this Agreement. Neither party to this Agreement shall assign the contract as a whole without written consent of the other.

§ 5.4 The Architect and Architect's consultants shall have no responsibility for the identification, discovery, presence, handling, removal or disposal of, or exposure of persons to, hazardous materials in any form at the project site.

ARTICLE 6 PAYMENTS AND COMPENSATION TO THE ARCHITECT

The Owner shall compensate the Architect as follows.

§ 6.1 The Architect's Compensation shall be:
(Indicate method of compensation.)

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User Notes:

27811 1376

Architect Master Plans

Pro bono (value \$22,500.00)

Tennessee Elephant Sanctuary Welcome Center Design Services	
Architect	\$20,000.00
Landscape Architect	\$ 5,500.00
Structural Engineer	\$ 4,600.00
M.P.& E. and Fire Protection Engineer	\$ 9,200.00
TOTAL Welcome Center Fees	\$39,300.00
City Arcade Design Services	
Architect	\$10,000.00
Landscape Architect	\$ 6,600.00
Structural Engineer	\$ 2,200.00
M.P.& E. and Fire Protection	\$ 4,600.00
TOTAL City Arcade Fees	\$23,400.00
LEED Certification Services	
LEED Consultant	\$14,000.00
LEED Commissioning (Required for certification)	\$ 7,250.00
TOTAL LEED Fees	\$25,250.00

(Paragraph deleted)

§ 6.2 The Architect shall be reimbursed for expenses incurred in the interest of the project at direct cost to the client. Reimbursable expenses include but are not limited to:
(List reimbursable items.)

Printing & reproduction charges
Postage & Delivery Fees
Mileage
Consultants not included in this contract

§ 6.3 If through no fault of the Architect the services covered by this Agreement have not been completed within () months of the date hereof, compensation for the Architect's services beyond that time shall be appropriately adjusted.

§ 6.4 Payments are due and payable upon receipt of the Architect's invoice.

(Usury laws and requirements under the Federal Truth in Lending Act, similar state and local consumer credit laws and other regulations at the Owner's and Architect's principal places of business, the location of the Project and elsewhere may affect the validity of this provision.)

§ 6.5 Architectural Services not covered by this Agreement include, among others, revisions due to changes in the scope, quality or budget. The Architect shall be paid additional fees for these services based on the Architect's hourly rates when the services are performed.

ARTICLE 7 OTHER PROVISIONS

(Insert descriptions of other services and modifications to the terms of this Agreement.)

In recognition of the relative risks and benefits of the project to both the Owner and the Architect, the risks have been allocated such that the Owner agrees to limit the liability of the Architect and his sub-consultants to the Owner and to all construction contractors and sub-contractors on the project for any and all claims, losses, costs, damages of any nature whatsoever or claims expenses from any cause or causes, so that the total aggregate liability of the Architect and his sub-consultants to all those named shall not exceed the total amount of the fee on the project. Such

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claims and causes include, but are not limited to negligence, professional errors or omissions, strict liability, breach of contract or warranty.

If due to the Architect's error, any required item or component of the project is omitted from the Architect's construction documents, the Architect shall not be responsible for paying the cost to add such item or component to the extent that such item or component would have been otherwise necessary to the project or otherwise adds value or betterment to the project. In no event will the Architect be responsible for any cost or expense that provides betterment, upgrade or enhancement of the project.

To the extent permitted by applicable law, in order to protect the Architect from third party claims, the Architect shall not be liable for, and the Owner shall indemnify, defend and hold harmless the Architect from and against all claims, losses, damages, awards and expenses, including attorney's fees, out of any third party claims, provided such claim is not the result of negligence by the Architect in the performance of its duties hereunder. Owner will require Contractor and sub-contractors to indemnify Owner and Architect from and against all claims, losses, damages, awards and expenses, including attorney's fees, arising out of performance of the construction work provided such claim is not the result of negligence by the Architect in the performance of its duties hereunder.

During the term of this Agreement, Manuel Zeitlin Architects shall, at their sole cost and expense, maintain and keep in effect the following insurance coverage.

	Limits of Liability Aggregate / Year	Each Occurrence
Professional Errors & Omissions	\$1,000,000	\$1,000,000
General Aggregate Liability	\$1,000,000	\$1,000,000

A certificate evidencing such coverage shall be issued to the Owner and it shall state therein that the policy will not be cancelled except upon thirty (30) days written notice to the Owner.

This Agreement entered into as of the day and year first written above.

(If required by law, insert cancellation period, disclosures or other warning statements above the signatures.)

OWNER

(Signature)

(Printed name and title)

ARCHITECT



(Signature)

Manuel Zeitlin

(Printed name and title)

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EXHIBIT C

8/07

Janice Zeitlin

From: Carol Buckley [carol@elephants.com]
Sent: Wednesday, August 22, 2007 6:37 PM
To: 'Janice Zeitlin'
Subject: RE: building meeting and action required
Follow Up Flag: Follow up
Flag Status: Red

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Hi Janice,
 Great plan, lots of work to do and you have a good handle on it. Might I suggest you rethink calling it Elephant Education only because we are not educating elephants, I bet you guys can brainstorm a catchy title.
 Thanks for all you do,
 Carol

Carol Buckley
 Executive Director
 The Elephant Sanctuary in Tennessee
 P.O. Box 393
 Hohenwald, TN 38462
 931-796-5800 x 22
 www.elephants.com

From: Janice Zeitlin [mailto:janice@zeitgeist-art.com]
Sent: Wednesday, August 22, 2007 4:42 PM
To: Betsy Dodd; Charlie Trost; Judith Newby (Judith Newby); Katy Chudacoff; Sandra Estes (Sandra Estes); William Schaffner
Cc: 'Carol Buckley'; 'Scott Blais'; 'Manuel Zeitlin'
Subject: building meeting and action required

Please respond to :
 1. meeting date
 2. approval and/or questions to TLC proposal attached

8/22/07

To: Building Committee
From: Janice Zeitlin, project coordinator
Re: Elephant Education
 Phase I-The Welcome Center on Main Street

On July 30, 2007 Scott, Carol, Manuel and I interviewed and selected the contractor for Main Street project . We met with Michael Lee, Neal Bloomfield, and Joe Rizzo from Lee Restoration in Summertown, TN. (Response to Request for Qualifications may be reviewed at

upcoming committee meeting). Their interest in Green Building/LEED certification, experience in renovation, and ties to the local community make them a good choice for our Project.

The contractor is working on putting together costs for the Project. They have met with Chris Riley at Manuel Zeitlin Architects to review questions. Chris is completing the working drawings for Main Street project.

I would like to schedule a Building Committee meeting for Thursday, September 6th from 4 to 6 pm at Zeitgeist (alternate dates would be Monday, September 10th or Tuesday, September 11th).

- **Building Committee meeting**
 - Members of the Building Committee include Sandra Estes, William Schaffner, Janice Zeitlin, Charlie Trost, Judith Newby, Betsy Dodd and Katy Chudacoff.
 - Agenda for meeting includes:
 - 5 minute Review (strategic plan to date)
 - Reviewing new plans with Architect
 - Reviewing the design team professionals, contractor and goals
 - A preliminary look at budget
 - Review consultant and professional fees and contracts
 - Overlook of project schedule
 - Selection of committee member to oversee contracts
 - Reality check and Fundraising
 - Set the date for next meeting.

While I had hoped to have a rough budget prior to the first meeting of the Building Committee, it appears one decision will need to be made immediately.

- **LEEDS CERTIFICATION** process (requirement) begins with a Charette....this involves all the professionals (landscape, plumbing, mechanical, electrical) , client, contractor, and any consultants (Interiors, etc). This has to happen prior to completion of drawings.
 - Chris has been trying to schedule this with everyone and is now looking at the first week in September.
 - MZA received several proposals for LEED Consulting Services on this project.
 - MZA is recommending TLC, not only because they were the cheapest but because MZA has experience working with TLC recently on 3 other MZA projects including Abe's Garden, a non-profit Alzheimer facility, and Bongo Java, a retail mixed use project. TLC has had extensive experience with green and LEED projects and comes highly recommended.
 - TLC was also willing to give us a hourly fee proposal "not to exceed" and include energy modeling.
 - I will attach TLC LEED Consulting Services Proposal and ask that you **please read the TLC proposal and email Manuel (manuel@mzarch.com) or me with any questions.**
 - **I need your approval to sign the proposed contract with TLC to move forward with this part of the Certification process.**

- o Please note: the TLC proposal lists the "not to exceed" amounts. Example: Fee for Charette is listed as \$2,500 but MZA experience on last project was that the Charette was cut to ½ day and fee was adjusted. I have not attached pages 5-9 which outline the charette and the commissioning requirement. This will be reviewed at our meeting.

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EXHIBIT D

11:25

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Cathy Jackson, Administrative Services Manager
The Elephant Sanctuary in Tennessee
P.O. Box 393
Hohenwald, TN 38462
931-796-6500 x 101
www.elephants.com



From: Carol Buckley [mailto:carol@elephants.com]
Sent: Wednesday, August 05, 2009 1:02 PM
To: cathy@elephants.com
Subject: RE: tb protocol

that is it

qbarn staff has been required to continue wearing their masks when in the barn or working closely with manure or elephants even though we have no TB positive elephant on grounds. We did this to demonstrate that we are willing to go above and beyond. The main point to know is that this protocol is pertaining to TB positive animals on grounds and we have had no TB positive elephant since Misty

Carol

Carol Buckley
Executive Director
The Elephant Sanctuary in Tennessee
P.O. Box 393
Hohenwald, TN 38462

1/24/2011

931-796-5800 x 22
www.elephants.com



Please consider the environment before printing a hard copy

From: Cathy Jackson [mailto:cathy@elephants.com]
Sent: Wednesday, August 05, 2009 12:55 PM
To: 'Carol Buckley'
Subject: tb protocol

Carol,

Here is a copy of what we have in the manual. This is the only protocol we have been given if there is anything more recent.

Cathy Jackson
Office Manager
The Elephant Sanctuary in Tennessee
P.O. Box 393
Hohenwald, TN 38462
931-796-6500 x 1#
www.elephants.com

1/24/2011

41 of 71
02/04/2011

EXHIBIT E

November 17, 2009

11:05
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Donna M. Cough
DONNA M. COUGH
LEWIS CO. CLERK & MASTER

TO WHOM IT MAY CONCERN:

My name is [REDACTED] I worked at The Elephant Sanctuary from [REDACTED] until [REDACTED] as [REDACTED]. During that time I observed several things that I feel need to be brought to the attention of the governing body of the Sanctuary.

First let me say that I want nothing from this. I do not seek revenge, restitution or reinstatement. I resigned and I am happy with that decision. I have no motives for writing this other than my concern for those still working at the Sanctuary and the future of the Sanctuary itself.

During my employment at the Sanctuary office I observed and have direct knowledge of several issues which concern me. I will list those and offer examples of each.

1. I have experienced and been witness to the systematic falsification of documents to suit the objectives of Carol Buckley. She placed or caused to be placed, documentation in personal files after the employee left. This was done in order to provide proof, if needed, to insure the former employee could not draw unemployment benefits, even when those benefits were deserved.

She changed time sheets in order to prevent the appearance of overtime in the records even though she expected caregivers to routinely work 12 hours or more a day for many more days than allowed by law, 10 consecutive days in one case I am aware of, although I seriously doubt the records reflect that.

She refused to pay overtime to employees despite the fact that I personally provided her with information showing why they did not meet the requirements to be considered exempt from the Federal overtime laws.

2. Carol Buckley engaged in the wholesale disregard for rules, regulations and laws and showed a wanton disregard for basic human rights.

When I started working in the office there were 8-12 women (depending on the day of the week), office workers and sometimes interns sharing 2 bathrooms. One did not flush properly so most of the time we shared one bathroom in the house that serves as the Sanctuary office and provides toilet facilities for the intern cabins. During my first week I became aware that the Sanctuary was not providing toilet paper or paper towels. One of the girls brought supplies from home. I asked why she did that and was told that it was easier to buy them herself because Carol always threw a fit when they asked for anything. I went to Wal-Mart and bought both products and turned the ticket in for reimbursement.

What followed was 2 weeks of arguing with Carol before she finally reimbursed me the money. During that time I provided her with copies of the applicable OSHA regulations showing her that she was required by law to provide employees with both toilet paper and individual use toweling. Her first response was to scream at me for suggesting that she needed a law to force her to do the right thing. But she cannot use the excuse that the office staff did not ask for the products because she was in a position where she knew or should have known the products were needed. She simply exploited the fact that they were willing to buy it themselves rather than face her rage if they asked for it.

After that initial purchase, I submitted a purchase order for wholesale purchase of toilet paper and paper towels. Her response was to instruct me to put the items on the wish list. I refused, through [REDACTED] stating that it was demeaning and demoralizing to have our donors, essentially the public, know we had to ask for basic personal hygiene items. She finally relented and allowed me to order them. However this entire ordeal consumed over 4 weeks. Four weeks that could have been spent on productive activities over something that she was required by law to do in the first place. Because the admin office is such a confined space and there is no privacy, the entire office staff lived with the knowledge that she was waging war over providing them with toilet paper.

She not only allows but expects employees to work "off the clock". I refused to do that and she told me that my unwillingness to work more than 40 hours a week was a disappointment to her. I told her she was only paying me for 40 hours so that was all I would work. She said that more was always expected. I personally saw employees clock out at the end of 8 hour shifts and remain on the job for hours. When I told them they didn't have to do that, their response was, "Yes we do."

3. She exhibited a habitual pattern of demoralizing treatment of employees, routinely belittling them with words, actions and tone.

She would tell an employee to do something, and then when they did it, she would scream at them, call them name and sometimes even curse them. I have been in the room when she would call the office, ranting and raving at such a volume that I could hear her across the room from the phone the employee was using. I have seen employees reduced to tears because of her tirades and not just once, many times.

When I first went to work there I would try to joke with the women and lighten the mood because it was oppressive. I was told by more than one office person that they were not allowed to laugh. Naturally I was astonished. When I questioned, I was told that one summer day, they had the windows open and Carol walked by the building and heard them laughing. She came in and threw a screaming fit and told them they were not there to laugh and it had better not happen again. I immediately sent Carol an email telling her that my policy in the office was to make the girls enjoy coming to work which they did not now. I told her relieving stress would increase productivity and attention to detail and to that end, we would joke, laugh and if necessary go out on the back deck and scream. She told me I could not care about the office staff, that that was not my job.

Nevertheless, the atmosphere in the office improved greatly in large part because I told them I would take the brunt of Carol's rage if they were caught laughing.

Another way she would demoralize employees was to ask for something, maybe something the employee had never seen and when the employee didn't have it or knew nothing about it, she would demand to know how that could possibly be. One such incident happened to me over personnel files. They were kept locked in [redacted]'s desk and I was told Carol had instructed them to be kept there. One day Carol asked me where I kept the personnel files. I answered that they were locked in [redacted]'s desk. She grew very agitated and told me it was my job to have possession of them and I was failing in my duty by not doing so. I pointed out that my responsibilities had been delineated carefully by her personally and she had never mentioned those files before. I also pointed out that my desk did not lock and it was my belief that under privacy laws personal records had to be kept locked. Her response was to tell me that a true [redacted] who was doing her job properly would have found a way to take possession of those files.

On another occasion she asked me about employee evaluations. When I had no knowledge of them, she said, they were to be done regularly and as [redacted] I should have been doing that within the prescribed time frame. I looked in all the personnel files, current and past and there was not a single one in any file. I told Carol and she flew into a rage -- again saying I was failing in my job by not doing evaluations on all employees on a regular basis. I spent a good deal of time searching for a form but was unable to find one in our system so I downloaded one from the internet and did an evaluation on one of the office staff who I was trying to get a raise. Carol rejected it saying it was not on the proper form. A week later she came up with a form and I did the evaluation over. She rejected it that time because she said I had evaluated the employee too highly. She said the purpose was to highlight weaknesses and if the employee was excellent in all areas then I should "get rid of her" because there was "nothing else she could learn here."

4. She forced employees to use their personal vehicles on Sanctuary business and refused to reimburse mileage costs despite that fact that she and a very few select others used a gas card for their own travel expenses.

When she first told me to start running errands I kept a log. I logged over 300 miles the first month. I turned it in and she acted like she'd never seen such a document. Despite the fact that the log was dated and itemized, I had to explain each entry. She paid it but said she didn't want to and in the future she wanted me to find other ways of getting the errands done. She said everybody had to do that and it was considered a donation to the Sanctuary. I told her I was not a donor; I was an employee and expected to be paid for what I did. However I did agree to do as much as possible when I went to lunch. But I refused to ask other employees to use their vehicles when I knew she would not reimburse them so I continued to log miles throughout my employment. Each month we went through the same drama before she would pay it. I believe I am the only employee who has ever collected mileage, although when I was there, many routinely used personal vehicles for Sanctuary business.

Regardless of what she might tell you now, I resigned after a face to face confrontation with Carol over her treatment of other employees. She started the conversation by saying she sensed that I was not happy at the Sanctuary. I replied that I was not. She asked why. I said, "Because I don't like the way you treat people." In response she became defensive, stating that was only my perception and not the reality. I said, "No, that is my observation." She said I had failed to perform to her expectations anyway and she berated me for my failings for quite some time until I simply told her that I doubted anybody could live up to her expectation because those changed daily and entirely on her whim and she did not feel the need to inform me of changes until I had inadvertently done the wrong thing. I also told her that her pattern of management was a blueprint for failure because if I made a decision, she countered it and if I ask for a decision, she said that was something a true [REDACTED] would figure out. It was a no win situation.

I resigned the next day. At the time of my resignation there was no evaluation or performance documentation in my file and I did not have an exit interview, although I am confident there is documentation aplenty in it now.

And now two key people have announced they are leaving. Scott and [REDACTED] Two people that I know expected to spend the rest of their lives taking care of the elephants. What will become of the elephants when there is no one left to do the work? When the word has finally cycled through the animal caregiving community and there are no applicants who qualify, what will happen? Will the result be substandard care for the elephants? Will it be danger and possibly accidents because of improper and inadequate experience and training? Whatever the outcome I do not believe it will benefit either the Sanctuary or the elephants.

In Closing:

You have no doubt heard many unsubstantiated stories of the misdeeds of Carol Buckley. They are unsubstantiated because she is ever mindful and careful that the only witness to her tirades is hers. However, I ask you to look at the whole rather than at individual incidences. If you do that, the pattern will be very clear.

The bottom line is Carol Buckley has and I believe continues to exhibit a disturbing and escalating pattern of bad behavior toward employees. She operates with total impunity and autonomy, confident that she is the supreme power in her kingdom.

The employees are for the most part very young, inexperienced and gentle people who want to dedicate their lives to protecting and nurturing elephants. They are in no way equipped to deal with the orchestrated and systematic destruction of their self esteem at the hands of Carol Buckley. Many employees, during their employment and after, exhibit classic symptoms of Post Traumatic Stress Disorder. The very condition Carol holds up to the world as being the tragic result of abuse in elephants. Yet she repeatedly inflicts the same level of mistreatment on the people who labor to care for them. My

personal experiences are mild compared to what others have suffered, because I saw her for the bully she is, I'm old enough to know that is not how to treat people and she didn't scare me. I stood up to her from day one because that is the only way to survive intact.

If you doubt the charges I have made, look to the numbers of employees who have left the Sanctuary. It has and continues to be a virtual revolving door of people who arrive eager and excited to be a part of such a magnificent endeavor. Yet they leave a few months or even weeks later, defeated, demoralized and hurting beyond words because of what they have endured. Some want to strike back, to find justice, but most crawl away, licking their wounds, trying to move forward in their lives, desperately seeking a place in the world where they can be, if not valued, then at least hurt no further. I fear you will not hear from those most severely injured because they cannot bear to relive the pain.

I urge you to conduct a full investigation. In fact, I challenge you to try to prove me wrong. But any investigation would have to be done carefully because anyone with any connection to the Sanctuary will suffer if it is known that they discussed these matters. Carol Buckley's behavior constitutes nothing less than a reprehensible abuse of power. And the Sanctuary as a whole must be held accountable if they fail to rectify that abuse.

The sad truth is that what should be an environment of light and hope and peace is instead a toxic mix of abuse that harms not only the people involved but the elephants too. Just imagine the bond that has been created between the caregiver and this intelligent creature. Now imagine that bond is broken without warning, without justification because the human can no longer survive there. It must create a grief akin to mourning for the elephant. Or perhaps it is even more intense than mourning because in death there is the knowledge that the separation is unintentional. This must feel like abandonment to the elephant. And if it is true that their memory is at least as vivid and long lasting as ours, that grief must be ongoing and continuously renewed as more and more caregivers come in, form bonds and leave. It is not a matter of whether employees leave. In the end they all leave because they must. Please do not mistake this as a failure of dozens of individuals to measure up to the tasks presented them. This is the blatant failure of Carol Buckley in particular and The Elephant Sanctuary, by association, to respect the very basic human rights of those who are willing to labor long, hard hours for the benefit of their fellow creatures. And that failure is directly transferred to the elephants themselves as they must struggle to understand and cope with the ever changing faces in their world.

It is, in my opinion, a sad commentary for an organization who solicits money in the name of "Sanctuary to all" and a vivid reminder of the many noble causes throughout history whose ultimate destruction has come from within.



To Janice Zeitgeist, Chairperson

received
11-6-09

My name is [REDACTED]. I [REDACTED] left my job [REDACTED] to work for The Elephant Sanctuary (TES) in 2003. I worked for 6 months as an elephant caregiver until I had to have [REDACTED]. I was told I could come back to work [REDACTED]. When I did attempt to come back, I was told I had been replaced. Needless to say, I was devastated. I had bought property, built a house, moved everything I owned and left behind a good job. I knew almost no one in Hohenwald. I did this because I believed in the work being done at TES, and wanted to dedicate my life to the elephants.

I was a [REDACTED] for over 20 years. I have worked for well over 100 different supervisors. Being a [REDACTED] I was not always popular with some elements of society. I have been yelled at, sworn at, spit at, kicked and bitten. I have handled many life and death situations. But I have never been as stressed as I was working for Carol Buckley. I lived in fear of making even the most minor mistake. I felt as if I was under constant surveillance. I was yelled at and demeaned in front of other employees. I would go home and cry myself to sleep. When it got to the point that I could barely function, I talked to Scott about Carol and told him I was getting to the point of being paralyzed with fear. Scott told Carol what we discussed and that was the beginning of the end for me.

I decided to stay in Hohenwald because I could not afford to move. I have been aware of many of the hiring, firings, and resignations that have occurred since I was fired. I have been saddened to see many excellent people leave TES. I have never felt compelled to comment until now.

While I don't know what happened in every firing/resigning incidence, I do know what happened in many. Whether the person was fired or resigned, it was all related to the way Carol treated them. TES has lost incredibly dedicated people. Other skilled and knowledgeable people refuse to come to TES because of Carol and her reputation as an employer. TES current level of staff experience with elephants is dismal. If something were to happen to Carol, who could manage the elephants? Every truly qualified person has been forced away.

When I got hired, I was told it was mandatory to dedicate myself to the Girls. That they deserved consistency in having long term dedicated caregivers. I was told the Girls had had enough turmoil and upheaval in their lives and it was imperative they have stability in caregivers. What I have been seeing is a huge turnover in personnel. This surely can't be good for the elephants well being or be in their best interest.

I am very worried about the future of TES. I urge you to take the steps necessary to insure that future dedicated caregivers and other employees will not be forced out.

Please share this with the rest of the board of directors.

[REDACTED]

To whom it may concern,

I am writing this letter after the recent resignation of Scott Blais from the Elephant Sanctuary. The following points are based on personal experience since my employment started in [REDACTED]

I would really prefer that my name not be passed on past the point of the Board receiving this letter, as I fear the ramifications if it was known I submitted my concerns.

I will try to be short and direct, and everything I list is from my own experience, or events I was present for. I will also omit names, as I don't want to put anyone else in a bad position.

I first started to see the disturbing treatment of staff with my first lead (who has since left). After she turned in her notice, on several occasions she became very upset stating that she was tired of making decisions because no matter what she decided, it was wrong.

I have been approached and asked questions about other staff. I don't know what the purpose was, but I tried not to give any information once I saw a pattern of inquiry. I was not comfortable talking about co-workers in that setting.

There are eleven people I can think of right away that told me they left solely because of their interaction with Carol, or partly due to her. I do not know everything that went on between those people and her, I just know what they relayed to me. Others, including interns, preferred to not have to work at Q Barn under her. Two interns here for a 6 week program left after only 2 weeks. One packed up in the middle of the night and drove off. The other left a voice mail and left. Both were very well liked by the staff.

I have tried to defend/protect co-workers in the past. There just seems to be no protection for employees. Some of the people I have seen verbally abused have since resigned, but some things stayed fresh in my mind:

-I was working with another employee, [REDACTED] he was mowing. There was a steep incline we always weed eat because of the angle. The weed eater was broken, so Carol told him to use the push mower. He tried, but it was very difficult and impractical. He ask dif he could just bring his weed eater the next day, she said no. He tried to explain he just felt we were using the wrong tool for the job. She got extremely irritated, and told him, "he really needed to have a better attitude when asked to do tasks he didn't want to do". He said it wasn't that, but she cut him off. I was shocked and embarrassed. This same employee quit very shortly after this. He told me he just couldn't tolerate being talked to or treated that way as a grown man.

-Another person left quite a mark on me. She was treated terribly by Carol. I always tried to reason it out and defend what happened until one particular incident. I was in a rush explaining how to use a compressor to fill a 4 wheeler tire. I left out a few things. I said I'd be right back. When I returned, Carol had this person on her hands and knees outside the barn working on the tire. She called me out there and started talking to me as if this person wasn't there. Every time she tried to stop and check the pressure, Carol barely glanced at her and said, "More!", and kept talking to me. She had been so badly treated, that when Carol asked her if she used the pressure gauge to check the pressure she had said yes. Carol told me she had just lied to her. I can only imagine it was an attempt to not get in trouble again. I have never been so mortified or embarrassed to be involved in a situation before. Nothing she could have done would warrant what happened that day. Actually, Scott was nearby at his truck and witnessed some of what happened.

Some staff have voiced concerns (to me, not to Carol) about their own safety on several occasions regarding being asked to do things they were not comfortable with:

-Driving too close to elephants in the habitat with a dump wagon.
-Cleaning with a wagon in the same pasture where elephants are.

-Carol putting me in a stall occupied by 2 elephants to show me how to push manure while they are inside. First off, she was upset with me for not having the barn pushed by a certain time (this was in cold winter weather). She even cancelled the staff meeting [redacted] was there for and rushed everyone into the barn to clean. She had her hand on my arm, pushing and pulling to direct me on where to go, meanwhile giving fast direction on what to do, what not to do, etc. [redacted] witnessed this incident from the office window above/overlooking the stall we were in. I explained to Carol in a later meeting that I felt it was not appropriate to do that, especially with the tension in the barn so high. She laughed and said it was the perfect time to do it, and it was only my interpretation that there was tension in the barn. I still disagree.

-She once confronted me in the middle of the keeper area downstairs in the barn. I told her I didn't know what she wanted from me. This led to nearly 2 hours of her telling me how I was wrong, in front of all passing staff. I think I remember Scott even walked into the barn at one point and saw part of this.

I was once reprimanded for calling Scott to ask if I could accept some donated produce from a local farmer. It was Carol's day off, I would never have thought to call her on something like that, as Scott is always on call and who we report to when she's gone. She stated that it was inappropriate for me to ask Scott anything to do with how the Q Barn is run. I didn't think that applied, as it was not a procedural or regular occurrence. She even called me on the phone about it, and actually yelled at me when I didn't agree with what she was saying. She said that until she HEARD me say I understood it was the wrong thing for me to do, we would keep talking about it. I said it just to get off the phone. Later, she called me upstairs to tell me that when someone continues to defend something that was the wrong thing to do, it becomes a concern. Again, I feel I did nothing wrong.

She later had all staff come out to the pasture so she could tell us all not to ask Scott questions about anything, and asked if we understood what she was saying.

I have also been (literally) screamed at on the phone for letting elephants through a gate and down a hill as we had been doing. Carol had NEVER told me they weren't going to be coming down that way until a project was done. She finally admitted the conversation never got to that point, but still yelled at me.

I recently made a request for Christmas day off. I told Carol I had the time available, and a co-worker had said she would be here anyway and would work it for me. This is what the handbook says is needed. Staffing needs were met. Well, Carol said since I had it off last year, she wanted to check with everyone first. I said fine, just letting her know we had already talked about it. She came back with, and I quote, "I prefer to speak with everyone privately so no one felt pushed into the decision,". Later, she said she "didn't feel that way and didn't say that". I still have every email of that exchange, and it's exactly what she said. My co-workers already knew I was off last year. I didn't know that all time-off requests required those involved to be interviewed about it.

-Overnight security- this is something brushed over when you sign a contract to work here. NO ONE was told it would be a regular weekly obligation to stay at Carol's house (before they got the cabin) and spend a night away from their own home/family/pets once a week, if not more. When I questioned this, I stated that my contract said, "at the convenience of the employee". Now, contracts are worded something like, "as assigned". This changed once she had a staff member move into the cabin on grounds, but again, it was never disclosed to staff that this would be a regular thing until you had signed the contract.

I feel staff is used for her personal needs: having to care for her personal pets (she says they are "an extension of the sanctuary". She expects us to police her pet dogs, but gets frustrated if we don't do it exactly how she likes it done.

I have no doubt that Carol is a tremendous asset to the sanctuary, but as an outreach presence. Public speaking, fund raising, awareness, she excels at all of this. I just feel it will not work with her being on grounds for daily operations, and especially not interacting with any staff.

I feel unable to be productive in my job any longer, and unable to help co-workers who have come to me looking for help or advice.

I hope my contribution is of some help, and again, I prefer to have my name left out of as much as possible, as I really am afraid of what may happen if it's not.

Thank you for your time,

Janice,

I recently came across a letter I had written in [REDACTED] applying for the position of Sanctuary [REDACTED] [REDACTED] was hired in the position before I had a chance to interview, and I ultimately ended up being hired as Sanctuary [REDACTED] when that job became available. What struck me while reading the letter, and the reason I am writing you now, was being reminded of the joy and exhilaration I felt at the prospect of becoming a part of the Sanctuary family, and how my joy was transformed into hopelessness once I moved to Hohenwald and started working for Carol. Hopelessness sounds a bit melodramatic, I know, however at the end of my short lived tenure at the Sanctuary that is exactly how I felt.

I know you are grappling with the serious issues of transition and physical safety right now. [REDACTED] is a dear friend and I am absolutely heartbroken she feels she has no choice but to leave her beloved girls. She has made the right choice for herself, as has Scott, and the fact that both of them would be driven to the point of leaving that which they love speaks volumes about the toxic environment Carol created and maintains. I know you have been and will listen to the concerns and fears of many with regard to caregiver/ elephant safety, and I will leave that to the experts, my concerns are regarding Carol's poor to inexcusable management practices and the emotional toll that takes on staff. It is one of the reasons I left.

The disregard and disrespect Carol has for staff is legend, but until you are living with it every day you do not begin to realize how it permeates your entire existence at home and work. She is a master in the art of creating a chaotic, confused, unstable environment in which to work. She is black and white, unyielding, and unforgiving and she never understood herself well enough to allow someone who did have the skills she is lacking take on a management role for her. She trusts no one and has no interest in the well-being of the staff, or how to better utilize people to the benefit of the Sanctuary.

In my case, I felt I had experience and wisdom that would be beneficial to the organization as a whole. I had skills and training that others on staff did not have, which was one of the reasons I applied for the job. I thought I could be of assistance. When I interviewed for the position [REDACTED] mentioned I was overqualified for the job, and I agreed, but while I was perfectly willing to "pay my dues" it was with the understanding that the Sanctuary would at some point reassign me to a position that would actually take advantage of my knowledge and skills. If I had any indication that would not happen I would not have taken the job. And you know, Janice, that I ended up in a pretty dismal situation being underutilized and not at all valued for the contributions I was capable of making to the organization.

I write to urge you to look for ways to keep Carol away from managing staff, and to allow them the opportunity to grow and shine in a healthy environment. One of the things Carol never recognized was that almost to a person those that worked in the [REDACTED] were dedicated to the Sanctuary and to the Girls. Carol treated us all as dimwitted and uncommitted, which to me is unforgivable. The profound sadness in the office was palpable.

The Sanctuary should be a place of joy, and love, and peace. I trust you and the Board will be able to affect the necessary changes to begin the healing process at the Sanctuary, and if there is anything I can do to assist in that effort please let me know.

You may share this with anyone you feel appropriate. I have attached the letter I mentioned above, along with my resume and letters of reference, and if those are helpful in any way to prove a point, please feel free to use them.

Good luck in the days to come and thank you for your dedication and devotion to the Girls and the Sanctuary.

11/27/2009

To everyone that should be informed and concerned;

I am writing this to make sure that everyone involved is aware of how dangerous the working conditions had become, to try to ensure that you understand how desperately significant change is needed and the effect one individual can have on an entire organization. I am very thankful that the board stepped in and has taken the steps they have so far, and I (along with most of the staff) hope they continue in that same direction, and follow through with what still remains to be done to ensure the safety, well being, and stability of the staff and our girls.

As you already know, the staff has been neglected and their well being a non-issue. We are a very small group, and I have always been friends with the many caregivers that have rotated through the quarantine barn, so along with my own experiences, I have heard theirs also. My experiences with carol generally pale in comparison with some of what has gone on with them, but I will share them none the less.

I started my time at the sanctuary as an [REDACTED] At that point I was told not to address carol, she did not speak to [REDACTED]. I had never met her (already 4 weeks into my internship) and didn't even know who she was, she was never around. One day [REDACTED] was having problems administering Misty's TB treatment- she rushed inside the barn, and asked me to quickly cut up a bunch of apples. As I am doing this, someone walks in and tells me we are out of paper towels in the bathroom, so I respond "ok". She then proceeds to ask me if I know how to change them and if I know where they are located, I answer her, while cutting away. Next thing I know, she is standing about six inches from my face and asks me what my problem is. I stopped doing what I'm doing and ask her what she is talking about and she proceeds to inform me that when she addresses me I should stop what I'm doing and look at her and then asks what my excuse is for not doing so. I explain to her the somewhat urgent situation, to which she replies, I guess that's acceptable, and walks away. That was my introduction to Carol Buckley.

When I began working at the sanctuary I moved, along with the girls, over to the new asian barn, which ended up being very fortunate for me. My interactions with carol were limited but when she did come over she was almost always disrespectful and short, condescending with her corrections, and was never instructive when it came to the elephants. I was close with [REDACTED] and as you can imagine, the day she passed was not a good one for me. Scott arrived back at the barn, yelling for help, and [REDACTED] We moved her off and sat with her on the sidewalk holding her hands. Carol showed up, Scott told her [REDACTED] and carol walked away screamed into the air, came back and sat by her head. She immediately started talking to Scott about what they were going to tell the TWRA and the business aspect of things. We sat with her for about an hour before they took Scott away in an ambulance and were ready to put [REDACTED] and with that I went into the barn. [REDACTED] asked Carol (without me asking her to) if I could go home and carol said yes. I was about to leave, but wanted to tell her about bunny still needing her chin flushed. She told me that I should stay, that the girls needed me and that "[REDACTED] would want me to stay".

When she was done with her mini speech, she asked me if I would be able to stay. So I took a minute to think about it, to consider if I would be of any use to anyone after what had taken place that day, and 30 seconds was too long for her. She grabbed me and pushed me towards the door saying "never mind, just go". [REDACTED] then stepped between us to diffuse the situation, but I was too lost to respond, so I just told her I would stay- and that is what I did. Several days later, [REDACTED] was in town, and Carol decided she would take her into the habitat to water. Needless to say, our girls were upset and acting somewhat out of character, they had lost someone they loved for the past 8 years and were reacting accordingly. We were using extra caution around our girls and giving them more space because of where they were emotionally. But Carol decided she would take her friend into the habitat to see them. Carol got them excited, the girls reacted poorly, and you could hear them all the way across the property at the African barn. [REDACTED] (African caregiver) called me to see if I was ok because of the noise she could hear and that it sounded like the girls were doing something terrible. I called Carol to make sure she was ok, and she said she was fine and she was heading back. When she got back I immediately asked what had happened, and she and [REDACTED] laughed and recounted the story of the girls "freaking out" and [REDACTED] said she got off the four wheeler, ran behind a tree and hid because she thought she might be killed-- this to them was amusing.

Carol continued to spend a fair amount of time at our barn "helping out", but because of how disrespectful she was (going as far as to say [REDACTED] and I didn't even know how to be good backups) Scott requested she not come over as much. He had his leg in a soft cast and was supposed to be taking it easy, but he thought more damage would be done by Carol's presence. I had waited outside by Carol's four wheeler and informed her that I was an adult and I was not to be spoken to in such a manner, and the way she treated people did not work for me and I was not going to put up with it, I would rather leave. After that discussion, she paid me more respect, took her anger out on [REDACTED] instead (whom she had in tears repeatedly that week), and her relationship with me changed to one of using me for information and to manipulate situations.

She would call me after hours and talk about her employees and see if I could "help" the situation by either giving her information or by trying to adjust her employee's behavior with my "own" suggestions to them. She would spend time, when she came to water, confiding in me, with the end of the conversation also leading in that direction. Sometimes the conversation seemed to be all about changing my opinion of someone I respected, by her pointing out all their downfalls and telling me negative stories from their past. Unfortunately for her, she forgot how long I had been at the sanctuary, that I knew the people she would talk about, and also knew the real story behind what had happened.

Carol has always run her barn by intimidation, not by example. She forces people into situations they are uncomfortable with and leaves them mute because of their fear of retribution for saying anything- even something as simple as asking a question. Carol would be the first one to tell you how much our energy affects the girls, yet she has taken her staff out into the habitat, right next to the elephants, and yelled at them. Not a correction for something done wrong at that time, yelling about something that had gone on earlier, sometimes to the point of tears- all of this pre-planned and in the girls space. She has been very careless with the safety of her employees. The first time one of her current employees was taken into the habitat, Carol walked over to feed Ronnie, leaving the caregiver alone on the four-wheeler. [REDACTED] came up to the four wheeler

and put her head on the basket. Carol instructed the caregiver to just put the four-wheeler in reverse, except she was nervous, so she put it in neutral instead. When she hit the throttle, it just gunned the four-wheeler, instead of moving it away, intensifying the situation. All of this with an elephant trunk's length away from a caregiver she didn't know, who had no idea how to handle the situation. I have heard stories about caregivers being in the habitat, cleaning up without a four-wheeler and having Minnie start knocking down the hotwire to get into that section, with no quick way for the caregiver to get away. Issues with Billie getting excited and chasing one of the caregivers on the four-wheeler, daily, for about 3 weeks before Carol informed them that they just needed to drive more slowly and Billie would be fine. She has told her caregivers that none of the girls, with the exception of Minnie or Billie would ever hurt them. Unfortunately this is not the case, I have seen these girls swing around at a dog or other things, and if you happen to have been in their path, you most certainly would have gotten injured. Even having the best relationship with an elephant, anything is possible, and it is extremely negligent to say otherwise. I know the board is aware of Carol not informing her staff of Lizzie's TB status. She had talked to me about it, after Lizzie's first trunk wash, and I just assumed her staff knew. This was not the case; they were allowed to work daily, unprotected, with no awareness of the risks. They do not know who is MAPIA positive, who is RT positive, or what these tests even mean- they have been completely left in the dark. Unfortunately not only were they told nothing of these things, they also feel they have been told nothing about elephants. Several of her current caregivers have stated that they feel like they know nothing about their girls or elephants in general, that they would not even be able to tell if one of the girls were angry or displaying signs of aggression until they were all out running at them. It is a shame that the time those caregivers have spent there has been grossly wasted. I spent one day training Richard and his intelligence, observational skills, and questioning showed the potential he has to be a great caregiver, and those attributes have never been put to any use (I have not worked with any of the other q-barn staff). These caregivers have been treated like robots, only being told what to do, when to do it, and never being allowed to think for themselves. You cannot expect a caregiver to truly be able to take care of the girls if they don't know what their normal behavior is. They need to be able to pick out anything odd-- posturing because of an upset stomach, a different gait because of an issue with feet or limbs, a decrease in appetite (which they can't tell since they are told how much hay to give and there is always so much left over) or just a change in disposition. They have not been remotely allowed to be true caregivers.

Carol's harsh demeanor has not only been directed at caregivers, but elephants alike. On one occasion, I had to go to the q-barn to pressure wash since they were "short staffed". Upon arrival I heard Carol yelling, and as I got closer she screamed at Minnie for not following her away from the barn and called her a "fucking bitch". This is completely unacceptable behavior and would never have been tolerated by any other staff member. When [REDACTED] had come to give me permission to go into the barn, she was very quiet. I asked her what was wrong and she said when Carol got back she immediately asked how long I had been there for. When [REDACTED] replied, Carol screamed at her for not letting Carol know I was there- she knew I had heard. On another occasion, she tried to take the bush hog out of the habitat, but Billie was in the way. There were several other options, but Carol is not one to be told she can't do something, even from an elephant. She proceeded to try to get past Billie and Billie started pushing on the bush hog, scratching up her face and trunk on the chains. Carol manically alternated from screaming at her to get off, to talking baby talk to her to try to move her away. It was a situation that could have

been completely avoided and certainly handled differently. When the girls are not out of the barn by the time Carol thinks they should be out by, she sprays them with the hose. She claims it is because she knows what is best for them, and they should be outside. The girls should go outside when it is nice out, but if it ends up taking them 10 more minutes, there is no reason to take a hose to them. I can assure you this practice is not done at either of the other two barns, our girls are always out when it is nice, and they are not in any way being neglected. These girls come with huge trust issues, they have been yelled at and beaten for, at least, the good part of 30 years, and they do things for us just because we ask them. It takes a huge amount of patience and work to get these girls to a point where they are able to trust a person again- so many have come and gone in their lives, and most with terrible interactions. I feel the girls at the q-barn have not been given a chance to flourish and become what they should be due to their unstable, stressed and stifling environment. They know that feeling of fear, they have felt it come off of the people they have been surrounded by in the past, and it has never been accompanied by anything positive. I've always believed these girls have continued to keep their guard up because of all of the negativity surrounding them, and that is extremely unfair.

I just wanted to try and do my part in making sure the board understands how important it is to have a strong stance on all of this. Even Carol's presence on the property can be somewhat overwhelming. She has watched the caregivers with binoculars from the office in the past, and now there is fear that she will do the same from her house. She has, since the announcement, come in and left notes on the board- which has always been a means of control and intimidation for her, something the caregivers thought they weren't going to have to be under any longer. This all still plays on the insecurities they have developed while working under Carol.

I also want to try and make sure that you are not fooled by any "recovery" she claims to make. Carol's behavior is completely cyclical- you can map out the steps of being the new favorite (the "golden child"), doing something wrong or saying something that goes against her, becoming incompetent, suffering Carol's wrath, being the "evil one", and then being fired or quitting with the last 5 lead caregivers at her barn (excluding [REDACTED] leaving)- [REDACTED] and [REDACTED]. After the caregiver leaves, she is better for a couple of months, there is a time of rest, everyone gets comfortable, and then it starts again when she finds someone new to focus on. I have heard Carol claim to be different, that she has realized the damage she has done, that things were all her fault, that she can now see that and is all the better for it. And unfortunately I have fallen for it. I think we all want to truly believe that she could be a better person, that she could see her actions for what they are, and that this place could have some peace- but she always ends up back at the same place, in the same cycle. It saddens me to think that this is who she truly is. I've always respected what she has done and what she has accomplished with co-founding such a wonderful place, but this does not excuse her horrendous behavior.

I feel the most important thing right now, besides removing Carol from the sanctuary, is to make the staff feel secure, appreciated, and looked out for- something many of them have never felt. There needs to be a system of checks and balances, this cannot be the dictatorship it has been for years, no one should have that much power. They need to feel that there is more than one person they can go to and voice their concerns; that those concerns will be heard, addressed, and when possible, things will be fixed. I believe it will still take some big steps, and time, in order for the staff to trust and feel secure with what is happening. They still say on a daily basis that they

can't really believe that she's not there and they don't have to deal with all of that anymore. It will take a lot to overcome years of what they had come to believe was never going to change.

With all that being said, I would again like to thank the board for stepping in and starting this process. I understand that the decisions you made were of great consequence and I appreciate that you recognized the gravity of the situation. I look forward to the possibility of a sanctuary that will be the type of environment that not only offers the elephants stability and allows them to grow in amazing ways, but that also offers the same to its caregivers.

Sincerely,


Caregiver New Asian Barn


7-11
The Board Transition Committee
c/o Janice Zeitlin
The Elephatn Sanctuary
Hohenwald, Tennessee

To the Board Transition Committee:

My name is [REDACTED] and I am a [REDACTED] in [REDACTED]. I was an intern at The Elephant Sanctuary during the summer of [REDACTED]. My assignment was to last from June 2-July 13 but I elected to leave Hohenwald on the [REDACTED].

I was assigned to the Q-barn at the sanctuary, and I spent most of my time working with [REDACTED] and [REDACTED]. From my first day on the job, the other girls made it clear to me that Carol Buckley was not a person to be trusted. I did not ask for specifics, but tried to keep an open mind.

Three major events stand out to me when I reflect upon my time at the sanctuary. The first was during my second week. Several of us were prepping the barn and [REDACTED] came downstairs to tell us that we were needed upstairs. Carol was standing in the upstairs office amid a collection of clean tools and elephant sanctuary merchandise. She began jumping around and telling us that we were having a party. [REDACTED] had apparently been sent out to pick up a cake for the impromptu gathering, and Carol danced around and sang and talked in a way that I recognized to be very uncharacteristic. The two other girls and I were completely baffled, an emotion which registered on our faces. Carol asked us why we were always taking things so seriously, and then began to talk about each of the elephants. That afternoon, the three of us reflected upon the "party." The general consensus was that Carol's behavior was aberrant and unsettling.

The next day, I was working through the posted list of chores in the Q-barn. When Carol walked through, I asked her if she had a minute to talk. When she paused and nodded, I asked her to tell me how she would like me to prioritize the list of chores. She looked at me with cold eyes and said, "Let me explain something to you. I want to be very clear. You are an intern. You are only here for six weeks. You do not need to waste my time with questions like that. What you are doing is not nearly as important as what I'm doing. You do not ask me questions. You may direct all questions to [REDACTED]." With that, she left the barn. I was hurt and, once again, baffled.

The final event occurred when we were all taken into the habitat to clean up near one of the areas where hay is kept for the girls. Carol and [REDACTED] had apparently had some sort of argument that morning, and I will never forget the way she treated [REDACTED] that day. First of all, Carol asked [REDACTED] to back up a trailer that she had never used before. When [REDACTED] asked for instructions, Carol asked [REDACTED] if she was capable of doing anything. When [REDACTED] drove the trailer into the habitat, [REDACTED] and I rode on the back of 4-wheelers with Carol and [REDACTED]. Carol told [REDACTED] she could walk. In the yard, Carol made a point of praising everyone except [REDACTED]. All "pitchfork critiques" were directed toward [REDACTED], who ended the task in tears.

While I recognize that [REDACTED]'s maturity level was not matched to the tasks she was asked to handle, I was terribly upset by the way Carol treated her. I never think humiliation is an effective tactic, especially on a young woman who was so obviously vulnerable.

The day I decided to leave, Carol sent me to the office to pick up supplies. I did not have a lunch break that day, as Carol said it was important that I hurry back with the supplies. I returned to the gate and pressed in the code. When Carol answered the phone, she told me that I absolutely should not have called the barn. I should have waited until [REDACTED] returned from lunch, forty minutes later. I asked her where she wanted me to put the supplies and she told me that I would need to figure that out.

My decision to leave was based on three factors. First, I choose not to work in an emotionally unstable environment where people are treated as disposable commodities. Second, I knew that the girls in the barn needed to see that it was okay to leave a dysfunctional environment. Finally, and most importantly, I knew that the energy I was cultivating in the barn was unhealthy for the elephants. I cried for a huge portion of my drive back to [REDACTED]. My Sanctuary experience left me emotionally drained and jaded.

I am still in contact with two of the elephant care-givers. I love both of them dearly and I worry about their emotional well-being. In my opinion, Carol is both manipulative and emotionally and verbally abusive. While I doubt you could find a person more loving toward elephants, her exclusive rule at the Sanctuary will spell only trouble for all current and future staff. I strongly encourage the Board Transition Committee to consider all information from current and past employees in making its final decision. The future of a magnificent place of healing is in your hands.

Thank you for your time and consideration. Please let me know if I can provide any further assistance.

Sincerely,

[REDACTED]

Janice Zeitlin

From: African Barn [africa@elephants.com]
Sent: Tuesday, November 24, 2009 5:18 PM
To: mary@bakerconsultingllc.net; gmingledorff@charter.net; scott@elephants.com; 'Asian Barn'; 'qbcaregiver'; cathy@elephants.com; janice@zeitgeist-art.com
Subject: Letter to the Board and all concerned

To the above addressed,

As employees we have the right to a safe and healthy work environment. These rights I feel have been violated.

*Mental & physical abuse of employees & Board members
-yelling, threats, slander, stalking, pushing & items thrown at employees

*Employee File tampering

*Health code violations & cover-ups.
-TB results kept secret & employees instructed not to share results, nondisclosure of all health risks.

*Unsafe working conditions.
-employees forced to work beyond their expertise &/or physical capabilities or comfort levels

*Non-economical salaries & discriminatory pay scales
-high work load, hours & responsibilities coupled with low or no pay, "ignorant" or inexperienced workers not given timely evaluations &/or pay raises

Employees subjected to this kind of environment are scared into their roles, unable to speak truthfully for themselves or others fearing a loss in job security and demoralizing retributions.

Most of the employees here have left their families, friends, a secure home & decent paying jobs and are now risking their health to honor the TES Mission Statement.

We look to you, the Board, to have some sort of "mission statement" to take care of the employees. We, employees, are here for one purpose together as one to "care for the Girls and their surroundings" we in return should be "cared for".

I do not believe it is too much to ask that our rights are well taken care of so that we are able to give our positions at TES our full attention.

My questions to you are:

- >What are you going to do, for the employees that are willing to stay on at TES, to ensure these and other violations are addressed and do not occur again?
- >Will you be sharing the findings of your investigations with the employees?
- >Will you be supportive of the past & present employees that have been abused & educate them as to their rights?

I am sending this, my concerns, to all involved because now is the time for full disclosure of events, findings & resolutions to possibly gain back the trust of the remaining employees.

Thank you
Humbly submitted


African Barn
www.elephants.com

12/3/2009

60 of 71
02/04/2011

EXHIBIT F

FILED

11:05
AM FEB 14 2011 PM
Donna M. Gooch
DONNA M. GOOCH
LEWIS CO. CLERK & MASTER

**The Elephant Sanctuary in Tennessee
Report of the Transition Committee
November 21, 2009**

The Transition Committee composed of Janice Zeitlin, William Schaffner and Charles Trost makes the following report and recommendations:

1. That the proposal submitted by the Center for Nonprofit Management (copy attached as Exhibit A) be accepted and that Mary Baker be engaged as a consultant to the Board to make a complete evaluation of the Sanctuary and report her findings, conclusions and recommendations to the Board not later than the next annual meeting of the Board to be held January 2010, and that she also be asked to make an interim oral report to the Board at its next meeting scheduled for December 17, 2009.

2. That Carol Buckley be given a leave of absence for a period of two months commencing immediately. During this two month period, all of her duties, responsibilities, powers and authority as President and CEO of the Sanctuary shall be suspended, however she shall continue to receive all compensation and benefits to which she has been entitled, including the right to use of the house where she has been residing, and use of the vehicle provided to her, and she shall continue to have all rights and responsibilities afforded to her as a non-voting member of the Board. During the period of her leave Carol is requested, but not required: (a) to cooperate with and assist Mary Baker as may be requested by Mary in preparing her evaluation, (b) to undertake such evaluation, training and counseling as Mary may recommend, (c) to participate in fund raising and public relations efforts and activities on behalf of the Sanctuary as may be directed by and subject to the control of the Board, and (d) to take such time off and away from the Sanctuary as needed or desired in order to prepare for presentation to the Board at its next annual meeting a written and oral report of her vision and goals for the future direction of the Sanctuary over the next ten years, and plans to achieve those goals including what she envisions as her ongoing role in achieving these goals and her contributions to carrying out the plans for the future success of the Sanctuary over the next ten year period. In making such plans it should be understood that in no circumstance will any such future role involve management, training, supervision, or evaluation of staff personnel.

3. That the Bylaws be amended to eliminate the office of Vice President and to provide that:

(a) There shall be an Executive Vice President who shall have and perform all authority, powers and responsibilities of the President during such time as the office of the President shall be vacant by reason of the death, disability, resignation, removal or leave of absence of the President;

(b) There shall be a Vice President for Operations who shall be in charge of and responsible for all phases of management of the staff and employees of the Sanctuary who have responsibilities for the care and management of the elephants and/or upkeep, maintenance and construction of the physical facilities of the Sanctuary. Such Vice President for Operations shall have the powers, responsibility and authority of the President as such time as the offices of President, Executive Vice President and Chair of the Board shall be vacant;

(c) There shall be a Vice President for Administration who shall have authority for and responsibility for all phases of management of staff and all employees of the Sanctuary who are not involved in the care and management of the elephants or the upkeep and maintenance of the facilities. The Vice President for Administration shall perform such duties with respect to the receipt, deposit, disbursement, and accounting for funds of the Sanctuary as may be assigned to him or her by the Treasurer or by the Board, and shall be responsible for interviewing, hiring, evaluating and discharging all non-exempt employees of the Sanctuary, and for assuring the Sanctuary is in full compliance with all relevant wage and hour, OSHA, and labor and employment laws;

(d) There shall be a Chairman of the Board who in addition to presiding at all meetings of the Board, shall be an ex-officer member of all Board committees which he or she may chair, and who shall have and perform all authority, powers and responsibilities of the President at all such times as the offices of both the President and Executive Vice President are vacant for any reason including a leave of absence; and

(e) There shall be an Assistant Treasurer who shall have all powers, responsibility and authority of the Treasurer at all such times as the office of Treasurer shall be vacant for any reason, and shall also have such powers and authority as may be delegated to him or her by the Treasurer of the Board.

4. That acceptance of the resignation by Scott Blais shall be withdrawn and suspended indefinitely and Scott shall be requested to continue to serve the Sanctuary in the office of Vice President for Operations and COO.

5. That the following officers be elected:

- (a) Board Chair – Janice Zeitlin
- (b) Executive Vice President – Mary Baker
- (c) Vice President for Operations – Scott Blais
- (d) Vice President for Administration – Glenn Mingledorf

- (e) Treasurer – William Schaffner
- (f) Assistant Treasurer – Sandra Estes
- (g) Secretary – Leslie Schreiber
- (h) Assistant Secretary – Kate Elliott

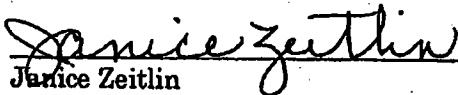
6. That the power and authority of the Executive Committee be suspended and that until the conclusion of the next annual meeting the Transition Committee consisting of Janice Zeitlin, William Schaffner and Charles Trost, shall have the powers and authority of the Executive Committee and by their unanimous act or consent may act on behalf of the Board in all matters within the authority and purview of the Board.


7. Commencing immediately only the following people shall have signature and withdrawal power over the funds of the Sanctuary:

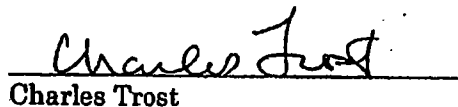
Vice President of Operations
Vice President of Administration
Treasurer
Assistant Treasurer

No withdrawal, check or other disbursement of the Sanctuary funds in an amount of \$10,000 or greater may be made without at least two authorized signatures, and if in the amount of \$50,000 or greater, may not be made without the authorization of either the Treasurer or Assistant Treasurer.

Attached to this Report as collective Exhibit B are copies of written communications which have been delivered to or received by the Committee.


Janice Zeitlin


William Schaffner, M.D.


Charles Trost