

MINUTES
WAR MEMORIAL BOARD OF TRUSTEES
Thursday, July 9, 2015

The Board of Trustees of the War Memorial of San Francisco met at 2:00 p.m. on Thursday, July 9, 2015, in the Trustees' Board Room, War Memorial Opera House, President Bashford presiding.

ROLL CALL

Present: President Bashford, Vice President Horn, Trustee Bechtle, Trustee Lui, Trustee Moscone, Trustee Myatt, Trustee Pelosi, Trustee Shultz and Trustee Stafford

Absent: Trustee Davis and Trustee Wilsey

Staff Present: Elizabeth Murray, Managing Director; Jennifer Norris, Assistant Managing Director

APPROVAL OF MINUTES

President Bashford called for approval of the minutes of the June 9, 2015 Building Committee meeting. On motion of Trustee Shultz, seconded by Trustee Moscone, the minutes were unanimously approved.

President Bashford called for approval of the minutes of the June 11, 2015 regular meeting of the Board. On motion of Vice President Horn, seconded by Trustee Lui, the minutes were unanimously approved.

PRESIDENT'S REPORT

Opera and Symphony Seasons: President Bashford stated that the San Francisco Opera closed its 2015 Summer Season on July 5, and he extended congratulations to the San Francisco Opera for a wonderful summer season, including the astonishing new production of the *Trojans*.

President Bashford also stated that the San Francisco Symphony closed its 2014-15 Season on June 30, and immediately opened its "Summer with the Symphony" Season on July 2. President Bashford extended best wishes to the Symphony for a successful summer season.

MANAGING DIRECTOR'S REPORT

Rental Requests: Ms. Murray stated that rental requests mailed to Trustees are routine and requested their approval. On motion of Trustee Myatt, seconded by Trustee Moscone, the following resolution was unanimously adopted:

RESOLUTION NO. 15-26

RESOLVED, By the Board of Trustees of the War Memorial of San Francisco that the following rental requests are hereby approved:

LOUISE M. DAVIES SYMPHONY HALL

Youth Speaks Teen Poetry Slam Grand Finals	April 16, 2016	\$2,500.00 vs 10% \$5,000.00 maximum
UCSF School of Pharmacy Graduation Ceremony	May 5, 2016	\$3,500.00

UCSF School of Dentistry Graduation Ceremony	June 9, 2016	\$3,500.00
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UCSF School of Nursing Graduation Ceremony	June 10, 2016	\$3,500.00
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HERBST THEATRE

Beaver Productions Melody Gardot	September 28, 29, 2015	\$4,500.00
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San Francisco Opera Guild Panel Discussions	October 6, 2015 November 16, 30, 2015	\$3,750.00
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San Francisco Public Works Staff Meeting	October 28, 2015	\$700.00
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California Institute for Integral Studies Don Miguel	October 28, 2015	\$1,250.00
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Another Planet Entertainment Ralphie May	November 8, 2015	\$2,500.00
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Presidio Performing Arts Foundation Beyond the Land of Sweets	December 5, 6, 2015	\$2,500.00
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Artbeat, Inc. Forever Tango	December 20, 2015 - Jan. 2, 2016 (13 Performances)	\$16,750.00
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Jill Bourque Presents Not Your Normal New Year's Eve	December 31, 2015	\$2,500.00
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Director's Report:

Replacement of Opera Balcony & Balcony Circle Seats: Ms. Murray stated that the Opera House Balcony & Balcony Circle seat replacement, funded by the San Francisco Opera/Ballet facility fee, has begun and will continue into early August. Ms. Murray said this is the first of three phases of Opera House seat replacements, that will include replacing the seats in the Dress Circle, Grand Tier and Orchestra levels in subsequent years.

SECRETARY'S REPORT

Revenue, Appropriations and Housekeeping Expenditures Reports for June 2015: Ms. Norris stated that Revenue, Appropriations and Housekeeping Expenditures reports for June 2015 have been distributed to Trustees, and she requested approval of the June 2015 housekeeping expenditures as submitted. On motion of Trustee Shultz, seconded by Trustee Moscone, the following resolution was unanimously adopted:

RESOLUTION NO. 15-27

RESOLVED, By the Board of Trustees of the War Memorial of San Francisco that Purchase Order Nos. WM150197 through WM150226 are hereby approved.

COMMITTEE REPORTS

Veterans Building Project Committee

Veterans Building Seismic Upgrade & Improvements Project: Vice President Horn stated that there have been two tours since the last meeting of the War Memorial Board of Trustees. The roof is finished and only debris remains to be removed. On the fourth floor, the Opera's contractor Webcor has installed the acoustical floor in the performance space. The IT infrastructure is going in throughout the building. Tile work in restrooms and kitchen areas is now complete as is the new Green Room catering kitchen. A new accessible service bar has been installed in the Green Room. Vice President Horn reported that work in the Herbst Theatre work continues. The stage has been painted and the valance and stage drapes are ready to be lifted into place. New LED worklights are up and running and have been tested. The Herbst Theatre chandeliers, fully renovated, have been reinstalled and are now operating.

Vice President Horn stated that the project remains on schedule for completion on September 1, 2015.

GOOD AND WELFARE

Trustee Shultz stated that for the last two years, Trustee Horn has been actively involved in the Veterans Building Seismic Upgrade and Improvements Project, touring the construction site every other week, and participating in regular meetings with the Project team to consider and resolve construction issues and concerns. She said that Trustee Horn has reported to the board every month on the status of the project and his participation has been invaluable to the project and to the board.

Trustee Shultz stated that Trustee Horn has worked on the Veterans Building Project for over a decade. In 2002, Trustee Horn led the *Committee to Restore the Veterans Building* and ran a two-person campaign for "Proposition C – Veterans Building Renovation." While this ballot measure received 55% of the vote, it unfortunately did not pass due to the two-thirds vote requirement. Trustee Horn continued for the next 6 years working with staff and making presentations to the Mayor's Office, the Board of Supervisors and the City's Capital Planning Committee, and his determination proved successful when a funding plan for the Veterans Building seismic renovation was approved in 2008. It is most probable that we would not be on this brink of success without the dedication and hard work of Tom Horn.

Trustee Shultz stated that considering all that Trustee Horn has done to plan, monitor and oversee the renovation of our great Veterans Building on behalf of the Board of Trustees, she would like to put forward a motion to name the Herbst Theatre lower lounge bar in honor of Trustee Thomas E. Horn. She said that she selected this particular area because Trustee Horn assisted with numerous design decisions for this space. The motion was seconded by Trustee Bechtle, and the following resolution was unanimously adopted:

RESOLUTION NO. 15-28

RESOLVED, By the Board of Trustees of the War Memorial of San Francisco that it hereby thanks and commends Trustee Horn on his invaluable service relating to the Veterans Building Seismic Upgrade & Improvements Project and names the Herbst Theatre Lower Lounge Bar in honor of Trustee Thomas E. Horn.

Vice President Horn stated that he was deeply honored and thanked the Trustees. He said that working on the Veterans Building Project has been a labor of love and he considers it a privilege to have been trusted by the Trustees to chair the Oversight Committee.

REGULAR ITEMS

Opera request for Exterior Banners: President Bashford stated that Trustees have received the letter from the San Francisco Opera requesting to install seven large-scale banners on the Opera House loggia from July 9

through December 14, 2015 for the Opera 2015 Fall Season. The banners will be the same size as this past year's banners and will use the existing banner rigging.

Following discussion, and on motion of Trustee Bechtle, seconded by Trustee Moscone, the following resolution was unanimously adopted:

RESOLUTION NO. 15-29

RESOLVED, By the Board of Trustees of the War Memorial of San Francisco that it hereby approves the request of the San Francisco Opera to install seven large-scale banners on the Opera House loggia from July 9 through December 14, 2015 for the Opera 2015 Fall Season.

Closed Session for Conference with Legal Counsel for Anticipated Litigation: President Bashford stated that as noticed on today's agenda, the Trustees will meet in closed session with legal counsel on anticipated litigation regarding space allocation for and facility use by the San Francisco Posts of the American Legion in the Veterans Building.

President Bashford stated that before going into closed session, he would like to make a related announcement. President Bashford stated that by the authority granted to the President under the Board of Trustees' Rules, he is establishing a special ad hoc Litigation Committee to meet and discuss issues related to anticipated litigation regarding space allocation for and facility use by the San Francisco Posts of the American Legion in the Veterans Building. President Bashford said he has asked Trustees Bechtle, Horn, Myatt and Stafford to serve on this committee, with Trustee Bechtle as chair, and they have accepted.

President Bashford reported that first, the Board will take public comment on all matters pertaining to the closed session. Then the Board will entertain a motion to hold a closed session to confer with the City Attorney pursuant to Government Code Sections 54956.9(d)(2) and 54956.9(e)(3) and San Francisco Administrative Code Section 67.10(d).

Public Comment:

President Bashford asked if there was any public comment relating to any aspect of this agenda item, including whether the Board should confer with the City Attorney in closed session, and whether the Board should disclose any or all of its closed session discussion.

Paul Cox, Chair of the American Legion War Memorial Commission, asked that the information discussed in the closed session be disclosed to the public.

There being no further comment, public comment was closed.

Motion to go into Closed Session:

President Bashford stated that based on existing facts and circumstances, there is significant exposure to litigation against the City. Accordingly, he asked for a motion to invoke the attorney-client privilege and go into closed session to confer with or receive advice from the City Attorney pursuant to Government Code Sections 54956.9(d)(2) and 54956.9(e)(3) and San Francisco Administrative Code Section 67.10(d).

On motion of Trustee Pelosi, seconded by Trustee Moscone, the Board of Trustees voted unanimously to convene in closed session pursuant to Government Code Sections 54956.9(d)(2) and 54956.9(e)(3) and San Francisco Administrative Code Section 67.10(d).

CLOSED SESSION

RECONVENE IN OPEN SESSION

President Bashford reconvened the meeting in open session. President Bashford announced that the Board of Trustees took no action during the closed session. President Bashford called for a motion on whether to disclose the contents of the closed session. On motion of Trustee Shultz, seconded by Vice President Horn, the Board of Trustees voted unanimously not to disclose any of the discussion during the closed session.

ADJOURNMENT

There being no further business to come before the Board, President Bashford adjourned the meeting at 3:30p.m.

Jennifer E. Norris
Executive Secretary