

MINUTES
WAR MEMORIAL BOARD OF TRUSTEES
VETERANS COMMITTEE MEETING

Wednesday, April 20, 2016

The Veterans Committee of the Board of Trustees of the War Memorial of San Francisco met at 2:00 p.m. on Wednesday, April 20, 2016, in the Trustees' Board Room, War Memorial Opera House, Committee Chair Myatt, presiding.

ROLL CALL

Present: Chair Myatt, Trustee Bechtle, Trustee Davis, Trustee Pelosi, President Horn, *Ex officio*

Absent: Trustee Walker

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

1. Proposed Policy Governing Allocation of Space in the Veterans Building to Patriotic Organizations:

Chair Myatt stated there is one item on today's agenda of the Veterans Committee, consideration and adoption of recommendations on the proposed policy governing allocation of space in the Veterans Building to patriotic organizations.

Chair Myatt stated that in advance of today's meeting, Committee members received the draft policy governing allocation of space in the Veterans Building to patriotic organizations. As noted in the opening paragraph of the draft policy, the proposed policy will apply to incoming patriotic organizations seeking to occupy space in the Veterans Building on or after the date of adoption of the policy. It will not apply to organizations occupying the building prior to adoption of the policy. The draft policy also includes a form to be used by the American Legion War Memorial Commission to notify the War Memorial of new patriotic organizations seeking to occupy space in the Veterans Building.

Chair Myatt stated that the American Legion War Memorial Commission was provided a copy of the draft policy on April 8, and late last week, the Commission requested a meeting to discuss the draft. He reported that on Monday, April 18, 2016, President Horn, Beth Murray, our deputy city attorneys and he met with Commission representatives and their attorneys about the policy. During that meeting, the Commission voiced concerns with portions of the policy and the War Memorial agreed to make several changes to the draft policy for clarification purposes. Chair Myatt reported that last evening, the Commission's attorneys sent proposed alternative language to portions of the draft policy.

Chair Myatt said that today the Committee has received a revised draft policy, incorporating the clarification changes agreed upon by the parties and incorporating some – but not all – of the alternative language provided by the Commission last evening.

Chair Myatt requested Managing Director Beth Murray to review the changes in the revised draft, noting that revisions are noted in red on the new draft.

Ms. Murray noted that in Section I, concerning the types of patriotic organizations eligible to occupy rent-free space in the Veterans Building under the War Memorial Trust, language in section I(b) has been expanded to include veteran services organizations ("VSOs") that provide social services exclusively or primarily to veterans and/or their relatives. She noted this clarification comes with a footnote stating that in the case of a VSO that provides social services primarily but not exclusively to veterans and/or their relatives, the VSO's activities in the building (both administrative functions and provision of social services) must be exclusively for veterans

and/or their families.

Ms. Murray stated that Section I has also been revised to add a subsection I(c), providing that “nonprofit organizations dedicated to the commemoration of a war or wars, or veterans of a war or wars, in which the U.S. has engaged” shall be included in the types of patriotic organizations eligible to occupy rent-free space in the Veterans Building under the War Memorial Trust. She noted this revision would encompass one of the organizations the American Legion War Memorial Commission has indicated they would like to have in the building, specifically the Korean War Memorial Foundation which is constructing a Korean War Memorial.

Ms. Murray stated that in Section II, concerning permissible uses of the Veterans Building by eligible patriotic organizations, the Trustees would allow some direct services on-site such as job training, technical training, legal services, housing placement, educational services and referrals to other service providers for such services. She noted that medical services, including in-person or on-site referrals for medical services, shall not be allowed on-site.

Ms. Murray stated that there are no revisions to Section III which lists the Veterans Building spaces currently allocated to San Francisco Posts of the American Legion. This section also states that incoming patriotic organizations shall initially be assigned space within the currently allocated space. If the War Memorial Board of Trustees determines that the currently allocated space is fully utilized, through an annual review of space utilization data collected by War Memorial staff, the Board of Trustees will identify additional space for use by patriotic organizations. Alternatively, if the Board of Trustees determines that the currently allocated space is not fully utilized, the Board of Trustees may reduce or revise the currently allocated space in the future.

Ms. Murray reported that Section IV outlines the procedure, including a form, whereby the American Legion War Memorial Commission shall notify the Board of Trustees of patriotic organizations seeking to occupy space in the Veterans Building. For proposed occupancies in the Commission’s currently allocated space, notices of space allocation may be submitted at any time. If the Board of Trustees determines the currently allocated space is fully utilized, the American Legion War Memorial Commission may submit, no later than January 1st of each year, notices of space allocation for any and all patriotic organizations it seeks to install in space other than the currently allocated space for the following calendar year. Ms. Murray noted that the revised draft adds language that when feasible, the Board of Trustees will consider requests for space other than the currently allocated space that is not currently assigned or occupied on less than one year’s notice.

Ms. Murray stated that Section IV also provides that the notice of space allocation submitted by the American Legion War Memorial Commission shall include a letter from the proposed patriotic organization including the following information:

- a. Description of the patriotic organization’s purpose, services, and/or activities.
- b. Description of the patriotic organization’s proposed use of space in the building.
- c. Number of patriotic organization’s employees/volunteers/staff that would occupy the allocated space.
- d. Square footage requested by the patriotic organization.
- e. Confirmation that the patriotic organization is prepared to enter into an occupancy agreement with the City and County of San Francisco which sets forth occupancy terms including, but not limited to: compliance with the covenants and conditions in paragraph 9 of the Trust, prohibition on subletting, indemnification, insurance, building rules and regulations, consequences for violation of rules, and payment of all utilities, services and material of every character used in or about the allocated premises currently estimated at \$15.42 per square foot per year or \$1.29 per square foot per month, adjusted annually on July 1 as approved by the War Memorial Board of Trustees.
- f. Description of any and all proposed alterations to the allocated space that the organization proposes to implement in its requested space.

Ms. Murray noted that any alterations to the building must be approved in writing by both the American Legion War Memorial Commission and the War Memorial Board of Trustees.

Ms. Murray stated that Section V of the draft policy outlines the War Memorial Board of Trustees' consideration of space allocation. She stated that in reviewing the proposal, the Committee (or the full Board of Trustees as appropriate) shall consider the following questions:

- Does the proposed patriotic organization satisfy the eligibility criteria set forth in in Section I of the policy.
- Does the proposed use fall within the uses prescribed in Section II of the policy and paragraph 10, (C)(2) of the Trust – i.e., use as club and meeting rooms and for executive offices and auditorium purposes.
- If the American Legion War Memorial Commission has proposed a particular space to be allocated to the patriotic organization, is that space appropriate based on the patriotic organization's proposed uses or activities, number of staff, and/or proposed alterations, and if not, is there an alternative appropriate space available in the building.
- Finally, if the proposal includes proposed alterations, are such alterations appropriate for the space in question.

Ms. Murray stated that the War Memorial Board of Trustees shall approve the space allocation unless it finds that the space allocation does not satisfy one or more of the criteria listed in Section V and/or is inconsistent with the terms of the Trust.

Ms. Murray stated that the final Section VI, concerning approved space allocations, provides that the patriotic organization shall execute an occupancy agreement with the City for no less than 30 days and up to one-year, with a procedure for automatic annual renewals. She stated the revised draft provides that upon request, the Board of Trustees will consider longer-term occupancies. The approved patriotic organization may commence occupancy following execution of the occupancy agreement and submission of required insurance documents.

In discussion, Trustee Pelosi asked whether a patriotic organization who makes approved alterations would be held responsible for restoring the space to its original condition upon vacating the space. Ms. Murray stated that the draft policy does not assign responsibility for restoring alterations, thus it would fall to the next occupant to alter the space to meet their requirements.

President Horn stated the draft policy is a document that seeks to create an orderly and reasonable way to implement the court opinion. As with any policy, this policy is adaptable as the Trustees learn more about what works and what doesn't and should circumstances later arise that indicate the adopted policy can be improved, the Trustees can adopt modifications to the policy. President Horn added that this policy allows us to move forward with housing additional veterans' organizations in the Veterans Building and increasing the usage level of space allocated to the American Legion Posts.

Following discussion by the Trustees, Chair Myatt stated the Committee will be considering a recommendation to the full board to approve the revised draft policy governing allocation of Veterans Building space to patriotic organizations, and he called for public comment.

Paul Cox, Chair of the American Legion War Memorial Commission, stated that today's discussion is music to his ears and shows we are really on the same page. He said the American Legion Posts want to see the Veterans Building used as much as possible by the whole community, recognizing that the arts community has its place in the building and recognizing the veterans have their place in the building. Mr. Cox referred to a letter sent to the Trustees last week which lists 17 organizations the Posts would like to bring into the building. He said we should start looking at those organizations on a one on one basis. Mr. Cox said the application form at the back of the policy is a perfectly fine way to move, and once we talk through what that may mean for those organizations then we can move into a whole new era for the building. Mr. Cox also commented on a University of Southern California survey of veterans in the Los Angeles area which has helped define their vision for the Veterans Building, to provide for holistic and unmet needs of the veterans' community.

Quentin Kopp, speaking as President of the Korean War Memorial Foundation, stated that the Korean War Memorial Foundation is one of the 17 organizations on the list that was delivered to the Board of Trustees on April 7, 2016. Mr. Kopp said he wants to associate himself with the remark of Mr. Paul Cox, in the second paragraph of that letter, to wit they will need access and keys for those groups to facilitate their move to the second floor and finished spaces on the third floor by May 1, 2016. The Korean War Memorial Foundation is one of the 17 groups set forth in the attachment to the April 7 letter and has until May 31, 2016 to vacate its premises at the Presidio.

John McCaffrey, a Viet Nam Veteran, stated that the transition takes ten years from the end of the service to getting back into a normal existence. Mr. McCaffrey said as a veteran he experienced that himself and there will be a long duration of issues with veterans, especially if we have continuing wars. Mr. McCaffrey stated it is not going to be a quick situation.

There being no further public comment, public comment was closed. Chair Myatt asked if there is a motion to recommend approval of the revised draft policy governing allocation of space in the Veterans Building to patriotic organizations. On motion of Trustee Pelosi, seconded by Trustee Davis, the following recommendation was unanimously adopted:

RECOMMENDED, To the Board of Trustees of the War Memorial of San Francisco that it approve the revised draft Policy Governing Allocation of Space in the Veterans Building to Patriotic Organizations.

2. Public Comment on items within the jurisdiction of the Veterans Committee of the Board of Trustees but not on the agenda:

Chair Myatt called for public comment on items within the jurisdiction of the Veterans Committee but not on the agenda.

Paul Cox stated it was his understanding that the Posts and the Trustees were going to have additional conversations on the draft policy. He stated that while he thinks the draft is a good draft it is not final enough and he prefers the committee not vote on it but instead remand it to the working group for further discussion.

President Horn stated the motion to recommend approval of the draft policy has been made and carried. Public comment on this matter was closed and the Committee adopted the approval recommendation. President Horn again noted that if the policy is approved by the Board of Trustees, and if during implementation of the policy we find issues or concerns, then we can revisit and make changes to the policy at that time. He added that there are organizations desiring to move into the Veterans Building right away and we cannot have new organizations coming into the building until we have a policy to govern that entry. President Horn stated that the draft policy considered and recommended today will go to the full Board of Trustees at its meeting on May 12, 2016, and if approved by the Board, will accommodate the timely move-in of new patriotic organizations.

Trustee Pelosi stated in that the Committee has recommended approval of the draft policy, if Mr. Cox or others have issues or proposed amendments to the draft, they can put that in a letter to the Board so that when the Board considers the Committee's recommendation the Board can as well take any comments under consideration.

Nelson Lum, Vice Chair of the American Legion War Memorial Commission, stated that although action has been taken, he would like if at all possible there to be another working meeting. He noted such a meeting allows for back and forth discussion that isn't possible at a public meeting when the public is limited to three minutes of public comment. Mr. Lum also suggested the Korean War Memorial Foundation be given temporary space in the Veterans Building which would allow time for the policy and procedures to be developed.

Ms. Murray noted the current discussion is out of order as the current agenda item is general public comment on items not on the agenda.

Chair Myatt called for any additional general public comment on items not on the agenda. There being none, general public comment was closed.

3. Adjournment:

There being no further business, Chair Myatt adjourned the meeting at 2:50 p.m.

Jennifer E. Norris
Executive Secretary