

MINUTES
WAR MEMORIAL BOARD OF TRUSTEES
REGULAR MEETING
Thursday, June 12, 2014

The Board of Trustees of the War Memorial of San Francisco met in regular session at 2:00 p.m. on Thursday, June 12, 2014, in the Trustees' Board Room, War Memorial Opera House, Vice President Bashford presiding.

ROLL CALL

Present: Vice President Bashford, Trustee Horn, Trustee Lui, Trustee Moscone, Trustee Pelosi, Trustee Stafford and Trustee Wilsey

Absent: President Myatt, Trustee Bechtle, Trustee Davis and Trustee Shultz

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

APPROVAL OF MINUTES

Vice President Bashford called for approval of the minutes of the May 8, 2014 regular meeting of the Board. On motion of Trustee Moscone, seconded by Trustee Wilsey, the minutes were unanimously approved.

PRESIDENT'S REPORT

San Francisco Veterans Memorial Project: Vice President Bashford reported that construction of the San Francisco Veterans Memorial has started in the Memorial Court. He stated there are two contractors working on the Project; Yerba Buena Construction has been contracted to perform the landscape work and Pankow Builders will be constructing the actual memorial in the octagon area. Vice President Bashford said construction will continue through early October and that formal dedication is planned for Friday, October 10, 2014.

MANAGING DIRECTOR'S REPORT

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

RESOLUTION NO. 14-22

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

San Francisco Girls Chorus Holiday Concert	December 8, 2014	\$2,500.00 vs 10% \$5,000.00 maximum
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SECRETARY'S REPORT

Revenue, Appropriations and Housekeeping Expenditures Reports for May 2014: Ms. Norris stated that Revenue, Appropriations and Housekeeping Expenditures reports for May 2014 have been distributed to Trustees, and she requested approval of May housekeeping expenditures as submitted. On motion of Trustee Pelosi, seconded by Trustee Wilsey, the following resolution was unanimously adopted:

RESOLUTION NO. 14-23

RESOLVED, By the Board of Trustees of the War Memorial of San Francisco that Purchase Order Nos. WM140186 through WM140210 are hereby approved.

COMMITTEE REPORTS

Veterans Building Project Committee

Veterans Building Seismic Upgrade & Improvements Project:

Project Construction: Trustee Horn reported on the bi-weekly Veterans Building Project tour on Tuesday, May 20. He stated that the roof is completely contained while the contractor performs hazardous materials abatement. New shotcrete shear walls are installed up to the third floor and the remainder of the third and fourth floors are being prepped for shear wall installation. Trustee Horn stated that new restrooms are being installed on the first and second floors and contractors have begun framing the new Performer's Green Room, dressing rooms and rehearsal room in the backstage area of Herbst Theatre.

Trustee Horn also reported that the first of three existing boilers is being retrofitted, noting that the steam boilers continue to provide steam and hot water to the Opera House during the project. Trustee Horn noted that a tower crane is being assembled on the exterior of the building to hoist steel and other heavy construction materials into the building via the roof.

Tara Lamont, Department of Public Works Project Manager for the Veterans Building Project, reported that the project is two weeks away from being 50% complete and that the scheduled completion date is July 1, 2015.

Augmenting Trustee Horn's report, Ms. Lamont stated that demolition of the facing on the Herbst Theatre box seating level is in progress and new facing will provide improved sightlines for patrons. On the west exterior of the building, pits have been excavated for the new PG&E and emergency generator vaults. Attic catwalks above the Herbst Theatre are being replaced with steel catwalks which will allow safe movement in the attic area. And the contractor is presently working to connect utilities to Franklin Street which must be completed prior to DPW's Franklin Street re-paving project which begins in July.

Ms. Lamont stated that the Veterans Building Project Team is having regular meetings with Webcor, the contractor for the Opera's fourth floor improvements. She noted that Webcor will start work in July 2014 and will complete the Opera improvements in September 2015.

Project Budget: Ms. Lamont reported that the City's Real Estate Division is pursuing opportunities for the sale of War Memorial transferable development rights (TDR) to cover the \$14.5 million budget shortfall for the Veterans Building Project. She stated that City Planning has certified 1.1 million square feet of eligible TDR available from the War Memorial complex, and pursuant to the Board of Supervisors' resolution adopted in January 2014, War Memorial TDR can be sold at no less than \$25 per square foot. Ms. Lamont reported that the Director of Real Estate has received a sale proposal for \$5 million of War Memorial TDR, and the remaining TDR has been assigned to a broker.

Ms. Lamont stated that additional capital funding from the War Memorial's FY 2014-15 capital budget and a gift from the San Francisco Performing Arts Center Foundation will allow for painting of the Green Room and Herbst Theatre, purchase and installation of kitchen equipment, and renovation of the McAllister Street sidewalk elevator to be added to the project.

Presentors Liaison Committee**Patina Restaurant Group proposed designs for capital investment upgrades to the Opera House Lower Lounge Café and Opera House Dress Circle Lobby:**

Trustee Horn reported that the Presentors Liaison Committee met earlier today to continue consideration of Patina's proposed designs for capital investment upgrades to Opera House food and beverage facilities. He reported that today the Committee visited both the lower lounge café and the dress circle lobby to view furnishing and fabric samples in their planned locations. They were guided through the process by Reza Samadi, Patina's Director of Operations for Museums and Performing Arts Center, Gina Gross, Patina's West Coast Project Manager, and Patina's designer Heather Ashton.

Trustee Horn made a motion to adopt the report of the Presentors Liaison Committee and approve Patina Restaurant Group's sample furnishings and fabrics for the Opera House lower lounge café and dress circle lobby subject to subsequent review and approval of alternate samples for the lower lounge dining room and bar chairs. The motion was seconded by Trustee Moscone, and unanimously adopted as follows:

RESOLUTION NO. 14-24

RESOLVED, By the Board of Trustees of the War Memorial of San Francisco that it hereby adopts the report and recommendation of its Presentors Liaison Committee and approves Patina Restaurant Group's furniture and fabric samples for the Opera House Dress Circle south promenade lobby and the lower lounge Café with the exception of the Café dining room and bar chairs which will be subject to subsequent review and approval of alternate samples.

GOOD AND WELFARE

Vice President Bashford stated that the Trustees wish Trustee Shultz a speedy recovery from a recent fall resulting in a broken shoulder.

PUBLIC COMMENT

Nelson Lum, Chair of the American Legion War Memorial Commission, expressed appreciation for the construction of the San Francisco Veterans Memorial, and he thanked the Trustees and Elizabeth Murray for raising the funds to make the memorial possible. Mr. Lum also stated that while the American Legion War Memorial Commission prefers to negotiate with the Trustees rather than to litigate, he believes that litigation is imminent.

REGULAR ITEMS

Contribution from San Francisco Performing Arts Center Foundation: Vice President Bashford stated that he was pleased to report that the San Francisco Performing Arts Center Foundation is proposing to contribute \$500,000 to the War Memorial to be used for re-painting and re-gilding the Veterans Building Green Room as part of the Veterans Building Seismic Upgrade and Improvements Project. He reported that Trustees have received a copy of a draft resolution accepting this contribution.

Vice President Bashford stated that the Veterans Building painting subcontractor is currently analyzing the historic Green Room paint and gilding and will then prepare paint samples for the Board's review.

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

RESOLUTION NO. 14-25

RESOLVED, By the Board of Trustees of the War Memorial of San Francisco that it hereby accepts the contribution from the San Francisco Performing Arts Center Foundation in the amount of

\$500,000.00 to be used for re-painting and re-gilding of the Veterans Building Green Room as part of the Veterans Building Seismic Upgrade and Improvements Project.

Closed Session for Conference with Legal Counsel for Anticipated Litigation: Vice President Bashford stated that Board of Trustees will meet in closed session to confer with legal counsel on anticipated litigation. Vice President Bashford stated that the Board will first take public comment on all matters pertaining to the closed session; the Board will then entertain a motion to hold a closed session to confer with the City Attorney pursuant to Government Code Section 54956.9(d)(2) and San Francisco Administrative Code Section 67.10(d).

Public Comment

Vice President Bashford called for public comment relating to any aspect of the closed session 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. There was no public comment.

Vice President Bashford stated that based on existing facts and circumstances, there is a significant exposure to litigation against the City. Accordingly, he asked if there is a motion to invoke the attorney-client privilege and go into closed session to confer with or receive advice from the City Attorney. On motion of Trustee Wilsey, seconded by Trustee Moscone, the Board of Trustees voted unanimously to convene in closed session pursuant to Government Code Section 54956.9(d)(2) and San Francisco Administrative Code Section 67.10(d).

CLOSED SESSION

RECONVENE IN OPEN SESSION

Vice President Bashford reconvened the meeting in open session. Vice President Bashford announced that the Board of Trustees took no action during the closed session. Vice President Bashford called for a motion on whether to disclose the contents of the closed session. On motion of Trustee Lui, seconded by Trustee Wilsey, 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, Vice President Bashford adjourned the meeting at 2:45 p.m.

Jennifer E. Norris
Executive Secretary