

MINUTES
WAR MEMORIAL BOARD OF TRUSTEES
REGULAR BOARD MEETING
Thursday, April 9, 2026

The Board of Trustees of the War Memorial of San Francisco met in regular session on Thursday, April 9, 2026, at 2:00 p.m., in the Trustees’ Board Room, War Memorial Opera House, Vice President Horn presiding.

ROLL CALL

- Present: Vice President Horn, Trustee Gatti Trustee Kopp, Trustee Lam, Trustee Makras, Trustee Muduroglu, Trustee Newstat, Trustee Pelosi, Trustee Rocco and Trustee Wright
- Absent: President Wilsey and Trustee Muduroglu
- Staff Present: Kate Sofis, Managing Director; Rob Levin, Assistant Managing Director; and Francesca Cicero, Board Secretary

Board Secretary Cicero made an opening announcement related to remote public comment. She stated that remote public comment, except as necessary for disability accommodations, has been discontinued. She noted that members of the public are invited to observe the meeting in-person or online, but only members of the public attending the meeting in-person will have an opportunity to provide public comment.

Requests for accommodation for remote public comment should be made at least 48 hours prior to the meeting, by email or voicemail (WarMemorialBoard@sfgov.org or 415-554-6377).

APPROVAL OF MINUTES

On motion of Trustee Gatti, seconded by Trustee Newstat, the following resolution was unanimously adopted:

RESOLUTION NO. 26-11

RESOLVED, By the Board of Trustees of the War Memorial of San Francisco the minutes of the March 12, 2026, Regular meeting are hereby approved.

PRESIDENT’S REPORT

No update.

MANAGING DIRECTOR'S REPORT

Managing Director Sofis reported that the Opera House mansard roof project is underway and that additional lead was discovered after work began, requiring a pause while enhanced mitigation plans were developed. Work has resumed and remains on schedule. She also reported ongoing coordination with the Opera regarding safety during construction. She stated that elevator modernization for two administrative elevators in the Opera House will begin in August and that modernization has historically reduced emergency repair costs. Funding for freight elevator replacement design is in place, and additional capital funding for lifts and generators is anticipated.

She noted recent findings regarding generator capacity and the need for improvements to emergency power connections at the Opera House, Veterans Building, Davies Symphony Hall, and Zellerbach Hall.

ASSISTANT MANAGING DIRECTOR'S REPORT

Assistant Managing Director Rob Levin noted he would be presenting on revenue during the first regular agenda item. Trustee Gatti raised the need to upgrade trash receptacles in the Veterans Building and Opera House, noting their visual impact. Staff agreed to research options and return with information at a future meeting.

BOARD SECRETARY'S REPORT

Board Secretary Francesca Cicero reported that all Ethics filings were completed on time.

COMMITTEE REPORT

Marketing and Community Engagement: Chair of the Committee, Trustee Wright, reported that the Committee met earlier in the day to discuss brand identity and strategy for the War Memorial and Performing Arts Center. She summarized the Committee's discussion concerning public confusion about the campus name, opportunities to strengthen revenue through clearer identity, and the need to preserve the War Memorial's historic purpose. Trustees Rocco and Kopp will join the Committee for future meetings. Vice President Horn reminded the Board of the intent to honor World War I veterans with a "living memorial." Trustee Rocco emphasized that history and tradition are extremely important within the military and Trustee Kopp agreed. Trustee Wright stated that with the current budget cuts, the Board needs to be thoughtful about how to market the venues, without changing its intent and purpose.

REGULAR ITEMS

Departmental Budget Updates:

Assistant Managing Director Levin presented the Earned Revenue Projection Report, taking into account what is expected by the end of June 2026. He noted that total revenue is projected at 95% of budget, reflecting year-to-date actuals plus fourth-quarter projections.

He reported:

- *Facility Rentals:* 85% of budget; the Department intentionally set ambitious targets to support long-term revenue growth.
- *Food & Beverage Concessions:* 113% of budget due to enhanced programs with Global Gourmet.
- *Program Merchandise Commissions:* 613% of budget, attributed to increased commercial rentals and merchandise sales.

Director Levin also described increasing outside rental activity at Davies Symphony Hall, with bookings rising from 13 (2024) to 16 (2025) and 18 already in progress for 2026 as of April. He reported on increasing business development efforts, including a successful booking of Rock Orchestra by Candlelight at the Opera House for September 28, 2026. The Veterans Building venues remain a priority for expanded event usage.

Managing Director Sofis reported that based on revised revenue projections, the Department anticipates an earned revenue shortfall of approximately \$250,000. She noted that because the War Memorial operates within the City's closed-loop budgeting system, Departmental expenditures may not exceed the combined total of General Fund support and earned revenue; therefore, even though earned revenue is projected at 95% of budget, the remaining approximately \$250,000 shortfall must be absorbed through the Department's reserves to maintain the required budget balance. She stated that the Department achieved its targeted \$750,000 reduction through custodial service optimization without reducing patron-facing services. Citywide staff reduction requirements resulted in the elimination of three positions, including one vacant public safety role. A conditional offer has been made for the Director of Public Safety position.

Charter Reform: Vice President Horn explained that there are multiple proposed City charter amendments emerging from two parallel efforts: (1) the Mayor’s charter reform proposal currently circulating for signatures, and (2) the Commission Streamlining Task Force recommendations. He explained that both proposals include reforms affecting oversight structures for City boards and departments, including the War Memorial.

Director Sofis reported that the Mayor’s proposal includes three changes relevant to the War Memorial:

- Removal of Trustees at will by the Mayor, eliminating existing cause-based removal standards.
- Appointment and removal of the Managing Director by the Mayor, instead of by the Board of Trustees.
- Executive branch reorganization authority, which would allow the Mayor to transfer duties or reorganize City departments. Sofis noted that several departments—the Airport, Port, Fine Arts Museums, and Asian Art Museum—are exempted from this reorganization authority, but the War Memorial is not currently included on that exemption list. She stated that the department has requested similar treatment to protect the War Memorial Department.

Director Sofis further explained that the Commission Streamlining Task Force has put forward very similar proposals relating to trustee removal and department-head appointment, although that proposal would proceed through the Board of Supervisors rather than directly to the ballot. She noted that the Board of Supervisors has not yet drafted a final measure.

Director Sofis also outlined two additional areas where the War Memorial differs from the Fine Arts Museums and the Asian Art Museum in the existing Charter, identified earlier by the City Attorney. The first is the ability to enter into agreements with nonprofit partners, such as the War Memorial’s operating partner nonprofit the San Francisco Performing Arts Center Foundation, to conduct certain operational or fundraising activities. She explained that the absence of parallel Charter authority creates potential ethics-related risks for the Department, despite having an MOU with the Foundation. The second is the ability for the Foundation to supplement executive compensation, which other charitable trust departments may utilize to remain competitive in recruiting and retaining senior leadership. She also noted that having the Managing Director and Assistant Managing Director could be employed by the Foundation in order to be able to direct Foundation employees. She also explained that they could also employ a full-time CFO/Administrator for the Foundation to direct those employees. Director Sofis emphasized that this is a long-term structural question, not a proposal for immediate change.

Trustees discussed the proposals extensively and questioned whether the War Memorial should be treated similarly to the Fine Arts Museums and Asian Art Museum. Several Trustees emphasized the need to preserve the War Memorial’s independence as a charitable trust department, the Board’s fiduciary role, and the department’s unique history and mission. Trustees also stressed that any consideration of Charter amendments must be informed by a full understanding of the War Memorial Trust Agreement, including its legal obligations related to the World War I commemoration intent and veterans’ stewardship. Trustees expressed concern that the War Memorial not be treated solely as a conventional City real-estate department.

Trustees discussed the possible formation of a Charter Review Subcommittee to study the implications of both proposals, evaluate potential Charter language, and coordinate with the War Memorial Foundation. Director Sofis confirmed that no changes will be submitted or recommended without returning to the Board for full review. She noted that the deadline for any charter reform proposal would be in June and the next opportunity for charter amendment submission would be in two years. She also explained that while the City is bound to provide support for the maintenance of the buildings, as costs increase, the Department needs to grow the outside licensee business to increase earned revenue. Vice President Horn stated that he did not think there was sufficient time to make a decision on any charter revisions. Trustee Wright stated that she was not comfortable with the proposal and any funds that the Foundation has to support the Department should not be used to reduce General Fund obligations. Trustee Wright noted there was confusion about how the Foundation functions. Director Sofis also clarified that she and Director Levin are not employees of the Foundation as individuals, but there is an MOU between the

Department and the Foundation.

No action was taken.

War Memorial and Performing Arts Center Websites: Staff presented the department’s new sf.gov website at <https://www.sf.gov/department-war-memorial-and-performing-arts-center> which hosts Board agendas, minutes, policies, and compliance materials and meets new federal ADA digital accessibility standards effective April 24, 2026. They also demonstrated updates to the Performing Arts Center website, which is owned through the San Francisco Performing Arts Center Foundation, and includes a new calendar interface with images, filters, and direct ticketing links.

Proposal for UN Charter Trail, 80th Anniversary Plaque at the Veterans Building & Opera House: As

Philia Beroud, a representative of the United Nations Charter Trail project, presented a proposal to install commemorative ground plaques at the War Memorial Opera House and the Veterans Building, noting that both buildings played central roles in the founding of the United Nations in 1945. She explained that the initiative marks the 80th anniversary of the UN and forms part of a larger heritage trail extending from Grace Cathedral to Civic Center, with seven historical sites identified along the route.

Ms. Beroud described the proposed plaques, modeled on the Barbary Coast Trail markers, as being flush to the ground and designed to avoid disrupting pedestrian or wheelchair access. She indicated that each plaque would identify the building’s role in the UN Charter Conference, noting that the Opera House hosted plenary sessions and the Veterans Building was the location of the Charter signing. Installation locations would be placed within the small curved concrete areas adjacent to each building’s entrances.

Following discussion, on motion of Trustee Kopp, seconded by Trustee Pelosi, the following resolution was unanimously adopted:

RESOLUTION NO. 26-12

RESOLVED, By the Board of Trustees of the War Memorial of San Francisco, the proposed installation of commemorative ground plaques celebrating the UN Charter Conference, are hereby approved, contingent upon issuance of appropriate City permits and coordination with War Memorial staff.

MISCELLANEOUS CORRESPONDENCE

None.

GOOD AND WELFARE

There being no good and welfare, Vice President Horn closed good and welfare.

PUBLIC COMMENT

There being no public comment, Vice President Horn closed public comment.

ADJOURNMENT

There being no further business, Vice President Horn adjourned the meeting at 3:43 p.m.

/s/ Francesca Cicero
Board Secretary