### **MINUTES**

### WAR MEMORIAL BOARD OF TRUSTEES

### REGULAR BOARD MEETING

Thursday, October 9, 2025

The Board of Trustees of the War Memorial of San Francisco met in regular session on Thursday, October 9, 2025, at 2:01 p.m., in the Trustees' Board Room, War Memorial Opera House, President Wilsey presiding.

# **ROLL CALL**

Present: President Wilsey, Vice President Horn, Trustee Gatti, Trustee Kopp, Trustee Lam, Trustee

Makras, Trustee Muduroglu, Trustee Pelosi, Trustee Rocco and Trustee Wright

Absent: Trustee Newstat

Staff Present: Kate Sofis, 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. She stated that no one online will be permitted to unmute themselves or present at the Board Meeting.

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 Rocco, the following resolution was unanimously adopted:

# **RESOLUTION NO. 25-22**

RESOLVED, By the Board of Trustees of the War Memorial of San Francisco, the minutes of the Veterans Committee and Regular meetings of September 11, 2025, are hereby approved.

### PRESIDENT'S REPORT

President Wilsey reported on the passing of former War Memorial Board of Trustee member Belva Davis.

# MANAGING DIRECTOR'S REPORT

Managing Director Kate Sofis reported that the San Francisco Performing Arts Center Foundation board authorized a financial management consultant to provide additional financial oversight and transparency to the outside licensee business run through the Foundation. She also noted that the Commission Streamlining Task Force met on October 1, 2025, and it recommended retaining the War Memorial Board of Trustees as part of the City Charter. She explained the Task Force also recommended all City commissions and boards implement term limits, but noted for the three charitable trust departments, the task force recommended the three respective boards pass their own term lengths and limits. Director Sofis also noted that the Task Force recommended that the Mayor hold the authority to hire and fire the Department Head/Managing Director, rather than the Board of Trustees. Vice President Horn instructed staff to explore the appeal process. Director Sofis noted that while staff could assist with a letter, any appeal should originate from the Trustees. Trustee Wright recommended that the Board make an appeal. Vice President Horn directed staff to draft a letter for the President's signature conveying the wishes of the

Board, after which the individual Board members can reach out to the Mayor's staff. Trustee Kopp asked that a copy of the letter be sent to each Board member. She also announced the new American Legion War Memorial Commission Chair is Mario Benfield and welcomed him into his new role.

# **BOARD SECRETARY'S REPORT**

Board Secretary Cicero reminded the Board of their Department of Human Resources trainings due by the end of the year.

# **REGULAR ITEMS**

<u>Fee Waiver Request for Green Room:</u> President Wilsey stated that at the September Board meeting, Vice President Horn noted that Katie Jarman reserved the Green Room in February 2026 for a Celebration of Life for her late husband Claude Jarman. She noted that Claude Jarman was both previously the Managing Director of the War Memorial and was a member of this Board for 33 years. Vice President Horn requested that the Green Room fees be waived for this event, in honor of Trustee Jarman and his family.

Following discussion on motion of Vice President Horn, seconded by Trustee Muduroglu, the following resolution was unanimously adopted:

### **RESOLUTION NO. 25-23**

RESOLVED, By the Board of Trustees of the War Memorial of San Francisco, the fee waiver for the rental of the Green Room for the Celebration of Life of Claude Jarman, scheduled for February 6, 2026, is hereby approved.

Presentation by San Francisco Opera on Planned Monkey King Activations. President Wilsey noted that *The Monkey King* is making its much-anticipated world premiere at the Opera House on Friday, November 14. She invited Ryan Marchand and Christabel Nunoo from the San Francisco Opera's Department of Engagement & Connectivity, to present on upcoming campus activations and events surrounding the Opera's upcoming performances of *The Monkey King*. Mr. Marchand noted that it was particularly important to activate the outdoor space surrounding the Memorial Court, as the Opera did previously with *Frida y Diego*. Ms. Nunoo announced a public market to be held outside of the Opera House corresponding with the final two shows on Friday, November 28 and Sunday matinee on November 30, held approximately two hours before curtain and is open to the public and greater community. She also highlighted a community screening at the Great Star Theatre in Chinatown and a day-long puppetry workshop with the Asian Art Museum. Director Sofis noted that the installation will not be over the Memorial Court grounds, but rather the area closest to Van Ness Avenue.

### MISCELLANEOUS CORRESPONDENCE

None.

### **GOOD AND WELFARE**

There being no good and welfare, President Wilsey closed good and welfare.

# **PUBLIC COMMENT**

Christopher Kline made public comment regarding equipment on top of the Asian Art Museum and Public Library. There being no additional public comment, President Wilsey closed public comment.

# **ADJOURNMENT**

There being no further business, President Wilsey adjourned the meeting at 2:29 p.m. in honor of Belva Davis.

Francesca Cicero Board Secretary



# SAN FRANCISCO WAR MEMORIAL AND PERFORMING ARTS CENTER BOOKING SUMMARY FOR NOVEMBER 2025

GREEN	RO	OM

El/La Para Trans Latinas Christmas Celebrations	December 10, 2025	\$1,385.00
HealthRight 360 Holiday Celebration	December 20, 2025	\$1,385.00
San Francisco Girls Chorus Reception	April 24, 2026	\$1,225.00
Tandem Fundraiser	May 7, 2026	\$1,225.00
ICAA Reception	June 5, 2026	\$600.00
FACT SF Reception	October 3, 2026	\$1,225.00
HERBST THEATRE		
SF Performances Catalyst Quartet	April 3, 2026	\$1,525.00
IIBA Comedy Night	April 30, 2026	\$1,525.00
Oakland Ballet Angel Island Project	May 7 -9, 2026	\$6,100.00
UCSF Grad Division Commencement	May 15, 2026	\$1,125.00
Kansas State University Performance	May 29, 2026	\$1,525.00
Zhiyin Chorus Concert	June 28, 2026	\$1,525.00
Omni Foundation Ana Vidovic	November 21, 2026	\$1,525.00
WILSEY CENTER		
iSono Health Summit & Reception	January 14, 2026	\$900

	FY 202		n Francisco \ Revenue Rep			31,	2025			
Account			OCTOBER REVENUE	FY2025-26 YEAR TO DATE Budget			Percent of Budget	LAST YEAR TO		
FACILITY RENTAL										
435511	Opera House	\$	-	\$	174,322.25	\$	634,565.00	27%	\$	175,498.50
435512	Green Room		29,720.41		63,716.16		266,741.00	24%		50,086.25
435521	Herbst Theatre		15,716.50		73,925.75		332,281.00	22%		64,213.25
435531	Davies Symphony Hall		155,188.75		311,926.35		823,810.00	38%		236,562.04
435542	Wilsey Center		-		14,977.00		212,454.00	7%		20,285.25
462891	Zellerbach Rehearsal Hall		60,435.00		86,687.50		280,102.00	31%		82,237.50
	Sub Total	\$	261,060.66	\$	725,555.01	\$	2,549,953.00	28%	\$	628,882.79
			OFFIC	Ε	RENTAL	L				
435517	San Francisco Ballet (OH)	\$	2,491.47	\$	9,965.88	\$	35,174.00	28%	\$	9,965.88
435519	San Francisco Opera (OH)		14,368.96		71,844.80		202,856.00	35%		57,475.84
435539	San Francisco Symphony (DSH)		28,947.60		72,369.00		202,554.00	36%		57,895.20
435540	Veterans Bldg. Office Rent (SFO)		36,216.52		181,082.60		435,295.00	42%		144,866.08
462861	Veterans Building Occupancy Fees		9,403.56		37,614.24		116,144.00	32%		39,260.07
	Sub Total	\$	91,428.11	\$	372,876.52	\$	992,023.00	38%	\$	309,463.07
	FOO	)D	BEVERA	١G	E CONC	E	SSIONS			
435611	Opera House	\$	44,840.35	\$	45,578.35	\$	475,924.00	10%	\$	52,290.34
435621	Herbst Theatre		3,928.87		6,942.55			0%		-
435631	Davies Symphony Hall		30,341.51		69,126.40		273,776.00	25%		44,207.63
	Sub Total	\$	79,110.73	\$	121,647.30	\$	749,700.00	16%	\$	96,497.97
		PR	OGRAM	C	ONCESS	<b>31</b>	ONS			
435612	Opera House	\$	-	\$	6,709.97	\$	8,636.00	78%	\$	341.56
435622	Herbst Theatre		440.33		440.33			0%		-
435632	Davies Symphony Hall		587.35		16,909.97		6,098.00	277%		6,720.80
	Sub Total	\$	1,027.68	\$	24,060.27	\$	14,734.00	163%	\$	7,062.36
	N	ЛIS	<b>CELLAN</b>	EC	OUS REV	VI	ENUE			
435232	Parking Fees	\$	6,114.00	\$	19,009.00	\$	60,280.00	32%	\$	18,087.60
462871	Patron Screening Fees		1,545.08		1,545.08	\$		0%		-
462899	Miscellaneous Revenue		18,334.50		56,514.16		205,177.00	28%		30,586.61
	Sub Total	\$	25,993.58	\$	77,068.24	\$		9%	\$	48,674.21
	GROSS REVENUE	\$	458,620.76	\$ 1	,321,207.34	\$	5 5,171,867.00	26%	\$	1,090,580.40
	Additional Reserve Fund Revenue	\$	80,037.46	\$	233,233.55				\$	191,033.94
	NET REVENUE	\$	538,658.22	\$ 1	,554,440.89				\$	1,281,614.34

# San Francisco War Memorial Operating Account - 14670

FY 2025 - 2026 Appropriations Report - October 31, 2025

FY 2025 - 2026 Appropriations Report - October 31, 2025						
		YTD REVISED ENCUMBERED &				
DESCRIPTION	AP	PPROPRIATION EXPENDED			BALANCE	
Permanent Salaries	\$	7,366,925	\$	1,928,356	\$	5,438,569
Premium Pay	\$	153,945	\$	41,516	\$	112,429
Temporary Salaries	\$	584,196	\$	175,206	\$	408,990
Holiday	\$	102,799	\$	17,906	\$	84,893
Overtime	\$	254,732	\$	94,376	\$	160,356
One-Time Salaries Payments	\$	-	\$	66,205	\$	(66,205)
Mandatory Fringe Benefits	\$	3,650,688	\$	978,963	\$	2,671,725
Sub Total	\$	12,113,285	\$	3,302,528	\$	8,810,757
Fees_Other	\$	100	\$	100	\$	_
Training	\$	5,137	\$	8,137	\$	(3,000)
Employee_Expenses	\$	3,000	\$	-	\$	3,000
Membership_Fees	\$	-	\$	3,800	\$	(3,800)
Profesional_Special_Services	\$	19,531	\$	407,657	\$	(388,126)
Maintenance_Services_Build_Struct	\$	941,274	\$	688,338	\$	252,936
Maintenance_Services_Equipment	\$	48,705	\$	4,728	\$	43,977
Rent/Lease-Building/Structure	\$	-	\$	17,800	\$	(17,800)
Rent_Lease_Equipment	\$	6,403	\$	53,484	\$	(47,081)
Other Current Expenses	\$	16,476	\$	26,486	\$	(10,009)
Taxes_Licenses_Permits	\$	189,732	\$	5,315	\$	184,417
Utilities Telephone	\$	-	\$	-	\$	_
Sub Total	\$	1,230,358	\$	1,215,845	\$	14,513
Materials & Supplies	\$	594,875	\$	280,545	\$	314,330
Human Resources Modernization	\$	3,791	\$	948	\$	2,843
Diversity Equity Inclusion	\$	1,371	\$	-	\$	1,371
GF-PUC-Light Heat & Power	\$	3,072,981	\$	368,565	\$	2,704,416
PUC Sewer Service Charges	\$	141,849	\$	25,354	\$	116,495
Ef-PUC-Water Charges	\$	98,800	\$	18,772	\$	80,028
DT Technology Infrastructure	\$	178,082	\$	44,521	\$	133,562
GF-City Attorney-Legal Service	\$	86,122	\$	-	\$	86,122
DT Enterprise Tech Contracts	\$	28,353	\$	-	\$	28,353
DT Telecommunications Services	\$	33,204	\$	9,157	\$	24,047
GF-GSA-Facilities Mgmt Svcs	\$	4,888,808	\$	1,111,746	\$	3,777,062
GF-HR-Equal Emplymnt Opportuni	\$	15,500	\$	3,875	\$	11,625
GF-HRD-SPECIALPROJECTS WO	\$	280,689	\$	-	\$	280,689
GF-HR-Mgmt Training	\$	21,064	\$	-	\$	21,064
GF-HR-Workers' Comp Claims	\$	165,407	\$	58,287	\$	107,120
GF-HR-Employmnt Services	\$	15,067	\$	3,767	\$	11,300
GF-Chs-Toxic Waste&Haz Mat Svc	\$	8,181	\$	-	\$	8,181
Is-Purch-Reproduction	\$	2,000	\$	-	\$	2,000
GF-Rec & Park-Gardener	\$	198,668	\$	51,810	\$	146,858
GF-Mental Health	\$	1,581	\$	-	\$	1,581
GF-Purch-General Office	\$	45,952	\$	13,043	\$	32,909
Sub Total	\$	9,287,470	\$	1,709,844	\$	7,577,626
TOTAL OPERATING	\$	23,225,988	\$	6,508,762	\$	16,717,226
Annual Capital Improvement Project	\$	733,695	\$	336,325	\$	397,370
GRAND TOTAL	\$	23,959,683	\$	6,845,087	\$	17,114,596
Debt Service	\$	9,072,505	\$	2,293,603	\$	6,778,902
War Memorial Reserve	\$	1,497,381	\$	776,666	\$	720,714
Concessions Equip. Repl. Fund	\$	33,290	\$	16,150	\$	17,139
обпосовіоно Ечиір. Пері. Гипи	Ψ	33,290	φ	10,100	Ψ	17,139





# American Legion War Memorial Commission

401 Ness Avenue, suite 101, San Francisco, California 94102

# Chairman's Desk

October 20<sup>th</sup>, 2025

To: War Memorial Veterans Building Managing Director, and Members of the War Memorial Board of Trustees, San Francisco, California

From: San Francisco War Memorial Veterans Building Commission, Mario A. Benfield

I endorse the Herbst fee-waiver request for the mensch International Foundation. This request was voted up by the War Memorial Commission on October 7<sup>th</sup>, 2025 during regular session and approved.

Bob Basker, American Legion Post, sponsored the event for the Mensch International Foundation. It was scheduled for September 2<sup>nd</sup>, 2025 and took place on that date. The original request was submitted by the total for the event rental was \$8750.00 which included the \$1525.00 fee Mr. Steven Geiger and quoted back to him on June 13<sup>th</sup>, 2025.

As the event drew closer it became apparent that there would not be enough attendees to fill the Herbst Theater. The event was moved to Lowell High School's Carol Channing Theater, the Alma Mater of Matthew Fong, the 104 year old veteran who received the award.

All my best,

¶ário Antonio Ben∦eld, Chairman





### 6/13/2025

Mensch International Foundation PO Box 939 Palm Springs CA 92263

### APPENDIX B: ESTIMATE OF PERSONNEL & CHARGES

Event Name:

Commemorating the 80th Anniversary End of WWII

Event Date:

September 2, 2025

Arrangement ID:

7605

### **ROOM RENTAL CHARGES**

DATE	ROOM	RATE	AMOUNT
September 2, 2025	Herbst Stage	HT Performance - Non-Profit (1PM - 7PM)	\$1,525.00

ROOM RENTAL CHARGES \$1,525.00

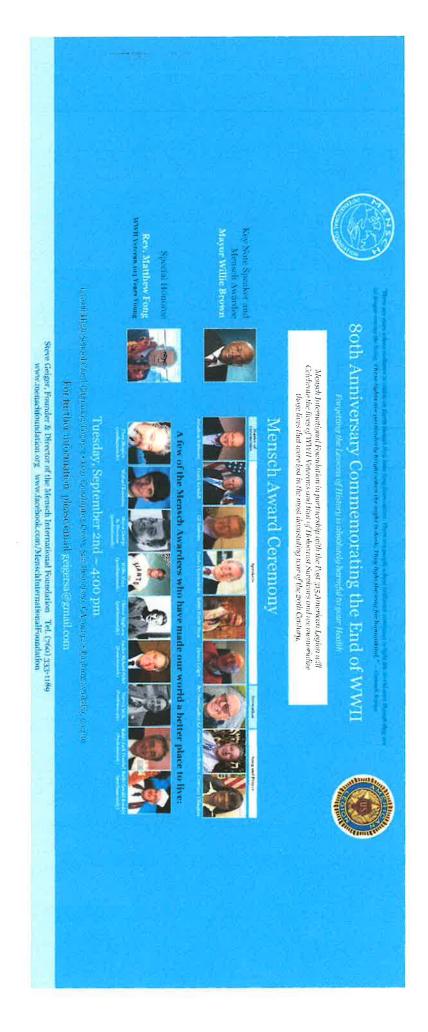
### **OTHER CHARGES**

DATE	DESCRIPTION	NOTES	AMOUNT
September 2, 2025	Herbst FOH Staff		\$1,000.00
	Stagehands & Union Fees (Labor		\$3,871.37
	breakdown available upon		
	request)		
	HD Projector		\$368.00
	Lectern w/ Microphone		\$47.00
	Monitor Speakers (Meyer Sound		\$212.00
	MJF-210)		
	Orchestra Chairs		\$6.00
	Outdoor Perimeter Security -		\$296.00
	Standard Patrol		
	Rear Projection Screen		\$79.00
	Sound System		\$105.00
	Video Switcher		\$105.00
	Wireless Microphones		\$104.00
	Event Management Staff		\$225.00

CONTINGENCY	\$806.63
TOTAL CHARGES	\$7,943.37
OTHER CHARGES	\$6,418.37

BALANCE DUE	\$8,750.00
Make check payable to S.F. Performing Arts Center Foundation	

Mensch Award Ceremony (1).jpg https://mail.google.com/mail/u/0/



10/22/25, 2:59 PM

1 of 2

To: War Memorial Board of Trustees

From: War Memorial Booking Staff

Re: Fee Waiver Request for Cancelled Mensch International Foundation Event

**Event Date: September 2, 2025 Herbst Theater** 

**Cancellation Date: August 27, 2025** 

<u>Background</u>: In early June 2025, the Mensch International Foundation reached out to inquire about renting the Herbst Theatre for an event to commemorate the 80<sup>th</sup> anniversary of the end of World War II.

In late July, Mensch International paid the initial rental deposit and signed the Short-Term License Agreement (STLA). The remaining <u>non-refundable rental balance</u> and performance bond were due—and paid in full—in early August.

On August 26, the box office notified the War Memorial that no tickets had sold for the event. On August 27, Mensch officially cancelled the booking.

A few days later, the final settlement was processed. The War Memorial promptly returned the entire Performance Bond of \$3625. **The only cost retained by the Department was the base rental fee of \$1,525** to cover staff and administrative cost to have planned the event.

# **Impact of Granting A Fee Waiver**

- The cancellation of this event occurred just 3 days before the event. As the cancellation was so late, the Department was unable to re-rent the Herbst Theater for this Labor Day weekend date.
- The Booking Team dedicated many hours to planning this event, including communications, contracting, and coordination efforts. The only source of revenue to compensate the Department for these planning and administrative costs is the base rental fee.
- Late cancellations also create financial hardship for stage crew and front-of-house personnel, who often cannot secure replacement work on such short notice.

### **Staff Recommendation**

Staff respectfully asks the Trustees to consider a waiver of the portion of the rent paid <u>after</u> actual staff costs to plan the event have been taken into account, which would be a total of **\$395**.

Rent Base Co	st	\$1,525		
Staff Cost	12 hrs Booking Manager	\$750		
	2 hrs Lead Technical Estimator	\$180		
2 hrs Director of Booking				
	-\$1130			
	Waived Fees Considered	\$395		

### **War Memorial Board of Trustees**

**Diane B. Wilsey,** *President*Stanlee Ray Gatti

Judge Quentin L. Kopp (Ret.)

Lyna Lam

Farah Makras



Thomas E. Horn, Vice President

Maryam Muduroglu Joyce Newstat Paul F. Pelosi Lt. Gen Michael A. Rocco, USMC (Ret.) Brenda Wright

VIA EMAIL

November 13, 2025

Commission Streamlining Task Force San Francisco City Hall 1 Dr. Carlton Goodlett Place, Room 408 San Francisco, CA 94102

Re: War Memorial Board of Trustees – Response to Streamlining Task Force Recommendations

**Dear Task Force Members:** 

We appreciate the thoughtful work of the Commission Streamlining Task Force and share your goal of improving efficiency and accountability across City departments. The War Memorial & Performing Arts Center ("War Memorial") recognizes the need for sound governance while preserving the integrity of San Francisco's world-class cultural institutions.

As one of the City's three Charitable Trust departments—along with the Asian Art Museum and the Fine Arts Museums—the War Memorial carries a unique fiduciary responsibility. Our mission extends well beyond real-estate management: we operate a creative campus that sustains diverse artistic, educational, and multicultural offerings for local, national, and international audiences, supporting thousands of workers across the performing-arts sector and contributing significantly to San Francisco's identity and economy.

While we agree with several of the Task Force's recommendations—particularly maintaining the Board of Trustees and its Charter authority—we urge reconsideration of three specific recommendations that would fundamentally alter the governance and independence of the War Memorial.

# 1. Authority to Appoint the Managing Director

We strongly believe the Board of Trustees should continue to appoint and, when necessary, remove the Managing Director. For more than 90 years, this structure has served the institution and the public well. The rationale offered for transferring this authority to the Mayor—that the War Memorial is primarily a real-estate department—misrepresents the scope of our work.

The War Memorial is one of the nation's leading performing-arts centers, second only to Lincoln Center in scale. In addition to housing the San Francisco Ballet, Opera, and Symphony, we manage more than 400 events annually for hundreds of presenters from around the world. The Managing Director oversees a complex operation of production

professionals, engineers, safety officers, and support staff who ensure artistic excellence and public access. To fulfill the aspirational goals of our Mission and Vision, the Managing Director also plays a leadership role, in partnership with the Board, in developing long-term strategy, which includes revenue generation objectives as well as ensuring we welcome performing artists that represent diverse viewpoints and performing arts forms.

Continuity of leadership, independent of political cycles, is essential to maintaining artistic freedom and protecting programming from political influence. Our peers—the Asian Art Museum and Fine Arts Museums—retain this independence for precisely this reason. The same principle applies to the War Memorial. Indeed, the ongoing political pressures faced by our counterpart, the Kennedy Center in Washington, D.C., demonstrate the risks of entangling cultural programming with shifting political priorities.

The Trustees, who understand the institution's fiduciary, operational, and cultural responsibilities, are best positioned to make these leadership decisions.

### 2. Trustee Removal

The City Charter currently allows removal of Trustees only for cause. The recommendation to change this to at-will would undermine the independence and stability that have defined this institution for nearly a century.

Under Charter Section 5.106, the Mayor must "give due consideration to those who have a special interest in the purposes for which the Center exists" when appointing Trustees. This provision makes clear that Trustees are to be selected for their knowledge of and commitment to the performing arts and San Francisco's Veterans—not as political appointees subject to shifting administrations. Their independence is integral to the War Memorial's ability to fulfill its fiduciary duties and to safeguard the City's cultural legacy.

Changing the removal standard from "for cause" to "at-will" would contradict this Charter intent, introducing uncertainty and exposing the institution to political pressure. It could also discourage qualified community leaders and arts professionals from serving. The existing "for cause" provision under Charter Section 15.105 has long provided the right balance of accountability and protection, and it should remain in place.

### 3. Term Limits

We agree that the Board should determine its own term limits but believe the recommended 12-year maximum is unnecessarily restrictive. The War Memorial's work requires long-range vision and deep institutional knowledge, particularly in maintaining relationships with our resident companies, including the San Francisco Symphony, a named beneficiary of the original 1921 War Memorial Trust.

Trustees are selected for their expertise in music, dance, theater, and the business of operating a major performing-arts center. Arbitrary limits on service would deprive the Board of continuity and accumulated experience essential to preserving the institution's

legacy and fiscal health. The length of service should therefore remain at the discretion of the Board of Trustees, allowing it to balance renewal with the long-term stability that the War Memorial's mission demands.

We share the City's goal of transparent and effective governance and welcome continued collaboration. By maintaining the War Memorial's independent structure while modernizing where appropriate, we can uphold both the spirit and the purpose of Proposition E, approved by voters in November 2024.

Respectfully, The Board of Trustees San Francisco War Memorial & Performing Arts Center

Diane B. Wilsey President

cc: Mayor Daniel Lurie Ed Harrington, Chair Andrea Bruss, Vice Chair Sophie Hayward Sophia Kittler Natasha Mihal Ned Segal