San Francisco War Memorial Board of Trustees

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(1/12/17)

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SAN FRANCISCO WAR MEMORIAL AND PERFORMING ARTS CENTER RENTAL REQUESTS: January 12, 2017

WAR MEMORIAL OPERA HOUSE

San Francisco Opera May 8 - July 3, 2017 \$80,100.00

2016-17 Summer Season

World Arts West \$28,000.00 vs 10% July 5 – July 16, 2017 \$38,800.00 maximum

Ethnic Dance Festival

LOUISE M. DAVIES SYMPHONY HALL

The SF Symphony requests use of the second of their two catering exemption for 2016-17 to engage McCalls &

Associates to provide food and beverage services as follows:

SF Symphony March 28, 2017 catering %

Brent Assink Retirement Party (DSH Stage)

JMP Presents \$2,500.00 vs 10% August 12, 2017

\$7,500.00 maximum Zelda

NPR \$5,000.00 vs 10% August 10 & 11, 2017

\$10,400.00 maximum Wait Wait...Don't Tell Me!

ZELLERBACH REHEARSAL HALL

The SF Symphony requests use of the first of their two catering exemption for 2016-17 to engage McCalls & Associates to provide food and beverage services as follows:

February 4, 2017 catering % SF Symphony

Lunar New Year Imperial Dinner (Zellerbach A)

HERBST THEATRE

San Francisco Opera Meet the Adlers	February 7, 2017	\$1,250.00
IndieBio Demo Day	February 8 & 9, 2017	\$4,500.00
Another Planet Entertainment Pete Holmes & Judd Apatow	February 22, 2017	\$2,500.00
Words on Dance Lorena Feijoo & Yuri Possokhov	March 5, 2017	\$1,250.00
San Francisco Children's Musical Theatre Broadway Showcase	March 25, 2017	\$2,500.00
Golden Gate Symphony & Chorus Concert	May 21, 2017	\$1,250.00

SAN FRANCISCO WAR MEMORIAL AND PERFORMING ARTS CENTER RENTAL REQUESTS: January 12, 2017

Y Combinator Female Founders Conference	June 28 & 29, 2017	\$4,500.00
San Francisco Opera Guild Summer Conservatory Performance	July 28, 2017	\$1,250.00
Aging 2.0, LLC 2017 Optimize Conference	November 13, 14 & 15, 2017	\$7,000.00
WILSEY CENTER FOR OPERA		
San Francisco Symphony Rehearsal	December 18 & 19, 2016	\$450.00
San Francisco Opera Guild Opera Guild Meetings	January 10, 2017	\$225.00
San Francisco Opera Season Announcements & Receptions Education Workshop Education Workshop	January 17, 2017 June 25, 2017 July 2, 2017	\$1,925.00
IVY Connect IVY Signature Event	January 18, 2017	\$1,250.00
Grants for the Arts Community Meeting	January 24, 2017	\$800.00
Aging 2.0, LLC 2017 Optimize Conference	November 13, 14 & 15, 2017	\$6,750.00

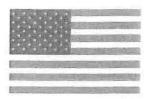
			Var Memoria ort - Decembe		2016		
REF.	FY 2016-17 Revenue Report - December 3 DEC REVENUE		T	YEAR TO DATE		LAST YEAR TO DATE	
	FACILITY RENTAL						
35511	Opera House	\$	118,175.00	\$	423,425.00	\$	431,001.28
35512	Green Room		8,350.00	\$	196,275.00		72,200.00
35521	Herbst Theatre		24,000.00	\$	227,592.49		186,450.00
35531	Davies Symphony Hall		23,860.00	\$	355,803.65		506,625.00
35542	Wilsey Center		9,075.00	\$	37,000.00		1,250.00
62891	Zellerbach Rehearsal Hall			\$	141,290.00		123,782.50
	OFFICE RENTAL						
35519	San Francisco Opera (OH)	\$	-	\$	76,469.04	\$	84,276.43
35519	San Francisco Ballet (OH)			\$	10,591.50		10,005.30
35539	San Francisco Symphony (DSH)		13,519.20	\$	81,115.20		76,626.00
35540	Veterans Bldg. Office Rent (SFO)		33,813.49	\$	202,880.94		831.15
35540	Veterans Bldg. Occ Fees		632.22	\$	3,793.32		
	FOOD/BEVERAGE CONCESSIONS						
35611	Opera House	\$	34,485.46	\$	118,384.49	\$	110,186.15
35611	Herbst Theatre		972.78	\$	14,405.98		1,375.75
35631	Davies Symphony Hall		11,402.17	\$	71,031.81		81,948.95
	PROGRAM CONCESSIONS						
35612	Opera House	\$	294.29	\$	1,137.29	\$	8,778.42
35612	Herbst Theatre		1,065.85	\$	3,575.30		724.19
35632	Davies Symphony Hall			\$	5,217.95		2,320.04
12	OTHER				at		
35232	Parking Fees	\$	3,520.00	\$	19,871.70	\$	13,257.70
62899	Miscellaneous Revenue		11,286.59	\$	69,831.74		34,691.40
GROSS R	EVENUE	\$	294,452.05	\$	2,059,692.40	\$	1,746,330.26
	Less 15% War Memorial Reserve	\$	(44,167.82)	\$_	(308,660.65)	\$	(261,949.50
	Payment to War Memorial Commission		(2,768.00)	\$	(16,608.00)		(11,124.00
	Deferred Credit				-		
NET REVE	ENUE	\$	247,516.23	\$	1,734,423.75	\$	1,473,256.76
		-					
OTHER FI		-					
35614	Concessions Equipment Replacement	\$	2,711.71	\$	12,088.41	\$	11,899.10
WMG312	SF Veterans Memorial Project	\$	49.04	\$	179.55	\$	246.37

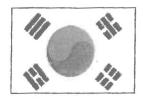
San Francisco War Memorial FY 2016-2017 Appropriations Report - December 31, 2016

OBJ	DESCRIPTION	REVISED APPROPRIATION	YTD ENCUMBERED & EXPENDED	BALANCE	LAST YEAR ENCUMBERED & EXPENDED
00101	Permanent Salaries	\$ 5,477,821	\$ 2,331,514	\$ 3,146,307	\$ 2,135,140
00501	Temporary Salaries	364,553	200,636	163,917	178,359
00901	Premium Pay	118,423	45,371	73,052	42,187
01000	One-Time Payments	-	7,575	(7,575)	22,570
01101	Overtime	123,718	93,134	30,584	98,484
01201	Holiday	90,489	41,162	49,327	41,319
01371	Mandatory Fringe Benefits	2,771,450	1,204,657	1,566,793	1,108,989
02001	Indirect Cost Reimbursement	-	-	-	-
02102	Travel Cost Paid	_	-	-	-
02103	Air Travel	2,995	49	2,946	-
02105	Non-Air Travel	7,620	1,170	6,450	-
02200	Training - Budget	7,350	1,115	6,235	341
02301	Auto Mileage	100	-	100	-
02401	Membership Dues	2,150	940	1,210	940
02761	Systems Consulting	53,808	11,564	42,244	35,355
02799	Other Professional		-		2,528
02801	Building Maintenance Services	787,513	756,524	30,989	556,435
02999	Equipment Maintenance Services	55,516	23,901	31,615	31,011
03199	Equipment Lease/Rental	14,324	7,816	6,508	12,541
03500	Other Current Expenses	37,573	13,940	23,633	9,541
04000	Materials & Supplies	314,564	237,289	77,275	142,692
05211	Taxes	62,275	62,076	199	60,444
05221	Licenses and Permits	23,115	6,537	16,578	10,357
06000	Equipment	20,250	20,250	10,010	
081CI	IS-TIS-ISD Service	117,498	117,498		63,340
081CT	City Attorneys Legal Svc	100,000	100,000	_	100,000
081C4	GF-CON-Internal Audit	100,000	- 100,000		34,917
081C5	IS-TIS-ISD Service	121,800	121,800		3,780
081EA	Enterprise Agreement	1,109	1,109	_	5,780
081ET	GF-TIS-Telephone	34,020	34,020		34,363
081FM	GF-GSA-Facilities	3,436,975	3,436,975		2,942,845
081HE	EF-SFGH-Medical Service	3,430,513	3,430,973		2,342,043
081HS	GF-CHS Medical Service	18,688	18,688		18,127
081HT	GF-CHS-Toxic Waste	8,180	8,180		10,000
081HZ	GF-HR-MGT/Benefit	34,322	34,322		32,121
081HO	GR-HR-Equal Employment	34,022	34,322		52,121
081H2	GF-HR-MGMT Training	2,000	1 000	1,820	1,080
		2,900	1,080	1,020	101,032
081H3	GF-HR-Workers' Compensation	101,533	101,533		101,032
081H4	GF-HR-Client Services		225		
081H7 081PR	GF-HR-Employee Relations	9.500	P 500		9 500
	IS-PURCH-Reproduction	8,500	8,500		8,500
081RP	GF-Rec & Park Gardener	142,489	142,489		138,004
081UL	GF-PUC-Light & Power	776,225	776,225		690,270
081W1	PUC-Sewer Service	109,830	109,830		142,600
081W2	PUC - Water	91,003	91,003		90,824
08600	Exp Recovery	(228,585)	(228,585)	£ 5270.20C	\$ 2004.026
067440	TOTAL OPERATING	\$ 15,212,094	\$ 9,941,888		\$ 8,901,036
067AAP	Facilities Maintenance	\$ 725,862	\$ 364,197		NA NA
070AAP	Debt Service	\$ 9,104,680	\$ 2,796,729	6,307,951	NA NA
067ACP	Capital Improvements	\$ 3,106,110	\$ 136,270	2,969,839	NA
	GRAND TOTAL	\$ 28,148,746	\$ 13,239,085	\$ 14,909,661	\$ 8,901,036
	War Memorial Reserve	\$ 2,189,634	\$ 296,869	\$ 1,892,765	NA
	War Memorial Gift Fund	\$ 70,452	\$ -	\$ 70,452	NA NA

San Francisco War Memorial
FY 2016-2017 Housekeeping Expenditures - December 31, 2016

Number	Description	Amount	Fund Source
8	(1) PURCHASE ORDER	•	
DPWM17000159	BEARING AGENCIES INC.	216.15	AAA
DPWM17000160	HOLZMUELLER CORP	491.55	AAA
DPWM17000162	BBI ENGINEERING INC.	2,175.00	AAA
DPWM17000163	JCX EXPENDABLES	2,175.00	AAA
DPWM17000164	HOLZMUELLER CORP	2,175.00	AAA
DPWM17000165	GRAINGER	2,329.96	AAA
DPWM17000166	OMEGA PACIFIC ELECTRICAL SUPPLY INC.	5,654.26	AAA
DPWM17000167	GRAINGER	3,835.96	AAA
DPWM17000168	GRAINGER	248.87	AAA
DPWM17000169	IBARRA BROTHERS PRINTING	255.56	AAA
DPWM17000170	GRAINGER	5,689.48	AAA
DPWM17000171	INTERNATIONAL FIRE INC.	1,624.18	AAA
DPWM17000172	CONTROLCO	424.97	AAA
DPWM17000173	CONTROLCO	723.30	AAA
DPWM17000174	KELLY-MOORE PAINT CO INC.	2,334.13	AAA
DPWM17000175	WELLS TECHNOLOGY INC.	1,588.84	AAA
DPWM17000176	THE SHALLECK COLLABORATIVE INC.	3,588.75	AAP
DPWM17000177	GRAINGER	541.16	AAA
DPWM17000178	UNITED CA GLASS & DOOR	1,514.00	AAA
DPWM17000179	MAINLINE SECURITY INC.	2,750.00	AAA
DPWM17000180	GRAINGER	61.44	AAA
DPWM17000181	JCX EXPENDABLES	135.39	AAA
DPWM17000182	CONTROLCO	689.78	AAA
DPWM17000183	OMEGA PACIFIC ELECTRICAL SUPPLY INC.	1,144.05	AAA
DPWM17000184	HOLZMUELLER CORP	439.60	AAA
DPWM17000185	WELLS TECHNOLOGY INC.	115.04	AAA
DPWM17000186	SAM CLAP OFFICE FURNITURE	2,358.12	RES
	(2) INTERDEPARTMENT WORK ORDER		
	(3) REVENUE TRANSFER		
RDWM17000006	WM COMMISSION	2,768.00	AAA





Korean War Memorial Foundation (EIN 27-2773272)

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Capt, USAF

Vice President Man J. Kim Cpl, ROKA

Secretary John R. Stevens LtCol, USMC (Ret.)

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Advisor John Y. Lee, 1st Lt, ROKA November 22, 2016

NUV C C CO.

American Legion War Memorial Commission

401 Van Ness Avenue, Suite 101

San Francisco, CA 94102

War Memorial Board of Trustees 401 Van Ness Avenue, Suite 110

San Francisco, CA 94102

Re: Lease Renewal Notice

Dear Members of the Boards of Trustees:

Please be advised that in accordance with Section 18 of the lease agreement between the War Memorial Board of Trustees and the Korean War Memorial Foundation, the Korean War Memorial Foundation desires to renew the agreement for an additional

one (1)- year term.

We would also like to request amending the lease agreement to remove utility charges, since the Korean War Memorial Foundation constitutes the only veterans

organization in the Veterans Building which pays utility charges.

Yours truly,

Quentin L. Kopp

President

Korean War Memorial Foundation

cc: KWMF Board of Directors



American Legion War Memorial Commission War Memorial Veterans' Building 401 Van Ness Avenue, Room 101 San Francisco, CA 94102 415-861-4920



November 29, 2016

Colleen Burke-Hill Performing Arts Center 401 Van Ness, Room 110 San Francisco, CA 94102

Dear Ms. Burke-Hill,

Per your request the, American Legion War Memorial Commission certifies that the Korean War Memorial Foundation remains a Patriotic Organization under the definition of the 1921 Trust Agreement, and is in compliance with the terms of the City's lease agreement with them, dating from May, 2016. The KWMF has indicated to the WMC that it wishes to retain its office space in the Veterans Building, and the WMC reaffirms its installation of the KWMF.

We do, however, reiterate that the May 12, 2016, Space Allocation Policy is unfair to the patriotic organizations as defined by the 1921 Trust Agreement.

Sincerely,

American Legion War Memorial Complission

Paul Cox. Chair

AMENDMENT TO OCCUPANCY AGREEMENT

This Amendment to Occupancy Agreement (this "Amendment"), dated as of ________, 201 for reference purposes (the "Amendment Reference Date"), is made by and between the CITY AND COUNTY OF SAN FRANCISCO, a municipal corporation ("City"), acting by and through the War Memorial Department ("WMBT"), and KOREAN WAR MEMORIAL FOUNDATION, a private, non-profit corporation ("Occupant") (City and Occupant are sometimes individually referred to in this Amendment as a "Party" and collectively as the "Parties").

RECITALS

- A. City and Occupant are parties to that certain Occupancy Agreement dated as of May 20, 2016 (the "Occupancy Agreement"), pursuant to which the Parties agreed to the terms and conditions of Occupant's occupancy of certain premises (the "Premises") described in the Occupancy Agreement and located within the War Memorial Veterans Building located at 401 Van Ness Avenue, San Francisco, California, 94102. The current term of the Occupancy Agreement (the "Term") is due to expire on May 31, 2017.
- **B.** Pursuant to <u>Section 18</u> [Option To Renew] of the Occupancy Agreement, Occupant has timely notified City of Occupant's desire to extend the Term for an additional one (1)-year term and City has determined that Occupant meets the requirements set forth in the Occupancy Agreement to qualify for such an extension.
- C. City and Occupant desire to make certain modifications amending the Occupancy Agreement to extend the Term as set forth in this Amendment.

AGREEMENT

NOW, THEREFORE, the Parties agree as follows:

- 1. <u>Definitions</u>. Capitalized terms not otherwise defined in this Amendment have the meanings set forth in the Occupancy Agreement.
- 2. <u>Effective Date</u>. This Amendment shall become effective on, and the Occupancy Agreement shall be amended as of, the date (the "Amendment Date") that is the later of the date upon which:
- (a) WMBT adopts a resolution approving this Amendment in accordance with all applicable laws; and
 - (b) this Amendment is mutually executed and delivered by the Parties.
- 3. <u>Amendment of Section 1</u>. <u>Section 1</u> of the Occupancy Agreement entitled "BASIC AGREEMENT INFORMATION, DEFINITIONS" is amended by deleting the words "Expiration Date: May 31, 2017" at the end of the portion of such Section entitled "Term" and substituting the following words for the deleted language:

Expiration Date: May 31, 2018.

4. <u>Miscellaneous</u>.

- 4.1 Reference. No reference to this Amendment is necessary in any instrument or document at any time referring to the Occupancy Agreement. Any future reference to the Occupancy Agreement shall be deemed a reference to such document as amended by this Amendment.
- **4.2 No Other Amendment.** Except as expressly amended as provided herein, the Occupancy Agreement shall continue unmodified and remain in full force and effect. The Occupancy Agreement as amended by this Amendment constitutes the entire agreement between City and Occupant and may not be modified except by an instrument in writing signed by the Party to be charged. In the event of any conflict between the terms of the Occupancy Agreement and the terms of this Amendment, the terms of this Amendment shall control.
- **4.3 Applicable Law.** This Amendment shall be governed by, construed, and enforced in accordance with the laws of the State of California.
- **4.4 Further Instruments.** The Parties shall execute such further instruments and to take such further actions as may be reasonably required to carry out the intent of this Amendment.

[Signatures on following page]

IN WITNESS WHEREOF, City and Occupant have executed this Amendment effective as of the Amendment Date.

OCCUPANT:

KOREAN WAR MEMORIAL FOUNDATION, a privat	e,
non-profit corporation	

	By:
	Its:
	TG.
	By:
	Its:
	CITY:
	CITY AND COUNTY OF SAN FRANCISCO, a municipal corporation, acting by and through the War Memorial Department
	Della
	By: ELIZABETH MURRAY Managing Director
APPROVED AS TO FORM:	
DENNIS J. HERRERA, City Attor	rney
By: Richard Handel, Deputy Ci	ty Attorney
Talonala Handel, Deputy Ci	



Michael Tilson Thomas Music Director Sakurako Fisher President

Herbert Blomstedt Conductor Laureate Brent Assink Executive Director

January 5, 2017

Elizabeth Murray Managing Director War Memorial and Performing Arts Center 401 Van Ness Avenue, Suite 110 San Francisco, CA 94102

Dear Beth:

The San Francisco Symphony has recently completed an extensive audience development study with the goal of increasing attendance at our core classical series concerts. The focus of the study was single ticket buyers, who are critical to our long-term success as the number of subscribers continues to decline. The primary focus of this audience development work is to increase the number of tickets purchased and number of concerts attended by our current single ticket buyers. In addition, we identified other demographics and other groups that would most likely be interested in attending a concert for the first time to allow us to focus our marketing efforts.

The results of the study emphasized the challenges we face, not about the music we play or what happens on stage, but more about the end-to-end experience we offer to our patrons. Expectations of our customers have changed:

- At-home immersive entertainment is better and more accessible than ever before, meaning out-of-home experiences need to deliver value beyond content.
- In the Bay Area, innovation is everything. An experience that's exactly the same from week to week, month to month, and year to year, is an experience that is not going to encourage people to return again.
- With traffic and parking challenges increasing every year, experiences need to be more and more compelling to justify the effort.
- Live symphonic music is a wonderful experience, but an increasing narrow one.
 Patrons are looking for something broader, with more context and relevance to their lives.



From this work, we developed a series of audience development initiatives along four dimensions:

- Story and context
- Surprise elements
- Improve the food and beverage experience
- A seamless experience

In order to kick-off and support initiatives to improve the patron experience, capital expenditures will be required that include the following enhancements to the lobbies at Davies Hall, totaling approximately \$6 million:

- An immersive lobby experience for patrons on all floors of Davies Symphony Hall: Digital and interactive musical exhibits, large digital screens presenting eventrelated content and announcements, Musician interactive wall and a content management system
- Pre- and post-concert destination lounge for both informal and docent-led group conversations: Lounge area with full bar and food handling equipment to offer drinks and light food options on the Second Tier
- Quality food and drink selections that celebrate San Francisco culture: Build out of full-service kitchen and improve current Market Café area to meet health standards that would allow food to be served
- Intimate group seating areas offered throughout the Davies Symphony Hall lobbies:
 Remodel seating areas in all lobby areas
- Concert-inspired fine art gallery in lobby areas: Improvements in lobbies to allow artwork to be easily installed and viewed
- Installation of cup holders at seating locations

Through extensive quantitative research the study revealed that our core classical current concert goers, as well as customers attending our other concert series, would attend more frequently if these initiatives were implemented. The research was also able to target a group of potential customers who would be inclined to attend a concert and these initiatives again would increase the likelihood of their attendance.

We have an aggressive goal to implement the initiatives in two waves with the first wave implemented in 2017-18 and the second wave in 2018-19. You may note that there are several initiatives focusing on food and beverage in the hall. Our plan is to work closely with the War Memorial Board and staff to enable the food and beverage provider to play a key role in enhancing the patron experience.



The Symphony is proposing that funding for these capital improvements come from bank financing that is repaid through a "hall improvement fee" added for all ticketed Symphony events taking place in Davies Symphony Hall. The amount of this fee would be between \$2.00 and \$3.00, and all amounts received would be dedicated to payment of interest and principal on this loan. It is estimated that repayment would take between five and seven years. The effective date of this "hall improvement fee" is the on-sale date of 17-18 tickets in early March, 2017.

There is a possibility that all or a portion of these capital expenditures will be funded by a donor or group of donors. If this were to occur, the Symphony would provide the War Memorial Board and staff with a list of alternative capital projects to improve the facility. Both parties would then mutually agree on the projects to move forward, as funding becomes available.

Symphony staff would work closely with War Memorial Board and staff during the design, specifications and installation of these improvements, and present each capital improvement project for War Memorial Board approval. We would also share patron survey information as new and current patrons experience these enhancements. Symphony staff would provide quarterly reporting of the "hall improvement fees" collected, capital expenditures, loan payments and the loan/account balances.

The Symphony asks that the Board formally consider this request through the Building Committee and any other appropriate committees, such that the Symphony staff might begin working with War Memorial staff to develop any additional information to be brought before the Building Committee and Board of Trustees of the War Memorial.

Thank you for your consideration of this matter.

Thank you,

Derek Dean

Chief Operating Officer

Cc: Brent Assink, Executive Director Andrew Dubowski, Director of Operations

San Francisco War Memorial Board of Trustees

2017 Meetings

Regular monthly meetings are held on the second Thursday of every month, at 2:00 p.m. (unless the second Thursday is a holiday, in which case the meeting is held on Friday). Meetings are held in the Trustee Board Room, War Memorial Opera House, Fourth Floor (enter via the North Carriage Entrance). A meeting notice, agenda, and other related documents are mailed to Trustees on the Friday before each regular monthly meeting. A follow-up telephone call is made to each Trustee on Monday or Tuesday prior to each meeting to confirm meeting attendance.

Committee meetings are scheduled as needed. Committee members are usually polled by telephone, to determine availability of Committee members before scheduling Committee meetings.

All Trustees are encouraged to attend Committee meetings. Any Trustee who is present at a Committee meeting is eligible to vote on matters before that Committee, even if the Trustee is not designated as a member of the Committee. However, for purposes of establishing a quorum, a majority of the Committee members must be present in order for the meeting to be held.

Schedule of 2017 Regular Monthly Meetings

Thursday, January 12, 2017, 2:00 p.m.

Thursday, February 9, 2017, 2:00 p.m. To be rescheduled to:

Thursday, February 16, 2017 2:00 p.m.

Thursday, March 9, 2017, 2:00 p.m.

Thursday, April 13, 2017, 2:00 p.m.

Thursday, May 11, 2017, 2:00 p.m.

Thursday, June 8, 2017, 2:00 p.m.

Thursday, July 13, 2017, 2:00 p.m.

Thursday, August 10, 2017, 2:00 p.m.

Thursday, September 14, 2017, 2:00 p.m.

Thursday, October 12, 2017, 2:00 p.m.

Thursday, November 9, 2017, 2:00 p.m.

Thursday, December 14, 2017, 2:00 p.m.