

**MINUTES**  
**WAR MEMORIAL BOARD OF TRUSTEES**  
**REGULAR BOARD MEETING**  
**Thursday, June 12, 2025**

The Board of Trustees of the War Memorial of San Francisco met in regular session on Thursday, June 12, 2025, at 2:00 p.m., in the Trustees' Board Room, War Memorial Opera House, President Wilsey presiding.

**ROLL CALL**

Present: President Wilsey, Vice President Horn, Trustee Kopp, Trustee Lam, Trustee Makras, Trustee Newstat, Trustee Rocco, and Trustee Wright

Absent: Trustee Gatti, Trustee Muduroglu, and Trustee Pelosi

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. 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 Newstat, seconded by Trustee Rocco, the following resolution was unanimously adopted:

**RESOLUTION NO. 25-15**

RESOLVED, By the Board of Trustees of the War Memorial of San Francisco, the minutes of the Marketing and Community Engagement Committee and Regular meetings of May 8, 2025, are hereby approved.

**PRESIDENT'S REPORT**

President Wilsey reported on the opening of the San Francisco Opera's summer season, beginning with Puccini's *La Boheme*, on June 3, 2025. She noted the season will also include Mozart's *Idomeneo* and a special Pride concert on Friday, June 27.

**MANAGING DIRECTOR'S REPORT**

Managing Director Kate Sofis reported that the Department presented the budget at the Board of Supervisors. She noted that the budget recommended by the Mayor preserved the funding requested and will avoid layoffs in the Department. She explained that the Board of Supervisors was supportive of the Department and the intention to continue to offset costs by increasing earned revenue. The Department now will wait to hear back on any final changes to the budget prior to its final approval.

## ASSISTANT MANAGING DIRECTOR'S REPORT

Assistant Managing Director Rob Levin highlighted that there were forty new events booked in the venues since the May meeting. He noted that most of the revenue numbers were consistent with targets for the fiscal year. He also reported on the new patron screening system that will be installed over the summer. Trustee Kopp asked about the difference in revenue numbers from the prior year and Director Sofis noted that it will be easier to compare once the final numbers are in at the close of the fiscal year.

## BOARD SECRETARY'S REPORT

Board Secretary Cicero thanked the Board for completing their Ethics trainings and reminded them of their Department of Human Resources trainings due by the end of the year. She also reported that the parking lot behind the Veterans Building will be closed in July for repairs.

## COMMITTEE REPORT

**Marketing & Community Engagement Committee:** Chair Wright reported on the Mission and Vision statements that the Committee deliberated on in May and recited the final versions that the Committee recommended to the full Board.

### **MISSION**

The San Francisco War Memorial & Performing Arts Center manages and maintains *a world-class creative complex* which sustains *diverse, multi-cultural artistic and educational offerings* for enjoyment by *regional, national, and international audiences*; supports a *broad workforce* across the performing arts sector; and *powerfully contributes to San Francisco's economy and identity*, in service of the purposes and beneficiaries of the War Memorial Trust.

### **VISION**

The San Francisco War Memorial & Performing Arts Center is a nationally-renowned performing arts cultural complex that draws people from across the region and the world to share in uplifting and unifying artistic experiences.

We honor and build upon our storied past- as a monument to our nation's veterans, the birthplace of the United Nations, and the home of the San Francisco Symphony, the San Francisco Opera, and the San Francisco Ballet - while advancing into a future that celebrates an array of performing arts reflective of our society's diversity. Performers of all backgrounds are featured in our theaters, and people from all walks of life - including artists, staff, and visitors - are broadly represented and welcomed in our spaces. Our campus anchors the vibrant Civic Center Performing Arts District, which draws millions of people annually to experience art, music, education, shopping, and food, seven days a week, day and night.

The War Memorial & Performing Arts Center is the heart of San Francisco, which is one of the most innovative, energetic, and inclusive arts and entertainment cities in the world.

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

## RESOLUTION NO. 25-16

RESOLVED, By the Board of Trustees of the War Memorial of San Francisco, the updated Mission and Vision statements of the War Memorial, are hereby approved.

At this time, pursuant to San Francisco's Campaign & Government Conduct Code section 3.209, President Wilsey and Vice President Horn recused themselves from deliberation, voting and disposition of the next regular item as members of the Board of Directors of the San Francisco Performing Arts Center Foundation. Director Sofis

presented the item and Board Secretary Cicero handled procedural matters on the item.

### **REGULAR ITEMS**

#### **Memorandum of Understanding between the War Memorial Department and the San Francisco**

**Performing Arts Center Foundation:** Director Sofis addressed the Board on the proposed Memorandum of Understanding (MOU) formalizing the 40+-year relationship between the Department and its supporting 501c(3) organization and operating partner. Director Sofis explained that the Foundation is used primarily as an operating partner for events in the venues that do not involve one of the resident companies (Symphony, Opera, Ballet). The Foundation books the revenue, holds performance bonds, and has a list of about 100 part-time as-needed staff that can be called to work specific events. She noted that these staff constitute event managers and other part-time theatrical technical staff, which would be practically impossible to staff using full-time civil service employees. She stated that it also allows the Department to engage specialized vendors, specific to the theatrical business, who would not customarily be a City vendor, like a piano tuner or marketing consultant. She explained this MOU was developed to codify the existing practices that have been in place for over forty years and in response to emerging ethics rules.

Trustee Kopp asked whether the Foundation has fundraised or plans to fundraise in the future. Director Sofis noted that the Foundation has the ability to fundraise, although it has not done so to-date in a significant way. She suggested that perhaps a committee could discuss thoughtful ways to fundraise: possibly for a fund to support tours, open houses, and community outreach as a campus, which would include the resident companies. Trustee Kopp noted his support for examining the practice of raising funds independently, especially with the City facing a multimillion-dollar deficit.

Director Sofis noted that nothing has changed in the proposal from the May meeting and reminded the Board that the MOU has been reviewed by both the City Attorney and counsel for the Foundation, and the Foundation Board ratified the agreement at their May Board meeting.

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

#### **RESOLUTION NO. 25-17**

RESOLVED, By the Board of Trustees of the War Memorial of San Francisco, hereby accepts and approves the terms of the Memorandum of Understanding between the Board of Trustees and the San Francisco Performing Arts Center Foundation and directs Kate Sofis as Managing Director to sign the contract on behalf of the Board, as of June 12, 2025.

At this time, President Wilsey and Vice President Horn re-entered the Board room.

#### **Consideration and Possible Approval of Revision to War Memorial Policy Regarding Waivers for Veterans**

**Organizations:** President Wilsey invited Director Sofis to present on the policy for fee waivers of room rental fees for veterans organizations. She noted that the proposed revisions to the current process involve providing assurance that the marketing materials for events requesting fee waivers clearly demonstrate which veterans organization is the main beneficiary of the event.

President Wilsey asked for a motion to approve, which was moved by Vice President Horn and seconded by Trustee Newstat.

During public comment, numerous veterans and veterans' advocates including Mitchell Weller, Hanley Chan, John Gibson, Stefanos Zygomalas, and Devon Kwan, came forth to oppose the policy and requested that they be permitted to provide feedback and input on the policy before passed. CJ Reeves, Chair of the American Legion War Memorial Commission, stated that he supported the policy. A written public comment from Jeff Shiebels was also entered into the record.

Vice President Horn stated that the American Legion War Memorial Commission is the official body to speak on veterans' interests in the building and the Board of Trustees defers to the American Legion War Memorial Commission. Trustee Rocco stated that the Board of Trustees has not denied any fee waiver requests from veterans but noted that he would welcome input from the Posts and the American Legion War Memorial Commission on their perspective. President Wilsey referred the matter of the fee waiver policy and relationship between the Posts and the Commission to the Veterans Committee. Trustee Kopp stated his intent to hold a Veterans Committee meeting directly before the July Regular Meeting of the Board at 1pm on July 10, 2025.

### **MISCELLANEOUS CORRESPONDENCE**

None.

### **GOOD AND WELFARE**

Trustee Newstat sent gratitude to all veterans and active military on the streets in harm's way and wishes for everyone's safety. There being no further good and welfare, President Wilsey closed good and welfare.

### **PUBLIC COMMENT**

Mitchell Weller and Hanley Chan thanked the Board for their decision. There being no additional public comment, President Wilsey closed public comment.

### **ADJOURNMENT**

There being no further business, President Wilsey adjourned the meeting at 3:12 p.m.

A handwritten signature in black ink, appearing to be 'fG' with a long horizontal stroke extending to the right.

Francesca Cicero  
Board Secretary