Horton Plaza Theatres FOUNDATION

Nurturing Arts and Culture

AGENDA
HORTON PLAZA THEATRES FOUNDATION
Board of Directors Meeting

Tuesday, July 28, 2026, 3:00 p.m.
1200 Third Avenue, 14th Floor
San Diego, CA 92101

Public MS Teams Link:
Click Here
OR
To Join by Telephone:
Dial 619-737-2322/ Phone Conference ID: 641 247 101#

1. Call to Order
2. Roll Call
3. Non-Agenda Public Comment
   Pursuant to the Brown Act, no discussion or action, other than a referral, shall be taken by the Board on any issue brought forth under the "Non-Agenda Public Comment."
4. Report from the Executive Director/Civic Communities

CONSENT AGENDA

5. Approval of Horton Plaza Theatres Foundation's June 23, 2026 Annual Board of Directors Meeting Minutes
6. Horton Plaza Theatres Foundation's Unaudited Financial Statements for the Period Ending June 30, 2026 ~ Diane Ferris

REGULAR AGENDA

7. Proposal by VenueTech Management Group, Inc. for Development of a Business Plan for the Lyceum Theatres ~ Jeff Zinner

ORAL UPDATES

8. Civic San Diego Report
9. City of San Diego Cultural Affairs Report
10. Cushman & Wakefield Report
11. President's Report

12. Board Member Comment

URGENT NON-AGENDA ITEMS

ADJOURNMENT

REQUESTS FOR ACCESSIBILITY MODIFICATIONS OR ACCOMMODATIONS

This information will be made available in alternative formats upon request, as required by the Americans with Disabilities Act (ADA), by contacting Betty Migliaccio, 619-533-7101. Requests for disability-related modifications or accommodations required to facilitate meeting participation, including requests for alternatives to observing meetings and offering public comment as noted above, may be made by contacting Betty Migliaccio, 619-533-7101. Requests for disability-related modifications or accommodations required to facilitate meeting participation, including requests for auxiliary aids, services or interpreters, require different lead times, ranging from five business days to two weeks. Please keep this in mind and provide as much advance notice as possible in order to ensure availability. The City is committed to resolving accessibility requests swiftly in order to maximize accessibility.

Horton Plaza Theatres FOUNDATION

Nurturing Arts and Culture

ITEM #4

DATE ISSUED: July 23, 2026

ATTENTION: Horton Plaza Theatres Foundation
Board of Directors Meeting of July 28, 2026

SUBJECT: Executive Director/Civic Communities Report

CONTACT: Betty Migliaccio, Assistant Property & Project Manager

REQUESTED ACTION: No action required (informational only).

The following are noteworthy activities completed since the last Executive Director's Report issued on June 18, 2026:

- HPTF received the FY26 payment in the full amount of $250,000 payment from City and expects to receive a $140,000 ROPS reimbursement.

- Civic staff have been contacted by City staff regarding FY27 funding agreement. It is anticipated that the parties will meet in the near future to discuss the agreement and next steps.

- At Civic's direction, ACE Electric completed the upgrade of all existing incandescent light fixtures to LED lighting to improve energy efficiency and reduce operating costs.

- At Civic's direction, HPTF entered into an Agreement with Next Level to implement MA Engineers' recommendations for a more functional Building Management System (BMS). Civic staff met with MA Engineers and Next Level to review the remaining action items associated to the HVAC system conversion and to coordinate the next steps. Staff are reviewing Next Level's annual maintenance proposal to provide ongoing maintenance and technical assistance for the new BMS.

- The source of the leak in the lower-level former conference room was identified as originating from the Lyceum mechanical room in Loading Dock 1.

- Civic staff continue to participate in weekly construction meetings with JB Construction and Cushman & Wakefield to monitor project progress and address ongoing construction activities.

- Civic staff continue to conduct regular inspections of the facility to identify maintenance needs and monitor building conditions.

Respectfully submitted,

Betty Migliaccio

Betty Migliaccio, Assistant Property & Project Manager
Civic Communities

Horton Plaza Theatres FOUNDATION

Nurturing Arts and Culture

ITEM #5

MINUTES
HORTON PLAZA THEATRES FOUNDATION
ANNUAL BOARD OF DIRECTORS
MEETING OF
TUESDAY, JUNE 23, 2026

Item #1: **Call to Order**

President Suzanne Varco called the Annual Board of Directors ("Board") Meeting of the Horton Plaza Theatres Foundation (HPTF) to order at 3:04 p.m. and received the following oral disclosures:

Treasurer Patrick Stewart: *"I am notifying Horton Plaza Theatres Foundation that I will be attending the meeting today remotely due to just case related to family caregiving needs. Pursuant to the Brown Act, I am disclosing that there are no individuals 18 years of age or older present in the room with me. I will update this disclosure if it changes during the course of the meeting."*

Secretary D. Candis Paule: *"I am notifying Horton Plaza Theatres Foundation that I will be attending the meeting today remotely due to just case related to family caregiving needs. Pursuant to the Brown Act, I am disclosing that there are no individuals 18 years of age or older present in the room with me. I will update this disclosure if it changes during the course of the meeting."*

Director Megan Faircloth: *"I am notifying Horton Plaza Theatres Foundation that I will be attending the meeting today remotely due to just case related to family caregiving needs. Pursuant to the Brown Act, I am disclosing that there are no individuals 18 years of age or older present in the room with me. I will update this disclosure if it changes during the course of the meeting."*

BOARD ACTION: Motion by Director Jay Henslee and seconded by Vice President Jennifer Gattey that the HPTF Board approves Treasurer Patrick Stewart, Secretary D. Candis Paule, and Director Megan Faircloth to attend the meeting remotely for "Just Cause."

Passed by the following vote (7-0)

Aye: President Suzanne Varco, Vice President Jennifer Gattey, Treasurer Patrick Stewart, Secretary D. Candis Paule, and Directors Jay Henslee, Rachelle Martini and Megan Faircloth

Nay: None

Abstain: None

Recusal: None

Item #2: Roll Call

PRESENT: President Suzanne Varco, Vice President Jennifer Gattey, Treasurer Patrick Stewart, Secretary D. Candis Paule, and Directors Jay Henslee, Rachelle Martini and Megan Faircloth

EXCUSED: Director George Montoya

Item #3: Non-Agenda Public Comment

None.

Item #4: Report from the Executive Director/Civic Communities

Civic Communities Assistant Property & Project Manager Betty Migliaccio reported that the Fiscal Year 2026 contract with the City was executed with the payment request submitted.

CONSENT AGENDA

Item #5: Approval of Horton Plaza Theatres Foundation's May 26, 2026 Board of Directors Meeting Minutes

BOARD ACTION: Motion by Vice President Jennifer Gattey and seconded by Director Rachelle Martini that the HPTF Board approves HPTF's May 26, 2026 Board of Directors Meeting Minutes.

Passed by the following vote (5-0)

Aye:	President Suzanne Varco, Vice President Jennifer Gattey, Treasurer Patrick Stewart and Directors Rachelle Martini and Megan Faircloth
Nay:	None
Abstain:	Secretary D. Candis Paule and Director Jay Henslee
Recusal:	None

Item #6: Horton Plaza Theatres Foundation's Unaudited Financial Statements for the Period Ending May 31, 2026

BOARD ACTION: Motion by Vice President Jennifer Gattey and seconded by Director Jay Henslee that the HPTF Board approves HPTF's Unaudited Financial Statement for the Period Ending May 31, 2026.

Passed by the following vote (7-0)

Aye:	President Suzanne Varco, Vice President Jennifer Gattey, Treasurer Patrick Stewart, Secretary D. Candis Paule, and Directors Jay Henslee, Rachelle Martini and Megan Faircloth
Nay:	None
Abstain:	None
Recusal:	None

REGULAR AGENDA

Item #7: Horton Plaza Theatres Foundation Fiscal Year 2027 Election of Officers

President Suzanne Varco presented the item and requested nominations.

BOARD ACTION: Motion by Director Jay Henslee Vice and seconded by Vice President Jennifer Gattey that the HPTF Board elects HPTF's Fiscal Year 2027 Board Officers and adopts Resolution 2026-2.

Passed by the following vote (7-0)

Aye:	President Suzanne Varco, Vice President Jennifer Gattey, Treasurer Patrick Stewart, Secretary D. Candis Paule, and Directors Jay Henslee, Rachelle Martini and Megan Faircloth
Nay:	None
Abstain:	None
Recusal:	None

Item #8: Horton Plaza Theatres Foundation Board of Directors Calendar for Fiscal Year 2027

President Suzanne Varco presented the item.

BOARD ACTION: Motion by Director Rachelle Martini and seconded Vice President Jennifer Gattey by that the HPTF Board approves the HPTF Board Meeting Dates for Fiscal Year 2027 and adopts Resolution 2026-3.

Passed by the following vote (7-0)

Aye:	President Suzanne Varco, Vice President Jennifer Gattey, Treasurer Patrick Stewart, Secretary D. Candis Paule, and Directors Jay Henslee, Rachelle Martini and Megan Faircloth
Nay:	None
Abstain:	None
Recusal:	None

ORAL UPDATES

Item #9: Civic San Diego Report

Civic Communities Executive Vice President Daniel Kay reported that Next Level is currently converting the building management system, provided an update on utility costs, and an update on the leak in the lower conference room. Mr. Kay responded to questions and comments, including a question from Secretary D. Candis Paule regarding Next Level's costs.

Civic Communities President Andrew Phillips reported on HPTF's annual insurance.

Director Rachelle Martini provided a further update on the leak.

Item #10: **City of San Diego Cultural Affairs Report**
None.

Item #11: **Cushman & Wakefield Report**
Director Rachelle Martini provided a construction update.

Item #12: **President's Report**
None.

Item #13: **Board Member Comment**
Treasurer Patrick Stewart confirmed the Fiscal Year 2027 budget amount of $325,000.

URGENT NON-AGENDA ITEMS ~ None.

ADJOURNMENT ~ The meeting adjourned at 3:28 p.m.

Horton Plaza Theatres FOUNDATION

Nurturing Arts and Culture

ITEM #6

DATE ISSUED: July 23, 2026

ATTENTION: Horton Plaza Theatres Foundation
Board of Directors Meeting of July 28, 2026

SUBJECT: Horton Plaza Theatres Foundation's Unaudited Financial Statements for the Period Ending June 30, 2026

CONTACT: Diane Ferris, Accounting Manager, Civic Communities

REQUESTED ACTION: That the Horton Plaza Theatres Foundation (HPTF) Board of Directors ("Board") accepts the HPTF Unaudited Financial Statements for the period ending June 30, 2026.

DISCUSSION: The following HPTF Unaudited Financial Statements are attached:

Statement of Financial Position
Statement of Revenues and Expenses
Statement of Revenues and Expenses with Budget Variances
ROPS Detail

FISCAL CONSIDERATIONS: None

OTHER RECOMMENDATIONS: On July 21, 2026, the HPTF Finance Committee voted 2 to 0 in favor of accepting the Unaudited Financial Statements for the period ending June 30, 2026.

RECOMMENDATION: That the HPTF Board accepts the Unaudited Financial Statements for the period ending June 30, 2026.

Respectfully submitted,

Diane Ferris, Accounting Manager
Civic Communities

Attachment:
A – Unaudited Financial Statements for period ending June 30, 2026

ATTACHMENT A

Horton Plaza Theatres Foundation
Statement of Financial Position
As of June 30, 2026
(UNAUDITED)

Assets		
Operating Assets		
Cash and Cash Equivalents	$	107,118
Account Receivable (ROPS)		140,183
Account Receivable (CITY)		250,000
Prepaid Expenses		0
Total Assets	**$**	**497,301**
Liabilities and Net Assets		
Liabilities		
Account Payable	$	152,852
Credit Card		0
Total Liabilities		**152,852**
Net Assets		
Net Assets without Restrictions		376,417
Net Asset with Restrictions		88,154
Net Income (Loss)		(120,122)
Total Liabilities and Net Assets	**$**	**497,301**

Horton Plaza Theatres Foundation
Statement of Revenues and Expenses
As of June 30, 2026
(UNAUDITED)

Revenue		
City of San Diego	$	250,000
SD Foundation Grant		10,000
Equipment Sales		4,800
Interest Income		4,791
Refund of Prior Year Expenses		10,572
Total Revenue		**280,163**
Expenses		
Administration		98,040
Audit/Tax/Paychex		956
CAM Charges - Property Taxes		19,212
Facility Maintenance		33,032
Insurance		69,485
Marketing		2,000
Office Expense		4,159
Utilities		173,348
Total Expenses		**400,232**
Change in Net Assets	**$**	**(120,069)**

Horton Plaza Theatres Foundation

Statement of Revenues and Expenses

As of June 30, 2026

(UNAUDITED)

	Current Month Actual	Monthly Budget	Current Month Variance $	Current Month Variance %	YTD Actual	YTD Budget	YTD Variance $	YTD Variance %	FY26 Amended Budget
Revenue									
City of San Diego	$ 20,833	$ 20,833	$ (0)	0%	$ 250,000	$ 250,000	$ -	0%	$ 250,000
SD Foundation Grant	0	0	0		10,000	0	10,000		
Equipment Sales	0	0	0		4,800	0	4,800		
Interest Income	139	417	(278)	-67%	4,791	5,000	(209)	-4%	5,000
Refund of Prior Year Expenses	0	0	0		10,572	0	10,572		
Total Revenue	**20,972**	**21,250**	**(278)**	**-1%**	**280,163**	**255,000**	**25,163**	**10%**	**$ 255,000**
Expenses									
Administration	8,692	8,167	(525)	-6%	98,040	98,000	(40)	0%	98,000
Audit/Tax/Paychex	0	583	583	100%	956	7,000	6,044	86%	7,000
CAM Charges - Property Taxes	3,509	1,833	(1,676)	-91%	19,212	22,000	2,788	13%	22,000
Facility Maintenance	1,790	4,167	2,377	57%	33,032	50,000	16,968	34%	50,000
Insurance	5,729	5,583	(146)	-3%	69,485	67,000	(2,485)	-4%	67,000
Marketing	0	0	0	0%	2,000	0	(2,000)		
Office Expense	191	333	142	43%	4,159	4,000	(159)	-4%	4,000
Utilities A.	14,729	11,667	(3,062)	-26%	173,348	140,000	(33,348)	-24%	140,000
Total Expenses	**34,640**	**32,333**	**(2,307)**	**-7%**	**400,232**	**388,000**	**(12,232)**	**-3%**	**388,000**
Net Income/Deficit	**$ (13,668)**	**$ (11,083)**	**$ (2,585)**		**$ (120,069)**	**$ (133,000)**	**$ 12,931**		**$ (133,000)**

A. Utilities Detail	**July 2025**	**Aug 2025**	**Sept 2025**	**Oct 2025**	**Nov 2025**	**Dec 2025**	**Jan 2026**	**Feb 2026**	**Mar 2026**	**Apr 2026**	**May 2026**	**June 2026**	**YTD Total**
Gas & Electric	9,225	8,894	0	19,583	9,245	0	7,967	7,767	7,661	7,047	6,988	6,842	91,219
Chilled Water/HVAC	0	8,982	22,433	6,728	3,041	1,666	3,147	5,181	7,667	5,901	5,253	7,887	77,886
Water & Sewer	651	0	651	664	0	732	0	765	0	0	780	0	4,243
Total	9,876	17,876	23,084	26,975	12,286	2,398	11,114	13,713	15,328	12,948	13,021	14,729	173,348

Horton Plaza Theatres Foundation
Statement of ROPS 19 FY26 Funding
As of June 30, 2026
(UNAUDITED)

7/1/2025	**Beginning Balance**			**$ 250,000.00**
7/2/2025	Ashley McFall	Inventory List	$ 50.00	
7/2/2025	DCJ Theatrical	Lighting Replacements	23,402.17	
7/2/2025	Siemens	Design HVAC software	4,107.50	
	Reimbursement #1-2026 - Received 8/01/2025		**27,559.67**	
12/16/2025	San Diego Refrigeration	Plumbing Leak Repairs	$ 335.00	
12/16/2025	San Diego Refrigeration	Power Issues	205.00	
3/24/2026	MA Engineers	HVAC System Review	15,500.00	
3/26/2026	HPS Mechanical	Plumbing Leak Repairs	96.00	
4/23/2026	Siemens	HVAC Assessment	1,000.00	
4/24/2026	Kone	Elevator Test & Inspections	2,802.00	
5/22/2026	Grah Locks	Locks repairs	552.61	
	ACCO	HVAC System Review	3,339.00	
	Clair Global	Consultant - Audio Equipment	600.00	
	Everon	Sprinkler/Fire Alarm Repairs	1,377.05	
	Everon	Sprinkler/Fire Alarm Repairs	1,865.25	
	ACCO	Exhause Fan Replacement	12,271.00	
	ACCO	Boiler Pump	3,426.00	
	HPS Mechanical	Bathroom Plumbing Inspection	437.50	
	ACCO	Chilled Water Pipe Repairs	2,179.00	
	HPS Mechanical	Bathroom Plumbing Repairs	3,917.07	
	MA Engineers	HVAC System Review	14,500.00	
	Ace Electric	Lighting Retrofit Project	34,746.25	
	Next Level HVAC Energy Mgmt	Building Management System	35,541.97	
	Everon	Sprinkler/Fire Alarm Repairs	1,676.48	
	Everon	Sprinkler/Fire Alarm Repairs	3,815.98	
	Reimbursement #2-2026		**$ 140,183.16**	82,257.17
	Remaining ROPS			**$ 82,257.17**

Horton Plaza Theatres FOUNDATION

Nurturing Arts and Culture

ITEM #7

DATE ISSUED: July 23, 2026

ATTENTION: Horton Plaza Theatres Foundation
Board of Directors Meeting of July 28, 2026

SUBJECT: Proposal by VenueTech Management Group, Inc. for Development of a Business Plan for the Lyceum Theatres

CONTACT: Jeff Zinner, Vice President, Community Development

REQUESTED ACTION: That the Horton Plaza Theatres Foundation (HPTF) Board of Directors ("Board") approves the proposal by VenueTech Management Group, Inc. ("VenueTech") for development of a Business Plan for the Lyceum Theatres ("Lyceum") and enters into an agreement for $30,000.

BACKGROUND: The City of San Diego/Successor Agency leases Lyceum from Alliance Bernstein (successor Property Owner) and subleases Lyceum to HPTF. HPTF is responsible for operations and management of Lyceum.

From November 1986 through July 2022, HPTF contracted with San Diego Repertory Theatre (REP) for the management and operation of the Lyceum. In 2020 the Lyceum was shut down due to the Covid pandemic. Similar to many other entertainment businesses, the REP could not recover post Covid, suffering from severe financial difficulties and funding shortfalls. In July 2022, the REP ceased operations leaving the Lyceum without management.

In addition, due to construction activities of Stockdale, the previous landlord, the Lyceum was left without public access. The current landlord has initiated steps to remedy the situation including construction of new stairs and installation of a new elevator. Under the current schedule, they anticipate these repairs to be completed in 2027.

On June 17, 2024, a Request for Proposals for Venue Operations and Program Management Services of the Lyceum was issued. Of the four proposals received, VenueTech was selected based on its substantial experience, specialized venue management knowledge, and proven track record in supporting performing arts facilities.

With the Lyceum anticipated to reopen in 2027, VenueTech has indicated that approximately one year is needed to develop and implement a comprehensive reopening strategy, including marketing and community outreach efforts, programming and calendar development, staffing recruitment and training, and other operational preparations necessary to ensure a successful reopening.

DISCUSSION: At the May 26, 2026 HPTF Board meeting, VenueTech provided an informational presentation outlining an overview of the scope of work required approximately one year before the potential opening of the Lyceum. Due to limited funding available to support a longer-term agreement as contemplated in the 2024 RFP and the need for a more refined plan to guide long term operations, the Board supported initiating a consultant agreement to facilitate the development of a business plan and budget.

Staff received a proposal by VenueTech (Attachment A) which includes the development of a business plan. The proposal highlights include an analysis of the Lyceum assets, production limitations, creation of a list of prospective rental clients and a recommended programming model. The total cost of the business plan is a flat fee of $30,000 and will take approximately four (4) months to complete.

The completed business plan will identify the baseline activities and budget projections needed to ramp up Lyceum operations and guide HPTF's next steps to secure funding for future years.

FISCAL CONSIDERATIONS: Funds in the amount of $30,000 are available from HPTF reserves.

OTHER RECOMMENDATIONS: None.

RECOMMENDATION: That the HPTF Board approves the proposal by VenueTech for development of a Business Plan for the Lyceum and enters into an agreement for $30,000.

Respectfully submitted,

Jeff Zinner, Vice President, Community Development
Civic Communities

Attachment: A – Proposal by VenueTech

ATTACHMENT A

Proposal for the Development of Business Plan for the Lyceum Theatres
June 4, 2026

Developing a Business Plan for the Lyceum Theatres will include the following steps:

1. Analysis of Theatre assets and production limitations, including review of equipment inventory and site visit by VenueTech technical staff.
2. Collection and analysis of data from comparable performance spaces in the region.
3. Creation of a list of prospective rental clients.
4. Interviews with prospective rental clients and key stakeholders, in-person and/or virtually as needed.

The Plan will include:

1. Recommended programming model
2. Options for operating concessions
3. Recommended staffing levels
4. Operating policies
5. Rental rate structure and fee recommendations
6. Box office and revenue control procedures and cash management policies
7. Purchase recommendations including technical equipment, office equipment, box office equipment, software, etc.
8. Marketing strategies
9. Timeline for Opening
10. 3-year budget projections
11. Performance Benchmarks

VenueTech anticipates this will take approximately four months to complete and will provide all of the services and deliverables described in this proposal for a flat fee of $30,000. This fee is inclusive of all consultation and implementation described in this proposal, including all required personnel expenses, administrative costs, office expenses and travel.