



Horton Plaza Theatres FOUNDATION
Nurturing Arts and Culture

**HORTON PLAZA THEATRES FOUNDATION
MINUTES OF BOARD OF DIRECTORS MEETING
October 15, 2024**

Item #1: Call to order: 3:03 p.m. by President Suzanne Varco at 324 Horton Plaza, San Diego CA 92101

Item #2: Roll Call

Board Members Present: President Suzanne Varco, Vice President Jennifer Gattey, Secretary D. Candis Paule, Treasurer Patrick Stewart, Director Jay Henslee, Director Christie Kong, Director Leo Divinsky, Director Jimmy Parker

Executive Director: Sandra L. Simmons

Excused: Director George Montoya

Invited Guest: Gary Bosse and Jerilyn Larson, Civic San Diego; Victoria Plettner-Saunders, Consultant (Zoom); Judith Burkett and Kristyn Jacobson, VenueTech (Zoom); Christine Jones, Department of Cultural Affairs (Zoom)

Item #3: Non-Agenda Public Comment

None

Item #4: Executive Director Report

Ms. Simmons reported on noteworthy activities from the Executive Director's Report issued on October 8, 2024.

CONSENT AGENDA

Item #5: Acceptance of Horton Plaza Theatres Foundation's Unaudited Financial Statements as of May 31, 2024; June 30, 2024; July 31, 2024; and August 31, 2024.

Motion: Director Divinsky moved and Vice President Gattey seconded the motion to accept the unaudited Financial Statements of Horton Plaza Theatres Foundation as of May 31, 2024, June 30, 2024, July 31, 2024, and August 31, 2024.

Vote: Varco, Gattey, Paule, Stewart, Henslee, Kong, Divinsky, Parker “Aye.” **The motion passed.**

REGULAR AGENDA

Item #6: Approval of Horton Plaza Theatres Foundation’s June 11, 2024 Board of Directors Meeting Minutes

Motion: Director Parker moved and Secretary Paule seconded the motion to approve the Horton Plaza Theatres Foundation’s June 11, 2024 Board of Directors Meeting Minutes.

Vote: Varco, Gattey, Paule, Kong, Divinsky, Parker “Aye.” Stewart, Henslee abstained. **The motion passed.**

Item #7: Approval of Horton Plaza Theatres Foundation’s Independent Auditor’s Report, Financial Statement, and Supplementary Information for the Fiscal Year ended June 30, 2024

Motion: Director Divinsky and Vice President Gattey seconded the motion to accept Horton Plaza Theatres Foundation Independent Audit Report, Financial Statements, and Supplementary Information for the Year Ended June 30, 2024 prepared by Kagan and Associates dated September 23, 2024 and accompanying Statement on Auditing Standards #114 - Required Communication with Those Charged with Governance.

Vote: Varco, Gattey, Paule, Stewart, Henslee, Kong, Divinsky, Parker “Aye.” **The motion passed.**

Item #8: Acceptance of Horton Plaza Theatres Foundation’s 2023 Federal Return of Organization Exempt from Income Tax Form 990 and California Exempt Organization Annual Information Return Form 199

Motion: Vice President Gattey and Treasurer Stewart seconded the motion to accept of Horton Plaza Theatres Foundation’s 2023 Federal Return of Organization Exempt from Income Tax Form 990 and California Exempt Organization Annual Information Return Form 199.

Vote: Varco, Gattey, Paule, Stewart, Henslee, Kong, Divinsky, Parker “Aye.” **The motion passed.**

Item #9: Approval to Negotiate the Operation of Lyceum Theatres

Motion: Director Parker moved and Director Divinsky seconded the motion to approve negotiating a Lyceum Theatres Operator Agreement with VenueTech Management Group completed in 60 days, and to hire outside counsel to finalize agreement with VenueTech.

VenueTech Judith reported our mission is their wheelhouse, and they manage a number of

venues similar to the Lyceum. VenueTech's services are fee based with one managing director who hires local talent for work at the Lyceum.

Vote: Varco, Gattley, Paule, Stewart, Henslee, Kong, Divinsky, Parker "Aye." **The motion passed.**

ORAL UPDATES

Item 10: Civic San Diego Report

Gary Bosse reported renovation has entered the final finishing stage. Currently, our path for completion depends upon Stockdale's installation of the pipe grid system in the black box. There is no firm date on when the pipe grid will be installed, but at some point Civic needs to move forward with completing the work. Civic doesn't have the funds to take on Stockdale's responsibility.

The moveable platform seating for the black box will be delivered tomorrow (October 16) and installation is scheduled within the next 2 – 3 weeks. This will make it more difficult for Stockdale to install the pipe grid as the workers will be unable to access many connection points due to the installed platform and seating.

Director Divinsky said he now has the pipe grid on his radar as a critical path item. He recognized that the installation is not Civic's responsibility and should not pay for this added cost.

Current date of renovation completion is January 20, 2025.

Item #11: Commission for Arts & Culture Report

None

Item #12: Stockdale Report

Director Divinsky reported that JB Pacific is working on remobilizing. Stockdale is working with their lenders, but a definite date is not finalized for remobilization. He will provide Civic with the timing of pipe grid installation.

President Varco stated the Lyceum can not be reopened without an entrance.

Director Divinsky stated the City wasn't keen on the original stain glass cladding of the passenger elevator and they are working on different designs.

Director Kong stated the finalized entry and elevator will be completed and the art piece will be installed later.

President Varco requested a new schedule update. Director Divinsky stated he would have one in 30 days.

Item #13: President's Report

None

Item #14: Board Member Comment

None

ADJOURNMENT: 4:24 p.m.