



Horton Plaza Theatres **FOUNDATION**
Nurturing Arts and Culture

ITEM #4

**MINUTES
HORTON PLAZA THEATRES FOUNDATION
BOARD OF DIRECTORS' MEETING
OF
TUESDAY, MAY 26, 2026**

Item #1: **Call to Order**

President Suzanne Varco called the regular Board of Directors (“Board”) Meeting of the Horton Plaza Theatres Foundation (HPTF) to order at 3:04 p.m.

Item #2: **Roll Call**

PRESENT: President Suzanne Varco, Vice President Jennifer Gattey, Treasurer Patrick Stewart and Directors George Montoya, Rachelle Martini and Megan Faircloth (via Teams)

EXCUSED: Secretary D. Candis Paule and Director Jay Henslee

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 there were no additions to the written report.

CONSENT AGENDA

Item #5: **Approval of Horton Plaza Theatre Foundation’s March 24, 2026 Board of Directors Meeting Minutes**

BOARD ACTION: Motion by Vice President Jennifer Gattey and seconded by Treasurer Patrick Stewart that the HPTF Board approves the HPTF Board of Directors meeting minutes of March 24, 2026.

Passed by the following vote (5-0)

Aye: President Suzanne Varco, Vice President Jennifer Gattey,

Treasurer Patrick Stewart and Directors George Montoya and
Rachelle Martini
Nay: None
Abstain: None
Recusal: Director Megan Faircloth

Item #6: Horton Plaza Theatres Foundation's Unaudited Financial Statement for the Period Ending March 28, 2026

Item #7: Horton Plaza Theatres Foundation's Unaudited Financial Statement for the Period Ending April 30, 2026

BOARD ACTION: Motion by Vice President Jennifer Gattey and seconded by Treasurer Patrick Stewart that the HPTF Board approves:

HPTF's Unaudited Financial Statement for the Periods Ending March 28, 2026; April 30, 2026.

Passed by the following vote (5-0)

Aye: President Suzanne Varco, Vice President Jennifer Gattey,
Treasurer Patrick Stewart and Directors George Montoya and
Rachelle Martini
Nay: None
Abstain: None
Recusal: None

REGULAR AGENDA

Item #9 was heard prior to Item #8

Item #9: Horton Plaza Theatres Foundation's Fiscal Year 2027 (July 1, 2026 – June 30, 2027) Scope of Services

Civic Communities Vice President, Community Development Jeff Zinner presented the Scope of Services, highlighted collaboration with the owner's representative, utilizing ROPS to address capital improvement needs, ongoing efforts to improve utility efficiency, and potential engagement of an external provider for operational services.

Director Rachelle Martini reported that Temporary Certificate of Occupancy is expected April 2027 and that permit negotiations with the City are ongoing.

BOARD ACTION: Motion by Treasurer Patrick Stewart and seconded by Vice President Jennifer Gattey that the HPTF Board supports the HPTF's Fiscal Year 2027 (July 1, 2026 – June 30, 2027) Scope of Services and Adopts Resolution 2021-1.

Passed by the following vote (5-0)

Aye: President Suzanne Varco, Vice President Jennifer Gattey,
Treasurer Patrick Stewart and Directors George Montoya and
Rachelle Martini

Nay: None

Abstain: None

Recusal: None

Item #8: Horton Plaza Theatres Foundation's Fiscal Year 2027 (July 1, 2026 – June 30, 2027) Proposed Operating Budget

Civic Communities Accounting Manager Diane Ferris presented the item and reported that utility costs reflect a slight decrease.

Civic Communities Executive Vice President, Engineering and Construction Daniel Kay addressed Board inquiries regarding insurance coverage for the Lyceum Theatre, noting that the prior year's liability coverage had been overstated and that staff was presently engaged with the insurance carriers to significantly reduce the premium costs.

BOARD ACTION: Motion by Vice President Jennifer Gattey and seconded by Treasurer Patrick Stewart that the HPTF Board approves the HPTF Fiscal Year 2027 (July 1, 2026 – June 30, 2027) Proposed Operating Budget.

Passed by the following vote (5-0)

Aye: President Suzanne Varco, Vice President Jennifer Gattey,
Treasurer Patrick Stewart and Directors George Montoya and
Rachelle Martini

Nay: None

Abstain: None

Recusal: None

Item #10: First Amendment to Consulting Agreement between Civic Community Ventures, Inc. dba Civic Communities and Horton Plaza Theatres Foundation to Support Operations at the Lyceum Theatre

Civic Communities Vice President, Community Development Jeff Zinner presented the item and noted that the Amendment will extend the term for an additional year.

BOARD ACTION: Motion by Treasurer Patrick Stewart and seconded by Director George Montoya that the HPTF Board approves the First Amendment to Consulting Agreement between Civic Community Ventures, Inc. dba Civic Communities and HPTF to Support Operations at the Lyceum Theatre.

Passed by the following vote (5-0)

Aye: President Suzanne Varco, Vice President Jennifer Gattey,
Treasurer Patrick Stewart and Directors George Montoya and
Rachelle Martini
Nay: None
Abstain: None
Recusal: None

INFORMATIONAL ITEM

Item #11: Presentation by VenueTech/Discussion of Future Lyceum Theatre Operations

VenueTech President Judith Barkett introduced Vice President Kristin Jacobsen and Monica Payne and provided an overview of VenueTech's background and experience. Ms. Barkett responded to Board questions and emphasized the significant scope of work to be undertaken over the next year.

President Suzanne Varco expressed support for initiating a consultant contract to facilitate development of a business plan and budget.

Treasurer Patrick Stewart emphasized the importance of ensuring the Lyceum is actively utilized by local organizations. He recommended initiating dialogue to explore the creation of informal arrangements and a strategic plan to build out the facility's calendar.

After significant discussion, it was agreed that VenueTech will prepare a consulting proposal for consideration by the Board at its meeting on June 23.

ORAL UPDATES

Item #12: Civic San Diego Report

Civic Communities Executive Vice President, Engineering & Construction Daniel Kay reported on utilities and staff efforts to reduce overall utilities consumption.

Item #13: City of San Diego Cultural Affairs Report

In response to Treasurer Patrick Stewart's inquiry regarding the status of the FY 26 City/HPTF Agreement, Civic Communities Vice President, Community Development Jeff Zinner stated that the Agreement was signed by Suzanne Varco, and that Assistant Property & Project Manager Betty Migliaccio had submitted additional required documentation but that a fully executed Agreement from the City was still pending.

Item #14: **Cushman & Wakefield Report**

Director Rachelle Martini provided a construction update.

Item15: **President's Report**

President Suzanne Varco reported that she and Treasurer Patrick Stewart were meeting with Prebys Foundation Senior Fellow for Art & Design Jonathon Glus to initiate discussions regarding funding for continued operations.

Item #16: **Board Member Comment**

None.

URGENT NON-AGENDA ITEMS ~ None.

ADJOURNMENT ~ The meeting adjourned at 4:24 p.m.