ITEM #5

MINUTES
HORTON PLAZA THEATRES FOUNDATION
BOARD OF DIRECTORS
MEETING OF
TUESDAY, JULY 28, 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 3:06 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."*

Director Rachelle Martini: *"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, Director Rachelle Martini to attend the meeting remotely for "Just Cause."

Passed by the following vote (6-0)

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

Item #2: **Roll Call**

:

President Suzanne Varco, Vice President Jennifer Gattey, Treasurer Patrick Stewart (via Telephone), Secretary D. Candis Paule, and Directors Jay Henslee, George Montoya, Rachelle Martini (via Telephone)

ABSENT: Director Megan Faircloth

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 she had no additional updates to provide.

CONSENT AGENDA

Item #5: Approval of Horton Plaza Theatres Foundation's June 23, 2026, Annual Board of Directors Meeting Minutes

BOARD ACTION: Motion by Vice President Jennifer Gattey and seconded Secretary D. Candis Paule by that the HPTF Board approves HPTF's June 23, 2026, Annual Board of Directors Meeting Minutes.

Passed by the following vote (6-0)

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

Item #6: Horton Plaza Theatres Foundation's Unaudited Financial Statements for the Period Ending June 30, 2026

BOARD ACTION: Motion by Secretary D. Candis Paule and seconded by Treasurer Patrick Stewart that the HPTF Board approves the Unaudited Financial Statements for the Period Ending June 30, 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, George Montoya, and Rachelle Martini
Nay:	None
Abstain:	None
Recusal:	None

REGULAR AGENDA

Item #7: Proposal by VenueTech Management Group, Inc. for Development of a Business Plan for the Lyceum Theatres

Civic Communities Assistant Property & Project Manager Betty Migliaccio presented the item and provided background on VenueTech. Mrs. Migliaccio indicated that a $30,000 fee was quoted for four months of work with funding available from HPTF reserves.

BOARD ACTION: Motion by Treasurer Patrick Stewart and seconded by President Suzanne Varco that the HPTF Board approves the proposal by VenueTech for development of a business plan and enters into an agreement for $30,000.

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, George Montoya, and Rachelle Martini
Nay:	None
Abstain:	None
Recusal:	None

ORAL UPDATES

Item #8: Civic San Diego Report

Civic Communities Executive Vice President, Engineering & Construction Daniel Kay provided a utilities update and reported that Cushman & Wakefield was investigating a leak in the mechanical room. He also noted that staff continue to address ongoing maintenance needs throughout the year.

Item #9: City of San Diego Cultural Affairs Report

None.

Item #10: Cushman & Wakefield Report

Director Rachelle Martini provided a construction update and reported that the Certificate of Occupancy is anticipated in June 2027.

Item #11: President's Report

President Suzanne Varco reported on a meeting with the Prebys Foundation and theatre tour inquiries.

Item #12: Board Member Comment

None.

URGENT NON-AGENDA ITEMS ~ Judith Barkett requested that the Board compile a list of interested parties for the Lyceum, with Betty Migliaccio coordinating and scheduling facility tours.

ADJOURNMENT ~ The meeting adjourned at 3:48 p.m.