



Horton Plaza Theatres FOUNDATION

Nurturing Arts and Culture

ITEM #5

**MINUTES
HORTON PLAZA THEATRES FOUNDATION
BOARD OF DIRECTORS
MEETING OF
TUESDAY, DECEMBER 2, 2025**

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 3:02 p.m.

Item #2 **Roll Call**

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

EXCUSED: Treasurer Patrick Stewart

ABSENT: Director George Montoya

Item #3 **Non-Agenda Public Comment**

Judith Barkett of VenueTech indicated that she and Kristyn Jacobsen were present for questions.

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

Civic Communities (“Civic”) Assistant Property & Project Manager Betty Migliaccio reported that the agreement with MA Engineers was executed, with an upcoming HVAC assessment, and that staff met with the project electrician to review emergency shutoffs in preparation for DSD final acceptance of the Bilbro scope of work. Civic’s Vice President, Community Development Jeff Zinner added that staff will meet with Barcloud regarding the inventory system.

CONSENT AGENDA

Item #5 **Approval of Horton Plaza Theatres Foundation’s October 28, 2025, Board of Directors Meeting Minutes**

Item #6 **Horton Plaza Theatres Foundation’s Unaudited Financial Statements for the Period Ending September 30, 2025**

BOARD ACTION: Motion by Vice President Gattey and seconded by Director Martini that the HPTF Board approves:

Item #5 - Horton Plaza Theatres Foundation’s October 28, 2025, Board of Directors Meeting Minutes.

Item #6 - Horton Plaza Theatres Foundation’s Unaudited Financial Statements for the Period Ending September 30, 2025.

Passed by the following vote (6-0):

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

Abstain: None

Recusal: None

REGULAR AGENDA

Item #7 **Draft Horton Plaza Theatres Foundation’s Independent Auditor’s Report, Financial Statement, and Supplementary Information for the Fiscal Year Ended June 30, 2025**

Civic Communities Accounting Manager, Diane Ferris, presented the item and noted that the document was currently in draft form and will be finalized upon Finance Committee and Board approvals. She explained that the Auditor’s Report reflected a standard year without operations. Ms. Ferris added that, upon completion, she will provide the Board with the final document as well as the corresponding tax returns.

BOARD ACTION: Motion by Vice President Gattey and seconded by Director Henslee that the HPTF Board approves Draft Horton Plaza Theatres Foundation’s Independent Auditor’s Report, Financial Statement, and Supplementary Information for the Fiscal Year Ended June 30, 2025.

Passed by the following vote (6-0):

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

Abstain: None

Recusal: None

ORAL UPDATES

Item #9 **Civic San Diego Report**

Civic's Executive Vice President of Engineering & Construction, Daniel Kay, reported that staff met with MA Engineers to evaluate whether Siemens is the appropriate entity to monitor the HVAC system and noted that Betty Migliaccio and Jeff Ziner will oversee organization of the Lyceum space, with a staff report to follow. Mr. Kay reported that construction was complete with no significant water intrusion issues in the black box and that only minimal water noted in the box office, which is expected to be resolved upon completion of waterproofing. Mr. Kay responded to questions.

Item #10 **Cultural Affairs Report**

Bell Reza indicated that the agreement was currently being processed through the city departments.

Item #11 **Cushman & Wakefield Report**

Rachelle Martini indicated that they anticipate a start of construction date in January.

Civic Communities President & CEO Andrew Phillips remarked that the project timeline could be impacted by permitting requirements.

Daniel Kay stated that an occupancy permit will not be issued until the required permits are secured and clarified that the permits are not tied together.

Item #12 **President's Report**

None.

Item #13 **Board Member Comment**

None.

URGENT NON-AGENDA ITEMS ~ None.

ADJOURNMENT ~ The meeting adjourned at 3:24 p.m.