

AGENDA PACKET

FOX OAKLAND THEATER, INC.

a California nonprofit public benefit corporation controlled by the City of Oakland

BOARD OF DIRECTORS MEETING

MINUTES

Wednesday, December 1, 2021 12:15 PM

1. Roll Call

Alexa Jeffress (President) Betsy Lake (Director)
Margaret O'Brien (CFO) Brendan Moriarty (Director)
Hui-Chang Li (Secretary)
Kelley Kahn (Director)

Meeting called to order at 12:15pm. Board members present: Alexa Jeffress, Margaret O'Brien, Kelley Kahn, and Brendan Moriarty.

2. Public Comment

(1 minute per speaker)

No public comment received.

3. Board Composition

Anthony Reese's Resignation

Alexa Jeffress announced Anthony Reese's resignation from the City of Oakland and the FOT Board.

INFO ITEM

4. Nominate New Acting Secretary

Kelley Kahn nominated Brendan Moriarty as acting secretary. Motion was seconded by Margaret O'Brien. Motion passed by consensus.

ACTION ITEM

4. [Approval of June 1, 2021 FOT Board Meeting Minutes](#)

Presenter: Brendan Moriarty

Brendan Moriarty moved to approve the June 1, 2021 FOT board meeting minutes. Motion seconded by Alexa Jeffress. Motion passed with three ayes.

ACTION ITEM

5. FOT Financial Status

INFO ITEM

Presenter: Patrick Lane

Patrick Lane provided an update on FOT financial status:

FOT has a little over \$1.8 million in account. Roughly \$1 million will be transferred to City to fund the roof and HVAC repair work. Afterwards, FOT will be left with roughly \$800,000, which will be used to cover operation costs for the remainder of its obligations over the next 15 years. After this period, any remaining funds will be transferred to the City. The only confirmed expenses going forward is pledge agreement payment to the taxing entities, which will be covered by ongoing rent payments from the City. Expenses for tax returns may still occur, but audits will likely cease because there is no obligation due to being under the \$1 million in financial activity threshold.

6. Fox Theater Asset Transfer Update

INFO ITEM

Presenter: Patrick Lane

Patrick Lane provided update:

Transactions will still occur between the City and FOT due to the status of the project at transfer. FOT is owed \$43,000 in tenant CAM charges due to some payments being in arrear and not balanced by the closing date. There is security deposit of \$10,000 given to FOT that needs to be transferred to the City, because the City will be obligated to provide the deposit to Emporium when the lease is over. Pre-paid rent from OSA (\$145,000) will need to be transferred from FOT to the City.

FOT also paid the taxes because the assessment came in near the end of its ownership, it's difficult to determine obligated payor since the City is a non-taxable entity. City owes tax assessment payment to FOT, but will be reimbursed out of the CAM. In total, roughly \$54,000 to \$55,000 owed from FOT to the City that will come out of the \$800,000.

7. California Capital Investment Group (“CCIG”) Property Management Update

INFO ITEM

Presenter: Brendan Moriarty

CCIG contract was amended (Amendment #15) to extend term until the end of year or 30 days after audit is complete, whichever is later. This is to allow for CCIG staff to provide financial documents and other support to CohnReznick to complete the FY2021 audit.

8. Roof Repair & HVAC Update

INFO ITEM

Presenter: Patrick Lane

FOT had decided to do an emergency contract with WJE. Department of Public Works taking lead with coordinating work. Contract with WJE to obtain bridging documents is not executed, and is still being reviewed by Public Works. Scope of work includes repairing the roof, installing new controls for HVAC for both Fox Theater and OSA, and improvements to HVAC for OSA needed for COVID and fire season.

Both HVAC improvements were agreed to in the June 2021 lease amendments. In regards to GASS/APE, FOT will use the facility fees to pay for the cost of this work. City will be paying for the improvements at OSA.

9. Board Meeting Schedule

- Continue with bi-annual schedule. Next meeting dates:
 - Wednesday, June 1, 2022
 - Thursday, December 1, 2022

10. Adjournment

Meeting adjourned at 12:43pm.

X

Hui-Chang Li
Secretary