

# City of Tacoma

## Proposal to Provide Management Services

**Presented by:**

### **Village Theatre**

**303 Front Street North  
Issaquah WA 98027**

**A Washington Non-Profit Corporation  
Federal ID: 91-1077130  
State ID: C600390644**

**Contact:**

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**Authorized by:**

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**Robb Hunt, Executive Producer**

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**Gary Tomlinson, Board President**

## **B. PROPOSED OPERATING STRUCTURE AND PHILOSOPHY**

Village Theater of Issaquah proposes to the City of Tacoma that it be selected to manage and operate the Tacoma Theater District comprised of the Pantages, Rialto and Theatre on the Square theaters and the Jones office building.

Village Theater is one of the Pacific Northwest's most successful not-for-profit theatrical management and producing companies. As a producer of a top quality Broadway series it has grown to an annual budget of \$6.5 million and a subscriber base of over 16,500 season ticket holders. Over 5,000 Season Tickets have been sold this year at the Everett Performing Arts Center which Village Theatre manages for the city of Everett.

For the purposes of making this presentation, Village Theater has engaged the services of a seasoned and senior performing arts center developer, manager, programmer presenter and fund raiser to provide transitional and turnaround management for approximately two-years. Should Village Theater be the successful proposer, it will be responsible for implementing new operational philosophies and managerial standards for the facilities of the Tacoma Theater District.

Village Theater proposes that a new Tacoma-based management team be established for the purposes of providing management, maintenance, marketing, box office and ticket selling services, programming, service to the resident companies and a no nonsense, first-class "service comes first" mentality for all of the constituents of the Theater District's facilities. Village Theatre would work with the resident companies and other stakeholders to form an advisory committee to develop policies and priorities for the maintenance and allocation of available times for the performing facilities. Village Theatre would also strive to add Tacoma community leaders to its Board of Director.

We propose that the City enter into a management contract with the new management corporation similar to the interim one currently in effect with BCPA and similar to the agreement that Village Theater has to manage the Everett Performing Arts Center. The contract would provide that the City would continue to support the management of the Theater District facilities for a minimum period of three years. The term of the agreement is proposed to be for three years and is proposed to be renewable in four additional three-year increments. The management corporation would be completely responsible for the operation, management and booking of the facilities. The proposer operates facilities with the philosophy that preservation of physical assets is paramount, especially when operating historic theaters. Comprehensive inspection, maintenance, repair and replacement and equipment and systems upgrade plans are essential in the operation of performing arts facilities. Extremely pro-active efforts in these areas are critical. It is further recommended that a maintenance sub committee of the Board be established to monitor and provide oversight to all of the above efforts and the preparation and delivery of monthly reports on these activities to the City, Board and management.

Equally as important as asset preservation is the philosophy and professionalism with which management of the front of houses, box office operations, booking operations and tenant and resident company relations occurs. We believe and will deliver first class service to constituents and customers, timely communication, timely contracting and settlements, upfront availability analysis and publicly posted rental rate and fee schedules. All of this will be provided through a workplace culture that will promote a professional, friendly and accommodating customer-first mentality. Customer-centric business practices are critical to the success of any performing arts center. Village Theater and the performing arts center professional it has engaged have a long, demonstrated history in the types of operational philosophy and practice addressed above.

The proposer believes that a major problem exists in the current level of programming of the three theaters. That problem is the lack of a critical mass of subscription-based, multiple-performance product. We are especially dedicated to the current resident companies of the Theater District, especially those with small budgets and special needs. We will revisit all booking, rental, and product-related policies. We believe in the practice of booking theatrical and public assembly and gathering places so as to achieve maximum productive occupancy. In order to accomplish productive occupancy and enhance the economic impact of the Theater District of Tacoma it will be necessary for all parties to work together to provide enough availability to put in place a five show Broadway product season designed to create a significant subscription base over multiple week runs. We propose to bring the Village Theater season to Tacoma such as it is presented in Everett and at first run each show for two weeks. Creating a subscription base is key to growing the audience base for all Center product. It is also key to cross pollination and growing the audiences of resident companies and other Tacoma performing arts organizations. The quality of Village theaters productions is regarded to be excellent and their scale would fit perfectly in the Pantages. We were delighted to discover that the hard legs in the Pantages, which are a major restriction to touring Broadway product, are not restrictive to the Village Theatre season because our sets are designed for a proscenium opening of 36 feet and the opening at the hard legs is 35 feet. It is proposed that this series be afforded resident company status and that it be considered the backbone of the efforts to enhance and grow programming in all of the District facilities and grow audiences for the City's other performing arts disciplines.

The proposer believes that it is critical that The Theater On the Square be the home to a successful Tacoma Actors Guild or another community-based LORT theater operation. Importing theatrical product for this space is not the best use of this space. The proposing group's collective producing knowledge, union relations and fundraising expertise could be invaluable in the revival of a meaningful resident theatrical company in the Theater on the Square space and we would be dedicated to making that occur. Proactive efforts to book both the Theater on the Square and the Rialto will be utilized to help provide productive occupancy for those venues. Creative programs and packaging of performing groups will be utilized to attract

more performances at both halls. Programming in the Pantages will be booked around the philosophy of providing the community a five-show subscription series as discussed above. After fulfilling resident company needs, the management company will work with BCPA staff to fill the rest of the year's usable dates by BCPA continuing to present a series of professional programs designed to reflect and serve the diverse population of the Tacoma area.

The proposer is interested in participating in a long-term professionally approached solution to the governance, management and programming of the Tacoma Theater District. There are a couple of critical issues that are briefly mentioned in the RFP. One is the fact that there is an important ongoing capital campaign which cannot have been unaffected by the change that has occurred and the uncertainty of the outcome of the RFP. Capital campaigns are fragile and can easily run aground even without external forces. It is critical that BCPA's management of this campaign be supported and driven to success. The other critical and strategic issue mentioned in the RFP is the desire of the City to not only withdraw from the day-to-day operations of the Theater District, but to eventually reduce its financial support of the District facilities and their operations. While the first of those objectives is easily met by engaging Village Theatre and the new management corporation, the second objective is much more difficult and strategic. The reality is that the only way to transition the City partially out of financial responsibility for the Theater District is to put in place a substantial endowment. The further reality is that it is possible that such an endowment could end up financing part of operations, programming and day-to-day cleaning and maintenance, but that the City would and should continue to finance major maintenance and equipment replacement activities. It is also reality that major endowments take time to put in place and are best operated by independent foundations such as a revitalized Theatre District Association. A reasonable goal would be to try to transition the City out of some of its financial commitments at the end of a seven-to-ten year period.

The proposing team has significant fundraising and capital campaign expertise and is dedicated to working with BCPA and other fundraising entities for the purpose of developing plans to encourage private sector fundraising to meet the Center's capital and operational needs. Successful fundraising is based largely upon earning the trust of the philanthropic community. That is done by having in place a governance plan, a management plan, extremely detailed and transparent financials which deal with all levels of the operation, a solid fundraising plan and a comprehensive marketing and branding plan. Then the organization must operate and execute at a level that earns the organization's Board and staff the confidence of the philanthropic community. In order to correct concerns about the Theater District both real and perceived, it is critical that the above occur. It is also critical that the complex strategic issue of the ongoing capital campaign and the expressed need for an endowment fund be addressed. To that end, it is proposed that BCPA continue with its management of the current capital campaign with any consulting assistance from the proposing team that might be appropriate and that BCPA continue to be a presenting organization. In

our opinion , if future strategic studies indicate that an endowment campaign is feasible, a new Theater District Foundation should be established to manage and provide stewardship for the campaign. Eventually, funds would not necessarily be restricted to the operating and programming needs of the Center, but could also be used for the support of resident companies and tenants. In order to address these strategic issues, we propose that one of the first things that should happen upon the resolution of the management of the Center is that a major strategic study and audience survey be commissioned to begin the process of sorting out these complex issues and assessing support for both the current campaign and a future endowment. We are confident that such a survey will show a strong need and demand for a Broadway Series such as the Village Theatre season. If the City of Tacoma chooses another company to manage the Broadway Center facilities, Village Theatre would still be interested in bringing its season to Tacoma under viable financial conditions.

## **C. Qualifications**

One of the largest theatre companies in the Pacific Northwest, Village Theatre has developed a unique effective two-city business model for a performing arts organization that provides artistically excellent, high-quality professional musical theatre to underserved populations, who otherwise would have nothing. Village Theatre has 16,500 subscribers this season, 165,000 patron visits, performances on a total of seven stages throughout the Puget Sound area, youth education programs serving over 53,000 young people annually, and a nationally-recognized program enabling the development of over 55 new musicals.

Serving a still-growing, ever more diverse community, Village Theatre has experienced phenomenal growth in recent years, including construction of the new theatre in Issaquah in 1994, commencement of our contract as the resident performing and management company at the Everett Performing Arts Center in 1998, continuation of our local and national leadership in the cultivation of new musicals, expansion of our youth education program, and a tripling of our operating budget in just five years. Managing 2 facilities in Issaquah and one in Everett has given Village Theatre the unique ability to operate and maintain multiple facilities in multiple cities.

Our audience is urban, suburban, and rural; affluent, working-class, and economically challenged; families, young single people, and the retired; drawn from many ethnic groups-in sum, more diverse in most ways than that of any other resident theatre in the region. And it is an audience, by geography and by taste, not likely to be served in any significant numbers by Seattle's other resident theatres. We also strive to bridge the gap between all socioeconomic groups, by providing scholarships for our youth education programs and substantial subscriber discounts to students and seniors as well as student discounts on single and "rush" tickets.

Village Theatre encourages a lifelong appreciation for live theatre by creating quality theatre experiences for multiple generations and diverse audiences who might not otherwise have the opportunity to experience them. While the Everett season has just opened, Village Theatre already has sold more subscriptions than last year for Everett's complete 2004/2005 season, further attesting to the fact that suburban and rural audiences have too long been underserved and under-funded. These audience members are hungry for art and culture.

As part of Village Theatre's mission as a family theatre, it is one of our most important goals to be able to reach out to underserved, under-funded communities, who for reasons of geography, economy or other limitations, would not, otherwise, have the opportunity to experience arts and culture.

Village Theatre's existing management team includes individuals who have outstanding experience and credentials in managing and operating facilities and arts organizations:

**Robb Hunt** (*Executive Producer*)

Mr. Hunt graduated from the University of Washington in 1969 Cum Laude and joined the consulting staff of Arthur Andersen & Co. (now Accenture) where he specialized in non profit consulting including hospitals and cultural organizations. He obtained his CPA certificate and license in 1970. He formed an independent consulting company Robert W. Hunt & Associates in 1978 and developed a practice in non profit arts organizations. Mr. Hunt's clients included Museum of Flight, Seattle Art Museum, Carnegie Museum (Pittsburg), Seattle Symphony, Pacific Science Center, Fifth Avenue Theatre (Seattle), Seattle Repertory Theatre, Museum of Modern Art (San Francisco), and The Metropolitan Museum of Art (New York), among others.

While operating his consulting practice, Mr. Hunt helped form Musicomedy Northwest in 1978 and Village Theatre in 1979. He became Producing Director of Village Theatre in 1979 and Executive Producer in 1984. He is dedicated to commissioning and developing new musicals and has been the driving force in the inclusion of new musicals in Village Theatre's seasons. Mr. Hunt is active with the National Alliance for Musical Theatre and has served on its Board of Directors. Mr. Hunt has produced and collaborated on the development of over 50 new musicals.

Mr. Hunt has been instrumental establishing the relationship and contract with the City of Everett to manage the Everett Performing Arts Center.

**Diane Wright** (*Finance Director*)

Diane Wright, CPA, graduated from Central Washington University Summa Cum Laude with a double major in accounting and finance. Prior to joining Village Theatre, Ms. Wright worked for a local CPA firm as an audit manager with a specialization in non-profit accounting. In April 2002 she joined Village Theatre and as Director of Finance she has overseen the financial transactions and internal controls of both Issaquah and Everett locations.

**Louise Kincaid** (*Development Director*)

Louise Kincaid has worked in non-profit development and the performing arts for over 20 years. She joined Village Theatre in September 2004 as Director of Development overseeing the fundraising raising efforts for both Issaquah and Everett. Prior to joining Village Theatre, Ms. Kincaid was the Development Director for the Burke Museum at the University of Washington from 2002-2004 and the Executive Director of the Northwest Chamber Orchestra from 1992-2002. She graduated with two graduate degrees in music from the University of Michigan.

**Frank Stilwagner** (*Director of Marketing*)

Mr. Stilwagner has worked in the arts industry since 1987 on stage, behind the scenes, and in administration. Mr. Stilwagner is a graduate of Illinois Wesleyan University and worked in Chicago Theatre for 10 years prior to moving to the Pacific Northwest in 1997. Prior to joining Village Theatre in May of 1995 Mr. Stilwagner had been the Marketing

& Public Relations Director at Kirkland Performance Center since 2000. Before that he was the Marketing Director for ArtsWest in Seattle.

Mr. Stilwagner's responsibilities for Village Theatre include the oversight and execution of marketing and Public relations for all programs at the Francis J. Gaudette and First Stage Theatres in Issaquah and the Everett Performing Arts Center. Mr. Stilwagner works with a staff of two full time and three part time employees to annually market Village Theatre's five Mainstage productions; Village Originals developmental productions, workshops and readings; KIDSTAGE classes and productions; and Pied Piper public and education performances.

**Kati Nickerson** (Director of Youth Education)

Kati Nickerson, Village Theatre Director of Youth Education and creator of the Village Theatre Pied Piper Theatre Appreciation Workshops has worked with the Theatre as an instructor, director and outreach coordinator. Kati is the founder of SKY Theatre and the unique youth touring program to schools, "Shake-it-Up-with-Shakespeare". Kati has provided in-school theatre residencies to classrooms all over the region and is known for her ability to engage student's involvement quickly through humor and drama. Kati's background includes public speaking training for youth and business professionals, and she holds a BA in Sociology from Western Washington University with Minors in both Theatre and Education.

**Bud Franks** (Tacoma Executive Director)

Village Theater has engaged the services of Bud Franks in the analysis of issues and preparation of the proposal to be the operator of the Tacoma theater District. Should Village theater be the successful proposer, Mr. Franks will be the Executive Director of the new operating company.

Until recently, and for 11 ½ years, Mr. Franks was the President and CEO of the Houston Music Hall Foundation, the umbrella organization of the Hobby Center for the Performing Arts project in Houston, Texas. That project was a public/private venture with the City donating the land and \$30 million over 30 years. The capital campaign resulted in the private sector contributing approximately \$80 million. The \$100 million, two-theater Center opened in 2002 and has served approximately 500,000 patrons in each of the ensuing years.

First as a consultant and then President and CEO of the Foundation, Mr. Franks was involved with the Hobby Center project from its inception. His responsibility was to provide strategic, dynamic leadership and to oversee, manage and grow all aspects of the project. Those responsibilities included organizing the difficult transition from a fundraising and construction company to the institution that would manage the facilities. Mr. Franks put in place permanent management that was professional in all regards and operated with a customer-centric philosophy that is highly regarded and appreciated by tenants and patrons alike.

During the course of developing the Hobby Center project, Mr. Franks forged and still maintains strong relationships with arts leaders, theatrical unions, the Hobby Center Board, elected officials, City staff, civic leaders, the philanthropic community, the corporate community, the media and his staff. He was involved in numerous civic leadership activities, served on non-profit boards and participated in strategic planning initiatives relative to the future of downtown Houston. These relationships and civic activities reflect Mr. Franks' historic pattern of successful proactive interface with the stakeholders of the communities in which he has previously worked.

Prior to becoming involved with the Hobby Center Project, Mr. Franks served as the leader of four performing arts organizations and a consultant to numerous non-profit efforts. He has been a champion of small to medium sized performing arts companies and has been a leader in education and community outreach. Those experiences provided him a broad-based experience in arts and facility management and further honed the numerous skill sets necessary to achieve success in the not-for-profit performing arts sector. Since retiring from the Hobby Center project at the end of August, Mr. Franks has consulted on numerous projects and has been engaged in reestablishing his consulting firm.

# Village Theatre

Mainstage • Village Originals • KIDSTAGE • Pied Piper

## BOARD OF DIRECTORS

Board Member	Professional Affiliation		Term
Dan Anderson	Intellectual Property Attorney	Boeing, Retired	Jun 87-Oct 05
Barb Coplen <i>*Past President</i>	Chief Financial Officer	Specialty Wipers	Aug 86-Oct 06
Libby Dunkin		Microsoft, Retired	Nov 03-Oct 05
Mark Davis <i>*Treasurer</i>	Senior Vice President	Citigroup	May 05 -
Dan Hennessee	Community Leader	PACCAR, retired	Nov 03-Oct 05
Lori Hill <i>*Secretary</i>	Vice President	Pacific Real Estate Partners, Inc.	May 04-Oct 06
Lynn Hinrichs	Community Leader		Nov 03-Oct 05
Robb Hunt	Executive Producer	Village Theatre	Sep 79-Oct 05
Dick Jones	Manager	Washington DSHS	Aug 80-Oct 06
Brian McEachron	Attorney	Microsoft, Retired	Feb 98-Oct 06
Will McMahan	Owner	Windermere Real Estate	July 04-Oct 06
Judith Morel	Certification	Microsoft	Nov 00-Oct 06
Mark Olson	Attorney & City Council Member	City of Everett	June 03-Oct 05
Christine Shuken	Community Leader		April 05-
Brenda Stonecipher	Founder Pied Piper & City Council Member	City of Everett	Sept 01-Oct 05
Diane Symms	Owner	Lombardi's Neighborhood Italian Restaurants	Nov 00-Oct 06
Gary Tomlinson <i>*President</i>	Owner	Tomlinson, Inc.	July 03-Oct 05
Derek Watanabe	Senior Vice President	US Bank	May 05 -
Craig Watjen <i>*VP- Board Development</i>	Private Investor	Microsoft, Retired	Sept 01-Oct 05
Robert Weisel	Senior Vice President	Sterling Savings Bank	Oct 98-Oct 06
Dick Wurdack <i>*VP-Fund Development</i>		Boeing, Retired	Nov 03-Oct 05

**VILLAGE THEATRE  
AND  
THE CITY OF TACOMA**

**OPERATIONS AND PRODUCTION SERVICES AGREEMENT**

**TERM SHEET**

**WHEREAS** the City of Tacoma has issued an RFP/RFQ expressing a desire to entertain proposals to manage the operations of Tacoma's Theater District comprised of the Pantages Theater, the Rialto Theater, the Theatre on the Square and the Jones Building; and

**WHEREAS** the City in its RFP/RFQ has listed several requirements that new management must meet and has emphasized that any new management firm in order to be considered must understand community-based management; and

**WHEREAS** the Village Theatre of Issaquah has significant facilities and theatre company management expertise and is an accomplished producer of professional Broadway product; and

**WHEREAS** the Village Theatre is uniquely suited to meet all of the requirements put forth by the City and to provide customer-centric management and product that would positively benefit the Tacoma Theater District and its stakeholders;

**NOW THEREFORE**, this Term Sheet is intended to delineate the terms of the Agreement between the City of Tacoma and the Village Theatre for Village Theatre to perform management services for the City of Tacoma's Theater District, comprised of the Pantages Theater, the Rialto Theater, the Theatre on the Square and the Jones Building. This Term Sheet further delineates terms providing for Village Theatre to present in the Pantages Theater a significant theatrical season of Broadway product for the benefit of the City, the District and its patrons. It is intended that the Agreement outlined by this Term Sheet will be a winning proposition for the City, BCPA and Village Theatre. Adoption of Village Theatre's proposal will further benefit the resident companies of the District, a broad cross section of small to medium sized, multicultural performing arts organizations in the greater Tacoma region, the cultural quality of life of Tacoma's citizens and the economic impact of the District's activities.

## **I. GENERAL PROVISIONS:**

- 1.1 Location of Agreement.** The location of this Agreement shall be Tacoma, Pierce County, Washington. All acts by either party made in the performance hereof or under the authority hereof shall be deemed by this agreement to be located at Tacoma, Pierce County, Washington.
- 1.2 Entire Agreement.** It is understood that this is a Term Sheet and that the Entire Agreement or final contract will be negotiated and agreed to by the parties. It is also understood that the Entire Agreement will address the terms of this Term Sheet in much greater detail and develop contractual concepts and preliminary budgets in a comprehensive fashion.
- 1.3 Assignment.** The parties agree that no right or obligation hereunder may in any way whatsoever be assigned or delegated to a third party without the express written consent of the other party hereto. It is understood and the parties agree that should the City decide to sell or convey in any other way the entire Theater District to another party for the benefit of the people of the City, the City Council and staff shall first give due and careful consideration to the rights of the Village Theatre and that the Village Theatre Agreement would survive any such transaction and that its terms would be binding on any new owning entity.
- 1.4 Term/Termination of Agreement.** The parties will mutually agree on a date that the Agreement will go into effect, but Village Theatre proposes that the effective date be June 1, 2006, for the purposes of transition prior to the fall season. The term of the contract shall be for three years with four three-year extensions.

## **II. BUILDING AND FACILITIES:**

- 2.1 Premises.** This Agreement concerns the Panteges Theater and the Jones Building, the Rialto Theater and Theatre on the Square.
- 2.2 Property on the Premises.** All property owned by the City upon the advent of this Agreement shall be completely inventoried and remain the property of the City. Any property purchased or donated to the Center by the City during the term of this Agreement shall remain the property of the City. Any property purchased or issued by Village Theatre for the purposes of fulfilling its obligations under the Agreement will remain the property of Village Theatre.
- 2.3 City Use of Theaters.** The parties agree that the City shall have the right to use the theaters. The parties will agree to a booking policy for City use of the facilities, which will outline the procedures, timelines and policies that will govern any such use.

### **III. BROADWAY CENTER FOR THE PERFORMING ARTS:**

- 3.1 BCPA Capital Campaign.** BCPA shall remain as the entity responsible for the completion of the ongoing capital campaign. Village Theatre shall manage and provide oversight to the capital improvements project for the Panteges Theater. An independent fundraising foundation such as the Theatre District Associates will be established as the fundraising body for long range capital improvements and building of endowments dedicated to funding maintenance and operations of the Broadway Center facilities.
- 3.2 BCPA Presenting Series.** BCPA shall remain intact as the presenter of the BCPA'S concert and presentation series.

### **IV. VILLAGE THEATRE:**

- 4.1 Managing Entity.** Village Theatre will establish a Tacoma Based management team to manage, maintain and facilitate productive booking of the Broadway Center facilities. A committee representing the City of Tacoma, BCPA, other resident companies and other significant stakeholders will be established to develop and oversee policies and priorities with respect to the maintenance of the facilities and the allocation of available booking dates and times. The objective of the committee's policies will be to fairly distribute times while maximizing the total productive utilization of the facilities. Priority will be given to the resident producing companies such as the Opera, Ballet, Symphony and Philharmonic and the presenting companies will fill in remaining dates with programming meeting the needs and desires of the Tacoma community with offerings from around the world.
- 4.2 Management Services.** Village Theater will provide management of the operations of the Panteges Theater, the Rialto Theater, Theatre on the Square and the Jones Building. Village Theatre will put in place staff to provide: enhanced customer-centric serves, management, booking, scheduling, marketing, event services, front-of-house services, back-of-house services, education and outreach, day-to-day maintenance and housekeeping services, ticket selling services and oversight to strategic and audience survey studies.
- 4.3 Production Services.** Village Theatre shall provide for the benefit of the Tacoma Theater District a season of five Broadway product productions to run at least one week each with an option to extend to a two-week run. This theatrical season will be produced in the Panteges Theater. Village Theatre will provide this product as part of its management services and will pay rent to the City at an agreed upon rate. Village Theatre will sell subscriptions to this season and build a subscription and customer base. Village Theatre shall retain all ticket sales, corporate sponsorship or other unearned revenue generated by this series.

- 4.4 Policies.** Village Theatre staff, with input from the City, will reexamine all booking, contracting, contract fulfillment and rents and fees policies. All policies shall be published and be made available to the public and City officials.
- 4.5 Accounting Records.** Village Theatre will maintain books and records as are customarily necessary for the management and operation of theaters according to generally accepted accounting practices. Quarterly reports shall be provided for the Corporation's Board and the City. A certified annual audit shall be conducted and copies made available to the Board and the City.
- 4.6 Maintenance and Cleaning.** Village Theatre shall be responsible for daily cleaning and minor preventive maintenance for all facilities named in this agreement. The Corporation shall not be responsible for any major maintenance or equipment replacement and will rely on the City for those services. In addition to daily cleaning and minor preventive maintenance, the Corporation shall specifically be responsible for: a monthly report to be generated by management and the Maintenance Committee of the Board relating to inspections, deficiencies, emergencies, logs and records and maintenance activities; supplies, labor, bulbs and cleaning of electrical lighting equipment, both inside and outside; making all necessary minor plumbing repairs and maintaining all drains in working order; keeping a log and performing visual checks and inspections and change filters on the HVAC systems; maintaining finishes; inspecting, cleaning testing and repairing stage equipment to include lighting, sound, fly systems, curtains, orchestra shell and clearcom; inspecting, cleaning and painting stage floors; inspecting, cleaning and providing minor repairs for theater seating; inspecting, cleaning, repairing and operating marquees; and, inspecting, cleaning and providing minor repair for emergency access/egress.
- 4.7 Insurance.** Village Theatre agrees to maintain all agreed to levels of insurance required by the City. The Corporation shall also require appropriate and agreed to levels of insurance from all users of the facilities and require that users name the City as an "additional insured". The City shall maintain commercial property coverage on all facilities.
- 4.8 Independent Contractor.** Village Theater shall be considered as an independent contractor.
- 4.9 Equal Availability.** Village Theatre shall make their services and all events, performances, shows, etc., available and open to the public on a fair, equal, and non-discriminatory basis and further agrees and promises that it will not, on the grounds of race, color, national origin, religion, sex, age, or physical handicap, discriminate against any person or group of persons in any manner prohibited by local, state, or federal laws and regulations.

## **V. FINANCIAL ARRANGEMENT:**

- 5.1 Cost Reimbursement.** The City shall pay Village Theatre reimbursement in an amount sufficient to cover all of the direct costs of operating the facilities. Those fees shall be mutually established in an annual budget which will be expected to increase by at least the level of inflation indexed by the CPI and shall be payable the first day of each month.
- 5.2 Management Fees.** The City shall compensate Village Theatre \$500,000 per year for management of the facilities. Payments shall be in equal installments paid on a monthly basis on the 1<sup>st</sup> of each month for that month.
- 5.3 Facility Rental.** Village Theatre shall collect rental fees from users of the facilities and shall remit rentals collected to the City on a monthly basis. The Corporation shall also pay rental fees to the City for production weeks used for the Broadway Series.

## **VI. CITY OF TACOMA:**

- 6.1 Cost Reimbursement and Management Fees.** The City shall compensate Village Theatre the agreed upon fees and cost reimbursement. The management corporation shall invoice the City for its management services the first day of each month.
- 6.2 Premises Responsibilities.** The City shall be responsible for the following premises maintenance responsibilities: Provision of a monthly activity report relating to communicating solutions for deficiencies, emergencies and repair and maintenance activities; distribution system for electrical maintenance on lighting systems; contract for testing and repair on all fire alarm systems, security systems, sprinkler systems pressure vessels and building automation controls; support major or serious plumbing repairs and equipment and fixtures replacement; repair and maintain all drainage systems; perform preventive maintenance for all HVAC systems including airflow and preventive water treatment programs; and, provide maintenance and management of boilers by licensed operators; provide assistance in major emergency situations related to finishes; repair and maintain emergency generators, including inspections and testing; provide funding for replacement of stage equipment and systems; assume responsibility for the structure of all of the facilities; maintain the stage floor; maintain and replace theater seating; provide replacement parts and systems for marquees; maintain, replace and provide structural repairs for emergency access/egress including fire escapes and exit signs; provide and maintain ADA facilities requirements; provide all maintenance for the auditoriums not performed by the Corporation; and, provide and maintain planters and landscaping.

**6.3 Maintenance Responsibilities.** In addition to the premises responsibilities discussed in 6.2 above, the City's General Services Department shall maintain the Pantages Theater, Rialto Theater, and Theatre on the Square buildings and the Jones Building and other real property operated as part of the Theater District facilities and paid for from funds specifically designated for the Theaters in the General Services Department's section of the City's General Fund and the City's CIP Fund. Said maintenance, including emergency repairs, shall be undertaken exclusively by the City in consultation with the Corporation. City shall be solely responsible for daily cleaning of those parts of the facilities under City control. City shall assume the cost of utilities and any other out-of-pocket costs that arise from the occupancy of any of the facilities by the City. The City shall keep the roof, exterior walls, foundation, and building structure of the facilities as well as the fixtures, mechanical equipment, and appurtenances installed or owned by the City located therein, in a good condition and state of maintenance and repair except for normal wear and tear. The Corporation shall notify the City General Services Department of any necessary maintenance and repair. The City shall be responsible for replacing, in a timely manner, worn out, damaged, or obsolete equipment at the Theaters necessary for the continued operation of the Facilities including, but not limited to, the following equipment and systems: staging, acoustics, sound, lighting, theater computers, cleaning equipment, concessions, security systems, ticket office, furniture, carpeting, seating, and communications. Emergency repairs or replacement of capital equipment in excess of Ten Thousand Dollars (\$10,000) shall be made by the City subject to availability of theater funds, insurance proceeds, or City Council emergency appropriations.

**6.4 Emergency Repairs.** In the event of an emergency, the Village Theatre may proceed to make repairs and the City shall promptly reimburse Village Theatre for the reasonable cost of those repairs. For purposes of this paragraph and paragraph 6.3 above, an emergency is a situation endangering the health and safety of any person or continuing damage to the facilities or which would interfere with a scheduled production.

**6.5 Efforts to Facilitate Scheduling the Village Theatre Season.** The City shall make good faith efforts to aid Village Theatre in the task of allocating enough time for the Village Theatre five-show season in the Pantages Theater. Some adjustments will be necessary to resident company schedules, but the City agrees that the end result of creating an audience base for the District through the Village Theatre season will benefit all entities in the future.

**6.6 Strategic Study and Audience Survey.** The City agrees that it is in the best interest for all parties and the Tacoma performing arts climate in general that a strategic study, including an audience survey, be conducted. The City agrees to commission such a study under the supervision of the Corporation.

**IN WITNESS WHEREOF** the parties hereto have executed this document on the  
\_\_\_\_ day of \_\_\_\_\_, 2005.

**CITY OF TACOMA**

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**VILLAGE THEATRE**

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Village Theatre  
Tacoma Proposal  
Pro Forma Operating Budget for 2006-2007 Fiscal Year

	<u>Proposed</u>	
<b><u>Village Theatre Income</u></b>		<b><u>Facility Rentals Collected and Paid to City</u></b>
Labor Charges	\$ 300,000	Rental for Performances
Ticket Office Fees	85,000	\$ 200,000
Concessions	40,000	Other Facility Rental
Village Theatre Mainstage		25,000
Season Sales	480,000	Piano Rental
Single Sales	336,000	1,500
Village Theatre Kidstage	60,000	Total Facility Rentals Paid to City
Tacoma Management Fee	500,000	<u>\$ 226,500</u>
Tacoma Operational Support	768,218	
Subtotal Earned Income	<u>2,569,218</u>	
Contributed Income		
Individual	30,000	
Corporate	20,000	
Foundation	30,000	
Government	30,000	
Subtotal Contributed Income	<u>110,000</u>	
Total Village Theatre Income	<u>2,679,218</u>	
Tacoma In Kind Contribution	850,000	
Total Income including In Kind	<u>3,529,218</u>	
<b><u>Operating Expenses</u></b>		
<i>Facilities Operating Costs</i>		
Administrative Salaries	167,000	
Maintenance & Housekeeping Salaries	70,000	
Production Staff Salaries	65,000	
Tax and Fringe	64,218	
Subtotal Salaries	<u>366,218</u>	
Technical Expenses	5,500	
Travel & Vehicles	10,500	
General & Administrative	110,000	
Utilities, Maintenance	276,000	
Total Facilities Operating Costs	768,218	
<i>Village Theatre Production &amp; Program Costs</i>		
Salaries and Union Costs		
Artist Fees	181,800	
Production Staff Salaries	292,530	
Administrative Salaries	65,000	
Patron Service Salaries	123,000	
Education Salaries	87,000	
Fundraising Salaries	40,000	
Marketing Salaries	40,000	
Tax, Fringe & Union Costs	105,667	
Subtotal Salaries and Union Costs	<u>934,997</u>	
Sets & Costumes	50,860	
Royalties	82,760	
Travel & Vehicles	24,820	
Performance Space Rental	84,820	
Miscellaneous Production Costs	37,245	
Subtotal Production & Program Costs	<u>280,505</u>	
General & Administrative	78,310	
Marketing	152,905	
Fundraising Expenses	35,000	
Total Village Theatre Production & Program Expenses	<u>1,481,717</u>	
Total Expenses	<u>2,249,936</u>	
Tacoma In Kind Expenses	850,000	
Village Theatre Overhead Allocation	179,283	
Total Expenses Including Tacoma In Kind	<u>3,279,219</u>	
Net Proceeds for Village Theatre Manager	<u>\$ 250,000</u>	

## **Clarence E. (Bud) Franks, Jr.**

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713-203-2610 (cell)

### **PRESIDENT/CHIEF EXECUTIVE OFFICER CONSULTANT**

Effective and accomplished senior executive/consultant with more than 25 years of broad-based arts/entertainment and commercial management experience. Proven dynamic, entrepreneurial and innovative leader with excellent consensus building skills, negotiating and communications expertise, fundraising and consulting experience. Conceptual talent for big picture managerial approach with the vision to identify opportunities and objectives and the ability to position an organization to attain them. Demonstrated financial management skills in budgeting, forecasting and analysis. Successful leader and motivator of staff, and coalition-builder among constituents and stakeholders.

- Management Expertise
- Strategic Planning
- Skilled Negotiator
- Spokesman/Advocate
- Political Acumen
- Fundraising Expertise
- Trained in Media Relations
- Community and Civic Leader
- Financial Skills
- Institutional Branding

**Bachelor of Arts** \* Texas A&M University

**Master of Fine Arts** \* Texas Christian University

**PhD Candidate A.B.D.** \* University of California at Davis

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## PROFESSIONAL EXPERIENCE

Franks and Associates, Inc.  
**President and Senior Counsel**

1992 to 1997/  
09/05 to Present

Senior Chief Executive Officer for full-service consulting business providing counsel to both public and private sectors. Successfully provides leadership and guidance to the firm's activities in providing seamless guidance and counsel on project development from conceptualization to realization. Coordinates the activities of the firm and its associates in conducting baseline analysis to include: organizational audits, feasibility studies, pre-campaign planning and capacity assessments, governance plans, management plans, comprehensive financial plans and pro formas, capital and annual fundraising campaign plans, pre-architectural studies, steering committee structuring and management, volunteer and leadership counsel, preparation of case statements and campaign materials and campaign management. Provides oversight to the firm's activities in providing clients guidance in the selection of design teams, management of design teams, management of all levels of design and construction for performance and other facilities. Directs the firm's activities in the area of facility management and staffing, ticketing systems, corporate sponsorship and marketing analysis. Provides direction to the firm and its associates in achieving the firm's core goals of achieving success through providing clients with the tools of proper governance, potent leadership, managerial expertise, comprehensive financial planning and realistic campaign goals.

Houston Music Hall Foundation/  
Hobby Center for the Performing Arts  
**President & CEO**

1997 to 2005

Senior Operating Executive responsible for all aspects of developing a \$100 million state-of-the-art performing arts center. Successfully provided the project with leadership, strategic guidance and design and management of the capital campaign. Oversaw the recruitment of leadership, strategic planning, financial management, financing, investment of funds, selection of design team, staffing of Foundation, oversight to construction effort, opening and operational management. Oversees management of the operations of the facilities, pledge collections, debt retirement and ongoing fund development issues. Serves as chief spokesman for the Foundation and Center and represents the project to its various publics and stakeholders.

- Negotiated complex Lease, Development and Grant Agreement with the City of Houston allowing the development of the Hobby Center for the Performing Arts project.
- Negotiated agreements with the Center's two Resident Companies.
- Negotiated the separation of the Foundation from the not-for-profit entity for that initially controlled it.

- Strategized the recruitment of Board leadership.
- Helped formulate initial lead gift requests for the capital campaign.
- Cultivated donors and worked with the areas' leading foundations and corporations.
- Recruited and trained Foundation staff.
- Set up Foundation accounting systems and oversaw the design of budget formats for tracking and managing construction.
- Provided oversight and management to the issuance of three series of tax-exempt and one series of taxable bond debt.
- Provided oversight to the investment of Foundation assets so as to maximize arbitrage.
- Initiated relations and explored avenues of cooperation among numerous small to medium sized multi-ethnic arts organizations to secure their support for the development of a 500-seat theater as a part of the Center project. Subsequently developed a nationally unique program that addressed their artistic needs and financial constraints.
- Initiated relations with the visual arts community to engage them as stakeholders in the Center's public art components.
- Organized and provided oversight to the Foundation's transition from a fundraising and construction management company to the entity that would manage the Center.

Theatre Under The Stars, Houston, Texas

1994 to 1997

**Consultant/ Chief Operating Officer/  
Executive Director, Houston Music Hall Foundation**

Served as half-time executive, performing duties as COO for TUTS and establishing the groundwork and foundation for the Houston Music Hall Project.

- Worked with legal council and TUTS Board leadership to establish the Houston Music Hall Foundation.
- Conducted an institutional audit of TUTS' operations.
- Helped revamp TUTS' financial reporting and accounting procedures.
- Supervised the transition from an externally managed database to an internally managed one.
- Began the process of developing a constituency of support for the Music Hall Project among civic, political and philanthropic leaders.
- Conducted analysis and a study of the original plan to renovate the old Houston Music Hall.
- Researched and identified potential leadership for a substantial capital project.
- Conducted the updated feasibility study that revealed substantial support for the vision of the construction of a new performing arts center for Houston.

Milano/Ruff and Associates 1995-1997  
Strategic Planning, Management and Fundraising Consultants  
New York, New York  
Los Angeles, California  
**Partner**

Provided direct or team-managed consulting services to: Disney Hall; Miami Performing Arts Center; New Jersey Performing Arts Center; Philadelphia Avenue of the Arts; Daytona Beach, Florida performing arts facility; Orlando, Florida performing arts facility; Paducah, Kentucky performing arts facility; Chi Chi Rodriguez youth golf program; the Navajo Nation; and, the Fulfillment Fund of Los Angeles.

Spring Creek Festival, Garland Texas 1993-1994  
**General Manager/Producer**

Served as General Manager and Producer for a 20,000-seat outdoor summer music festival for the city of Garland, Texas. Developed the marketing, ticketing, physical plant, plus coordination of volunteers, police and fire departments. Contracted for and produced the appearance of talent ranging from Van Cliburn and the Moscow Philharmonic to Willie Nelson.

San Diego Civic Light Opera 1991-1993  
**Executive Director**

Redesigned and implemented new budgeting process and format, charts of accounts, cash flow analysis and budget monitoring procedures. Streamlined and redesigned management and staffing while implementing a first time structured fund development effort. Founded the company's first winter season, which sold over 12,500 subscriptions. Increased public awareness and improved the company's brand. Redesigned the Marketing Department including all ticket office policies and procedures and implemented innovative marketing, which led to a steady growth in paid attendance and a growth of 3,000 subscriptions over two years.

Casa Manana Musicals, Inc., Fort Worth, Texas 1974 - 1990  
**Executive Producer/General Manager**

Led the company's development and growth from a small seasonal operation with three full-time employees and a \$500,000 budget to a year-round company with attendance of over 250,000, a budget in excess of \$5 million and a full-time staff of 20. Designed and implemented the company's first structured annual fund development effort and inspired the Board to take ownership and a leadership role. Provided direction for the company to become the first major theatrical organization in the country to be fully computer-integrated. The company produced and presented an average of 12 productions per year for adults and families and an additional 6 children's productions. Fostered and grew one of the most successful children's arts education operations in the southwest and worked with the State Education Agency to take unique teacher arts education programs into the

public schools. With the growth of the company, assumed many local civic and national leadership roles.

Windmill and Country Dinner Theater Chains

1970-1974

**Actor, Production Stage Manager, Director, Associate Producer, General Manager**

## **PROFESSIONAL ASSOCIATIONS**

International Society for Performing Arts  
National Alliance for Musical Theatre  
International Association of Assembly Managers

## **ORGANIZATIONS AND HONORS**

- Executive Committee, Downtown Houston Association
- Board of Directors, Houston Theater District
- Steering Committee, Downtown Houston 20-Year Framework Committee
- Strategic Planning Committee, Downtown Houston District 5-Year Plan
- Strategic Planning Committee, The Houston Club
- Allen Awards Committee, Central Houston, Inc.
- Founding Member and President of the National Alliance for Musical Theatre.  
Also served as Treasurer and Secretary
- Co-Chairman, San Diego Coalition for Arts and Culture
- Secretary/Treasurer, Resident Musical Theatre Association of America
- Board of Directors, Fort Worth Chamber of Commerce
- Chairman of the Board, Fort Worth West Side Chamber of Commerce
- Executive Board, Longhorn Council, Boy Scouts of America
- Board of Directors, Big Brothers/Big Sisters/ Fort Worth
- Senior Active Member of Downtown Rotary/ Fort Worth

## **F. Staffing Plan**

Village Theatre proposes that we employ a nationally respected leader in the arts facility management field as the Tacoma Executive Director of the Broadway Center. Bud Franks has extensive experience which is detailed on the following resume. He would spend 2 years building a top notch staff and training an Associate Executive Director to take over the operations during the 3<sup>rd</sup> year of the contract. Mr. Franks would work closely with the Head Office of Village Theatre and utilize their expertise in multiple facility management.

As BCPA would continue under this proposal as a resident presenter at all facilities, much of its current staff would be retained. We suggest the current interim Executive Director of BCPA would continue in that capacity and we would work with her to optimize programming in all facilities. Any current BCPA staff who might be displaced by this contract would be given the opportunity to apply for positions in Village Theatre's Tacoma staff. The initial proposed staffing is defined on the following Staff List.

# Village Theatre at Broadway Center

## STAFF LIST

Executive director

Associate Executive Director

Executive Assistant

Bookkeeper

Event Services/Marketing Manager

House Manager\*

Assistant House Manager\*

Facilities and Production Director\*\*

Tech Director\*

Assistant Tech Director\*

Maintenance and Housekeeping Staff\*

Ticket Office Staff\*\*\*

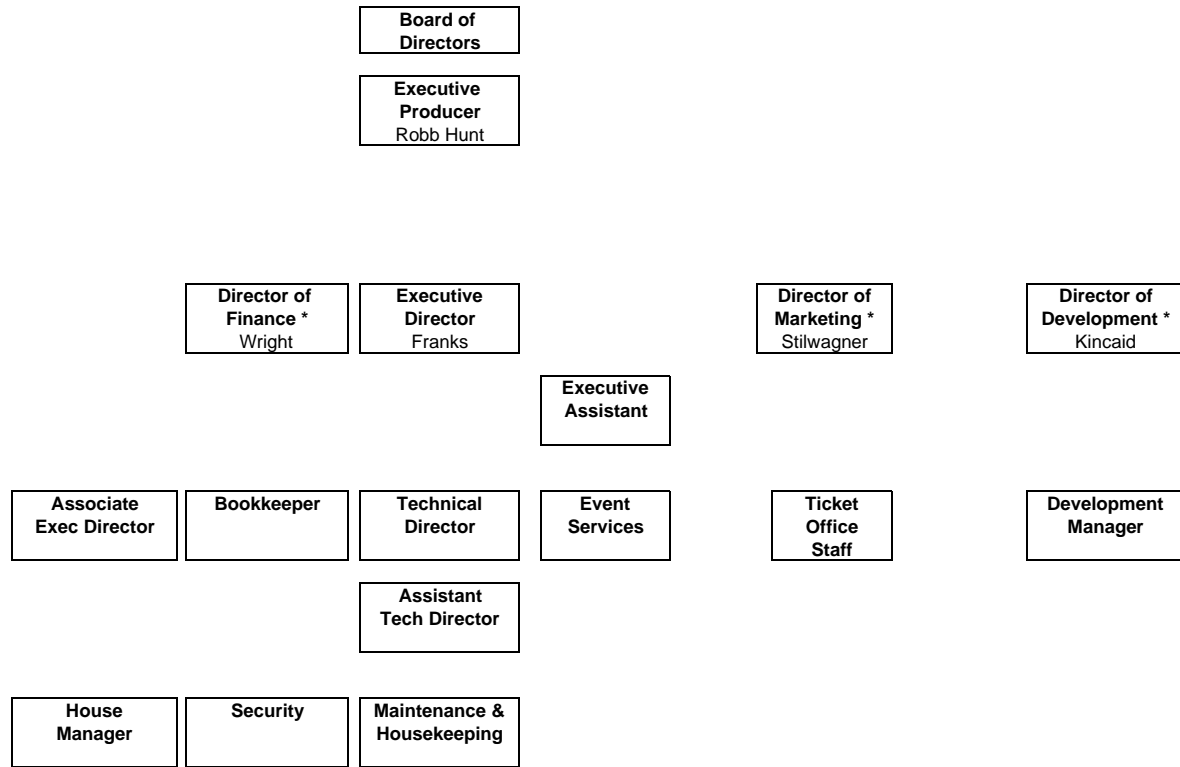
Backstage Security\*

\* Billed to tenants.

\*\* Partially billed to tenants.

\*\*\* To be covered by Box Office revenues.

# Village Theatre Organization Chart - Tacoma



Key:  
 \* Village Theatre Head Office  
 - - - Responsible to

## **G. Box Office and Ticket Sales Plan**

Village Theatre believes strongly in the need for outstanding customer service from the Box Office both for the ticket buyers and for the facility customers. We have a long history of providing excellent customer service in Issaquah and Everett and have a proven track record for supporting facility renters under with the City of Everett.

Village Theatre proposes to install the Theatre Manager software currently used in the Issaquah Box Office in the Box Offices at the Broadway Center. Village Theatre would market, sell and track all subscription sales for the Village Theatre Broadway series with support from the Issaquah Marketing and Finance departments. Village Theatre would provide on-line ticket ordering capabilities for customers of all facility users.

The BCPA organization and any other facility customer would be responsible for marketing all presented concerts and performances and would manage their own subscription processes unless they specifically requested Village Theatre to manage subscriptions for them. Village Theatre would print all tickets for a fee approved by the City in the management agreement, but said fee would be substantially less than the cost to consumers of using Ticketmaster. Village Theatre would facilitate the ability of all facility users to allocate portions of their available tickets to Ticketmaster for outlet, phone and on-line sales.

Group sales would be marketed by each facility customer, but orders would be processed by the central Box Office. Mailing lists would be maintained by the central box office and provided to facility customers for their own ticket sales. Village Theatre would promote cross promotions among facility customers and enable shared mailing lists where written permission was obtained. Individual mailing lists would be kept confidential to each facility customer.

## **H. Facility Utilization and Marketing Plan**

Village Theatre believes strongly in the need for varied programming for the community. We also promote the participation of the greater community in the definition of programming plans. We are confident that our Broadway series will meet the needs and desires of a great percentage of the Tacoma population. To fill out the programming, we recommend that BCPA develop and enhance their presenting series. To create these series and to better understand what current and potential patrons desire from the Broadway Center, we propose a joint market survey with BCPA. Under the proposed agreement Village Theatre would manage the allocation of available dates to all resident producing and presenting entities under guidance of the policies and priorities established by the Advisory Committee. We recommend that the resident producing organizations times be allocated first and then presenting entities fill in the remaining dates with optimal programming from the best possible available national and international selections to fit the results of the market survey. The market survey would be conducted on a random sample of about 1,000 households in Pierce County and 1,000 past Broadway center patrons. It would be designed to establish the ticket buying potential of many possible bookings and the results would be used to establish programming goals for the overall operation of the Broadway center.

Village Theatre would dramatically increase the number of dates utilized by providing 10 weeks of Broadway series productions (four musicals and one play) during the year. This would provide a minimum of 40 performances and would add to the BCPA programming and the offerings of the other facility customers. The 2 week runs of the Broadway series would provide a customer base of season and single ticket patrons which Village Theatre would make available to the other resident groups for mailings for their performances.

Village Theatre would work with existing resident companies to assist in the development of subscriptions series based on the results of the market survey. Village Theatre has a proven track record of developing and retaining subscribers, with more than 16,500 subscribers in King and Snohomish counties and an annual renewal rate of more than 80%.

In addition to the marketing campaign for selling subscriptions and single tickets, a brochure defining the available spaces would be developed and used to market the facilities to other arts and cultural organizations and a concerted effort would be made to increase the utilization of the facilities. Village Theatre has an excellent track record of expanding utilization in this manner in Everett where the number performance/event days has increased from 150 in 1997 to 258 in 2004-05 and the admissions have increased in that one facility from 29,000 in 1998 to over 69,000 in 2004-05.

## **I. Transition Plan**

Village Theatre is excited to propose a management approach which will minimize the transition effort and maximize the strengths of both Village Theatre and BCPA. We propose that Village Theatre handle all facility management tasks and BCPA continue as a primary booking and presenting customer for all facilities. Village Theatre proposes that we put our Tacoma management team in place by March, 2006 and work with BCPA to make a smooth transition by June, 2006. We would receive a pro-rated management fee for those months prior to assuming the full contract.

During this time we would accomplish the following specific tasks:

Plan office space utilization

Fill in the 2006-07 season calendar with Broadway Series and make required adjustments

Formulate the audience survey approach

Recruit and hire a full Tacoma staff

Hold meetings with all facility customers to identify needs

Develop specific plans to meet facility customer needs

Build a Tacoma Advisory Committee

Build a detailed facility maintenance plan for each facility

Agree on short and long term facility improvements with the City of Tacoma

Install and test the Theatre Manager Box Office System

## **J. Customer Service Plan**

Village Theatre is an experienced producer and presenter and facility manager and is uniquely qualified to meet with all stakeholders and determine the customer service needs. Of course previous studies will be examined in detail and input from all sources will be considered. In addition, as mentioned under section H, we recommend that an extensive market survey be conducted so both Village Theatre and the BCPA understand what current and potential patrons desire from the Broadway Center. Our Executive Producer and Tacoma Executive Director have extensive consulting experience and will work together to hold interviews with stakeholders, identify problems and develop recommendations. The recommendations will be reviewed with the new Tacoma Advisory Committee and with their guidance a plan will be developed to establish, implement and comply with customer service standards for the Broadway Performance Center. The plan will be reviewed with the City and implemented according to an agreed upon schedule.

It is our recommendation that the resident producing organizations be given the first choices of available dates in a fair manner according to guidelines established by the Advisory Committee. The remaining dates would be made available for resident presenting organizations to fill in with the best possible programming to meet the needs and desires of the Tacoma community.