



# Town of Simsbury

933 HOPMEADOW STREET

P.O. BOX 495

SIMSBURY, CONNECTICUT 06070

*Thomas F. Cooke - Director of Administrative Services*

## BOARD OF SELECTMEN MEETING AGENDA SUBMISSION FORM

1. **Title of submission:** Facility Operations Agreement with Simsbury Performing Arts Center, Inc.
2. **Date of submission:** December 6, 2013
3. **Date of Board Meeting:** December 9, 2013
4. **Individual or Entity making the submission:**  
Thomas F. Cooke – Director of Administrative Services  
Dave Ryan – Chairman, Simsbury Performing Arts Center, Inc.
5. **Action requested of the Board of Selectmen (Acceptance of gift, creation of reserve, approval of contract, information only, etc. Be as specific as possible with respect to the desired action of the Board.):**

*The Individual or Entity making the submission requests that the Board of Selectmen:*

Approve the proposed Facility Operations Agreement between the Town of Simsbury and the Simsbury Performing Arts Center, Inc. providing for the seasonal operation of the Simsbury Meadows Performing Arts Center by the Simsbury Performing Arts Center, Inc. subject to final review by Town Counsel

6. **Individual(s) responsible for submission (Please include complete contact information. The identified individual(s) should be prepared to present information to the Board of Selectmen at the Board Meeting.):**

Thomas F. Cooke – Director of Administrative Services – (860) 658-3230  
Dave Ryan – Chairman, Simsbury Performing Arts Center, Inc. – (860) 916-5087

**7. Summary of Submission (Include in your summary (i) relevant dates and timelines; (ii) parties involved; (iii) a description of financial terms and conditions specifically identifying the financial exposure/commitment of the Town of Simsbury; (iv) whether or not contracts, licenses and other legal documents have been reviewed by the Town's counsel; and (v) other information that will inform the Board of Selectmen's consideration of your submission. Include any additional information in an attached memorandum.):**

In April, 2012 the Town of Simsbury retained Webb Management Services, Inc. ("Webb") to review the Town's operation of the Simsbury Meadows Performing Arts Center (the "PAC") and to develop a plan to ensure the successful operation of the PAC on a going-forward basis. Webb's final report (the "Webb Report") was presented in October, 2012 and strongly recommended that the operation of the PAC be transitioned to a not-for-profit organization.

2013 was a transitional year providing the Simsbury Performing Arts Center, Inc. (the "SPAC") – a 501(c)(3) not-for-profit organization designed for the purpose of operating the PAC and raising funds for capital improvements – with an opportunity to select members, organize and prepare its business plan. The SPAC is confident that it is in a position to take on the operation of the PAC as set forth in the proposed Facility Operations Agreement which contains the following key provisions:

- The Facility Operation Agreement ("FOA") is a three-year contract beginning on January 1, 2014 and ending on December 31, 2016.
- The FOA is a non-exclusive operations agreement giving the SPAC the right to manage and conduct operations at the Performing Arts Center from March 1 to November 1. The Agreement describes two purposes for the SPAC – provision of cultural events at the PAC and fundraising for capital improvements.
- The SPAC will be responsible for hiring its own employees and contractors for providing services under the agreement. The SPAC will also pay the Town for additional services provided by the Town above and beyond regular maintenance of the facility (i.e. for services rendered in connection with specific events).
- The SPAC will be assigned the Town's agreement with the Hartford Symphony Orchestra to ensure a successful Talcott Mountain Music Festival season. The SPAC will also offer Septemberfest.
- The Town will have the right to put on events at the PAC at its own cost and provided the Town event is not in conflict with the SPAC's calendar of events and accordingly is approved by the SPAC.
- The SPAC will be responsible for all costs associated with its operations and with the events it offers. They will be responsible for obtaining all necessary licenses, insurance and public gathering permits.
- The Town will provide SPAC with the funds in the Performing Arts Center Special Revenue Fund as of January 15, 2014. The Town will receive a flat fee to cover administrative expenses (from \$2,500 to \$10,000 depending upon the SPAC's financial performance during the season).

- The FOA provides for a coordinated approach to capital improvements at the PAC. It also provides that the parties will work cooperatively to obtain grant funding where appropriate.
- The FOA includes conditions for termination and an arbitration clause. It will not automatically renew.
- The parties are finalizing Attachment A which describes the "PAC Facility."

8. **Description of documents included with submission** (All documents must be in final form and signed by the appropriate party.):

*The following documents are included with this submission and attached hereto:*

Proposed Facility Operation Agreement