

**ARTS, CULTURE & LIBRARIES COMMITTEE
DALLAS CITY COUNCIL COMMITTEE AGENDA**

RECEIVED

2016 OCT 14 AM 9:05

CITY SECRETARY
DALLAS, TEXAS

MONDAY, OCTOBER 17, 2016
CITY HALL
COUNCIL BRIEFING ROOM 6ES
1500 MARILLA
DALLAS, TX 75201
3:00 P.M. – 4:30 P.M.

Chair, Mayor Pro Tem Monica R. Alonzo
Vice-Chair, Councilmember Mark Clayton
Deputy Mayor Pro Tem Erik Wilson
Councilmember Carolyn King Arnold
Councilmember Jennifer S. Gates
Councilmember Scott Griggs

Call to Order

1. Approval of September 19, 2016 Minutes

BRIEFINGS

2. Cultural Affairs Commission Recommendations for FY 2016-17 Cultural Contracts Allocations
Jennifer Scripps
Director, Office of Cultural Affairs
3. Proposed Amendment to AT&T Performing Arts Center Contract
Jennifer Scripps
Director, Office of Cultural Affairs

Doug Curtis
*President and CEO,
AT&T Performing Arts Center*
4. Cultural Facilities: Capital Needs Inventory and Priorities
Zaida Basora
Assistant Director, Public Works
5. Dallas Public Libraries: Capital Needs Inventory and Priorities
Jo Giudice
Director, Dallas Public Library

UPCOMING AGENDA ITEMS

6. **OCTOBER 26, 2016 COUNCIL AGENDA**
 - A. Authorize a three-year service contract for database access to downloadable digital media for the Dallas Public Library - OverDrive, Inc. for group a,c,e, & f in the amount of \$882,150, Bibliotheca, LLC for group d in the amount of \$202,500, and ProQuest, LLC for group b in the amount of \$147,062, most advantageous

proposers of eight - Total not to exceed \$1,231,712 - Financing: Current Funds (subject to annual appropriations)

- B. Authorize contracts with individual artists and cultural organizations for artist services, on an as-needed, when-needed basis, to the City through the Community Artist Program (list attached) - Not to exceed \$300,000 - Financing: Current Funds
- C. Authorize contracts with cultural organizations for the provision of services to the City through the Cultural Services Contracts Program (list attached) - Not to exceed \$5,052,030 - Financing: Current Funds
- D. Authorize the third amendment to the Performing Arts Center Use Agreement with Dallas Center for the Performing Arts Foundation, Inc. to increase annual support from \$2,500,000 to \$4,000,000 to provide promotion and support of nonprofit arts and cultural organizations in an annual amount not to exceed \$1,500,000 - Total not to exceed \$4,000,000 - Financing: Current Funds (\$4,000,000) (subject to annual appropriations)

Adjourn



Monica R. Alonzo, Chair
Arts, Culture & Libraries Committee

A closed executive session may be held if the discussion of any of the above agenda items concerns one of the following:

1. Contemplated or pending litigation, or matters where legal advice is requested of the City Attorney. Section 551.071 of the Texas Open Meetings Act.
2. The purchase, exchange, lease or value of real property, if the deliberation in an open meeting would have a detrimental effect on the position of the City in negotiations with a third person. Section 551.072 of the Texas Open Meetings Act.
3. A contract for a prospective gift or donation to the City, if the deliberation in an open meeting would have a detrimental effect on the position of the City in negotiations with a third person. Section 551.073 of the Texas Open Meetings Act.
4. Personnel matters involving the appointment, employment, evaluation, reassignment, duties, discipline or dismissal of a public officer or employee or to hear a complaint against an officer or employee. Section 551.074 of the Texas Open Meetings Act.
5. The deployment, or specific occasions for implementation of security personnel or devices. Section 551.076 of the Texas Open Meetings Act.
6. Deliberations regarding economic development negotiations. Section 551.087 of the Texas Open Meetings Act.

Handgun Prohibition Notice for Meetings of Government Entities

Pursuant to Section 30.06, Penal Code (trespass by license holder with a concealed handgun), a person licensed under Subchapter H, Chapter 411, Government Code (handgun licensing law), may not enter this property with a concealed handgun."

"De acuerdo con la sección 30.06 del código penal (ingreso sin autorización de un titular de una licencia con una pistola oculta), una persona con licencia según el subcapítulo h, capítulo 411, código del gobierno (ley sobre licencias para portar pistolas), no puede ingresar a esta propiedad con una pistola oculta."

Pursuant to Section 30.07, Penal Code (trespass by license holder with an openly carried handgun), a person licensed under Subchapter H, Chapter 411, Government Code (handgun licensing law), may not enter this property with a handgun that is carried openly."

"De acuerdo con la sección 30.07 del código penal (ingreso sin autorización de un titular de una licencia con una pistola a la vista), una persona con licencia según el subcapítulo h, capítulo 411, código del gobierno (ley sobre licencias para portar pistolas), no puede ingresar a esta propiedad con una pistola a la vista."

Arts, Culture & Libraries Committee Meeting Record

Meeting Date: September 19, 2016 Convened: 3:05 p.m. Adjourned: 4:11 p.m.

Committee Members Present:

Monica R. Alonzo, Chair
Mark Clayton, Vice-Chair
Deputy Mayor Pro Tem Erik Wilson
Carolyn King Arnold
Jennifer S. Gates
Scott Griggs

Committee Members Absent:

Briefing Presenters:

Jo Giudice
Director, Dallas Public Library

Jennifer Scripps, Director, Office of
Cultural Affairs

Matrice Ellis-Kirk, Chair, Board of
Directors, AT&T Performing Arts Center

Chris Heinbaugh, Vice President of
External Affairs, AT&T Performing Arts
Center

Council Members Present:

Staff Present:

Anne Adiele, Jeffrey Chestnut, Sheila Delgado, David Fisher, Cliff Gillespie, Don Knight, Heather Lowe, Barbara McAninch, Joey Zapata

Special Guests:

John Paul Batiste (Chair), Roger Lee Carroll, and Leland R. Burk, Cultural Affairs Commission

AGENDA:

1. **Approval of August 15, 2016 Minutes**

Presenter(s):

Information Only:

Action Taken/Committee Recommendation(s): Approve the minutes of August 15, 2016.

A motion was made to approve the minutes of August 15, 2016.

Motion made by: Jennifer S. Gates

Motion seconded by: Erik Wilson

Item passed unanimously:

Item passed on a divided vote:

Item failed unanimously:

Item failed on a divided vote:

2. Deal Points for Proposed Amendments to the AT&T Performing Arts Center Contract

Presenter(s): Jennifer Scripps, Matrice Ellis-Kirk, and Chris Heinbaugh

Information Only:

Action Taken/Committee Recommendation(s):

The Office of Cultural Affairs and AT&T Performing Arts Center briefed the Committee on the deal points for proposed amendments to the AT&T Performing Arts Center Contract

Motion made by:

Motion seconded by:

Item passed unanimously:

Item passed on a divided vote:

Item failed unanimously:

Item failed on a divided vote:

3. Bureau of Vital Statistics at the Library

Presenter(s): Jo Guidice

Information Only:

Action Taken/Committee Recommendation(s):

The Dallas Public Library briefed the Committee on the move of the Bureau of Vital Statistics to the J. Erik Jonsson Central Library.

Motion made by:

Motion seconded by:

Item passed unanimously:

Item passed on a divided vote:

Item failed unanimously:

Item failed on a divided vote:

4. Upcoming Agenda Items

Presenter(s):

Information Only:

Action Taken/Committee Recommendation(s): The Committee recommended these items for approval by City Council.

Information about the upcoming items on the September 28, 2016 Council Agenda meeting was included in the briefing materials.

Motion made by: Carolyn King Arnold

Motion seconded by: Mark Clayton

Item passed unanimously:

Item passed on a divided vote:

Item failed unanimously:

Item failed on a divided vote:

Mayor Pro Tem Monica R. Alonzo
Chair

Memorandum



DATE October 14, 2016

CITY OF DALLAS

TO Honorable Members of the Arts, Culture, & Libraries Committee: Mayor Pro Tem Monica R. Alonzo (Chair), Mark Clayton (Vice-Chair), Deputy Mayor Pro-Tem Erik Wilson, Carolyn King Arnold, Jennifer S. Gates, Scott Griggs

SUBJECT **Cultural Affairs Commission Recommendations for FY 2016-17 Cultural Contracts Allocations**

On October 17, 2016, the Arts, Culture, and Libraries Committee will be briefed on cultural contracts for FY 2016-17 as recommended by the Cultural Affairs Commission. The briefing materials are attached for your review.

Please contact me if you have any questions or need additional information.

A handwritten signature in black ink, appearing to read 'Joey Zapata'.

Joey Zapata
Assistant City Manager

c: Honorable Mayor and Members of the City Council
A.C. Gonzalez, City Manager
Larry Casto, City Attorney
Craig D. Kinton, City Auditor
Rosa A. Rios, City Secretary
Daniel F. Solis, Administrative Judge
Ryan S. Evans, First Assistant City Manager
Eric D. Campbell, Assistant City Manager

Jill A. Jordan, P.E., Assistant City Manager
Mark McDaniel, Assistant City Manager
M. Elizabeth Reich, Chief Financial Officer
Sana Syed, Public Information Officer
Elsa Cantu, Assistant to the City Manager – Mayor & Council



Cultural Affairs Commission Recommendations for FY 2016-17 Cultural Contracts Allocations

ARTS, CULTURE, AND LIBRARIES COMMITTEE

OCTOBER 17, 2016



Office of Cultural Affairs
CITY OF DALLAS

Purpose

To provide the Arts, Culture & Libraries Committee an overview on cultural contracts recommended by the Cultural Affairs Commission for FY 2016-17

- Cultural Organization Program (COP)
- Partner-managed facility services
- Community Artist Program (CAP)
- Other OCA cultural funding programs



Cultural Affairs Commission

Place	Member	Place	Member
1	Mari Hidalgo King*	10	James N White
2	Vacant	11	Lori Stahl*
3	Ella Goode Johnson*	12	Sylvia Hougland (Vice Chair)*
4	John P Batiste (Chair)	13	Leland R Burk
5	Albert Gonzalez*	14	Roger Lee Carroll**
6	Henry K Song*	15	Daphna Yoffe
7	John A Spriggins*	At-Large	Phillip E Collins
8	Linda L Riley	At-Large	Paul D Rich
9	Jesse Smith*	At-Large	Ariel Saldivar

** Allocations Committee Chair

* Allocations Committee Member



Cultural Organization Program and Partner-Managed Facility Services

Cultural Organizations Program (COP) Background

- Funding program for cultural services with established non-profit cultural organizations to support an array of programs that include concerts, plays, exhibitions, performances, workshops, and other cultural services
- Program guidelines, eligibility, and review process established by the City's Cultural Policy, adopted by the City Council on November 13, 2002
- City funding is limited to 25% of an organization's annual audited revenue
- Organizations complete annual application through an online grant system



Cultural Organizations Program (COP) Award Process

- Public peer review panels (appointed by the Cultural Affairs Commission) are held every other year to evaluate and score the applications
 - Most recently held in May 2016
- Allocations Committee review held as a public meeting culminated in funding recommendation to full Commission in September 2016
- Unanimous vote in support by the full Cultural Affairs Commission held in September 2016
- City Council will consider authorization of contracts on October 26, 2016



Cultural Organizations Program (COP) Funding History

Fiscal Year	COP Budget	# of Orgs	# of events	Attendance
2010-11	\$3,242,938	38	53,114	3,723,691
2011-12	\$3,237,804	34	47,758	3,876,815
2012-13	\$3,280,726	33	45,050	4,348,005
2013-14	\$3,649,724	32	72,958	5,173,824
2014-15	\$3,451,423	33	71,034	4,933,590
2015-16 (estimate)	\$4,905,331	33	72,461	4,984,600
2016-17 (proposed)	\$4,733,530*	34	TBD	TBD

*Reduction due to reallocation of funds for proposed Fair Park management agreement



Cultural Organizations Program (COP) Major Changes From Previous Year

- Two new organizations added to COP in FY 2016-17
 - Crow Collection of Asian Art
 - Dallas Chamber Symphony
- One organization moved from COP to Cultural Projects Program (CPP)
 - Dance Council
- Reallocation of \$23,491 to provide free/reduced cost facility rentals at COP partner-managed facilities
- Fair Park organizations funded for first quarter only, remaining funds reallocated for pending Fair Park management agreement



Cultural Equity Funding Enhancements

Sources	Funds	Uses	Funds
Arts Endowment Fund	137,762	Community Artist Program	76,509
General Fund: Unallocated funds due to projected HOT increase	98,747	Cultural Vitality Program	75,000
General Fund: In-kind, loss of revenue	25,000	Cultural center programming	50,000
General Fund: COP reallocation	23,491	Free/reduced cost facility rental at COP partner-managed venues	33,491
		Free/reduced cost facility rentals at OCA managed venues	25,000
		Arts Month programming	25,000
TOTAL	285,000	TOTAL	285,000

Cultural Organizations Program (COP) Funded Organizations

Tier I - \$500,000 and Under

Anita Martinez Ballet Folklorico
 Artreach Dallas
 Cara Mia Theater Company
 Dallas Chamber Symphony
 Fine Arts Chamber Players
 Kitchen Dog Theater
 Teatro Dallas
 Texas Winds Musical Outreach
 USA Film Festival
 Writer's Garret

Tier II-\$500,001 - \$999,999

Children's Chorus of Greater
 Dallas
 Creative Arts Center
 Junior Players
 Shakespeare Dallas
 TeCo Theatrical Productions
 Turtle Creek Chorale
 Undermain Theater

Tier III - \$1,000,000 and Up

Crow Collection of Asian Art
 Big Thought
 Dallas Children's Theater
 Dallas Opera
 Dallas Wind Symphony
 Greater Dallas Youth Orchestra
 Theater Three
 TITAS

Tier IV – City Owned Facilities

African American Museum
 Black Academy of Arts and
 Letters
 Dallas Black Dance Theatre
 Dallas County Heritage Society
 Dallas Historical Society
 Dallas Museum of Art
 Dallas Theater Center
 Perot Museum of Nature and
 Science
 Sammons Center for the Arts

Funding detail in appendix



Partner-Managed Facility Services

- Certain facility management agreements provide for funding from the City for operation and maintenance of the facilities (subject to annual appropriations)

Organization	City-Owned Facility	FY 2015-16 Budget	FY 2016-17 Budget
Dallas Black Dance Theater	Former Moreland YMCA Building	\$170,000	\$170,000
DSM Management Group ¹	Music Hall	\$290,000	\$72,500 (Oct – Dec 2016)
Sammons Center for the Arts ²	Sammons Center	\$31,000	\$76,000
TOTAL		\$491,000	\$318,500

1. Reduction due to reallocation of funds for proposed Fair Park management agreement
2. Awarded through annual COP contract



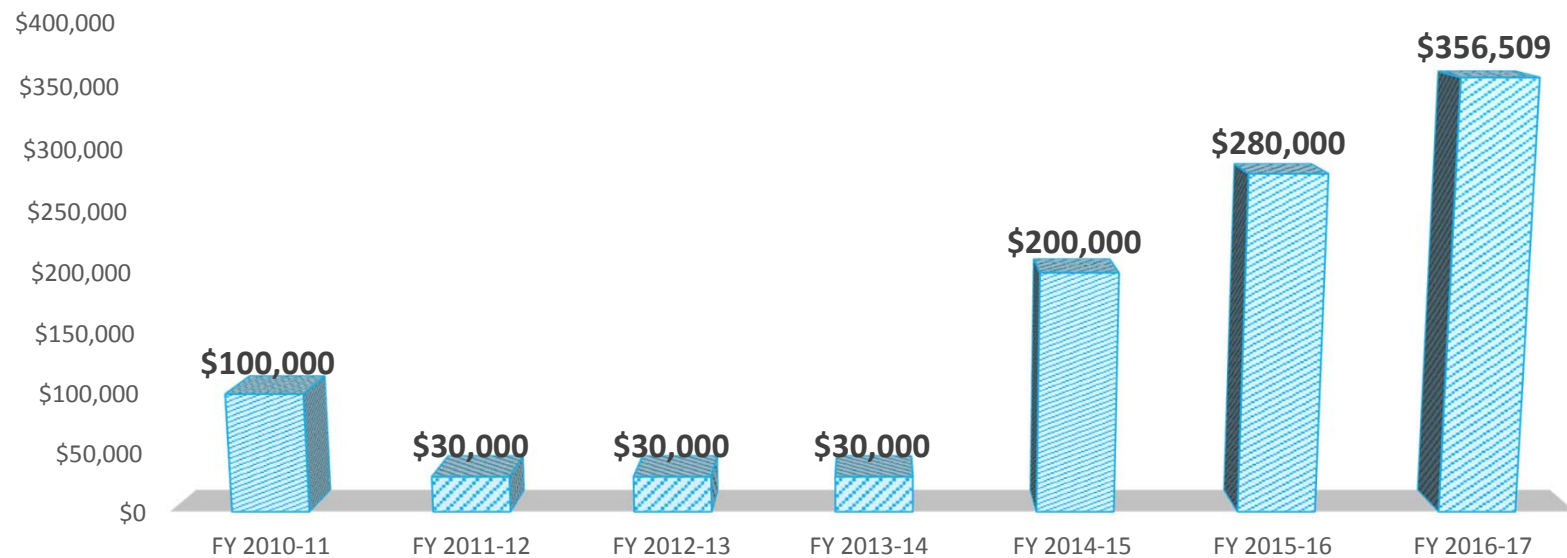
Community Artist Program (CAP)

Community Artist Program (CAP) Background

- Funding program for cultural services in Dallas neighborhoods from individual artists and cultural organizations to teach, perform, and exhibit at host facilities
- Goal of the program is to promote access and cultural awareness, heighten citizen understanding of diverse art forms and celebrate the various traditions that contribute to the composition of this city
- CAP is open to individual culturally and/or ethnic specific artists and/or ethnic specific arts organizations with administrative offices that are permanently located in the City of Dallas



Community Artist Program (CAP) Funding History



Community Artist Program (CAP) Selection Process

- Artists and nonprofit cultural organizations performing and presenting in the areas of music, dance, theatre, literature, visual arts, film/video, literary arts, and folk art are all eligible to apply, and selection is made through a community panel process
- CAP services are provided through performances, workshops and residencies
- Community hosts include churches, recreation centers, libraries, social service agencies, and other non-profit groups
- Cultural Affairs Commission's Allocations Committee reviews and approves new roster annually



Community Artist Program (CAP) Funded Artists and Organizations

Anita Martinez Ballet Folklorico
Cynthia Anzaldua*
Lenotha Barnett
Melody Bell
Tony Browne (Bandon Karo)
Cara Mia Theatre
The Flame Foundation*

Ofelia Faz-Garza
Michelle Gibson
Sandra Gipson
Alicia Holmes
Indian Cultural Heritage
Inner City All Stars
Herbie Johnson

Terrance M. Johnson*
Renee Miche'al Jones*
Frida Lozano
Rhianna Mack
Making Connections
Candace Miller
Ollimpaxqui Ballet

Barri Pearson
South Dallas Concert Choir
Teatro Dallas
Akwete Tyehimba
Fred Villanueva*
Angelique Westerfield
Mitotiliztli Yaoyollohtli

Funding detail in appendix

* New artist for FY 2016-17



Other OCA Cultural Funding Programs

Other OCA Cultural Funding Programs

Cultural Projects Program

- Funds for cultural services on a project basis from Dallas-based nonprofits (up to \$20,000, funding match required) and individual artists (up to \$5,000, no match requirement) (program budget: \$394,000)

Cultural Vitality Program

- Funds to support the growth of a vibrant cultural ecosystem in Dallas for projects related to cultural equity, awarded to individual artists (up to \$7,500) and Dallas-based nonprofits (up to \$20,000) (program budget: \$300,000)



Next Steps

Full City Council consideration scheduled for October 26, 2016



Appendix Contract Amounts

COP Contracts

Organization	Amount
Anita N. Martinez Ballet Folklorico, Inc.	\$73,645
Artreach-Dallas, Inc.	\$38,114
Big Thought	\$703,128
The Black Academy of Arts & Letters, Inc.	\$203,112
Cara Mia Theatre Co.	\$54,258
Children's Chorus of Greater Dallas	\$45,415
Creative Arts Center Of Dallas	\$23,363
Crow Family Foundation, Inc.	\$30,000
Dallas Black Dance Theatre, Inc.	\$357,711
Dallas Chamber Symphony	\$25,000
Dallas Children's Theater	\$150,222
Dallas County Heritage Society	\$162,549
Dallas Historical Society	\$16,886
Dallas Museum of Art	\$1,075,896
The Dallas Opera	\$164,500
DSM Management Group, Inc.	\$72,500
Dallas Theater Center	\$41,007
Dallas Wind Symphony	\$37,811

Organization	Amount
Fine Arts Chamber Players	\$47,604
Greater Dallas Youth Orchestra	\$50,367
Junior Players Guild	\$61,257
Kitchen Dog Theater Company	\$44,564
Perot Museum of Nature & Science	\$770,926
Museum of African American Life and Culture	\$19,350
Sammons Center for the Arts	\$162,370
The Shakespeare Festival of Dallas	\$91,156
Teatro Hispano de Dallas	\$63,831
TeCo Theatrical Productions, Inc.	\$93,782
Texas International Theatrical Arts Society	\$59,314
Texas Winds Musical Outreach, Inc.	\$51,646
Theater Three, Inc.	\$85,420
Turtle Creek Chorale, Inc.	\$54,841
Undermain Theater	\$33,594
U S A Film Festival	\$50,567
The Writer's Garret	\$40,324
TOTAL	\$5,056,030

CAP Contracts

Organization	Amount
Michelle Hogue	\$1,000
Alicia Yvette Holmes	\$25,000
Media One Creations	\$5,000
Anita N Martinez Ballet	\$12,000
Barri Pearson	\$10,000
Cara Mia Theatre Company	\$12,000
Candace Miller	\$34,000
Jesus Evelio Flores	\$10,000
Herbie Johnson	\$10,000
Frida N Lozano	\$7,000
Indian Cultural Heritage Foundation	\$6,000
Calvin Sexton DBA Inner City All- Stars	\$5,000
Lenotha Barnett Jr.	\$12,000
Making Connections	\$7,000

Organization	Amount
Melody Bell	\$10,000
Michelle Gibson	\$25,000
Ollimpaxqui Ballet Company	\$7,000
Ofelia Faz-Garza	\$6,000
True Artist Brand	\$15,000
Sandra Gipson	\$12,000
South Dallas Concert Choir	\$5,000
Teatro Hispano de Dallas Inc	\$11,000
Tony Browne	\$20,000
Robin Perry	\$2,000
Terrance M. Johnson Dance Project	\$9,000
The Flame Foundation	\$5,000
Cynthia Veronica Anzaldua	\$5,000
Renee Miche'al Jones	\$4,000
Alfredo Villanueva	\$8,000
TOTAL	\$300,000

CPP Contracts

Organization	Amount
Video Association	\$13,000
Wordspace	\$13,000
Cry Havoc Theater Company - New	\$7,000
Greater Dallas Asian American Chamber	\$5,000
Contemporary Ballet of Dallas	\$5,000
Color Me Empowered	\$5,000
New Texas Symphony	\$5,000
Renaissance 2000, Inc.	\$5,000
Ollimpaxqui Ballet	\$5,000
Asian Film Festival	\$5,000
Dallas Metroplex Musicians - New	\$5,000
Echo Theatre	\$5,000
Avant Chamber Ballet - New	\$5,000
Dallas Jazz Piano Society - New	\$3,000
Voces Intimae	\$3,000
Metropolitan Winds	\$3,000
Academy of Bangla Arts and Culture	\$2,000
Lone Star Wind Orchestra	\$18,500
Women's Chorus	\$11,000
Bruce Wood Dance Project	\$18,500

Organization	Amount
The MAC - New	\$8,500
29 Pieces - New	\$8,000
Dallas Bach Society	\$8,000
Dance Council (Moved from COP)	\$8,000
Voices of Change	\$4,000
Chamber Music International	\$6,000
Orpheus Chamber Singers	\$6,000
Orchestra of New Spain	\$6,000
MADI Museum	\$6,000
Indian Cultural Heritage Foundation	\$6,000
African American Repertory - New	\$3,000
Resource Center - New	\$10,000
Dallas Institute for Humanities and Culture	\$15,000
Dallas Holocaust Museum	\$10,000
Dallas Contemporary - New	\$10,000
Uptown Players	\$15,000
Dallas Film Society	\$10,000
Nasher Sculpture Center	\$10,000
Jewish Community Center	\$10,000
Southwest Celtic Music Assoc.	\$10,000
TOTAL	\$311,500

Notes:

1. CPP contracts are approved by administrative action
2. The application period for CPP projects by individual artists is currently open until Nov. 18.
3. The application period for CVP projects will be open Nov. 14 through Dec. 16.

Memorandum



DATE October 14, 2016

CITY OF DALLAS

TO Honorable Members of the Arts, Culture, & Libraries Committee: Mayor Pro Tem Monica R. Alonzo (Chair), Mark Clayton (Vice-Chair), Deputy Mayor Pro Tem Erik Wilson, Carolyn King Arnold, Jennifer S. Gates, Scott Griggs

SUBJECT **Proposed Amendment to AT&T Performing Arts Center Contract**

On October 17, 2016, the Arts, Culture, and Libraries Committee will be briefed on the proposed contract amendment to the AT&T Performing Arts Center contract. The briefing materials are attached for your review.

Please contact me if you have any questions or need additional information.

A handwritten signature in black ink, appearing to read 'Joey Zapata'.

Joey Zapata
Assistant City Manager

c: Honorable Mayor and Members of the City Council
A.C. Gonzalez, City Manager
Larry Casto, City Attorney
Craig D. Kinton, City Auditor
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Mark McDaniel, Assistant City Manager
M. Elizabeth Reich, Chief Financial Officer
Sana Syed, Public Information Officer
Elsa Cantu, Assistant to the City Manager – Mayor & Council



Office of Cultural Affairs
CITY OF DALLAS

Proposed Amendment to AT&T Performing Arts Center Contract

Briefing to the Arts, Culture & Libraries Committee
October 17, 2016



Purpose of the Briefing:

- Provide an overview of the proposed contract amendment to the AT&T Performing Arts Center Use Agreement

ATTPAC Background

In 2005, the City entered into 2 agreements with the Center:

(1) A Development Agreement:

- This agreement required the Center to design, develop, construct and operate the Performing Art Center facilities on City property (Winspear Opera House and Wylly Theater including right-of-way infrastructure and Annett Strauss Square)
- The City contributed \$17.9 M for construction + \$9M for land, infrastructure and utilities.
- The Center raised \$330M (debt and donations) for construction (originally estimated to cost approximately \$275M).

(2) A Use Agreement:

- This 40-year agreement requires the City to fund up to \$2.5M/year in facility operating expenses and also to fund capital maintenance expenses *requested* under this agreement. (To date, no requests received).

Contract Amendment Terms

The City's additional support of \$15M over the next ten years will be tied to additional artistic services.

The City will pay \$1.5M/year subject to:

- Annual appropriations approved by the City Council
- ATTPAC providing services worth \$1.5M to the satisfaction of the OCA Director and the arts organizations
- Both ATTPAC and the Lender paying down ATTPAC's bonds in compliance with their Lender Agreements
- ATTPAC meeting all other requirements including its fundraising benchmarks under its Lender Agreements

No City Contract with Lenders

- City is not a party to ATTPAC's lender agreements with Bank of America and JPMorgan Chase, and the City did not negotiate with them
- City's \$15M commitment does not secure the Lenders' performance

Artistic Services

The Center is requesting an increase in City of Dallas support under the Use Agreement of \$1.5M/year for the next 10 years in return for additional artistic services.

(See attached spreadsheet of services in DRAFT Contract Amendment)

Importantly, as usage by the arts organizations is determined, technology changes and the popularity of the various programs evolves, the OCA Director has discretion to annually adjust the \$1.5M in services in conjunction with ATTPAC.

Next Steps:

Full City Council consideration scheduled for October 26, 2016.

THIRD AMENDMENT
TO THE
PERFORMING ARTS CENTER USE AGREEMENT
between
THE CITY OF DALLAS
and
DALLAS CENTER FOR THE PERFORMING ARTS FOUNDATION, INC.
Dated as of October __, 2016

SUBJECT TO FINAL DCPAF AND CITY COUNCIL APPROVAL

**THIRD AMENDMENT
TO THE
PERFORMING ARTS CENTER USE AGREEMENT**

THIS THIRD AMENDMENT TO THE PERFORMING ARTS CENTER USE AGREEMENT (this "Amendment") is entered into as of October __, 2016, by and between the City of Dallas, Texas, a municipal corporation of the State of Texas and a home rule city (the "City"), and Dallas Center for the Performing Arts Foundation, Inc., a Texas non-profit corporation d/b/a The AT&T Performing Arts Center (the "DCPAF").

RECITALS

A. The City and the DCPAF are parties to that certain Performing Arts Center Use Agreement dated as of December 15, 2005, as heretofore amended (the "Use Agreement") concerning the management, maintenance, use and operation of certain improvements in the area commonly known as the Dallas Arts District. This Amendment is an amendment to the Use Agreement. Capitalized terms used but not defined in this Amendment shall have the meanings assigned to such terms in the Use Agreement. The Parties acknowledge that no notices of default have been provided pursuant to Article 15 of the Use Agreement, and agree that any remedy for performance or non-performance occurring prior to the execution of this Amendment is waived.

B. Pursuant to that certain Performing Arts Center Development Agreement dated as of December 15, 2005, the DCPAF raised private donations in excess of \$330,000,000, which the DCPAF used to design, construct and commence operations at multiple performing arts venues and related improvements in the Dallas Arts District.

C. The DCPAF's historic efforts have greatly advanced the City's efforts to complete the Dallas Arts District for the benefit of community members and the many performing arts organizations that provide programming in the Dallas Arts District.

D. The DCPAF has requested that the City provide certain additional funding to the DCPAF to ensure the DCPAF is able to continue performing its central role in supporting the performing arts in Dallas. The City and the DCPAF desire to agree on terms and conditions related to such additional funding and the additional benefits the DCPAF will provide the City in connection with such additional funding.

E. On [October26,], 2016, the City Council of the City approved Resolution No. [16-XXXX_____], authorizing the City Manager to execute this Amendment on behalf of and as the official act of the City.

AGREEMENT

NOW, THEREFORE, in consideration of the recitals set forth above and the mutual terms, conditions, covenants and agreements contained herein and for other good and valuable consideration, the receipt and sufficiency of which are acknowledged and confessed by each of the parties to this Amendment, the parties have agreed and do hereby agree as follows:

1. Article 6 of the Use Agreement is amended by adding the following new Section 6.15:

“6.15 DCPAF Collaboration with City’s Office of Cultural Affairs. Beginning on or before November 1, 2016, and continuing for each year during which the City pays to the DCPAF the Annual Payment described in Section 8.1 of this Agreement, the DCPAF will assist the City’s efforts to promote and support nonprofit arts and cultural organizations in the City. DCPAF agrees to work collaboratively with the City’s Office of Cultural Affairs to identify additional services most needed by local arts and cultural organizations and agrees to provide those services, subject to approved by the Director of Cultural Affairs (the “Director”). as The services shall be described in the form of Exhibit A-1 to this Amendment (the “Programs”) and the value of those services that comprise the Program shall be finally determined by the Director. Each year during which the DCPAF provides the Programs, the DCPAF and the Director (or successor office) will consult (a) at least twice annually to evaluate participation in the Programs by targeted organizations along with their future needs, and (b) on an annual basis to determine appropriate and necessary adjustments to the Programs and consider additional charges or fees on the DCPAF campus, as mutually agreed between the City Manager and the DCPAF, which adjustments shall not require a formal amendment to this Use Agreement. The value of the services provided in the Program shall be credited against the City’s Annual Payment in the amount approved at the discretion of the Director up to the amount of the City’s Annual Payment. If the value of the services, as determined by the Director, provided in any year exceeds \$1.5M, up to \$300,000 of that excess value may, at the sole discretion of the Director, be credited towards the DCPAF’s obligations for the following year..”

2. Section 8.1 of the Use Agreement is amended by adding the following sentences at the end of Section 8.1:

“In addition to the Annual City Operating Expenses, in consideration of the DCPAF’s ongoing work in operating the Center for the benefit of the performing arts in Dallas, in consideration of the Center’s offering and implementing the Programs as described in Section 6.15 hereof, and in consideration of the other benefits to the City as provided in this Agreement (as amended), the City shall pay to the DCPAF, on or before November 1 of each year beginning on November 1, 2016, and continuing through and including November 1, 2025, an annual amount equal to \$1,500,000 (the “Annual Payment”); provided, that beginning with the Annual Payment to be paid on or before November 1, 2017, the City’s obligation to make each such Annual Payment shall be subject to the conditions set forth in Section 8.6 of this Agreement. The DCPAF may use the Annual Payment funds for any operating expenses related to the Center. The Annual Payment shall be in addition to the Initial Annual Cap set forth in Section 8.2, but shall not be subject to adjustment as part of the Baseline Utility Cost or Baseline Other Operating Cost set forth in Section 8.2.”

3. Section 8.2 of the Use Agreement is amended by deleting the introductory phrase: “Notwithstanding anything to the contrary” from the first sentence of Section 8.2

4. Section 8.4 of the Use Agreement is amended by adding the phrase: “the Annual Payment provided in this Article,” to the first sentence of Section 8.4, after the word “Article” and before the phrase “the Capital Maintenance expense”.

5. Article 8 of the Use Agreement is amended by adding the following new Section 8.5:

“8.5 Certificate of Redemption. On or before December 31 of each year beginning on December 31, 2016, and continuing through December 31, 2025, the Center will notify the City Manager in writing in substantially the form of Exhibit B-1 (a “Certificate of Redemption”) certifying the total amount (in dollars) of bonds redeemed under the amended Letter of Credit Reimbursement Agreements between the DCPAF and each of JPMorgan Chase Bank, N.A. and Bank of America, N.A. (together, the “Banks” and such agreements, the “Debt Restructuring Agreements”) during the preceding twelve-month period.”

6. Article 8 of the Use Agreement is amended by adding the following new Section 8.6:

“8.6 Condition to Future Annual Payments. On or before July 1 of each year beginning on July 1, 2017, and continuing through July 1, 2025, the Center will notify the City Manager in writing in substantially the form of Exhibit C-1 (a “Request Notice”) whether the Center is requesting that the City pay to the Center the Annual Payment to be paid on or before the following November 1. On or before August 1 of each year beginning on August 1, 2017, and continuing through August 1, 2025, the Center will notify the City Manager in writing in substantially the form of Exhibit D-1 (a “Compliance Notice”) whether an “Event of Default” has occurred under the Debt Restructuring Agreements and, if so, whether such Event of Default has been cured by the DCPAF or waived by the Banks on or before the date of such Compliance Notice. Beginning with the Annual Payment to be made on or before November 1, 2017, the City’s commitment to make each Annual Payment shall be excused for any year during which (a) the Center does not deliver a Request Notice, or (b) the Center does not deliver a Compliance Notice confirming to the City that either (i) no Event of Default has occurred under the Debt Restructuring Agreements, or (ii) an Event of Default (if any) has been cured by the DCPAF or waived by the Banks, or (c) the Director is not satisfied with the value or the quality of the services delivered.

7. As a material inducement to the City for entering into this Amendment, the DCPAF hereby represents and warrants to the City that the DCPAF has entered into the Debt Restructuring Agreements, which are in full force and effect. Under the Debt Restructuring Agreements, the DCPAF has agreed to pay a total of \$50.0 million to redeem such bonds and the Banks have agreed to pay an aggregate amount equal to \$45.0 million to redeem such bonds. The Banks are obligated under the Debt Restructuring Agreements to pay the Banks’ portion of

the overall contribution over time, commencing in 2019 and in an annual amount equal to a portion of the DCPAF's bond redemption during the previous year. Upon the DCPAF's full performance of its obligations under the Debt Restructuring Agreements, the existing indebtedness incurred in connection with construction of the Center will be fully extinguished. DCPAF shall promptly notify the Director of any amendments or defaults of the Debt Restructuring Agreements.

8. Article 15 of the Use Agreement is amended by adding the following provisions:

15.1 "(g) the Debt Restructuring Agreements are amended or interpreted to have the effect of not extinguishing all debt or that reduces the Banks' requirement to redeem bonds as described in Paragraph 7 of this Amendment"

15.3 "(d) any failure by the City to pay any operational costs beyond the Annual Cap described in Article 8.2 of the Use Agreement shall not constitute an Event of Default under the Use Agreement, nor shall such failure entitle DCPAF to the remedies described in Article 15.5 of the Use Agreement"

15.5 "(b)(5) all of the City's out-of-pocket expenses paid under the Use Agreement or this Amendment.

9. All other terms, covenants, conditions and obligations of the Use Agreement between the City and the DCPAF shall remain in full force and effect and the Use Agreement, as previously amended, and this Amendment shall be construed together as a single contractual agreement.

* * * * *

DRAFT 10/13/16
SUBJECT TO FINAL DCPAF AND CITY COUNCIL APPROVAL

This Amendment has been executed and delivered as of the date first written above. The City, signing by and through its City Manager, is duly authorized to execute this Amendment by Resolution No. [_____], adopted by the City Council on [_____], 2016.

CITY OF DALLAS

By: _____
A.C. Gonzalez
City Manager

APPROVED AS TO FORM:

By: _____
LARRY E. CASTO
City Attorney

THE DALLAS CENTER FOR THE
PERFORMING ARTS FOUNDATION, INC.

By: _____
Douglas T. Curtis
President and CEO

EXHIBIT A-1

The Programs

SERVICES: ESTIMATED ANNUAL VALUE

DRAFT

Category	Services	Description	Rate	Estimated Services Value	Estimated Additional Variable Usage Value			Value Metrics
					10% OCA Participation	25% OCA Participation	50% OCA Participation	
Marketing Services	E-Blasts & OCA Culture Calendar	Center to coordinate, content manage and execute monthly e-blast of OCA cultural listings for 65 OCA supported cultural organizations to Center's database of 170,000+. Creating and maintaining an OCA Culture Calendar on the Center's homepage. Includes staffing, contracting website functionality, content management and feed fees.	65 Eligible OCA Groups - COP (Tiers 1, 2 and 3) and CPP.	\$ 26,693	\$ 178,830	\$ 408,755	\$ 843,058	Google analytics reports for e-blasts and OCA Culture Calendar visits, List of participating organizations; timesheets; invoices from web-development/maintenance company. Patron zip codes when possible.
Community Services	Dallas Arts Month	Working with the Mayor's Office, Office of Cultural Affairs and arts organizations, Center will provide consulting expertise and marketing and ticketing services to support Dallas Arts Month.	Annual event	\$ 31,604				Ticketing contract; Google analytics for e-blasts; timesheets for pr, marketing, creative services and social media
	DPD Let's Talk	Providing up to \$10K in labor, resources and services for DPD's Let's Talk Program on an annual basis. \$25,200 in rent waived under use agreement. DPD to cover additional costs.	Annual event	\$ 10,000				Invoice with waived direct costs
	OCA Rush Tickets	Last minute, reduced cost tickets to artists and employees of OCA supported cultural organizations for Broadway, TITAS Presents and Center Presents shows (as available). Includes creation and maintenance of official artist list, email alerts and box office support. Target price: \$25. Does not include tickets of resident company, rental or private productions.	Estimated at \$75 a ticket with \$50 saving each. Estimated at 34 shows, 800 tickets.	\$ 40,000				Box office reports. Value is the difference between true ticket cost and cost paid, waived ticketing fees.
	Donated Tickets	Tickets provided to community through the Center's Community Partners, Open Stages (education) and nonprofit ticket programs. Averages vary per program.	Estimated 3,063 tickets for 2016/2017. Value varies per program.	\$ 131,420				Box office reports. Value is the true ticket cost and waived fees. For donated tickets, average value is estimated at \$75.
Performance Space	Community Stage	Providing performance space for the top student performing arts ensembles in North Texas. May include public, private and charter schools as well as student ensembles of nonprofit arts groups with preference given to Dallas-based schools and groups. Performances will take place before Broadway, TITAS Presents and Center Presents shows in the Winspear Opera House. Curation standards to be set in consultation with Office of Cultural Affairs.	10 Performances Minimum.	\$ 39,325				Invoice of direct costs and human resources.
	Curated Performance Project	Curating presentations in performance spaces on the Center's campus. Strong emphasis on OCA supported performance groups and artists that are: Small, emerging and/or historically marginalized, presenting new works or proposing unique use of the spaces. Includes ticketing, some marketing, operational and staff support. Subject to space availability. Name and project details still being structured. Center may explore additional unique opportunities with additional OCA supported groups, in consultation with the OCA.	Target is 5-8 project shows a year. Estimates will vary depending on space and discipline.	\$ 122,050				Invoice of direct costs; lost opportunity costs; human resources; box office reports with patron zip codes.
Ticketing	TicketDFW.com	Center will offer discounted ticketing services for OCA COP Tier 1 and Tier 2, and CPP groups. Includes options for free and paid e-ticketing for General Admission and Reserved seating, print-at-home, venue mapping, reporting and analytics, client manager support and marketing support with e-blasts to TicketDFW patron database of 35,000 and placement on TicketDFW web site.	57 Eligible COP Tier 1 and 2, CPP groups.	\$ 13,320	\$ 288,650	\$ 721,750	\$ 1,443,650	Ticketing contracts; Google analytics for e-blasts and website visits
	Facility Fee	Per the Center's Use Agreement: At the City's request, the Center will engage with the Center's resident companies and presenting partners to discuss price increases in the Facility Fee. Those discussions will focus on the impact to the companies and partners, the public as well as timing, price elasticity, consumer demand/supply and more. We will coordinate discussions of potential increases with Office of Cultural Affairs and the City Manager's office.	Feasibility and value to be determined.	\$ -				Cost per ticket, tracked by sales.
City Services - Operational Support	DCPH Parking Support	10 additional spaces to DCPH to provide parking for OCA supported nonprofit organizations renting the hall.	10 spaces @ 12 months of daytime monthly rate of \$180 (+) 255 nights at evening event rate of \$17 a space.	\$ 64,950				Value of monthly parking
	DCPH Parking Support	Complimentary parking in DCPH for City of Dallas events. Up to six events a year with 250 spaces. Pending availability, and some restrictions may apply to accommodate productions in Center venues.	6 events with 250 spaces at \$17 a space.	\$ 25,500				Track date/time of events
	Patron Services - Analysis	Center's Front of House team will examine and analyze the patron services systems for OCA venues - DCPH, Meyerson and Majestic. Includes secret shopper, review of systems, policies and procedures, develop metrics and deliver report of findings and recommendations. Could be extended to other venues in future years at OCA request.	Estimated consultant rate 90 team (of 4) hours at going rate of \$300 per team hour.	\$ 27,000				Invoice for consulting services
	Patron Services - Training	OCA front of house staff and volunteers participate in AT&T Performing Arts Center Patron Relations Training. Training every two years.	Estimated at 56 current staff @ \$302.50 cost per trainee (includes materials). Staffed trained on a 2-year rotation.	\$ 8,470				Cost per trainee
				\$ 540,332	\$ 467,480	\$ 1,130,505	\$ 2,286,708	

Total with 10% Variable	Total with 25% Variable	Total with 50% Variable
\$ 1,007,812	\$ 1,670,837	\$ 2,827,040

NOTE: All services subject to change following final discussions with the Office of Cultural Affairs.

EXHIBIT B-1

Form of Certificate of Redemption

Form of Certificate of Redemption

December __, 20__

City of Dallas
1500 Marilla
Dallas, TX 75201
Attn: City Manager

Re: AT&T Performing Arts Center

Reference is made to that certain Performing Arts Center Use Agreement, as amended (the "Use Agreement"), between the City of Dallas (the "City") and the Dallas Center for the Performing Arts Foundation, Inc. (the "Center"). This is a Certificate of Redemption as provided in Section 8.5 of the Use Agreement.

The Center is pleased to report to the City that during the period from _____ __, 20__ to the date of this Certificate of Redemption, the Center and its Banks (as defined in the Use Agreement) collectively have redeemed \$_____ of the bonds issued in connection with the construction of the Center's venues and facilities.

The Center is deeply grateful for the opportunity to serve the City and the community and for the City's continued support of the Center.

The Dallas Center for the Performing Arts Foundation, Inc.

By: _____
Name: _____
Title: _____

DRAFT 10/13/16
SUBJECT TO FINAL DCPAF AND CITY COUNCIL APPROVAL

EXHIBIT C-1

Form of Request Notice

Form of Request Notice

December __, 20__

City of Dallas
1500 Marilla
Dallas, TX 75201
Attn: City Manager

Re: AT&T Performing Arts Center

Reference is made to that certain Performing Arts Center Use Agreement, as amended (the "Use Agreement"), between the City of Dallas (the "City") and the Dallas Center for the Performing Arts Foundation, Inc. (the "Center"). This is a Request Notice as provided in Section 8.6 of the Use Agreement.

The Center hereby requests that the City pay to the Center the Annual Payment (as defined in the Use Agreement) for 20__, as provided in the Use Agreement.

The Center is deeply grateful for the opportunity to serve the City and the community and for the City's continued support of the Center.

The Dallas Center for the Performing Arts Foundation, Inc.

By: _____
Name: _____
Title: _____

DRAFT 10/13/16
SUBJECT TO FINAL DCPAF AND CITY COUNCIL APPROVAL

EXHIBIT D-1

Form of Compliance Notice

Form of Compliance Notice

December __, 20__

City of Dallas
1500 Marilla
Dallas, TX 75201
Attn: City Manager

Re: AT&T Performing Arts Center

Reference is made to that certain Performing Arts Center Use Agreement, as amended (the "Use Agreement"), between the City of Dallas (the "City") and the Dallas Center for the Performing Arts Foundation, Inc. (the "Center"). This is a Compliance Notice as provided in Section 8.6 of the Use Agreement.

During the period from _____ __, 20__, to the date of this Compliance Notice, no Event of Default has occurred under the Center's Debt Restructuring Agreements (as defined in the Use Agreement).

[Alternative provision: During the period from _____ __, 20__, to the date of this Compliance Notice, an Event of Default occurred under the Center's Debt Restructuring Agreements (as defined in the Use Agreement), but on _____ __, 20__, [the DCPA cured such Event of Default] [or] [the Banks (as defined in the Use Agreement) waived such Event of Default].]

The Center is deeply grateful for the opportunity to serve the City and the community and for the City's continued support of the Center.

The Dallas Center for the Performing Arts Foundation, Inc.

By: _____
Name: _____
Title: _____

Memorandum



DATE October 14, 2016

CITY OF DALLAS

TO Honorable Members of the Arts, Culture, & Libraries Committee: Mayor Pro Tem Monica R. Alonzo (Chair), Mark Clayton (Vice-Chair), Deputy Mayor Pro Tem Erik Wilson, Carolyn King Arnold, Jennifer S. Gates, Scott Griggs

SUBJECT **Cultural Facilities: Capital Needs Inventory and Priorities**

On October 17, 2016, the Arts, Culture, and Libraries Committee will be briefed on the capital needs inventory and priorities of cultural facilities in the city of Dallas. The briefing materials are attached for your review.

Please contact me if you have any questions or need additional information.

A handwritten signature in black ink, appearing to read 'Joey Zapata'.

Joey Zapata
Assistant City Manager

c: Honorable Mayor and Members of the City Council
A.C. Gonzalez, City Manager
Larry Casto, City Attorney
Craig D. Kinton, City Auditor
Rosa A. Rios, City Secretary
Daniel F. Solis, Administrative Judge
Ryan S. Evans, First Assistant City Manager

Eric D. Campbell, Assistant City Manager
Jill A. Jordan, P.E., Assistant City Manager
Mark McDaniel, Assistant City Manager
M. Elizabeth Reich, Chief Financial Officer
Sana Syed, Public Information Officer
Elsa Cantu, Assistant to the City Manager – Mayor & Council

Cultural Facilities:



Office of Cultural Affairs
CITY OF DALLAS

Capital Needs Inventory and Priorities

Arts, Culture and Libraries Committee
October 17, 2016



Purpose

- To provide an overview of the buildings managed through the Office of Cultural Affairs
- To provide an update on the status of cultural facility projects in the 2006 bond program
- To review capital needs and 2017 bond program priorities

Cultural Facilities Overview



- **20** city-owned facilities managed by Office of Cultural Affairs (OCA)—more than 1.5 million sq. ft. dedicated to arts and cultural functions
 - 13 managed through private/public partnerships with non-profit cultural organizations—some facilities have more than one building
 - 7 Cultural Centers operated by OCA

Cultural Facilities Overview



Office of Cultural Affairs
CITY OF DALLAS

Partner-Managed Facilities

- African American Museum
- Annette Strauss Square
- The Black Academy of Arts and Letters
- Dallas Black Dance Theater
- Dallas Heritage Village
- Dallas Museum of Art
- Hall of State
- Kalita Humphreys Theater
- Music Hall
- Nature Building of the Perot Museum of Nature & Science
- Sammons Center for the Arts
- Wily Theatre
- Winspear Opera House

Cultural Facilities Overview

Cultural Centers

- Bath House Cultural Center
- Latino Cultural Center
- Oak Cliff Cultural Center
- South Dallas Cultural Center
 - Coordinates programming for **Juanita Craft Civil Rights House**

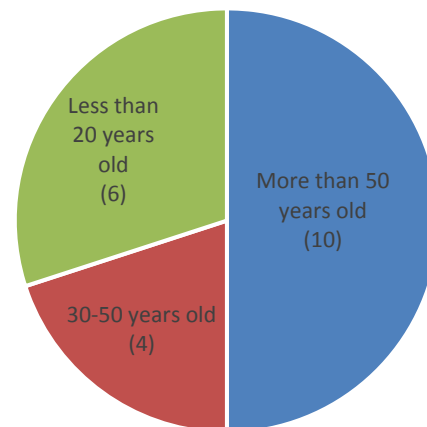
Cultural Venues

- Dallas City Performance Hall
- Majestic Theatre
- Meyerson Symphony Center

Cultural Facilities Overview

- Aging infrastructure with historical and architectural significance which requires continuous attention:
 - Maintenance, repair and/or update of facility systems: structure, elevators, roofing, mechanical/electrical, building envelope
 - Optimization of facility performance through building controls, automation and energy efficiency measures
 - Update of communications and network systems

Ages of OCA Facilities



Status of 2006 Bond Program Projects

African American Museum - Exterior Door*	Major Maintenance	Completed
African American Museum @ Fair Park - Repair water infiltration	Major Maintenance	Completed
African American Museum @ Fair Park - Replace HVAC	Major Maintenance	Completed
African American Museum @ Fair Park - Roof Replacement	Roof Replacement	Completed
Asian American Cultural Center	Category: Study	Completed
City Performance Hall	Cultural Arts Facilities	Completed
Dallas Heritage Village – Renovation (various projects)	Renovation	Completed
Dallas Heritage Village (Old City Park) - Security and fire alarm system	Major Maintenance	Completed
Dallas Museum of Art - Design Fire alarm system	Major Maintenance	Completed
Dallas Museum of Art - Repair paving@Sculpture Garden	Major Maintenance	Design
Dallas Museum of Natural History @ Fair Park - Replace HVAC	Major Maintenance	Completed
Dallas Museum of Natural History @ Fair Park - Roof Replacement	Roof Replacement	Completed
Dallas Museum of Natural History @ Fair Park - Waterproofing	Major Maintenance	Completed
Dallas Theater Center – Boiler*	Major Maintenance	Completed
Dallas Theater Center - Catwalk and Grid Study at Kalita Humphrey	Category: Study	Completed
Dallas Theater Center - Master Plan	Master Plan	Completed
Dallas Theater Center - Replace HVAC	Major Maintenance	Completed
Hall of State @ Fair Park - Renovate building/repair damage/chillers	Major Maintenance	Completed
Latino Cultural Center - Phase II - Design	Cultural Arts Facilities	Reinitiating
Latino Cultural Center - Phase II - Priority 1 - Black Box Theater	Cultural Arts Facilities	Reinitiating
Latino Cultural Center Repairs*	Major Maintenance	Completed
Majestic Theater Center – Replaced chillers	Major Maintenance	Completed
Majestic Theater Center - Roof Replacement	Roof Replacement	Completed
Morton H. Meyerson – Energy Management*	Energy Management	Completed
Morton H. Meyerson – Exterior Envelope*	Major Maintenance	Completed
Morton H. Meyerson Symphony Center - Extend existing stage	Renovation	Reprogrammed
South Dallas Cultural Center - Roof Replacement	Roof Replacement	Completed
Women's Museum - Water infiltration*	Major Maintenance	Completed

*Projects created from re-programmed savings

Current Priorities

Current priorities total:	\$27.55 M
• Major Maintenance	\$23.15 M
• New Construction	\$ 4.4 M

Prior funding levels

- 2003 Bond Program \$31.2 M
- 2006 Bond Program \$60.8 M
- 2012 Bond Program did not include OCA facilities

Additional information will be forthcoming in the EBS city-wide facility needs survey currently underway

2017 Needs Inventory – Major Maintenance priorities

Bath House Cultural Center



Basement, restroom, and ADA improvements

\$250,000

Dallas Black Dance Theatre



Exterior restoration

\$900,000

Window repair and water seepage remediation

Dallas Heritage Village



Refurbishment and renovation of historic houses, including roofing and security improvements

\$250,000

2017 Needs Inventory – Major Maintenance priorities

Dallas Museum of Art

\$8,000,000



Elevator upgrades and repairs

Lighting and signage for visitor safety and access

Fire system suppression upgrades

Security system

Mechanical systems repairs for shipping docks

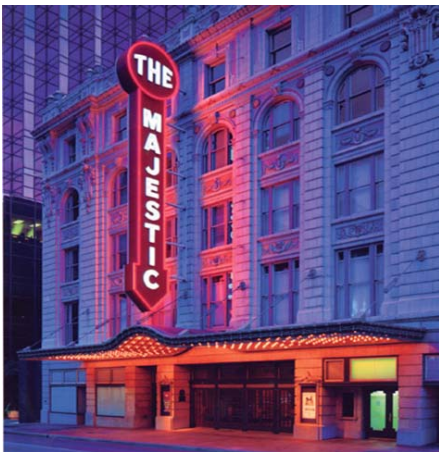
Building drainage / foundation / perimeter repair and waterproofing

Exterior door crash bar installation and gasket repairs to resolve temperature, wind and moisture control issues

2017 Needs Inventory – Major Maintenance priorities

Kalita Humphreys Theater	Upgrades throughout facility, including carpet replacement, restroom renovation, fire alarm system to allow monitoring of fire panel	\$500,000
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Majestic Theater	Exterior façade failing; requires restoration and waterproofing; signage repairs	\$4,000,000
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Fire alarm upgrades, replace fire curtain

Carpet replacement throughout venue (last done in the 1970's), theater and pre-function area ceiling restoration, and 5th floor renovation, including electrical and lighting

Replace theatrical lighting and cyclorama and upgrade electrical system and A/V systems throughout venue

HVAC Systems replacement new design and building automation controls

Repair sanitary sewer line

2017 Needs Inventory – Major Maintenance priorities

Meyerson Symphony	Elevator modernization Replace roof and window wall water infiltration improvements Lighting controls and sound system upgrades Security improvements	\$7,000,000
Sammons Center	Façade water infiltration repairs (Match with \$2M private funds)	\$2,000,000
South Dallas Cultural Center	Erosion control at Robert E. Cullum entrance; repave and re- landscape Upgrade building security and fire systems, including security cameras and improved exterior lighting	\$250,000



2017 Needs Inventory – New Priorities

These priorities include projects that leverage private fundraising, have funds already committed, have land (where applicable), and/or prior bond funds remain:


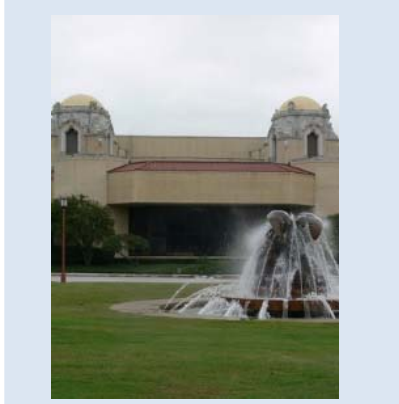
Community Cultural Master Plan	Conduct master planning for cultural facilities and update cultural policy since prior Facilities Master Plan completed in 2001	\$400,000
Latino Cultural Center phase 2	Construction of arts education center, black box theater, classrooms for dance, music, visual and multi-disciplinary art, support spaces, pedestrian mall walkway and parking reconfiguration Expansion of pre-function area to auditorium Initial funding included in 2006 bond program; additional funding required due to escalation cost and additional expansion scope	\$3,500,000



2017 Needs Inventory – New Priorities

Sammons Center for the Arts- Sammons II	Master planning for design and construction of Sammons II, a 50,000 sq. ft. arts incubator, spaces to include offices, rehearsal space, conference center, multipurpose space, and possibly a black box.	\$500,000
Asian American Cultural Center	Refine master plan completed in 2011 with 2006 bond funds Community organization established with fundraising just begun	TBD

Fair Park Cultural Buildings – Not Currently on OCA Priorities List

African American Museum	Resolve water intrusion; repair interior finishes; flush condenser water system; complete mechanical and electrical repairs	\$1,800,000
Hall of State 	Repair or replace exterior doors and windows; other architectural interior and exterior repairs; repair sump pump; other plumbing repairs; address dehumidification issues; replace heaters and other mechanical repairs; electrical repairs Exterior wall and plaza restoration; exterior drainage and lighting	\$10,500,000
Music Hall at Fair Park 	Elevator modernization throughout Repair interior and exterior architectural finishes HVAC – new air handling system and condensing unit All exterior and interior lighting, including dimmer system and stage lighting Replace electrical system throughout, including security upgrades Foundation repairs Lobby renovation	\$14,600,000
Nature Building of the Perot Museum of Nature and Science	Renovation of public spaces Repair windows to prevent further water infiltration; replace water heater and sump pump; replace HVAC equipment; clean and repair equipment; electrical repairs	\$4,900,000

Questions

Appendix

- 2006 Bond Program—Cultural Arts Facilities
- Cultural Policy regarding facilities

2006 Bond Program

<i>Project ID</i>	<i>Project Name</i>	<i>Description</i>	<i>Council District</i>	<i>O And M</i>	<i>Estimate</i>
Proposition 5 Cultural Arts Facilities					
<i>Cultural Arts Facilities</i>					
PB170885	City Performance Hall	Design and construction of a 41,000 sq. ft. city performance space for small and mid-sized organizations in the Arts District located near the intersection of Flora and Jack Evans.	OW	\$405,835	\$38,235,104
PB174003	Latino Cultural Center - Phase II - Design	Design services for the Latino Cultural Center - Phase II	OW	\$0	\$957,225
PB174118	Latino Cultural Center - Phase II - Priority 1 - Black Box Theater	Construction of a Black Box Theater at the Latino Cultural Center. Priority 1 of Phase II. Total of 3,500 sq. ft. which includes dressing rooms, storage and toilets. City Participation at \$1,884,718, private participation at \$1,123,144.	OW	\$54,399	\$2,807,880
<i>Summary for 'Category' = Cultural Arts Facilities (3 detail records)</i>					
Sum				\$460,234	\$42,000,189
<i>Major Maintenance</i>					
OCA080002	African American Museum @ Fair Park - Repair water infiltration	Investigate and repair water infiltration	OW	\$0	\$520,000
OCA080001	African American Museum @ Fair Park - Replace HVAC	Replace HVAC system with four pipe chilled water system for humidity control	OW	\$0	\$1,100,000
OCA080032	Dallas Heritage Village (Old City Park) - Security and fire alarm system	Install new security & fire alarm system	OW	\$0	\$225,000
OCA080004	Dallas Museum of Art - Design Fire alarm system	Phase One - Professional fees for the design of a fire alarm system	OW	\$0	\$400,000
OCA080008	Dallas Museum of Art - Repair paving@Sculpture Garden	Repair courtyard; repair leaks in the water wall canals	OW	\$0	\$2,000,000
OCA080009	Dallas Museum of Natural History @ Fair Park - Replace HVAC	Replace HVAC & Controls; Ceiling work	CW	\$0	\$450,000
OCA080011	Dallas Museum of Natural History @ Fair Park - Waterproofing	Waterproofing	CW	\$0	\$1,500,000
OCA080016	Dallas Theater Center - Replace HVAC	Replace HVAC in theater, replace boiler, pumps & controls	OW	\$0	\$900,000

2006 Bond Program

<i>Project ID</i>	<i>Project Name</i>	<i>Description</i>	<i>Council District</i>	<i>O And M</i>	<i>Estimate</i>
Proposition 5 Cultural Arts Facilities					
<i>Major Maintenance</i>					
OCA080018	Hall of State @ Fair Park - Renovate building/repair damage/chillers	Complete building renovation/repair of flood damage to basement, including 1/3 of floor slab; replace chillers / add four pipe chilled water system for humidity control	OW	\$0	\$7,485,000
OCA080024	Majestic Theater Center - Replace boiler	Replace boiler, pumps and controls	OW	\$0	\$800,000
<i>Summary for 'Category' = Major Maintenance (10 detail records)</i>					
Sum				\$0	\$15,380,000
<i>Master Plan</i>					
OCA080015	Dallas Theater Center - Master Plan	Master plan for future site and building reuse	OW	\$0	\$340,000
<i>Summary for 'Category' = Master Plan (1 detail record)</i>					
Sum				\$0	\$340,000
<i>Renovation</i>					
PB16447	Dallas Heritage Village (Old City Park)	Assess condition of all the historic buildings and building components, and develop an improvement plan.	OW	\$0	\$100,000
OCA080028	Morton H. Meyerson Symphony Center - Extend existing stage	Extend existing stage in Performance Hall	CW	\$0	\$1,400,000
<i>Summary for 'Category' = Renovation (2 detail records)</i>					
Sum				\$0	\$1,500,000
<i>Roof Replacement</i>					
OCA080003	African American Museum @ Fair Park - Roof Replacement	Roof Replacement	CW	\$0	\$360,000
OCA080010	Dallas Museum of Natural History @ Fair Park - Roof Replacement	Roof Replacement	CW	\$0	\$200,000
OCA080021	Majestic Theater Center - Roof Replacement	Roof Replacement	CW	\$0	\$454,000
OCA081000	South Dallas Cultural Center - Roof Replacement	Roof Replacement	CW	\$0	\$223,000

2006 Bond Program

<i>Project ID</i>	<i>Project Name</i>	<i>Description</i>	<i>Council District</i>	<i>O And M</i>	<i>Estimate</i>
Proposition 5	Cultural Arts Facilities				
	<i>Roof Replacement</i>				
	<i>Summary for 'Category' = Roof Replacement (4 detail records)</i>				
	Sum			\$0	\$1,237,000
	<i>Study</i>				
PB174089	Asian American Cultural Center	Masterplanning, programming, and conceptual design of an Asian American Cultural Center to possibly include rehearsal spaces, galleries, classrooms and black box theater.	OW	\$0	\$350,000
OCA080014	Dallas Theater Center - Catwalk and Grid Study at Kalita Humphrey	Catwalk/ Grid Structural study	OW	\$0	\$50,000
	<i>Summary for 'Category' = Study (2 detail records)</i>				
	Sum			\$0	\$400,000
	<i>Summary for 'Program' = Cultural Arts Facilities (22 detail records)</i>				
	Sum			\$460,234	\$60,857,189

Cultural Policy

Cultural Policy regarding Facility Development

- Public/Private Cost Sharing Program:

Facilities developed under this program will be constructed, owned and maintained by the City and **managed by the arts organization** initiating the request

Acquisition of sites – 25% Private 75% Public

Construction Costs – 40% Private 60% Public

- Preparation of architectural plans and specifications
- Construction of building and parking
- Site improvement: access and landscaping
- Furniture and furnishings – less salvage

Memorandum



DATE October 14, 2016

CITY OF DALLAS

TO Honorable Members of the Arts, Culture & Libraries Committee: Mayor Pro Tem Monica R. Alonzo (Chair), Mark Clayton (Vice-Chair), Deputy Mayor Pro Tem Erik Wilson, Carolyn King Arnold, Jennifer S. Gates, Scott Griggs

SUBJECT **Dallas Public Libraries: Capital Needs Inventory and Priorities**

On October 17, 2016, the Art, Culture, and Libraries Committee will be briefed on the capital needs inventory and priorities of the Dallas Public Library system. The briefing materials are attached for your review.

Please contact me if you have any questions or need additional information.

A handwritten signature in black ink, appearing to read 'Joey Zapata'.

Joey Zapata
Assistant City Manager

c: Honorable Mayor and Members of the City Council
A.C. Gonzalez, City Manager
Larry Casto, City Attorney
Craig D. Kinton, City Auditor
Rosa A. Rios, City Secretary
Daniel F. Solis, Administrative Judge
Ryan S. Evans, First Assistant City Manager

Eric D. Campbell, Assistant City Manager
Jill A. Jordan, P.E., Assistant City Manager
Mark McDaniel, Assistant City Manager
M. Elizabeth Reich, Chief Financial Officer
Sana Syed, Public Information Officer
Elsa Cantu, Assistant to the City Manager – Mayor & Council

Dallas Public Libraries



CAPITAL NEEDS INVENTORY AND PRIORITIES

Arts, Culture, and Libraries Committee
October 17, 2016



Purpose



- To provide an overview of library facilities designed and constructed utilizing 2003 & 2006 bond funds
- To review priority projects that would complete the 2000-2010 Library Master Plan and address current major maintenance needs

Library Master Plan Background



- Adopted to guide implementation of system improvements over a 10-year period
- Funded through the 1998 Bond Program
- City Council awarded the Master Plan contract to *The Hillier Group* on June 23, 1999
- City Council adopted Library Master Plan on April 11, 2001

2003 & 2006 Bond Program Background



The 2003 and 2006 Bond Programs included **\$101.5M** in funding for Library facilities.

2003 Bond Program included **\$55.5M**:

- Land Acquisitions=**\$0.6M**
- New Libraries and Renovation= **\$54.9M**

2006 Bond Program included **\$46M**:

- Land Acquisitions=**\$19.5M**
- New Libraries and Renovation=**\$23M**
- Major Maintenance=**\$3.5M**

2003 Bond Program Overview



All Library Facilities projects included in the 2003 Bond Program have been completed.

New and replacement Library Facilities included:

- Arcadia Park
- Bachman Lake
- Grauwlyer Park
- Hampton-Illinois
- Lochwood
- Pleasant Grove
- Prairie Creek
- Timberglen
- White Rock Hills (Land Acquisition)

2003 Bond Program Libraries



Arcadia Park Branch Library



Grauwlyer Park Branch Library



Bachman Lake Branch Library



Hampton-Illinois Branch Library

2003 Bond Program Libraries



Lochwood Branch Library



Prairie Creek Branch Library



Pleasant Grove Branch Library



Timberglen Branch Library

2006 Bond Program Overview



New Library Facilities included in 2006 Bond Program:

Design and Construction funding for:

- **White Rock Hills**
(completed)
- **Polk-Wisdom Renovation**
(completed)
- **Fretz Park Renovation**
(completed)

Design funding for:

- **Highland Hills**
(construction completed and funded through 2006 Bond savings)

Land Acquisition funding for:

- ✓ **Forest Green**
- ✓ **Highland Hills**
- ✓ **North Oak Cliff**
- ✓ **Park Forest**
- ✓ **Preston Royal**
- ✓ **Vickery Meadow**

2006 Bond Program Completed Libraries



White Rock Hills Branch Library



Polk-Wisdom Branch Library



Photograph by Letitia Huckaby

Highland Hills Branch Library

(construction funded through 2006 Bond Savings)



Fretz Park Branch Library

2006 Bond Program Libraries



Land Acquisition completed:

- Forest Green
- Highland Hills (construction complete)
- North Oak Cliff
- Park Forest
- Preston Royal
- Vickery Meadow

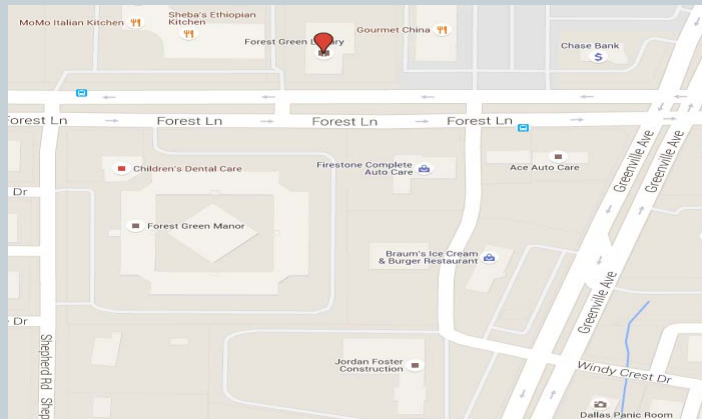
Savings from Land Acquisitions funded design for:

- Forest Green
- North Oak Cliff
- Park Forest
- Preston Royal

2006 Bond Program Libraries

Forest Green Branch Library

9015 Forest Lane



Location map

New Site Address
-9619 Greenville Avenue-

Land Acquisition	\$1,735,029
Demo	\$0
Design	\$312,882
Testing	\$19,141
City Forces	\$39,208

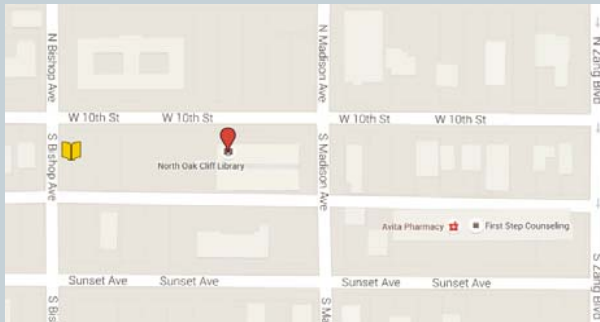
Total Expenditure \$2,106,260



2006 Bond Program Libraries

North Oak Cliff Branch Library

302 West 10th Street



Location map

Adjacent to Existing
-334/338 W. Tenth St.-

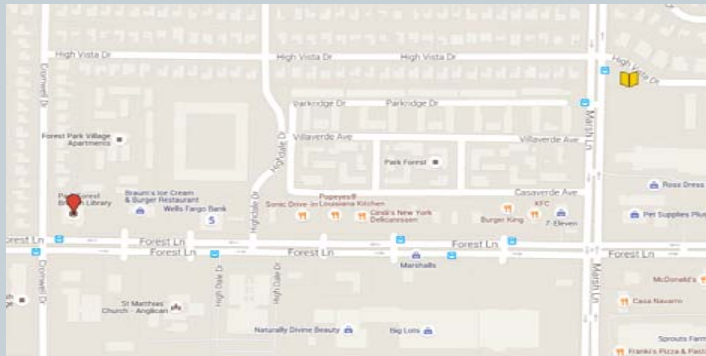
Land Acquisition	\$491,270
Demo	\$41,084
Design	\$348,113
Testing	\$32,867
City Forces	\$32,863
Total Expenditure	\$946,197



2006 Bond Program Libraries

Park Forest Branch Library

3421 Forest Lane



Location map

New Site Address
-3728 High Vista Drive-

Land Acquisition	\$810,776
Demo	\$0.00
Design	\$324,193
Testing	\$13,997
City Forces	\$52,365

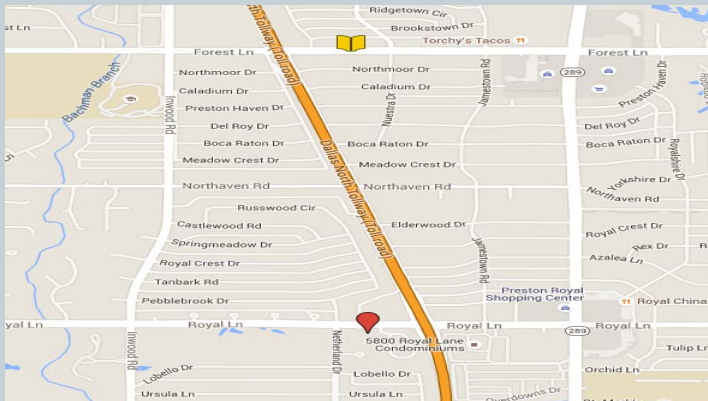
Total Expenditure \$1,201,331



2006 Bond Program Libraries

Preston Royal Branch Library

5626 Royal Lane



Location map

New Site Address
-5639 Forest Lane-

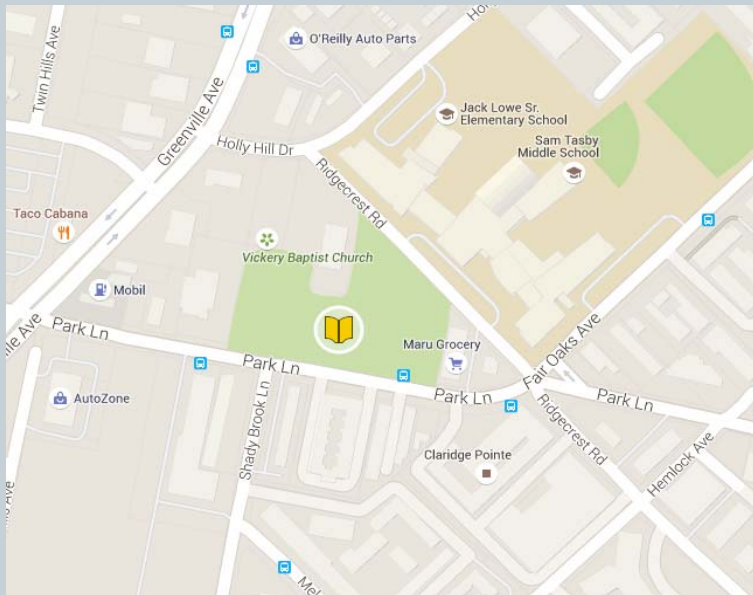
Land Acquisition	\$2,670,914
Demo	\$76,610
Design	\$359,631
Testing	\$21,173
City Forces	\$94,627

Total Expenditure \$3,222,955



2006 Bond Program Libraries

Vickery Meadow Branch Library



Location map

New Site Address
-8255 Park Lane-

Land Acquisition	\$3,409,397
Demo	\$693,777
Design	\$0.00
Testing	\$94,741
City Forces	\$84,902
Total Expenditure	\$4,282,817

Library Facilities and Bond Priorities



Estimated cost to complete all five locations and the Library Master Plan is \$43m

New Branch Location:

- ❑ **Vickery Meadow Branch Library- *New Design & Construction***

Replacement Branch Locations:

- ❑ **Forest Green Branch Library- *Original Construction: 1976***
- ❑ **Preston Royal Branch Library- *Original Construction: 1964***
- ❑ **Park Forest Branch Library- *Original Construction: 1971***
- ❑ **North Oak Cliff Branch Library- *Original Construction: 1987***

Current Major Maintenance Needs



- **Central Library**

- Replace window treatment for sun control and energy efficiency

- **Renovation of 8 Branch Libraries**

- Kleberg-Rylie, Lakewood, MLK, Mountain Creek, Oak Lawn, Renner Frankford, Skillman Southwestern, Skyline

- **Public Restroom Upgrades at 12 Branch Libraries**

- Forest Green, Kleberg-Rylie, Lakewood, MLK, Mountain Creek, North Oak Cliff, Oak Lawn, Park Forest, Preston Royal, Renner Frankford, Skillman Southwestern, Skyline

Questions



Appendix



2003 Bond Program Overview



Branch	Project Type	Amount	Status
Arcadia Park	New Construction	\$4,850,777	Completed
Timberglen	New Construction	\$6,126,083	Completed
Grauwyler Park (West Love Field)	New Construction	\$4,796,871	Completed
Prairie Creek	New Construction	\$6,663,221	Completed
Lochwood (Casa View)	Replacement	\$7,000,874	Completed
Hampton Illinois	Replacement	\$6,100,874	Completed
Pleasant Grove	Replacement	\$6,126,083	Completed
Bachman Lake (Walnut Hill)	Replacement	\$8,013,832	Completed
White Rock Hills	Site Acquisition	\$600,000	Completed
Central Library - Building Exterior	Major Maintenance	\$5,246,672	Completed

Amounts shown represent Bond Sale total

2006 Bond Program Overview



Branch	Project Type	Amount	Status
Forest Green	Site Acquisition	\$3,088,646	Completed
Highland Hills	Site Acquisition	\$350,983	Completed
North Oak Cliff	Site Acquisition	\$510,520	Completed
Park Forest	Site Acquisition	\$5,003,607	Completed
Preston Royal	Site Acquisition	\$5,000,000	Completed
Vickery Meadow	Site Acquisition	\$5,615,720	Completed
Highland Hills	New Construction	\$7,062,986	Completed
Fretz Park	Renovation	\$6,058,762	Completed
Polk Wisdom	Renovation	\$4,440,434	Completed
White Rock Hills	New Construction	\$8,035,998	Completed
Renner Frankford	Lighting	\$12,700	Reprogrammed
Central Library - Downtown Branch	Renovation	\$2,200,000	Reprogrammed
Central Library - 2 nd & 6 th Floor	Renovation	\$1,687,500	2 nd Floor Completed

KEY FOCUS AREA: Culture, Arts and Recreation and Educational Enhancements

AGENDA DATE: October 26, 2016

COUNCIL DISTRICT(S): All

DEPARTMENT: Business Development & Procurement Services
Library

CMO: Elizabeth Reich, 670-7804
Joey Zapata, 670-1204

MAPSCO: N/A

SUBJECT

Authorize a three-year service contract for database access to downloadable digital media for the Dallas Public Library - OverDrive, Inc. for group a,c,e, & f in the amount of \$882,150, Bibliotheca, LLC for group d in the amount of \$202,500, and ProQuest, LLC for group b in the amount of \$147,062, most advantageous proposers of eight - Total not to exceed \$1,231,712 - Financing: Current Funds (subject to annual appropriations)

BACKGROUND

This action does not encumber funds; the purpose of a service contract is to establish firm pricing for services, for a specific term, which are ordered on an as needed basis.

This service contract will provide Library patrons access to downloadable digital media such as:

- Books
- Audiobooks
- Comics
- Film
- Movie and television shows
- Magazines

Library patrons with a valid Dallas Public Library card will have the ability to download items (24 hours a day), through the Library's webpage. The material can be downloaded to a variety of devices, including personal computers, laptops, tablets and phones (iOS and Android), iPods, MP3 players, and e-book readers.

BACKGROUND (Continued)

Currently the Library offers downloadable e-books, e-magazines, and audiobooks. In FY 2014-15, 155,113 items were downloaded. Additionally, the Library will now offer downloadable film, television, comics, and graphic novels. This service will allow the Library to provide a wide variety of enhanced digital material that can be utilized to conduct research for school, workforce readiness, and lifelong learning.

Patrons will be able to check out and download items for books, magazines, comics, graphic novels, and audiobooks for up to 21 days; film and television can be checked out for up to 7 days. At the end of the check-out period, the material expires and the patron can no longer access the material from their playback device. There is nothing to return and no late fees will be incurred through this service. The Library expects to purchase approximately 60,000 downloadable media titles during this contract term.

A seven member committee from the following departments reviewed and evaluated the proposals:

- Library (2)
- Convention and Event Services (1)
- Communication and Information Services (1)
- Office of Cultural Affairs (1)
- Business Development and Procurement Services (2)*

*Business Development and Procurement Services only evaluated the Business Inclusion and Development Plan and cost.

The successful proposers were selected by groups by the committee on the basis of demonstrated competence and qualifications under the following criteria:

- Cost 40%
- Capability and expertise 30%
- Overall approach and methodology 15%
- Business Inclusion and Development Plan 15%

As part of the solicitation process and in an effort to increase competition, Business Development and Procurement Services (BDPS) used its procurement system to send out 2,000 email bid notifications to vendors registered under respective commodities. To further increase competition, BDPS uses historical solicitation information, the internet, and vendor contact information obtained from user departments to contact additional vendors by phone. Additionally, in an effort to secure more bids, BDPS' ResourceLINK Team (RLT) sent notifications to 25 chambers of commerce, the DFW Minority Business Council, and the Women's Business Council – Southwest, to ensure maximum vendor outreach.

BACKGROUND (Continued)

The recommended vendor meets the wage floor rate of \$10.37 approved by City Council on November 10, 2015, by Resolution No. 15-2141.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On August 28, 2013, City Council authorized a three-year service contract for database access to downloadable digital content audiobooks, e-books and e-magazines for the Dallas Public Library by Resolution No. 13-1505.

Information about this item will be provided to the Arts, Culture and Libraries Committee on October 17, 2016.

FISCAL INFORMATION

\$1,231,712.00 - Current Funds (subject to annual appropriations)

M/WBE INFORMATION

- 248 - Vendors contacted
- 248 - No response
 - 0 - Response (Proposals)
 - 0 - Response (No bid)
 - 0 - Successful

2,000 M/WBE and Non-M/WBE vendors were contacted

The recommended awardee has fulfilled the good faith requirements set forth in the Business Inclusion and Development (BID) Plan adopted by Council Resolution No. 08-2826 as amended.

ETHNIC COMPOSITION

OverDrive, Inc.

White Male	131	White Female	86
Black Male	1	Black Female	3
Hispanic Male	2	Hispanic Female	1
Other Male	12	Other Female	6

Bibliotheca, LLC

White Male	69	White Female	26
Black Male	11	Black Female	6
Hispanic Male	4	Hispanic Female	1
Other Male	7	Other Female	2

ETHNIC COMPOSITION (Continued)

ProQuest, LLC

White Male	565	White Female	612
Black Male	22	Black Female	51
Hispanic Male	16	Hispanic Female	18
Other Male	96	Other Female	72

PROPOSAL INFORMATION

Business Development and Procurement Services received the following proposals from solicitation number BTZ1609. We opened them on March 24, 2016. We recommend the City Council award this service contract to the most advantageous proposer by group. Information related to this solicitation is available upon request.

*Denotes successful proposers

<u>Proposers</u>	<u>Address</u>	<u>Amount</u>
*OverDrive, Inc.	One OverDrive Way Cleveland, OH 44125	Multiple Groups
*Bibliotheca, LLC	3169 Holcomb Bridge Rd. Atlanta, GA 30071	Multiple Groups
*ProQuest, LLC	789 East Eisenhower Pkwy. Ann Arbor, WI 48106	Multiple Groups
Baker & Taylor	2550 West Tyvola Rd. Ste. 330 Charlotte, NC 28217	Multiple Groups
Cengage Learning, Inc.	27500 Drake Rd. Farmington Hills, MI 48331	Multiple Groups
EBSCO Learning, Inc.	10 Estes St. Ipswich, MA 01938	Multiple Groups
Midwest Tape, LLC	6950 Hall St. Holland, OH 43528	Non-responsive**

PROPOSAL INFORMATION (Continued)

<u>Proposers</u>	<u>Address</u>	<u>Amount</u>
Library Ideas, LLC	3949 Pender Dr. Ste. 330 Fairfax, VA 22030	Non-responsive**

**Midwest Tape, LLC and Library Ideas, LLC were deemed non-responsive due to not meeting specifications.

OWNERS

OverDrive, Inc.

Steve Potash, President
Greg Farmer, Secretary

Bibliotheca, LLC

Matt Tempelis, President
Al Coalla, Vice President
Rachel Sachildgen, Secretary
Terrence Coleman, Treasurer

ProQuest, LLC

Kurt Sanford, President
Patrick Randall, Vice President
Larisa Avner Trainor, Secretary

October 26, 2016

WHEREAS, on August 28, 2013, City Council authorized a three-year service contract for database access to downloadable digital content audiobooks, e-books and e-magazines for the Dallas Public Library by Resolution No. 13-1505; and,

WHEREAS, on April 13, 2016, Administrative Action Nos. 16-5695, 16-5696, 16-5697 and 16-5698 authorized a three month extension to the service contract extending the term from August 27, 2016 to November 27, 2016;

NOW, THEREFORE,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

Section 1. That the City Manager is authorized to execute a service contract with OverDrive, Inc. (VS0000039352) for groups a,c,e, & f in the amount of \$882,150.00, Bibliotheca, LLC (VS91105) for group d in the amount of \$202,500.00, and ProQuest, LLC (VS0000015943) for group b in the amount of \$147,062.00, for database access to downloadable digital media for the Dallas Public Library for a term of three years in a total amount not to exceed \$1,231,712.00, upon approval as to form by the City Attorney. If the service was bid or proposed on an as needed, unit price basis for performance of specified tasks, payment to OverDrive, Inc., Bibliotheca, LLC, and ProQuest, LLC shall be based only on the amount of the services directed to be performed by the City and properly performed by OverDrive, Inc., Bibliotheca, LLC, and ProQuest, LLC under the contract.

Section 2. That the Chief Financial Officer is hereby authorized to disburse funds in an amount not to exceed \$1,231,712.00 (subject to annual appropriations) from Service Contract number BTZ1609.

Section 3. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

BUSINESS INCLUSION AND DEVELOPMENT PLAN SUMMARY

PROJECT: Authorize a three-year service contract for database access to downloadable digital media for the Dallas Public Library - OverDrive, Inc. for group a,c,e, & f in the amount of \$882,150, Bibliotheca, LLC for group d in the amount of \$202,500, and ProQuest, LLC for group b in the amount of \$147,062, most advantageous proposers of eight - Total not to exceed \$1,231,712 - Financing: Current Funds (subject to annual appropriations)

OverDrive, Inc., Bibliotheca, LLC and ProQuest, LLC are non-local, non-minority firms, have signed the "Business Inclusion & Development" documentation, and propose to use their own workforces.

PROJECT CATEGORY: Other Services

LOCAL/NON-LOCAL CONTRACT SUMMARY

	<u>Amount</u>	<u>Percent</u>
Total local contracts	\$0.00	0.00%
Total non-local contracts	\$1,231,712.00	100.00%
TOTAL CONTRACT	\$1,231,712.00	100.00%

LOCAL/NON-LOCAL M/WBE PARTICIPATION

Local Contractors / Sub-Contractors

None

Non-Local Contractors / Sub-Contractors

None

TOTAL M/WBE CONTRACT PARTICIPATION

	<u>Local</u>	<u>Percent</u>	<u>Local & Non-Local</u>	<u>Percent</u>
African American	\$0.00	0.00%	\$0.00	0.00%
Hispanic American	\$0.00	0.00%	\$0.00	0.00%
Asian American	\$0.00	0.00%	\$0.00	0.00%
Native American	\$0.00	0.00%	\$0.00	0.00%
WBE	\$0.00	0.00%	\$0.00	0.00%
Total	\$0.00	0.00%	\$0.00	0.00%

KEY FOCUS AREA: Culture, Arts and Recreation and Educational Enhancements

AGENDA DATE: October 26, 2016

COUNCIL DISTRICT(S): All

DEPARTMENT: Office of Cultural Affairs

CMO: Joey Zapata, 670-1204

MAPSCO: N/A

SUBJECT

Authorize contracts with individual artists and cultural organizations for artist services, on an as-needed, when-needed basis, to the City through the Community Artist Program (list attached) - Not to exceed \$300,000 - Financing: Current Funds

BACKGROUND

The Community Artist Program (CAP) is a function of the Cultural Programs Division of the Office of Cultural Affairs. The program's purpose is to provide support and opportunities for ethnic artists and cultural organizations to teach, perform, and exhibit at host facilities in Dallas neighborhoods.

CAP is open to individual culturally and/or ethnic specific artists and/or ethnic specific arts organizations with administrative offices that are permanently located in the City of Dallas. Artists and nonprofit cultural organizations performing and presenting in the areas of music, dance, theatre, literature, visual arts, film/video, literary arts, and folk art are all eligible to apply.

CAP services are provided through one of three program types:

1. Performance - A proposed performance will introduce an audience to a cultural art form or tradition. Performances average 50 minutes in length plus set up and break down times.
2. Workshops - A workshop is a hands-on opportunity to introduce the audience/participants to a cultural art form or tradition. A workshop series allows the participants to explore the topic in greater detail and includes a culminating activity. A workshop series can be 2 day or 4 day sessions. Each workshop session is generally two hours depending on the need of the host organization.

BACKGROUND (Continued)

3. Residency - Residencies are tailored to the needs of a specific neighborhood, community, or host site(s). Residency programs are implemented by artists with a history of engagement with the community and a commitment to utilize arts education for community development. The goal of the residency program is to provide the opportunity for artists and the community to collaborate on arts projects that develop positive and sustainable neighborhood outcomes. Residency services are a minimum of 1-4 hours per week for a minimum of 2 weeks and a maximum of 8 weeks.

Artists and organizations apply for participation in the CAP program, and are selected through a community panel process. The Office of Cultural Affairs assigns participating artists/organizations to services in the community on a request and need basis. Community hosts include churches, community organizations, recreation centers, social service agencies, and other non-profit groups. Emphasis is placed on underserved or un-served communities that have not had prior exposure to the art form. All funded activities occur within the city of Dallas.

Artist Services

Michelle Hogue

Presentations on African culture from Senegal, Ghana, Ivory Coast, and Nigeria

Alicia Yvette Holmes

Presentations on coming-of-age rituals from around the world

Media One Creations (Angelique Westerfield)

Student lessons on audio production

Anita Martinez Ballet

Traditional Mexican Folklorico dance

Barri Pearson

Jazz music performances

Cara Mia Theatre Company

Theatrical performances designed to introduce students to theater

Candace Miller

Live band performances in various styles of African music

Jesus Evelio Flores

Performances in the artistic tradition of the Mexihua-Nahuatl (Aztec)

BACKGROUND (Continued)

Artist Services

Herbie Johnson

Jazz and Blues performances within the context of African American standards

Indian Cultural Heritage Foundation

Performances in the Asian Indian classic dance Bharatnatyam style

Frida N Lozano

Visual arts workshops and residencies focusing on Hispanic culture

Calvin Sexton (Inner City All-Stars)

Performances in the world musical styles of gospel and traditional New Orleans Brass Band jazz

Lenotha Barnett Jr.

Lectures and performances that reflect the Afro-Latino and Brazilian cultures

Making Connections

Cultural education workshop sessions focused on Hispanic heritage

Melody Bell

Theatrical performances in the art of ancient "griot" storytelling

Michelle Gibson

Movement and music exercises that are mentally and physically stimulating for senior citizen participants

Ollimpaxqui Ballet Company

Performances in the tradition of folklorico dance of Mexico, Central America and South America

Ofelia Faz-Garza

Workshops on zine making - self published materials with short print runs

True Artist Brand (Rhianna Mack)

Theater acting, improvisation techniques, and art craft projects

Sandra Gipson

Workshops teaching participants how to make their own percussive musical instruments from recycled materials

BACKGROUND (Continued)

Artist Services

South Dallas Concert Choir

Performances of African American Classics including Negro spirituals, classics, show tunes and contemporary gospel

Teatro Hispano de Dallas, Inc.

Bilingual theater workshops

Tony Browne (Bandon Koro)

Performances of traditional dance and drum demonstrations from various west African ethnicities

Terrance M. Johnson

Dance activities to promote community outreach, cultural awareness, social consciousness and art education

The Flame Foundation

Workshops and performances in the flamenco dance style

Cynthia Veronica Anzaldua

Folk art projects from diverse cultures and traditions

Renee Miche'al Jones

Workshops that explore the history and culture of Africa through textiles

Alfredo Villanueva

Mural projects and mobile media art projects that raise awareness of community needs

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSION)

Information about this item will be provided to the Arts, Culture and Libraries Committee on October 17, 2016.

FISCAL INFORMATION

\$300,000 - Current Funds

ETHNIC COMPOSITION

Artistic/Cultural Organizations - Staff

Media One Creations

African American Female 1

Anita N Martinez Ballet

Hispanic Female	4	White Female	1
African American Male	1		

Cara Mia Theatre Company

Hispanic Male	1	Hispanic Female	1
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Indian Cultural Heritage Foundation

Asian American Female 2

Making Connections

Hispanic Female 1

Ollimpaxqui Ballet Company

Hispanic Male	1	Hispanic Female	2
African American Male	1		

True Artist Brand

African American Female 1

South Dallas Concert Choir

African American Female 2

Teatro Hispano de Dallas Inc

Hispanic Female 2

The Flame Foundation

Hispanic Female	1	Hispanic Male	1
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ETHNIC COMPOSITION (Continued)

Artistic/Cultural Organizations - Board

Anita N Martinez Ballet

Hispanic Female 2 White Female 6

Cara Mia Theatre Company

Hispanic Male 4 Hispanic Female 3

Indian Cultural Heritage Foundation

Asian American Male 2 Asian American Female 1
White Female 2

Ollimpaxqui Ballet Company

Hispanic Male 2 Hispanic Female 2
White Male 1 White Female 1

South Dallas Concert Choir

African American Female 2

Teatro Hispano de Dallas Inc

Hispanic Male 2 Hispanic Female 3
White Male 3 White Female 2
African American Female 1

The Flame Foundation

Hispanic Female 1 Hispanic Male 1

Artistic/Cultural Organizations - Owners

Media One Creations

Angelique Westerfield

Anita N Martinez Ballet

Giles Davidson, President

Cara Mia Theatre Company

Linda Cantu, President

ETHNIC COMPOSITION (Continued)

Artistic/Cultural Organizations - Owners

Indian Cultural Heritage Foundation

Ram Rao, Chair

Making Connections

Dulce Parker

Ollimpaxqui Ballet Company

Eduardo Gutierrez, Chair

True Artist Brand

Rhianna Mack

South Dallas Concert Choir

Alfrelynn Roberts

Teatro Hispano de Dallas Inc

John Fullinwider, President

The Flame Foundation

Delilah Buitron

October 26, 2016

WHEREAS, on September 21, 2016, by Ordinance No. 30178, the City Council approved funds in the FY 2016-17 operating budget for the procurement of cultural services; and

WHEREAS, the Community Artist Program provides support and opportunities for ethnic artists and cultural organizations to teach, perform, and exhibit at host facilities in Dallas neighborhoods; and

WHEREAS, services provided through the Community Artist Program help to promote cultural awareness, heighten citizen understanding of diverse art forms, and celebrates the various traditions that contribute to the composition of this city; and

WHEREAS, it is desirable to authorize Community Artist Program contracts for FY 2016-17.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

Section 1. That, following approval as to form by the City Attorney, the City Manager is hereby authorized to enter into contracts with individual artists and cultural organizations for artist services, on an as-needed, when-needed basis, to the City through the Community Artist Program in an amount not to exceed \$300,000.

Section 2. That the Chief Financial Officer is authorized to disburse, in periodic payments, an amount not to exceed \$300,000 from Fund 0001, Department OCA, Unit 4878, Object 3089, as invoices are processed by the Office of Cultural Affairs, in the amounts indicated below:

<u>Organization</u>	<u>Amount</u>	<u>Encumbrance</u>	<u>Vendor</u>
Michelle Hogue	\$1,000	OCA4878V045	VS86853
Alicia Yvette Holmes	\$25,000	OCA4878V046	505598
Media One Creations	\$5,500	OCA4878V047	VC14017
Anita N Martinez Ballet	\$12,000	OCA4878V048	269236
Barri Pearson	\$10,000	OCA4878V049	518087
Cara Mia Theatre Company	\$12,000	OCA4878V050	519974

October 26, 2016**Section 2. (Continued)**

<u>Organization</u>	<u>Amount</u>	<u>Encumbrance</u>	<u>Vendor</u>
Candace Miller	\$34,000	OCA4878V051	VC0000008591
Jesus Evelio Flores	\$10,000	OCA4878V052	VS0000018327
Herbie Johnson	\$10,000	OCA4878V053	513407
Frida N Lozano	\$7,000	OCA4878V054	VS0000032876
Indian Cultural Heritage Foundation	\$6,000	OCA4878V055	354652
Calvin Sexton DBA Inner City All-Stars	\$5,500	OCA4878V056	VS0000029954
Lenotha Barnett Jr.	\$12,000	OCA4878V057	246533
Making Connections	\$7,000	OCA4878V058	506487
Melody Bell	\$10,000	OCA4878V059	345334
Michelle Gibson	\$25,000	OCA4878V060	VS0000036514
Ollimpaxqui Ballet Company	\$7,500	OCA4878V061	344347
Ofelia Faz-Garza	\$6,000	OCA4878V062	VS88191
True Artist Brand	\$15,000	OCA4878V063	VC13968
Sandra Gipson	\$12,000	OCA4878V064	VS88190
South Dallas Concert Choir	\$5,500	OCA4878V065	246150
Teatro Hispano de Dallas Inc	\$11,000	OCA4878V066	243541
Tony Browne	\$20,000	OCA4878V067	VS0000036517

October 26, 2016**Section 2.** (Continued)

<u>Organization</u>	<u>Amount</u>	<u>Encumbrance</u>	<u>Vendor</u>
Terrance M. Johnson Dance Project	\$9,000	OCA4878V069	VS91771
The Flame Foundation	\$5,000	OCA4878V070	VS0000043189
Cynthia Veronica Anzaldua	\$5,000	OCA4878V071	342514
Renee Miche'al Jones	\$4,000	OCA4878V072	513892
Alfredo Villanueva	\$8,000	OCA4878V073	VS90328

Section 3. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

KEY FOCUS AREA: Culture, Arts and Recreation and Educational Enhancements

AGENDA DATE: October 26, 2016

COUNCIL DISTRICT(S): All

DEPARTMENT: Office of Cultural Affairs

CMO: Joey Zapata, 670-1204

MAPSCO: N/A

SUBJECT

Authorize contracts with cultural organizations for the provision of services to the City through the Cultural Services Contracts Program (list attached) - Not to exceed \$5,052,030 - Financing: Current Funds

BACKGROUND

On September 21, 2016, by Ordinance No. 30178, the City Council approved funds in the FY2016-17 operating budget for services procured from cultural organizations. The Office of Cultural Affairs staff and the Cultural Affairs Commission reviewed proposals from Cultural Organizations. Proposals were evaluated and funding levels were recommended and approved by the Cultural Affairs Commission.

The Cultural Services Contracts Program provides operating support to eligible organizations in exchange for cultural services to the citizens of Dallas over a twelve-month period. All services must be provided no later than September 30, 2017.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSION)

On September 15, 2016, the Cultural Affairs Commission approved FY 2016-17 Cultural Organization Program funding.

FISCAL INFORMATION

\$5,052,030 - Current Funds

ETHNIC COMPOSITION

Staff

Anita N. Martinez Ballet Folklorico, Inc.

Hispanic Female	4
African American Male	1
White Female	1

Artreach-Dallas, Inc

White Male	1	White Female	2
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Big Thought

African American Male	13	African American Female	32
Asian Male	0	Asian Female	1
Hispanic Male	14	Hispanic Female	30
White Male	12	White Female	23

The Black Academy of Arts & Letters, Inc.

African American Male	6	African American Female	4
Hispanic Female	7	Hispanic Male	4

Cara Mia Theatre Co.

Hispanic Male	1	Hispanic Female	1
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Children's Chorus of Greater Dallas

White Male	7	White Female	16
Hispanic Male	1		

Creative Arts Center of Dallas

Hispanic Male	1	Hispanic Female	2
White Female	3		

Crow Collection of Asian Art

African American Male	1	African American Female	2
Asian American Male	2	Asian American Female	3
Hispanic Male	5	Hispanic Female	3
White Male	4	White Female	23

ETHNIC COMPOSITION

Staff (continued)

Dallas Black Dance Theatre, Inc.

African American Male	7	African American Female	14
Asian Male	1	Asian Female	2
White Male	1	White Female	2

Dallas Chamber Symphony

White Male	2	White Female	3
Asian American Male	1	Hispanic Female	1
Native American Female	1		

Dallas Children's Theater

African American Male	6	African American Female	4
Asian Male	1	Asian Female	1
Hispanic Male	8	Hispanic Female	5
White Male	44	White Female	49

Dallas County Heritage Society

Hispanic Male	0	Hispanic Female	2
White Male	5	White Female	13

Dallas Historical Society

African American Male	0	African American Female	1
White Male	1	White Female	5
Hispanic Female	2		

Dallas Museum of Art

African American Male	20	African American Female	41
Asian Male	0	Asian Female	3
Hispanic Male	13	Hispanic Female	24
Native American Male	1	Native Hawaiian Female	0
White Male	50	White Female	82

ETHNIC COMPOSITION

Staff (continued)

The Dallas Opera

African American Male	2	African American Female	2
Hispanic Male	1	Hispanic Female	1
White Male	12	White Female	22

Dallas Summer Musicals, Inc.

African American Male	0	African American Female	2
White Male	24	White Female	16

Dallas Theater Center

African American Male	4	African American Female	3
Hispanic Male	1	Hispanic Female	2
White Male	17	White Female	20

Dallas Wind Symphony

White Male	2	White Female	2
Hispanic Male	1		

Fine Arts Chamber Players

White Male	0	White Female	3
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Greater Dallas Youth Orchestra

African American Male	1	Asian Female	1
Asian Male	1		
White Male	3	White Female	9

Junior Players Guild

African American Male	1	African American Female	0
Hispanic Female	1	White Female	0

ETHNIC COMPOSITION

Staff (continued)

Kitchen Dog Theater Company

Hispanic Male	1		
White Male	2	White Female	2

Perot Museum of Nature & Science

African American Male	5	African American Female	19
Asian American Male	1	Asian American Female	6
Hispanic Male	23	Hispanic Female	46
White Male	62	White Female	138
Pacific Islander Male	2	Pacific Islander Female	6

Museum of African American Life and Culture

African American Male	4	African American Female	6
Hispanic Male	0	Hispanic Female	0
White Male	0	White Female	0

Sammons Center for the Arts

African American Male	2	African American Female	0
Hispanic Male	1	Hispanic Female	1
White Male	2	White Female	2

The Shakespeare Festival of Dallas

African American Male	1	Native American Male	2
Hispanic Male	3	Hispanic Female	4
White Male	12	White Female	15

Teatro Hispano de Dallas

Hispanic Female	3		
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TeCo Theatrical Productions, Inc.

White Male	2	Hispanic Female	1
		African American Female	2

ETHNIC COMPOSITION

Staff (continued)

Texas International Theatrical Arts Society

Hispanic Male	1	Hispanic Female	0
White Male	1	White Female	1

Texas Winds Musical Outreach, Inc.

White Male	0	White Female	3
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Theater Three, Inc.

African American Male	0	African American Female	1
Hispanic Male	1	Hispanic Female	0
White Male	5	White Female	4

Turtle Creek Chorale, Inc.

White Male	6	White Female	0
Asian American Male	1	Hispanic Male	1

Undermain Theater

White Male	7	White Female	6
African American Male	2	African American Female	0
Hispanic Male	2	Hispanic Female	0
Native American Female	1	Asian American Female	1

USA Film Festival

White Male	0	White Female	3
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The Writer's Garret

White Female	3	Hispanic Female	1
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ETHNIC COMPOSITION

Board

Anita N. Martinez Ballet Folklorico, Inc.

Hispanic Female	2	White Female	6
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Artreach Dallas, Inc

Asian Male	1		
White Male	7	White Female	20

Big Thought

African American Male	4	African American Female	5
Asian Male	0	Asian American Female	1
Hispanic Male	2	Hispanic Female	1
White Male	19	White Female	25

The Black Academy of Arts & Letters, Inc.

African American Male	2	African American Female	6
White Male	0	White Female	1

Cara Mia Theatre Co.

Hispanic Male	4	Hispanic Female	3
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Children's Chorus of Greater Dallas

African American Female	2	Hispanic Male	1
Asian Female	1		
White Female	11	White Male	2

Creative Arts Center of Dallas

White Male	6	White Female	4
Hispanic Male	2		

Crow Collection of Asian Art

Asian American Male	2	Asian American Female	1
Hispanic Female	1	White Male	6
White Female	2		

ETHNIC COMPOSITION

Board (continued)

Dallas Black Dance Theatre, Inc.

African American Male	12	African American Female	21
Hispanic Male	1	Hispanic Female	1
White Male	2	White Female	9

Dallas Chamber Symphony

African American Female	1	Hispanic Male	1
Native American Female	1	White Male	4
White Female	4		

Dallas Children's Theater

African American Male	1	African American Female	4
Hispanic Male	1	Hispanic Female	2
White Male	10	White Female	19
Asian American Female	1		

Dallas County Heritage Society

African American Male	4	African American Female	1
Hispanic Male	2	Hispanic Female	0
White Male	16	White Female	30
Asian American Male	1		

Dallas Historical Society

African American Male	2	African American Female	2
Hispanic Male	0	Hispanic Female	2
White Male	19	White Female	19
Asian American Male	1		

Dallas Museum of Art

African American Male	1	African American Female	4
Asian Male	0	Asian American Female	2
Hispanic Male	2	Hispanic Female	0
White Male	27	White Female	26

ETHNIC COMPOSITION

Board (continued)

The Dallas Opera

Hispanic Male	1	Hispanic Female	0
White Male	31	White Female	31
African American Male	1	Native Hawaiian Female	1

Dallas Summer Musicals, Inc.

African American Male	6	African American Female	6
Hispanic Male	3	Hispanic Female	7
White Male	52	White Female	66

Dallas Theater Center

African American Male	3	African American Female	2
Hispanic Male	0	Hispanic Female	1
White Male	30	White Female	27

Dallas Wind Symphony

White Male	17	White Female	5
Hispanic Male	1	Native American Female	1

Fine Arts Chamber Players

White Male	2	African American Female	1
Hispanic Male	1	White Female	5
		Asian Female	1

Greater Dallas Youth Orchestra

African American Male	1	African American Female	2
Asian Male	1	Asian American Female	1
White Male	11	White Female	14

Junior Players Guild

African American Male	2	African American Female	1
Hispanic Male	2	Hispanic Female	2
White Male	1	White Female	4

ETHNIC COMPOSITION

Board (continued)

Kitchen Dog Theater Company

Hispanic Male	1	Hispanic Female	0
White Male	8	White Female	3
African American Female	1		

Perot Museum of Nature & Science

African American Male	1	African American Female	1
Hispanic Male	1		
White Male	16	White Female	10

Museum of African American Life and Culture

African American Male	22	African American Female	25
Native Hawaiian Male	1		
White Male	1		

Sammons Center for the Arts

African American Male	1	African American Female	1
Hispanic Male	1	Hispanic Female	0
White Male	10	White Female	2

The Shakespeare Festival of Dallas

African American Male	1	African American Female	1
Hispanic Female	1	White Female	7
White Male	4		

Teatro Hispano de Dallas

Hispanic Male	2	Hispanic Female	3
Pacific Islander Male	3	Pacific Islander Female	2
African American Female	1		

TeCo Theatrical Productions, Inc.

African American Male	2	African American Female	3
White Male	2	White Female	1
Hispanic Female	1		

ETHNIC COMPOSITION

Board (continued)

Texas International Theatrical Arts Society

African American Male	0	African American Female	1
Hispanic Male	1	Hispanic Female	0
White Male	14	White Female	12
Asian American Female	1		

Texas Winds Musical Outreach, Inc.

African American Male	0	African American Female	2
White Male	2	White Female	6
Hispanic Male	1		

Theater Three, Inc.

African American Male	0	African American Female	1
Hispanic Male	0	Hispanic Female	2
White Male	8	White Female	5

Turtle Creek Chorale, Inc.

White Male	9	White Female	1
African American Male	1	African American Female	1

Undermain Theater

White Male	9	White Female	9
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USA Film Festival

African American Male	1	African American Female	2
Hispanic Male	1	Hispanic Female	2
White Male	19	White Female	41

The Writer's Garret

African American Female	1	Hispanic Female	1
White Male	2	White Female	2
Asian American Female	1		

OWNERS

Anita N. Martinez Ballet Folklorico, Inc

Giles Davidson, President

Artreach-Dallas, Inc.

Susie Strauss Breen, President

Big Thought

Bill Albers, Chair

The Black Academy of Arts & Letters, Inc.

Barbara Steele, Chair

Cara Mia Theatre Co.

Linda Cantu, President

Children's Chorus of Greater Dallas

Lani Burgar, Chair

Creative Arts Center of Dallas

Derek Jones, President

Crow Collection of Asian Art

Trammell Crow, President

Dallas Black Dance Theatre, Inc

Gilbert Gerst, Chair

Dallas Chamber Symphony

James T. Langham, Jr., President

Dallas Children's Theater

Carol March, President

OWNERS (Continued)

Dallas County Heritage Society

Jethro Pugh III, President

Dallas Historical Society

Margaret Keliher, Chair

Dallas Museum of Art

Melissa Foster Fetter, Chair

The Dallas Opera

Holly Mayer, Chair

Dallas Theater Center

Julie Hersh, Chair

Dallas Wind Symphony

Ross L. Finkleman, Chair

Fine Arts Chamber Players

Celeste Yeager, President

Greater Dallas Youth Orchestra

Nita Prothro Clark, Chair

Junior Players Guild

Derwin Broughton, President

Kitchen Dog Theater Company

Paul Barnes, President

OWNERS (Continued)

Perot Museum of Nature & Science

John Jagers, Chair

Museum of African American Life and Culture

Wright L. Lassiter, Jr., President

Sammons Center for the Arts

Mary Anne Sammons Cree, Chair

Shakespeare Festival of Dallas

Jennifer Green Moneta, Chair

Teatro Hispano de Dallas

John Fullinwider, President

TeCo Theatrical Productions, Inc.

C.W. Whitaker, Chair

Texas International Theatrical Arts Society

Fred Margolin, President

Texas Winds Musical Outreach, Inc.

Kay Ellis, President

Theatre Three, Inc.

Scott Williams, Chair

Turtle Creek Chorale, Inc.

David Hess, Chair

Undermain Theater

Lin Medlin, President

OWNERS (Continued)

USA Film Festival

Greg Nieberding, Chair

The Writer's Garret

J. Roderick Pannek, President

October 26, 2016

WHEREAS, on September 21, 2016, by Ordinance No. 30178, the City Council approved funds in the 2016-17 operating budget for the procurement of services from cultural organizations; and

WHEREAS, Cultural Services Contracts provide operating support to eligible organizations in exchange for cultural services to the citizens of Dallas over a twelve month period; and

WHEREAS, it is necessary for the City to define services to be received through the Cultural Services Program and authorize payment of these funding allocations during the 2016-17 fiscal year.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

Section 1. That, following approval as to form by the City Attorney, the City Manager is hereby authorized to enter to contracts with cultural organizations for the provision of services to the City through Cultural Services Contracts in an amount not to exceed \$5,056,030.

Section 2. That the Chief Financial Officer is authorized to disburse, in periodic payments, an amount not to exceed \$5,056,030 from Fund 0001, Department OCA, as invoices are processed by the Office of Cultural Affairs, in the amounts indicated below:

<u>Organization</u>	<u>Amount</u>	<u>Encumbrance</u>	<u>Vendor</u>	<u>Unit</u>	<u>Object</u>
Anita N. Martinez Ballet Folklorico, Inc.	\$73,645	OCA4836V100	269236	4836	3089
Artreach-Dallas, Inc.	\$34,114	OCA4836V101	223078	4836	3089
Big Thought	\$661,460	OCA4836V102	269229	4836	3089
	\$41,668			4836	3070
The Black Academy of Arts & Letters, Inc.	\$103,112	OCA4836V103	219248	4836	3089
	\$100,000			1736	3089
Cara Mia Theatre Co.	\$54,258	OCA4836V104	357327	4836	3089
Children's Chorus of					

COUNCIL CHAMBER

Greater Dallas

\$45,415

OCA4836V105 359020

4836 3089

October 26, 2016**Section 2. (Continued)**

<u>Organization</u>	<u>Amount</u>	<u>Encumbrance</u>	<u>Vendor</u>	<u>Unit</u>	<u>Object</u>
Creative Arts Center Of Dallas	\$23,363	OCA4836V106	VS0000036818	4836	3089
Crow Collection of Asian Art	\$30,000	OCA4836V107	514650	4836	3089
Dallas Black Dance Theatre, Inc.	\$87,711 \$100,000 \$170,000	OCA4836V108	219206	4836 1736 4854	3089 3089 3099
Dallas Chamber Symphony	\$25,000	OCA4836V113	VS0000073121	4836	3089
Dallas Children's Theater	\$150,222	OCA1736V109	243720	4836	3089
Dallas County Heritage Society	\$162,549	OCA4836V129	126247	4836	3089
Dallas Historical Society	\$16,886	OCA4836V130	126319	4836	3089
Dallas Museum of Art	\$420,620 \$655,276	OCA1736V131	188483	4836 1736	3089 3089
The Dallas Opera	\$39,500 \$125,000	OCA1736V110	207225	4836 1736	3089 3089
DSM Management Group, Inc.	\$72,500	OCA4813V134	VS0000049924	4813	3099
Dallas Theater Center	\$41,007	OCA4836V111	077356	4836	3089
Dallas Wind Symphony	\$37,811	OCA4836V112	243546	4836	3089

October 26, 2016**Section 2. (Continued)**

<u>Organization</u>	<u>Amount</u>	<u>Encumbrance</u>	<u>Vendor</u>	<u>Unit</u>	<u>Object</u>
Fine Arts Chamber Players	\$47,604	OCA4836V115	223166	4836	3089
Greater Dallas Youth Orchestra	\$50,367	OCA4836V116	219235	4836	3089
Junior Players Guild	\$61,257	OCA4836V117	223195	4836	3089
Kitchen Dog Theater Company	\$44,564	OCA4836V118	239976	4836	3089
Perot Museum of Nature & Science	\$220,926 \$550,000	OCA4836V133	263880	4836 1736	3089 3089
Museum of African American Life and Culture	\$19,350	OCA4836V132	219251	4836	3089
Sammons Center for the Arts	\$86,370 \$76,000	OCA4836V135	265704	4836 4845	3089 3099
The Shakespeare Festival of Dallas	\$91,156	OCA4836V120	128849	4836	3089
Teatro Hispano de Dallas	\$63,831	OCA4836V121	243541	4836	3089
TeCo Theatrical Productions, Inc.	\$93,782	OCA4836V122	507328	4836	3089
Texas International Theatrical Arts Society	\$59,314	OCA4836V125	269237	4836	3089
Texas Winds Musical Outreach, Inc.	\$51,646	OCA4836V123	269232	4836	3089
Theater Three, Inc.	\$85,420	OCA4836V124	219189	4836	3089

October 26, 2016

Section 2. (Continued)

<u>Organization</u>	<u>Amount</u>	<u>Encumbrance</u>	<u>Vendor</u>	<u>Unit</u>	<u>Object</u>
Turtle Creek Chorale, Inc.	\$54,841	OCA4836V126	223283	4836	3089
Undermain Theater	\$33,594	OCA4836V114	223140	4836	3089
U S A Film Festival	\$50,567	OCA4836V127	223296	4836	3089
The Writer's Garret	\$40,324	OCA4836V128	350999	4836	3089
TOTAL	\$5,052,030				

Section 3. That the following services, at a minimum, are to be performed by the Cultural Agencies for the period October 1, 2016, through September 30, 2017:

Anita N. Martinez Ballet Folklorico, Inc.

The cultural agency will serve over 110,000 people through 282 programs that include: 2 semesters of Dance Academy classes, each session ending with a recital; 2 Dance Academy Open Houses; advanced dance workshops; 4 major educational and cultural awareness productions celebrating Hispanic Heritage Month, "The Clever Monkey", "Dia de los Muertos", "Too Many Tamales" and "Cinco de Mayo" at the Winspear Opera House, Latino Cultural Center and the Dallas City Performance Hall. Over 8,000 students will experience educational matinee performances at the Winspear Opera House and Latino Cultural Center. The professional company will also perform and teach satellite programs at elementary, middle and high schools throughout the City of Dallas. A four-week camp in June is free to all DISD students and geared toward elementary school and middle school pupils. The three-week summer camp is taught utilizing ANMBF curriculum. Along with the professional Ballet Folklorico Company, Mini-Professional Company, Children's Ensemble and Junior Companies will participate in; Dance Africa, Arts District Block Party and various community festivals including The State Fair of Texas, Lamar Street Festival, Dance for the Planet, and City Arts Celebration.

October 26, 2016

Section 3. (Continued)

Performance Benchmarks for the COP FY16-17 Payment Periods

1. 10/1/16 – 12/30/16

- After School Programs at Elementary Schools
- Educational Field Trip Celebrating “Hispanic Heritage Month” Production at the Latino Cultural Center.
- Production Celebrating “Hispanic Heritage Month” Production at the Latino Cultural Center
- “Festival Latino Americano” in Dallas Art’s District
- State Fair of Texas “Mundo Latino” event
- Fall for the Arts at Klyde Warren Park
- “Dia de los Muertos” Community Presentation at Perot Museum
- Holiday Celebration at North Park Mall Center
- ANMBF Youth Auditions/Open House
- “Too Many Tamales” Original Show
- Holiday Event at ATTPAC

2. 1/1/17 – 3/15/17

- Spring Dance Academy Open House
- Dance Academy Spring session
- Festival De Los Mavs
- Dance Academy Spring Fiesta
- Dance for the Planet
- Earth Day Dallas
- Spring Dance Recital

3. 4/16/17 – 9/30/17

- The Clever Monkey, How the Tiger Got His Stripes, Latino Cultural Center
- “Cinco de Mayo” Production at the Winspear Opera House
- Cinco de Mayo Community Performance at the Perot Museum
- Boys and Girls Club Summer Enrichment
- Free DISD Summer Cultural Camp
- Asociación Nacional de Grupos Folkloricos Annual Conference
- Dance Academy (summer session)
- Summer Enrichment Cultural Camp -Preschool
- Folklorico outdoors community event at Artist Square
- Summer Dance Recital
- Dance Academy Fall session

October 26, 2016

Section 3. (Continued)**Projected Performance Benchmark Services and Attendance for FY16-17**

Event Type	Services
Camp	4
Class/Workshop	38
Fair/Festival/Carnival	80
Performance/Presentation	160
Totals	282

Event Type	Attendance
Camp	800
Class/Workshop	3,000
Fair/Festival/Carnival	45,000
Performance/Presentation	61,200
Totals	110,000

Artreach-Dallas, Inc.

The cultural agency will serve approximately 30,000 children, parents and teachers from DISD, private schools, parochial schools and home schools in the City of Dallas through 3 program initiatives: *Community Events*, *Infacility* programming and the *Booking Service*. Through the *Community Events* ticket distribution program, empty seats are filled by making tickets available to citizens whose access to the cultural community is otherwise often unavailable. The *Infacility* program provides custom designed instruction and residencies to schools, community centers, retirement homes, and service organizations through direct artistic instruction and services from professional artists. The *Booking Service* supports outreach efforts of arts and cultural institutions and provides coordination of field trips for school groups, institutions, and community based groups to attend performances and exhibitions. Artreach *Community Events* program provides donated tickets to approximately 16,000 economically disadvantaged children, adults, disabled and elderly citizens of Dallas.

Performance Benchmarks for the COP FY16-17 Payment Periods

The Artreach *Booking Service* represents Dallas Children's Theater, Dallas Black Dance Theater, and the African American Museum. Each of the above organization's calendars of events is used for booking purposes.

October 26, 2016**Section 3. (Continued)****1. 10/1/16 – 12/30/16**

- Community Events (23)
- Infacility Program (6)
- Booking Service (100)

2. 1/1/17 – 4/15/17

- Community Events (24)
- Infacility Program (7)
- Booking Service (98)

3. 4/16/17 – 9/30/17

- Community Events (22)
- Infacility Program (5)
- Booking Service (97)

Projected Performance Benchmark Services and Attendance for FY16-17

Event Type	Services
Class/Workshop	3
Exhibit, Temporary	2
Exhibit/Permanent	3
Performance/Presentation	291
Residency	2
Tour	81
Totals	382

Event Type	Attendance
Class/Workshop	210
Exhibit, Temporary	4,173
Exhibit/Permanent	4,700
Performance/Presentation	16,180
Residency	325
Tour	4,935
Totals	30,523

October 26, 2016**Section 3. (Continued)****Big Thought**

The cultural agency will serve an estimated 450,000 attendees, students, teachers and families in Dallas, through creative learning events and programs intended to close the opportunity gap by providing experiences which enhance academic achievement, youth development and family learning. Through Big Thought's programs, children and adults will be served by an estimated 2717 classes/workshops, 1359 performances and presentations, 128 camp services and attendance at fairs, festivals and exhibits during the 2016-2017 program cycle. Direct services include: School day, after-school and summer classes, workshops, and performances delivered by professional artists; Creative Solutions – master teaching artists helping at-risk teens on probation, in detention and in other environments; and Library Live! – free programs in Dallas public libraries. In addition, funding is also included for Big Thought to support multi-week summer camps at Office of Cultural Affairs Cultural Centers; serve as the managing partner of Learning Partners (formerly Dallas ArtsPartners); and also act as the managing partner for Thriving Minds, including the Dallas City of Learning initiative which uses technology to connect students to learning opportunities in their communities, across Dallas and online. With an emphasis on community partnerships, Big Thought will coordinate the resources of the Office of Cultural Affairs, other City departments and agencies, Dallas Independent School District and more than 200 cultural partners to deliver creative learning activities and resources to Dallas students. Management activities include facilitating governance, planning activities and events, and taking direct responsibility for private sector fundraising, program implementation, professional development and fiscal management. Big Thought will support training, transportation, and direct services provided by the cultural community for out-of-school activities to be conducted in neighborhood venues. During the project period, research and evaluation data will also be collected to support systemic implementation across Dallas.

Performance Benchmarks for the COP FY16-17 Payment Periods**1. 10/1/16 – 12/31/16**

- Class/Workshop – 951
- Exhibit-Permanent – 21
- Performance-Presentation – 299

October 26, 2016**Section 3. (Continued)****Performance Benchmarks for the COP FY16-17 Payment Periods****2. 1/1/17 – 4/15/17**

- Class/Workshop – 1141
- Exhibit-Permanent – 391
- Fair/Festival – 9
- Performance-Presentation - 843

3. 4/16/17 – 9/30/17

- Camp – 128
- Class/Workshop – 625
- Exhibit-Permanent – 110
- Fair/Festival – 79
- Performance-Presentation – 217

Projected Performance Benchmark Services and Attendance for FY16-17

Event Type	Services
Camp	128
Class/Workshop	2,717
Exhibit – Permanent	522
Fair/Festival	88
Performance/Presentation	1,359
Totals	4,814

Big Thought

Event Type	Attendance
Camp	1,600
Class/Workshop	309,192
Exhibit – Permanent	36,100
Fair/Festival	9400
Performance/Presentation	93,963
Totals	450,255

October 26, 2016**Section 3. (Continued)****The Black Academy of Arts and Letters, Inc.**

The cultural agency will serve over 300,000 people and conduct one art exhibit, thirteen theatrical productions, nineteen literary arts and spoken word performances, twelve concerts, one dance performance, and two film features. The cultural organization's outreach to underserved communities includes partnerships with agencies such as Boys and Girls Clubs, Dallas County Restitution Program, AIDS Interfaith Network, Dallas Can Academy, and the Torri Program. The organization's outreach programs benefit inner city multi-ethnic school students, at-risk children, and youth in the juvenile justice system. Educational programs will include the "Summer Youth Arts Institute", the "Summer Arts Intensive Education Training with the Masters," the annual "Christmas/Kwanzaa Concert," "Black Music and the Civil Rights Movement Concert: A Tribute to Rev. Dr. Martin Luther King, Jr" and the "Promising Young Artists Series."

Performance Benchmarks for Payment Periods**1. 10/1/16 – 12/30/16**

- Art Exhibition with 2 Tours
- Theatre Productions (5)
- Music Concerts (3)
- Literary Programs (Poetry, Writer's Breakfast, Spoken Word) (7)
- 24 Hour Film Fest (1)
- Comedy Performances (2)

2. 1/1/17 – 4/15/17

- Art Exhibition with 4 Tours
- Music Concerts (6)
- Theatre Productions (4)
- Dance Performance (1)
- Literary Programs (Poetry, Writer's Breakfast, Spoken Word) (8)
- 24 Hour Film Fest (1)
- Comedy Performances (2)
- Camp (2)

3. 4/16/17 – 9/30/17

- Art Exhibition with 4 Tours
- Music Concerts (3)
- Theatre Productions (4)
- Literary Programs (Poetry, Writer's Breakfast, Spoken Word) (4)
- Summer Youth Arts Institute Camp (1)
- Summer Arts Intensive Education Training with the Masters Camp (1)
- Comedy Performances (6)

October 26, 2016

Section 3. (Continued)**Projected Performance Benchmark Services and Attendance for FY16-17**

Event Type	Services
Camp	4
Class/Workshop	25
Exhibit/Permanent	40
Fair/Festival/Carnival	2
Performance/Presentation	70
Other	60
Totals	201

Event Type	Attendance
Camp	30,000
Class/Workshop	5,000
Exhibit/Permanent	40,000
Fair/Festival/Carnival	5,000
Performance/Presentation	55,000
Other	195,000
Totals	330,000

Cara Mia Theatre Co.

The cultural agency will serve an estimated 26,000 people by hosting approximately 453 events in the 2016-2017 Season. Cara Mía Theatre Co. is presenting a five-production season, which includes is a Theatre Mitu production entitled, *Juárez: A Documentary Mythology*. The organization will also be presenting a new works playscript series to showcase work in development. They will also provide educational programs throughout the year for schools, cultural centers and community centers. These programs include educational residencies, touring plays, field trip programming, and The School Of YES!, that provides youth with skills to say YES to a future of their choice through multidisciplinary and multicultural arts program.

Performance Benchmarks for Payment Periods**1. 10/1/16– 12/30/16**

- *Crystal City 1969* by David Lozano and Raul Treviño at the Latino Cultural Center
- *JUÁREZ: A Documentary Mythology*
- *Nuestra Pastoreal* by Jeffrey Farrell & David Lozano at the Latino Cultural Center
- *The Legend of the Bluebonnet* by Roxanne Schroeder-Arce – Developmental Reading at the Dallas Children's Theater
- School Of YES! – Harry Montessori School

October 26, 2016

Section 3. (Continued)

Performance Benchmarks for the COP FY16-17 Payment Periods

2. 1/1/17 – 4/15/17

- *Anthem to Atzlán* by Tlaloc Rivas – Developmental Reading at Latino Cultural Center
- *Where Earth Meets the Sky* – by Edyka Chilomé, Ariana Cook, and Vanessa Mercado Taylor – Developmental Reading at Latino Cultural Center
- *Yemaya’s Belly* by Quiara Alegria Hudes at the Latino Cultural Center
- *De Troya* by Caridad Svich
- School Of YES! – Harry Montessori School

3. 4/16/17 – 9/30/17

- Summer Camps at Latino Cultural Center
- School Of YES! Summer Camp at Oak Cliff Cultural Center

Projected Performance Benchmark Services and Attendance for FY16-17

Event Type	Services
Camps	2
Class/Workshop	60
Fair/Festival	1
Performance/Presentation	90
Tour/Rehearsal/Other	300
Totals	453

Event Type	Attendance
Camps	6,000
Class/Workshop	1,800
Fair/Festival	100
Performance/Presentation	13,000
Tour/Rehearsal/Other	5,500
Totals	26,400

October 26, 2016**Section 3. (Continued)****Children's Chorus of Greater Dallas**

The cultural agency will serve approximately 30,000 people by: leading classes/workshops for more than 650 students; presenting three seasonal concerts at the Meyerson Symphony Center; making 11 guest appearances with other groups (Arts District Chorale, Greater Dallas Youth Orchestra, and Dallas Symphony Orchestra); and performing 6 free in-school concerts at DISD and other area elementary schools and 3 free concerts at various venues in Dallas. To further build diversity the cultural agency has developed two Neighborhood Choruses at West Dallas Community School, which serves Hispanic and African American students. The organization conducts observations of school choruses, providing feedback to district administrators as well as to individual educators. Professional development credit is also offered to DISD teachers who attend and observe CCGD's rehearsals and Summer Singing Camp. CCGD provides free concert tickets to area music teachers through its teacher affinity program. This season CCGD, in partnership with the Texas Choral Directors Association, will host a free conducting master class for elementary music teachers and middle and high school choral directors with nationally renowned clinician Dr. Sandra Snow. The cultural agency has an established relationship with the Circle of Support, which serves African-American students. Circle of Support students attend the Summer Singing Camp at no charge, as do students enrolled in a DISD school.

Performance Benchmarks for Payment Periods**1. 10/1/16 – 12/30/16**

- Performance at Dallas City Performance Hall featuring four downtown choruses
- "Fall into Winter" concert at the Meyerson featuring all six downtown choruses
- Guest appearance with the Arts District Chorale at their annual holiday concert
- Guest appearance at Greater Dallas Youth Orchestra's annual "Holiday Magic" concert
- Guest appearance on matinee performances of Dallas Symphony Orchestra's annual "Christmas Pops" concerts
- Neighborhood Chorus in-school performances

October 26, 2016**Section 3. (Continued)****Performance Benchmarks for Payment Periods** (Continued)**2. 1/1/17 – 4/15/17**

- “A World of Song” concert at the Meyerson featuring all six downtown choruses and two neighborhood choruses
- Outreach Chorus performances
- Performance at Dallas Opera “Madame Butterfly” simulcast
- Free conducting masterclass featuring three downtown choruses
- Guest appearance on Dallas Symphony Orchestra’s “St. Matthew Passion” concerts
- Free performance at Klyde Warren Park featuring six downtown choruses

3. 4/16/17 – 9/30/17

- Performance at First United Methodist Church worship service
- “Season Finale” concert at the Meyerson featuring all six downtown choruses
- Neighborhood Chorus in-school performance
- Summer Singing Camp and concerts

Projected Performance Benchmark Services and Attendance for FY16-17

Event Type	Services
Camp Workshop	10
Rehearsals	295
Performance/Presentation	31
Totals	336

Event Type	Attendance
Camp Workshop	160
Rehearsals	520 singers attending weekly rehearsals
Performance/Presentation	29,100
Totals	29,780

October 26, 2016**Section 3. (Continued)****Creative Arts Center of Dallas**

The cultural agency will serve nearly 14,000 people by hosting 500 classes, workshops and events in the 2016-2017 year. This will include visual art classes; professional development workshops; outreach programs for underserved groups; an annual membership show, department and community shows, including an annual show with Booker T. Washington High School for the Performing & Visual Arts. At Bayles Elementary they will produce a photography program named, *unseenamerica*. They will also participate in the White Rock Artist Studio Tour. They will continue to produce their outreach programs which include, *Camp MetalHead*, *ArtAbility*, *unseenamerica* and *Art as a Second Language*.

Performance Benchmarks for Payment Periods**1. 10/1/16 – 12/30/16**

- 75 Art Classes & Workshops
- White Rock Artist Studio Tour & Student Show
- Produce 2 Product Department Exhibits
- *Art as a Second Language* Events at Klyde Warren Park & NorthPark
- Two *ArtAbility* Studio Events
- Launch of Octavio Medellin Driving Tour & Map at the Dallas City Performance Hall
- Octavio Medellin Exhibit at the Dallas City Performance Hall

2. 1/1/17 – 4/15/17

- 150 Art Classes & Workshops
- Process 2 Product Department Exhibits
- *Art as a Second Language* Events at Klyde Warren Park, Dallas Arboretum & NorthPark
- Two *ArtAbility* Studio Events
- Business of Art Professional Development Workshop at Latino Cultural Center

3. 4/16/17 – 9/30/17

- 275 Classes & Workshops
- *Camp MetalHead* Summer Program
- Booker T. Washington Figure Show
- Process 2 Product Department Exhibits
- Two *ArtAbility* Studio Events
- *Art as a Second Language* Events at Klyde Warren Park & NorthPark
- *Unseenamerica* Exhibit at Bayles Elementary
- Business of Art Professional Development Workshop

October 26, 2016

Section 3. (Continued)**Projected Performance Benchmark Services and Attendance for FY16-17**

Event Type	Services
Camps	11
Class/Workshop	500
Exhibit	8
Fair/Festival	2
Performance/Presentation	5
Totals	526

Event Type	Attendance
Camps	128
Class/Workshop	1,500
Exhibit	5,200
Fair/Festival	650
Performance/Presentation	6,000
Totals	13,478

Crow Collection of Asian Art

The cultural agency will serve approximately 70,000 people by presenting a year-round exhibition, education programs to the public and schools and several cultural festivals. As one of the only museums dedicated to the arts and cultures of Asia in the United States, the Crow Collection is important for spreading Asian cultural awareness. Education outreach programs including *Lotus Learners* and *Lotus Wellness* put Crow Collection teachers in Dallas schools. These programs use visual art, Artful Thinking, and yoga as a framework to bridge the classroom and the museum. These programs are supplemented with tours of the museum by professional Gallery Educators. *Clay Between Two Seas: From the Abbasid Court to Puebla de los Angeles*, is the world premiere of an exhibition that details the influence of Asian technology and design on Mexican Talavera pottery. This exhibition features works from Mexico City, contemporary ceramics from Talavera de la Reyna in Puebla, and a selection of Chinese ceramics from the Crow's permanent collection. Two annual festivals that will be provided are *Chinese New Year* and *Otsukimi*. *Chinese New Year* celebrates the Lunar New Year with a focus on China's traditions for over 25,000 attendees with stage performances, partner booths, art activities, and fireworks. *Otsukimi* is a Japanese moon viewing festival held at night to view the full autumn moon while experiencing different aspects of Japanese culture. *Mystical Arts of Tibet* is a week-long residency with the Tibetan Buddhist monks from the Drepung Loseling Monastery. In the course of the week the monks lead meditation, offer lectures, and create a mandala in one of the galleries. Free admission to the Museum is offered year round.

October 26, 2016

Section 3. (Continued)

Performance Benchmarks for Payment Periods

1. 10/1/16 – 12/30/16

- Classes | Lotus Wellness at Booker T. Washington HSPVA (2 classes with visits 3 times a week between the classes)
- Workshops | 3 Workshops with artist Abhidnya Ghuge
- Exhibition | Clay Between Two Seas: From the Abbasid Court to Puebla de los Angeles
- Festival | Otsukimi
- Tours | 90 tours

2. 1/1/17 – 4/15/17

- Classes | Lotus Learners with Blackland Prairie Conservatory & Atelier
- Classes | Lotus Wellness at Booker T. Washington HSPVA (2 classes with visits 3 times a week between the classes)
- Exhibition | Clay Between Two Seas: From the Abbasid Court to Puebla de los Angeles
- Festival | Chinese New Year
- Tours | 90

3. 4/16/17 – 9/30/17

- Workshops | 2 Workshops with curator Midori Oka
- Residency | Mystical Arts of Tibet
- Tours | 68

Projected Performance Benchmark Services and Attendance for FY16-17

Event Type	Services
Class/Workshop	6
Exhibit	1
Fair/Festival	2
Residency	1
Tour/ Other	238
Totals	248

Event Type	Attendance
Class/Workshop	360
Exhibit	23,000
Fair/Festival	35,000
Residency	470
Tour/ Other	11,918
Totals	70,748

October 26, 2016**Section 3.** (Continued)**Dallas Black Dance Theatre, Inc.**

The cultural agency will serve approximately 75,000 people in Dallas by providing educational programs and dance performances. The main season consists of *Director's Choice* with 3 public performances, *Cultural Awareness* (Black History Month) with 3 public performances and 2 student matinees, and *Spring Celebration* with 3 public performances featuring guest artists. In October will be *DanceAfrica Festival*, which celebrates African culture. A free behind the scenes showcase occurs at DBDT's studios in November, and the *Black on Black* series in December. DBDT: Encore! – Rising Excellence Series (2 public performances and 1 student matinee) will take place in April at Dallas City Performance Hall. DBDT academy recital performance will take place at the Majestic Theatre in May, and over 20 community outreach performances by DBDT professional company, second company (DBDT: Encore!), academy performing companies (Allegro, Senior and Junior). Additionally, education programs, special classes and workshops will occur in 10 or more DISD schools. Year-round outreach classes, performances and dance education activities will be held in churches, community/corporate venues, libraries, juvenile detention centers and community centers around the City of Dallas. Year-round dance training classes (fall/spring/summer sessions) will be provided for more than 450 students per week at DBDT's studios. DBDT will also partner and collaborate in performances with other cultural agencies, such as Dallas Museum of Art, Dance Council of North Texas, Klyde Warren Park, Dallas Symphony Orchestra, St. Paul United Methodist Church, South Dallas Dance Festival, and others. FY16-17 funding includes operating support through the Cultural Organizations Program and funds for utilities and facilities operations authorized by long-term usage agreement and appropriated through the FY16-17 budget process.

Performance Benchmarks for Payment Periods**1. 10/1/16 – 12/30/16**

- *DanceAfrica* Series
- *Director's Choice* Series
- Holiday Behind the Scenes
- *Black on Black* Events

2. 1/1/17 – 4/15/17

- 21st Annual Founder's Luncheon
- *Cultural Awareness* Student Matinees
- *Cultural Awareness* Series
- Rising Excellence Student Matinee
- Rising Excellence Series
- *Dance for the Planet*

October 26, 2016

Section 3. (Continued)

3. 4/16/17 – 9/30/17

- *Spring Celebration Series*
- Summer Enrichment
- Summer Intensive
- *Dallas Dance Fest*

Projected Performance Benchmark Services and Attendance for FY16-17

Event Type	Services
Camp	350
Class/Workshop	8,500
Performance/Presentation	200
Fair/Festival/Carnival	3
Residency	15
Totals	9,068

Projected Performance Benchmark Services and Attendance for FY16-17

Event Type	Attendance
Camp	2,250
Class/Workshop	18,750
Performance/Presentation	43,500
Fair/Festival/Carnival	9,500
Residency	1,000
Totals	75,000

Dallas Chamber Symphony

The cultural agency will provide services for approximately 30,000 people. Dallas Chamber Symphony engages audiences through underrepresented and standard chamber music repertoire, and through an innovative season of four subscription performances that include film, actors, and dancers, as well as 20+ free music outreach concerts every year. This year the organization will also collaborate with the Bruce Wood Dance Project and Video Association of Dallas at Dallas City Performance Hall. The organization commissions new works, and engages audiences through programmatic outreach programs. *Taking It to the Streets* is an hour-long, free public concert featuring an array of music styles and ensembles presented around Downtown Dallas and adjacent neighborhoods. "Seeds" outreach events will bring music into area hospitals, homeless shelters, and other facilities whose population might not be able to partake of these events. *TechNotes* is a part of a new music curriculum that combines the use of new technologies in the classroom, and real-world, hands-on experience. This digital supplement provides a TEKS-aligned curriculum of musical concepts that

October 26, 2016

Section 3. (Continued)

Dallas Chamber Symphony

provides a way that kids can find and learn about music they like, where it comes from, and why it's important. In addition to TechNotes the organization also provides its partner schools with, video conference sessions with DCS musicians, musician visits to classrooms, chamber music coachings and in-school assembly concerts.

Performance Benchmarks for the COP FY16-17 Payment Periods

1. 10/1/16-12/30/16

Season Subscription Concerts

- F.W. Murnau's film, *Sunrise* (1927), featuring a new musical score by Joe Kraemer.
- Transfigured Night - music written for string orchestra

Outreach Events

- Taking It to the Streets: Outreach Performances
- DCS Live! Outreach Performances
- TechNotes: Music Education Programs (in-school & after school)
- Dallas Juvenile Center Performances
- Administrative Sight of Sound Film Fest Entries

2. 1/1/17-4/15/17

Subscription Concerts

- The Kid: Charlie Chaplin -Music and Film-features music by Ingram Marshall and Kevin Puts, screening of *The Kid* starring Charlie Chaplin.
- Concert Variations – Full orchestra featuring music of Brahms, Liszt and Ginastera

Outreach Events

- Taking It to the Streets OCA / NEA / DART Outreach Performances
- DCS Live! Outreach Performances
- TechNotes: Music Education Programs (in-school & after school)
- Dallas Juvenile Center Performances
- Administrative Sight of Sound Film Fest Entries

3. 4/16/17-9/30/2017

Outreach Events

- Bruce Wood Dance Project Collaboration
- Taking It to the Streets OCA / NEA / DART Outreach Performances
- DCS Live! Outreach Performances
- TechNotes: Music Education Programs (in-school & after school)
- Administrative Sight of Sound Film Fest Entries

October 26, 2016**Section 3. (Continued)****Projected Performance Benchmark Services and Attendance for FY16-17**

Event Type	Services
Class/Workshop	24
Performance/Presentation	42
Tour-Other	52
Totals	118

Event Type	Attendance
Class/Workshop	2,300
Performance/Presentation	26,000
Tour-Other	2,000
Totals	30,300

Dallas Children's Theater

The cultural agency will serve approximately 134,000 Dallas students, youth, and families with the following services: 8 major productions and 4 season specials, with 360 performances (190 are student matinee performances); 10 school site residencies and after-school programs for DISD schools; 130 DCT Academy Classes with 1,100 sessions; 10,000 "Angel Seat"- free tickets and Arts Education scholarships for classes & workshops to DISD students and civic organizations; 8 sign-interpreted performances for hearing impaired; and free Teacher Study Guides via the DCT website.

Performance Benchmarks for Payment Periods**1. 10/1/16 – 12/30/16**

- "Seussical™" – Production
- "Dracula: The Vampire Play" – Production
- "A Charlie Brown Christmas" - Production
- "The Nutcracker" – Production
- "Mufaro's Beautiful Daughters: An African Tale" – Production
- "Lone Star Circus' La Fête" – Production

2. 1/1/17 – 4/16/17

- "Lone Star Circus' La Fête" – Production
- "Junie B. Jones Is Not a Crook" - Production
- "EAT (It's Not About Food)" - Production
- "Jack and the Beanstalk" – Production
- "Tomás and the Library Lady" – Production

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Section 3. (Continued)**Performance Benchmarks for Payment Periods****3. 4/17/17 – 9/30/17**

- “Blue” – Production
- “James and the Giant Peach” - Production
- “Mufaro’s Beautiful Daughters: An African Tale” – Production

Projected Performance Benchmark Services and Attendance for FY16-17

Event Type	Services
Class/Workshop	1,100
Performance/Presentation	360
Residency	600
Other	600
Totals	2,660

Event Type	Attendance
Class/Workshop	10,000
Performance/Presentation	90,000
Residency	4,000
Other	30,000
Totals	134,000

Dallas County Heritage Society

The cultural agency will serve approximately 47,000 people by operating and maintaining Dallas Heritage Village at Old City Park and conducting tours and historical experiences 250 days of the year. The cultural agency will provide curriculum-based programming for approximately 23,000 students from 47 districts in the region; facilitate 20-25 workshops for scout groups; collaborate with other non-profit and community groups to host the Dallas Legacies History Conference; and produce 7 public festivals. In addition, the cultural agency will continue working with underserved students by providing reduced admission for school tours. The following programs are booked on demand and are available in 2016-17: *History Hunts, Speaker’s Bureau, Guided Tours, Girl Scout Workshops, Boy Scout Workshops, Home School Workshops, Birthday Parties* , and *Blacksmithing Classes*.

October 26, 2016**Section 3. (Continued)****Performance Benchmarks for Payment Periods****1. 10/1/16 – 12/30/16**

- Barnyard Buddies
- Lone Star History Day
- Farina Lecture
- Holiday History Hunt
- Candlelight

2. 1/1/17 – 4/15/17

- Village Readers Book Club
- Legacies History Conference
- Barnyard Buddies
- Spring Fling
- Jazz Age Sunday Social

3. 4/16/17 – 9/30/17

- Barnyard Buddies
- History Quest
- Front Porch Showdown
- Old Fashioned Fourth
- Junior Historian Camp
- Village Readers Book Club

Projected Performance Benchmark Services and Attendance for FY16-17

Event Type	Services
Class/Workshop	60
Performance/Presentation	5
Fair/Festival/Carnival	8
Exhibit Permanent	250
Tour/Other	375
Totals	698

Event Type	Attendance
Class/Workshop	400
Performance/Presentation	400
Fair/Festival	6,000
Exhibit Permanent	9,000
Tour/Other	31,200
Totals	47,000

October 26, 2016

Section 3. (Continued)**Dallas Historical Society**

The cultural agency will serve approximately 100,000 people through exhibitions and programs such as: *Texas Treasures* , *The Taylor Swift Experience™* , *Juneteenth* , and *Camino al Norte: The Journey of Don Juan de Oñate* . Other programs include educational field trips and outreach, tours, historic character presentations, history happy hours, scavenger hunts, storytelling performances, traveling hands-on exhibits, collection care, research requests and preservation of family histories. The 2017 Brown Bag series will start in March, and will offer free one hour lectures on a variety of historical topics relating to Dallas and Texas for the general public. Additionally, there will be 2 historic city bus and/or walking tours.

Performance Benchmarks for Payment Periods**1. 10/1/16 – 12/30/16**

- Texas Treasures cases on exhibit at various locations
- State Fair of Texas exhibition – *The Taylor Swift Experience™*
- Artifacts on loan to Old Red Museum of Dallas County
- A book/author presentation

Projected Performance Benchmark Services and Attendance for FY16-17

Event Type	Services
Exhibit, Permanent	1
Exhibit, Temporary	1
Performance/Presentation	10
Tour	20
Totals	32

Performance Benchmarks for Payment Periods

Event Type	Attendance
Exhibit/ Permanent	12,000
Exhibit/Temporary	85,000
Performance/Presentation	1,500
Tour	1,500
Totals	100,000

October 26, 2016**Section 3. (Continued)****Dallas Museum of Art**

The cultural agency will serve more than 1,400,000 visitors, present 8 primary exhibitions, including four nationally or internationally touring exhibitions and numerous smaller-scale exhibitions and installations that will complement the Museum's permanent collection, and offer over 5,000 educational programs. General admission to the DMA is free to all, every day of the week, providing the community with wide public access to the Museum's global collection of art. The website provides important educational access to the collections and exhibitions of the Museum that are available to the public. The Center for Creative Connections will continue to provide visitors with the opportunity to interact with works of art and create art of their own. The third Friday of each month, the Museum will stay open until midnight for the popular *Late Nights* program, which offers hundreds of experiences for visitors of all ages with performances, concerts, readings, film screenings, tours, and family programs. The 26th season of *Arts & Letters Live* will feature approximately 28 events with award-winning authors and artists. This fall, the DMA will launch *Off the Wall*, a brand new program on the second Thursday of each month that takes an unexpected look at the Museum's collection with a pop culture twist. *Family Programs* will provide interactive opportunities for families to learn about art together, such as the DMA's *Early Learning Programs*, which serve children up to age 7 and their parents or caregivers. In the area of community outreach, the *Go van Gogh Outreach Program* will continue to offer free art presentations to North Texas students and teachers in their classrooms. Over 46,000 students will visit the Museum for collections tours and rich learning experiences facilitated by docents who participate in a rigorous program of continuing education and evaluation. The Museum also will provide *Access Programs* for audiences with special needs, including families of children with autism spectrum disorders (*Autism Awareness Family Celebrations*, which will take place four times during the year), individuals with vision impairment (*Art Beyond Sight*, which occurs in October), and individuals with early-stage dementia (*Meaningful Moments*, which occurs monthly). The Museum also strives to maintain a diverse audience base that mirrors the demographics of the Dallas MSA.

October 26, 2016**Section 3. (Continued)****Performance Benchmarks for Payment Periods****1. 10/1/16 – 12/30/16**

- *Concentrations 60: Lucie Stahl* (exhibition)
- *Devine Felines: Cats of Ancient Egypt* (exhibition)
- *Shaken, Stirred and Styled: The Art of the Cocktail* (exhibition)
- *Art and Nature in the Middle Ages* (exhibition)
- *Nicolas Party: Pathway* (exhibition)
- *Waxed: Batik from Java* (exhibition)
- Permanent collection rotations/exhibitions
- Go van Gogh Outreach Program
- Late Nights
- Off the Wall
- Arts & Letters Live
- Family Programs
- Access Programs
- Gallery Talks, Tours, Lectures
- Family, Teen, and Adult Workshops
- K-12 Art Education Programs
- Art Spot

2. 1/1/17 – 4/15/17

- *Concentrations 60: Lucie Stahl* (exhibition)
- *Devine Felines: Cats of Ancient Egypt* (exhibition)
- *Shaken, Stirred and Styled: The Art of the Cocktail* (exhibition)
- *Art and Nature in the Middle Ages* (exhibition)
- *Masterpieces from the Keir Collection of Islamic Art [working title]* (exhibition)
- *Nicolas Party: Pathway* (exhibition)
- *Young Masters* (exhibition)
- *Waxed: Batik from Java* (exhibition)
- Permanent collection rotations/exhibitions
- Go van Gogh Outreach Program
- Late Nights
- Off the Wall
- Arts & Letters Live
- Family Programs
- Access Programs
- Gallery Talks, Tours, Lectures
- Family, Teen, and Adult Workshops
- K-12 Art Education Programs
- Art Spot

October 26, 2016

Section 3. (Continued)**Performance Benchmarks for Payment Periods****3. 4/16/17 – 9/30/17**

- *Visions of America: Three Centuries of American Prints from National Gallery of Art* (exhibition)
- *Masterpieces from the Keir Collection of Islamic Art [working title]* (exhibition)
- *Shaken, Stirred and Styled: The Art of the Cocktail* (exhibition)
- *Iris Van Herpen: Transforming Fashion* (exhibition)
- *Waxed: Batik from Java* (exhibition)
- Permanent collection rotations/exhibitions
- Summer Art Camp
- Go van Gogh Outreach Program
- Late Nights
- Off the Wall
- Arts & Letters Live
- Family Programs
- Access Programs
- Gallery Talks, Tours, Lectures
- Family, Teen, and Adult Workshops
- K-12 Art Education Programs
- Art Spot

Projected Performance Benchmark Services and Attendance for FY16-17

Event Type	Services
Camp	95
Class/Workshop	1,100
Exhibit/Permanent	310
Exhibit/Temporary	1,000
Fair/Festival	50
Performance/Presentation	220
Tour/Rehearsal/Other	4,000
Totals	6,775

October 26, 2016

Section 3. (Continued)**Projected Performance Benchmark Services and Attendance for FY16-17**

Event Type	Attendance
Camp	275
Class/Workshop	3,6000
Exhibit/Permanent	800,000
Exhibit/Temporary	450,000
Fair/Festival	70,000
Performance/Presentation	29,500
Tour/Rehearsal/Other	60,000
Totals	1,445,775

The Dallas Opera

The cultural agency will serve approximately 70,000 people through the presentation of five main stage productions at the Winspear Opera House – Tchaikovsky's *Eugene Onegin*, Jake Heggie and Gene Scheer's *Moby-Dick*, Puccini's masterpiece *Madame Butterfly*, Britten's *The Turn of the Screw*, and Bellini's *Norma* for a total of 25 main stage performances. We will open 5 dress rehearsals to select patrons and present a simulcast of *Moby-Dick* to patrons in Klyde Warren Park. Each year DISD students and teachers benefit from the Educational Series. There will be 4 student performances of a 50 minute production entitled, *Bastien and Bastienne* at the Winspear, plus 36 touring opera performances of *Bastien and Bastienne* and *The Three Little Pigs* to elementary schools; 15 are expected to occur within Dallas. One session will be held to train teachers to use curricula based on the opera to teach core academic subjects. Now providing after-school programs to engage area youth in arts activities and introduce them to opera, The Dallas Opera (TDO) will provide 18 residencies of "Opera in a Suitcase" during two-day sessions; 15 will occur in Dallas. Through the budget-friendly Family Season, 6 family performances will be presented. The Dallas Opera will provide 5 panel discussions, one before each mainstage production, 24 free pre-opera lectures, and at least 3 community events such as movie screenings, lectures, and wine tastings. The Dallas Opera will host the annual Opera America Conference in May 2017. Three concerts will be presented by TDO, all of which will be open to the public.

October 26, 2016**Section 3. (Continued)****Performance Benchmarks for Payment Periods****1. 10/1/16 – 12/30/16**

- Opera Production: 10 total performances, 2 productions – *Eugene Onegin* (4), and *Moby-Dick* (6)
- Simulcast: 1 in Klyde Warren Park of *Moby-Dick*
- Family Concert: Family oriented Saturday afternoon programs with activities in the lobby before 1 performance.
- Family Opera: 1 special enhanced performance by the The Dallas Opera Orchestra and Family Performances cast of *Bastien and Bastienne*
- Family performance (1) of *The Three Little Pigs* with activities in the lobby before performance
- Touring Opera: Approximately 5 touring opera performances of *Bastien and Bastienne* and *The Three Little Pigs*
- “Opera in a Suitcase”: Approximately 5 residency sessions for after-school program providers
- Student Matinees: 4 special enhanced performances of *Bastien and Bastienne* by The Dallas Opera Orchestra and Family Performances cast at the Winspear Opera House
- Institute for Women Conductors: 1 special performance of The Dallas Opera Orchestra being conducted by 6 different female conductors participating in the Hart Institute for Women Conductors at The Dallas Opera.

2. 1/1/17 – 4/15/17

- Opera Production: 10 total performances, 2 productions *Madame Butterfly* (6), *The Turn of the Screw* (4)
- Touring Opera: Approximately 5 touring opera performances of *Bastien and Bastienne* and *The Three Little Pigs*
- “Opera in a Suitcase”: Approximately 5 residency sessions for afterschool program providers
- Family Concert: Family oriented Saturday afternoon program by The Dallas Opera Orchestra with activities in the lobby before 1 performance.
- Family performance (1) of *The Three Little Pigs* with activities in the lobby before performance

October 26, 2016

Section 3. (Continued)**Performance Benchmarks for Payment Periods****3. 4/16/17 – 9/30/17**

- Family Opera: 1 special performance by the The Dallas Opera Orchestra and Family Performances cast of *Bastien and Bastienne* for families at the Winspear Opera House
- Opera Production: 5 total performances of 1 production (*Norma*)
- Touring Opera: Approximately 5 touring opera performances of *Bastien and Bastienne* and *The Three Little Pigs*
- “Opera in a Suitcase”: Approximately 5 residency sessions for after-school program providers
- Opera America Conference- 3 concerts open to the public
- Dallas Opera Vocal Competition – two-day national competition in the spring
- 3 summer audience development events open to public
- CampTDO: 6 summer camps including hands-on activities and a live performance of *The Three Little Pigs*

Projected Performance Benchmark Services and Attendance for FY16-17

Event Type	Services
Class/Workshop	29
Performance/Presentation	44
Tour	15
Residency	15
Camp	6
Totals	109

Event Type	Attendance
Class/Workshop	4,700
Performance/Presentation	59,000
Tour	4,300
Residency	1,300
Camp	700
Totals	70,000

October 26, 2016**Section 3. (Continued)****DSM Management Group, Inc.**Background

DSM Management Group, Inc. ("MGI") is a nonprofit corporation that operates and manages the Music Hall at Fair Park, in Dallas Texas. MGI rents the facility to various parties, including Dallas Summer Musicals, Inc. ("DSM"), which rents the facility for the presentation of shows in DSM's multi-week recurring season.

Service

As proposed, MGI will rent the facility to DSM, at least for the presentation of the shows listed below. MGI also leases the facility to others not associated with DSM. For which service, MGI will be reimbursed its actual utility expenditures for the facility, up to seventy-five thousand five hundred dollars (\$75,500).

Dallas Theater Center

The cultural agency will serve nearly 125,000 people through a variety of programs that include eight theater productions, education programs and community enrichment programs for Dallas residence of all ages. Productions will take place at the Dee and Charles Wyly Theatre or the Kalita Humphreys Theater. The agency will provide pre-play lectures and post-show audience conversations after every performance and will continue its educational and outreach programs including *Project Discovery* ; the Student Matinee Series; teacher workshops; partnerships with Booker T. Washington High School, South Oak Cliff High School, and SMU Meadows School of Arts; "Pay What You Can" performances; *Summer Stage* theater day camps; and donor cultivation events to reach new patrons.

Performance Benchmarks for Payment Periods**1. 10/1/16 – 12/30/16**

- *Constellations* , by Nick Payne
- *Bella: And American Tall Tale*, by Kirsten Childs
- *A Christmas Carol* , adapted by Kevin Moriarty
- *Gloria*, by Brandon Jacobs-Jenkins

2. 1/1/17 – 4/15/17

- *The Christians*, by Lucas Hnath
- *The Tempest*, by William Shakespeare
- *Electra*, adapted by Kevin Moriarty

October 26, 2016

Section 3. (Continued)**Performance Benchmarks for Payment Periods** (Continued)**3. 4/16/17 – 9/30/17**

- *Inherit the Windy*, by Jerome Lawrence and Robert Edwin Lee
- *Hood: The True Story of Robin Hood*, by Douglas Carter Beane and Lewis Flynn

Projected Performance Benchmark Services and Attendance for FY16-17

Event Type	Services
Class/Workshop	600
Performance/Presentation	359
Camp	210
Other	833
Totals	2,002

Event Type	Attendance
Class/Workshop	7,879
Performance/Presentation	92,427
Camp	387
Other	23,780
Totals	124,473

Dallas Wind Symphony

The cultural agency will serve approximately 40,000 people through a variety of programs that include the 2016-2017 Meyerson Concert Series, 10 concerts at the Meyerson Symphony Center; coaching sessions and a side-by-side concert with the student musicians of the Wind Symphony of the Greater Dallas Youth Orchestra; 1 free public performances at Fair Park (Fair Park Fourth of July Celebration); the two-day Dallas Winds Invitational Wind Band Festival featuring 32 school bands at the Meyerson Symphony Center; and the 11th annual Dallas Winds Band Camp, a week-long inner city band camp in collaboration with the Dallas Independent School District. Additional programs include the fanfare competition leading to newly composed fanfares being performed prior to each concert and regularly scheduled pre-concert lectures.

October 26, 2016

Section 3. (Continued)**Performance Benchmarks for Payment Periods****1. 10/6/16 – 12/30/16**

- *Stained Brass* – concert at Meyerson
- Sectionals with Greater Dallas Youth Orchestra Wind Symphony
- Master classes/clinics for DISD
- *Shadows of Sirius* – concert at Meyerson
- *Christmas at the Meyerson* – concert at Meyerson

2. 1/1/17 – 4/15/17

- *Band Geeks on Fleek* – concert at Meyerson (with GDYOWS)
- *Strike Up the Band* – four concerts at Fair Park Music Hall for DISD 5th graders
- *Hearts & Horns* – concert at Meyerson
- Concerto competition with Greater Dallas Youth Orchestra Wind Symphony
- *Video Games Live: The Reboot* – concert at Meyerson
- *Hook 'em Horns* – concert at the Meyerson featuring UT wind band
- Sectionals with Greater Dallas Youth Orchestra Wind Symphony
- *Asphalt Cocktail* – concert at Meyerson

3. 4/16/17 – 9/30/17

- Dallas Winds Invitational Wind band Festival – band festival at Meyerson
- Dallas Winds Band Camp – band camp at Booker T. Washington High School
- *Star-Spangled Spectacular* – concert at Meyerson
- Fair Park Fourth – concert at Fair Park
- 4th of July Concert at the Dallas Arboretum
- All-State Jump Start Clinic - program for high school students

Projected Performance Benchmark Services and Attendance for FY16-17

Event Type	Services
Camp	1
Class/Workshop	3
Fair/Festival	1
Performance/Presentation	16
Totals	21

Event Type	Attendance
Camp	600
Class/Workshop	300
Fair/Festival	3,600
Performance/Presentation	35,500
Totals	40,000

October 26, 2016

Section 3. (Continued)

Fine Arts Chamber Players

The cultural agency will serve approximately 8,500 people through a series of concerts and educational outreach programs. Concert program include: the "Basically Beethoven Festival," consisting of 4 free chamber music concerts in July at the Dallas City Performance Hall that features local professional musicians from the Dallas area and 4 "Rising Star Youth Recitals"; the "Bancroft Family Concerts", that consists of 7 free afternoon chamber music concerts at the Dallas Museum of Art from October through May. In addition, the cultural agency will provide 500 educational outreach programs in Dallas area public schools and pre-school programs from October through September through the following outreach programs; "Music Residencies," which provides 495 total events and Music A-Z/Dream Collectors, which will cumulatively provide 5 events.

Performance Benchmarks for Payment Periods

1. 10/1/16 – 12/30/16

- Bancroft Family Concerts (2)
- Music Residencies (175)

2. 1/1/17 – 4/15/17

- Bancroft Family Concerts (4)
- Music Residencies (250)
- Music A-Z/Dream Collectors (2)

3. 4/16/17 – 9/30/17

- Bancroft Family Concerts –(1)
- Basically Beethoven Festival - (4) free concerts
- Rising Star Youth Recitals - (4) free concert youth recitals
- Music Residencies (70)
- Music A-Z/Dream Collectors (3)

Projected Performance Benchmark Services and Attendance for FY16-17

Event Type	Services
Residency	495
Class/Workshop	5
Performance/Presentation	5
Totals	515

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Section 3. (Continued)**Projected Performance Benchmark Services and Attendance for FY16-17**

Event Type	Attendance
Residency	2,400
Class/Workshop	100
Performance/Presentation	6,000
Totals	8,500

Greater Dallas Youth Orchestra

The cultural agency will serve approximately 22,000 people through activities including rehearsals and concerts. The organization will provide classical music training for over 450 young musicians' ages 8 to 18 in eight orchestras. Students receive 60-100 hours of instruction in weekly rehearsals with professional musicians and coaches. The GDYO (flagship orchestra) presents a formal subscription series of 4 concerts at the Meyerson Symphony Center. Throughout the year, the other orchestras will perform 4-6 concerts at Dallas City Performance Hall and the Meyerson. Quartets or other small ensembles average at least 2-4 extra performances for special events. Through its "Share the Magic" outreach program, the cultural agency will provide complimentary tickets to those who would not ordinarily have the opportunity to attend symphony concerts at the Meyerson.

Performance Benchmarks for Payment Periods**1. 10/1/16 – 12/30/16**

- 4 major concerts – Meyerson (2), Dallas City Performance Hall (3)
- 1 chamber music performance
- Weekly rehearsals for 450 students in 8 ensembles

2. 1/1/17 – 4/15/17

- 3 major concerts –Meyerson (1), City Performance Hall (2)
- 1 chamber music performance
- Weekly rehearsals for 450 students in 8 ensembles
- Entrance auditions for 2017-2018 for 800+ students

3. 4/16/17 – 9/30/17

- 3 major concerts – Meyerson (2)
- 1 chamber music performance
- Weekly rehearsals for 450 students in 8 ensembles through mid-May and then late Aug through Sept 30

October 26, 2016

Section 3. (Continued)**Projected Performance Benchmark Services and Attendance for FY16-17**

Event Type	Services
Performance/Presentation	10
Other	224
Totals	234

Event Type	Attendance
Performance/Presentation	7,000
Other	14,600
Totals	21,600

Junior Players Guild

The cultural agency will serve 14,600 people through free arts education outreach programs including the following: 35 after-school residencies at 10 sites; 55 free summer theater camps; 150 homeless education classes; 2 advanced acting workshops; 3 playwriting workshops and 2 performances; 1 Shakespeare camp and 1 performance; 4 Shakespeare audition workshops and 2 free performances and 4 ticketed performances; 1 dance audition workshop and 2 ticketed performances at the Dallas City Performance Hall, 1 Vocal Performance workshop and 4 performances of *RENT* at the Dallas City Performance Hall.

Performance Benchmarks for Payment Periods**1. 10/1/16 – 12/30/16**

- After-school or in school workshops-10 to 12 weeks at approximately 10 locations
- “Kwanzaa” Celebration
- Vocal Performance workshop at the Sammons Center
- Auditions for *RENT* , Rehearsals begin
- Homeless Education after-school workshops - 75 classes at approximately 12-15 locations

October 26, 2016**Section 3. (Continued)****Performance Benchmarks for Payment Periods****2. 1/1/17 – 4/15/17**

- After-school workshops -10 to 12 weeks at approximately 25 locations
- Homeless Education after-school workshops - 75 classes at approximately 12-15 locations
- 4 performances in January of **RENT** at the Dallas City Performance Hall
- Advanced acting classes for interested junior high and high school students
- Series of 4 professional training sessions
- Auditions for “Discover Shakespeare” production
- PUP (Playwrights Under Progress) workshops

3. 4/16/17 – 9/30/17

- Rehearsals for “Discover Shakespeare”
- “Discover Shakespeare” - 2 free performances and 4 ticketed performances
- PUP Fest plays are performed – 2 free performances
- Shakespeare Camp for students in grades 6-8
- 55 free two-week theater camps with 4 free performances
- Advanced Summer Theater camps (2)
- Auditions for “Junior Players Presents: Metamorphosis” dance production
- “Junior Players Presents: Metamorphosis” Dance production – 2 ticketed performances at the Dallas City Performance Hall

Projected Performance Benchmark Services and Attendance for FY16-17

Event Type	Services
Camp	550
Class/Workshop	3,125
Performance/presentation	100
Other	2
Totals	3,777

Event Type	Attendance
Camp	1,000
Class/Workshop	4,100
Performance/presentation	9,455
Other	45
Totals	14,600

October 26, 2016

Section 3. (Continued)

Kitchen Dog Theater Company

The cultural agency will serve an estimated 7,450 people by hosting approximately 112 events in the 2016-2017 season including: a main stage season of 5 plays; educational programs with 8 "Talkbacks" between audience, actors and director that follow each Sunday matinee performance; performances attended by student groups of the main stage productions; the "19th Annual New Works Festival", which consists of 6 staged readings, 10 PUP (Playwrights Under Progress) Fest readings, and a production of the PUP (Playwrights Under Progress) Fest. This is an outreach program that conducts playwriting master classes for high school students and culminates in two performances of selected scripts during the "New Works Festival".

Performance Benchmarks for Payment Periods

1. 10/1/16 – 12/30/16

- "A Stain Upon the Silence: Beckett's Bequest" by various playwrights
- "Feathers and Teeth" by Charise Castro Smith

2. 1/1/17 – 4/15/17

- "Paper Flowers" by Egon Wolff

3. 4/16/17 – 9/30/17

- "Trevor" by Nick Jones
- "Br'er Cotton" by Tearrance Chisholm – New Works Festival
- PUP FEST: (2); one-week workshop with professional actors/directors and two performances

Projected Performance Benchmark Services and Attendance for FY16-17

Event Type	Services
Class/Workshop	18
Performance/Presentation	94
Totals	112

Event Type	Attendance
Class/Workshop	200
Performance/Presentation	7,250
Totals	7,450

October 26, 2016**Section 3. (Continued)****Perot Museum of Nature and Science**

The cultural agency will deliver approximately 1.35 million experiences to the City of Dallas by displaying and providing programming which includes 11 permanent exhibits, a Children's Museum, two temporary exhibitions, a 298-seat digital theater and outdoor park surrounding the Perot Museum of Nature and Science. The cultural agency will continue to operate city-owned buildings at Fair Park, securing and maintaining collections owned by the city. The cultural agency will provide educational outreach activities consisting of on-site field trip programs for schools and community organizations, off-site educational classes, science camps during school breaks, after school programs, teacher workshops, sleepovers, scouting badge workshops, birthday parties, family programs, adult programs, and other community events as requested.

Performance Benchmarks for Payment Periods**10/1/16 – 12/30/16**

- Traveling Exhibition – Birds of Paradise
- Educational Films in Digital Theater
- Fall Camp (11/21/16 - 11/23/16) – education
- Social Science – adult programs (1)
- First Thursday Late Night – adult and family programs (3)
- Discovery Days – family programs (2)
- Night at the Museum

1/1/17 – 4/15/17

- Traveling Exhibition – Birds of Paradise
- Educational Films in Digital Theater
- FIRST Lego League Competition – North Texas Regional Tournament
- Engineers Week – school and public programs
- Discovery Days – family programs (4)
- Spring Break Discovery Camp – education
- Spring Break Discovery Camp, Jr. – education
- Social Science – adult programs (1)
- First Thursday Late Night – adult and family programs (4)

October 26, 2016

Section 3. (Continued).

Performance Benchmarks for Payment Periods

4/16/17 – 9/30/17

- Temporary Exhibition – Maya: Hidden Worlds Revealed
- Educational Films in Digital Theater
- Discovery Days – family programs (5)
- Summer Discovery Camp – education
- Summer Discovery Camp, Jr. – education
- Social Science – adult programs (3)
- First Thursday Late Night – adult and family programs (5)
- Kosmos Energy STEM Teacher Institute June and July 2017, held at Perot Museum of Nature and Science at Fair Park

Year Round Programming/Exhibits/Events

Permanent Exhibitions

Perot Museum of Nature and Science at Victory Park: Moody Family Children's Museum; Lamar Hunt Family Sports Hall; Discovering Life Hall; Being Human Hall; Texas Instruments Engineering and Innovation Hall; The Rees-Jones Foundation Dynamic Earth Hall; Tom Hunt Energy Hall; Lyda Hill Gems and Minerals Hall; Expanding Universe Hall; Rose Hall of Birds; and the T. Boone Pickens Life Then and Now Hall.

Perot Museum of Nature and Science at Fair Park: Historical wildlife dioramas including: Mammal Hall; Bison Hall; Wetlands Hall; and the Birds of Texas Hall; Boehm porcelain bird collection; ScienceCast studio; Education Outreach administration; the Leonhardt Lagoon Nature Walk; access (by appointment) to various collections including The Edmund W. Mudge Library of Ornithology; and Paleontology Lab.

Educational Films

Proposed films for FY16-17 include National Parks Adventure; Flying Monsters; Asteroid: Mission Extreme; Earthflight; Extreme Weather; Electropolis; Wild Africa.

Programs

School programs (held at both the Perot Museum and on school campuses as outreach) ;teacher workshops including at least 8 Kosmos Energy STEM Teacher Institute content workshops; community outreach including the TECH Truck; sleepovers; scouting badge workshops; family programming for birthday parties; adult programs; and lectures.

October 26, 2016**Section 3. (Continued)****Projected Performance Benchmark Services and Attendance for FY16-17**

Event Type	Services
Camp	292
Class/Workshop	1,430
Exhibit/Permanent	360
Exhibit/Temporary	192
Performance/Presentation	3,100
Other	1,176
Totals	6,550

Event Type	Attendance
Camp	1,436
Class/Workshop	76,028
Exhibit/Permanent	898,195
Exhibit/Temporary	137,381
Performance/Presentation	188,621
Other	56,800
Totals	1,358,461

Museum of African America Life and Culture

The cultural agency will serve approximately 124,000 people by operating the Museum of African American Life and Culture in Fair Park. The museum will host three exhibitions, five lectures, four workshops and a museum summer camp for youth. The museum will also present the following programs: "Music under the Dome" concerts, Preservation Workshop, and the Carol Harris Simms Competition. The exhibitions include; *Vessels: Carroll Harris Simms Pottery and Besser Collection of African Baskets*, *Containers From Africa*, and *Purgatory Ain't Nothin' But The Blues*. Also provided is a Distinguished Lecture series and two celebrations that provide opportunities to collaborate with the public. The Museum will also work to increase visibility of its archives and literary collections by inviting scholars to take advantage of these resources as a basis for increased research and publication of articles reflecting the African American experience.

October 26, 2016**Section 3. (Continued)****Performance Benchmarks for the COP FY16-17 Payment Periods****1. 10/1/16 – 12/30/16**

- Rising Up: Freedman's Cemetery
- Steeple Music Under the Dome
- Historic Black Dallas
- Fall Distinguished Lecture
- The Souls of Black Folk: Selections from the Billy R. Allen Folk Art - exhibit
- Carroll Harris Simms National Black Art Competition and Exhibit
- Vessels: Carroll Harris Simms Pottery and Besser Collection of African Baskets - exhibit
- Purgatory Ain't Nothin' but the Blues - exhibit
- Community Conversations
- Christmas Music Under the Dome

Projected Performance Benchmark Services and Attendance for FY16-17

Event Type	Services	Attendance
Camps	2	150
Class/Workshop	5	1,200
Exhibit, Permanent	3	85,000
Exhibit, Temporary	5	20,000
Fair/Festival/Carnival	2	9,000
Performance/Presentation	20	3,500
Residency	1	175
Tour	125	5,500
Totals:	163	24,525

October 26, 2016**Section 3. (Continued)****Sammons Center for the Arts**

The cultural center will serve 65,500 people by providing low-cost office, rehearsal, performance and meeting space, as well as administrative resources such as a copy, fax and postage center. The Center is home to twelve arts organizations representing every discipline, and the facility is used by over 50 other arts and community organizations for rehearsals, meetings, auditions, performances, etc. The Sammons will present 8 performances of *Sammons Jazz*, which features a variety of local jazz artists in a relaxed, noncommercial setting at nominal ticket prices, 8 performances of *Sammons Cabaret*; continue the *Youth Jazz Program* with 2 concert/demonstrations; host 500 rehearsals, 350 meetings, 50 auditions, 15 performances, 12 special events and 15 classes/workshops through the facility rental program. The *Youth Jazz Program* was developed for underprivileged youth ages 6-12 years with an interactive, educational program to teach children about Jazz and music. This contract also includes utilities and facilities operations support as approved and appropriated by the FY16-17 budget process.

Performance Benchmarks for Payment Periods**1. 10/1/16 – 12/30/16**

- 3 Sammons Jazz Concerts
- 3 Sammons Cabaret Concerts
- 167 rehearsals
- 117 meetings
- 17 auditions
- 5 performances
- 4 special events
- 5 workshops/classes

2. 1/1/17 – 4/15/17

- 3 Sammons Jazz Concerts
- 3 Sammons Cabaret Concerts
- 166 rehearsals
- 116 meetings
- 16 auditions
- 5 performances
- 4 special events
- 5 workshops/classes

October 26, 2016

Section 3. (Continued)**Performance Benchmarks for Payment Periods****3. 4/16/17 – 9/30/17**

- 2 Sammons Jazz Concerts
- 2 Sammons Cabaret Concerts
- 2 Sammons Jazz Youth Concerts
- 167 rehearsals
- 117 meetings
- 17 auditions
- 5 performances
- 4 special events
- 5 workshops/classes

Projected Performance Benchmark Services and Attendance for FY16-17

Event Type	Services
Class/Workshop	15
Performance/Presentation	33
Other	912
Totals	960

Event Type	Attendance
Class/Workshop	375
Performance/Presentation	5,000
Other	60,125
Totals	65,500

The Shakespeare Festival of Dallas

The cultural agency will serve nearly 28,000 Dallas citizens through staged productions and educational programming, including 3 outdoor productions, 8 indoor staged readings, and 3 age-specific in-school educational programs. Shakespeare Dallas includes outreach initiatives in every program it creates by providing low-cost or free cultural opportunities for the general public. The cultural agency produces 3 key programs: "Shakespeare in the Park," the company's flagship outdoor performances in the summer and the fall; "Shakespeare on the Go!," which features 2 age-appropriate touring initiatives complete with performances and master classes; "Shakespeare Unplugged," which includes staged readings, co-productions with other organizations and outreach lectures, including our partnership to produce all 38 plays, 154 sonnets, and 2 narrative poems written by Shakespeare with AT&T Performing Arts Center; and "The Invented Word Performance Workshop" to middle and high school students who receives free tickets to see a live performance.

October 26, 2016

Section 3. (Continued)

Performance Benchmarks for Payment Periods

1. 10/1/16 – 12/30/16

- “Speak the Speech: Shakespeare and the Invented Word” / middle and high school students (5)
- “As You Like It” – (2) Staged Readings at the Wyly Theater
- “Pericles” – 2 Staged Readings at the Wyly Theater
- “Poets Society”- Adult Learning (2)

2. 1/1/17 – 4/15/17

- “Speak the Speech: Shakespeare and the Invented Word”/Middle School Students (5)
- “What Visions Have I Seen!” / Performance for elementary students(10)
- “Poets Society”- (2) Adult Learning
- Professional training for actors (1)
- “Cymbeline” – (2) Staged Readings at the Wyly Theater
- “King Lear” – (2) Staged Readings at the Wyly Theater
- “All’s Well That Ends Well” – (2) Staged Readings at the Wyly Theater
- “Love’s Labour’s Lost” – (2) Staged Readings at the Wyly Theater

3. 4/16/17 – 9/30/17

- Playmaking workshop- (1) workshop at the Samuel Grand Recreation Center
- Playwriting workshop- (1) workshop at the Latino Cultural Center
- “The Tempest” – (2) Staged Readings at the Wyly Theater
- “Shakespeare’s Sonnets”- (2) Staged Readings at the Wyly Theater
- “The Merry Wives of Windsor” – performance (16)
- “Quixote” – performance (16)
- “Titus Andronicus”– performance (8)
- Bard’s Birthday Bash (1)
- Stage Notes - pre- performance lectures (4)
- “Speak the Speech: Shakespeare and the Invented”/Middle School Students (5)
- Expression in Action- (6) workshops

October 26, 2016

Section 3. (Continued)**Projected Performance Benchmark Services and Attendance for FY16-17**

Event Type	Services
Class/Workshop	33
Performance/Presentation	84
Other	100
Totals	217

Event Type	Attendance
Class/Workshop	1,700
Performance/Presentation	19,300
Other	4,000
Totals	25,000

Teatro Hispano De Dallas

The cultural agency will serve 10,350 people through the following events:

Days of the Dead, featuring “El Cerco de Numancia/The Siege of Numantia” a tragedy by Miguel de Cervantes Saavedra adapted and directed by Cora Cardona. The season continues with the show “Ándale Raúl Escríbeme un Monólogo/ C’mon on Raul Write Me a Monologue” by Tomás Urtusástegui.

Domingos Fantásticos, children’s program presenting: “Un Barquito de Papel/A Paper Little Boat” by Sylvia Orthof, a Brazilian author. And finishing the season with the play “Water” by Tomás Urtusástegui, back by popular demand. “Comedy show & Film Noire at Teatro Dallas” presenting Dallas native child comedian Saffron Herndon & vanguard films by Award Winning Latin American & Iberian directors such as Alejandro Jodorowsky, Luis Buñuel, and others. Teatro will also provide after school and summer camp programs where students will participate in dance, improvisation, and arts and crafts. Adult acting classes are also taught during the year.

October 26, 2016**Section 3. (Continued)****Performance Benchmarks for Payment Periods****10/1/16 – 12/30/16**

- *Days of the Dead* - "The Siege of Numancia" by Miguel de Cervantes Saavedra adapted & directed by Cora Cardona
- Acting Classes
- "Andale Raúl Escíbeme un Monólogo" / "C'on Raul Write Me a Monologue" by Tomás Urtusástegui

1/13/17 –4/15/17

- *Domingos Fantásticos* - "Un Barquito de Papel" / "A Paper Little Boat" by Silvia Orthof, a Brazilian author.
- *Theatre of the Absurd* - "Water" by Tomás Urtusástegui
-

4/16/17 – 9/30/17

- Summer Camp for children
- Adult/Adolescent Workshops

Projected Performance Benchmark Services and Attendance for FY16-17

Event Type	Services
Camp	2
Class/Workshop	20
Exhibit/Temporary	1
Performance/Presentation	35
Tour	1
Other	2
Totals	61

Event Type	Attendance
Camp	350
Class/Workshop	1,000
Exhibit/Temporary	1,000
Performance/Presentation	4,000
Tour	2,500
Other	1,500
Totals	10,350

October 26, 2016

Section 3. (Continued)**TeCo Theatrical Productions, Inc.**

The cultural agency will serve approximately 15,000 children and adults through a variety of programs that include: 5 main stage theatre productions, 8 jazz concerts, 2 speaker series events and an array of year round arts education programs at the Bishop Arts Theatre. Student outreach programs are held after school and during the summer in the Emma Rodgers Learning Laboratory including TeCo's, *T-An-T* (Teenagers and Theatre) apprenticeship program. The Bishop Arts Theatre is also home to several cultural organizations who use the performance space.

Performance Benchmarks for Payment Periods**1. 10/1/16 – 12/30/16**

- *Ruined* by Lynn Nottage
- Jazz Concert – Richard Elliott & Max Groove
- Jazz Concert – Warren Hill & Karen Briggs
- Jazz Concert – Peter White Christmas Show
- *Black Nativity* by Langston Hughes

2. 1/1/17 – 4/15/17

- Down For #The Count, short play festival
- Jazz Concert – Alex Bugnon
- Jazz Concert – Norman Brown, Rick Braun & Richard Elliott
- Speaker Series – TBD

3. 4/16/17 – 9/30/17

- *Upside Down* by Steven Young featuring T-An-T students
- Jazz Concert – TBD
- Speaker Series - TBD
- Summer Theater Camp
- 4th Annual PlayPride LGBT Festival

Projected Performance Benchmark Services and Attendance for FY16-17

Event Type	Services
Camp	38
Class/Workshop	20
Performance/Presentation	45
Other	4
Totals	107

October 26, 2016**Section 3. (Continued)****Projected Performance Benchmark Services and Attendance for FY16-17**

Event Type	Attendance
Camp	100
Class/Workshop	240
Performance/Presentation	10,000
Other	4,660
Totals	15,000

Texas International Theatrical Arts Society

The Cultural agency will serve approximately 24,500 individuals through engagement programs including master classes, lecture/demonstrations, post-performance Question & Answers, special events and specifically curated performances with world-renown artists. The 2016-2017 season will include 10 dance presentations (1 world premiere and 4 Dallas debuts) as well as 3 special presentations, the annual *Command Performance Gala*, *Big Barre*, and, a new addition, *Tango al Fresco* – a massive, outdoor Tango lesson led by members of Argentina's *Estampa Portenas Tango*. TITAS has attracted important local, national, and international attention that has elevated the reputation of Dallas as a city committed to the arts. TITAS participates in numerous internship programs including the Mayor's summer internship program. As Dallas' foremost dance presenter, TITAS Presents fulfills a distinct role for the North Texas community and has developed a solid base of loyal audience and supporters. Ticket prices range from \$12 to \$95, special discounts for K-12 and college students, and over 5,000 donated tickets to seniors, community centers, and special populations. TITAS Presents makes certain performances are financially accessible and are located in ADA compliant facilities. Diversity is fundamental to the programming. Cultural collaborations with organizations and governmental agencies include, The Crow Collection of Asian Art, Asian Chamber of Commerce of North Texas, South Dallas Cultural Center, Booker T Washington HSPVA, ATTPAC, NEFA, Moving-Cities.com, consulates of France, China, Czech Republic, Israel, South Africa, and Canada, as well as presenters from Israel, China, and Russia help assure the connection to communities served.

October 26, 2016

Section 3. (Continued)**Performance Benchmarks for Payment Periods****10/01/2016 – 12/30/2016**

- Argentina's *Estampas Portenas Tango* (Dallas debut) / 2 performances / 2 Q & A / 1 Master class (DCPH, BTWHSPVA)
- *Jessica Lange* - 2 performances / 2 Q & A / 1 master class (DCPH, BTWHSPVA)
- *Outreach - Arts Administration Program* – 1 Lecture / begin multi-month internship
- *Outreach Adjudication for BTWHSPVA College Showcase (100 students, 40 college reps)*

1/1/2017 – 4/15/2017

- *Pilobolus* - 2 performances (option for 3rd performance) / 1 master class / 2 Q&A / (DCPH, BTWHSPVA)
- *Bridgman/Packer* (Dallas debut) / 2 performances / 1 master class / 1 lec/dem / 2 Q&A / (DCPH, BTWHSPVA)
- *Doug Varone and Dancers* - 1 performance/ 1 master class / 1 Q&A / (Winspear, BTWHSPVA)
- *Diavolo* - 2 performances /1 Student Matinee (option) / 2 Q & A / 1 master class (DCPH, BTWHSPVA)
- *Alvin Ailey American Dance Theater* - 3 performances / 3 Q & A / 1 master class (Winspear, BTWHSPVA)
- Argentina's *Che Malambo* (Dallas debut) / 2 performances / 1 master class / 2 Q&A / (DCPH, BTWHSPVA)
- *Outreach Adjudication for BTWHSPVA Senior Choreography (100 students)*
- *Outreach Lead Adjudicator for BTWHSPVA dance auditions (200 students)*

4/16/2017 – 9/30/2017

- *Command Performance Gala* –1 performance / 1 master class / 1 open rehearsal (Winspear, BTWHSPVA)
- Canada's *Ballet BC* (Dallas debut) / 1 performance / 1 master class / 1 Q&A (Winspear, BTWHSPVA)
- September 2017: proposals out to Urban Bush Women (NYC), La Compagnie Herve Koubi (France), or Hubbard Street Dance Chicago / 1-2 performances / 1 master classes / 1-2 Q&A (DCPH, BTWHSPVA)

October 26, 2016

Section 3. (Continued)**Projected Performance Benchmark Services and Attendance for FY16-17**

Event Type	Services
Class/Workshop	12
Performance/Presentation	19
Other	28
Totals	59

Event Type	Attendance
Class/Workshop	1,350
Performance/Presentation	19,990
Other	2,900
Totals	24,240

Texas Winds Musical Outreach, Inc.

The cultural agency will perform approximately 700 concert events for 55,000 Dallas residents. This will include; Concerts for Seniors – nursing homes, assisted living facilities, senior centers, adult day facilities for disabled, low-income senior housing and retirement homes. Priority facilities include Alzheimer units, Medicaid accepted nursing homes, and adult day care facilities. Concerts for Hospitals, which is for Dallas County hospitals, and Dallas VA Medical Center include multiple visits each year to the following hospital areas: oncology, bone marrow transplant, spinal cord injury units, long term care, skilled nursing, rehabilitation and transitional care, day treatment centers, lobbies and waiting rooms. Texas Winds also provides, Concerts for Hospice. These are one-on-one visits in nursing homes, hospitals and pre-arranged in private homes. The Concerts for Head Start take place at Head Start of Greater Dallas, and Mi Escuelita, Child Care Associates.

Performance Benchmarks for Payment Periods**10/01/2016 – 12/30/2016**

- Concerts for Seniors: 95
- Concerts for Hospitals: 43
- Concerts for Hospice: TBD
- Concerts for Head Start: 66

1/1/2017 – 4/15/2017

- Concerts for Seniors: 95
- Concerts for Hospitals: 43
- Concerts for Hospice: TBD
- Concerts for Head Start: 90

October 26, 2016**Section 3. (Continued)****Performance Benchmarks for Payment Periods****4/16/2017 – 9/30/2017**

- Concerts for Seniors: 106
- Concerts for Hospitals: 74
- Concerts for Hospice: TBD
- Concerts for Head Start: 88

Projected Performance Benchmark Services and Attendance for FY16-17

Event Type	Services
Performance/Presentation	720
Totals	720

Event Type	Attendance
Performance/Presentation	75,000
Totals	75,000

Theatre Three, Inc.

The cultural agency will serve approximately 30,000 people through the following programs: a minimum of 160 performances of 8 Norma Young Arena Stage productions of musicals, dramas, comedies, and classics; approximately 49 performances of 4 "Theatre Too" studio productions; provide study guides and post show panel discussions for Theatre Three student shows on the Norman Young Arena Stage; a minimum of 24 showcase performances of Theatre Three's Musical Theatre Academy academic program which hosts 4 semesters of classes for Dallas youth and takes roughly 30 students per semester; a two session long workshop with the National Michael Chekhov Association that will run 6 weeks at a time and provide unique training to approximately 12 local actors per session; hosting/housing cultural events produced by other Dallas cultural/civic organizations; and an internship program consisting of 5 unpaid summer internships for high school and college students and 2 paid year-round internships for recent college graduates.

October 26, 2016**Section 3. (Continued)****Performance Benchmarks for Payment Periods****1. 10/1/16 – 12/31/16**

- ***The Wedding Singer*** by Tim Herlihy, Chad Beguelin, and Matthew Sklar
- Hooky Matinee performance
- ***Day Light*** by Bruce R. Coleman
- Hooky Matinee performance --
- Interpreted for the Deaf and HOH performance
- ***42nd Street*** by Michael Stewart, Mark Bramble, Harry Warren, and Al Dubin.
Part of Theatre Three's Musical Theatre Academy educational programming for kids ages 8-19
- ***A Christmas Carol: The Radio Show*** by David Alberts Interpreted performance for the Deaf and HOH
- ***I Love You, You're Perfect, Now Change*** by Joe DiPietro and Jimmy Roberts
- Interpreted performance for the Deaf and HOH
- National Michael Chekhov Association workshops
- APPRENTICE PROGRAM for recent college graduates

2. 1/1/17– 4/15/17

- ***Laugh*** by Beth Henley
- Hooky Matinee performance
- Interpreted performance for the Deaf and HOH
- ***Passing Strange*** by Stew and Heidi Rodewald
- Hooky Matinee performance
- Interpreted performance for the Deaf and HOH
- ***I Love You, You're Perfect , Now Change*** by Joe DiPietro and Jimmy Roberts
- Interpreted performance for the Deaf and HOH
- ***The Empress, the Lady, and the Pearl, pt. II: Miss Billie and Miss Freddie***
by diannetucker
- Interpreted performance for the Deaf and HOH
- APPRENTICE PROGRAM for recent college graduates

October 26, 2016

Section 3. (Continued)

Performance Benchmarks for Payment Periods

3. 4/16/17 – 9/30/17

- ***Susan & God*** by Rachel Crothers
- Hooky Matinee performance
- Interpreted performance for the Deaf and HOH
- ***A Little Night Music*** by Stephen Sondheim and Hugh Wheeler
- Hooky Matinee performance
- Interpreted performance for the Deaf and HOH
- **Title TBA** -first NYAS production of 2017-2018 season
- Hooky Matinee performance
- Interpreted performance for the Deaf and HOH
- 3 Musical Theatre Academy productions. (TBA)
- ***The Birds*** by Conor McPherson, from a story by Daphne du Maurier
- Interpreted performance for the Deaf and HOH
- APPRENTICE PROGRAM for recent college graduates
- SUMMER INTERNSHIP PROGRAM for current high school and college students

Projected Performance Benchmark Services and Attendance for FY16-17

Event Type	Services
Performance/Presentation	218
Totals	218

Event Type	Attendance
Performance /Presentation	30,000
Totals	30,000

Undermain Theatre

The cultural agency will serve over 5,000 people by presenting 4 productions of new and classic plays in their regular season, with at least 4 preview performances and 18 regular performances for each production. The agency will present a reading series of at least 2 new works for the theatre at the Dallas Museum of Art and continue the Undermain Emerging Artist Program for developing theater artists. The agency will also have four mainstage productions, *so go the ghosts of méxico, part one, 10 Out of 12, Galileo, and Really*. This year, the agency will offer approximately 750 discounted tickets to students, seniors, and KERA audiences, free tickets to educators, and offer over 150 tickets to Artreach, a program that provides free tickets to those in need.

October 26, 2016**Section 3. (Continued)****Performance Benchmarks for Payment Periods****1. 10/1/16 – 12/30/16**

- *so go the ghosts of méxico, part one – a brave woman in méxico*, by Matthew Paul Olmos
- *10 Out of 12*, by Anne Washburn

2. 1/1/17 – 4/15/17

- *Galileo*, by Bertolt Brecht
- *Really*, by Jackie Sibblies Drury
- Reading Series at the DMA TBD (based on DMA schedule)

3. 4/16/17 – 9/30/17

- Reading Series at the DMA TBD (based on DMA schedule)

Projected Performance Benchmark Services and Attendance for FY16-17

Event Type	Services
Class/Workshop	28
Performance/Presentation	85
Totals	113

Event Type	Attendance
Class/Workshop	15 (Same students for the year)
Performance/Presentation	5,200
Totals	5,215

October 26, 2016

Section 3. (Continued)**USA Film Festival**

The cultural agency will serve over 25,000 people by producing two major annual events, the "33rd Annual KidFilm® Festival", (featuring 40 films, 30 programs and 7 days of educational field trips for DISD students and teachers) and the "47th Annual USA Film Festival", (featuring over 40 films with 21 screenings). In addition the agency will offer year-round activities such as screenings of new films (or retrospective screenings) with director or other artist in attendance with free tickets distributed to outreach publics (financially disadvantaged constituents and other special groups) and new audiences with special emphasis on educational programs. Monthly preview screenings of new American films and foreign works will also be included as a benefit to the membership and to develop new audience members.

Performance Benchmarks for Payment Periods**1. 10/1/16 – 9/30/17**

- Preview Film screenings - Approximately 15
- Visiting Artist Film Screenings - 3-4 screenings during the year
- Retrospectives and classics Series - 1-2 times during the year
- Free outreach programs for kids, teachers & families

2. 1/01/17 – 4/15/17

- "33rd Annual KIDFILM Festival"; 40 films / 30 programs

3. 4/16/17 – 9/30/17

- "47th Annual USA Film Festival"; 40 films / 25 programs

Projected Performance Benchmark Services and Attendance for FY16-17

Event Type	Services
Performance/Presentation	242
Totals	242

Event Type	Attendance
Performance/Presentation	26,000
Totals	26,000

October 26, 2016**Section 3. (Continued)****The Writer's Garret**

The cultural agency will serve at least 2000 people by providing the following: a Literary Arts Learning and Resource Center, open to the public; an interactive website with built-in learning management systems for reaching a greater number of audience members to pilot at least 4 on-line educational programs; at least 14 peer-run "Stone Soup" workshops / literary discussion groups; our "Community and Mentorship Project" (CAMP) and "Work-Exchange" (WE) program made available live and on-line to professionally develop writers and literary projects; at least two trainings for creative writers to learn how to work with children / youth and other "at risk" populations; at least one publication either on-line or in print; a minimum of 85 creative writing literary classes, workshops, and residencies for children and youth, writers, readers, literary professionals, educators, and "at risk" populations featuring local, regional, and national writers and literary experts; and at least 20 local, regional, and national writers making public presentations of literary work or giving talks about literary arts, both live and on-line; continued adaptation of lesson plans, classroom activities, and assessment tools to reflect the specific needs of partner agencies' populations.

Performance Benchmarks for Payment Periods**1. 10/1/16 – 12/30/16**

- Literary Arts Learning and Resource Center, open to the public,
- Four (4) – "Stone Soup" workshops
- One Meet & Greet with two (2) presentations
- One (1) new live event in Dallas--"Soup's On!"
- Four (4) residencies, classes, and / or workshops for children, youth, families, and adult writers, live and on-line
- Existing on-line literary arts programming routed through new website
- Mentoring / Learning opportunities through creative writing for writers, young people, Veterans', and those impacted by illness via panels, classes, workshops, talks, and / or on-line portals
- Firewheel Editions books available for reading audiences
- Involve at least two writers in the literary community through Work-Exchange (WE) / WordsWork internships, apprenticeships, and residencies

October 26, 2016**Section 3. (Continued)****Performance Benchmarks for Payment Periods****2. 1/1/17 – 4/15/17**

- Literary Arts Learning and Resource Center, open to the public in Dallas
- Open House with at least one workshop and five (5) performances
- One strategic planning session
- Performance, presentation, and workshops at one festival /fair
- Four (4) – “Stone Soup” workshops
- Multiple (2-3) short videos created and posted on-line via website(s) / social media
- One Meet & Greet with at least two (2) presentations
- One strategic planning session for improving programs and outcomes, including two (2) presentations
- Two (2) live events in Dallas--“Soup’s On!” featuring 1-3 writers each
- Firewheel Editions books available for reading audiences
- Writers’ CAMP/”Work-Exchange” (WE) program fully available online resulting in at least four (4) residencies with special Dallas portal
- 22 residencies, classes / workshops, and / or other educational opportunities for children, youth, families, and adult writers, live and on-line

3. 4/16/17 – 9/30/17

- Literary Arts Learning and Resource Center, open to the public in Dallas,
- Six (6) – “Stone Soup” workshops / Literary Discussion Groups
- Two (2) live events in Dallas--“Soup’s On!” featuring 1-3 writers each
- Firewheel Editions books available for reading audiences
- One publication either on-line or printed no later than the end of summer
- Four (15) writers actively participating in “Community and Mentorship Project” (CAMP) /” Work-Exchange” (WE) program resulting in residencies
- Fifteen (15) residencies, classes / workshops, and / or other educational opportunities for children, youth, families, and adult writers, live and on-line
- Final 21 Event / Festival event, live and on-line – featuring at least two (2) classes / workshops / residencies and six (6) performances / presentations

Projected Performance Benchmark Services and Attendance for FY16-17

Event Type	Services
Class/Workshop	75
Performance/Presentation	22
Residency	25
Fair / Festival	1
Other	30
Totals	153

October 26, 2016

Section 3. (Continued)

Projected Performance Benchmark Services and Attendance for FY16-17

Event Type	Attendance
Class/Workshop	800
Performance/Presentation	400
Residency	80
Fair / Festival	600
Other	120
Totals	2,000

Section 4. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

KEY FOCUS AREA: Culture, Arts and Recreation and Educational Enhancements

AGENDA DATE: October 26, 2016

COUNCIL DISTRICT(S): 14

DEPARTMENT: Office of Cultural Affairs

CMO: Joey Zapata, 670-1204

MAPSCO: 45-G

SUBJECT

Authorize the third amendment to the Performing Arts Center Use Agreement with Dallas Center for the Performing Arts Foundation, Inc. to increase annual support from \$2,500,000 to \$4,000,000 to provide promotion and support of nonprofit arts and cultural organizations - Total not to exceed \$4,000,000 - Financing: Current Funds (\$4,000,000) (subject to annual appropriations)

BACKGROUND

This action provides for the promotion and support of nonprofit arts and cultural organizations in the city of Dallas by Dallas Center for the Performing Arts Foundation, Inc. d/b/a AT&T Performing Arts Center ("Center"). The Center will assist the City's efforts (through the Office of Cultural Affairs) by offering and implementing programs reviewed and approved annually which include, but are not limited to:

Ticketing

- Center will offer free and deeply discounted ticketing services for the OCA Cultural Organizations Program Tier 1 and Tier 2 groups, and Cultural Projects Program groups

Performance Space

- Community stage for the top student performing arts ensembles and small arts organizations in Dallas
- Curating presentations and performance spaces on the Center's campus targeting small, emerging and/or historically marginalized local performing arts groups or artists without their own performance space. Includes ticketing, some marketing, operational and staff support

BACKGROUND (Continued)

Marketing Services

- E-marketing services for 65 OCA supported cultural organizations through emails from Center's database of 155,000+ subscribers
- Creating and maintaining the OCA Culture Calendar on the ATTPAC.org website

Community Services

- Consulting expertise, marketing and ticketing services in support of Dallas Arts Month
- Labor, resources and services for Dallas Police Department's Let's Talk Program
- Last minute, reduced cost tickets to artists and employees of OCA supported cultural organizations for Broadway, TITAS Presents and Center Presents shows (as available)
- Tickets provided to community through the Center's Community Partners, Open Stages (education) and nonprofit ticket programs

City Services - Operational Support

- Ten additional parking spaces to Dallas City Performance Hall to provide parking for OCA supported nonprofit organizations renting the hall
- Complimentary parking for City of Dallas events at the Dallas City Performance Hall, up to six events a year
- Patron services analysis and training for OCA staff at the Dallas City Performance Hall, Meyerson Symphony Center, and Majestic Theatre

In consideration of services to be provided, the City will pay an annual amount equal to \$1,500,000 beginning on November 1, 2016 and continuing through and including November 1, 2025. As a material inducement to the City for entering into this agreement, the Center represents and warrants to the City that it has entered into debt restructuring agreements with its creditors. In addition to the services listed above, as a condition of payment, the Center agrees to provide the City with a Certificate of Redemption on or before December 31 of each year certifying the total amount (in dollars) of bonds redeemed during the preceding twelve-month period.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On September 28, 2005, the City Council authorized a Development and Use Agreement with Dallas Center for the Performing Arts Foundation by Resolution No. 05-2859.

On October 8, 2008, the City Council authorized the First Amendment to the Development and Use Agreement with Dallas Center for the Performing Arts Foundation by Resolution No. 08-2793.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS) (Continued)

On December 10, 2008, the City Council authorized the Second Amendment to the Development and Use Agreement with Dallas Center for the Performing Arts Foundation by Resolution No. 08-3432.

On September 21, 2016, the City Council adopted the FY 2016-17 Operating Budget Appropriation Ordinance 30178, which included funding for this amendment.

Information about this item will be provided to the Arts, Culture & Libraries Committee on October 17, 2016.

Information about this item will be provided to the Cultural Affairs Commission on October 20, 2016.

FISCAL INFORMATION

\$4,000,000 - Current Funds (subject to annual appropriations)

October 26, 2016

WHEREAS, on September 28, 2005, Resolution No. 05-2859 authorized a Performing Arts Center Development and Use Agreement between the City of Dallas and Dallas Center for the Performing Arts Foundation, Inc. for the construction, development, and for the long-term possession of a first-class, multi-venue performing arts complex consisting of the Winspear Opera House, the Wylie Theater, the Grand Plaza, a 600-space garage, Annette Strauss Artist Square and supporting infrastructure; and,

WHEREAS, on October 8, 2008, Resolution No. 08-2793 authorized the First Amendment to the Performing Arts Center Use Agreement with Dallas Center for the Performing Arts Foundation, Inc. for the long-term possession, operation, maintenance and use of the City Performance Hall underground parking garage; and,

WHEREAS, on December 10, 2008, Resolution No. 08-3432 authorized the Second Amendment to the Performing Arts Center Use Agreement with Dallas Center for the Performing Arts Foundation, Inc. for the operation and use of the Annette Strauss Artist Square; and,

WHEREAS, it is now desirable to authorize the Third Amendment to the Performing Arts Center Use Agreement with Dallas Center for the Performing Arts Foundation, Inc. for the promotion and support of nonprofit arts and cultural organizations, and

WHEREAS, the City recognizes the public purpose of supporting smaller and ethnically and culturally specific arts organizations, and

WHEREAS, the Dallas Center for the Performing Arts Foundation, Inc. has the capacity and desire to promote such organizations and the business systems to provide additional services, and

WHEREAS, as a material inducement to the City for entering into the Third Amendment, Dallas Center for the Performing Arts Foundation, Inc. represents and warrants to the City that it has entered into debt restructuring agreements with its creditors; and

WHEREAS, Dallas Center for the Performing Arts Foundation, Inc. agrees to the terms and conditions related to additional funding and the additional benefits it will provide the City in connection with such additional funding.

October 26, 2016

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

Section 1. That the City Manager is hereby authorized to execute, upon approval as to form by the City Attorney, the Third Amendment to the Performing Arts Center Use Agreement with Dallas Center for the Performing Arts Foundation, Inc. for the promotion and support of nonprofit arts and cultural organizations.

Section 2. That the Chief Financial Officer is hereby authorized to disburse, in periodic payments to the Dallas Center for the Performing Arts Foundation, Inc. (VS0000004959), an amount not to exceed \$4,000,000 (subject to annual appropriations) from Fund 0001, Department OCA, Unit 4903, Object 3099.

Section 3. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas and it is accordingly so resolved.

THIRD AMENDMENT
TO THE
PERFORMING ARTS CENTER USE AGREEMENT
between
THE CITY OF DALLAS
and
DALLAS CENTER FOR THE PERFORMING ARTS FOUNDATION, INC.
Dated as of October __, 2016

SUBJECT TO FINAL DCPAF AND CITY COUNCIL APPROVAL

**THIRD AMENDMENT
TO THE
PERFORMING ARTS CENTER USE AGREEMENT**

THIS THIRD AMENDMENT TO THE PERFORMING ARTS CENTER USE AGREEMENT (this "Amendment") is entered into as of October __, 2016, by and between the City of Dallas, Texas, a municipal corporation of the State of Texas and a home rule city (the "City"), and Dallas Center for the Performing Arts Foundation, Inc., a Texas non-profit corporation d/b/a The AT&T Performing Arts Center (the "DCPAF").

RECITALS

A. The City and the DCPAF are parties to that certain Performing Arts Center Use Agreement dated as of December 15, 2005, as heretofore amended (the "Use Agreement") concerning the management, maintenance, use and operation of certain improvements in the area commonly known as the Dallas Arts District. This Amendment is an amendment to the Use Agreement. Capitalized terms used but not defined in this Amendment shall have the meanings assigned to such terms in the Use Agreement. The Parties acknowledge that no notices of default have been provided pursuant to Article 15 of the Use Agreement, and agree that any remedy for performance or non-performance occurring prior to the execution of this Amendment is waived.

B. Pursuant to that certain Performing Arts Center Development Agreement dated as of December 15, 2005, the DCPAF raised private donations in excess of \$330,000,000, which the DCPAF used to design, construct and commence operations at multiple performing arts venues and related improvements in the Dallas Arts District.

C. The DCPAF's historic efforts have greatly advanced the City's efforts to complete the Dallas Arts District for the benefit of community members and the many performing arts organizations that provide programming in the Dallas Arts District.

D. The DCPAF has requested that the City provide certain additional funding to the DCPAF to ensure the DCPAF is able to continue performing its central role in supporting the performing arts in Dallas. The City and the DCPAF desire to agree on terms and conditions related to such additional funding and the additional benefits the DCPAF will provide the City in connection with such additional funding.

E. On [October26,], 2016, the City Council of the City approved Resolution No. [16-XXXX_____], authorizing the City Manager to execute this Amendment on behalf of and as the official act of the City.

AGREEMENT

NOW, THEREFORE, in consideration of the recitals set forth above and the mutual terms, conditions, covenants and agreements contained herein and for other good and valuable consideration, the receipt and sufficiency of which are acknowledged and confessed by each of the parties to this Amendment, the parties have agreed and do hereby agree as follows:

1. Article 6 of the Use Agreement is amended by adding the following new Section 6.15:

“6.15 DCPAF Collaboration with City’s Office of Cultural Affairs. Beginning on or before November 1, 2016, and continuing for each year during which the City pays to the DCPAF the Annual Payment described in Section 8.1 of this Agreement, the DCPAF will assist the City’s efforts to promote and support nonprofit arts and cultural organizations in the City. DCPAF agrees to work collaboratively with the City’s Office of Cultural Affairs to identify additional services most needed by local arts and cultural organizations and agrees to provide those services, subject to approved by the Director of Cultural Affairs (the “Director”). as The services shall be described in the form of Exhibit A-1 to this Amendment (the “Programs”) and the value of those services that comprise the Program shall be finally determined by the Director. Each year during which the DCPAF provides the Programs, the DCPAF and the Director (or successor office) will consult (a) at least twice annually to evaluate participation in the Programs by targeted organizations along with their future needs, and (b) on an annual basis to determine appropriate and necessary adjustments to the Programs and consider additional charges or fees on the DCPAF campus, as mutually agreed between the City Manager and the DCPAF, which adjustments shall not require a formal amendment to this Use Agreement. The value of the services provided in the Program shall be credited against the City’s Annual Payment in the amount approved at the discretion of the Director up to the amount of the City’s Annual Payment. If the value of the services, as determined by the Director, provided in any year exceeds \$1.5M, up to \$300,000 of that excess value may, at the sole discretion of the Director, be credited towards the DCPAF’s obligations for the following year..”

2. Section 8.1 of the Use Agreement is amended by adding the following sentences at the end of Section 8.1:

“In addition to the Annual City Operating Expenses, in consideration of the DCPAF’s ongoing work in operating the Center for the benefit of the performing arts in Dallas, in consideration of the Center’s offering and implementing the Programs as described in Section 6.15 hereof, and in consideration of the other benefits to the City as provided in this Agreement (as amended), the City shall pay to the DCPAF, on or before November 1 of each year beginning on November 1, 2016, and continuing through and including November 1, 2025, an annual amount equal to \$1,500,000 (the “Annual Payment”); provided, that beginning with the Annual Payment to be paid on or before November 1, 2017, the City’s obligation to make each such Annual Payment shall be subject to the conditions set forth in Section 8.6 of this Agreement. The DCPAF may use the Annual Payment funds for any operating expenses related to the Center. The Annual Payment shall be in addition to the Initial Annual Cap set forth in Section 8.2, but shall not be subject to adjustment as part of the Baseline Utility Cost or Baseline Other Operating Cost set forth in Section 8.2.”

3. Section 8.2 of the Use Agreement is amended by deleting the introductory phrase: “Notwithstanding anything to the contrary” from the first sentence of Section 8.2

4. Section 8.4 of the Use Agreement is amended by adding the phrase: “the Annual Payment provided in this Article,” to the first sentence of Section 8.4, after the word “Article” and before the phrase “the Capital Maintenance expense”.

5. Article 8 of the Use Agreement is amended by adding the following new Section 8.5:

“8.5 Certificate of Redemption. On or before December 31 of each year beginning on December 31, 2016, and continuing through December 31, 2025, the Center will notify the City Manager in writing in substantially the form of Exhibit B-1 (a “Certificate of Redemption”) certifying the total amount (in dollars) of bonds redeemed under the amended Letter of Credit Reimbursement Agreements between the DCPAF and each of JPMorgan Chase Bank, N.A. and Bank of America, N.A. (together, the “Banks” and such agreements, the “Debt Restructuring Agreements”) during the preceding twelve-month period.”

6. Article 8 of the Use Agreement is amended by adding the following new Section 8.6:

“8.6 Condition to Future Annual Payments. On or before July 1 of each year beginning on July 1, 2017, and continuing through July 1, 2025, the Center will notify the City Manager in writing in substantially the form of Exhibit C-1 (a “Request Notice”) whether the Center is requesting that the City pay to the Center the Annual Payment to be paid on or before the following November 1. On or before August 1 of each year beginning on August 1, 2017, and continuing through August 1, 2025, the Center will notify the City Manager in writing in substantially the form of Exhibit D-1 (a “Compliance Notice”) whether an “Event of Default” has occurred under the Debt Restructuring Agreements and, if so, whether such Event of Default has been cured by the DCPAF or waived by the Banks on or before the date of such Compliance Notice. Beginning with the Annual Payment to be made on or before November 1, 2017, the City’s commitment to make each Annual Payment shall be excused for any year during which (a) the Center does not deliver a Request Notice, or (b) the Center does not deliver a Compliance Notice confirming to the City that either (i) no Event of Default has occurred under the Debt Restructuring Agreements, or (ii) an Event of Default (if any) has been cured by the DCPAF or waived by the Banks, or (c) the Director is not satisfied with the value or the quality of the services delivered.

7. As a material inducement to the City for entering into this Amendment, the DCPAF hereby represents and warrants to the City that the DCPAF has entered into the Debt Restructuring Agreements, which are in full force and effect. Under the Debt Restructuring Agreements, the DCPAF has agreed to pay a total of \$50.0 million to redeem such bonds and the Banks have agreed to pay an aggregate amount equal to \$45.0 million to redeem such bonds. The Banks are obligated under the Debt Restructuring Agreements to pay the Banks’ portion of

the overall contribution over time, commencing in 2019 and in an annual amount equal to a portion of the DCPAF's bond redemption during the previous year. Upon the DCPAF's full performance of its obligations under the Debt Restructuring Agreements, the existing indebtedness incurred in connection with construction of the Center will be fully extinguished. DCPAF shall promptly notify the Director of any amendments or defaults of the Debt Restructuring Agreements.

8. Article 15 of the Use Agreement is amended by adding the following provisions:

15.1 “(g) the Debt Restructuring Agreements are amended or interpreted to have the effect of not extinguishing all debt or that reduces the Banks’ requirement to redeem bonds as described in Paragraph 7 of this Amendment”

15.3 “(d) any failure by the City to pay any operational costs beyond the Annual Cap described in Article 8.2 of the Use Agreement shall not constitute an Event of Default under the Use Agreement, nor shall such failure entitle DCPAF to the remedies described in Article 15.5 of the Use Agreement”

15.5 “(b)(5) all of the City’s out-of-pocket expenses paid under the Use Agreement or this Amendment.

9. All other terms, covenants, conditions and obligations of the Use Agreement between the City and the DCPAF shall remain in full force and effect and the Use Agreement, as previously amended, and this Amendment shall be construed together as a single contractual agreement.

* * * * *

DRAFT 10/13/16
SUBJECT TO FINAL DCPAF AND CITY COUNCIL APPROVAL

This Amendment has been executed and delivered as of the date first written above. The City, signing by and through its City Manager, is duly authorized to execute this Amendment by Resolution No. [_____], adopted by the City Council on [_____], 2016.

CITY OF DALLAS

By: _____
A.C. Gonzalez
City Manager

APPROVED AS TO FORM:

By: _____
LARRY E. CASTO
City Attorney

THE DALLAS CENTER FOR THE
PERFORMING ARTS FOUNDATION, INC.

By: _____
Douglas T. Curtis
President and CEO

EXHIBIT A-1

The Programs

SERVICES: ESTIMATED ANNUAL VALUE

DRAFT

Category	Services	Description	Rate	Estimated Services Value	Estimated Additional Variable Usage Value			Value Metrics
					10% OCA Participation	25% OCA Participation	50% OCA Participation	
Marketing Services	E-Blasts & OCA Culture Calendar	Center to coordinate, content manage and execute monthly e-blast of OCA cultural listings for 65 OCA supported cultural organizations to Center's database of 170,000+. Creating and maintaining an OCA Culture Calendar on the Center's homepage. Includes staffing, contracting website functionality, content management and feed fees.	65 Eligible OCA Groups - COP (Tiers 1, 2 and 3) and CPP.	\$ 26,693	\$ 178,830	\$ 408,755	\$ 843,058	Google analytics reports for e-blasts and OCA Culture Calendar visits, List of participating organizations; timesheets; invoices from web-development/maintenance company. Patron zip codes when possible.
Community Services	Dallas Arts Month	Working with the Mayor's Office, Office of Cultural Affairs and arts organizations, Center will provide consulting expertise and marketing and ticketing services to support Dallas Arts Month.	Annual event	\$ 31,604				Ticketing contract; Google analytics for e-blasts; timesheets for pr, marketing, creative services and social media
	DPD Let's Talk	Providing up to \$10K in labor, resources and services for DPD's Let's Talk Program on an annual basis. \$25,200 in rent waived under use agreement. DPD to cover additional costs.	Annual event	\$ 10,000				Invoice with waived direct costs
	OCA Rush Tickets	Last minute, reduced cost tickets to artists and employees of OCA supported cultural organizations for Broadway, TITAS Presents and Center Presents shows (as available). Includes creation and maintenance of official artist list, email alerts and box office support. Target price: \$25. Does not include tickets of resident company, rental or private productions.	Estimated at \$75 a ticket with \$50 saving each. Estimated at 34 shows, 800 tickets.	\$ 40,000				Box office reports. Value is the difference between true ticket cost and cost paid, waived ticketing fees.
	Donated Tickets	Tickets provided to community through the Center's Community Partners, Open Stages (education) and nonprofit ticket programs. Averages vary per program.	Estimated 3,063 tickets for 2016/2017. Value varies per program.	\$ 131,420				Box office reports. Value is the true ticket cost and waived fees. For donated tickets, average value is estimated at \$75.
Performance Space	Community Stage	Providing performance space for the top student performing arts ensembles in North Texas. May include public, private and charter schools as well as student ensembles of nonprofit arts groups with preference given to Dallas-based schools and groups. Performances will take place before Broadway, TITAS Presents and Center Presents shows in the Winspear Opera House. Curation standards to be set in consultation with Office of Cultural Affairs.	10 Performances Minimum.	\$ 39,325				Invoice of direct costs and human resources.
	Curated Performance Project	Curating presentations in performance spaces on the Center's campus. Strong emphasis on OCA supported performance groups and artists that are: Small, emerging and/or historically marginalized, presenting new works or proposing unique use of the spaces. Includes ticketing, some marketing, operational and staff support. Subject to space availability. Name and project details still being structured. Center may explore additional unique opportunities with additional OCA supported groups, in consultation with the OCA.	Target is 5-8 project shows a year. Estimates will vary depending on space and discipline.	\$ 122,050				Invoice of direct costs; lost opportunity costs; human resources; box office reports with patron zip codes.
Ticketing	TicketDFW.com	Center will offer discounted ticketing services for OCA COP Tier 1 and Tier 2, and CPP groups. Includes options for free and paid e-ticketing for General Admission and Reserved seating, print-at-home, venue mapping, reporting and analytics, client manager support and marketing support with e-blasts to TicketDFW patron database of 35,000 and placement on TicketDFW web site.	57 Eligible COP Tier 1 and 2, CPP groups.	\$ 13,320	\$ 288,650	\$ 721,750	\$ 1,443,650	Ticketing contracts; Google analytics for e-blasts and website visits
	Facility Fee	Per the Center's Use Agreement: At the City's request, the Center will engage with the Center's resident companies and presenting partners to discuss price increases in the Facility Fee. Those discussions will focus on the impact to the companies and partners, the public as well as timing, price elasticity, consumer demand/supply and more. We will coordinate discussions of potential increases with Office of Cultural Affairs and the City Manager's office.	Feasibility and value to be determined.	\$ -				Cost per ticket, tracked by sales.
City Services - Operational Support	DCPH Parking Support	10 additional spaces to DCPH to provide parking for OCA supported nonprofit organizations renting the hall.	10 spaces @ 12 months of daytime monthly rate of \$180 (+) 255 nights at evening event rate of \$17 a space.	\$ 64,950				Value of monthly parking
	DCPH Parking Support	Complimentary parking in DCPH for City of Dallas events. Up to six events a year with 250 spaces. Pending availability, and some restrictions may apply to accommodate productions in Center venues.	6 events with 250 spaces at \$17 a space.	\$ 25,500				Track date/time of events
	Patron Services - Analysis	Center's Front of House team will examine and analyze the patron services systems for OCA venues - DCPH, Meyerson and Majestic. Includes secret shopper, review of systems, policies and procedures, develop metrics and deliver report of findings and recommendations. Could be extended to other venues in future years at OCA request.	Estimated consultant rate 90 team (of 4) hours at going rate of \$300 per team hour.	\$ 27,000				Invoice for consulting services
	Patron Services - Training	OCA front of house staff and volunteers participate in AT&T Performing Arts Center Patron Relations Training. Training every two years.	Estimated at 56 current staff @ \$302.50 cost per trainee (includes materials). Staffed trained on a 2-year rotation.	\$ 8,470				Cost per trainee
				\$ 540,332	\$ 467,480	\$ 1,130,505	\$ 2,286,708	

Total with 10% Variable	Total with 25% Variable	Total with 50% Variable
\$ 1,007,812	\$ 1,670,837	\$ 2,827,040

NOTE: All services subject to change following final discussions with the Office of Cultural Affairs.

EXHIBIT B-1

Form of Certificate of Redemption

Form of Certificate of Redemption

December __, 20__

City of Dallas
1500 Marilla
Dallas, TX 75201
Attn: City Manager

Re: AT&T Performing Arts Center

Reference is made to that certain Performing Arts Center Use Agreement, as amended (the "Use Agreement"), between the City of Dallas (the "City") and the Dallas Center for the Performing Arts Foundation, Inc. (the "Center"). This is a Certificate of Redemption as provided in Section 8.5 of the Use Agreement.

The Center is pleased to report to the City that during the period from _____ __, 20__ to the date of this Certificate of Redemption, the Center and its Banks (as defined in the Use Agreement) collectively have redeemed \$_____ of the bonds issued in connection with the construction of the Center's venues and facilities.

The Center is deeply grateful for the opportunity to serve the City and the community and for the City's continued support of the Center.

The Dallas Center for the Performing Arts Foundation, Inc.

By: _____
Name: _____
Title: _____

DRAFT 10/13/16
SUBJECT TO FINAL DCPAF AND CITY COUNCIL APPROVAL

EXHIBIT C-1

Form of Request Notice

Form of Request Notice

December __, 20__

City of Dallas
1500 Marilla
Dallas, TX 75201
Attn: City Manager

Re: AT&T Performing Arts Center

Reference is made to that certain Performing Arts Center Use Agreement, as amended (the "Use Agreement"), between the City of Dallas (the "City") and the Dallas Center for the Performing Arts Foundation, Inc. (the "Center"). This is a Request Notice as provided in Section 8.6 of the Use Agreement.

The Center hereby requests that the City pay to the Center the Annual Payment (as defined in the Use Agreement) for 20__, as provided in the Use Agreement.

The Center is deeply grateful for the opportunity to serve the City and the community and for the City's continued support of the Center.

The Dallas Center for the Performing Arts Foundation, Inc.

By: _____
Name: _____
Title: _____

DRAFT 10/13/16
SUBJECT TO FINAL DCPAF AND CITY COUNCIL APPROVAL

EXHIBIT D-1

Form of Compliance Notice

Form of Compliance Notice

December __, 20__

City of Dallas
1500 Marilla
Dallas, TX 75201
Attn: City Manager

Re: AT&T Performing Arts Center

Reference is made to that certain Performing Arts Center Use Agreement, as amended (the "Use Agreement"), between the City of Dallas (the "City") and the Dallas Center for the Performing Arts Foundation, Inc. (the "Center"). This is a Compliance Notice as provided in Section 8.6 of the Use Agreement.

During the period from _____ __, 20__, to the date of this Compliance Notice, no Event of Default has occurred under the Center's Debt Restructuring Agreements (as defined in the Use Agreement).

[Alternative provision: During the period from _____ __, 20__, to the date of this Compliance Notice, an Event of Default occurred under the Center's Debt Restructuring Agreements (as defined in the Use Agreement), but on _____ __, 20__, [the DCPA cured such Event of Default] [or] [the Banks (as defined in the Use Agreement) waived such Event of Default].]

The Center is deeply grateful for the opportunity to serve the City and the community and for the City's continued support of the Center.

The Dallas Center for the Performing Arts Foundation, Inc.

By: _____
Name: _____
Title: _____