

CITY OF TOPEKA CONTRACT NO. 45755

AMENDMENT NO. 1

to

CITY OF TOPEKA CONTRACT NO. 43396

This Amendment No. 1 to City of Topeka Contract No. 43396 is entered into this 22nd day of February, 2017, by and between the City of Topeka, hereinafter referred to as the "City," and the Topeka Performing Arts Center, Inc., hereinafter referred to as "TPAC."

WHEREAS, the City is a municipality duly organized and existing under the laws of the State of Kansas, with full lawful power and authority to enter into this Agreement by and through its governing body; and

WHEREAS, TPAC is a not-for-profit corporation organized pursuant to the laws of the State of Kansas; and

WHEREAS, TPAC operates and manages the Performing Arts Center pursuant to an agreement with the City (City of Topeka Contract No. 43396), hereinafter referred to as the "Contract;" and

WHEREAS, the parties wish to amend the Contract for purposes of establishing the terms and conditions pursuant to which the City will provide additional funding to TPAC.

NOW THEREFORE, in consideration of the premises, mutual covenants and agreements herein set forth, the City and TPAC do hereby covenant and agree as follows:

1. A new subsection F shall be added to Article I of the Contract, as follows:

(F) Allocated Funds. The City has allocated funding for 2017 in the total amount of Three Hundred Thousand Dollars (\$300,000.00), hereinafter referred to as "Allocated Funds," which will be used for the following: General Operations; Technical/Production/Operation Equipment; Food & Beverage Equipment; Building Repair/Maintenance; Theater House Lamps/Lighting; Public Space and Meeting Room Lamps/Lighting; Uniform Vests and Shirts; and Website. TPAC must make an effort to expend the Allocated Funds on immediate facility needs for purposes of stabilizing operations.

Distribution. Two Hundred Seventy Thousand Dollars (\$270,000.00) of the Allocated Funds will be distributed by the City to TPAC in quarterly payments of Sixty-Seven Thousand Five Hundred Dollars (\$67,500.00). The first quarterly payment will be distributed upon Governing Body approval of Resolution No. 8859 (anticipated to occur on February 21, 2017). Each of the three subsequent quarterly payments will be distributed no later than the Friday following the Governing Body meetings held on April 11, 2017, July 11, 2017 and October 10, 2017, upon approval by the Governing Body of a Resolution that includes a

statement from the City's Finance Director (or designee) that she has received and declared as satisfactory:

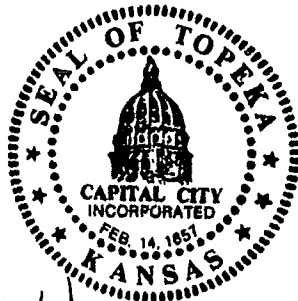
- Financial Statements;
- Six-Month Cash Flow Projections; and
- Quarterly Progress Reports (that include accomplishments and adherence to/satisfaction of the items listed in TPAC's 2017 Goals and Objectives, which are attached hereto and incorporated herein by reference as Exhibit A).

A fifth and final payment of Thirty Thousand Dollars (\$30,000.00) will be distributed by the City to TPAC during the last full week of December, 2017; *provided, however*, that TPAC has submitted sufficient evidence, as determined by the Finance Director (or designee), that TPAC has met or exceeded, through private fundraising efforts, its 2017 business sponsorship goal of Two Hundred Thousand Dollars (\$200,000.00).

2017 Annual Report. TPAC shall provide the City, through its Finance Director (or designee), with an annual report by no later than February 15, 2018. Said annual report shall include the same information required for the quarterly distribution of Allocated Funds, as set forth above, accompanied by an itemized list of the expenditures made with said funds.

2. All other provisions of the Contract that do not conflict with this amendment shall remain in full force and effect.
3. This amendment may be signed by faxed or electronic signature, which will be deemed an original signature. This amendment may be executed in counterparts, each of which shall be deemed an original, and all of which shall be deemed to constitute one instrument.

IN WITNESS WHEREOF, the parties hereto have executed this amendment as of the date first above written.



ATTEST:

Brenda Younger
Brenda Younger, City Clerk

CITY OF TOPEKA, KANSAS

Doug Gerber
Doug Gerber, Interim City Manager

APPROVED AS TO FORM AND LEGALITY

2/22/17
DATE BY MF

TOPEKA PERFORMING ARTS CENTER, INC.

Jim Wempe
Jim Wempe, President

ATTEST:

Andy [Signature]

Exhibit A
TOPEKA PERFORMING ARTS CENTER
GOALS AND OBJECTIVES 2017

TPAC's goal is to provide high quality programming and services to our patrons with fiscal responsibility.

TPAC staff, with the guidance and assistance of the Board of Trustees, will address the following objectives:

- Create a diverse programming schedule that meets the needs of the three areas of concentration for TPAC
 - 1) Main Stage productions
 - Create a series of 5-8 performances with season subscription sales of 100 season tickets
 - Create Season Subscriptions for Friends of TPAC, corporations and individuals/households
 - 2) Civic/Community programming
 - Provide high quality programming that is based on a responsible budget with the goal of maximizing TPAC community involvement
 - 3) Educational programming
 - Review and evaluate TPAC's educational programs to develop partnerships with national and local educational partners
- Increase TPAC event days to 200 annually in 2017
- Increase Topeka Performing Arts Center attendance to 75,000 - FY '17
 - Actual attendance in FY '15 was 65,878
 - Attendance in FY '16 was 70,770
- Grow membership in the Friends of the Topeka Performing Arts Center Program to 200 individuals and households.
- Increase business sponsorship to \$200,000 – including but not limited to
 - Net from Fundraising Events
 - Direct Sponsorships
 - Revenue from Trusts and Endowments
 - Naming Rights
 - Grants
 - Other
- Implement comprehensive marketing and communications for TPAC events, activities and brand
- Create an environment for providing food & beverage in the lobby and Hills Festival Hall before the Series events
- Work to develop relationships with Downtown venues for pre- and post-event dining, beverages and experiences
- Work with the City to clarify and calendar City-managed facility improvements
- On a scheduled basis, review and evaluate effectiveness of programming practices and policies