

RESOLUTION NO. _____

A RESOLUTION OF THE MAYOR AND CITY COMMISSION OF THE CITY OF MIAMI BEACH, FLORIDA, ACCEPTING THE RECOMMENDATION OF THE FINANCE AND ECONOMIC RESILIENCY COMMITTEE AT ITS MARCH 22, 2024 MEETING TO DIRECT THE ADMINISTRATION TO INITIATE NON-BINDING DISCUSSIONS WITH LIVE NATION WORLDWIDE, INC. REGARDING THE POSSIBLE CONSTRUCTION OF A NEW THEATER AT THE JACKIE GLEASON THEATER SITE; AND REFERRING THIS MATTER BACK TO THE FINANCE AND ECONOMIC RESILIENCY COMMITTEE FOR FURTHER DISCUSSION.

WHEREAS, the City owns the Fillmore Miami Beach at the Jackie Gleason Theater (the "Theater"), which was designed by noted Miami Beach architects L. Murray Dixon, Henry Hohaus, and Russell T. Pancoast & Associates, originally opened in 1951 as the "Miami Beach Municipal Auditorium"; and

WHEREAS, the building contained a flat event floor and balconies on three sides, allowing many types of events to take place, from sporting events to banquets to performances, and during the 1950s and 1960s, it hosted television variety shows including *The Dick Clark Show*, *The Ed Sullivan Show* and *The Jackie Gleason Show*; and

WHEREAS, in 1964, the Theatre was renamed the "Miami Beach Auditorium" after the building became co-owned by the City of Miami Beach and CBS Studios; and

WHEREAS, during this time, it also became the home of the third revival of The Jackie Gleason Show which ran from 1964 to 1970; and

WHEREAS, shortly after The Jackie Gleason Show ended, famed Miami Beach architect Morris Lapidus was called in to redesign the Theater and in 1974, the theatre reopened as the "Miami Beach Theater of the Performing Arts" with significant alterations providing the auditorium with inclined theatre-style seating and a single large balcony level that included box seating along the north and south walls, thereby making the venue more suitable to host Broadway style productions, as well as functioning as a concert hall, hosting a variety of music and dance performances; and

WHEREAS, in 1985, world renowned architects James Stewart Polshek & Partners completed a design for a renovation of the Theater that was not constructed; and

WHEREAS, in 1988, the venue was renovated with a design by a joint venture of Borrelli Frankel Blitstein and Sasaki Associates, Inc. which gave the facade of the building its current Art Deco design, similar in appearance to many buildings in the Miami Beach area; and

WHEREAS, following the death of Jackie Gleason in June 1987, the City of Miami Beach commemorated his career and renamed his former show's home, the "Jackie Gleason Theater of the Performing Arts"; and

WHEREAS, in 1991, the current freestanding marquee signage structure at the corner of 17th Street and Washington Avenue was constructed and in 1999, the port cochere was expanded to its current appearance by noted Miami Beach architects Giller and Giller, Inc.; and

WHEREAS, in 2003, the interior lobbies of the Theater were updated, with design by SKLARchitecture; and

WHEREAS, Live Nation Worldwide, Inc. ("Live Nation") and the City entered into a management agreement on June 22, 2007 pursuant to which Live Nation acts as the City's agent with respect to the management and operation of the Theater (as amended by that certain (i) Amendment No. 1 dated December 9, 2009 (the "First Amendment"), (ii) Amendment No. 2 dated July 7, 2011 (the "Second Amendment"), (iii) Third Amendment dated May 6, 2016 (the "Third Amendment"), (iv) Fourth Amendment dated March 2021, (v) Memorandum of Understanding dated February 1, 2022 (the "2022 MOU") and (vi) Fifth Amendment dated June 1, 2022 (the "Fifth Amendment"), the "Management Agreement"); and

WHEREAS, pursuant to the Third Amendment and Fifth Amendment, in anticipation of the construction of the Facility Improvements and Hotel Project (as such terms are defined in the Fifth Amendment), the Parties agreed to a temporary closure of the Facility (the "Closure") to enable the Developer (as defined in the Fifth Amendment) to execute the Facility Improvements in a safer and more efficient manner.

WHEREAS, pursuant to the Fifth Amendment, the City and Live Nation agreed to extend the First Renewal Term by the number of days of the Closure plus an additional 180 days provide Live Nation a reasonable period of time within which to restore Live Nation's business to the approximately the condition that would have existed had the Closure not occurred (the "Extension Period"); and

WHEREAS, pursuant to a Memorandum of Understanding dated March 2024, the City and Live Nation agreed that the expiration date for the First Renewal Term shall be January 24, 2026; and

WHEREAS, Pursuant to the Management Agreement, Live Nation will have the option to extend the Management Agreement for a Second Renewal Term of five (5) years which, if exercised, would expire January 24, 2031; and

WHEREAS, pursuant to the terms of the Management Agreement, Live Nation undertook renovations and upgrades of approximately \$3.5 million in 2007, designed by ADD Inc., and the theater reopened as "The Fillmore Miami Beach at the Jackie Gleason Theater"; and

WHEREAS, additional renovations totaling roughly \$7 million have been made over the last several years by Live Nation and the City has also made improvements to the building, including necessary repairs to achieve the requisite 40 year certification in 2019; and

WHEREAS, a Conditions Assessment Report was prepared in September 2019 by MC Harry & Associates identified improvements required and/or recommended to be made to the Theater's envelope and major systems; and

WHEREAS, in connection with the identification of cultural facilities requiring improvements that could be included in the 2022 G.O. Bond for Arts and Culture, the City's Facilities Department conducted further inspections and prepared a cost estimate for enhancements to the Theater totaling \$29,110,000 (a copy of the cost estimate is attached as **Exhibit A** to this Resolution); and

WHEREAS, on November 6, 2018, Miami Beach voters approved the issuance of a General Obligation Bond that included funding in the amount of \$29,110,000 for improvements; and

WHEREAS, in 2023, Live Nation had preliminary discussions with the Administration and made presentations to the Finance and Economic Resiliency Committee regarding its interest in building a new, state-of-the-art theater that will attract the highest caliber of performers and better serve the residents and visitors of the City of Miami Beach; and

WHEREAS, Live Nation again expressed its interest to build a new theater at the FERC March 22, 2024 meeting; and

WHEREAS, members of the FERC discussed whether utilizing the G.O. Bond funding toward the cost of a new theater might be a better investment of taxpayer funds than paying for renovations to a 50-year old building not designed to today's resiliency standards; and

WHEREAS, acknowledging that the future plan for the theater may ultimately proceed via a competitive solicitation and may require voter referendum approval, the FERC concluded that directing the Administration to have preliminary, non-binding discussions with Live Nation regarding its plan to build a new theater at the site could be beneficial to the decision-making process for determining whether a new theater should be constructed, the existing Theater renovated, or some combination of the two options.

NOW, THEREFORE, BE IT DULY RESOLVED BY THE MAYOR AND CITY COMMISSION OF THE CITY OF MIAMI BEACH, FLORIDA, that the Mayor and City Commission accept the recommendation of the Finance and Economic Resiliency Committee at its March 22, 2024 meeting to direct the Administration to initiate non-binding discussions with Live Nation Worldwide, Inc. regarding the possible construction of a new theater at the Jackie Gleason Theater site; and further, referring this matter back to the Finance and Economic Resiliency Committee for further discussion.

PASSED and **ADOPTED** this ____ day of _____ 2024.

ATTEST:

Steven Meiner, Mayor

Rafael E. Granado, City Clerk

(sponsored by Commissioner Joe Magazine)

APPROVED AS TO
FORM & LANGUAGE
& FOR EXECUTION

City Attorney

3-27-24

Date