



## Memorandum

To: American Mountaineering Center  
From: Mark Heller, Executive Director  
Date: April 30, 2010  
RE: Major Topics for Lease Agreement with Golden Gem Cinema

With GURA's recent confirmation of funding and the AMC's recent assurances that the property tax issues can be worked out, the Golden Gem Cinema has renewed optimism that this dream can be realized. We offer this draft of major topics so that we can begin in earnest the process of negotiating the lease. It is our intention that this draft eventually includes all of the major terms for all parties. With the major terms agreed, the boilerplate should follow quickly. Once we have finalized the lease, we will re-launch our outreach to establish the volunteer organization. We would like to have the lease finalized by May 20, so we should probably meet within two weeks to ensure progress and to schedule approval by AMC in time for the lease to be approved by GURA at its May 24 meeting.

### Parties

- Lessor shall be American Mountaineering Center, LLC.
- Lessee shall be the Golden Gem Cinema, a Colorado Not For Profit Corporation formed by GURA contracting on behalf of the Golden Gem Cinema volunteers

### Rent, Dates, and Term

- \$300 per day for the period 9/1/2010 through 12/31/2010
  - If GGC not prepared to begin operations on 9/1/2010, GGC shall pay \$100 per missed date if cancelled within 60 days and full price if cancelled within 30 days, unless AMC has opportunity to book those dates.
  - Dates for 2010 would include 2<sup>nd</sup> and 4<sup>th</sup> Friday & Saturdays
  - 2<sup>nd</sup> and 4<sup>th</sup> Sundays could be added or subtracted at same rate upon 30 days notice
  - 3<sup>rd</sup> weekends could be added at same rate upon 30 days notice [need CMC approval]
  - September 9-12 inclusive for opening gala at \$300 each day
  - Showtimes would be in the evenings and afternoons. No more than two showings per date. Changes noticed at least 14 days in advance.
- \$300 per day for 2011 and 2012
  - Dates for 2011 and 2012 would include all 2<sup>nd</sup> and 4<sup>th</sup> Friday and Saturdays, except if those dates conflict with DocuWest, Environmental Film Festival, or Movies & Music in the Park. [waiting on confirmation from AMC]
  - 2<sup>nd</sup> and 4<sup>th</sup> Sundays could be added at same rate upon 30 days notice

- 3<sup>rd</sup> weekends could be added at same rate upon 30 days notice [need CMC approval]
- Showtimes would be in the evenings and afternoons. No more than two showings per date. Changes noticed at least 14 days in advance.
- One year initial term w/ 2, five year options
  - rental rates to be adjusted at end of each term to keep pace with AMC's costs, but capped at X% per year. [waiting on alt. language from AMC, including list of costs to be reviewed, such as projector bulbs]

#### Termination

- Lease can be terminated by Golden Gem Cinema upon 60 days notice. AMC can terminate only for standard defaults.

#### AV Equipment

- The new equipment (projector, screen, sound, mixing board, DVD players) would be installed per AMC specs and would become the property of AMC provided it would be made available to Golden Gem Cinema pursuant to its lease agreement.
- Maintenance of the equipment would be an obligation of AMC.
- Golden Gem will train its volunteers to operate the AV equipment. Only trained volunteers will operate the equipment. GGC will be repair or replace such equipment if improper use damages the equipment. AMC will cooperate with such trainings. AMC will require all operators of equipment to be trained.

#### Food & Beverage & Ticket Sales

- Soft Drinks, Coffee, Beer, and Wine would be permitted in the auditorium provided they are served in closeable containers such as screw tops or travel mugs
- Candy, popcorn, and pretzels are permitted. Other hot foods would be permitted only with prior consent from building manager, which consent shall not be unreasonably withheld.
- Secure storage sufficient for concessions and equipment to be constructed in the backstage at the sole cost of the Golden Gem. Such storage would not be deemed a fixture for purposes of the lease. Construction to be approved by AMC, which shall not unreasonably withhold consent.
- The lift could be used to transport concessions and equipment from behind the stage to the lobby.
- Concessions stations would be set up in the lobby in front of the auditorium.
- The box office would also be set up in the lobby in front of the auditorium.
- A phone line for credit cards would be permitted to be installed and accessible in the lobby in front of the auditorium.
- Golden Gem would be able to use the AMC kitchen and the sink/stove in the CMC kitchen.

#### Access

- GGC can have access to Foss Auditorium for movie previews from 8am-closing the Wednesday and Thursday before each weekend, provided the actual time is scheduled in advance through the AMC building management.
- GGC will have access to the building all day and night on show dates.

- Would Golden Gem have keys to building?

#### Security and Insurance

- Golden Gem will walk the halls twice each showing.
- Golden Gem will provide supplemental insurance to AMC.

#### HVAC, Bathrooms, Lights

- Auditorium will be at appropriate temp in time for showtimes.
- Bathrooms will be cleaned at stocked in time for showtimes.

#### Cleaning

- Golden Gem will sweep, vacuum, mop, and collect trash in the auditorium and lobby after each showing, or will pay AMC \$10-12/hr for such service upon 7 days notice. [waiting on AMC for estimate of hours and or total cost].
- Golden Gem will reimburse AMC \$10-12/hr for cleaning and stocking bathrooms. [waiting on AMC for estimate of hours and or total cost].
- Golden Gem would set aside \$1200/year to fund replacement of carpet and upholstery

#### Marquee & Signage

- Golden Gem and AMC would negotiate and share equally in the installation and maintenance of a marquee at the corner of 10<sup>th</sup> and Washington, depending on price and affordability. The marquee should be sufficiently large to be seen by motorists and to communicate that movies are being shown within and to display the Golden Gem website for more details. [AMC to research signage options]
- Golden Gem would be permitted to install and maintain small changeable signs at each entrance to the AMC and in each bathroom that would also display the website, the movies currently playing and coming, and the website.