

# SUSPENSION



PERFORMING  
ARTS CENTER

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Anthony C. Conte  
*President*

September 13, 2011

The Erie County's Legislature  
Community Enrichment Committee  
92 Franklin Street, 4<sup>th</sup> Floor  
Buffalo, NY 14202

Attention: Mr. Thomas A. Loughran, Chair

Subject: The Erie County's Legislature Community Enrichment Committee  
Meeting 4, September 12, 2011, Agenda Item 8 COMM. 18E-21 (2011)  
Session 18: County Executive "Cultural Capital Projects"

Dear Mr. Loughran:

Relative to an application question asked at yesterday's legislative hearing, I have reviewed our records regarding the request for funding for 710 Main Street Inc. (formerly Studio Arena theatre). The request was made verbally at a meeting called by the County Executive in his conference room on June 9, 2009 attended by several individuals representing Studio Arena Theatre School, Inc. and foundations who could potentially support this project. I have enclosed a copy of the plan documents including financial projections that were presented at that meeting and have included letters of support issued in August, 2009 to enable us to approach local foundations with funding requests.

If you have any question, please contact me by phone at 829-1150 or by email [aconte@sheas.org](mailto:aconte@sheas.org).

Sincerely,

Anthony C. Conte  
President

THE STAR OF THE  
THEATRE DISTRICT

ESTABLISHED 1926

P O BOX 1130

BUFFALO, NY 14205

716.847.1410

FAX 716.847.1644

**PLAN FOR USING STUDIO THEATRE BUILDING**  
**AS COMMUNITY THEATRE**  
**MANAGED BY**  
**SHEA'S-O'CONNELL PRESERVATION GUILD, LTD.**

## **Executive Summary**

### **Background Information**

Studio Theatre School d/b/a Studio Arena Theatre ("Studio" or the "Debtor") is one of the oldest resident theatres in the United States. Studio has a rich history of producing or co-producing innovative theatre for the Buffalo-Niagara region and has been Western New York's only League of Resident Theatre ("LORT") member.

Studio filed a Chapter 11 bankruptcy petition on June 18, 2008. Studio owns certain real property located at 710 Main Street, Buffalo, New York ("Studio Theatre Building"), which is encumbered by a two mortgages, which are held by five banks and the Studio Arena Fund for Theatre, Inc. ("Fund"). On July 15, 2009, the Chapter 11 filing was converted to a Chapter 7 filing.

### **Proposed Plan**

To continue to provide the Buffalo-Niagara region with innovative dramatic theatre and performing arts presentations and based on premises set forth in the attached Report, the following is a proposed plan to continue operating the Studio Theatre Building as a community theatre:

1. Upon court approval, the banks and the Fund will assign their respective interests in the indebtedness secured by the mortgages to a new tax-exempt, not-for-profit corporation created by Shea's-O'Connell Preservation Guild, LTD. ("Shea's") for the specific charitable purpose of owning and operating the Studio Theatre Building ("New Entity").
2. The banks will retain a contingent right to be paid up to the principal balance of the first mortgage, which has a principal amount of \$675,000 ("First Mortgage") if New Entity sells the Studio Theater Building within 3 years of New Entity acquiring the building.
3. New Entity will acquire (credit bid) the Studio Theatre Building in a sale initiated by the trustee of the Debtor's Chapter 7 proceeding under Section 363 of the United States Bankruptcy Code (the "Bankruptcy Code").
4. New Entity will operate the Studio Theatre Building in accordance with the business plan attached as Exhibit A.

### **Additional Information**

The Report that follows this summary contains additional background information about the events leading to the development of the proposed plan and more details about the plan itself.

## Report

### Studio's Bankruptcy

Studio filed a petition for bankruptcy protection under Chapter 11 of the Bankruptcy Code on June 18, 2008. Studio's assets include the Studio Theatre Building, which is encumbered by the First Mortgage. HSBC Bank USA, National Association, Bank of America, First Niagara Bank, Key Bank and M&T Bank (the "Banks") each hold an equal interest in the indebtedness secured by the First Mortgage. The Fund holds a second mortgage in the principal amount of \$1,000,000, which also encumbers the Studio Theatre Building ("Second Mortgage"). Currently, the Banks have a first position, or senior, security interest, and the Fund has a second, or junior, security interest. The total combined indebtedness secured by the First and Second Mortgages exceeds \$2,100,000 (including unpaid interest). The Debtor has not been able to successfully reorganize under Chapter 11 protection and emerge from bankruptcy. As a result, on July 15, 2009, the Chapter 11 filing was converted to a liquidating bankruptcy under Chapter 7 of the Bankruptcy Code.

### Shea's Involvement with Studio

Over the past several years on a number of occasions, Shea's has been asked to provide assistance to Studio. Shea's responded by making suggestions regarding Studio's accounting practices, marketing, ticketing and other cost paring and sharing arrangements.

More recently, about the time Studio filed its petition for Chapter 11 bankruptcy, the Chairman of the Board of Trustees of Studio asked Shea's to consider managing the Studio Theatre Building. Shea's responded with a proposal to manage the Studio Theatre Building on behalf of the owner. Shea's developed a business plan for using the building as a community theatre (see Exhibit A). The plan provided that Shea's would manage the building, rent the theatre space to theatre companies and presenters and provide ticketing services. The plan also included projected revenues, expenses and pricing information.

After the Chapter 11 filing, Studio leadership sought funding from government and foundation sources to continue Studio as a LORT member. Government and foundation leaders were unwilling to fund the attempt to revitalize the past business model.

Local foundation leaders (including leaders of the John R. O'Shei Foundation and the Margaret L. Wendt Foundation) and Erie County government officials asked Shea's to become involved. More recently, Shea's agreed to help.

### Proposed Plan Details

The proposed plan for Shea's to manage the Studio Theatre Building is based on several important principles:

1. Shea's Board of Trustees believes that Shea's cannot afford to commit its limited financial resources to buying another building or paying the creditors of Studio.

2. Shea's Board of Trustees is willing to commit its managing capabilities to the effort to save the Studio Theatre Building as a community theatre in the heart of the theatre district.

3. Shea's Board of Trustees believes that the continued existence of the Studio Theatre Building as a 650-seat community theatre in downtown Buffalo is extremely important to downtown Buffalo, the theatre community and the Buffalo Niagara community.

4. In recent weeks, no one has stepped up with a plan to save the Studio Theatre Building as a theatre. Someone must.

The proposal is designed to ensure the continued use of the Studio Theatre Building as a community theatre for the benefit of the Buffalo-Niagara community and to encourage and develop the community's interest in the performing arts. Below is a detailed description of the proposal.

1. Shea's will form New Entity under the Not-for-Profit Corporation Law of the State of New York. New Entity will seek an exemption from federal income taxes. New Entity will be organized for the charitable purposes of owning and operating a theatre building and stimulating, promoting and developing an interest in the dramatic and the performing arts in the Buffalo-Niagara region by making theatre space available to local, regional and national theatre companies. The organization will present or co-present theatrical performances with other not-for-profit institutions.

2. Upon approval of the bankruptcy court, the Banks and the Fund will assign their respective interests in the indebtedness secured by the First and Second Mortgages to New Entity. As a result of this assignment, New Entity will be a secured creditor of Studio.

3. The Banks will retain a contingent right to be paid an amount not to exceed the principal balance of the First Mortgage if New Entity sells the Studio Theatre Building within three (3) years of taking title to the building.

4. The Chapter 7 trustee will initiate a sale of the Studio Theatre Building in accordance with Section 363 of the Bankruptcy Code. New Entity will bid for the building. Section 363 allows for the sale of a debtor's assets in bankruptcy, free and clear of all liens, claims and encumbrances, provided that the secured creditors and parties with liens on the assets are paid in full, the creditors consent to the sale, or the creditors' claims are subject to bona fide dispute. Furthermore, in the case of sales initiated by a Chapter 7 trustee, Section 363 of the Bankruptcy Code allows a secured creditor to credit bid a debtor's assets, i.e., set off the full amount of the secured creditor's claim against the purchase price of the assets if the secured creditor is the successful bidder at auction. Unless a higher bid is made, the New Entity will acquire the Studio Theatre Building free and clear of all claims, liens and encumbrances.

5. New Entity will operate the Studio Theatre Building in accordance with the business plan set forth in Exhibit A.

### About Shea's

The main theatre at Shea's is listed on the national registry of historic sites, and Shea's has been engaged in restoring and preserving that theatre. Shea's currently operates two theatres in Buffalo, presenting nationally-recognized theatrical and musical performances. Shea's also has a long history of financial stability. For more information about Shea's, see Exhibit B.

Doc # 01-2306622.5

Exhibit A  
**EXHIBIT A**  
**STUDIO THEATRE BUILDING BUSINESS PLAN**

The goal of this plan is to keep the Studio Theatre Building at 710 Main Street as an operating community theatre within the Buffalo Theatre District. Since the Studio Theatre Building is the only mid-sized theatre in the region, it adds considerably to the success and vibrancy of the Theatre District in Downtown Buffalo as well as the theatre community at large. It is important to all of the theatres in the region to keep the Studio Theatre Building a functioning and vibrant theatre. Shea's has developed this business plan as an important step in the sustaining the future of the Studio Theatre Building.

**Shea's Responsibilities:**

- To manage the facility ensuring that maintenance and repairs are made to the systems in the building.
- To program theatrical performances for the building.
- To develop and manage a rental program to rent the facility for theatrical or non-theatrical events and possible office space needs.
- Provide all ticketing services for events in the facility.
- Provide staff to supervise events.
- To manage concessions in the building.
- To maintain the facility as a viable, working theatre.

**Operational Process:**

The Studio Theatre Building will be owned by a not-for-profit, tax-exempt subsidiary ("New Entity") and will be operated as a presenting theatre, i.e., New Entity will not produce shows. New Entity will manage the facility at 710 Main Street on a day-to-day basis. There will be no full time staff in the building; however, maintenance staff will be in and out on a daily basis to ensure safety and proper operation of building systems. On performance or event days, Shea's will staff the theatre appropriately from two hours prior to the event to one hour after the event. An office on the main floor would be maintained for the manager supervising events. Shea's will also operate the concession area and lounge.

Events scheduled will include theatrical events as well as private and/or corporate events. Shea's proposes a season of four to six performances. The sources for these performances will be as follows:

**Local Extensions of LORT Produced Plays From Theatres Within Our Region:**

These plays will be presented in conjunction with the LORT (League of Regional Theatres) theatres, i.e., Geva; Cleveland Playhouse, Syracuse Stage, etc. These plays will be produced by the LORT theatre, with New Entity bearing transportation plus local production expenses. Under no circumstances will New Entity produce or co-produce plays. Its role will be as a presenter only. New Entity will charge ticket prices of \$40 - \$45 for these shows.

## Exhibit A

### **Local Theatrical Productions:**

Local theatre companies such as Musical Fare, Irish Classical Theatre Company and Road Less Traveled Theatre, to name a few, will be polled to determine their interest in performing at Studio Theatre Building in their normal season schedule. The theatre companies will benefit from the increased seating capacity over their normal venues. This will enable them to earn considerably more income. Under this agreement, the theatre companies will provide the show, and New Entity will provide the venue. The advertising will be paid from the first ticket monies, and then the balance would be split 60% to the theatre companies and 40% to New Entity. Ticket prices will be \$30 - \$35.

### **College Productions:**

These performances will be produced by local and regional colleges or universities with quality theatre programs, i.e., Buffalo State College and Niagara University. These would also be co-presented by the individual school and New Entity. The college or university will provide the performance, New Entity will provide the venue, advertising would be paid from first ticket monies and the balance will be split evenly between the two organizations. Ticket prices will be \$20-\$25.

### **Theatrical Rentals:**

The Studio Theatre Building will be made available to local theatre companies and other promoters on a rental basis with an established hourly and/or daily fee. Shea's will perform ticketing and house management for these productions, the cost for which will be included in the rent.

### **Non-Theatrical Rentals:**

Both the lobby space and the stage will be made available to local entities for non-theatrical events, i.e., corporate meetings, parties, etc. A rental schedule will be established by New Entity, and the manpower to oversee these events will be provided by Shea's.

### **Conclusion:**

The implementation of this plan will allow the Studio Theatre Building to remain a vibrant working theatre in the Buffalo Niagara Region. This will provide the theatre companies in the region with a mid sized venue for larger productions providing much needed additional earned income. It will provide the theatre patrons of the region a wider variety of theatrical productions than are currently available. Overall the project will be a substantial benefit for the community.

*Revised Sept 2, 2009*



Exhibit B

**EXHIBIT B  
SHEA'S PERFORMING ARTS CENTER**

Shea's Buffalo Theatre ([www.sheas.org](http://www.sheas.org)) is a 3,000 seat theater that was built in 1926 and is listed on the National Register of Historic Places. Shea's closed in the 1960's and was later threatened with demolition due to deterioration. Shea's O'Connell Preservation Guild, Ltd. was formed and leased the building from the City of Buffalo in 1981 and has managed the business and the restoration process since. The mission of the Preservation Guild is *to restore and maintain Shea's Buffalo Theatre for present and future generations to enjoy as a working historic theatre providing a wide variety of live performing arts experiences for our patrons and innovative and effective educational experiences fostering an appreciation of live theatre by area youth.*

Today Shea's O'Connell Preservation Guild, Ltd., a 501 c(3) not-for-profit corporation, operates under the trade style Shea's Performing Arts Center. The Center includes Shea's Buffalo Theatre as well as two additional properties owned by the Guild, The Smith Building and The Pavilion Parking Lot. Both properties were purchased through grants from the Smith Family Foundation as a means to generate income to support the operation of the Center. Shea's operates as a presenting theatre contracting with touring productions from across the country.

Today under the leadership of Shea's Management Team and its Shea's Board of Trustees, the theatre is financially sound carrying no debt and funding its operating expenses through earned revenue and philanthropic support. Shea's is financially independent and receives no annual operational support from county, state or federal government. The \$10.2 million in projects contained in this Five Year Capital Plan will require substantial government and private support. The restored theatre now hosts an all-star lineup of Broadway musicals, concerts, family and children's programming and civic events and brings much-needed business to downtown Buffalo. A recent study commissioned by The American League of Theatres and Producers showed that Touring Broadway resulted in a \$51 million economic benefit to the Buffalo/Niagara Region in the 2004 – 2005 season alone. Based on this study we believe that the economic impact of our total programming is \$80 million annually. Shea's hosts over 250,000 patrons annually.

Since assuming responsibility for Shea's Buffalo Theatre in 1981, the Guild has overseen \$32 million in restoration and new construction to improve the facility and keep it a viable option for our diversified performances. In addition Shea's has developed a very diversified Education program serving over 10,000 local youths annually.

**SHEA'S O'CONNELL PRESERVATION GUILD, LTD.**  
**COSTS TO MANAGE 710 MAIN**  
**FORECAST**

13-Sep

1:47 PM

		9 Month		
		Year 1	Year 2	Year 3
	Fees per show	Budget	Budget	Budget
<b>Production income:</b>				
LORT Shows	7,512	-	69,500	139,000
University Shows	2,504	-	4,600	9,200
Local Productions	5,008	8,000	16,000	16,000
Local Production - Rentals	-	7,500	20,000	30,000
Rentals - Theatre	-	3,750	12,000	15,000
Rentals - Lobby	-	4,500	10,000	12,000
Educational Events	-	-	-	-
Ticket Service Fees	-	4,500	18,000	27,000
Facility fees	-	5,008	20,032	30,048
Total Income from production	15,024	33,258	170,132	278,248
<b>General and administrative:</b>				
Management Fee		-	-	-
Salaries		32,700	43,600	43,600
Employee benefits		9,000	12,000	12,000
Office Expenses		11,250	15,000	15,000
Computer Services		4,050	5,400	5,400
Telephone		3,750	5,000	5,000
Insurance - Fund for Theatre		22,500	30,000	30,000
Supplies		7,500	10,000	10,000
Repairs & Maintenance		3,750	5,000	5,000
Utilities - Gas		18,000	24,000	25,000
Utilities - Electric		46,500	62,000	72,000
Utilities - Water		2,775	3,700	3,900
Security		3,750	5,000	5,000
Other		750	1,000	1,000
Total general and administrative		166,275	221,700	232,900
Total change in Net Assets before non-cash items		(133,017)	(51,568)	45,348

**SHEA'S PERFORMING ARTS CENTER  
PROFIT (LOSS) STATEMENT  
SHOW BUDGETS - 710 MAIN**

		<b>3 weeks LORT Show</b>	<b>2 weeks Local Production</b>	<b>1 week University Show</b>
<b>Revenue:</b>				
1-40000-400	Ticket sales	307,680	155,040	52,480
1-45000-400	Sponsorship	-	-	-
	<b>Total revenue</b>	<b>307,680</b>	<b>155,040</b>	<b>52,480</b>
<b>Direct expenses:</b>				
<b>Show Costs:</b>				
1-50000-400	Production Expense	100,000	78,024	22,490
1-52000-400	Royalties	30,768	15,504	5,248
	<b>Total artist fees</b>	<b>130,768</b>	<b>93,528</b>	<b>27,738</b>
<b>Advertising:</b>				
1-60000-400	Advertising show	50,000	25,000	7,500
1-60100-400	Advertising pro-rata			
1-60200-400	Cast party	500		
	<b>Total advertising</b>	<b>50,500</b>	<b>25,000</b>	<b>7,500</b>
<b>Salaries &amp; wages</b>				
1-61000-400	Stagehands	20,000	10,000	4,500
1-61200-400	Wardrobe	1,500	1,000	-
1-61400-400	Production staff	1,440	960	480
1-62000-400	House Manager	2,160	1,440	720
1-62000-400	Box office staff	720	480	240
1-62200-400	Usher captains	900	600	300
1-64000-400	Group sales comm.	769	388	131
1-63300-400	Cleaning staff	1,440	960	480
	<b>Total salaries &amp; wages</b>	<b>28,929</b>	<b>15,828</b>	<b>6,851</b>
<b>Fringe benefits (calculated):</b>				
1-65000-400	Stagehand annuity (4%)	800	400	180
1-65000-400	Wardrobe Annuity (3%)	45	30	-
1-65100-400	FICA (7.65%)	2,213	1,211	524
1-65200-400	Unemployment (9.70%)	2,806	1,535	665
1-65300-400	Worker's compensation (1.81%)	524	286	124
	<b>Total fringe benefits</b>	<b>6,388</b>	<b>3,463</b>	<b>1,493</b>
<b>Other production expenses:</b>				
1-66000-400	Equipment rental	500	2,500	500
1-66200-400	Catering/hospitality	1,000	500	250
1-66100-400	Transportation	1,500	-	-
1-67500-400	Lodging	7,700	-	-
1-66400-400	Supplies	750	500	250
	<b>Total other production expenses</b>	<b>11,450</b>	<b>3,500</b>	<b>1,000</b>
<b>Box office expenses:</b>				
1-67000-400	License	1,800	1,200	600
1-67100-400	Security	3,888	2,592	1,296

**SHEA'S PERFORMING ARTS CENTER  
PROFIT (LOSS) STATEMENT  
SHOW BUDGETS - 710 MAIN**

		<b>3 weeks LORT Show</b>	<b>2 weeks Local Production</b>	<b>1 week University Show</b>
1-67200-400	EMT			
1-67300-400	Insurance (18.5%)	1,338	893	449
	Total box office	7,026	4,685	2,345
	Total expenses	235,061	146,004	46,927
	Profit / (Loss) from Event	72,619	9,036	5,553
	Other Income:			
4-42000-400	Concessions	7,231	4,829	2,426
4-42300-400	Merchandising	-	-	-
	Total other income	7,231	4,829	2,426
	Indirect Expenses:			
1-75000-400	Credit card fees	6,000	3,023	1,023
4-72000-400	Concessions/bar supplies	2,242	1,497	752
4-70000-400	Concessions Manager	1,200	800	400
4-70000-400	Bartender wages	504	336	1,008
4-71000-400	Bartender benefits	326	218	168
	Total other expenses	10,272	5,874	3,352
	Net profit / (loss) on show	69,579	7,991	4,628
	Ticket sales - paid	7,512	5,008	2,504
	Comp. tickets	100	75	50
	Total tickets	7,612	5,083	2,554
	Drop Count	7,231	4,829	2,426
	Percent of House	50%	50%	50%
	# of Performances	24	16	8
1-40200-150	Restoration Income	7,512	12,520	6,260
	Sales Level to Breakeven	235,061	146,004	46,927
	Tickets Sold to Breakeven	5,739	4,716	2,239
	Ticket Prices			
	High	45.00	35.00	25.00
	Mid	40.00	30.00	20.00
	Tickets Available	626	626	626
	Price Level A	19.2%	19.2%	19.2%
	Price Level B	80.8%	80.8%	80.8%
	Average Ticket Sold	40.96	30.96	20.96
	Sales Level to Break Even	235,061	146,004	46,927

**SHEA'S PERFORMING ARTS CENTER  
PROFIT (LOSS) STATEMENT  
SHOW BUDGETS - 710 MAIN**

	<b>3 weeks LORT Show</b>	<b>2 weeks Local Production</b>	<b>1 week University Show</b>
Group Sales percentage	5.0%	5.0%	5.0%
Group Sales	15,384	7,752	2,624
# of Tickets sold:			
Single	7,512	5,008	2,504
\$ value of tickets sold:			
Single	307,680	155,040	52,480
Royalty %	10.0%	10.0%	10.0%
Split %			
Co-presenter	0%	60%	50%
710 Main	100%	40%	50%
Partner Share Calculation			
1-54000-400 Ticket Sales Less advertising	257,680	130,040	44,980
Partner %	0%	60%	50%
Total	-	78,024	22,490
Concessions/bar per head	1.00	1.00	1.00
Merchandise per head	0.25	0.25	0.25
Sponsorships:			
Renewal	-	-	-
New	-	-	-
M&T (non-commisionable)	-	-	-
Sponsor comm - new	7.0%	7.0%	7.0%
Sponsor comm - renewal	4.0%	4.0%	4.0%
Commissions:			
Sponsor comm - new	-	-	-
Sponsor comm - renewal	-	-	-



## COUNTY OF ERIE

CHRIS COLLINS

COUNTY EXECUTIVE

August 24, 2009

Mr. Anthony Conte  
President  
Shea's Performing Arts Center  
PO Box 1130  
Buffalo, NY 14205

Dear Mr. Conte: *Tony*

I am pleased to issue my support for the Shea's-O'Connell Preservation Guild's plan for using the Studio Theatre Building as a community theatre to be managed by the Guild.

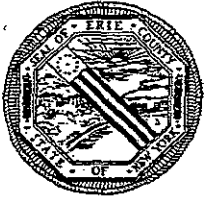
The Preservation Guild's plan for the Studio Theatre Building provides the only viable option for ensuring that the Buffalo Niagara community has continued access to the unique and innovative local, regional, and national theatre long associated with the Studio Theatre Building. As you know, Buffalo and Erie County have an extraordinary legacy within the theatre community. The Studio Theatre Building played a pivotal role in developing that legacy. To preserve and build on that legacy and to continue to promote and develop an interest in theatre in Western New York, the Studio Theatre Building must continue to operate. The plan submitted by the Preservation Guild will make sure that exceptional theatre continues to be performed at the Studio Theatre Building.

Again, I am pleased to issue my support to the Shea's-O'Connell Preservation Guild's plan for using the Studio Theatre Building as a community theatre.

Sincerely,

CHRIS COLLINS  
Erie County Executive

CC:ckc



# Erie County Legislator Timothy M. Kennedy

92 Franklin Street, Buffalo, NY 14202

August 27, 2009

RE: Plan to Use Studio Theatre Building as Community Theatre

To Whom It May Concern:

I am writing today to express my support for using Buffalo's premier Studio Theatre as a community theatre managed by Shea's-O'Connell Preservation Guild, Ltd.

The Studio Theatre has played a vital role in the development and current success of our region's theatre community. As the only mid-sized theatre in the Buffalo-Niagara region, the continued functioning of the Studio Theatre as a viable venue for theatre productions is crucial to the overall success of Buffalo's downtown theatre district. The proposed plan will further the already pristine legacy of theatre in Western New York and preserve interest in theatre for years to come. This Plan will ensure that the Studio Theatre continues to operate and build further upon the solid foundation it has established since 1926.

I support and recommend the proposed plan. If I can be of any assistance, please feel free to contact my office at 824-6180.

Sincerely,

Timothy M. Kennedy  
Erie County Legislator, District #2



Re: Plan to Use Studio Theatre Building as Community Theatre

Dear Banks:

On behalf of Buffalo Place Inc., we support the attached "Plan for Using Studio Theatre Building as a Community Theatre Managed by Shea's-O'Connell Preservation Build, LTD." (the "Plan").

The Plan provides the only viable option for ensuring that the Buffalo-Niagara community has continued access to the unique and innovative local, regional, and national theatre long associated with the Studio Theatre Building. As you know, Buffalo, New York has an extraordinary legacy in the broader theatre community. The Studio Theatre Building played a pivotal role in developing that legacy. To preserve and build on that legacy and to continue to promote and develop an interest in theatre in Western New York, the Studio Theatre Building must continue to operate. The Plan will make sure that exceptional theatre continues to be performed at the Studio Theatre Building.

We fully endorse and recommend the Plan and ask that you support it and participate in the transactions described in the Plan.

Very truly yours,

Michael T. Schmand  
Executive Director



*The*  
**JOHN R. OISHEI**  
F o u n d a t i o n

September 30, 2009

Mr. Anthony C. Conte  
Shea's Performing Arts Center  
646 Main Street  
Buffalo, NY 14202

*RE: Plan to Use Studio Theatre Building as Community Theatre*

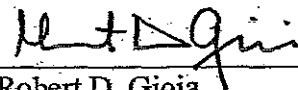
Dear Mr. Conte:

We, the undersigned, respectfully submit the attached "Plan for Using Studio Theatre Building as a Community Theatre Managed by Shea's-O'Connell Preservation Guild, LTD." (the "Plan").

The Plan provides the only viable option for ensuring that the Buffalo-Niagara community has continued access to the unique and innovative local, regional, and national theatre long associated with the Studio Theatre Building. As you know, Buffalo, New York has an extraordinary legacy in the broader theatre community. The Studio Theatre Building played a pivotal role in developing that legacy. To preserve and build on that legacy and to continue to promote and develop an interest in theatre in Western New York, the Studio Theatre Building must continue to operate. The Plan will make sure that exceptional theatre continues to be performed at the Studio Theatre Building.

We fully endorse and recommend the Plan and ask that you support it and participate in the transactions described in the Plan.

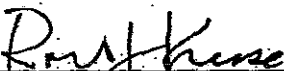
Very truly yours,



Robert D. Gioia  
President  
The John R. Oishei Foundation



Clotilda Bode-Dedecker  
President & CEO  
Community Foundation for Greater Buffalo



Robert J. Kresse  
Secretary-Treasurer  
Margaret L. Wendt Foundation



Brian D. Baird  
Trustee  
Cameron Baird Foundation

Attachment





Monday, September 21, 2009

Anthony Conte  
President & CEO  
Shea's Performing Arts Center  
P.O. Box 1130  
Buffalo, New York 14202

Dear Tony:

Congratulations on determining a plan that would allow the Studio Arena building to remain a vital point in Buffalo's downtown Theatre District!

We at the Arts Council in Buffalo & Erie County agree wholeheartedly with your premise that the continued existence of the Studio Arena building as a community theater is extremely important not only to downtown, but for all of the Buffalo Niagara theater community.

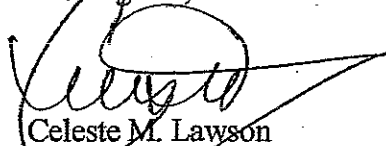
As the region's only mid-size theater (650 seats), this building provides an array of unique opportunities that will serve to enhance the work of our local acting community and their ability to expand and develop professional programs adding to Buffalo's national reputation as stronghold for theatrical talent.

Maintaining the space as a functioning theater will also ensure that the positive economic impact generated by theater patrons and theatrical productions will not substantially diminish because of the loss of programming out of that facility.

The recovery of the Studio Arena building from being dark reminder of a most unfortunate set of circumstances in our arts community into a venue that will once again bring joy and entertainment to the people of Western New York is an opportunity and challenge that can certainly be met under your leadership at Shea's Performing Arts Center – as evidenced by Shea's on-going growth and success!

If ever there is anything the Arts Council in Buffalo & Erie County can do to assist your cause, please do not hesitate to call upon us. It will be our distinct honor to help in any way possible. Good luck!

Best regards,



Celeste M. Lawson  
Executive Director



October 6, 2009

RE: Shea's Building and Operating Plans for the Studio Arena theatre space

To whom it may concern:

I am writing to convey my enthusiastic support for the Shea's Performing Arts Center plans for the theatre previously operated by Studio Arena. This theatre's history, size, and location are unique to Buffalo Niagara and I believe that the Shea's Performing Arts Center plans for it are its best chance for future success. The loss of this vital theatrical space would be a serious blow to Buffalo's Theatre District and the entire Buffalo Niagara theatre community.

Through the leadership of Anthony Conte and the Shea's Board of Directors I am confident that this theatre space could once again become a viable theatrical entity and an economic engine for the theatre district. I strongly urge you to support the Shea's Building and Operating Plans for the Studio Arena theatre space.

Sincerely,

Randall Kramer  
Artistic/Executive Director

