

**CULTURAL CONTRIBUTIONS (1900) BUDGET**

UNIT NO. 1900

Department: **Cultural Contributions**FUND: **General — 0001****Strategic Program Area 5: Milwaukee Public Museum**Service Provision: **Discretionary**

<b>How We Do It: Program Budget Summary</b>					
<b>Category</b>	<b>2019 Actual</b>	<b>2020 Actual</b>	<b>2021 Budget</b>	<b>2022 Budget</b>	<b>2022/2021 Variance</b>
<b>Expenditures</b>	\$3,500,000	\$3,500,000	\$3,500,000	\$3,500,000	\$ 0
<b>Revenues</b>	\$0	0	\$0	\$0	\$ 0
<b>Tax Levy</b>	\$3,500,000	\$3,500,000	\$3,500,000	\$3,500,000	\$ 0

<b>What We Do With It: Activity Data</b>				
<b>Activity</b>	<b>2019 Actual</b>	<b>2020 Actual</b>	<b>2021 Target</b>	<b>2022 Target</b>
Attendance-Museum*	269,769	152,417	100,000**	250,000
Attendance-Theater/Planetarium*	170,293	83,347	0**	50,000
Attendance-Exhibitions*	44,152	0	30,000	100,000

<b>How Well We Do It: Performance Measures</b>				
<b>Performance Measure</b>	<b>2019 Actual</b>	<b>2020 Actual</b>	<b>2021 Target</b>	<b>2022 Target</b>
Annual Attendance Over/(Under) the 400,000 Base Level*	84,214	N/A**	N/A**	(0)
Unrestricted Endowments Assets Over/(Under) the \$1,550,000 Base Level*	Yes	Yes	Yes	Yes
Generate Positive Unrestricted Operating Earnings* <sup>1</sup>	Yes	N/A**	N/A**	Yes

\*The Performance Measures identified are partially based on conditions that must be met by the Milwaukee Public Museum (MPM) as outlined in the existing Lease & Management Agreement.

\*\* These are the actual amounts for FY20 and updated budget estimates for FY2021 which goes from 9/1/20 through 8/31/21. Per the approved Amendment to the Lease and Management Agreement, these performance measures were waived for FY21 due to the pandemic and being closed for 9 months of the last 12. The Museum continues to be under capacity ordinances as well.

**Strategic Overview:**

Pursuant to Wisconsin Statute 59.56(2), Milwaukee County (County) may acquire, own, operate and maintain a public museum in the County, and appropriate money for such purposes. As a museum of human and natural history, it provides a dynamic and stimulating environment for learning. The museum interprets the world's cultural and natural heritage through collections, research, education and exhibits. It holds its collections as a public trust and is dedicated to their preservation for the enrichment of present and future generations.

**Strategic Implementation:**

MPM provides detailed quarterly reports of financial status and museum programmatic updates throughout the fiscal year to the Milwaukee County Parks and Finance/Audit committees.

<sup>1</sup> Positive Unrestricted Operating Earning is defined by unrestricted operating net income plus depreciation being greater than zero.

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The budgeted funds included as part of the 10-year Lease and Management Agreement (LMA) provide operational support to run the museum on behalf of the County and to provide access to schools, families, and the community in a variety of ways. MPM intends to continue serving over 400,000 visitors during each fiscal year and to provide services and educational opportunities to a diverse constituency. Milwaukee schools continue to receive free admission to MPM during the months of September through November (pursuant to current LMA).

Current LMA background:

### Original LMA

In 2013, the County and the MPM entered into a new LMA (adopted County Board file #13-598). The original LMA states that MPM must achieve several operating and financial goals. If the goals are not achieved, the County may reduce its annual operating contribution by \$250,000 for the subsequent year. Additionally, if MPM receives at least \$5,000,000 in cash or donor commitments for capital projects by December 31, 2017, the annual operating contributions will remain at \$3,500,000 for calendar years 2018-2022.<sup>2</sup>

The County is responsible for authorizing up to \$4,000,000 in museum capital improvement projects by December 31, 2017. As of December 31, 2017, the County included adopted capital projects in the amount of approximately \$5.8 million (2014 Adopted Capital Budget through 2017 Adopted Capital Budget).

The initial term of the agreement is through December 31, 2022 and can be automatically extended for four (4) successive periods of five (5) years each through December 31, 2042.<sup>3</sup>

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<sup>2</sup> On August 15, 2013, the County entered into a new LMA with the MPM whereby the County owns the current museum building at 800 West Wells Street and all of the artifacts, exhibits, and other items of historical or scientific value or significance owned or held by the County and used or intended to be used for exhibition, display, education or research in connection with the activities and operations of the MPM and the County would lease the current building, the personal property, and the artifacts to MPM, and MPM would undertake the primary responsibility for managing and operating the museum.

<sup>3</sup> Pursuant to the LMA, each Extended Term shall commence upon the expiration of the Preceding Term, except that any Extended Term shall not commence if one party gives the other notice not less than six (6) months prior to the expiration of any Preceding Term that such party elects not to extend, in which case, the LMA shall terminate upon the expiration of such Preceding Term.

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### Amendments to Original LMA

In 2018, the LMA was amended by the County and the MPM based on a strategic facility vision put forward by MPM and alignment of MPM Endowment covenants (adopted County Board file #18-532). Changes to the LMA include the following:

- A. \$5,000,000 in cash or donor commitments for capital improvements:<sup>4</sup>
  1. The date at which the MPM is to receive at least \$5,000,000 in cash and donor commitments changed from December 31, 2017 to December 31, 2020.
  2. Include monies received or pledged for a possible new building as well as the current building before any future funding amounts would be decreased.
  3. Of the total \$5,000,000 commitment goal, MPM is limited to only including \$1,000,000 of these total funds to be from donor commitments and cash specifically raised towards exhibits. Exhibits continue to bring in revenue, but do not necessarily directly assist the site, building or future relocation.
- B. Endowment unrestricted net assets:<sup>5</sup>
  1. The criteria that the MPM Endowment (the "Endowment") maintain at least \$2,000,000 in unrestricted net assets was reduced to \$1,550,000 to match the updated covenant MPM has with its bank for its line of credit facility.

In 2020, there were two instances of LMA amendments:

- A. The first instance was due to the negative financial impacts related to the COVID-19 pandemic (adopted County Board file #20-482). Changes to the LMA include the following:
  - a. Annual attendance:
    - i. The criteria for annual attendance of the Museum, its theater/planetarium and special exhibits, events, and programs was waived for the Museum Fiscal Years 2020 and 2021.

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<sup>4</sup> Milwaukee County Department of Administrative Services/MPM joint report (file 18-532): *"Since the Agreement was signed in 2013 MPM has undergone significant changes in leadership and organizational strategy, and the MPM's Board of Directors is now focused on advancing plans to create a new facility for the museum in the coming years. As this strategy has taken shape it became clear that it was an unwise use of donor (or public) funds to invest in major capital improvements to the current facility, which MPM plans to eventually leave. Accordingly, any potential future capital requests from MPM related to the current facility will be solely limited to those urgent necessities needed to maintain minimum structural and operational standards for the museum filed and/or to sustain business revenue. A change to this criterion is requested to reflect the current strategy, allowing funds raised both to improve the current facility and also to advance plans for the future facility count toward this criteria, and extending the deadline to meet the \$5,000,000 total."*

<sup>5</sup> Milwaukee County Department of Administrative Services/MPM joint report (file 18-532): *"This condition was made to match the requirement of a covenant MPM had with its bank for its line of credit facility, calling for this same \$2,000,000 baseline as a guarantee for the line. Since the Agreement was signed in 2013 MPM's bank (CIBC) has reduced this requirement to \$1,550,000 in unrestricted net assets required in the Endowment. This amendment seeks to similarly reduce the County requirement to \$1,550,000 in unrestricted net assets in the Endowment, in order that the County's requirement match that of MPM's bank."*

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- b. Unrestricted operating earnings:
  - i. The criteria that the Museum have positive unrestricted operating earnings as defined by unrestricted operating net income plus depreciation being greater than zero be waived for the Museum Fiscal Years 2020 and 2021.
- B. The Second instance amended the LMA to allow either MPM OR a separate legal entity to receive \$5.0 million in cash and donor commitments for capital spending or for a “Relocation Strategy” (adopted County Board file #20-753).<sup>6</sup>

### Annual County Base-Level Operating Contributions to MPM (pursuant to LMA)

Approved County Board file #18-532 adjusted the \$5.0 million MPM capital donor/pledge requirement deadline from December 31, 2017 to December 31, 2020. As a result of this (and adherence to the other LMA requirements), County operating contributions to the MPM for years 2018 through 2020 remained at \$3.5 million.

For 2021, the \$3.5 million operating contribution is included provided the MPM meets its LMA commitments for fundraising capital amounts (for the facility and/or a future facility) as well as meeting performance criteria. As the requirements for the \$5 million were met, the 2022 operating contribution will remain at the \$3.5 million level.

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<sup>6</sup> Milwaukee County Department of Administrative Services/MPM joint report (file 20-753): “Authorization to execute a Third Amendment to Lease and Management Agreement to avoid a default of commitments and maintain existing funding. A requirement of the amended Lease and Management Agreement between Milwaukee County (“County”) and the Milwaukee Public Museum (“MPM”) is that MPM, alone, receive at least \$5.0 million in cash and donor commitments by December 31, 2020 for capital spending or for a “Relocation Strategy”. As of this date, MPM has raised most of these funds. Based on a plan for the Relocation Strategy, a certain amount of these funds is being raised by a separate legal entity so as to garner potential tax credits and loans. MPM wants to amend the Lease and Management Agreement to allow for the \$5.0 million in cash and donor commitments to include either MPM or a separate legal entity which will be utilized in the Relocation Strategy.... MPM management has indicated that if these changes in criteria are not memorialized, then MPM risks being in default of the \$5.0 million commitment of the Agreement. Such default would mean a reduction in operating support from \$3.5 million to \$3.2 million for 2021 and \$3.0 million for 2022... MPM has requested the Agreement be revised to address these issues. Based on this information, as well as review from the Comptroller’s Office and the Office of Corporation Counsel, DAS recommends amending this Agreement as provided in the attached.”