

The Vogue Theatre

Manistee, Michigan

FEASIBILITY STUDY

Revitalizing
Supporting
Building Downtown

July 2010

The Urban Resource Alliance



The Urban Resource Alliance

Comprehensive Redevelopment Services

July 12, 2010

Ms. Cyndy Fuller
Executive Director
Alliance for Economic Success
1361 U.S. 31 South
Manistee, MI 49660

Dear Ms. Fuller:

The Urban Resource Alliance is most pleased to submit the Adaptive Reuse/Feasibility Studies for the Vogue Theatre in the downtown and the Iron Works Building on the Peninsula east of the Downtown. The locations and Iconic presence of these structures present a rare revitalization opportunity for Manistee on the west coast shoreline of Lake Michigan that is unique to all others, even throughout the State.

The Iron Works project, ideally situated on the Peninsula where Manistee Lake meets the Channel leading out to Lake Michigan, is proposed to include a collection of food – and outdoor/sports-themed retail, anchored by a boutique “loft-style” hotel, restaurant/micro-brewery, transient marina, and Farmer’s Market. These Uses are all tied together with food-related learning programs and activities including a culinary school, community gardens, greenhouses and cooking/growing/brewing workshops. The Vogue Theatre, on the other hand, will anchor a proposed west-end commercial “arts” district that will promulgate the inherent cultural/arts heritage of the Manistee community. Together these concepts will attempt to achieve the full economic and use potential of the buildings and site while still remaining sensitive to the historic character downtown and the waterfront environment which embraces them. The Intent to enhance and compliment the other attractions in the community and not compete has been a major underlying objective in this feasibility process.

The URA looks forward to working with you in advancing to the next steps in implementing this extraordinary project. We will remain flexible in our approach so that we can assist in meeting the aspirations of the County, the Community, and the Owners. The challenge of this project can be met only by the continued foresight and coordinated effort of the Review Team, AES, the Seng organization, the MSDDA and the community as a whole. This public/private “joint venture” approach is vital to the success of this project and integral to the development approach as expressed throughout this study.

Thank you for the opportunity to participate in this process.

Very truly yours,
THE URBAN RESOURCE ALLIANCE

David W. Schervish FAIA, ASLA
Project Director

The Vogue Theatre

Manistee, Michigan

FEASIBILITY STUDY

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FINAL REPORT CONTENTS

INTRODUCTION	5
I. REGIONAL AND DOWNTOWN CONTEXT	
A. Regional Geography and Market Area	10
B. Downtown and Waterfront Context	12
C. Demographics	14
D. Tourists and Visitors	18
E. Conclusions	20
II. EXISTING CONDITIONS ANALYSIS	
A. Measured Drawings	22
B. Existing Building and Site Conditions	27
III. RECOMMENDED USE/PROPOSED PROGRAMMING	
A. Evaluation of Alternative Uses	35
B. Proposed Programming	37
C. Projected Events and Attendance	42
D. Collaboration with Ramsdell Theatre	45
IV. CONCEPTUAL DESIGN PLANS AND COST ESTIMATES	
A. Space Needs Analysis	47
B. Proposed Floor Plans and Section	49
C. Scope of Work Description	54
D. Preliminary Construction Cost Estimate	57
V. DOWNTOWN LINKAGE AND WEST END ANCHOR	
A. Linkage Concept	59
B. Arts, Entertainment and Creative Industries	59
C. Conclusions	61
D. Maple/River Street Intersection	61
E. Downtown Linkage Plan	62
VI. IMPLEMENTATION STRATEGY	
A. Pricing Strategies and Sales Projections	65
B. Financial Projections and Assumptions	68
C. Development Schedule	74
D. Development Team/Ownership Structure	75
E. Next Steps	77
SUMMARY, CONCLUSIONS & RECOMMENDATIONS	78
APPENDICES	
1. Film Exhibition Projections	85
2. Early History and the Architects	87
3. Original Design and Construction	89



Introduction

In a concerted effort to achieve their vision for Manistee to become the “community of choice on the Lake Michigan shoreline,” community leaders engaged the Urban Resource Alliance (URA) to explore the feasibility of creating unique destination points for the central core and eastern edge of Downtown Manistee through renovation of The Vogue Theatre and an adaptive re-use of the Iron Works buildings. Both buildings, when constructed, showcased Manistee’s prosperity and represented important milestones in the community’s history. Now, they are poised to recreate that history through rejuvenation of their iconic presence for the short and long term economic vitality of the downtown and greater Manistee region.

Ideally situated, the historic architectural character and history of each building compliments the overall historic character of the entire downtown and its sense of place. While the majority of Downtown Manistee’s architecture dates from the later portion of the Victorian Era (late 1800’s to 1901), the Art Deco Theatre (1938) and Early Twentieth Century Industrial (1907) character of the Iron Works Building add significantly to the evolution and rich character of the City’s architectural heritage. Successful market based operations for both buildings as detailed in this study will create a stretch of patrons, shoppers and pedestrians to each destination, further strengthening and adding to the success of businesses between them, an ideal retail strategy.



Vogue Theatre

Though both buildings are quite architecturally interesting, The Vogue is particularly distinguished by the pedigree of its famous architect, William L. Pereira. In a long career, Pereira was noted for his futuristic designs of landmark buildings such as the Transamerica Pyramid in San Francisco, and his unmistakable style of architecture which came to define the look of mid-20th century America. Many elements of his famous style were incorporated into The Vogue as he designed a Northern Michigan variation on the Art Deco theme including the strong horizontal and vertical lines and general simplicity of the exterior.

Iron Works

Opened in 1907, the Iron Works is a massive building – 260 feet long, 120 feet wide, and a staggering 70 feet tall with 12” beams – and contained everything used in the most modern machine shops of the day. It was intended to provide employment for up to 250 workers that were to be paid the highest wage in the City. A Manistee Daily News headline proclaimed “New Shop to Be Immense.” The article stated that “. . . the masonry work gives an idea of the thoroughness of the plans. Everywhere, the best materials and the most thorough methods are specified. On solid concrete foundations, the heavy walls are built. They are surfaced with Saginaw vitrified paving brick, similar to those used for the exterior of the Ramsdell Theater. This means that the great shop, wholly utilitarian inside, will look as attractive outside as it is possible to make it.”





Work Plan and Process

To fully explore the possibilities for the two buildings, URA began their work with an exploration of outside studies and planning work performed over the last several years. Since the completion of a 2006 County-wide visioning initiative, Envision Manistee County, the City of Manistee, Manistee County, Manistee Main Street/DDA (MSDDA), The Alliance for Economic Success (AES), and other community organizations have worked to unify diverse interests towards achieving their vision. Specific strategies for the future of the County involving youth and education, arts and culture, economy and employment, health and human resources, and government and infrastructure were adopted and have helped focus efforts to achieve the goal. The City's most recent strategic plan makes important progress towards the vision, while the MSDDA has stepped up efforts to become a driving force behind the revitalization, development and sustainability of the City's downtown district. At the same time, the County's economic development strategy was re-engineered with a vision of "prosperity," and AES has implemented strategies that seek to improve both the economic well-being and quality of life in Manistee County. Urban Resource Alliance's engagement to develop feasibility studies for the Vogue Theatre and Iron Works Building is another step in these efforts.

The initial review of previous work began a process that the Alliance has developed after years of experience determining adaptive reuses for historic structures and fitting new uses to existing urban contexts to enhance downtown life. Detailed on the following page, the "Work Plan Flow Chart" lays out a complementary road map for each project that led the URA team to their recommendations and conclusions. Work included:

- **Context/Downtown and Regional** – reviewed all pertinent studies and plans for the City and County; researched local geographic elements along with general and market specific demographic data to determine economic feasibility
- **Existing Conditions Analysis** – ascertained the current status of the buildings and addressed Historic, Design and Engineering issues; noted historic restoration aspects of the buildings as they relate to potential eligibility for state and federal tax incentives and to potential new uses
- **Evaluate Reasonably Feasible Uses** – determined the most sustainable potential uses for both the Vogue Theatre and Iron Works Building through interviews with industry experts, stakeholder input, review of multiple reports and data, and team member experience
- **Relationship Diagrams Adapting the Building to the New Use** – developed schematic relationship diagrams along with a square foot area space program tested against the existing conditions
- **Repairs/Improvement Relating to the New Use** – identified the work necessary to adapt the buildings including demolition, repairs, interior and exterior restoration or renovation, new construction, mechanical, site and FFE (furniture fixtures and equipment); developed preliminary budget construction estimates.
- **Implementation Plan** – using the findings from phases III, IV, and V, The Urban Resource Alliance, based on its experiences with both historic redevelopment projects as well as development consulting experience, determined the recommended ownership and developmental entities for the projects and developed baseline financial feasibility studies including analysis of which alternative funding streams may be accessed for each project, such as new market tax credits, Brownfield tax credits, state and federal historic tax credits, Housing and Urban Development funding, other alternative funding sources, and private debt and equity; organized a development schedule that details each phase of project construction from pre-development through final construction and opening



Urban Resource Alliance Team

Throughout the process, URA relied on a team of professionals with extensive experience in a variety of development tasks. Comprised of professional firms and individual consultants, The Urban Resource Alliance provides a wide range of services addressing all downtown issues including architectural, historic, urban design, landscape architecture, community planning, theatre, retail and hospitality management, and financial structuring, as well as market and economic analysis. The Alliance comprehensively tailors its services to each specific client's needs. In the case of the Vogue Theatre and the Iron Works Building feasibility studies, the following firms and individual consultants worked to complete this study:

David W. Schervish FAIA ASLA, with over thirty years experience as an architect, urban designer, planner and landscape architect, Mr. Schervish combines his professional expertise in urban real estate planning and development to bring a multi-disciplined approach to directing the Alliance Team. He has lead several consulting teams in the preparation of master urban design and strategic plan efforts including the planning, design and execution of the 300 acre Detroit waterfront park system and Detroit's Harmonie Park District.

Thomas Roberts, AIA, has married contemporary architecture of our time with the timeless and historic architecture of the past. His combined experiences have strengthened Tom's ability to raise awareness and advocate for quality architecture, urban design, and historic preservation in such projects as the Tibbits Opera House, Morris Performing Arts Center, Detroit Artists' Market and the residential development of the Fine Arts Building in Detroit.

Ernest Zachary, of Zachary and Associates, formerly served as the Head of the Finance Division of the Community and Economic Development Department, City of Detroit. In twenty years of consulting, he has secured over \$50 million in UDAG, Community Block grant and EDA grants for projects totaling over \$300 million.

Bob Donohue, CMSM, has been Oakland County, Michigan's Principal Planner for Downtown Redevelopment and the Program Coordinator for Main Street Oakland County (MSOC) since 1999. Bob has 31 years of experience in downtown redevelopment, historic preservation, economic development and community planning at the local and county government levels as well as the private sector.

Thomas Gerdom, president of Gerdom Management Group, takes both a personal and professional interest in historic theatres and the development of programming to sustain them well into the future. Mr. Gerdom has led a variety of performing arts and management organizations with full responsibility for program development, finance, sales, marketing, fund development, planning, facilities and personnel.

Kyle Westberg, West Construction Services, is a 1984 Graduate of Manistee High School and a 1990 Graduate of Lawrence Tech. Univ. with a degree in Architecture. Having roots in Manistee gives Kyle a good perspective into the needs of the community while he provides his professional expertise in construction cost estimating to the feasibility study.



I. REGIONAL AND DOWNTOWN CONTEXT

A. Regional Geography and Market Area

1. Regional Geography
2. Market Area

B. Downtown and Waterfront Context

C. Demographics

1. Demographics – Manistee County
2. Demographics – Combined Market Area:
Manistee, Benzie, Wexford, Lake, Mason,
and Oceana Counties
3. Life Style/Life Mode
4. Residents' Lifestyle and Consumer
Preferences

D. Tourists and Visitors

E. Conclusions



A. 1. Regional Geography

Downtown **Manistee** is cozily nestled along the Manistee River Channel that connects Manistee Lake with Lake Michigan. The city is the largest population center in **Manistee County** which sits along Michigan’s west coast on Lake Michigan somewhere between the first and second knuckle of the pinky finger in the mitten geography. According to legend, Manistee is an Indian word meaning “The Spirit of the Woods.” Thanks to a Civilian Conservation Corps reforestation effort to replace the trees cut during the lumbering era of the 1800s, the County is a beautiful setting with over 250,000 acres of forested land! The Manistee National Forest sits in the middle of the County comprising 500,000 acres – one of the largest national forests in the central United States.



Lakes and streams provide a myriad of outdoor activities; and water, in many forms, is a “pervasive element” throughout the area as chronicled in the BrandPrint presentation:

- 25 miles of Lake Michigan Shoreline.
- 8,200 acres of natural or artificial lakes and ponds
- 276 miles of rivers and streams
- 73,503 acres of wetlands (21.1% of the land area)
- Five designated wild and scenic rivers
- Nine inland lakes of a size greater than 50 acres, each with its own personality



In Manistee County, the report noted, you can engage with water in almost every way imaginable – fish, swim, boat, kayak, canoe, walk along a shore or bank, or just sit and watch it.



The County touches on four others: Benzie to the north, Wexford to the east, Lake to the southeast, and Mason directly south. Within a thirty mile radius are the cities of Ludington to the south and Frankfort to the north. Pentwater is just beyond that range to the south. Extend the radius to sixty miles and larger cities are included: Traverse City to the north, Cadillac to the east, and Reed City and Big Rapids to the southeast.



Grand Rapids is about two hours south with Lansing another hour past that to the east. Muskegon is 80 miles south. The Indiana border is about four hours away, with the Chicago area another hour beyond that.





A. 2. Market Area

For the purpose of this study, the market areas for the two properties are considered quite distinct. While Manistee County is the location of the Iron Works, the market area for what is projected to be a “destination” re-use of this building is much broader, and could easily extend out for a sixty mile radius for more regular shoppers and visitors.

The Vogue, however, is limited by the availability of theatres in other communities, so there is a limit to the distance that customers would travel regardless of product or amenity upgrades that might make the Theatre more appealing. Further, it would be supposition to suggest a price advantage might also alter these limitations because, even if it was significantly more attractive, it might only affect customers who attend the theatre less regularly than those closer in. Therefore, The Vogue’s market area is limited to Manistee County within a radius of 20 to 25 miles north and east and a short extension into Mason County as far as Free Soil.

The Iron Works is expected to regularly draw from the four surrounding counties – Benzie, Wexford, Lake and Mason – with some reach into Oceana and Newago. Both properties are expected to benefit from the summer tourist traffic while the Iron Works is expected to enhance that traffic as a “destination,” and may create site specific tourist and visitor traffic throughout the year from the surrounding region and beyond.

These market areas are similar to those identified by Beckett & Raeder, Inc. in their *Downtown Strategic Plan*. In that report, on page 73, maps depict a “local trade area (LTA),” similar to The Vogue’s market area, and a “regional trade area (RTA),” similar to the Iron Works’ projections.



The Vogue’s competition is on all three sides. To the north is the Garden Theatre in Frankfort, recently renovated and now open year-round. Movie-goers are not expected to choose that theatre over The Vogue, but it might prove closer to Arcadia residents for their regular attendance. Most residents have been traveling to Ludington, about thirty minutes to the south, since The Vogue closed. On West US-10 near the intersection with US-31, Ludington’s Carmike Harbor Cinemas offers eight screens and 3-D in a modern facility. There are three additional theatres within an hour’s drive – Carmike’s Grand Traverse Cinemas and Horizons Cinemas, both in Traverse City, and the Goodrich Cadillac 5 in Cadillac. All appear to offer at least five screens. In the summer, there might be some traffic going to the Cherry Bowl Drive-In, one of the last functioning drive-ins in the state and within an hour from downtown Manistee.

Not included in the regional market area is the Grand Traverse/Leelanau Peninsula area. Though most of this area is either in or just beyond the sixty-mile radius, they have not been included because of the extensive offerings “closer to home.” It is anticipated that certain site-specific activities will attract visitors from this area, however, they would not be considered “regular” shoppers.



B. Downtown and Waterfront

“The Victorian Port City” includes a wealth of architectural delights, many situated downtown on River Street or nearby. The downtown business district is on the State and National Register of Historic Places, as are a number of individual buildings. Though the downtown built environment is predominantly late 19th century “Victorian” in character, there are also some outstanding examples of mid-20th century architecture (namely, the Vogue Theatre, a 1938 example of Art Deco). That continuity

of architectural history further adds to the richness and full story of the downtown’s architectural heritage. It also provides visual proof of the community’s economic prosperity and growth throughout different periods of its history. Thus, each individual building serves as a chapter in the overall true history of the community.

Manistee came of age in the 1800's as a lumber boomtown that, in the Victorian era, had more millionaires per capita than anywhere else in the United States. The flourishing economy produced great wealth and a high standard of living, which is manifested in elegant mansions, an opera-house style theatre, and ornate public buildings and churches designed by nationally known architects.

To this day, Manistee continues to be one of the busiest shipping and recreational ports on Lake Michigan. The city has been a Great Lakes Port of Call for over 150 years with freighters and cruise ships seasonally sailing the Manistee River Channel to the delight of tourists and visitors strolling the Manistee Riverwalk. The Riverwalk itself is an attraction – a 1.75 mile handicapped-accessible walkway running from US-31 to Lake Michigan. “Urbanesque” through downtown, *it becomes green and park-like just west of Maple Street*. Two beaches are within the City, Douglas Park/First Street Beach and Fifth Avenue Beach. Marinas and boat launches are available along the River Channel.



Downtown Manistee is home to nearly 150 businesses and community resources. River Street features an eclectic mix of retail shops, galleries, antique stores and restaurants. Several eateries have outdoor decks overlooking the River Channel and the Riverwalk. A recent Streetscape project enhances the beauty of the elaborately painted buildings and streetlights lining River Street, and a Victorian Fountain sits across from the City Marina on the west end. Summertime festivals and concerts make the downtown ring with activity.



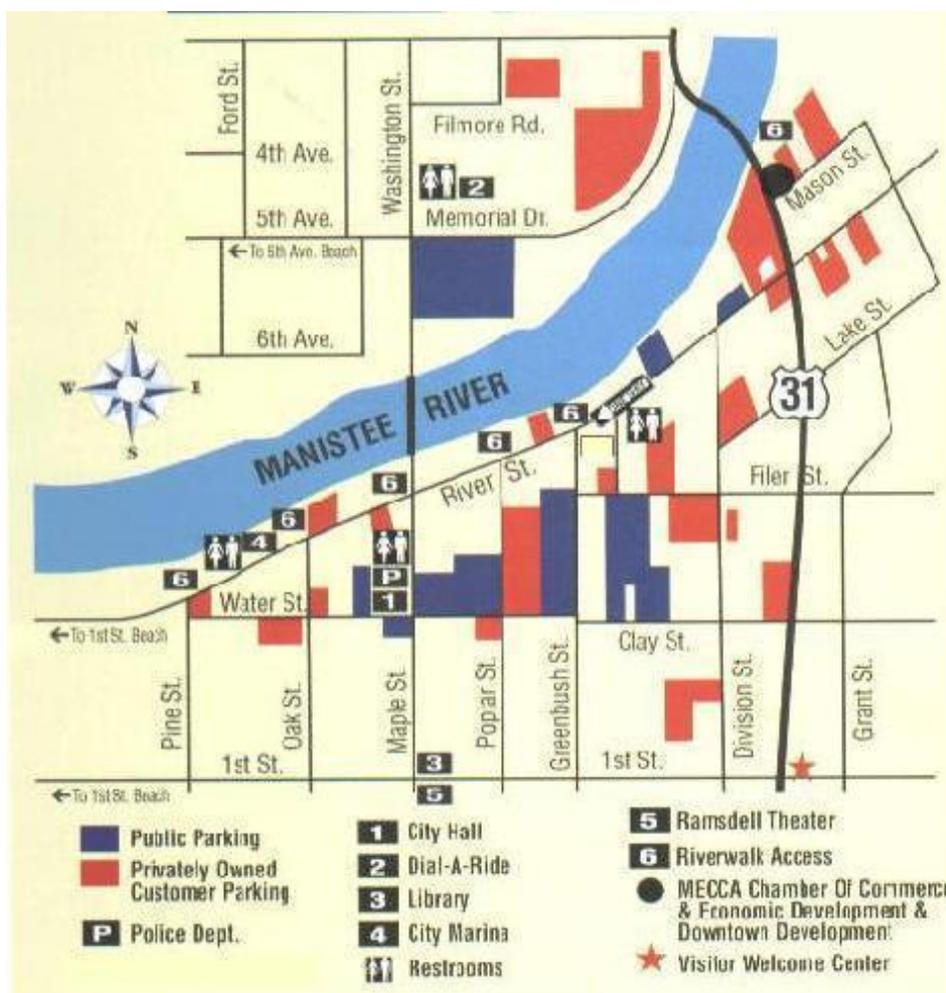
While all appears architecturally rosy, the *Downtown Strategic Plan* reports that, in spite of a number of advantages and a strong retail potential, a significant portion of retail spending is going to Ludington, with a “lesser, but not insubstantial [amount] . . . on items like clothing and sporting goods” going to Traverse City. The report also notes a number of downtown vacancies, which project a negative image, as well as issues with non-retail businesses occupying space that would be better utilized by retailers. Buildings in need of repair or renovation to better fit in were also cited as detracting from those more well-preserved.



As part of their work, Beckett & Raeder also provided a quantitative analysis of actual retail supportability in Manistee charted as “additional supportable square-footage with and without the presence of a general merchandise retailer in the community.” Not all of the existing square-footage data is current, nor does it all pertain to The Vogue or Iron Works properties, however, some projections were pertinent:

- *Apparel for Children/Infants, Men and Women* – Occupied 8,500sf in 2007; Projected conservatively at 11,500sf for 2012 and 16,000sf aggressively
- *Nursery/Garden Centers* – Occupied 8,000sf in 2007; Projected conservatively at 9,500sf for 2012 and 11,000sf aggressively
- *Restaurants* – Occupied 5,000sf in 2007; Projected conservatively at 6,000sf for 2012 and 8,000sf aggressively
- *Specialty Food Stores* – Occupied 1,000sf in 2007; Projected conservatively at 1,500sf in 2012 and 2,500sf aggressively

Most individual categories reduced (at different rates) when the presence of a large-format general merchandise retailer was considered, but *Restaurants* actually increased to 11,000sf for the 2012 aggressive projection. Other downtown businesses might also be positively impacted by a shift in the demand dynamic generated by a destination re-use for the Iron Works, which was not considered in the study. A year-round “attraction” at the Iron Works including a mix of markets, retailers and restaurants could create a level of activity and economic synergies that could easily alter these projections and catapult efforts to revitalize downtown sales to levels not realized in decades.





C. 1. Demographics – Manistee County

Both the BrandPrint and *Downtown Strategic Plan* studies review census tract and related data as well as life style traits for the County. Beckett & Raeder, comparing Manistee to Petoskey, Traverse City and Cheboygan, note:

Census data, as well as the estimates and projections from MapInfo indicate that this housing market is below all of the other areas in per capita income throughout the forecast period. Median household income is above only that of Cheboygan County, and average household income in the Manistee market is below that of all other comparable markets [projected] in 2006 and 2011.

Among 25 to 34 year old households in the Manistee market, just under half reported incomes in excess of \$35,000 in the 2000 Census. This is below the comparable figure in all of the other counties except Cheboygan. About 59 percent of the households in this cohort were homeowners, a figure comparable to that in other counties. In the 55 to 64 year old cohort, roughly 55 percent of the households had incomes of more than \$35,000, putting Manistee at the median for the five counties. The home ownership rate for this group was in excess of 91 percent, higher than anywhere except Mason County.



Some of these figures cited were updated in the *2006-08 American Community Survey 3-year Estimates*, but not significantly.

For *The Vogue*, not only income, but the size and variety of different age groups, the number of families with children, education levels, and the distance from the Theatre become important characteristics. Included in the County's 24,772 population total, there are 1,189 children under the age of five, and another 2,700 of elementary through middle-school age. Less than 1,000 are in the 15 to 17 years grouping, but the 18-35 years grouping is over 5,000. Over 7,000 are aged 45 through 64 with another 4,000 between 65 and 84. All represent good sized markets for different types of films and attractions, though some of the individual quantities suggest shorter runs. The median age is 43.1, slightly higher than the state average of 37.7 and the national average of 36.7, suggesting a growing segment of seniors/retirees. Almost 20% of the population is 65 years or older. Approximately 25% of the family households have children under 18 years – a total of about 1,700 homes.

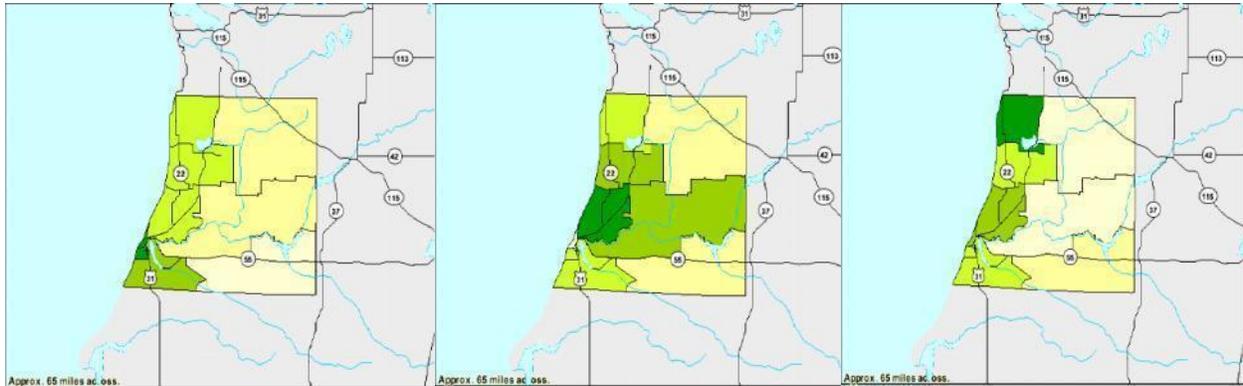
Education levels are strong with high school graduates (and higher) totaling 85.6% of those 25 years or older. This is close to both state and national averages. Those with Bachelor's degrees (or higher) are the smaller part of this and total only 15.5%, significantly below the state average of 24.7% and the national average of 27.4%.

As noted previously, median household incomes and median family incomes both significantly trail state and national figures. For instance, the median family income was \$48,750 compared to \$61,617 statewide and \$63,211 nationally.

Besides the quantity and quality of the various statistics, their physical location in the County and distance from the Theatre is also important. Though the population density is highest in the city (south of the river) before spreading north and south along the coast, the income is stronger to the north of downtown and



then inland, while those 65 years and older are more concentrated in the far north of the County with another strong area matching the income map. (The dark green is the densest concentration fading out to a light yellow for the least):



Population density

Income density

65+ years

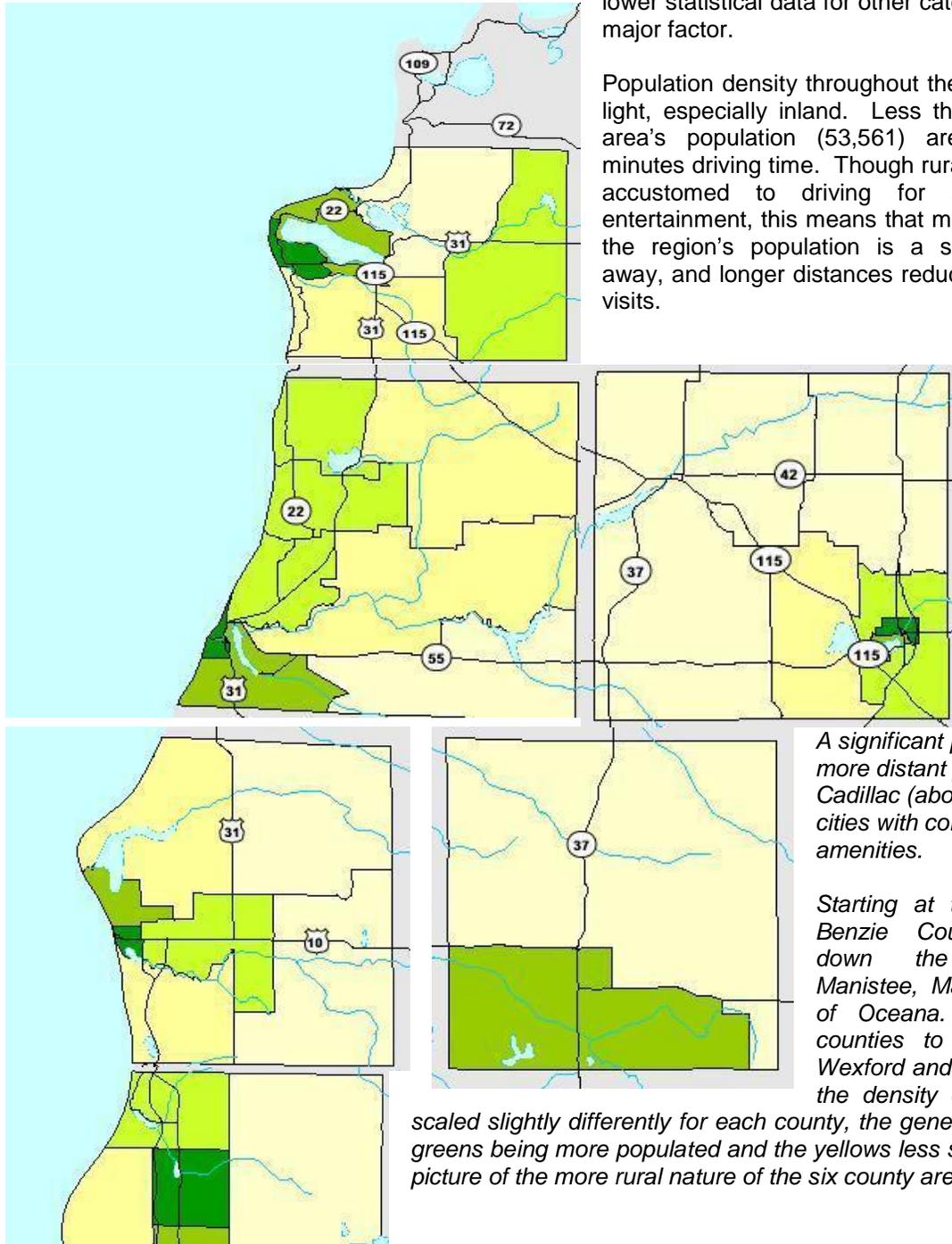


C. 2. Demographics – Combined Market Area: Manistee, Benzie, Wexford, Lake, Mason and Oceana Counties

The six-county immediate market area for the Iron Works goes out in an almost sixty-mile radius of the facility. The total population for this area is 140,305 with just a few more males than females. There are almost 89,000 housing units with more than a third vacant and just over half owner-occupied. High school graduates (or higher) make up 85% of the population over age 25, near state and national averages, while those with Bachelor's degrees or higher total only 16% - well below state and national figures. Median family incomes range from approximately \$42,700 to \$48,700 except for Lake County at \$32,000. Lake County is significantly depressed economically, and its inclusion for geographic purposes tends to skew some of the numbers slightly downward; however, its population of only 11,000 and related

lower statistical data for other categories is not a major factor.

Population density throughout the region is very light, especially inland. Less than 40% of the area's population (53,561) are within thirty minutes driving time. Though rural residents are accustomed to driving for shopping and entertainment, this means that more than half of the region's population is a significant drive away, and longer distances reduce frequency of visits.



A significant portion of the more distant population is in Cadillac (above) or in other cities with competing amenities.

Starting at the top left is Benzie County, followed down the coast by Manistee, Mason, and part of Oceana. The inland counties to the right are Wexford and Lake. Though the density colorations are scaled slightly differently for each county, the general effect of the greens being more populated and the yellows less so gives a good picture of the more rural nature of the six county area.



C. 3. Life Style/LifeMode

Market studies in recent years have tried to move beyond straight census track statistics to groupings of individuals by age, economic factors, occupation, educational attainment, ethnic origin, household composition, marital/living arrangements, mobility and communication, lifestyle, lifestage and media patterns. In these extended studies, every neighborhood in the United States has been clustered into one of 65 Segments based on sociographic and demographic composition. The BrandPrint study identified those Segments for Manistee County and compared them to national statistics.

In turn, these Segments belong to 12 “LifeMode” Groups based on lifestyle and lifestage. In these LifeMode groupings, members share an experience, i.e., being born in the same time period, facing the same lifestage, having a certain level of affluence, etc. Referred to as “Tapestry Profiling” in the BrandPrint study, this segmentation operates on the principle of like seeks like – that people with similar tastes, lifestyles, and behaviors seek others with the same.

- | LifeMode Groups |
|----------------------------|
| • L 1. High Society |
| • L 2. Upscale Avenues |
| • L 3. Metropolis |
| • L 4. Solo Acts |
| • L 5. Senior Styles |
| • L 6. Scholars & Patriots |
| • L 7. High Hopes |
| • L 8. Global Roots |
| • L 9. Family Portrait |
| • L10. Traditional Living |
| • L11. Factories & Farms |
| • L12. American Quilt |

In their review, BrandPrint’s analysis categorized Manistee County residents into six of the twelve LifeMode groups:

Upscale Avenues	3.1%
Senior Styles	30.8%
High Hopes	2.5%
Traditional Living	7.4%
Factories & Farms	9.8%
American Quilt	46.4%

The two most dominant groups for Manistee County can be summarized as:

American Quilt – a diverse microcosm of small-town life; includes the Rural Resort Dwellers segment, an older population that is retiring to seasonal vacation spots, and the Crossroads segment, a younger, family population that favors mobile homes. Households in American Quilt are more affluent, with a median income of \$44,478; enjoy fishing and hunting (and power boats) and have a preference for pickups and country music.

Senior Styles – illustrates the diversity among today’s senior markets; incomes within this group cover a wide range, the median is approximately \$44,094, attributable mostly to retirement income or Social Security payments. Golf is clearly their sport of choice, from playing to just watching the Golf Channel. They read the newspaper daily

Looking within the 65 Segment breakouts, BrandPrint also found four significant segments in the County. Compared against the U.S. average, Manistee County clearly surpassed the national averages while spanning only 13 of the 65 Segments, which indicates a fairly low diversity of lifestyles and lifestages among the residents. The most prevalent of these can be summarized as:

Rural Resort Dwellers (26.9%) – median age is 46 and the median household income is \$43,400; enjoy home improvements, baking, listening to country music, and hunting.

Rooted Rural (19.5%) – median age of 40.6 years; median income for households is \$36,000. Do-it-yourselfers, most people do their own house and car maintenance and repair; take pride in their gardens; prefer to cook their own food rather than dine out; prefer driving trucks to sedans.



C. 4. Residents' Lifestyle and Consumer Preferences

Once the Segments and LifeModes were identified, BrandPrint went on to draw conclusions about consumer habits and lifestyle preferences. These habits and preferences are based on national data and brands.

Lifestyle/Media Groups:

Apparel, Appliances, Attitudes, Automobiles, Auto/Aftermarket, Baby Products, Alcohol, Books, Cameras, Civic Activities, Convenience Stores, Electronics, Financials, Furniture, Garden/Lawn, Grocery, Health, Home Improvement, Insurance, Internet, Leisure, Yellow Pages, Watch, Read, Listen, Personal Care, Pets, Restaurant, Shopping, Smoking, Sports, Telephone, Tools, Toys/Games, Travel, Video/DVDs, Miscellaneous

Based on the traditional lifestyle and income levels identified, they developed a summary of the County residents' many consumer preferences:

- *Sports and Apparel:* Likely to hunt and fish and buy related apparel. Also likely to purchase work boots but less likely than the U.S. average to purchase dress boots or clothing.
- *Automobile:* Likely to purchase domestic cars such as Buick and Oldsmobile. Also, more likely than the average U.S. resident to purchase a pickup truck.
- *Grocery:* Likely to shop at discount grocery stores such as Aldi, Walmart, Meijer and Shop 'N Save
- *Leisure:* Tend to be members of veterans and business clubs. Also enjoy bird watching and working with their hands.
- *Television:* Very likely to watch rodeos and tractor pulls on television. Many own satellite dishes.
- *Read:* Tend to read fishing/hunting magazines but not women's fashion magazines.
- *Restaurant:* Very likely to eat at family steak houses such as Ponderosa and Bob Evans.
- *Shopping:* Shop at Meijer, J.C. Penney and True Value, not at Nordstrom or Macy's
- *Travel:* Likely to stay at Super 8 and Holiday Inn Express when traveling. Less likely to take vacations abroad.

D. Tourists and Visitors

Both The Vogue and the Iron Works are expected to benefit from the annual influx of summer tourists and visitors, while the Iron Works is expected to be a catalyst for an increase in not only the traditional summer visitors, but visitors from outside the immediate region year-round. This study cannot include the kind of marketing study necessary to identify and quantify that potential, however, the BrandPrint study also analyzed Manistee County visitors to develop a Tapestry Profile for them. Besides visiting the area themselves, they reviewed over 7,000 Convention and Visitors' Bureau (CVB) inquiry records, conducted a lodging survey of overnight customers, and interviewed 200 residents from Chicago suburbs and Grand Rapids about their attitudes and perceptions of the area.

Not surprisingly, the **CVB records** identified high percentages for American Quilt and Senior Styles LifeModes, approximately 46% and 31% respectively; however, unlike Manistee County residents, there were larger percentages of people identified as High Society or Upscale Avenues reflecting higher income levels and wealth. This inquiry profile was also more diverse in lifestyles and lifestages, spanning across many more Segments than the resident profile. The inquiry profile was concentrated in the more affluent Segments with several significantly exceeding resident profiles:

Green Acres (8%) – married couples with and without children, the median age is 39 and the median HHI is \$61,000+. Most own two or more vehicles (four door sedans or trucks) in addition to their lawn or garden tractors. Interested in home improvement, gardening, motorcycles, hunting and hiking. Favorite channels include HGTV, ESPN, and the Speed Channel.



Cozy and Comfortable (7%) – middle-aged, married couples settled in single-family homes; median age is 40.4 and median HHI is \$61,000. Home improvement jobs, including lawn care, are important; leisure time includes golf.

Exurbanites (5.8%) – majority of residents are empty nesters, but the median age is 43; median HHI is \$80,000+. Listen to public radio, donate to PBS, and remain active in their communities. Enjoy golf, boating, hiking, kayaking, vacations, and gardening.

Sophisticated Squires (5.2%) – mostly married-couple families; approximately 40% have children varying from toddler to over 18 years; median age is 37 and median HHI is \$79,000. Very health conscious; many own treadmills, join Weight Watchers, or take dietary supplements.

Salt of the Earth (5.1%) – married couples with and without children; median age of 39.8, median HHI is \$47,000. Rooted in their traditional, hardworking lifestyles; independent and practical, they enjoy home improvement and DIY projects. They enjoy fishing and hunting and have pets, usually dogs.

These lifestyles and incomes suggest many consumer preferences:

- *Sports & Apparel:* Likely to play golf, ski and hunt and buy related apparel. Unlike the resident profile, those inquiring into Manistee County are also likely to buy formal/business attire.
- *Automobile:* Unlike the resident profile, those inquiring are likely to rent and lease cars.
- *Grocery:* Similar with the resident profile, those inquiring also index highly in shopping at discount grocery stores such as Aldi. Inquiry residents also frequent Starbucks.
- *Leisure:* Those in the inquiry profile are more likely than the resident profile to participate in family-oriented leisure activities such as visiting Disney World, flying a kite and going to the zoo.
- *Television:* Very likely to watch the Golf Channel and Home & Garden Television. Their television interests tend to mirror their sports preferences. Unlikely to watch BET.
- *Read:* Read business/finance magazines, epicurean magazines and travel magazines and unlikely to read music magazines.
- *Restaurant:* Like the resident profile, those inquiring into the County frequent family steakhouses such as Ponderosa and Bob Evans.
- *Shopping:* Unlike the resident profile, they are likely to shop at Nordstrom and order clothing online.
- *Travel:* More likely to travel than the resident profile and stay at more upscale hotels such as Marriotts. Also likely to golf while on vacation.

The **Lodging Survey** found that 77% of the respondents had visited previously, most at least once or twice and many eight or more times. They were primarily from Michigan with Indiana and Florida the next most mentioned. For those coming from within Michigan, they were equally divided between Oakland, Wayne and Kent Counties. Two-thirds of the respondents were between 55 and 74 years old.

The **Consumer Awareness and Perception Study** found that 43% of the respondents earned \$75,000 or more. Of those who had visited, 29% had visited once and 45% had visited two to three times. Their primary purpose for taking a trip to Manistee County was outdoor recreation/lake recreation (51%), followed by visiting the casino (14%) and visiting family and friends (14%). While in Manistee County they ate at restaurants (74%), visited the beach (48%), and visited the city of Manistee (44%).



E. Conclusions

The available data suggests that sufficient market exists for both projects to proceed. In particular, the general geography and outstanding recreational opportunities should feed an eager and vibrant market for many things outdoor related that might occupy the Iron Works; while the travel currently required to find another movie house portends good support for a renovated Vogue Theatre.

The Vogue

- The Vogue's market area, limited to Manistee County within a radius of 20 to 25 miles north and east and a short extension into Mason County as far as Free Soil, includes both sufficient numbers within the total population and in target age groups to support film exhibition and related uses. Both family and mature adult counts are very positive.
- Income levels in the area suggest price sensitivity for both tickets and concessions which may affect financial viability if excessive debt service is required to complete renovation.
- Though the overall education attainment level for the community is positive, the lower numbers for those with higher education degrees may restrict some specialty programming.
- Nothing in the Tapestry profiling suggests negative trends, as film going crosses many lines.
- The Theatre should also benefit from the normal influx of summer visitors plus any additional traffic generated by the Iron Works project.

The Iron Works

The Iron Works is expected to create its own market with a "destination" adaptive re-use. This will be a broader reach than The Vogue, extending throughout the state and into neighboring states (across the Lake) as suggested by the historical data for tourists and visitors identified in the BrandPrint study.

There will actually be two levels of this market – those residing within the four county area who will make up a core of regular users, and those from outside the immediate region.

- The numbers within the immediate region appear sufficient to sustain activities and support a variety of eating and shopping activities, especially those that are sports and outdoor related; however, income levels in this area suggest some price sensitivity. The immediate region is probably not sufficient to fully support the shops and activities, and the out-of-region visitor will be particularly important to total financial success.
- The outside market appears more financially viable with higher income levels. They have come to the area primarily for the water and recreational activities. One study noted that their number one activity in the County is visiting restaurants, while visiting the downtown area is number three. Among the other qualities noted, they are:
 - likely to play golf, ski and hunt and buy related apparel
 - more likely to travel than the resident profile and stay at more upscale hotels
 - likely to read epicurean magazines
 - very health conscious
 - very likely to watch the Golf Channel and Home & Garden Television

Individuals in this outside market enjoy fishing and hunting and have pets, usually dogs, and they enjoy golf, boating, hiking, kayaking, vacations, and gardening. All of which suggests the potential for a mix of outdoor related food, apparel, and sporting equipment shops with restaurants and other activities to fit their outdoor lifestyle and health consciousness.



II. EXISTING CONDITIONS ANALYSIS

A. Measured Drawings

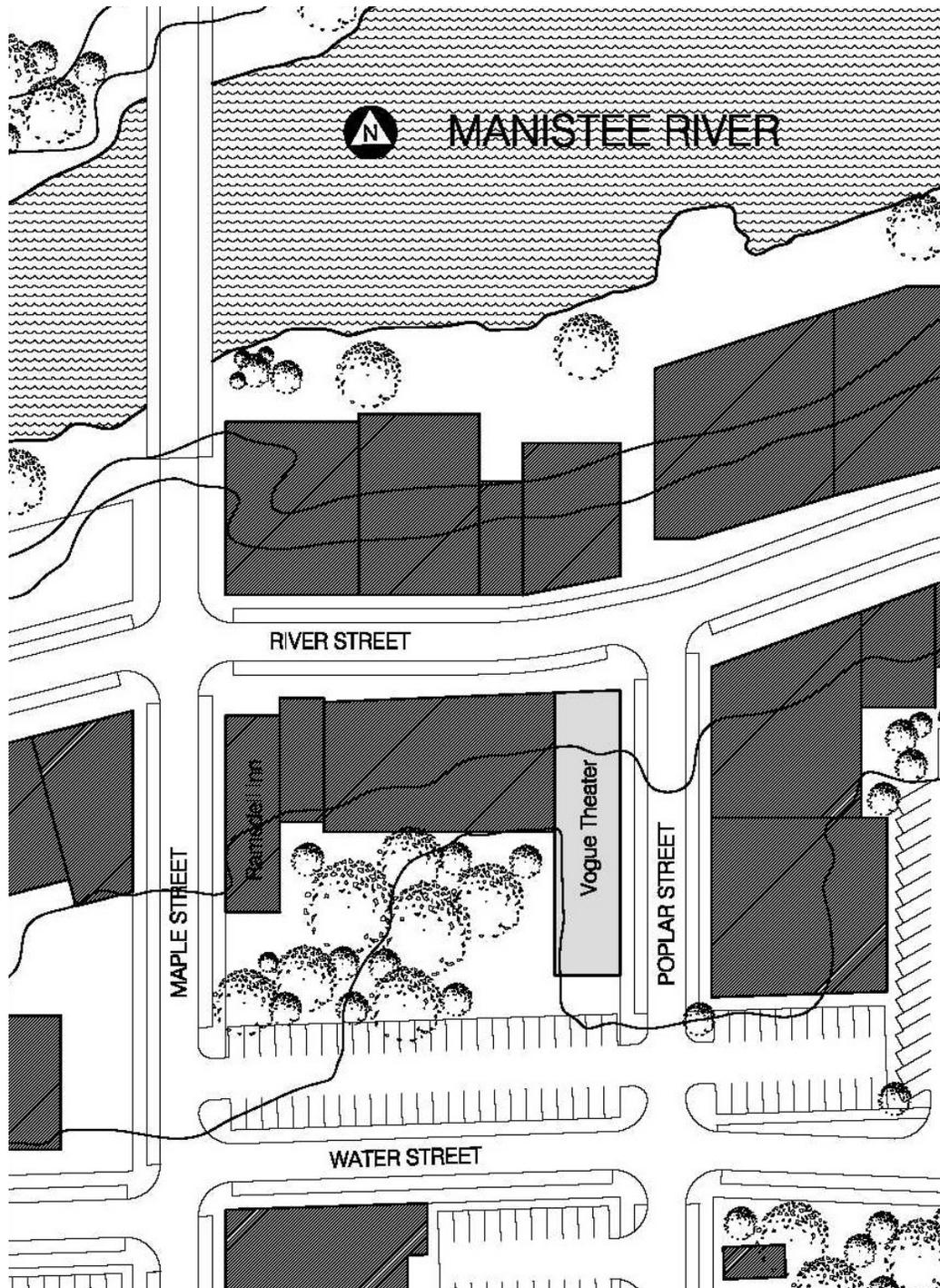
B. Existing Building and Site conditions

1. Site Conditions Analysis
2. Architectural Systems Analysis
3. M.E.P. Systems Analysis
4. Systems Considerations



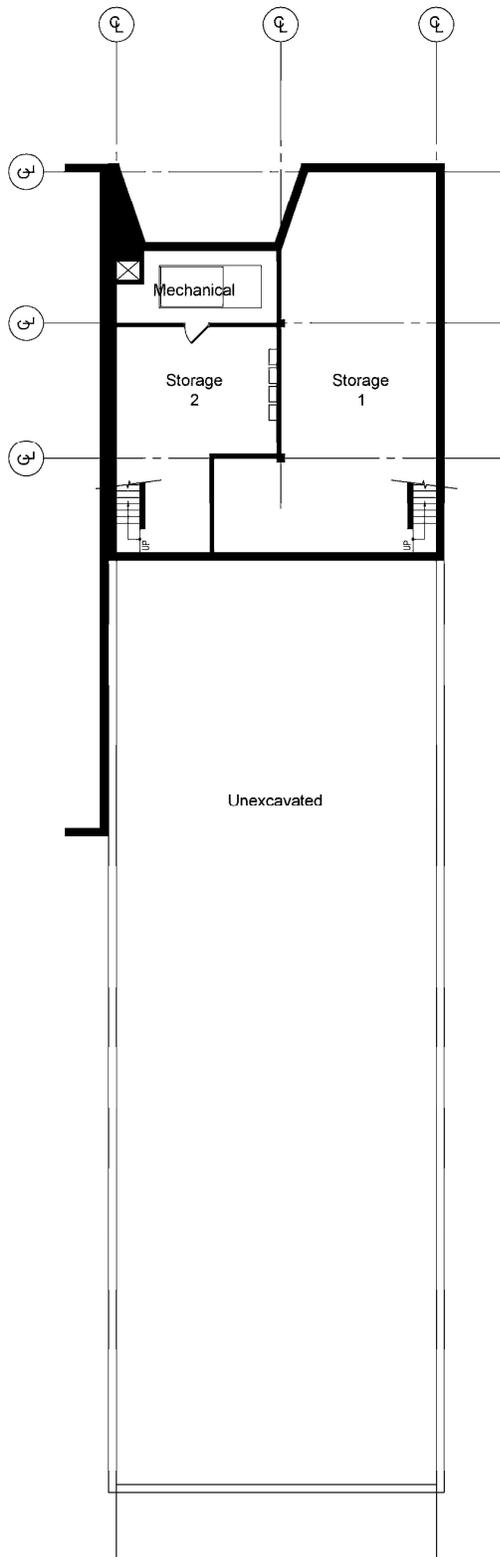
A. FLOOR PLANS AND SECTION Existing Measured Drawings

Measured drawings were generated using general exterior building dimensions and existing interior photographs and exterior photographs taken by URA team members on February 13, 2010. The URA team field verified the dimensional accuracy of the drawings and additional undocumented conditions during a walk through on March 24, 2010. Additionally, the buildings interior and exterior were extensively photographed. Existing condition drawings were used to assess space needs analysis, alternative use diagrams, and proposed concept design. The following drawings generally illustrate the existing conditions.

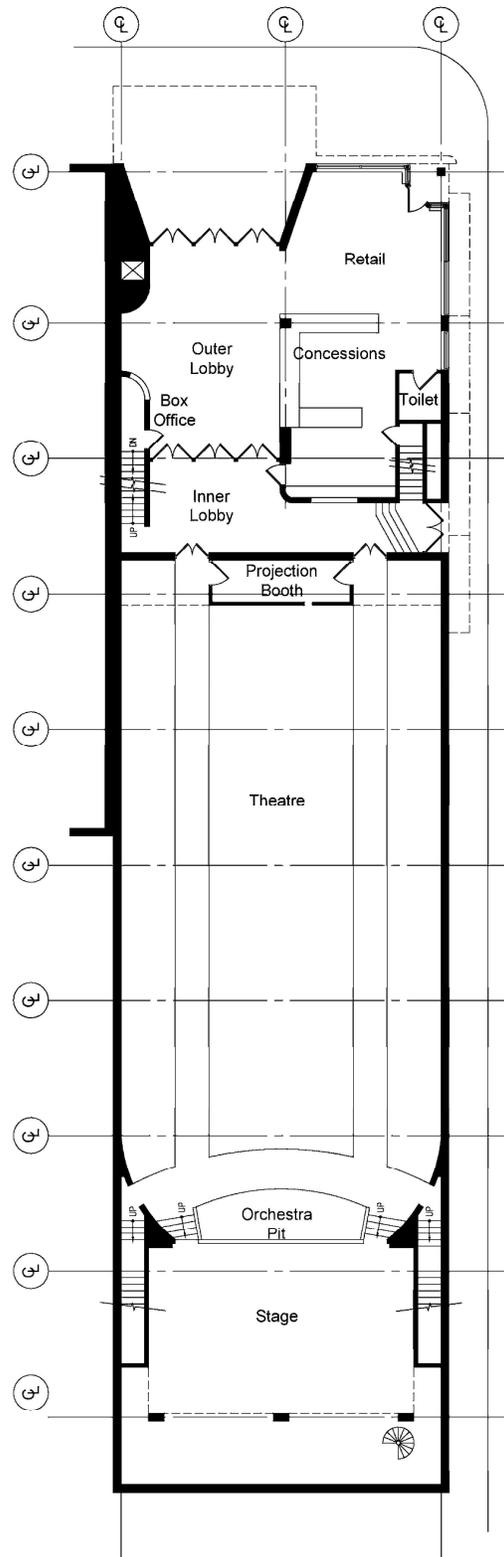




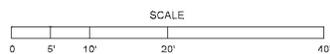
A. FLOOR PLANS AND SECTION
Existing Measured Drawings



Basement Floor Plan



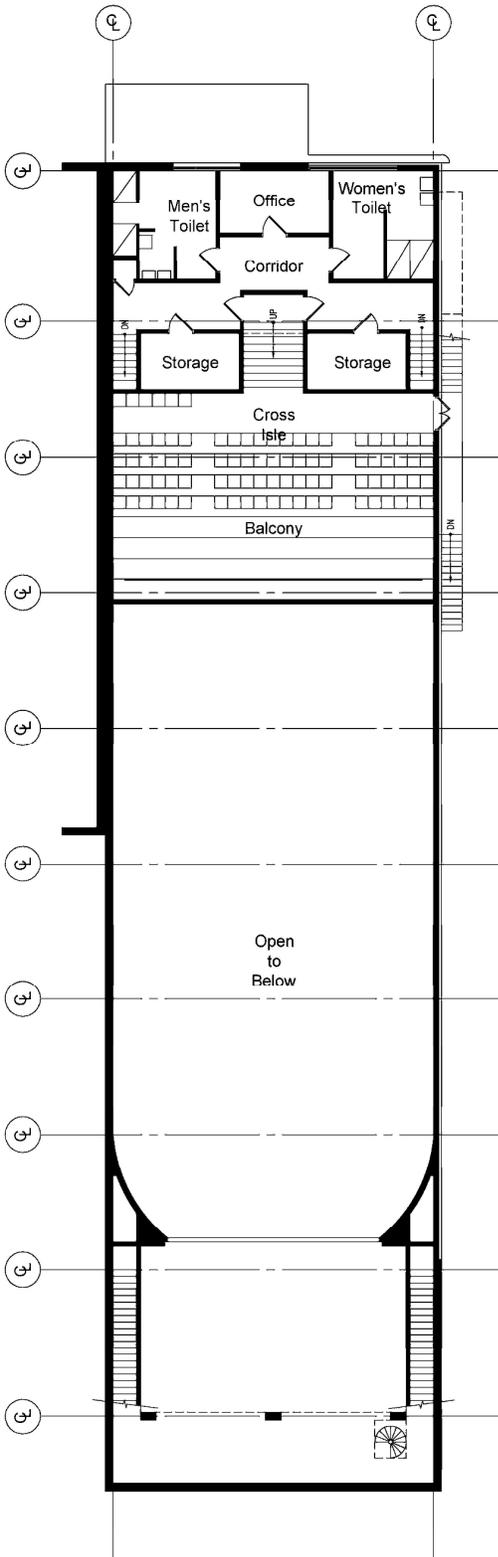
First Floor Plan



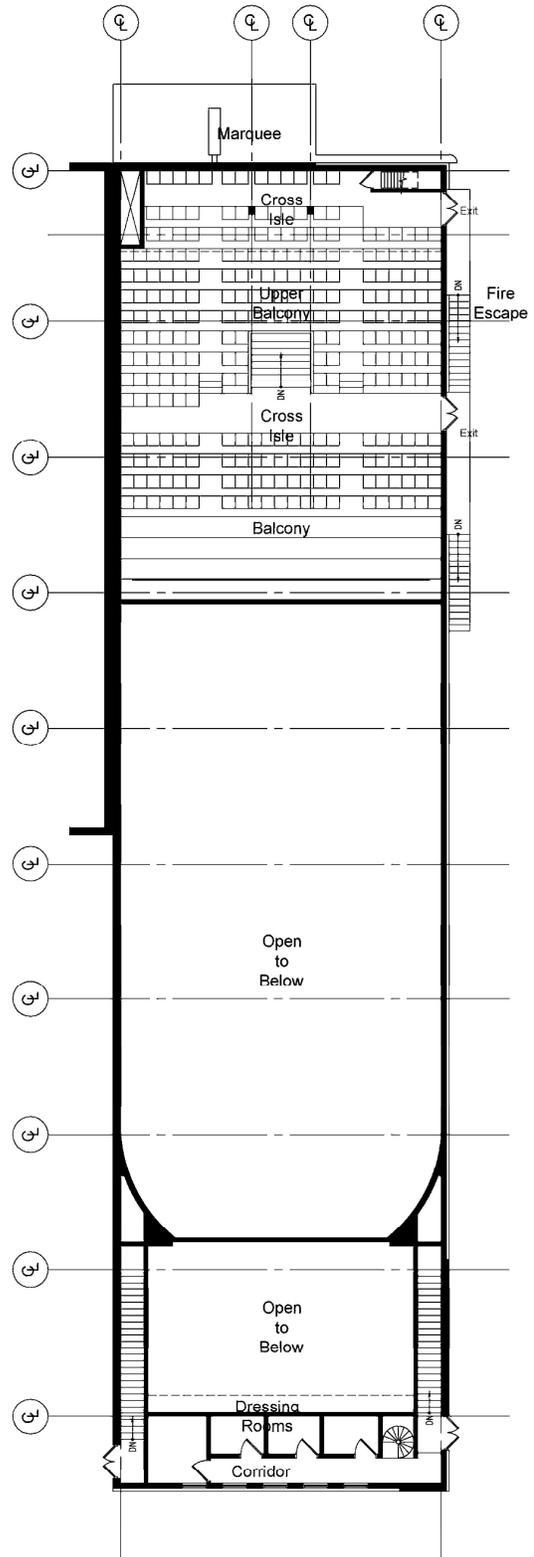


A. FLOOR PLANS AND SECTION

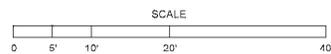
Existing Measured Drawings



Second Floor Plan

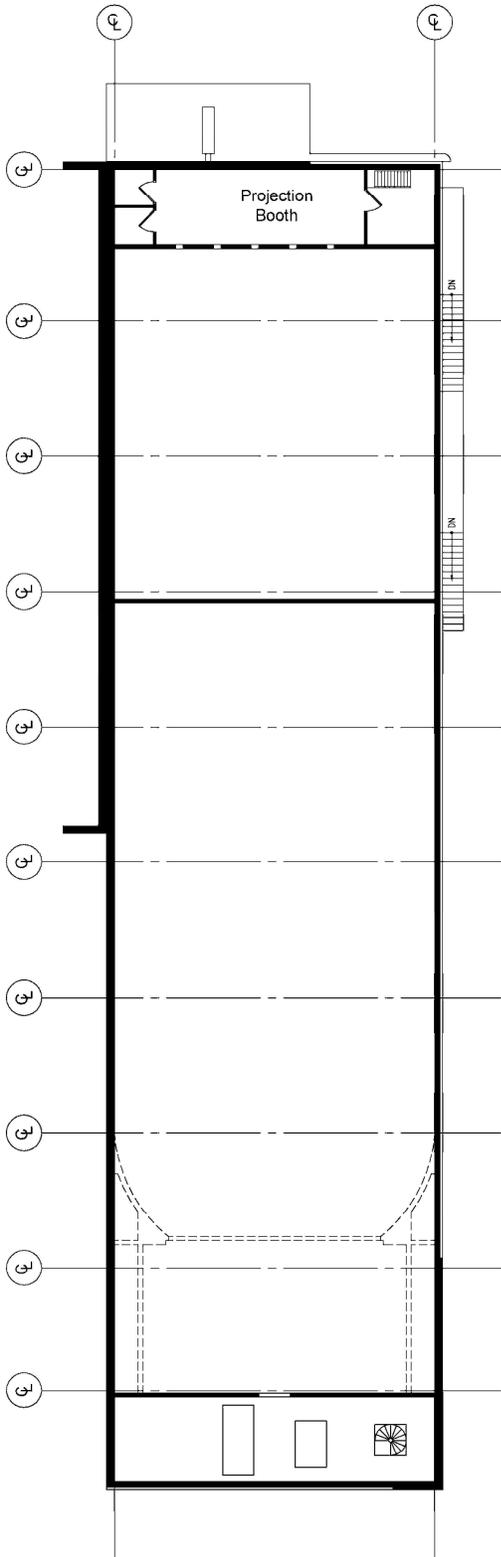


Balcony Floor Plan

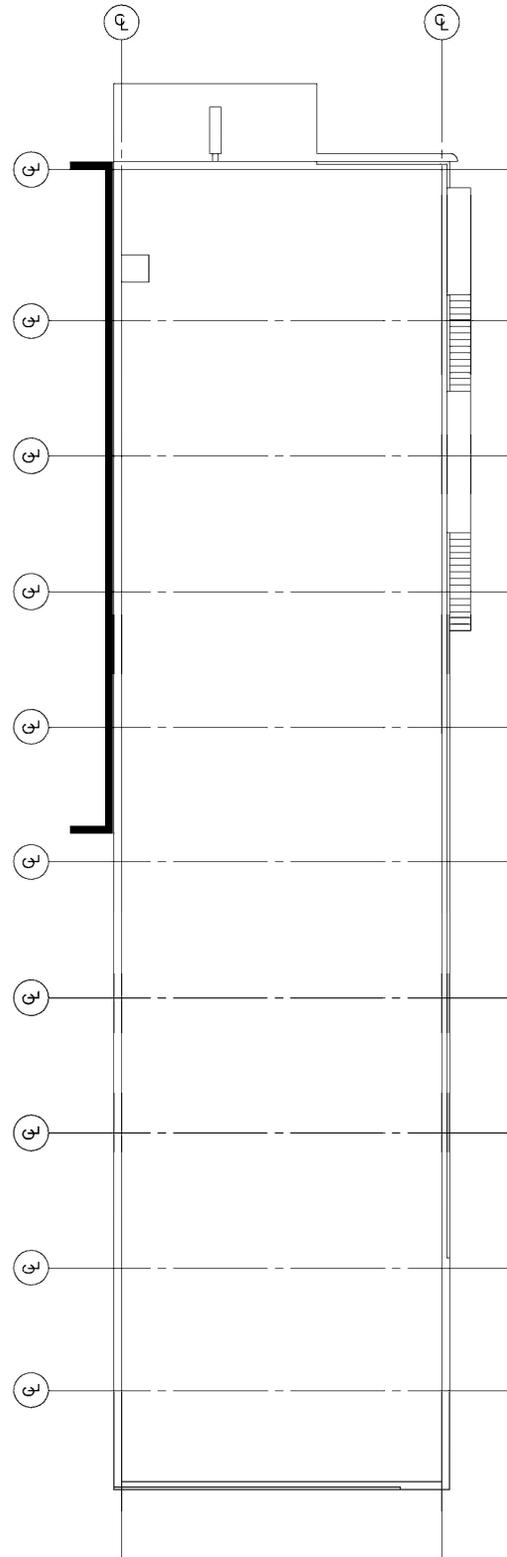




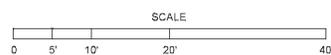
A. FLOOR PLANS AND SECTION
Existing Measured Drawings



Upper Floor Plan

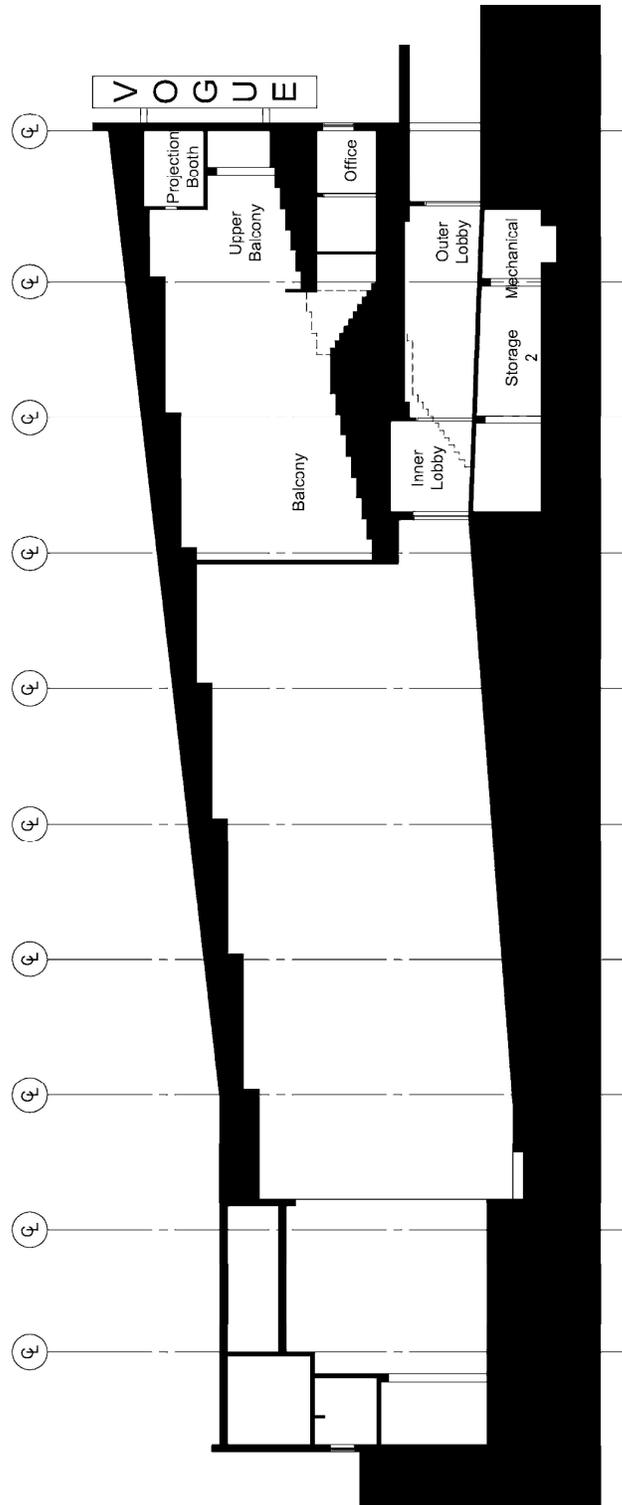


Roof Plan

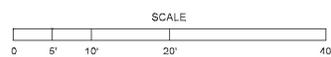




A. FLOOR PLANS AND SECTION
Existing Measured Drawings



Section





B. EXISTING BUILDING AND SITE CONDITIONS

GENERAL

Original Owner: Butterfield Michigan Theater Company

Architect: Pereira and Pereira, Chicago, IL

Cost to Build in 1938: Unknown

Builder: P.J. Ebel Construction Company



This exterior condition survey was performed at the site on February 12, 2010 and the interior condition survey was performed at the site on March 25, 2010 by project team members. In addition, the theatre was field measured and extensively photographed. The following general headings evaluate the major building systems:

1. SITE CONDITIONS ANALYSIS

The Vogue Theatre and site is located in the Central Business and DDA Districts of the City of Manistee. The .25 acre property lies at the heart of the cities urban center and bounded by the River Street to the north and Poplar Street to the east. The entire downtown, including the Iron Works Building and the Manistee Peninsula, is within walking distance of the Vogue Theatre where you will find numerous public buildings, retail stores, and restaurants.



The theatre site is approximately 45 feet wide and 175 feet deep. The total site contains approximately 7,875 square feet or .18 acres of land. The site slopes down from the south to north approximately 15 feet over the length of the east elevation and is fairly dramatic.



The buildings in the downtown area have historic character and provide an exceptionally harmonious cityscape. Gridded street patterns support residential and commercial uses in its core, but vehicular traffic patterns and circulation could be improved. The river walk and marina uses north of the theater along the Manistee River provide diverse options for visitors and patrons to access the downtown. The primary patron approach to the theater would be on River Street. Since this road is the main east-west connector which brings traffic into and through the downtown, the theater is highly visible allowing ideal promotional identity.

All utilities are available, including water, natural gas, and power. Primary storm and sanitary exists beneath River Street. Since the theatre is on higher ground than the Manistee River it does not appear that high ground water should be expected.

There is no parking available on the theatre site and deliveries and loading are not possible from the back of house. Several public parking lots south of the theatre and general on-street parking were observed throughout the downtown. Considering diversity of use, existing parking conditions and loading and deliveries through the main entrance would be acceptable.



2. ARCHITECTURAL SYSTEMS ANALYSIS

Structural Analysis

The Vogue Theatre is a rectangular (45'x175') three story building. A small basement, lobby and concessions on the first floor, offices and toilets on second floor, and balcony seating and projection booth are on the third floor at the front of the building. The back of house contains the stage, dressing rooms and mechanical space. Floor to floor heights are 10'-0" +/- basement to first, 14'-0" +/- first to second, 6'-0" +/- second to balcony cross isle, and 14'-0" second floor to upper cross isle.



The Vogue Theatre gross square footages are 1,710sf for the basement, 6,410sf for the first floor 2,250sf for the second floor, 1,140sf for the balcony and the miscellaneous spaces, projection booth, and the mechanical room is approximately 1,065sf.

The Vogue Theatre exterior foundation wall construction is cast in place concrete and is in good condition. The exterior wall structure is steel post and beam construction supporting steel roof trusses and wood decking with concrete masonry unit infill between columns. The first, second, balcony and third floors are cast in place concrete supported by cast in place columns and beams and precast concrete "I" shaped floor joists. The basement, main theatre, and stage floors are slab on grade concrete.



Building Exterior Analysis

The exterior walls of the Vogue Theatre are a mixture of brick and cement plaster with minimal detailing and no decorative stone trim. The south and east facades are of deep red wire cut brick and the north façade is stripped with tow colors of brick including deep red and beige. The mortar does not generally appear to contain significant amount of unusual aggregates but is pigmented to match the deep red bricks. The upper portion of the south and east walls show evidence of the brick separating from the concrete masonry unit structure. Evidence found suggests that prior failure of the masonry veneer had occurred and matching brick and mortar where used. Significant deterioration of the cement plaster veneer has caused extensive cracking and spawling of CMU substrate. Masonry parapets and clay tile coping appear to be in poor to fair condition. It is our opinion that settlement that has occurred causing a transfer of vertical and horizontal cracks through the masonry veneer.



A variety of doors and frames exist, including hollow metal, wood and aluminum storefront. Additionally, the original main entry doors are painted wood stile and rail with glass light, brushed stainless steel or aluminum kick plates and hardware. There is no overhead coiling or garage style doors. Steel angle lintels at exterior doors are in fair condition with minimal pack rust evident.

Several window types and glazing exist, including original steel frame and sash with divided light and single pain glazing, and anachronistic clear anodized aluminum storefront with insulating glass. Some glass window panes and were observed to be broken, mostly on the second floor office area and along the corridor adjacent to the dressing rooms at the rear of the building. Steel angle lintels at exterior windows are in poor condition with extensive pack rust on the north facade.



Access to the roof of the Vogue Theatre at the time of inspection was limited, but it is believed to be a built up roof consisting of layers of bitumen and reinforcing fabric and was unknown when the system was installed. Some water stains on the underside of the wood deck and acoustic ceiling tile was observed, but moisture did not appear to be present. Internal drains and downspouts located at the exterior walls adjacent to the proscenium are believed to be blocked with debris and are causing most of the roof leak problems. Mechanical units, ductwork, and venting are exposed on the roof.



The painted steel fire escape on the east elevation provides egress from the middle and upper cross isles of the balcony. Significant staining from rust is evident on the plaster and brick below the cantilevered support brackets. Additionally, it is uncertain the functional reliability of the working mechanisms of the fire escape. It is believed that the fire escape is in fair condition and is secure and stable.



The building marquee and canopy are original elements of the north façade. The structural frame and tie rods appear to be in good condition. The roof of the canopy is believed to be a built up roof and leaks in several locations causing failure of the underside of the canopy and miscellaneous fascia components.

Building Interior Analysis

The interior walls of the Vogue Theatre are generally uninsulated and exposed painted concrete masonry units. Wood lathe and plaster finishes were observed in the first floor lobbies, concession area, retail space, second floor corridor, office and toilet room walls are generally in good condition. Renovations to accommodate a second theatre in the balcony of the building include new partitions covered with drywall and paint located at the original balcony edge.



Floors are painted concrete throughout the majority of spaces with carpeting finish in the theatre inner lobby, side isles, and second floor corridor and office area. The main theatre floor is sloped and the balcony floor is stepped. Mosaic tile floor is in the lobby but it was suggested that the original finish was rubber tile. Vinyl composite tile is in the first floor concession area and second floor toilet rooms. Suspended acoustic tile ceilings were observed in the lobby concession space and the main and upper theatre and are in poor to fair condition. Wood lathe and painted plaster ceilings are in first floor lobbies, and second floor office area, corridor and toilet rooms. The exposed precast floor joists in the basement and stage spaces was unfinished.



Original theatre seating with wood back and cushioned seats exist in the main and upper theatre. Current spacing is 18"-20" center to center and 32" back to back. End standards are cast iron with wood arm rests.

Wood doors and frames are throughout the building including stile and rail inner lobby doors and solid doors with small horizontal viewing windows on the theatre doors. Upper level wood doors and frames are painted stile and rail with recessed flat panels.

An electric freight or passenger elevator does not exist in the building and would be required to accommodate ADA needs. Current interior stairs connecting the first floor and upper levels are not contained in



rated construction and would be required to accommodate emergency egress.



2. M.E.P. SYSTEMS ANALYSIS

Mechanical System

The existing HVAC systems in the Vogue Theatre are in most cases original and in poor to fair condition or abandoned. The entire theatre circulates air from one blower located in the upper level at the rear of the building. The filters, well water cooling coil and steam heating coil are located upstream of the fan unit. Supply air is pushed through ductwork that is located on the roof. The main air duct penetrates the roof to supply the main and upper level of the theatre and further splits into branch ducts and supplies air to different sections of the building. Three newer rooftop units provide heating and cooling to second floor office area, toilets, and back of house dressing rooms. Ceiling mounted fans are located in the main and upper theatre and provide supplemental air circulation. Fresh air intake is accommodated by metal louvers located on the southwest corner of the building.



A gas fired boiler is located in the basement. This boiler serves the steam heating coil and cast iron radiation throughout the facility. A small gas fired, low pressure boiler is also located in the basement that serves the baseboard radiators in the concession area on the first floor. Most steam supply lines are uninsulated.



Presently, the depressed portion of the basement where the boiler is located contains approximately 2' of water. It is our opinion that the source of the water is blocked roof sumps or burst pipes from freeze/thaw conditions. It is recommended that the existing sump pump be replaced to help eliminate the problem.

Fire Protection System

There was no fire protection system in the theatre, including the stage, office area, lobbies, and support spaces.

Plumbing System

City water enters the building at the basement floor level. After the meter, water is distributed to all toilet facilities and concession areas in side the theatre. Parts of the system have been replaced over time. Branch water lines are a mix of copper and galvanized. There is no insulation to any of these lines.



All toilet waste lines in the theatre, including first and second floor, run into a common sewer in the basement and exit the building to connect into the city sewer under River Street. There are two electric water heaters located in the basement and on the second floor concessions area for the domestic water system. Both tanks appeared to be in fair condition.

Electrical System

Existing 480 volt 3-phase electrical service to the theatre originates from the Consumers Power pole located on the east side of Poplar Street running above ground and terminates at a CT cabinet located in Storage Room #2 in the basement of the building. A fairly new electrical power



distribution system has been installed in the basement. The system consists of Square D distribution power panel board feeding step down transformers that feed mechanical units located on the roof. Several Square D transformers feed house lighting, exterior signage, and projector rooms. All of the above distribution is in good condition and may remain. The primary service may need to be upgraded and the above distribution modified, to accommodate any future stage lighting, dimmer rack, and electro-acoustic systems.



Exterior light fixtures above exit doors and fire escape stairs on the east side of the building have been removed and the junction box and wiring above each door have been capped. New fixtures are required to be installed and should be equipped with emergency power. Existing electrical, telephone, and cable services on the east wall should be rearranged, supported or installed underground according to electrical installation standards. Old and abandoned services are to be removed. Existing Marquee down lights and neon are old and should be replaced with new UL listed for wet and damp locations, and equipped with emergency battery packs.



Existing light levels in the auditorium, stairways, corridors and lobbies will need to be evaluated to determine if they meet minimum illumination level recommendations. New general lighting will be required in the basement, main theatre, upper theatre, office area, stage, and dressing rooms. Existing historic lighting fixtures will be refurbished and rewired and replications of historic fixtures will be added where appropriate. Specialty fixtures will be integrated into the interior design to accentuate the architecture. The auditorium lighting will be designed for maximum lamp life and ease of maintenance. Step lights and aisle lights will be utilized throughout the facility as necessary. All fixtures will be controlled from one central location.



Existing wall mounted emergency lighting has been installed in the public spaces including the lobbies and theatre spaces. It was uncertain if existing emergency lighting provides enough coverage for the path of egress, as required by code. Further analysis will be required. The theatre building has no existing fire alarm system or fire protection sprinkler system. Both systems will need to be installed as part of the restoration project. Assessment of the telephone, data, and theatre sound system will be required.



4. SYSTEMS CONSIDERATIONS

General

In response to the Building Conditions Assessment performed on February 12, 2010 and the interior condition survey was performed at the site on March 25, 2010 and in concert with project development options, the following systems considerations should be observed.



Code Considerations

Barrier free toilets will be required on all occupied floors. An ADA compliant elevator(s) will be required to connect all floor levels, in addition to ADA compliant entrances at grade. If any floor is to have an occupant load greater than 50 persons, two means of egress will be required. Egress stairways for occupants must have rated enclosures and exit at grade. ADA wheelchair locations need to be accommodated in both theatre spaces. A fire alarm system and fire protection sprinkler system will also need to be installed. Additional consideration will be required for fire separation of mechanical rooms. Storage rooms over 100 square feet will require smoke tight construction and fire protection.

Site Considerations

Underground and above ground utility must be verified and acknowledged. Adequate barrier free walkways, parking and drives must be provided. Site design should work with existing features such main entrance on River Street and the sloping site along Poplar. Consideration should be given to use the property west of the theatre for air handling units and chiller.



Structural Considerations

The present structure is generally in good condition. Further investigation of the northeast corner condition will be required to establish a cause and subsequent resolution. Modifications to the structure will be required to accommodate new programming in the second floor theatre and third floor office area. Additional modifications will be required to accommodate a new elevator and stair towers.

Exterior Considerations

All miscellaneous appurtenances attached to the buildings exterior walls should be removed. Missing brick should be cleaned, tuck pointed, and replaced as required. The south and east walls require extensive reconstruction. We have assumed complete removal and replacement of the cement plaster is required while saving the circular medallions on the east façade but further physical analysis may determine otherwise. All existing doors, frames, grilles and windows should be replaced with appropriate fenestration including insulating glass. The built-up roof and any miscellaneous flashing and copings should be removed and replaced.



Interior Considerations

Existing finish flooring should be removed including carpet and vinyl tile down to the substrate and new finished flooring should be installed as a component of the new development. The mosaic tile in the lobby should be cleaned and preserved. All existing wood framed partitions should be removed and new metal stud walls should be installed including consideration of a vapor barrier and insulation at select locations of the perimeter walls. All doors and frames should be removed and restored



or replaced as required. Heating, cooling, ventilating, hot water, electrical gear, and all utilities including plumbing and light fixtures should be removed and replaced to improve long term energy efficiency. A hazardous materials analysis is recommended.

Historic Considerations

To qualify for State and Federal Historic tax credits, the Vogue Theatre structure and site would require listing on Local, State, or National Register of Historic Buildings or be located in a historic district. Based upon the structures architectural design and history and listing, the renovation would require conformance to the Secretary of Interior Standards for Rehabilitation and Guidelines for Rehabilitating Historic Buildings.





III. RECOMMENDED USE AND PROPOSED PROGRAMMING

A. Evaluation of Alternative Uses

1. "Brainstorming"
2. 3 Alternative Use Program Combinations
3. Evaluation Criteria

B. Proposed Programming

1. Overview
2. Industry Trends
3. Renovation Concepts
4. Merchandising and Customer Service
5. Film Exhibition
6. Live Broadcasts
7. Other Films
8. Live Entertainment

C. Projected Events and Attendance

1. Total Events
2. Average Attendance
3. Total Attendance

D. Collaboration with Ramsdell Theatre



A. 1. Brainstorming

Early in the Work Flow process, URA met with members of the Review Team and area stakeholders to “brainstorm” uses for both properties. The purpose was to hear ideas for various uses of the facilities while identifying criteria to be used to evaluate their potential. Ideas for specific usage as well as various suggestions for improvements in operating were brought forth in the Vogue discussion. Potential uses included:

- Theater: movie theater; multi-screens; movies with live performance; with beer, wine & limited food menu (for any of the above); 4-D theater (vibration, smells, water spray, etc)
- Arts & Culture Center/Educational
- Book Store
- Night Club
- Children’s Museum
- Harley Shop
- Ice Cream Shop
- Other Adaptive Reuse Options not noted above

Among the suggestions and other comments were:

- Destination Location/Experience
- Local Patronization
 - “Can’t break the bank for local families”
 - Affordable
 - The Theater in Niles, MI (now “Wonderland”)
 - Need great seats, great sound
- Programming Split: Upstairs & Downstairs
- Adjacent Properties/Easements?
- Relationship to Ramsdell Theater (Coordinated Programming)
- Part of a Strategic Plan for the Arts community?

A. 2. Alternative Use Program Combinations

Following the brainstorming session, URA organized suggestions into three alternate uses for each property along with evaluation criteria, pulling together complementary and like ideas from the myriad of suggestions into thematic or operational concepts. These were presented to the Review Team for comments, suggestions, approval and direction to move forward with these concepts for the next phase of the Work Plan. The various components of the uses were subsequently re-organized for clarity:

A. FILM THEATRE & OTHER ENTERTAINMENT

- Majority Film (Private)
- Food & Drink
- Affordable
- Programming with Ramsdell

B. ARTS & ENTERTAINMENT

- With less film (Public or Private)
- Nightclub
- Food & Drink
- Programming with Ramsdell

C. ADAPTIVE REUSE

- Commercial / Residential



A. 3. Evaluation and Recommended Use

To select the primary use for Phase II of the Work Plan, URA consultants considered various suggestions from the Review Team and stakeholders along with the owner's wishes as well as economic considerations, financial viability, physical fit and development costs. Specific concerns included:

- Community goals and objectives
- Community wants and needs
- Ages 8 – 80
- Fit existing building and site
- Affordability – Families/entire community
- Sales Leakage – Keeping dollars in the community
- Cross Marketing with other downtown businesses
- Long term viability – Market sustainability
- Linkage to Cultural Facilities – Ramsdell Theatre, Museum
- Create synergy in Downtown
- Does not negatively impact downtown retail, service, restaurants
- Positive revenue producing uses
- Positive cash flow/Debt service coverage
- Construction and development costs
- Financibility
- Utilization of Tax Credits/Financial Incentives
- Permanent jobs generated
- Tax revenues generated
- Multiplier Effect into the community
- Quality entertainment experience
- Promotes or ties with Arts Community

Recommended Use

Through interviews with industry experts, stakeholder input, review of multiple reports and data, and team member experience, along with consideration of the various criteria above, URA recommended and the Review Team agreed that the most sustainable potential use for the Vogue Theatre was as a **two-screen movie theatre**. Being the last and only movie theatre in Manistee, with the next nearest movie house almost thirty minutes away, seems to make it imperative that film exhibition return to the re-opened and refurbished theatre as the primary activity. There are sufficient numbers of residents in varying age ranges in the projected market area to provide a steady stream of moviegoers, and anecdotal evidence suggests a pent up demand to attend current films closer to home. Further, the market does not seem to support potential use as a nightclub, nor is there any demand for additional retail or office as might be considered in a non-theatre adaptive re-use.



B. 1. Programming/Overview

Having recommended that film exhibition return to the re-opened and refurbished theatre as the primary activity. URA set about designing a program concept and recommended activity to meet the financial demands of operating a newly remodeled theatre. A simple “spruce-up” with an HVAC system that actually cools in the summer and heats in the winter is not enough to ensure the Theatre’s long-term viability. With only two screens limiting the film selection for audiences used to having at least eight to choose from, it will be necessary for The Vogue to distinguish itself from surrounding theatres in other ways to maximize audiences and keep them from making the trip to theatres that may seem not just bigger, but better. Modern film exhibition is clearly different from what was experienced in 1938, but there is still the opportunity to present the product in an environment that brings back that old movie “magic” that takes people away from everyday realities whenever they enter the Theatre – a real “feel good” experience.

B. 2. Industry Trends

An astounding 1.42 billion movie tickets were sold in 2009, up from 1.39 billion in 2008, according to Nash Information Services. The reasons for the rebound are many, but it all boils down to a truth as timeless as cinema itself: “Going to the movies gives you a chance to bust out of the confines of your home and enjoy the unfolding action with a live audience.”

While attendance is growing, what is really important to today’s moviegoer is currently “playing” in new theatres’ designs and operations around the country. Several trends are at work including audience desires for amenities such as bars and large lobbies, more healthful and interesting concession offerings, and the proximity of nearby restaurants and other entertainments, as are being developed in Manistee’s West End Commercial Anchor district. A *New York Times* article expands on this theme with descriptions of new theatres offering fine dining and décor, valet parking, and the availability of special showings for mature audiences who want to be away from noisy adolescents. Hamid Hashemi, president of Muvico, a newer chain of distinctive megaplex theatres in South Florida, speaks of the need to offer more than a movie and says “It’s how you package the experience.” Paul Glantz, a colleague from Michigan who operates Emagine Entertainment, adds “It’s the folks who create a compelling value proposition for consumers who will be the survivors in our business.” Glantz is currently building his fourth theatre in Royal Oak, Michigan – a ten-screen theatre with restaurant, bar, entertainment room, and sixteen bowling alleys.

B. 3. Renovation Concepts

To distinguish The Vogue from nearby offerings, it is critical to develop a **Unique Viewing Experience with Special Seating and Amenities**. In the reconstruction, besides all of the infrastructure work behind the walls that will create not just a more functional, but more comfortable environment, the renovations will:

- **Restore or replace original design elements**, including decorative fixtures, colors and lighting effects
- **Expand size and functionality of lobbies**, restrooms, and concession stands while adding bars for beer and wine service
- **Improve handicapped accessibility** and ADA compliance with an elevator and appropriate seating to welcome all audiences on both levels
- **Enhance the viability of the second screen** upstairs by moving the wall and screen farther into the main floor space to create a better viewing experience with a greater distance between the audience and the projected image



- **Rebuild seating on the main floor** to provide three to four levels of stadium seating platforms in the back with free-standing high-backed leather executive chairs and tables or sofa/loveseats and tables. Refurbish or replace historical seating to match original designs and colors, add cupholders and/or tables and utilize throughout the rest of the main floor. All seating would be situated on modern standards for spacing. An open area will remain at the front of the theatre between the orchestra pit and the first row to allow sufficient distance for film viewing but also provide space for free-standing cocktail tables and chairs for live performances.
- **Rebuild seating in the balcony** with new platforms that double the row width and create a full stadium seating environment with mostly free-standing high-backed leather executive chairs and tables, creating a “boutique” theatre “Upstairs at The Vogue”
- **Replace main floor projector** and booth with smaller enclosure and full-function Barco digital projector **with 3-D capability**. Maintain larger projection booth in balcony with newer 35MM projection equipment and platter as well as a smaller capacity digital projector. Provide full digital surround sound in both screens with subs and behind-the-screen speakers. (Though 35MM projection is not necessary downstairs, it is important “Upstairs” to provide the opportunity to show classic prints, a big draw to real “buffs” who find the digital image “cold.”)
- **Replace both screens** with newer material at the maximum width possible – 27 feet. Ensure the main floor screen’s roller system is functional to move screen upstage to allow for live attractions in front or replace with retractable screen mechanism.
- **Restore or replace front curtain** and motorized capability to enhance theatricality of film presentation. Add black traveler upstage to cover screen when pushed back and two to three sets of black legs and borders to mask backstage and enhance live presentations. Add mechanized curtain to Upstairs screen for theatricality and masking differences in scope and flat screenings.
- **Provide basic front, side and overhead lighting instruments and a house sound system** to support small musical/comedy acts and other presentations.
- **Repair and renovate dressing rooms** to provide minimal space for any live attractions. Investigate additional space on stage level under dressing rooms to develop a “star” dressing room with nicer amenities.
- **Add a gathering or party room** on the third level for use by birthday parties or other groups frequenting the theatre



B. 4. Merchandising and Customer Service

In addition to the physical enhancements, it is important to support the changes by developing a true **Sense of Occasion** in the operations and presentations. More frequently referred to as merchandising, sense of occasion is creating the “sense” that one is attending an “occasion” that is “not to be missed.” Developed, specifically, in the lobby and public areas, or, more generally, in attitude, it is a key ingredient in the marketing mix and the attractiveness of the venue. The Vogue should create a variety of events, décor, and other point-of-purchase elements, designed to create an atmosphere that supports and heightens the “magical” experiences that occur on stage and screen.

Finally, the “sense of occasion” and all of the physical changes have to be supported by delivering an extraordinary **Customer Service/Audience Experience**. In the opening program book, the Butterfield management announced that: “In the operating policy of the new Vogue Theatre, patrons are assured, not only the acme of courtesy, comfort and many little attentions so apparent in all Butterfield Theatres, but the very best entertainment it is possible to secure at all times.” The Vogue needs to continue this tradition while building a new one.



B. 5. Film Exhibition

To be fully competitive, The Vogue must present **Main stream, current films** in the downstairs auditorium. With some exceptions, the “buzz” film of the week should open on The Vogue screen on the same date it opens nationally. Film buyers have assured that there is nothing that might preclude The Vogue from having opening night access except for films in more limited release. The geographic isolation combined with the availability of 3-D and the approximately 300 seats available should also help make the theatre attractive to distributors. Costs of presenting first-run have leveled off in recent years from as much as 90% for the first week with rates declining for each subsequent week to a blended rate that pays the distributors approximately 55% of ticket sales for the entire run. Disney is at 60%. There may be a two-week minimum run required, but if the film is starting to fall off in sales it can be moved to the balcony screen to make room for the next offering.

Main stream film presentation will be the anchor activity to keep the Theatre open near daily year-round; however, the schedule may adjust for the seasons. In summer, from Memorial Day to Labor Day, films will show daily with matinees throughout the week and regular late night showings. A **typical schedule** might include 1:00, 4:00 and 7:00 p.m. showings every day with additional 9:30 or 10:00 p.m. showings Friday and Saturday, the latter scheduled daily if attendance warrants. Upstairs showings would start thirty minutes later. Beginning around July 4, the late showings would occur nightly except that live entertainments would take that time in one of the auditoriums on Friday and Saturday. After Labor Day, matinee showings would be limited to the weekends with single nightly showings Monday thru Friday at 7:00 p.m. A late afternoon showing could be tried to attract seniors who don't like to drive at night. From January thru April, the Theatre would probably close on Mondays. During school vacations, the two-matinee daily schedule would return for the duration of the school break and a family-friendly film would be sought for those periods.

Upstairs at The Vogue will feature an eclectic mix of main stream current films chosen to appeal to a more mature audience. With its refined seating and cozy atmosphere, Upstairs can provide the kind of experience the more mature filmgoer is seeking, and create a regular flow of a highly desirable demographic into the facility while providing more net income opportunities. Amenities might include seat service and special food and drink offerings geared to a more mature audience, while the films presented will provide an opportunity for older audiences to enjoy an “adult” film while families and younger audiences enjoy the latest animated feature downstairs. If a main stream film needs to move Upstairs for a second week, both features could be accommodated with select scheduling if necessary.

The small theatre size and digital projection also allows for some special scheduling of **classic films**, intermingled with more current **art-house, independent, foreign, and documentary films** not otherwise available in the area. These films can be scheduled in addition to the current daily offerings by dropping a showing or two of the featured film. To build interest in the showings, films will be augmented by discussions with film critics, experts and “buffs,” and may be organized into a series as a retrospective of a director's or actor's work or some specific genre of film. The marketing will attempt to draw in people with a specific interest in classic and art films. Building camaraderie among attendees will be an important aspect of the showings, and a learning opportunity will be offered with materials offering more extensive information on the films, their actors and directors, along with critical reviews and other interesting tidbits. Consideration should be given to utilizing a recognized classic/independent film buyer to select and acquire films to minimize staff work. Costs of presentation are frequently as low as \$250, which is easily covered by admissions, so the concessions provide good net revenue. The Lobby Bar or gathering room on the third floor could also offer a special place for these audiences to congregate and discuss.

Another possible addition for either screen is to present a special series of **films geared to children and families** offered in addition to the main feature in early afternoons or late mornings on Saturdays and/or Sundays. These would be scheduled on a regular, monthly basis, and targeted to four- to nine-year-olds and their parents. Film selection would be G- or PG-rated, chosen from lists of best films for children and recent popular children's attractions. It will not include first-runs, as those will be presented in a more extensive schedule. The showings would include some live activity or guest artist preceding the film.



Birthday parties would be solicited, and pricing should be very family friendly. As part of the package, a participatory “club” could be organized that would include special activities, learning programs, and other perks to encourage visiting the Theatre and attending film showings. Special showings of these films or the main feature could also be marketed to schools and other groups for daytime showings during the school year when matinees are not regularly scheduled.

The recent success of 10 West and other local filmmakers suggests there is also an opportunity to **encourage local filmmakers with opportunities for showings and discussions.** Hometown premieres, festivals, and filmmaking workshops and seminars are among many possibilities to augment the Theatre’s regular features. Joint scheduling with the Ramsdell and/or other facilities and organizations would increase the scope and appeal of such activities.

B. 6. Live Broadcasts

Another new trend that offers additional revenue possibilities for The Vogue is **beaming in live events.** Movie theatres around the country have turned to live event screenings to fill seats and open new revenue streams by showings ranging from ultimate fighting to opera. Harnessing the latest digital technology, programming includes such entertainments as broadcasts of the Metropolitan Opera on Saturday afternoons and live concerts from groups like the Black Eyed Peas, whose March 30 show at Staples Center was transmitted live to 500 movie theatres. Also recently was the "Bold & Fresh Tour: O'Reilly and Beck," a big-screen telecast of political commentary by Bill O'Reilly and Glenn Beck.

Although not yet a big money maker for the major chains, theatre operators are betting that it will be one day, and are booking more such events on slow weekday nights and other times in hopes of coaxing consumers to leave their homes and pay as much as \$20 for a premium ticket. Alan Stock, chief executive of Cinemark Holdings, the third-largest circuit, said he had been encouraged by the turnout for such events, especially the opera. More than 100,000 people showed up at Cinemark and other theatres in January to watch a live broadcast of the New York Metropolitan Opera's production of "Carmen." "Movies will always be our bread and butter, but this brings in a different clientele and broadens the base of people we can bring into our theater," Stock said.

The popularity of 3-D, driven by James Cameron's "Avatar," is also adding a dimension to live entertainment. Mann Chinese 6 Theatre in Hollywood was among more than 100 theatres nationwide that recently carried live 3-D coverage from CBS of the Final Four of the NCAA men's college basketball tournament. Another live 3-D broadcast of the BCS national college football championship game, which was shown in 80 theaters, sold out in 19 of them, and generated four times the per-screen revenue than any film that night, according to Cinedigm, which transmitted the event. Regular season sporting events are also available as they might be in a bar if no admission is charged and, in some cases, if there is no specific promotion. On an otherwise slow movie night for a particularly popular game, concession revenues for such a showing could be substantial without any ticket revenue. It also helps position the Theatre as more than just a movie house and more of an entertainment center.

B. 7. Other Film

Other possibilities for special events that defy categorization include the presentation of popular movie musicals with audience sing-a-long. Started with showings of “Sound of Music” several years ago, new offerings are coming out with on-screen lyrics and recommended activities for audience participation including costume parades. A host or leader is usually present to guide and encourage the audience.

Of course, there is also the old reliable “Rocky Horror Picture Show” with midnight showings and “traditional” audience participation, but there is also a newer game called “Movieoke.” A takeoff on karaoke, it offers participants the opportunity to become their favorite actor in front of a screening of their most popular scenes. It might provide good late night entertainment as an





occasional special event, and could even be combined with games of movie trivia. Several are available including a DVD version called “Scene It.”

B. 9. Live Entertainments

Though not a primary activity for The Vogue, there are opportunities for one-person or small group entertainments to be presented in addition to the films. The main floor stage with its moveable screen offers the largest capacity and amenities, but the cozy atmosphere Upstairs could also be popular with a small, portable stage used for the entertainers. Beer and wine service further encourages this activity. Audience preferences and local availability will dictate the type and frequency of performances, but comedians and small musical groups are the most likely. Though some performances may be scheduled at 7:00 or 8:00 p.m. to maximize attendance by a varied audience, others may play as late as 10:00 p.m. following the last film showing to attract more of a younger “bar” or “club” crowd seeking entertainment opportunities. In fact, a “club” atmosphere and identity could be established along with a regular schedule of activities to help build audience and income.



C. 1. Total Events

Together, the programming suggestions combine for almost 1,700 various showings over the course of a year as detailed below:

	Total Events					
	Productions	Showings Summer	Showings Fall	Showings Winter	Showings School Holiday	Showings Total
		15 weeks	17 weeks	20 weeks	25 days	
Main Screen - First run family films	52	384	218	213	varied	815
Upstairs - First run mature films	52	350	187	191	varied	728
Music/Comedy - late night	30	30	16	4	6	56
<i>Live, late night schedule</i>		<i>2 nights per wk.</i>	<i>2 nights, 2 per mo.</i>	<i>2 nights, 1 per mo.</i>	<i>6 total</i>	
Rentals	10	2	4	4	0	10
Classic/Art film	28	0	12	16	0	28
Children's films	23	15	4	4	0	23
Live Broadcasts - Opera	11	0	4	7	0	11
Live Broadcasts - sports and other	20	4	8	8	0	20
Total	226	785	453	447	6	1,691



C. 2. Average Attendance

The total events projections are based on a weekly schedule that was laid out with the number of showings and average attendance projected for each week. For instance, early summer was projected to have four showings daily with average attendance of 50 per showing as well as two late night showings on Friday and Saturday. For the later summer period beginning July 4, the late night showings were scheduled six nights a week and average sales were expected to increase to 60. Once school starts, the number of showings reduces to one per night with two matinees on Saturday and Sunday and an accompanying reduction in projected attendance. After the first of the year, this schedule continues but the theatre is projected to be closed on Mondays with no night showing on Sunday, and attendance is projected at an average of 40.

	Projected Per Show Attendance			
	Showings Summer	Showings Fall	Showings Winter	Showings School Holiday
	15 weeks	17 weeks	20 weeks	25 days
Main Screen - First run family films	63	62	41	varied
Upstairs - First run mature films	51	54	41	varied
Music/Comedy - late night <i>Live, late night schedule</i>	100 <i>2 nights per wk.</i>	60 <i>2 nights, 2 per mo.</i>	40 <i>2 nights, 1 per mo.</i>	100 <i>6 total</i>
Rentals	0	0	0	0
Classic/Art film	0	60	40	0
Children's films	100	100	100	0
Live Broadcasts - Opera	0	50	50	0
Live Broadcasts - sports and other	100	100	100	0



C. 3. Total Attendance

To further support these projections, a daily schedule with films identified was built with further detail including changes in averages based on the day of the week and the film genre. School vacations were also identified and additional showings were scheduled during these times. Based on experiences and national sales averages, this work provided the following total projected sales:

	Total Attendance				
	Showings Summer 15 weeks	Showings Fall 17 weeks	Showings Winter 20 weeks	Showings School Holiday 25 days	Showings Total
Main Screen - First run family films	19,260	12,180	8,740	varied	40,180
Upstairs - First run mature films	17,875	10,270	7,860	varied	36,005
Music/Comedy - late night <i>Live, late night schedule</i>	3,000 <i>2 nights per wk.</i>	960 <i>2 nights, 2 per mo.</i>	160 <i>2 nights, 1 per mo.</i>	600 <i>6 total</i>	4,720
Rentals	0	0	0	0	0
Classic/Art film	0	720	640	0	1,360
Children's films	1,500	400	400	0	2,300
Live Broadcasts - Opera	0	200	350	0	550
Live Broadcasts - sports and other	400	800	800	0	2,000
Total	42,035	25,530	18,950	600	87,115

Staffing requirements were also determined from these schedules and varied along with the attendance and showings projected. These projections support the charts and the income and expense used to build the proforma. When compared to average national sales per theatre, the Manistee projections are consistently at half or less of the national sales average per theatre. Further, when considering Arbitron's findings that the average American attends two films in a three-month period, or eight per year, total attendance in Manistee would be expected to exceed 160,000, while the film projections are less than half of this total. Therefore, allowing for the availability of popular product, the projections are considered conservative.



D. Collaboration with Ramsdell Theatre

Owned and operated by the City of Manistee, the Ramsdell has been the cultural center of Manistee for over a century. Recent years have seen extensive renovations to both the theatre and the attached Hardy Hall, creating a beautiful site for theatrical presentations, concerts, parties, weddings, etc. Seating capacity is 465, though some seats in the balcony are barely saleable due to particularly uncomfortable spacing.

For the Arts and Entertainment District to become a real draw, the Ramsdell must become a more visible presence for more nights throughout the year, working “in concert” with The Vogue to anchor the District and draw audiences downtown. For the City to be able to afford to maintain its architectural gem, these nights also need to contribute net income for operations to keep the Ramsdell viable. Nightly operations are not feasible for either the facility or the market area, but a busy theatre would generally be open about 46 weekends out of the year. If the operating costs are currently around \$100,000, net income could be less than \$2,200 per week to cover. Even allowing for fewer weekends due to harsh winter weather still leaves a total of 40 “bookable” weeks, or an average net of \$2,500. Currently, the Ramsdell is available 36 weeks of the year after performances of the Civic Players and other regular users, and is only “lit” (open to the public) for 33 nights of the 112 nights contractually committed.

For the Ramsdell to become a larger player in the Arts District and augment the presence of a refurbished Vogue Theatre, however, the management and booking functions need more attention than City employees charged with many other responsibilities can provide. Depending on the final ownership structure for The Vogue, it might be prudent to explore **shared management** of the two facilities. This would not interfere with the Ramsdell’s non-profit status nor The Vogue’s structure. It also provides the opportunity to secure a more experienced management team or individual to operate both facilities and maximize the opportunities for usage beyond films and the Civic Players in a compatible, complementary fashion that should benefit both facilities and the community. The same management could also be charged with coordinating and promoting the District’s activities to bring more people into the downtown.



IV. CONCEPTUAL DESIGN PLANS AND COST ESTIMATES

- A. Space Needs Analysis**
- B. Proposed Floor Plans and Section**
- C. Scope of Work Description**
- D. Preliminary Construction Cost Estimate**



A. SPACE NEEDS ANALYSIS

The Recommended Design and Existing Space Analysis indicated the need for some additional square feet to serve the future development needs of the Vogue Theatre that considered the functional, programmatic, economic, and architectural fit. In this context, the following diagram illustrates the existing and proposed conceptual design space allocation:

Building Program	Existing SF	Proposed SF
Basement Floor		
Mechanical	175sf	175sf
Storage #1	1,015sf	885sf
Storage #2	450sf	450sf
Stair #1	35sf	35sf
Stair #2	35sf	35sf
Elevator	-	65sf
Elevator Machine Room	-	65sf
Total	1,710sf	1,710sf
First Floor		
Lobby	490sf	490sf
Box Office	25sf	25sf
Concessions	315sf	195sf
Retail	390sf	390sf
Unisex Toilet	35sf	-
Inner Lobby	290sf	715sf
Main Theatre	3,255sf	2,510sf
Projection Booth	95sf	-
Orchestra Pit	115sf	115sf
Stage	1,125sf	720sf
Stair #1	90sf	90sf
Stair #2	45sf	45sf
Stair #3	65sf	65sf
Stair #4	65sf	65sf
Stair #5	10sf	10sf
Elevator	-	65sf
Men's Toilet	-	170sf
Women's Toilet	-	170sf
Dressing Room/Storage #1	-	205sf
Dressing Room/Storage #2	-	205sf
Light/Sound Lock #1	-	80sf
Light/Sound Lock #2	-	80sf
Total	6,410sf	6,410sf
Second Floor (Front of House)		
Office	110sf	-
Corridor	290sf	130sf
Men's Toilet	180sf	180sf
Women's Toilet	180sf	180sf
Storage #1	90sf	-
Storage #2	90sf	-
Stair #1	90sf	125sf
Stair #2	45sf	125sf
Elevator	-	65sf



Vomitory	95sf	95sf
Concessions	-	90sf
Lounge	-	200sf
Upper Theatre	1,080	2,435sf
Total	2,250sf	3,625sf

Second Floor (Back of House)

Dressing Room #1	65sf	65sf
Dressing Room #2	30sf	30sf
Dressing Room #3	30sf	30sf
Dressing Room #4	30sf	30sf
Stair #3	65sf	65sf
Stair #4	65sf	65sf
Stair #5	10sf	10sf
Corridor (back of house)	100sf	100sf
Total	255sf	255sf

Balcony

Seating	1,120sf	-
Stair #6	20sf	-
Total	1,140sf	-

Third Floor

Projection Booth	250sf	140sf
Toilet	20sf	75sf
Storage	20sf	70sf
Vestibule	80sf	-
Stair #1	-	125sf
Stair #2	-	125sf
Stair #5	10sf	10sf
Administrative Offices/Conference	-	585sf
Corridor	-	160sf
Mechanical Room (back of house)	435sf	435sf
Total	815sf	1,725sf

Site Program

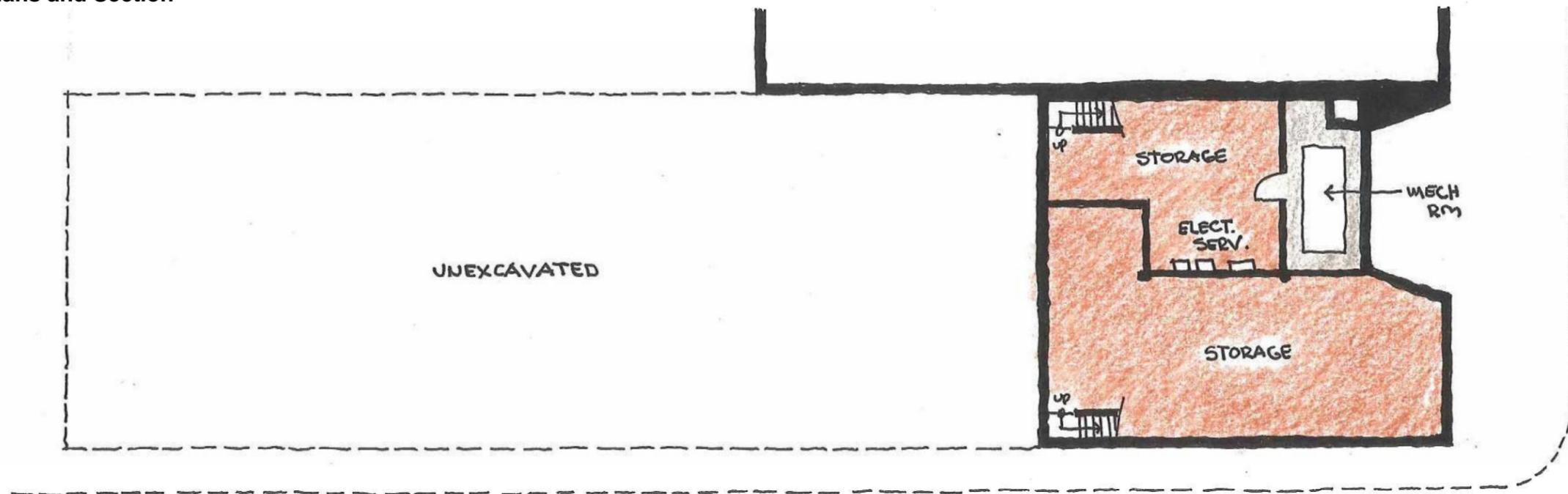
Site Area: 7,875sf or .18 acres

Program Summary

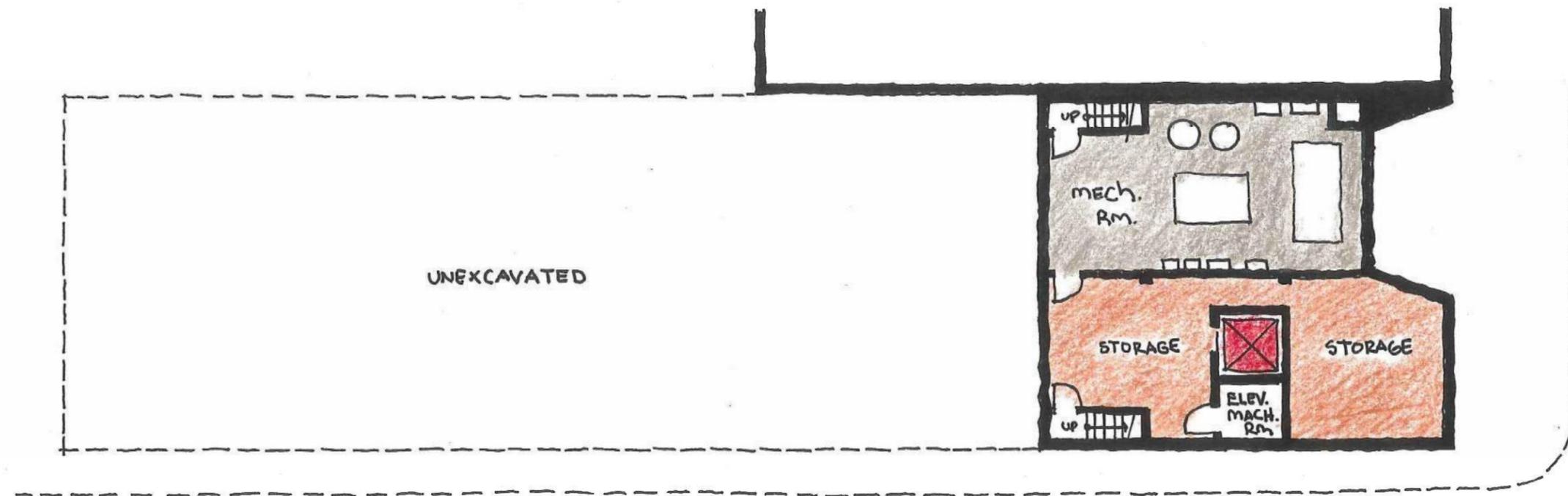
Vogue Theatre	Existing NSF	Proposed NSF
Basement Floor	1,710sf	1,710sf
First Floor	6,410sf	6,410sf
Second Floor (Front of House)	2,250sf	3,625sf
Second Floor (Back of House)	255sf	255sf
Balcony	1,140sf	-
Third Floor	815sf	1,725sf
Total SF	12,580sf	13,725sf



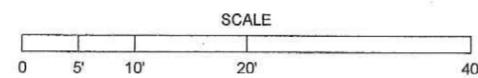
B. Proposed Floor Plans and Section



Existing Basement Floor Plan

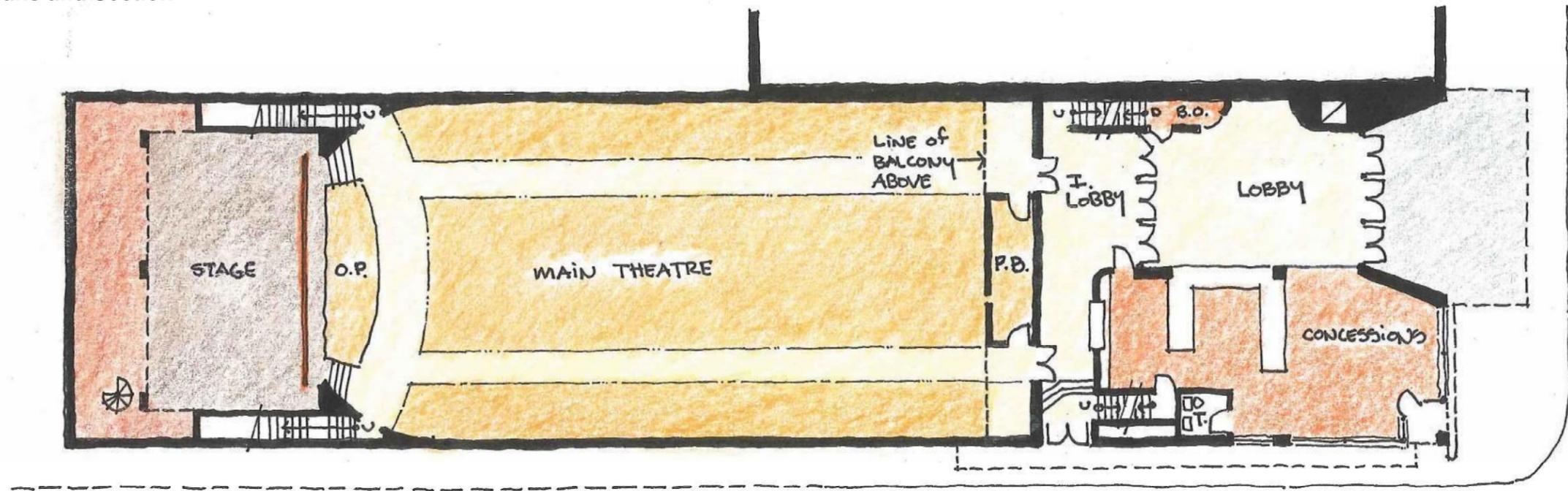


Proposed Basement Floor Plan

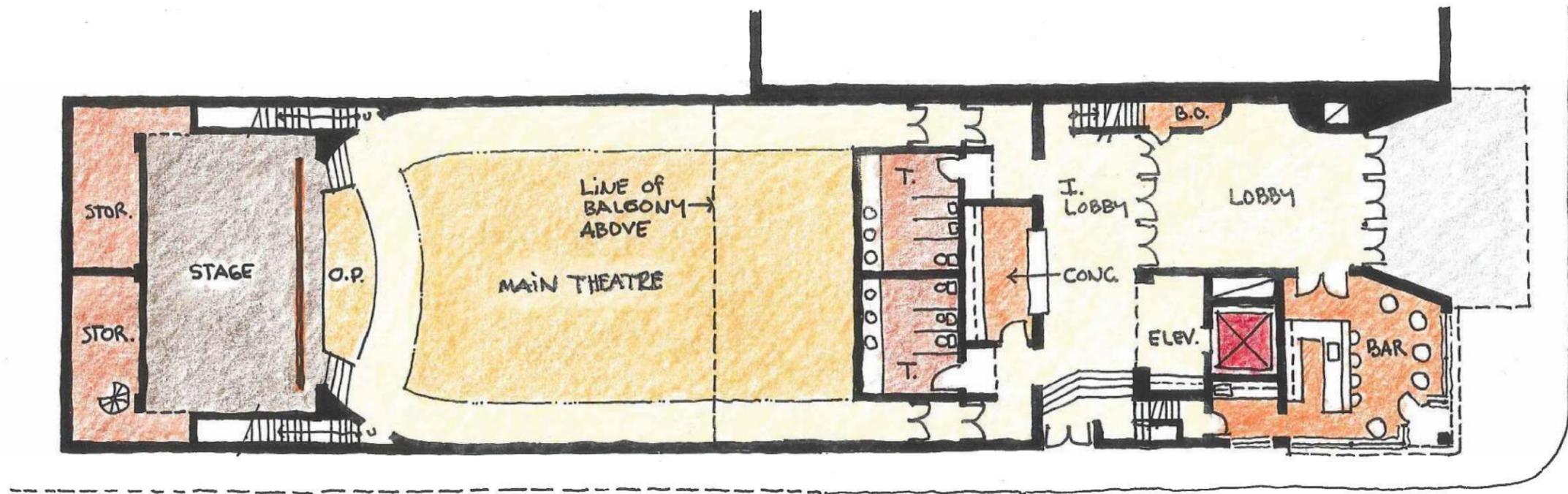




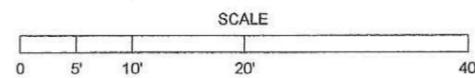
B. Proposed Floor Plans and Section



Existing First Floor Plan

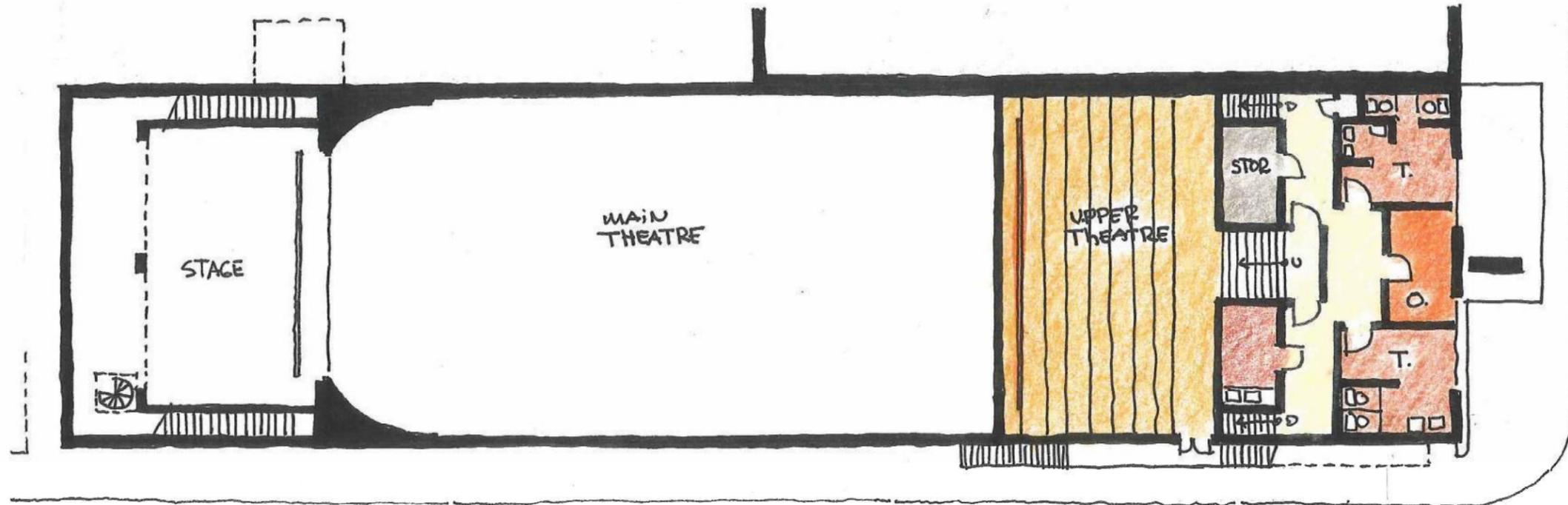


Proposed First Floor Plan

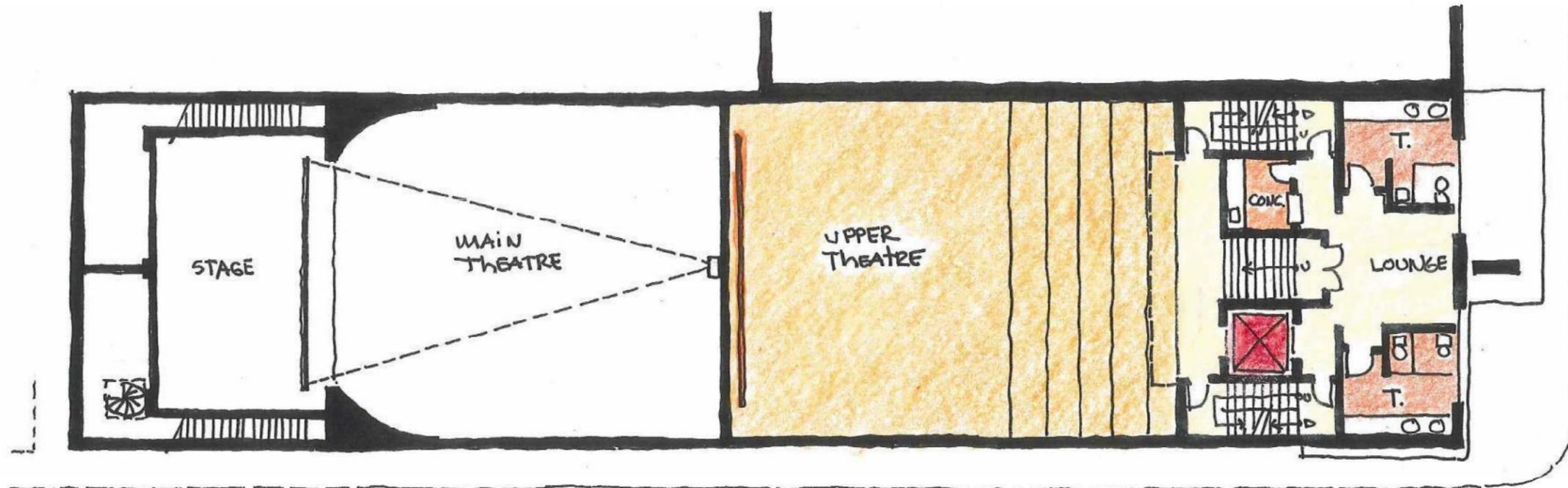




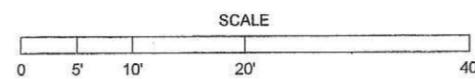
B. Proposed Floor Plans and Section



Existing Second Floor Plan

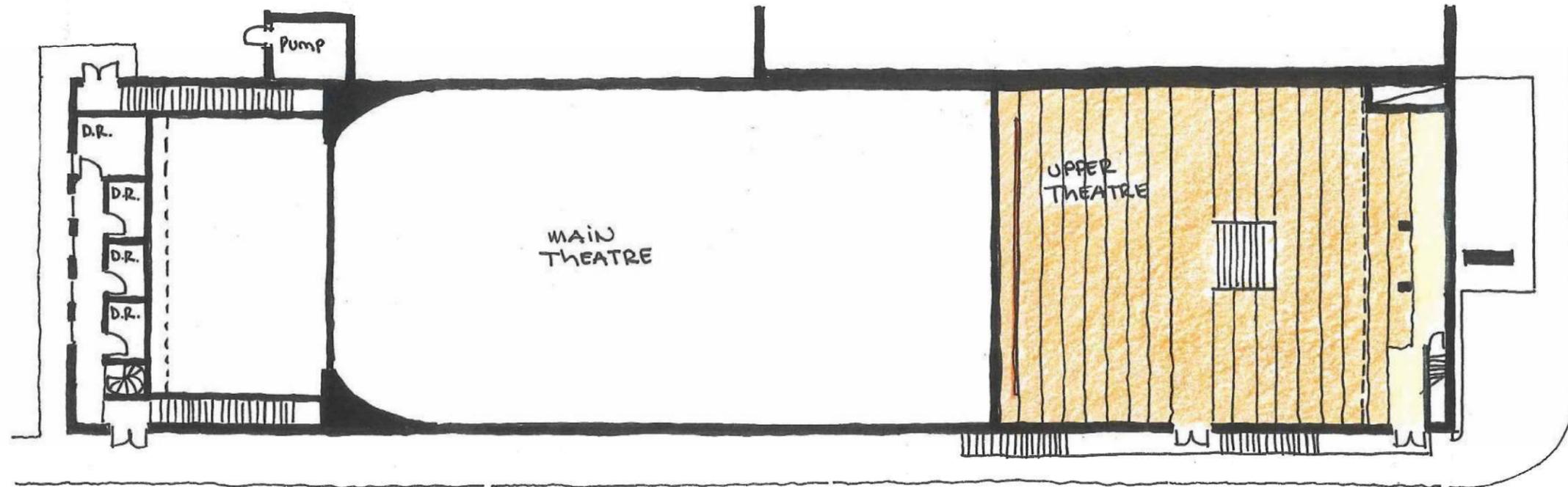


Proposed Second Floor Plan

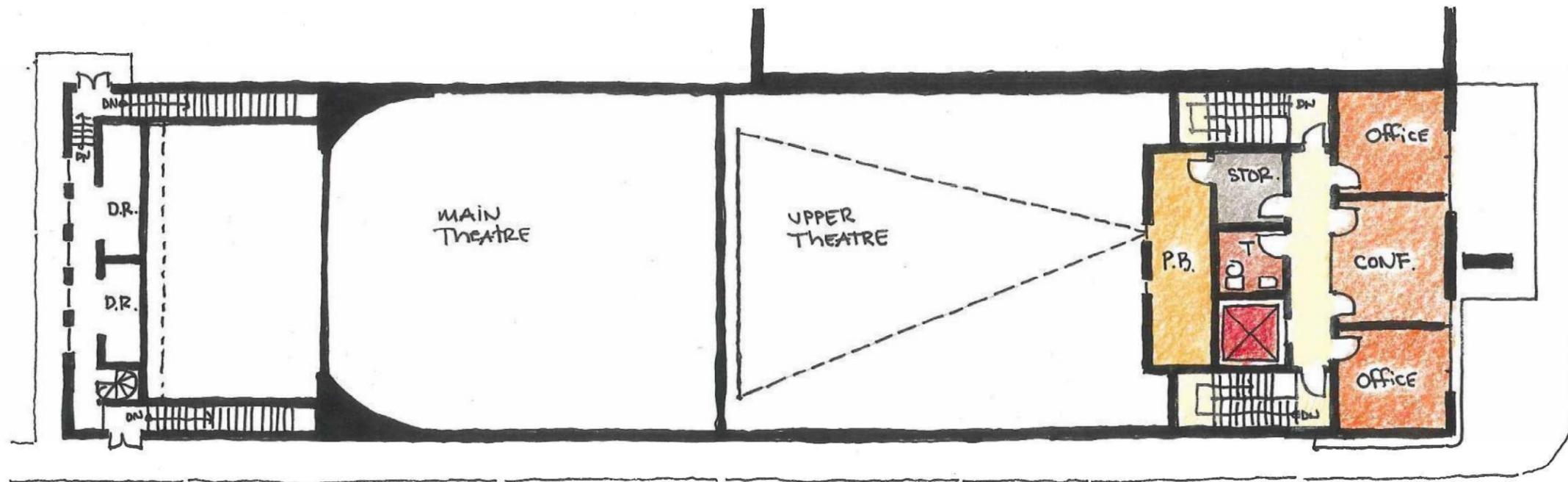




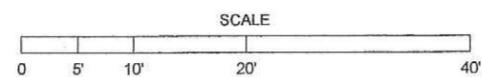
B. Proposed Floor Plans and Section



Existing Third Floor Plan

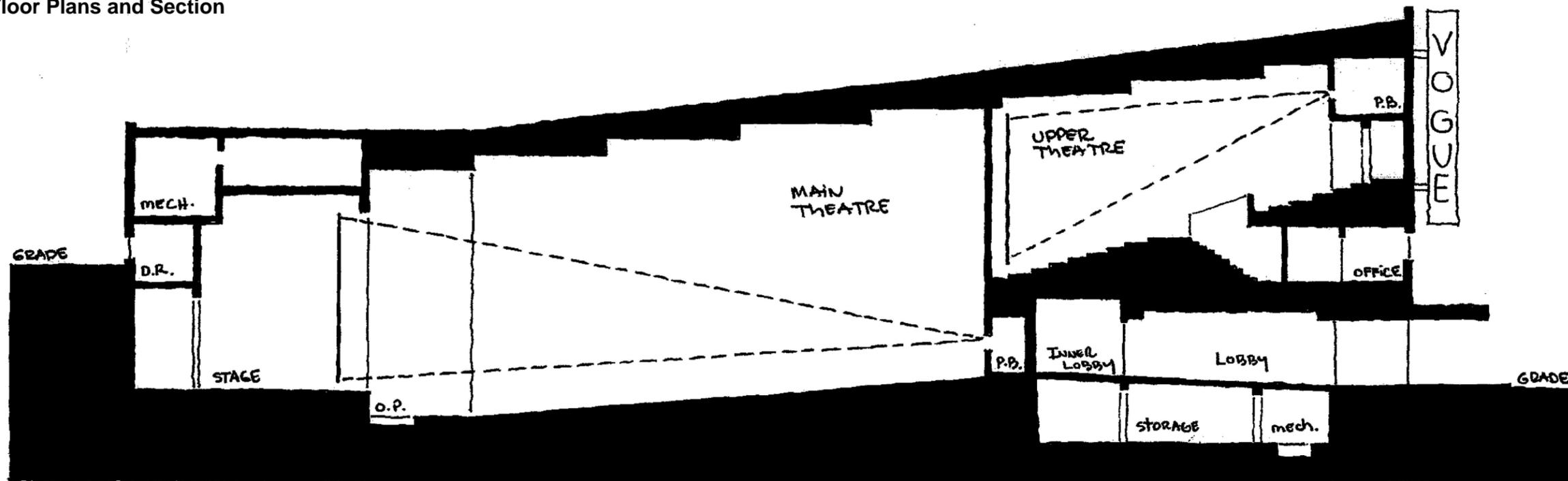


Proposed Third Floor Plan

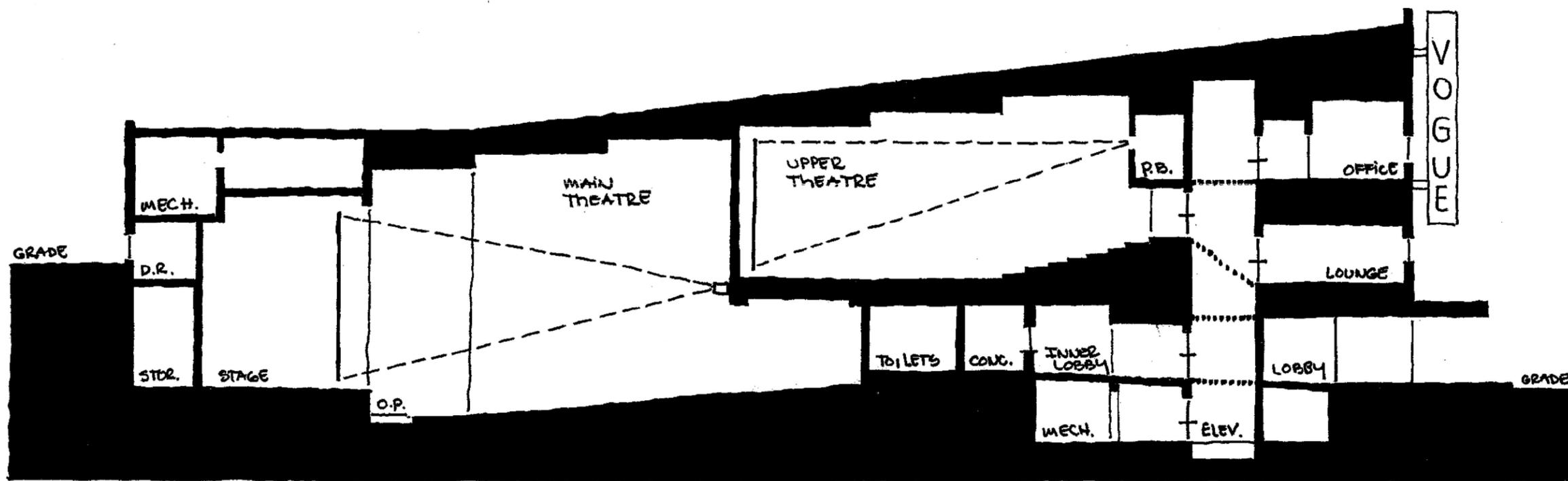




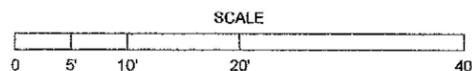
B. Proposed Floor Plans and Section



Existing Building Section



Proposed Building Section





C. Scope of Work Description

The scope of work summary provides a generalized list of action items necessary to complete the restoration of the Vogue Theatre. In addition to the Building and Site Conditions Analysis, Space Needs Analysis and the proposed concept design drawings, the scope of work summary will be used as a framework for the development of the preliminary construction cost estimate. The following are the recommended generalized actions:

Site

- Re-grade to accommodate positive slope at rear of theatre building.
- Demolish shed on west side of building.

Basement Floor

- Remove boiler.
- Remove miscellaneous partitions, seating and debris, etc.
- Repair water infiltration at foundation.
- New (3) stop, (2) sided hole-less hydraulic elevator with pit, cmu shaft and machine room.
- New mechanical equipment and ductwork.

First Floor

- Remove concession stand millwork and equipment.
- Refurbish entry doors and provide new panic hardware.
- Remove unisex toilet.
- Restore Lobby including east wall and cove lighting.
- Expand inner lobby.
- New concession area and storage.
- Demolish projection booth.
- New men's and women's toilets with ceramic tile floors.
- Remove and replace suspended acoustic ceiling throughout.
- Remove and replace carpet with new that replicates original.
- Remove existing seating and refurbish and modify to accommodate current standards and reinstall.
- New stage floor.
- Infill orchestra pit or provide portable infill platform.
- Restore stage curtain or replace with replication.
- New dressing rooms/storage at back of stage.
- Restore Box Office.
- Paint Theatre floors and walls.
- New carpet at side isles and cross isles.
- Provide "box booms" lighting positions at house left and right.
- Provide light rail at balcony edge.

Second Floor

- Renovate men's and women's toilets and install new ceramic tile.
- (2) New metal pan stairs with steel pipe rails up to third floor.
- Install new steel beams and joists with metal deck and poured concrete to expand second floor seating.
- Remove balcony wall and projection screen. Provide new wall with adequate sound isolation at new location.
- Remove existing seating and refurbish and modify to accommodate current standards and reinstall.
- Construct new seating tiers with wood frame and plywood.
- Remove and replace suspended acoustic ceiling.



- Remove and replace carpet with new that replicates original.
- Remove office wall and replace with lounge area.
- Infill existing exterior door opening at fire escape with like material.
- Provide new opening in floor for stairs #1 and #2 and elevator.
- Remove miscellaneous debris from back of house dressing rooms.

Balcony

- Remove seating.
- Remove ships ladder and access to projection booth.
- Remove suspended acoustic ceiling.

Third Floor

- Remove existing mechanical equipment from back of house mechanical room.
- Demolish concrete post and beam projection booth.
- New office and conference rooms with metal studs and gypsum board.
- New unisex toilet.
- New projection booth for upper theatre.
- New storage space.
- New suspended acoustic ceilings and finishes.

Roof

- New EPDM roofing with rigid insulation and metal flashing.
- New coping.
- Miscellaneous parapet reconstruction.
- Remove rooftop AHU's and ductwork and install new.
- Remove and install new roof drains and cast iron conductors.
- Miscellaneous roof penetrations for exhaust fans and vents.

Building Exterior

- Restore marquee and canopy.
- Remove and replace exterior plaster and metal lathe.
- Restore/replace steel sash and frame windows on south and north facades.
- Remove steel fire escape.
- Remove and replace (3) pair of exterior doors with HM door and frame and include panic hardware.
- Replace steel lintels as required at exterior doors and windows.
- Replace metal flashing at transition between brick and plaster.
- Stabilize northeast corner.
- Patch and match brick veneer at storefront.
- Tuckpoint and clean masonry.
- New steel sash and frame windows at 3rd floor offices. Remove masonry and install new steel lintels.
- Restore display windows at entry.
- New aluminum storefront with insulating glass at retail/bar area.
- Remove and rebuild masonry at southeast corner.

General Building

- New fire suppression system.
- Emergency egress lighting and smoke detection system.
- New general lighting and power distribution.



- Restore original light fixtures throughout.
- New plumbing and fixtures throughout.
- New HVAC system and ductwork distribution.
- Hazardous material abatement.

The recommended actions must be viewed as a concept providing 13,725 nsf of space. Detailed review and design will be required when Basic Architectural services are implemented.



D. Preliminary Construction Cost Estimate

The following preliminary budget analysis has been prepared based on 2010 dollars. Estimates must be increased yearly by actual construction escalation factors. The figures are listed in a simplified manner noting the “Key Components” used in construction budgeting. The figures are listed to establish the appropriate amount of funds required for each “Key Component”.

1. Site Work	\$10,950
2. Demolition	\$103,000
3. Foundations	\$22,250
4. Structural Frame	\$116,250
-Balcony Extension	
-(2) Steel Stairs	
5. Exterior Wall	\$328,625
-Stucco Replacement	
-Masonry Tuck-Pointing & Cleaning	
-Painting	
6. Exterior Windows & Doors	\$83,600
7. Roofing	\$91,215
8. Interiors	\$738,535
-Interior Partitions	
-Finishes	
-Ceilings	
9. Specialties	\$68,750
-Marquee Restoration	
-Canopy Restoration	
10. Elevator	\$104,500
11. Plumbing	\$168,975
12. Fire Suppression	\$37,750
13. HVAC	\$406,450
14. Electrical	\$194,400
15. Environmental Abatement	\$45,250
16. Northeast Corner Stabilization	\$68,500
17. Basement Water Infiltration	\$23,500
Total	\$2,612,500
Construction Contingency (10%)	\$216,250
Total	\$2,828,750
Tenant Improvements	\$175,000
-Fixed Seating	
-Fixed Tables	
Furniture, Fixtures & Equipment	\$225,000
-Movie Projectors	
-Movie Screens	
-Stage Curtains	
-Moveable Seating	
-Concession Equipment	
Total	\$400,000
Grand Total	\$3,228,750



V. DOWNTOWN LINKAGE AND WEST END ANCHOR

A. Linkage Concept

B. West End Anchor Arts, Entertainment and Creative Industries

1. The Arts Mean Business
2. Local Audiences and Visitor Spending
3. Creative Industries
4. Manistee's Creative Industries

C. Conclusions

D. Maple/River Street Intersection



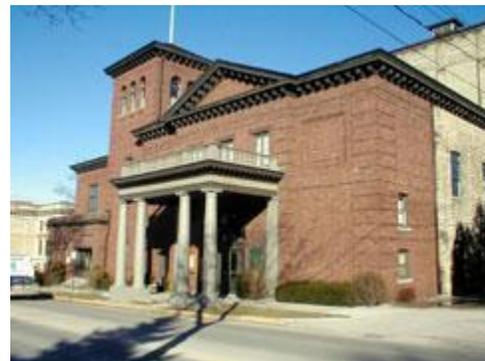
A. Downtown Linkage Concept

The Iron Works and The Vogue Theatre projects are physically and geographically linked together with River Street and the Riverwalk forming a land and water loop connecting the East and West Anchors. The US-31/River Street and the Maple/River Street intersections are key junctions in this loop. To complete the loop, the Riverwalk needs to extend out to the Iron Works to fully create the necessary connectivity, however, it is also important for the DDA to extend their borders to include the Iron Works and create the psychological connection to the downtown. Once both projects are complete, it is expected that traffic will flow both ways through the loop and become the catalyst for the success of downtown, financially, and for the entire County in their efforts to be “the community of choice on the Lake Michigan shoreline.”

B. West End Anchor – Arts, Entertainment and Creative Industries

The West End Anchor of the downtown has generally been viewed as the area from Maple to Oak on River Street. It has also been described as “a commercial anchor . . . an important component of a retail district, taking its cues from what is done successfully in malls throughout the country,” i.e., it’s assumed that retail establishments are key. On the south side of the block are a number of unique and interesting businesses, while the north side has the recently vacated, more modern former department store on the corner of Maple. The area is within an eighth of a mile of The Vogue – less than a two-minute walk.

If one pulls back a little farther overhead to view a larger area up to First Street, more key components of the City’s arts and cultural institutions come into sight and suggest a different focus for the “anchor.” Within a few blocks are the Historical Museum, the Library, the Ramsdell Theatre, the Art Institute, and The Vogue – not to mention empty storefronts waiting to be filled with galleries and a large building overlooking the river that could easily be converted into artists’ lofts/studios or housing for the fledgling film industry. In short, the commercial anchor could also be an “arts” district highlighting the City’s talents and treasures while building synergies between those organizations to further expand their reach and impact.



The arts and culture have always had a role in the lives of Manistee residents. The historic Ramsdell Theatre has been a showplace for the arts since it’s opening in 1903. Today, The Manistee Civic Players present six productions per year there, and The Manistee Art Institute regularly displays exhibits in the Ramsdell’s T. Walter Hardy Exhibit Hall. Across First Street to the north is the Manistee County Library – a Carnegie Library built in 1902 with a \$35,000 gift. Its architecture still stands out after more than a century.

A little farther north on the other side of Maple Street is City Hall, formerly the U.S. Post Office which opened in 1911. It was renovated to house Manistee city government offices in 2004-05.



Further north on River Street is The Vogue Theatre, a collection of interesting retail shops and galleries, the Ramsdell Inn, and the Manistee County Historical Museum. Featuring a display of a late 1800’s general store and drug store, the Museum maintains the flavor of bygone days with fixtures and fittings from the original double store where it’s housed built in 1871.



Beyond the physical structures and the activities inside, there is culture on display outside throughout the year. Manistee is known for hosting three major festivals: “The Manistee National Forest Festival,” the “The Port City Street Fair,” and “The Victorian Sleighbell Parade and Old Christmas Weekend” on the first weekend in December. From May through September, a local Farmer’s Market is held every Saturday. Also in the summer months is “HomeGrown Saturdays,” featuring street musicians, main stage entertainment, art and craft vendors, and more, as well as Manistee Jaycees’ free Thursday Night “Roots on the River” Concerts in the Riverwalk band shell.

B. 1. The Arts Mean Business

Americans for the Arts in their report, “The Arts and Economic Prosperity,” makes a compelling case that communities that invest in the arts reap the additional benefits of jobs, economic growth, and a quality of life that positions those communities to compete in the 21st century creative economy. The study demonstrates that the non-profit arts and culture industry is an economic driver in communities — a growth industry that supports jobs, generates government revenue, and is the cornerstone of tourism.

Nationally, the non-profit arts and culture industry generates \$166.2 billion in economic activity every year — \$63.1 billion in spending by organizations, an additional \$103.1 billion in event-related spending by their audiences, and \$29.6 billion in government revenue while sustaining 5.7 million full-time equivalent jobs and \$104.2 billion in household income. Additionally, non-profit organizations are also active contributors to the business community as employers, producers, and consumers, as well as key partners in marketing and promoting their cities and regions. Arts organizations impacted communities with 2.6 million full-time equivalent jobs (half of these were the result of direct expenditures by the arts organizations and represented 1.01% of the U.S. workforce – larger than any other segment except for elementary school teachers), \$57.3 billion in household income and \$13.2 billion in government revenue.

Before thinking that this is all about New York or San Francisco, understand that the study surveyed the economic impact of the non-profit arts and culture industry in 156 communities and regions (116 cities and counties, 35 multi-county regions, and five states), and represents all 50 states and the District of Columbia. The diverse communities range in population from 4,000 to 3 million and from rural to urban. Data was collected from 6,080 non-profit arts and culture organizations and almost 95,000 of their attendees. Individual artists and for-profit arts and entertainment activities were not included.

B. 2. Local Audiences and Visitor Spending

The arts and culture industry, unlike many industries, leverages a significant amount of event-related spending by its audiences. For example, a patron attending an arts event may purchase dinner at a restaurant, eat dessert after the show, and return home to pay the babysitter. Nationally, the typical attendee spends an average of \$27.79 per person, per event, in addition to the cost of admission. Businesses that cater to arts and culture audiences reap the rewards of this economic activity. While the ratio of local to non-local attendees is different in every community, the national sample revealed that 39 percent of attendees traveled from outside of the county in which the event took place (non-local) and 61 percent were local (resided inside the county). Previous economic and tourism research has shown that non-local attendees spend more than their local counterparts. This study reflects those findings and reports that locals spent an average of \$19.53 per person, per event in addition to the cost of admission, while non-local attendees spent twice this amount, or \$40.19 per person. As would be expected, non-local attendees spent significantly more in the categories of lodging, meals, and transportation. These findings demonstrate that when a community attracts arts and culture tourists, it harnesses significant economic rewards.

B. 3. Creative Industries

In addition to the non-profit organizations included in the above reports, a study of the *Creative Industries* expands beyond non-profits to include arts-centric businesses that range from non-profit museums, symphonies, and theatres to for-profit film, architecture, and advertising companies. Nationally, these businesses employ 2.9 million people, representing 4.05% of all businesses and 2.18% of all employees,



respectively. As of January 2010, Michigan was home to 20,737 arts-related businesses that employ 77,946 people. These arts-centric businesses play an important role in building and sustaining economic vibrancy – they employ a creative workforce, spend money locally, generate government revenue, and are a cornerstone of tourism and economic development.

B. 4. Manistee’s Creative Industries

In spite of a lackluster response from residents as to the arts viability in attracting visitors reported in the BrandPrint study, “Arts & Entertainment” was identified as an area attraction in their evaluation noting many of the institutions and events listed above. Additionally, the Arts and Culture Alliance of Manistee County lists almost fifty members including a number of individual artists and out-county arts and cultural organizations; and none of these lists includes the nascent film industry being developed by 10 West.

In the area identified as the West End Commercial and Arts Anchor, there are approximately thirty businesses, with almost one third of them clearly classified as “Creative Industries.” That is without considering the two book stores and a number of the specialty retail establishments that feature a particularly “arty” and “creative” selection of gifts, clothing, accessories and necessities. Not only are the businesses “creative” by definition, they occupy some of the most interesting architecture in the community, book-ended on River Street by a refurbished Vogue Theatre on the east and the park and fountain overlooking the City Marina on the west. As suggested earlier, the walk up the hill on Maple additionally takes in the City Hall, Library and Ramsdell Theatre – all architecturally interesting and the performance and gallery home of Manistee’s creative class.

Beyond the existing businesses and buildings, there is also the potential for a new centerpiece in the anchor district. The former Glik’s department store offers significant square footage right at the foot of the draw bridge on Maple in the center of the District. Loft apartments, galleries, arts related businesses, a coffee shop and a signature restaurant on the lower level fronting on the Riverwalk are just a few of the possibilities for the building that would further solidify the District and strengthen Manistee’s arts scene. Even the façade could be opened up and arranged to create an interesting architectural complement to the Victorian showpieces across the street. The current owner has expressed interest in further discussion and AES has also expressed interest in the property for offices and an “arts incubator” type of operation.

C. Conclusion

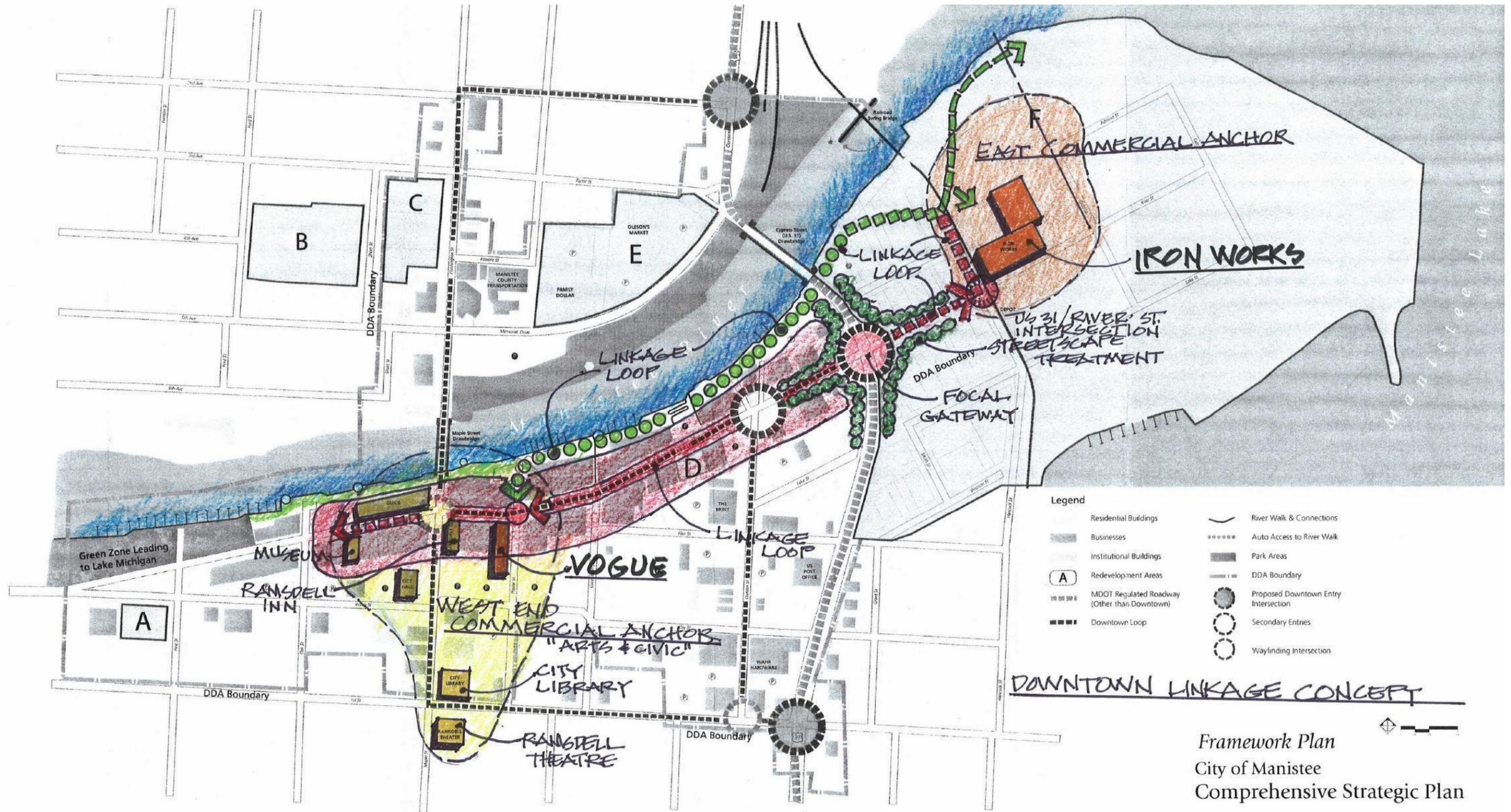
National and statewide studies demonstrate that the arts and culture industry is an economic driver in communities — a growth industry that supports jobs, generates government revenue, and is the cornerstone of tourism. Though many of the Manistee non-profit organizations are not fully professional and do not maintain a regular schedule of events and activities, there is sufficient “meat” in the for-profit organizations and businesses to provide an appealing base of activity to be augmented by the non-profits on an ad hoc basis. Thus, Manistee’s cultural legacy and current arts-centric activity, not to mention the “arts infrastructure” already in place on River Street, can easily support the development of the area surrounding the corner of Maple and River Streets as a true “Creative Industries” District to complement the “Iron Works” District on the east end and create the physical, geographical and psychological linkage that will help ensure the success of the two projects. At the same time, it should help create energy and synergies in the arts community, as well as the downtown as a whole, translating into more activity, more revenue, and increased visitor and local traffic.

D. Maple/River Street Intersection

The center of the Anchor area is one of the more active intersections downtown. Just north on Maple is the draw bridge over the River Channel, while up the hill to the south is City Hall, the Library and the Ramsdell Theatre. The intersection does not present the same kind of challenges that the US-31 intersection does as the gateway to both downtown and the Iron Works, but it could also benefit from some attention and study to really punctuate and enhance the juncture as the center of the Arts District.



E. Downtown Linkage Plan





VI. IMPLEMENTATION STRATEGY

- A. Pricing Strategies and Sales Projections**
 - 1. Pricing
 - 2. Sales Projections

- B. Financial Projections and Assumptions**
 - 1. Sources and Uses of Funds
 - 2. Projection of Income, Expenses and Cash Flow
 - 3. Revenue Schedule and Operating Expenses

- C. Development Schedule**

- D. Development Team/Ownership Structure**

- E. Next Steps**



Implementation Strategy - Introduction

Having completed the market research, studied existing conditions, developed a design concept and recommended programming activity, a scope of work and construction costs were developed. These costs (\$3,273,750) form the basis of the **Sources and Uses of Funds** schedule, where the hard construction costs were combined with acquisition and soft costs as well as the sources of Equity and Debt funds. Due to the historic nature of the building, these were prepared utilizing Federal and State Historic Tax Credits along with Brownfield Tax Credits (BTC). Total project costs are \$5,166,500.

More specific market research based on the programming uses detailed in Section III was used to build a **Pricing Strategy (A. 1. and 2.)** for both ticket sales and concessions. This data then fed into a projected revenue stream utilized for preparation of the **Projection of Income, Expenses and Cash Flow (B. 2. and 3.)**. At this point, the debt ratio ranges from 1.45 to 1.73 through the proforma, with cash flows from \$89,969 in the first year to \$146,776 in year ten.

To move the project to realization, a **Development Schedule, Development Team, and Next Steps** are proposed.



A. 1. Pricing

At closing, The Vogue was selling tickets at \$5.75 for adults and \$5.00 for children 12 and under. It is believed that this was not for first-run films. The nearest theatres in Ludington and Frankfort currently charge \$8.00 for adults, with \$6.00 for children 12 and under in Frankfort and \$6.50 in Ludington. These are evening prices for the adults and all day prices for children, with the adult price in Ludington reduced to \$7.00 for matinees. Ludington also offers a special day-long senior price of \$5.75, but Frankfort does not. To have access to first-run features will require near these rates to satisfy distributors, and there will be additional fees for 3-D. Ludington currently tacks on \$2.50.

Tickets	Vogue Theatre - at closing			Harbor Cinemas - Ludington			Garden Theater - Frankfort		
	Age	Before 6:00	Evening	Age	Before 6:00	Evening	Age	Before 6:00	Evening
Adults	13-64	\$0.00	\$5.75	12-64	\$7.00	\$8.00	13+	\$0.00	\$8.00
Children	2-12	\$0.00	\$5.00	3-11	\$6.50	\$6.50	2-12	\$0.00	\$6.00
Seniors	65+	\$0.00	\$5.00	65+	\$5.75	\$5.75		\$0.00	\$0.00
				3D additional \$2.50			Sundays - everybody \$5.00		
Drinks	Size	Price		Size	Price		Size	Price	
Small		\$2.50			\$3.95			\$2.00	
Medium	32 oz.	\$3.50		32 oz.	\$4.90		32 oz.	\$3.00	
Large	44 oz.	\$4.00		44 oz.	\$5.30		44 oz.	\$4.00	
Water		\$2.00			\$3.85			\$0.00	
Popcorn	Size	Price		Size	Price		Size	Price	
Small	85 oz.	\$3.50		85 oz.	\$5.40		85 oz.	\$3.00	
Medium	130 oz.	\$4.50		130 oz.	\$6.95		130 oz.	\$4.00	
Large	170 oz.	\$5.00		170 oz.	\$7.85		170 oz.	\$5.00	
Candy		\$2.75			\$2.75			\$0.00	
		\$1.50							

Though there was great concern about high prices expressed in the initial brainstorming session, a recent Facebook survey by the MSDDA seems supportive of higher prices with most respondents suggesting an \$8.00 to \$10.00 range. The overall average was \$8.45. With these reports in mind, **ticket prices** are recommended as follows:

Adults age 13-64	\$8.00 evening	\$7.00 matinee (before 6:00 p.m.)
Children age 3-12	\$6.00 all-day	
Seniors age 65+	\$7.00 evening	\$6.00 matinee
Additional for 3-D	\$2.50	
Premium for R-rated	\$2.00 additional	
Reserved special seat	\$2.00 additional	



The reserved seating will be in the center section Upstairs and in the rear of the main floor on 12"-16" platforms. Seats will be recliners or similar type with tables. The premium for R-rated films is a recent experiment in the industry and may not end up in the final pricing based on further research and experience. It reflects both the extra staff time required to "police" the age restriction as well as potential higher popularity among adults for these features. It would apply to any price category for those 17 and over.

Concession pricing was the most criticized in the recent survey, and not without cause. Popcorn currently ranges from \$5.40 up to \$7.85 with drinks from \$3.95 to \$5.30 in Ludington. A bottle of water is \$3.85 – almost the cost of a case! Some of these prices were as high if not higher than a Detroit-area theatre that was also surveyed. The Garden Theater in Frankfort was more reasonable with popcorn and drinks between \$2.00 and \$5.00 for different sizes.

Recent national surveys suggest growing interest in more healthful concession offerings for both snacks and drinks, with Disney actually requiring it for certain kid-centric films. Surveys also suggest demand for a few "fancier" snacks and the availability of beer and wine. One respondent to the MSDDA survey even offered to pay \$6.00 for a beer.

Additional research and surveys of available foods closer to opening day will help define the final menu, but offerings will definitely include familiar, "old-time," movie theatre fare to further the classic film experience. Additionally, beer and wine will be available at a separate bar to take into the theatre. Prices would be:

Drinks	
Small	\$2.50
Medium	\$3.50
Large	\$4.50
Popcorn	
Small	\$3.50
Medium	\$4.50
Large	\$5.50
Candy	\$2.00 to \$3.00
Cotton Candy	\$2.50
Beer and wine	\$4.00 to \$7.00 including an assortment of local/regional beers and wines by the glass

Additionally, there will be combined offerings of drinks and snacks at some discount. It might be promotionally interesting to name these after the old theatres from Manistee's past. At these prices, there would not be free refills, but they would be available at half price. Though available at concession stands on both levels, it might be interesting to serve at the seats with ballpark style vendors prior to showings of particularly well-attended films. A small premium of \$.50 per item would cover any additional staffing costs.



A. 2. Sales Projections

Based on the previous attendance and number of showings projections, sales, based on average ticket and concession prices are projected as follows:

	Pricing			Projected Sales			
	Average Ticket	Average Conc.	Average Beer/Wine	Ticket Sales	Conc. Sales	Beer/Wine Sales	Total Sales
Main Screen - First run family films	\$7.00	\$3.50	\$3.50	\$281,260	\$140,630	\$140,630	\$562,520
Upstairs - First run mature films	\$8.00	\$3.50	\$5.00	\$288,040	\$126,018	\$180,025	\$594,083
Music/Comedy - late night	\$10.00	\$5.00	\$10.00	\$47,200	\$23,600	\$47,200	\$118,000
Rentals							
Classic/Art film	\$8.00	\$3.50	\$5.00	\$10,880	\$4,760	\$6,800	\$22,440
Children's films	\$5.00	\$2.50	\$0.00	\$11,500	\$5,750	\$0	\$17,250
Live Broadcasts - Opera	\$20.00	\$5.00	\$5.00	\$11,000	\$2,750	\$2,750	\$16,500
Live Broadcasts - sports and other	\$10.00	\$5.00	\$10.00	\$20,000	\$10,000	\$20,000	\$50,000
Total				\$669,880	\$313,508	\$397,405	\$1,380,793

Average ticket prices are based on anticipated splits of sales between age levels. Accordingly, projections for the more mature audience expected Upstairs are based on an \$8.00 average as not many children are expected and the majority of sales are expected in the premium priced seats. On the main level, though more children's sales are expected, there is consideration for the additional charge related to 3-D sales as well as sales of premium seats.

Concession pricing is based on experiences in other theatres with some consideration given to lower ticket prices (compared to surrounding theatres) encouraging more concession sales. For beer and wine sales, experiences in other theatres selling drinks suggested that an average of \$8.00 to \$10.00 total for all concessions could be expected. Therefore, to allow for some geographic disparity, this amount was adjusted to \$7.00 total and split between the two. Additional beer and wine sales were projected for live attractions, Upstairs with more adults in attendance, and other live broadcast events.



B. 1. Sources and Uses of Funds

Sources

Equity

- The **Deferred Developer Fee** is 76% of the total Developer Fee (20% of all hard costs and most soft costs). The Deferred Developer Fee is estimated at \$670,284 and will be paid out of the project's cash flow.
- The **Federal Historic Tax Credit** is calculated by taking a 20% credit on the eligible investment. Ninety-nine percent of these credits are then sold at \$.93 on the dollar, totaling \$ 875,876.
- The **Enhanced State Historic Tax Credit** is calculated by taking a 20% credit on the eligible investment. Ninety-nine percent of these credits are then sold at \$.85 on the dollar, totaling \$800,532.
- The **Brownfield Tax Credit** is calculated by taking a 20% credit on the eligible investment. Ninety-nine percent of these credits are then sold at \$.85 on the dollar, totaling \$557,182.

Financing

- It is anticipated that the developer will invest **Equity** in the amount of \$250,000 as part of the total.
- A **Bridge Loan** in the amount of \$2,233,400 to provide funds until the project is complete and the tax credits are realized is assumed at an interest rate of 7.75% for the duration of construction.
- It is anticipated that a loan, **Loan A**, in the amount of \$2,012,816 at 7.75% interest rate will be required to complete the project.

Uses of Funds

Acquisition

- Building **Acquisition** was \$80,000.

Construction

- **Hard Construction Costs** for the Vogue are estimated at \$3,273,750. This includes everything from construction to permits as well as FFE.

Soft Costs

- A **Soft Cost Contingency** of 10% of most soft costs is estimated at \$164,795.
- A **Developers Fee** of 20% on all hard costs and most soft costs. This fee is estimated at \$820,824.
- **Marketing and Leasing** is estimated at \$20,000 for the project.
- **Construction Period Interest – Bridge Loan** is calculated at 7.75% interest and is estimated at \$103,853.
- **Construction Period Interest – Loan A** is calculated at 7.75% interest and is estimated at \$155,993.
- A **Financing Fee** in the amount of \$84,924 for the **Construction Loan** and **Loan A** is calculated by multiplying the combined value of these loans by 2%.
- **Construction Period Taxes** are assumed to be abated.
- **Construction Period Insurance** is estimated at \$20,000.
- The cost of the **Property Survey** is estimated at \$6,000.
- **Title Recording and Insurance** is estimated at \$5,000.
- The **Appraisal** is estimated at \$5,000.
- The **Environmental Assessment** costs are estimated at \$8,000.
- **Historic District Designation** is required for the anticipated historic tax credits. Cost of this process is estimated at \$30,000.
- The **Historic Tax Credit Documentation** is estimated at \$12,000.



- The sale of the project's tax credits is anticipated to accrue \$20,000 in **Tax Credit Purchaser Fees**.
- **A/E Fees** (Architectural/Engineering) are assumed to be 8% of all hard construction costs. The fees are estimated at \$261,900.
- The **Economic Consultant** for the project is estimated to cost \$25,000.
- **Legal (Developer)** fees for the developer are estimated at \$30,000.
- **Legal (Investor)** fees for the NMTC Investor are estimated at \$30,000.
- **Accounting (Project)** is estimated at \$10,000.
- A **Miscellaneous** line is included in the project costs, but is not utilized.



B. 2. Projection of Income, Expenses and Cash Flow

Revenue

- **Gross Income** is based upon the projected **Revenue Schedule** with details as shown in **A. Pricing Strategies and Projected Sales** and **B. 3. Total Gross Income** for the project is estimated at \$1,342,070 in year one. Gross income is projected to rise 2% annually.

Operating Expenses

- **Property Taxes** are projected at \$30,000.
- **Operating Expenses** are detailed in B. 3. and total \$1,020,890.
- The **Net Operating Income** is calculated by subtracting the Operating Expenses and Property Taxes from the Gross Income for a total of \$291,180 in the first year of operations (year two of the project).

Cash Flow is calculated by subtracting the Total Debt Service from the Net Operating Income. It is estimated at \$89,969 in the first year of operations (year two of the project).

Debt Service Ratio is the Net Operating Income divided by the Total Debt Service. Debt Service coverage is 1.45 for the first year of operations (year two of the project).



B. 2. Projection of Income, Expenses and Cash Flow

Vogue Theater Without NMITC										
Projection of Income, Expenses, and Cash Flow										
16-Jun-10										
Revenue	Year 1	Year 2	Year 3	Year 4	Year 5	Year 6	Year 7	Year 8	Year 9	Year 10
Gross Income	1,342,070	1,368,911	1,396,290	1,424,215	1,452,700	1,481,754	1,511,389	1,541,617	1,572,449	1,603,898
Operating Expenses										
Property Taxes	30,000	30,600	31,212	31,836	32,473	33,122	33,785	34,461	35,150	35,853
Operating Expenses ^d	1,020,890	1,041,308	1,062,134	1,083,377	1,105,044	1,127,145	1,149,688	1,172,682	1,196,135	1,220,058
Total Expenses	1,050,890	1,071,908	1,093,346	1,115,213	1,137,517	1,160,267	1,183,473	1,207,142	1,231,285	1,255,911
Net Operating Income	291,180	297,004	302,944	309,003	315,183	321,486	327,916	334,474	341,164	347,987
Debt Service										
Loan A	201,211	201,211	201,211	201,211	201,211	201,211	201,211	201,211	201,211	201,211
Total Debt Service	201,211									
Cash Flow	89,969	95,793	101,733	107,792	113,972	120,276	126,705	133,264	139,953	146,776
Debt Service Ratio	1.45	1.48	1.51	1.54	1.57	1.60	1.63	1.66	1.70	1.73



B. 3. Revenue Schedule and Operating Expenses

Vogue Theater Without NMTC Revenue Schedule 16-Jun-10

Ticket Sale Income	661,840
Concession Income	660,230
Rental Income	5,000
Other Income	15,000
Total	\$ 1,342,070

Estimates based on research by Gerdom Management Group

Vogue Theater Detail of Operating Expenses 16-Jun-10

Film Exhibit. Pers. Costs	274,850
Film Exhibition Costs	336,360
Bar/Concession Costs	155,980
Merchant Account Fees & Expense	18,510
Building Operations	56,800
Marketing Expense	50,000
Administrative Personnel	78,390
Administrative Operations	50,000
Total	\$ 1,020,890

Estimates based on research by Gerdom Management Group



C. Development Schedule

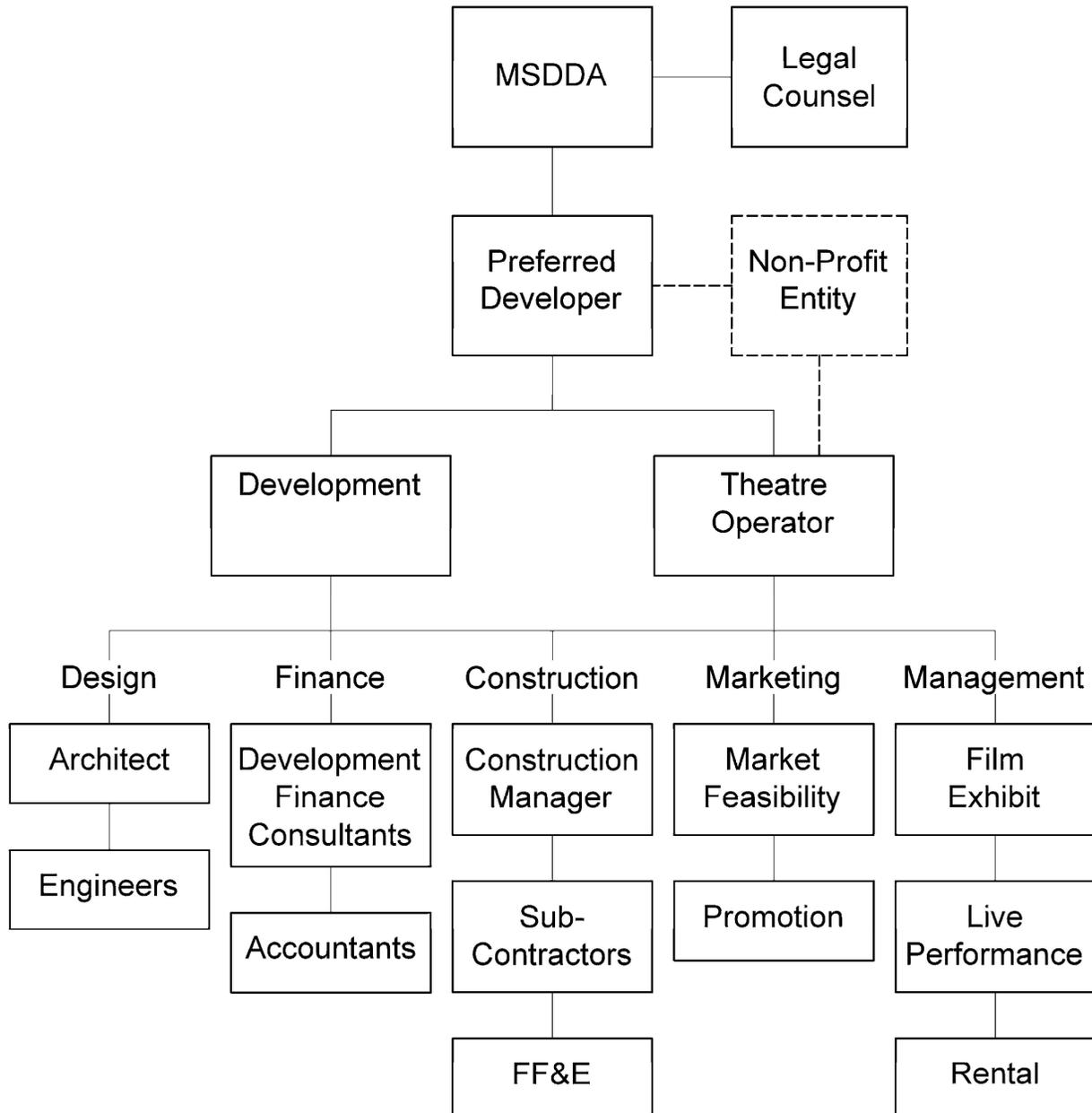
The following schedule indicates the months and years estimated to implement design and restoration of the Vogue Theatre project. Major tasks and milestone dates have been established and recommended assuming a non-phased development process and based on anticipated economic trends and industry standards for architectural and construction processes.

TASK	2010					2011					2012					2013											
	June	July	Aug	Sept	Oct	Nov	Dec	Jan	Feb	Mar	April	May	June	July	Aug	Sept	Oct	Nov	Dec	Jan	Feb	Mar	April	May	June	July	
Final Adaptive Reuse Study Report	●																										
DDA Due Diligence/Purchase Theatre		■	■	■																							
Historic Designation - Part 1				■	■	■																					
Marketing Theatre/RFP				■	■	■																					
Issue Owner/Developer RFP							●																				
RFP Due							■	■																			
RFP Review & Developer Selection							■	■																			
Final Market Study & Appraisal									■	■																	
Environmental Assessment									■	■																	
Architectural & Engineering Services										■	■	■	■	■	■												
Historic Designation - Part 2														■	■												
Developer Agreement/Property Ownership																■	■										
Regulatory Approvals & Permits																	■										
Tax Credit/Equity Financing Commitment										●	●	●	●	●	●	■	■										
Bridge Loan Commitment																	■	■									
Construction Loan Financing													●	●	■	■											
GMP Contract																		●									
Sub Contractor Bid & Negotiate																		■									
Construction & Tenant Improvements																			■	■	■	■	■	■	■	■	■
FF&E																											
Punch List & Project Closeout																											
Certificate of Occupancy																											●
Grand Opening																											●
Historic Designation - Part 3																											■
Permanent Loan Closing																											●
Summer Season Opening																											●



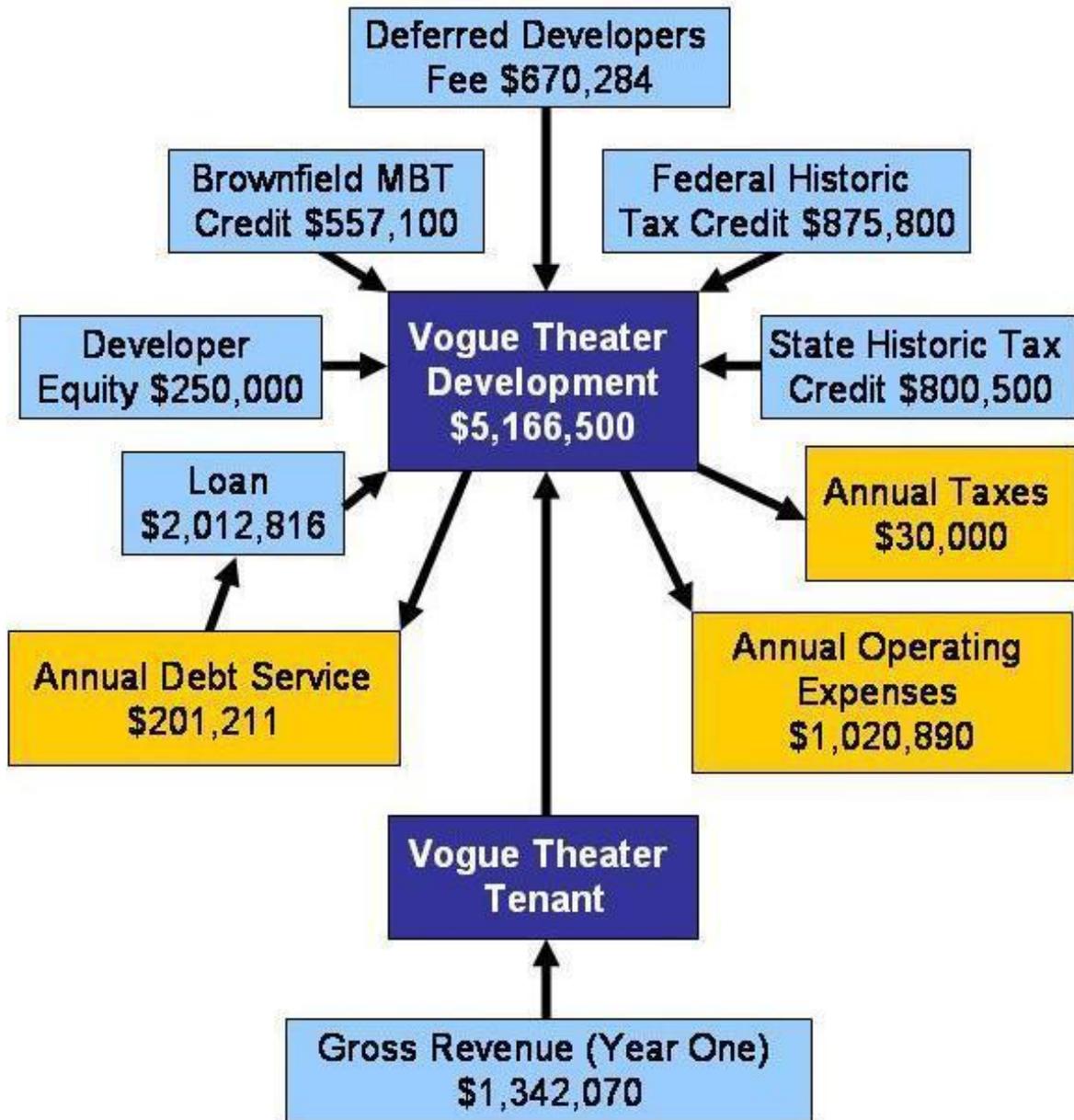
D.1. Development Team/Ownership Structure

The following diagram depicts a recommended ownership structure for the development of the Vogue Theatre restoration that includes primary responsibilities of the development team partnership and managers. Major tasks include design, finance, construction, marketing, and management. Lines connecting boxes suggest general team structure and order of responsibility.





D. 2. Ownership Structure/Developmental Organization Chart
– Developer Pays Expenses





E. Next Steps

- **Ownership – MSDDA purchase Vogue Theatre**; begin to identify potential owner/operators
- **Architectural/Engineering – Prepare preliminary plans**, outline specifications, and cost estimates. Further investigate and resolve design/engineering issues including roof leak, basement standing water, foundation settlement at northeast corner, extent of stucco repair and replacement, fire escape repair and/or replacement, ADA and other code issues as well as energy options
- **Refine market and economic feasibility work**
- **Grant and Historic Applications** – prepare applications for State and Federal Historic Registry; investigate appropriate Foundation grant and public funding sources
- **Prepare RFP Package** for selecting owner/operator
- **Arts District Plan** – develop plan to include identification of boundaries, signage and identity, streetscape, and Maple/River Street intersection; connection and linkage of “Arts District” to Riverwalk and River Street and overall circulation and parking study; prepare marketing plan to promote visitor traffic
- **Glik’s adaptive reuse and feasibility study** – identify potential arts and creative industry uses such as galleries, museum, lofts, non-profit offices, coffee house, restaurant, book store, art supply, etc.
- **Explore joint management agreement with Ramsdell Theatre** and collaboration with other arts, film, and non-profit organizations



SUMMARY, CONCLUSIONS AND RECOMMENDATIONS



SUMMARY, CONCLUSIONS AND RECOMMENDATIONS

I. REGIONAL AND DOWNTOWN CONTEXT

Study of the local and regional market strongly suggests that sufficient market exists to sustain the Vogue Theatre. In particular, an observed distaste for the travel currently required to find another movie house portends good support for a renovated theatre presenting first-run films closer to home. More specifically:

- The Vogue's market area, limited to Manistee County within a radius of 20 to 25 miles north and east and a short extension into Mason County as far as Free Soil, includes both sufficient numbers within the total population and in target age groups to support film exhibition and related uses. Both family and mature adult counts are very positive.
- Income levels in the area suggest price sensitivity for both tickets and concessions.
- Though the overall education attainment level for the community is positive, the lower numbers for those with higher education degrees may restrict some specialty programming.
- The Theatre should benefit from the normal influx of summer visitors plus any additional traffic generated by the Iron Works project.

Recommendations:

1. **Design and selection of programming should be innovative and competitive with surrounding theatres** to encourage maximum attendance.
2. Careful **attention should be given to price points** to encourage attendance and concession purchases by both local residents and visitors.

II. EXISTING CONDITIONS ANALYSIS

The Vogue is structurally sound and, generally, in good condition. Most of the historic design elements and lighting instruments are intact and easily refurbished. Seating needs to be replaced, but historic design elements from the row ends can be refurbished and reused. Mechanical and plumbing systems need replacement, however, the electrical service has been more recently updated and, pending further evaluation of needs, may be sufficient. Further investigation is needed to resolve certain issues including a roof leak, standing water in the basement around the old boiler, foundation settlement at the northeast corner, and the extent of stucco repair and replacement necessary.

Recommendations:

1. **Renovation scope of work must go beyond a "paint-up/fix-up" rehabilitation to be a full historic renovation** including all architectural and M.E.P. systems, finishes and equipment, and be in conformance with the Secretary of Interior Standards for Rehabilitation and Guidelines for Rehabilitating Historic Buildings.
2. **Conduct an environmental assessment walk-thru** to determine the presence and extent of any hazardous materials in the building.
3. **Seek a preliminary review of project eligibility from the State Historic Preservation Office.**
4. **Stabilize deteriorating stucco and unclog roof drains** to prevent further damage to the building and provide for public safety.

III. RECOMMENDED USE/PROPOSED PROGRAMMING

After thorough study of the market and economic considerations, financial viability, physical fit and development costs, as well as interviews with industry experts and stakeholder input, URA recommended and the Review Team agreed that the most sustainable potential use for the Vogue Theatre was as a **two-screen movie theatre**. However, a simple "spruce-up" with an HVAC system that actually cools in



the summer and heats in the winter is not enough to ensure the Theatre's long-term viability. It will be necessary for The Vogue to distinguish itself from surrounding theatres in other ways to maximize audiences and keep them from making the trip to other theatres. Programming and operating suggestions include:

- To distinguish The Vogue from nearby offerings, it is critical to develop a **Unique Viewing Experience with Special Seating and Amenities including beer and wine service and digital 3-D projection.**
- To be fully competitive, The Vogue must present **Main stream, current films** in the downstairs auditorium. With some exceptions, the “buzz” film of the week should open on The Vogue screen on the same date it opens nationally.
- To further increase revenue, **Upstairs at The Vogue** (the balcony screen) should feature an eclectic mix of main stream current films chosen to appeal to a more mature audience. With its refined seating and cozy atmosphere, Upstairs can provide the kind of experience the more mature filmgoer is seeking, and create a regular flow of a highly desirable demographic into the facility while providing more net income opportunities.
- The small theatre size and digital projection also allows for some special scheduling of **classic films**, intermingled with more current **art-house, independent, foreign, and documentary films** not otherwise available in the area.
- Another possible addition for either screen is to present a special series of **films geared to children and families** at very “family friendly” prices.
- The recent success of 10 West and other local filmmakers suggests there is also an opportunity to **encourage local filmmakers with opportunities for showings and discussions.**
- Another new trend that offers additional revenue possibilities for The Vogue is beaming in live events. Movie theatres around the country have turned to **live event screenings** to fill seats and open new revenue streams by showings ranging from ultimate fighting to opera.
- Though not a primary activity for The Vogue, there are opportunities for one-person or small group **live entertainments** to be presented in addition to the films. The main floor stage with its moveable screen offers the largest capacity and amenities, but the cozy atmosphere Upstairs could also be popular with a small, portable stage used for the entertainers. Beer and wine service further encourages this activity.

Finally, for the Arts and Entertainment District to become a real draw with The Vogue as its centerpiece, the Ramsdell Theatre should become a more visible presence for more nights throughout the year, working “in concert” with The Vogue to anchor the District and draw audiences downtown. It might be prudent to explore **shared management** of the two facilities to provide the opportunity to secure a more experienced management team or individual to operate both facilities and maximize the opportunities for usage beyond films and the Civic Players in a compatible, complementary fashion that should benefit both facilities and the community. The same management could also be charged with coordinating and promoting the District's activities to bring more people into the downtown.

Recommendations:

1. **Build into a preferred developer agreement all of the above program elements** to maximize audiences and cash flows and assure the community that the Theatre will be an important asset well into the future.
2. **Explore joint management agreement with Ramsdell Theatre** and collaboration with other arts, film, and non-profit organizations.

IV. CONCEPTUAL DESIGN PLANS AND COST ESTIMATES

The Design Concept pulls all of the programmatic elements together into a plan that provides more public space with an expanded main floor lobby, third floor “party room,” and a new balcony-level lobby, as well as accessible rest rooms on both seating levels and an elevator to provide access to both screens for all audiences. Concession stands are expanded and available on both levels, and a lobby bar fills the former retail space in the northeast corner. The viewing experience in the balcony is also enhanced with



more space between the audience and the screen, and stadium seating is added on both levels to augment traditional theatre seating and create a welcoming environment with mostly free-standing high-backed leather executive chairs and tables. Original square footage of 12,580 expands to almost 13,800 within the existing walls.

Allowing resources for refurbishment of the historic design and lighting elements, as well as the marquee, total construction costs are estimated at \$3,273,750 including tenant improvements and FFE (furniture, fixtures, and equipment).

Recommendations:

1. **Prepare conceptual Architectural/Engineering plans** – outline specifications, and cost estimates. Further investigate and resolve design/engineering issues including roof leak, basement standing water, foundation settlement at northeast corner, extent of stucco repair and replacement, ADA and other code issues.
2. **Alternative Energy Evaluation – Determine cost feasibility** for energy options

V. DOWNTOWN LINKAGE AND WEST END ANCHOR

The Iron Works and The Vogue Theatre projects are physically and geographically linked together with River Street and the Riverwalk forming a land and water loop connecting the East and West Anchors. The US-31/River Street and the Maple/River Street intersections are key junctions in this loop. Once both projects are complete, it is expected that traffic will flow both ways through the loop and become the catalyst for the success of downtown, financially, and for the entire County in their efforts to be “the community of choice on the Lake Michigan shoreline.”

The West End Anchor of the downtown has generally been viewed as the area from Maple to Oak on River Street. It has also been described as “a commercial anchor . . . an important component of a retail district, taking its cues from what is done successfully in malls throughout the country,” i.e., it’s assumed that retail establishments are key. The area is within an eighth of a mile of The Vogue – less than a two-minute walk.

Expanding the area up to First Street to the south and east to Poplar Street includes more key components of the City’s arts and cultural institutions and suggests a different focus for the “anchor.” Within a few blocks are the Historical Museum, the Library, the Ramsdell Theatre, the Art Institute, and The Vogue – not to mention empty storefronts waiting to be filled with galleries and a large, empty building at Maple Street overlooking the river that could be converted into artists’ lofts/studios or housing for the fledgling film industry. In short, the commercial anchor could also be an “arts” district highlighting the City’s talents and treasures while building synergies between those organizations to further expand their reach and impact.

National and statewide studies demonstrate that the arts and culture industry is an economic driver in communities — a growth industry that supports jobs, generates government revenue, and is the cornerstone of tourism. Though many of the Manistee non-profit organizations do not maintain a regular schedule of events and activities, there is sufficient “meat” in the for-profit organizations and businesses to provide an appealing base of activity to be augmented by the non-profits on an ad hoc basis. Thus, Manistee’s cultural legacy and current arts-centric activity, not to mention the “arts infrastructure” already in place on River Street, can support the development of the area surrounding the corner of Maple and River Streets as a true “Creative Industries” District. Recognition in this way should also serve to attract foundation and non-profit support to the downtown and help develop more year-round activity to complement the “Iron Works” District on the east end and create the physical, geographical and psychological linkage that will help ensure the success of the two projects. At the same time, it should help create energy and synergies in the arts community, as well as the downtown as a whole, translating into more activity, more revenue, and increased visitor and local traffic.



Recommendations:

1. **Arts District Plan** – develop plan to include identification of boundaries, signage and identity; design streetscape and Maple/River Street intersection enhancements; explore connections and linkage of “Arts District” to Riverwalk and River Street; and study overall circulation and parking. Prepare marketing plan to promote visitor traffic; identify potential funding sources for necessary work and arts organizations to participate.
2. **Glik’s adaptive reuse and feasibility study** – determine feasibility for development and potential arts and “creative industries” uses such as galleries, museums, lofts, non-profit offices, coffee house, restaurant, book store, art supply, etc.; explore financing options, availability of tax credits and potential for other private/public support

VI. IMPLEMENTATION STRATEGY

The scope of work and construction costs (\$3,273,750) outlined in Section IV formed the basis of the **Sources and Uses of Funds** schedule, where the hard construction costs were combined with acquisition and soft costs as well as the sources of Equity and Debt funds. Due to the historic nature of the building, these were prepared utilizing Federal and State Historic Tax Credits along with Brownfield Tax Credits (BTC), which together total \$2,233,590. Total project costs are \$5,166,500.

To complete the review of The Vogue’s feasibility, a detailed price, film, and staffing schedule was built for each screen and worked into an annual Revenue Schedule. Average attendance for the main screen was estimated at 773 per week with average ticket income of about \$5,400 with additional income projected for concession sales, the second screen and special attractions. The schedules were varied by the time of year and type of film presented. Total Gross Income for the project is estimated at \$1,342,070 in Year 1 with 2% annual increases.

Further utilizing the detailed schedules, operating expenses were projected at \$1,020,890, leaving Net Operating Income of \$291,180 in the first year of operations. **Cash Flow**, calculated by subtracting the Total Debt Service from the Net Operating Income, was estimated at \$89,969 in the first year of operations, growing to \$146,776 in Year 10. At this point, then, the debt ratio ranges from 1.45 to 1.73 through the proforma.

To move the project to realization, action steps including major tasks and milestone dates have been established and recommended in the Development Schedule. These are based on anticipated economic trends and industry standards for architectural and construction processes. Also, a recommended ownership structure for the development of The Vogue that includes primary responsibilities of the development team partnership and managers are recommended in the Development Team/Ownership Structure. Major development and operational functions include design, finance, construction, marketing, and management. Lines connecting the boxes suggest general team structure and order of responsibility.

The first essential step in revitalizing the Vogue Theatre property is for the MSDDA to take full advantage of the option to purchase the property from the bank. After the MSDDA acquires the property, they will have put themselves in the position to gain control over the process. This will enable them to seek out a developer/operator that will best meet the defined needs of the Theatre and the Downtown. There will be a GREATER risk to the MSDDA and the Downtown by losing control and not purchasing the property.



Recommendations:

1. **Ownership – MSDDA purchase Vogue Theatre.** By acquiring the property now, the DDA will be in a prime position to explore the options available.
2. **Adopt Development Schedule as a preliminary “road map” for development and “action outline;”** adopt Development Team/Ownership Structure as preliminary structure for organizing development activities.
3. **Create an attractive development package and market the project to a developer/operator** with whom the MSDDA will enter into a development agreement to redevelop and operate the theatre according to the terms and conditions of the negotiated agreement. This option can be accomplished by directly identifying and negotiating with an interested party(s).

The MSDDA will be able to offer an incentive based development package that will be attractive to the developer that is not available in the private market, especially in these times. Because private development is so hard to accomplish in today's market, the development community is searching for projects where the risk is more minimized, tax credit and other incentives to help close the gap in financing are more readily available, costs are lessened both in acquisition and development, and the comfort of having the cooperation and participation of the municipality as part of the “team” available.

4. **Initiate a select RFP process that clearly states MSDDA’s evaluation and selection criteria,** the incentives including sale price that the DDA is offering, and development and operating performance standards including time frames that the developer/operator must meet.
5. **Develop target list and interview potential developers/operators** that have the resources, background and experience to energize and fully realize the programming recommendations in order to maximize the audiences and cash flows.
6. **Identify and Investigate potential for community and philanthropic minded individuals, non-profits, and/or public entities** within the community to partner with a for-profit developer/operator to restore and operate the theatre. Structured properly, this entity could take advantage of utilizing both public and private resources and incentives available not only in redeveloping the theatre but also sustaining operations over a long period of time.
7. **Grant and Historic Applications** – prepare applications for State and Federal Historic Registry; investigate appropriate Foundation grant and public funding sources
8. **Market and Economic Feasibility Analysis – Refine the financial projections** based on potential operating structure, design plans and cost estimates, as well as selected energy options and various sources of funds.



APPENDICES

1. **Film Exhibition Projections**
2. **Early History and the Architects**
3. **Original Design and Construction**



1. Film Exhibition Projections

Week beginning	Film	Rank	National Sales					Projected Vogue Sales					
			Wks. Open	Wknd. Gross	Per Theatre	# of Theatres	Gross Sales to date	Showings per Week	Average Attend	Total Attend	Average Tix	Gross Sales	Percent of Nat'l
January 2, 2009	Manley & Me	1	2	\$24,296,763	\$6,922	3,505	\$106,664,046	11	60	\$7	660	\$4,620	66.7%
January 9, 2009	Bride Wars	2	1	\$21,058,173	\$6,527	3,226	\$21,058,173	9	40	\$7	360	\$2,520	38.6%
January 16, 2009	Paul Blart: Mall Cop	1	1	\$31,832,636	\$10,124	3,144	\$39,263,238	9	40	\$7	360	\$2,520	24.9%
January 23, 2009	Hotel for Dogs	4	2	\$7,601,379	\$2,863	2,655	\$7,601,379	12	40	\$7	480	\$3,360	117.4%
January 30, 2009	Taken	1	1	\$24,717,037	\$7,765	3,183	\$24,717,037	9	40	\$7	360	\$2,520	32.5%
February 6, 2009	Coraline	3	1	\$16,849,646	\$7,329	2,299	\$16,849,646	9	40	\$7	360	\$2,520	34.4%
February 13, 2009	Confessions of a Shopaholic	5	1	\$17,809,053	\$7,103	2,507	\$17,809,053	9	40	\$7	360	\$2,520	35.5%
February 20, 2009	He's Just Not That Into You	4	3	\$8,558,225	\$2,805	3,050	\$70,100,901	9	40	\$7	360	\$2,520	89.8%
February 27, 2009	Jonas Brothers: 3D Concert	2	1	\$12,510,374	\$9,842	1,271	\$12,510,374	14	40	\$7	560	\$3,920	39.8%
March 6, 2009	Watchmen	1	1	\$55,214,334	\$15,290	3,611	\$55,214,334	9	40	\$7	360	\$2,520	16.5%
March 13, 2009	Race to Witch Mountain	1	1	\$24,402,214	\$7,656	3,187	\$24,402,214	11	40	\$7	440	\$3,080	40.2%
March 20, 2009	Knowing	1	1	\$24,604,751	\$7,384	3,332	\$24,604,751	9	40	\$7	360	\$2,520	34.1%
March 27, 2009	Monsters vs. Aliens	1	1	\$59,321,095	\$14,454	4,104	\$59,321,095	21	40	\$7	840	\$5,880	40.7%
April 3, 2009	Fast & Furious	1	1	\$70,950,500	\$20,500	3,461	\$70,950,500	10	40	\$7	400	\$2,800	13.7%
April 10, 2009	Hannah Montana: The Movie	1	1	\$32,324,487	\$10,367	3,118	\$32,324,487	10	40	\$7	400	\$2,800	27.0%
April 17, 2009	17 Again	1	1	\$23,722,310	\$7,287	3,255	\$23,722,310	10	40	\$7	400	\$2,800	38.4%
April 24, 2009	Earth	5	1	\$8,825,760	\$4,892	1,804	\$14,472,792	10	40	\$7	400	\$2,800	57.2%
May 1, 2009	X-Men Origins: Wolverine	1	1	\$85,058,003	\$20,750	4,099	\$85,058,003	12	40	\$7	480	\$3,360	16.2%
May 8, 2009	Star Trek	1	1	\$75,204,289	\$19,538	3,849	\$79,204,289	10	40	\$7	400	\$2,800	14.3%
May 15, 2009	Angels & Demons	1	1	\$46,204,168	\$13,100	3,527	\$46,204,168	10	40	\$7	400	\$2,800	21.4%
May 22, 2009	Night at the Museum: Battle of the Smithsonian	1	1	\$70,052,004	\$17,102	4,096	\$70,052,004	23	45	\$7	1,035	\$7,245	42.4%
May 29, 2009	Up	1	1	\$68,108,790	\$18,085	3,766	\$68,108,790	23	45	\$7	1,035	\$7,245	40.1%
June 5, 2009	Up	2	2	\$44,138,266	\$11,560	3,818	\$137,210,701	23	45	\$7	1,035	\$7,245	62.7%
June 12, 2009	The Taking of Pelham 1-2-3	3	1	\$23,373,102	\$7,603	3,074	\$23,373,102	23	45	\$7	1,035	\$7,245	95.3%
June 19, 2009	The Proposal	1	1	\$33,627,588	\$11,003	3,056	\$33,627,588	23	45	\$7	1,035	\$7,245	65.8%
June 26, 2009	Transformers: Revenge of the Fallen	1	1	\$108,966,307	\$25,736	4,234	\$200,077,255	23	45	\$7	1,035	\$7,245	28.2%
July 3, 2009	Ice Age: dawn of the Dinosaurs	2	1	\$41,690,382	\$10,170	4,099	\$66,732,868	27	50	\$7	1,350	\$9,450	92.9%
July 10, 2009	Ice Age: dawn of the Dinosaurs	2	2	\$27,607,497	\$6,730	4,102	\$119,680,193	14	50	\$7	700	\$4,900	72.8%
July 10, 2009	Bruno	1	1	\$30,619,130	\$11,109	2,756	\$30,619,130	13	50	\$7	650	\$4,550	41.0%
July 17, 2009	Harry Potter and the Half-Blood Prince	1	1	\$77,835,727	\$17,996	4,325	\$158,022,354	27	60	\$7	1,620	\$11,340	63.0%
July 24, 2009	G-Force	1	1	\$31,706,934	\$8,576	3,697	\$31,706,934	21	60	\$7	1,260	\$8,820	102.8%



2. Early History

Built by the W.S. Butterfield Theatres chain, The Vogue was not the first film theatre in Manistee. Orchard Beach was home to a nickelodeon as early as 1905, and other theatres such as the Bijou, Electric and Royal were popular viewing sites for silent films. The first sound film to play Manistee was screened at Butterfield's Lyric Theatre, now the Salvation Army building. Butterfield's management took the manager from the Lyric to manage The Vogue. Jack King had been with the chain since 1916 and was their local representative at the Lyric since 1930. Butterfield Theatres owned almost 100 theatres in Michigan at that time, including other "Lyrics" in Cadillac, Traverse City and Ludington, as well as a number of theatres in Grand Rapids, Lansing and Flint, and the Michigan Theatres of Ann Arbor and Jackson. They purchased the Ramsdell Theatre in 1936 and showed first run films there.

The property for The Vogue was actually optioned by the Butterfield organization in December, 1935, and the deal was closed in March, 1936. The site was the offices and home of an eccentric Manistee millionaire – Charles Ruggles. Before the building was razed beginning April 15, 1937, many local residents toured the old office building to see how he lived. Following demolition, the boiler was dismantled and steam shovels moved in to begin the task of excavating 30-feet into the ground to fit the building into the hill.



Opening day for The Vogue (January 12, 1938) included showings of a "gay romance drenched with melody and songs" starring Lily Pons and Jack Oakie – "Hitting a New High" – along with "Okay Rhythm," a short identified as a "novelty musical," the "Paramount Pictorial Revue," and a Popeye cartoon. The "High Note" plot involved the dynamic vocalist portraying a night club singer trying to get into grand opera. Edward Everett Horton also appeared in the film. Opening day showings were at 1:00, 3:00, 5:00, 7:00 and 9:00 p.m. Marlene Dietrich's "Angel" opened two days later and films continued to change two or three times a week.

Following the opening week, The Vogue featured the most popular films of the time including "Rosalie" with Nelson Eddy and Eleanor Powell, "Bad Man of Brimstone" with Wallace Beery, and "Conquest" with Greta Garbo, as well as "The Big Broadcast of 1938" with W. C. Fields, Bob Hope, Dorothy Lamour, Martha Raye and Ben Blue, and a new Sonja Henning film.

The regular schedule for the early years included weekday matinees at 2:15 p.m. selling for 25¢, with evening shows at 7:00 and 9:00 p.m. for 35¢. Sundays and holidays had continuous showings for 35¢. Children under 12 were 10¢ at all times. The Lyric, built around 1913, kept their price at 25¢ for all shows.

Besides Jack King, the "Resident Manager," The Vogue's staff included a Treasurer and Assistant Treasurer, a Projectionist and Assistant Projectionist, a Doorman and Assistant Doorman, a Maintenance man, and four Ushers.

The opening program included ads from a number of nearby restaurants inviting patrons to come in before or after the show. Included among them was The Diana, The Ross Café at 388 River Street, The Vogue Grill, two doors west of the Theatre, The Boston Café at 386 River Street, and City Drug Store at the corner of River and Maple. Local contractors working on the project also had ads including Henry Knapp & Co., plasterers, Lloyd and Smith, Inc., heating, plumbing and air conditioning, and Olson Lumber Company, as well as the general contractor, P. J. Ebel Construction Company, and electrical contractor, Ed Raatz. The latter were both from Grand Rapids, but Raatz was a former Manistee resident.



The Architects

The Vogue is particularly distinguished by the pedigree of its famous architect, William L. Pereira. Born in Chicago, Illinois, Pereira graduated from the School of Architecture, University of Illinois, and began his career in his home city. He had some of his earliest architectural experience helping to draft the master plan for the 1933 "A Century of Progress" Chicago World's Fair. With his brother, Hal, he designed the Esquire Theater at 58 East Oak Street, considered one of Chicago's best examples of Art Deco style, along with 21 other theatres in the Midwest and California – including Manistee's Vogue and another Vogue Theatre in Detroit. Later in his career, Pereira was noted for his futuristic designs of landmark buildings such as the Transamerica Pyramid in San Francisco. He was also known for his love of science fiction and expensive cars, but mostly for his unmistakable style of architecture which came to define the look of mid-20th century America.

Pereira had other ties to the film industry besides his theatre designs. After moving to Los Angeles in the 1930s, he was hired by the Motion Picture Relief Fund and designed the first buildings for the Motion Picture Country House in Woodland Hills, California. Pereira also had a brief stint as a Hollywood art director. He shared an Academy Award for Best Special Effects for the action/adventure movie "Reap the Wild Wind" (1942), and was production designer of the drama "Jane Eyre" (1944), and of the war drama "Since You Went Away" (1944). Pereira was also the producer of the noir crime/drama "Johnny Angel" (1945), and of the Joan Fontaine drama "From This Day Forward" (1946). His buildings designed for University of California Irvine were so unique and unusual that the film "Conquest of the Planet of the Apes" (1972) was filmed there, with the campus doubling as Ape City. He was a friend of Walt and Roy Disney and designed the original Disneyland Hotel in Anaheim.



The Vogue – Original Design and Construction



With its strong horizontal and vertical lines and general simplicity, The Vogue was a little out of place in Manistee's Victorian downtown. The exterior was reinforced concrete, "modern and in good taste, enhanced by the use of cement plaster and two-toned

brick, arranged in a pattern to form the principle decoration. A long vertical neon sign and the marquee were designed to form an integral part of the building proper."



"The lobby is done in figured wood, which was chosen not only because of its warmth in decorative value but also as a symbol of the early industry which gave Manistee its birth. Modern concealed lighting is used in the walls with a beautiful mirror fixture in the center." The wooden panels are reported to have included scenes of Manistee's past, but have since been removed or covered. Likewise, a mirror fixture and concealed lighting fixtures are no longer in evidence.



The Theatre possessed "no unnecessary or distracting ornaments or embellishments in keeping with the modern trend." Color schemes in the auditorium were mostly soft blues with multi-colored lights casting a "rainbow of colors" on the walls from round, aluminum light fixtures embellished with a hand-painted Deco design. (*Shown at left*) Metal trim also lined the walls with that look carried over into the trim lining the seat backs. The lights could be brightened or dimmed from a central control panel. Similar effects were included in the ceiling fixtures. The sconces seem to be intact throughout the building today.



The round, domed design of the sconces also carried over to the lobby lighting fixtures (*Shown at left*) and even to outside ornamentation in the stucco. The little wave just above the sconce at the bottom of the painted Deco image was picked up in the carpeting showing in the lobby photo. Original carpeting is still in place in the manager's office.



"Resilient rubber flooring" in the lobby area reported in the newspaper and touted in the opening program is not in evidence, unless it referred to carpet padding or the area in front of the concession stand. The original concession counter is still in place as is a decorative tile floor in the entry way and foyer and the original ticket taking box.

The Theatre originally had 935 seats with coral velour backs, blue leather cushions, and blond maple arms and backs with aluminum trim – 606 on the main floor, 168 in the mezzanine and 161 in the balcony. The newspaper praised the construction, springs and padding and noted that the aluminum edge trim would "enable patrons to see empty seats and distinguish one row from the next" in the dark. The 31-inch spacing between the rows was also mentioned as being "greater than average,



giving patrons more leg and knee room.” Those seats are still in place in the theatre, but modern standards make them seem small and tightly spaced, while the years have not been kind to the fabric and padding. The end standards, however, are mostly intact and expected to be re-used in some way.



Though built primarily for film exhibition, the Theatre included a stage and small orchestra pit along with four dressing rooms, though the rooms are unusually small. The proscenium opening was 27 feet wide by 60 feet high with the screen on rollers so that it could be pushed upstage. The usable stage area with the screen pushed back is about 20 feet deep. A velvet front curtain could be opened and closed with a motor operated from the projection booth. It’s possibly the same curtain that is in the theatre today. Some live performances must have been anticipated as there were footlights at the edge of the stage and “pocket” spotlights offstage on both sides, all connected to a dimmer control. These could merely have been used as curtain warmers, but there was also a “special” spotlight in the projection booth, probably referring to a follow spot, which would only have been necessary for live acts.



The main floor seating area is particularly long, with the back wall about 90-feet from the stage. The original balcony did not overhang the main floor and began at the back wall before going up. In 1985, a wall was attached to the front of the balcony to build a second screen upstairs. Several rows of seats in the mezzanine were removed but four rows were left in addition to the balcony seating for a total capacity of 247. A new projection booth was built at the rear of the main floor across the center section, reducing the seating on the main floor to 528.



Main floor from house right door



Main floor from balcony



A 22-foot by 45-foot space in the northeast corner of the building was designed for a retail store. This was originally occupied by Snyder’s Shoes.

The original ticket booth (*Shown at left*) is still intact, but the wall on the left of this photo originally separated the retail shop and has since been removed. An expanded concession stand and seating area now fills this space. Ticketing was being done at the concession stand and the old booth sat empty. The wall will be rebuilt to form the elevator shaft and



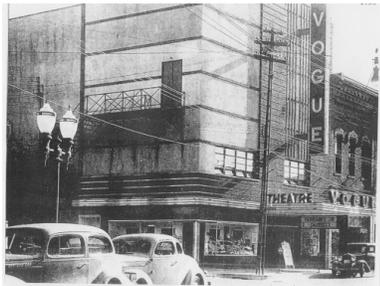
lobby with a bar in the former retail space. The ticket booth will be reused and the original concession stand will form the basis of a new concession stand on the south side of the lobby.



As noted earlier, the vertical blade and canopy were designed as an important element of the building, rather than added on later as was the usual practice. Fronting on River Street, the canopy had freestanding porcelain enameled steel letters that said "THEATRE" on both sides and "VOGUE" on the front. The latter was outlined in red neon with single stroke red neon on the sides. The blade had "VOGUE" done in a high intensity red neon with a blue neon border. There was no traditional marquee in the sense of a sign that listed the films being shown on the canopy, but a sign with that information was hung under the canopy over the front doors. This was eventually moved on top of the canopy and the east side's "THEATRE" was removed. The original canopy had a modern fascia with two bars of blue neon going around the edge and continuing around the corner and down the side of the building. This has been covered over but appears to still be underneath, though it does not extend around the east wall. The two-tone finish of the blade at left is the result of unpaid sign painters.



The fascia as it was in 1985. This photo also shows the original position of the marquee under the canopy.



An earlier photo showing the fascia extending around the east side of the building. Below, the missing fascia.

