

COB - BOSAIR FORM

12/01/2025 3:35 PM (MST)

Submitted by Kevin.Button@pima.gov



BOARD OF SUPERVISORS AGENDA ITEM REPORT (BOSAIR)

All fields are required. Enter N/A if not applicable. For number fields, enter 0 if not applicable.

Record Number: PO FM PO2400016708

Award Type: Contract

Is a Board Meeting Date Requested? Yes

Requested Board Meeting Date: 12/16/2025

Signature Only:

NO

Procurement Director Award / Delegated Award: • N/A

Supplier / Customer / Grantor / Subrecipient: Stratford Art Works, Inc.

Project Title / Description: Joint Development Agreement for Renovation of Teatro Carmen -Amendment 2

Purpose: To extend for 1-year the Joint Development Agreement for management and oversight expertise and the raising of significant public and private sector funds to restore and rehabilitate the County Property located at 384 South Meyer Avenue. This Property includes Teatro Carmen, a historic community theatre and cultural landmark and Black Elks Lodge and associated grounds. Both structures are listed in the National Register of Historic Places.

Procurement Method: Misc. Contracts: This Contract is a non Procurement contract and not subject to Procurement rules.

Procurement Method Additional Info: Exempt Per Section 11.04.020.

Program Goals/Predicted Outcomes: County, with the assistance of Stratford Art Works, Inc., desires the Property be improved, rehabilitated and restored, consistent with its value as a cultural and historical landmark, to operational condition for community use as an arts and entertainment venue.

Public Benefit and Impact: This Agreement will benefit County by relieving it of a portion of the costs and burdens associated with a rehabilitation and restoration project of this type and scope. The completed project will preserve the architectural history and culture of Tucson, Pima County, and the Southwest, create a new venue where the public can gather to build community and enjoy lively arts and the unique culinary culture of the Southwest.

TO: COB 12/3/25(1)

VERSION: 2

PAGES: 3

DEC03'25AM0915PO

Budget Pillar	• N/A
Support of Prosperity Initiative:	• N/A
Provide information that explains how this activity supports the selected Prosperity Initiatives	N/A
Metrics Available to Measure Performance:	Historic restoration and preservation of Southwestern architecture and culture. More opportunity for community building and sharing of local culture and history. Economic impact from increased tourism and community engagement.
Retroactive:	NO

Amendment / Revised Award Information

Record Number: PO FM PO2400016708	
Document Type:	PO
Department Code:	FM
Contract Number:	PO2400016708
Amendment Number:	2
Commencement Date:	12/24/2025
Termination Date:	12/23/2026
Is the Termination Date new?	YES
Classification:	Expense
Adjust Level:	Increase
Prior Contract Number (If Applicable):	N/A
Amount This Amendment:	
\$37,500.00	
Funding Source(s) required:	General Fund
Funding from General Fund?	YES
If Yes Provide Total General Funds:	
\$37,500.00	

Vendor is using a Social Security Number?

NO

Department: Facilities Management

Name: Kevin Button

Telephone: 520-724-8230

Add Procurement Department Signatures

No

Add GMI Department Signatures

No

Department Director Signature: 

Date: 12-1-2025

Deputy County Administrator Signature: 

Date: 12-1-2025

County Administrator Signature: _____

Date: 12/2/2025

Pima County Department of Facilities Management**Project: Joint Development Agreement for Renovation of Teatro Carmen -Amendment 2****Contractor: Stratford Art Works, Inc.****Contract No.: PO2400016708****Contract Amendment No.:02**

Orig. Contract Term:	12/07/2021 - 12/23/2024	Orig. Amount:	\$ 1,000,000.00
Termination Date Prior Amendment:	12/23/2025	Prior Amendments Amount:	\$ 37,500.00
Termination Date This Amendment:	12/23/2026	This Amendment Amount:	\$ 37,500.00
		Revised Total Amount:	\$ 1,075,000.00

AMENDMENT TWO

This second amendment ("**Amendment**") is made by and between Pima County, a political subdivision of the State of Arizona ("**County**") and Stratford Art Works, Inc., an Arizona Non-Profit corporation ("**Non-Profit**" or "**SAW**"). Each individually a "Party" and collectively the "Parties."

The Parties agree to amend the agreement as follows:

1. Background and Purpose.

- 1.1. Background. On December 7, 2021, County entered into a joint development agreement ("**JDA**") for the renovation and development of two adjacent County-owned parcels, commonly referred to as "Teatro Carmen Theatre" and the "Black Elks Lodge," located at 384 S. Meyer Ave., Tucson, Arizona, 85701 (the "**Property**"), and described more specifically in the JDA. The Term of the JDA had an expiration date of December 23, 2024. The JDA included an Option to Extend the Initial Term for up to 2 additional 1-year periods ("**Extension Term**").

On December 17, 2024, parties executed Amendment 1 extending the JDA to December 23, 2025.

- 1.2. Purpose. Non-Profit now wishes to exercise its second option to extend and County approves.

2. **Term.** The parties agree to extend the JDA Term for one additional year commencing on December 24, 2025 ("**Commencement Date**") and terminating on December 23, 2026 ("**Extension Term**"). Regardless of the date this Amendment is fully executed (the "**Effective Date**"), the parties will, for all purposes, deem this Amendment to be in effect as of the Commencement Date.

3. **Management Fee.** During this Extension Term, Non-Profit will receive a fee of \$75,000.00 ("**Management Fee**"). During the Extension Term, County agrees to pay Non-Profit 50% of Management Fee (\$37,500.00) in 12 monthly installments. The remaining 50% of the Management Fee will be paid from proceeds raised by Non-Profit through fundraising efforts during the Extension Term.
4. Section 14 is replaced in its entirety with the following:
14. **Permissible Use of the Property.** The Parties expect that the vacant parcel of the Property will be available to use for on-site fund-raising events during the Term. With advance notice to County, County's permission, and proper permits from the City of Tucson, Non-Profit may hold fund-raising events at the Property during the Term, provided the following conditions are met:
- 14.1 The primary buildings (Teatro Carmen Theater/Black Elks Lodge) and vacant lot along with free-standing restrooms and other improvements, now designated as the patio per the construction plans, are deemed sufficiently complete, safe, and accessible for potential donors or other members of the public to tour, or otherwise access the site. In order to satisfy the aforementioned condition, one of the following is required: (a) the issuance of a Certificate of Occupancy, (b) written joint agreement of parties that the premises are safe for such events, or (c) determination by appropriate building safety authorities;
- 14.2 If deemed necessary by the Parties, Non-Profit will require visitors to wear personal protective equipment ("**PPE**"), such as hard hats, safety glasses, etc.;
- 14.3. Non-Profit secures liability insurance for the duration of each such event, consistent with the requirements of Section 17 below; and
- 14.3. Non-Profit secures any necessary permits/authorization from the City of Tucson for the specified event.
5. **Counterparts and Copies.** This Amendment may be executed in counterparts, all of which, when taken together, shall constitute one agreement with the same force and effect as if all signatures had been entered on one document. Electronic, scanned, copied, or facsimile images of signatures in lieu of original signatures, transmitted electronically, are acceptable and shall be deemed the equivalent of an original.

THE REMAINDER OF THIS PAGE LEFT BLANK INTENTIONALLY

All other provisions not specifically changed herein remain in effect and are binding upon the parties.

PIMA COUNTY

Rex Scott, Chair, Board of Supervisors

Date

Stratford Art Works, Inc.

DocuSigned by:

HERB STRATFORD

11322EC8ABB4406...

Herb Stratford, President

12/3/2025

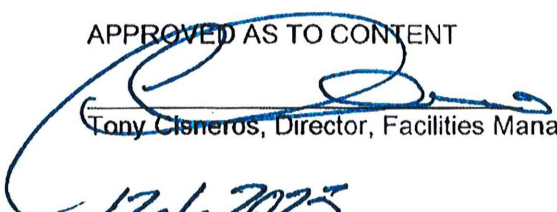
Date

ATTEST

Melissa Manriquez, Clerk of the Board

Date

APPROVED AS TO CONTENT

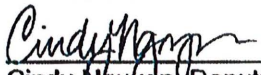


Tony Cisneros, Director, Facilities Management

12/1/2025

Date

APPROVED AS TO FORM



Cindy Nguyen, Deputy County Attorney

12/1/25

Date