



City of Pittsburgh

510 City-County Building
414 Grant Street
Pittsburgh, PA 15219

Text File

Introduced: 11/6/2015

Bill No: 2015-2201, **Version:** 1

Committee: Committee on Urban Recreation

Status: Passed Finally

Resolution authorizing the Mayor, the Director of Finance, and the Director Parks and Recreation to enter into agreements with the Clayton Corporation and/or the Frick Art and Historical Center, Inc. to 1) confirm the assignment of the 1968 License Agreement for the Frick Art Museum from the Helen Clay Frick Foundation to the Clayton Corporation, and 2) to amend the 1968 License Agreement for the Frick Art Museum to allow for the imposition of admission fees for special or temporary exhibitions of works of art and other objects within the Museum while keeping admission to the Museum itself and the Museum's permanent exhibitions free and open to the public.

WHEREAS, on August 20, 1968, with the consent of City Council, the City of Pittsburgh (the "City"), The Helen Clay Frick Foundation (the "Foundation"), and with the consent of Helen Clay Frick ("Miss Frick") entered into a license agreement (the "Agreement") a License Agreement pursuant to which the City granted to the Foundation under certain terms and conditions the right to use certain real property of the City (the "Premises") to construct thereon an art museum and appurtenances; and

WHEREAS, the Foundation constructed an art museum on the Premises as contemplated by the Agreement and the museum (the "Frick Art Museum") has been operating the same since September 1970; and

WHEREAS, the Foundation caused the incorporation of the Clayton Corporation on July 11, 1988 under the Pennsylvania Nonprofit corporation Law of 1972 (the "Clayton Corporation"); and

WHEREAS, Miss Frick conveyed certain real property to the Foundation during her lifetime and at her death devised other real property to it, her intention being that the Foundation hold and operate such property; and

WHEREAS, on June 26, 1990, the Foundation passed a resolution approving the assignment of the Agreement to the Clayton Corporation; and

WHEREAS, on July 16, 1990, at No. 1013 of 1985, the Orphan's court Division of the Court of Common Pleas of Allegheny County ordered distribution of the Frick Art Museum and the contents of the Frick Art Museum and certain real estate from the Helen Clay Frick Foundation to the Clayton Corporation; and

WHEREAS, on July 27, 1990, the Foundation delivered a Bill of Sale to the Clayton Corporation by which all tangible personal property of the Foundation not otherwise transferred by the July 16, 1990 Decree of the Orphan's Court was transferred to the Clayton Corporation; and

WHEREAS, the Clayton Corporation changed its name to The Frick Art and Historical Center, Inc. as evidenced by the Articles of Amendment-Domestic Nonprofit Corporation filed with the Pennsylvania Department of State on January 20, 1993; and

WHEREAS, the Corporation has operated the Frick Art Museum on the Premises since July 16, 1990; and

WHEREAS, the City has never objected to the corporation's operation of the Frick Art Museum on the premises; and

WHEREAS, under the terms of the Agreement the Foundation must secure from the City its consent to confirm any assignment of the Agreement; and

WHEREAS, the Frick Art & Historical Center has expanded substantially since 1968, and the Frick Art Museum now has an active program of changing exhibitions not originally contemplated in the Agreement; and

WHEREAS, the Corporation and the City desire to keep the Museum's permanent exhibitions of works of art open to the public, free of charge, as required by the Agreement; and

WHEREAS, the Corporation now desires to charge an admission fee solely for special or temporary exhibitions of works of art and other objects within the Museum while keeping admission to the Museum itself and the Museum's permanent exhibitions free and open to the public; and

WHEREAS, the Corporation has represented to the City that the revenue generated by these admission fees for special or temporary exhibitions of works of art or other objects within the Museum would allow the Corporation to secure more important and appealing special and temporary exhibitions in furtherance of Miss Frick's goal to expose the public to a broad range of artwork; and

WHEREAS, the City does not object to the Corporation's assignment request or its request to impose admission fees for special or temporary exhibitions of works of art or other objects.

BE IT RESOLVED BY THE COUNCIL OF THE CITY OF PITTSBURGH AS FOLLOWS:

Section 1.

1. The Executive Director of the Frick Art and Historical Center, Inc. hereby is authorized to secure from the City its affirmation and consent to the assignment of the existing Agreement from the Foundation to the Corporation. The Mayor, Director of Finance, and the Director of Parks and Recreation are hereby authorized to execute the form of Affirmation of Assignment and Consent and all other documents or

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instruments as may be necessary to carry out to intent of this resolution.

2. The Mayor, Director of Finance, and the Director of Parks and Recreation are hereby authorized to enter into an agreement amending the 1968 License Agreement to allow the Corporation to charge admission fees to view special or temporary works of art or other objects at the Museum.