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Samantha Dunn  
Asst. Director for Community Works  
City of Burlington, Community, and Economic Development Office  
sdunn@burlingtonvt.gov  
(802) 829-6385

Dear Ms. Dunn,

I am pleased to submit the attached proposal in response to the city's RFP for the adaptive reuse of Memorial Auditorium (issued Oct. 5, 2022).

Nearly a century ago, Memorial Auditorium was intentionally designed to hold space for culture in the heart of Vermont's largest city. Throughout its rich history, shared memories were created, bonds were formed, and our community was strengthened. When you speak to longtime Vermont residents about Memorial Auditorium, the conversation always includes specific and positive memories, bringing forth a warm sense of nostalgia. Thousands of these shared memories and collective experiences are deeply embedded within this historic site. Our plan for Memorial Auditorium builds on this legacy, preserving this unique building's history and using it to weave new connections and strengthen our community's social fabric.

As we approach the 100th anniversary of Memorial Auditorium's original opening, we hope you will agree that our proposal is uniquely positioned to make Burlington:

- a more memorable place, where shared experiences occur
- a more prosperous place, to which visitors are attracted
- a more joyful place, with laughter and fun
- a more hopeful place, where imagination runs free and creativity is rewarded
- a more inclusive place, where differences are encouraged, explored, and celebrated

How can a building strengthen a city? By literally holding space for imagination, hope, and connection—physically, symbolically, and functionally. Our proposal for a revitalized Memorial Auditorium will support a better Burlington. We look forward to partnering with you to make this project a reality.

Sincerely,

Robert Davis  
Babaroosa LLC

**BABAROOSA**

# **BABAROOSA LLC**

RESPONSE TO REQUEST FOR PROPOSALS FOR THE  
ADAPTIVE REUSE OF MEMORIAL AUDITORIUM

City of Burlington

RFP issued October 5, 2022

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## TABLE OF CONTENTS

Letter of Interest	1
Table of Contents	3
Background and Summary	4
Babaroosa Supporter Endorsements	6
Description of Development Team	10
Description of Proposed Project	13
Community Benefit	16
Financial	22
Timeline	24
Addendum: Letters of Support	26

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## BACKGROUND AND SUMMARY

### Summary

After nearly a century of serving as a temple to Burlington's creative, recreational, and civic culture, the story of Memorial Auditorium today has become a tale of neglect and decay. [A recent article in Seven Days](#) illustrates the building's current condition:

It's hard to decipher the graffiti scrawled across the brick exterior of Burlington's Memorial Auditorium, but it probably doesn't read, "Welcome to the Queen City." Times were, kids could hang out and listen to music at 242 Main in the basement of the blighted-looking building visible from J Skis. Levinthal doesn't seem fixated on the sorry state of Memorial Auditorium, but it's impossible to ignore.

As discouraging as this story is, we have the opportunity to rewrite it. A revitalized Memorial Auditorium can become a story of hope and renewal, a story of a city that reconnects with its creative roots and heritage. Memorial Auditorium was built to help our community heal in the aftermath of WWI, and the founders realized that coming together around art and recreation strengthens us. Babaroosa LLC is excited to partner with the City of Burlington to resurrect and transform Memorial Auditorium into a shared place of joy, beauty, and hope. It can help to heal us from traumas we've collectively borne. It can rise to become a symbol of the deep well of resilience, creativity, and resourcefulness that lies within our city. It will fortify our creative economy, further establish the city as a regional cultural destination, and bolster our social ecosystem, improving the health and well-being of our community.

Babaroosa is a one-of-a-kind interactive environment that takes visitors on a powerful multisensory journey, expanding their universe and opening them to possibilities for change. The 26,000-square-foot exhibit in Memorial Auditorium will contain over 70 distinct art-filled spaces spread across several larger zones, each one embodying a specific theme within a larger narrative based around the human experience—from our prehistoric past to possible futures. Wandering through this captivating terrain, visitors are drawn into a multilayered and thought-provoking story that unfolds as one observes, initiates, and responds to a kaleidoscope of multisensory encounters. The experience concludes on a stimulating note as we're invited to create change by reconnecting with ourselves, others, and the natural world.

Immersive art is captivating and popular because it plays with our senses and disrupts our reality in wonderfully uplifting ways. Much of contemporary immersive art, however, is just eye candy—stunning but not impactful in any lasting way. Babaroosa goes beyond, creating a powerful and urgent story that's relevant to all who experience it. We will do everything possible to engage our visitors and build lasting community and impact. In these unstable times, people are looking for solutions and hope, and Babaroosa will inspire change.



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In summary, via our plan for a revitalized Memorial Auditorium:

- Burlington will benefit from the creation of high-quality, equitably distributed creative jobs.
- Cultural tourism will flourish, providing a boost to our hospitality, entertainment, and retail sectors.
- Burlington’s primary, secondary, and university students will receive access to invaluable real-world artistic design experiences and marketable advanced-manufacturing training.
- Mental and physical health partners will utilize Babaroosa’s arts and wellness environments to improve individual lives and social/environmental ecosystems.

### **Background**

Babaroosa LLC was formed in 2018 to explore the feasibility of a large-scale, permanent immersive art experience in Vermont. In the years since, industry research, market analyses, financial modeling, and underwriting by key financial partners (\$7.25M of debt financing was underwritten for the project at another location by VEDA, VFCU, and the USDA) indicate that Chittenden County is poised to be a highly successful location. This was further validated by an independent third-party feasibility study. Babaroosa’s intellectual property will differentiate us as an innovator in the use of immersive art as a community development and wellness intervention.

When considering the impact of this project, it is important to understand the following:

1. The immersive art industry was valued at \$62B in 2019 and has continued to grow rapidly in the post-COVID environment. It is one of the fastest-growing subsets of the immersive entertainment industry, a leading sector of the experience economy. The experience economy is a well-established megatrend described simply as the shift in values and behavior of people toward engaging in experiences rather than simply purchasing goods.
2. There are many examples of successful immersive art exhibits around the world. New venues routinely sell out in advance of opening and break attendance projections. In fact, it is difficult to find examples of large-scale immersive art experiences that have not been wildly successful.
3. Vermont is uniquely positioned as a getaway destination for more than 16 million “art participators” who reside within our region and have already demonstrated a willingness to travel and spend money on art experiences.
4. Vermont has a deep pool of creative talent, including many world-class artists who “fly under the radar,” often exporting their creative output outside the state. A number of these creators are very excited to contribute their talent and skills to the Babaroosa project.
5. National immersive arts leader Meow Wolf and contemporary art and culture magazine Art New England both recently recognized the potential significance and impact of Babaroosa.

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## **BABAROOSA SUPPORTER ENDORSEMENTS**

*“Never before has one undertaking attracted a brain trust of creativity like we are seeing with Babaroosa. Many of Vermont’s most extraordinary creative minds have lined up to be part of it.”*

**TODD R. LOCKWOOD** – Portrait photographer, writer, arts advocate

*“Art + Technology + Historic Preservation = Booming Creative Economy. Babaroosa and Memorial Auditorium is a winning formula for Burlington.”*

**DAVID K. GRIFFIN** – Art Hop Founder, Artist and entrepreneur

*“The Babaroosa team created a product that continues to be the highlight of company tours at BETA Technologies ... a beautiful piece of art that inspires and engages the people who are fortunate enough to experience it.”*

**KYLE CLARK** – Founder, BETA Technologies

*“Immersive experiences are inspiring. People go away energized, and feeling like they really can change the world.”*

**RUSS BENNETT** – Visual designer, Bonnaroo & Phish

*“Art, science, technology, and design are blurring their boundaries. Nowhere is this more apparent than in the field of immersive art. Vermont has always been known as a place of artists, makers, and dreamers. With Babaroosa, there is the opportunity for Vermont to be at the forefront of this moment and a thought-leader in the field by elevating the collective local talent that’s hiding here in plain sight. The artistic and economic impacts of such a project would be transformative for Vermont. Babaroosa could create a seismic shift in the way we view Vermont’s cultural role in the region. Moreover, it would become a tractor beam for visual artists, lighting designers, fabrication technicians, storytellers, and dreamers to thrive in Vermont. Art has an important set of functions in preparing us for the future.”*

**ALEX CROTHERS** – Entrepreneur and founder, Higher Ground

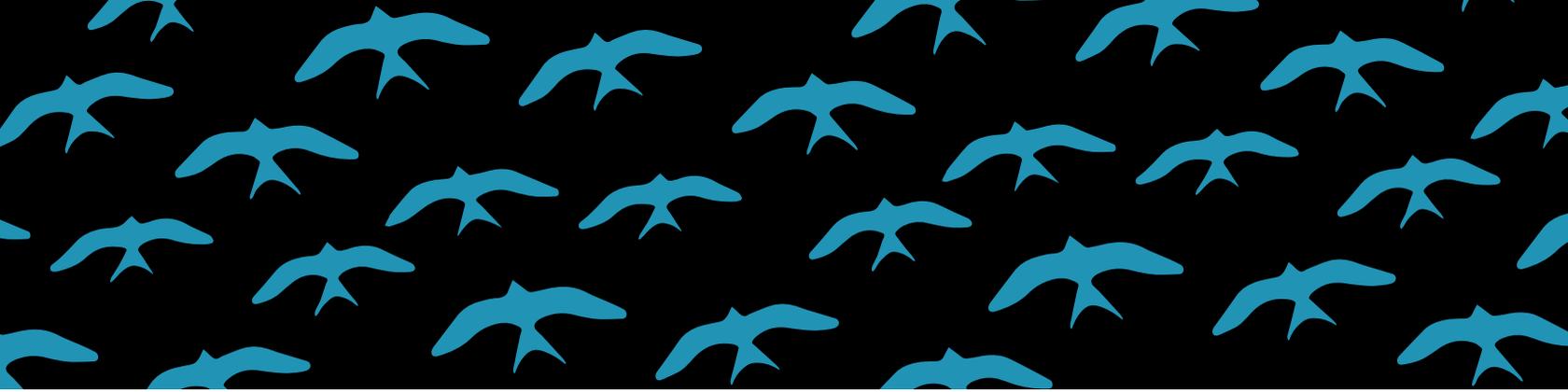
*“I’ve been part of the technical arts community in Vermont for 40 years. I’ve traveled all over the world for my work—over 80 countries. When I look at this community, this is really special. We have world-class talent in arts and technical science. I’m really glad Babaroosa is going to let us share that with the world.”*

**JOHN COHN** – Fellow, MIT-IBM Watson AI Lab

*“It is so cool to have all these Vermont artists and scientists putting their heads together for a huge, creative project! Very inspiring to experience even in its first phase. I can’t wait to see it come together!”*

**MIKE GORDON** – Vermont musician, Phish

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*"What you surround yourself with becomes your life experience, and with immersive art it can move your imagination to places and spaces never sensed before. Babaroosa's aspirations are to advance exactly that."*

**MICHAEL JAGER** – Co-founder/Chief Creative Officer, Solidarity of Unbridled Labour

*"Babaroosa will help local businesses start up and expand, become more innovative, compete globally developing more products and services, unlock their capacity, creating livable wage jobs, increase our tax base, and revitalize Burlington. Our city will become a hub for creative thought."*

**BRUCE SEIFER** – Former Assistant Director for Economic Development, CEDO, 1983-2013

*"The hope for this project is that it inspires people to tackle some of the larger issues. It's not just entertainment. It's not just escapism. It's really trying to get at the heart of what it means to be a human."*

**DAN LEONARD** – Vermont music educator, Babaroosa creative team

*"There are four themes identified with the City of Burlington's planBTV: to be dynamic, distinctive, inclusive, and connected. I can't think of a project more aligned with these themes than Babaroosa. As one of many arts organizations in Vermont, the Vermont Symphony Orchestra would be honored to be aligned with this project. We support Babaroosa's proposal to breathe new life into Memorial Auditorium and draw unprecedented audiences to the city we call home."*

**ELISE BRUNELLE** – Executive Director, Vermont Symphony Orchestra

*"Babaroosa needs to happen in our beloved Memorial Auditorium because it is an artistic experience that introduces visitors to an immersive, technological, futuristic, and interactive art environment. People of all ages and backgrounds will find an exuberance of spirit as they engage in this imaginative and inventive experience. What better for Burlington than to have an outstanding offering for tourism which then supports our retail, restaurants, and service businesses. People coming in on the train will be thrilled to have this attraction. Babaroosa is a gift for our community. It is a public use for a very public and important landmark. It will serve our citizens, educate and enlighten, excite and create enthusiasm, teach and engage, and provide the City with what it really needs right now—a project that everyone can get behind and participate in. Along with a ticketed venue, the project will provide a "teen center" and a public space that is free and accessible for all. And they will raise the funds to make it happen, taking advantage of historic and tax credits!! Burlington's most valued landmark has a real and rare opportunity to be redeveloped and reintroduced to a new generation. It has sat for way too long in the throes of decay. The time is now and this project is the right reuse of the building, and the City of Burlington needs to lean its shoulder into the wheel and help steer this project to success. Babaroosa will create what I know will be a huge economic engine, artistic masterpiece, historic preservation project, and unforgettable experience that will delight people who live here and those who visit from all over the world for years to come. This is a no-brainer, and I hope the City can provide what is needed to move this magnificent project closer to reality."*

**MELINDA MOULTON** – Redeveloper of Burlington's Waterfront, Community Leader, & Documentary Filmmaker

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*"The SEABA mission is based on promoting the unique interdependence between arts and business. Hosting the South End Art Hop in Burlington for 30 years, we've learned that our community loves to have fun while supporting the creative economy. With Babaroosa, a symbiotic relationship between the arts and business is achieved by giving opportunities to artists and makers to thrive and express themselves with their one-of-a-kind installations while inviting the public in to support their collective efforts. The amount of talent in Burlington is astounding and we look forward to connecting Babaroosa with our members and to seeing the revitalization of a local landmark at Memorial Auditorium. The arts are alive and well, and with the formation of such an institution, we know it will continue to succeed."*

**CHRISTY MITCHELL** – Executive Director, SEABA (South End Arts + Business Association)

*"Memorial Auditorium has been an opportunity for years—a potential platform for demonstrating the creative strengths of our residents and reinforcing their community spirit in an era where that is of prime importance. The residents of Burlington spelled out their needs and wants for the future of the building during the 2018 public input campaign. Those priorities were inclusive of every generation and emphatically supportive of the arts and sustaining a public gathering space. I'm writing in support of the proposal for use that's being submitted by Teresa and Robert Davis. Their vision answers to the priorities expressed by the Burlington public as well as the demand of the City that Memorial become an economic engine. As a destination that deploys unlimited creative energies while conscientiously creating opportunities for youth and enrichment of all, they have found the sweet spot for achieving the potential of this legendary structure. Memorial Auditorium is deserving of becoming a window onto the most energetic creative spirits; a mission of education and job creation via a dramatically compelling emerging industry; and generating a pride of place for Burlington."*

**JAMES LOCKRIDGE** – Executive Director, Big Heavy World

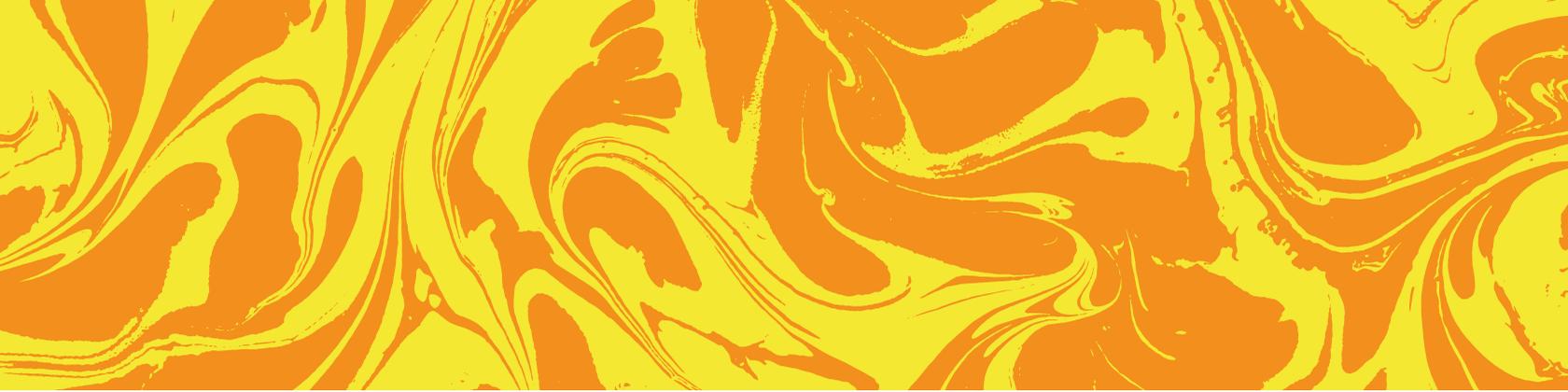
*"Main Street Landing cares deeply about Burlington and recognizes that cities remain vibrant and prosperous by continuing to develop resources that attract, support and connect people. Babaroosa will be such a resource. It will make Burlington a better, more culturally relevant place, as well as serve as a notable gateway to the downtown at Memorial Auditorium. Our city has become a cultural and economic center of Vermont because of places like Church Street, Main Street Landing, the Echo Center, the Flynn Theater and HULA. We cannot pass up the opportunity to transform the once great Memorial Auditorium into the next jewel of Burlington."*

**OWISO MAKUKU** – CEO, Main Street Landing

*"Memorial Auditorium has been a major part of Burlington's gateway for nearly a century. The time has come to stabilize and reestablish this landmark with forward-looking uses that are as welcoming, creative, and enriching as the city itself. Babaroosa promises to bring a wide array of experiences for residents and visitors alike with a thoughtful revitalization that balances historic and contemporary opportunities for public engagement and education. The vibrant program and creative use of space introduces much-needed infrastructure and is an exceptional opportunity for economic development and the people of Burlington."*

**ALEX HALPERN** – President, Freeman French Freeman

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*"As Vermont's oldest architecture firm, we have had a hand in envisioning the future of Memorial Auditorium for decades. We have also had the pleasure of working with the Babaroosa creative team for a couple of years as their architect partner, developing the physical space to support the exciting creative vision. Memorial Auditorium's history, location, visibility in the community, and architecture make it the perfect home for the Babaroosa project. We look forward to breathing new, vibrant, and dynamic life into Memorial through this unique and exciting project."*

**CATHERINE LANGE** – Associate Principal, Freeman French Freeman

*"Having seen firsthand these artists' intense commitment and innovative creativity, I'm excited about the prospect of bringing a marvelous immersive experience to Burlington. Their participation within a troupe of Vermont creators brought the highest level of expressive achievement to Burning Man this year, revealing the quality of their work. I believe Babaroosa will be really well received by our local community here. Bring it!"*

**DUANE PETERSON** – SunCommon Co-Founder, Burning Man Elder

*"The Burlington area is noteworthy for the many creative people who live and work here. We have the opportunity to see and hear so many forms of art. One thing the area does not have, however, is immersive art. I am very excited that Babaroosa is preparing to bring that to us."*

**LISA SCHAMBERG** – Teacher

*"Babaroosa's commitment to creativity seeding transformation has deep roots in its founders' arts education and healing practices. They understand that our vital sense of aliveness comes from a dynamic between structure and invention. This dynamic is built into Babaroosa and runs across every aspect of design, collaborator interaction, and participant experience. What a gift Babaroosa brings to our community—the seriously needed business of how play and creativity bring change!"*

**CAMERON "CAMI" DAVIS** – Vermont artist; UVM Senior lecturer, painting, drawing

*"As an educator, I know teachers and students will be thrilled about Babaroosa! This project can become a critical link between the vibrant Burlington arts community and the diverse and talented students within our schools. Babaroosa will expand arts access and engage, educate and inspire students of all ages."*

**KARA QUINN** – Teacher, Edmunds Elementary School

*"Interactive art experiences like the one proposed by Babaroosa can be incredibly life-transforming. They allow us to expand our minds and bring the healing magic of the interactive exhibitions into our everyday lives."*

**LAUREN SCUDERI** – Singer, Songwriter, Aerialist, Multi-media producer

*"So you've visited Meow Wolf and now you need more immersive art experiences in your life. Good news! We've rounded up some of our favorites."*

**MEOW WOLF'S GUIDE TO IMMERSIVE ART EXPERIENCES** ([Babaroosa is named as #2 of 5](#))

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## DESCRIPTION OF DEVELOPMENT TEAM

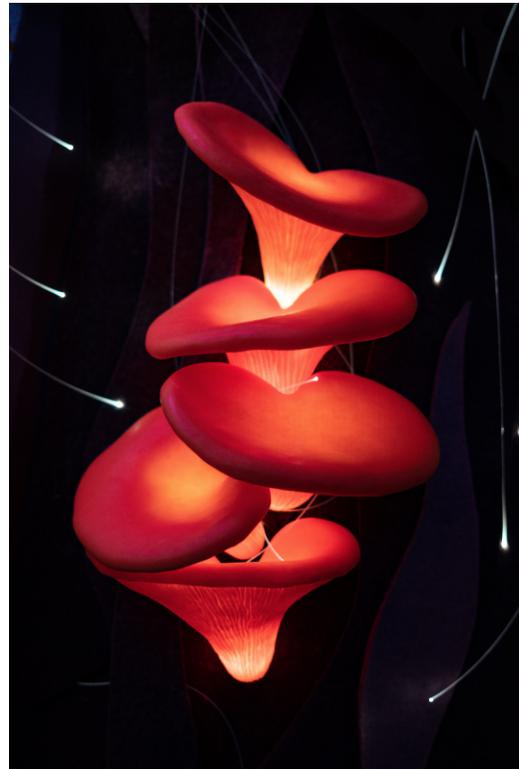
### **Business and Programmatic Leadership**

Babaroosa co-founders Teresa Davis, Roxanne Scully, and Robert Davis comprise the executive team who will nurture Babaroosa to its full potential.

**Teresa Davis** – Teresa is the creative visionary behind Babaroosa. As founding director of Davis Studio, LLC, Teresa is an arts educator who has fostered the skills and imagination of thousands of children, teens, adults, and seniors. She has successfully led a staff of 30 instructors and managed hundreds of volunteers for community arts events and summer programs. Teresa’s talents are especially well suited for Babaroosa in cultivating the full potential of Vermont’s civic-minded and creative community.

**Roxanne Scully** – Roxanne is an innovative entrepreneur and philanthropist with a gift for cultivating embodied well-being. She is the co-founder of the HULA Co-working and Business Incubator campus, the Burlington Surf Club, as well as The Spot restaurants. Additionally, Roxanne is a certified Vipassana meditation teacher and a Nia Dance instructor. She has supported numerous community health and wellness initiatives through her foundation, ONDA.

**Robert Davis** – Robert orchestrates Babaroosa’s numerous technical experts into an integrated and cohesive team. Early in his career, Robert developed his team leadership and project management skills in the construction industry. After transitioning to healthcare, Robert was the CEO of Stromatec, LLC, and principal investigator for six competitive federal National Institute of Health grants totaling over \$3M. In this role, he repeatedly coordinated multidisciplinary teams to produce innovative medical research devices on time and on budget. Robert is a recognized leader in the practice and scientific study of Eastern Medicine, including mechanisms and modalities that promote healing. He is a published scientific author and has been an invited speaker at conferences throughout the US and in China, South Korea, the UK, Switzerland, and Italy.



# BABAROOSA

### Babaroosa's Creative Reservoir

Babaroosa has been supported by the visionary talents of our founding contributors, who have created several successful immersive experiences, most notably:

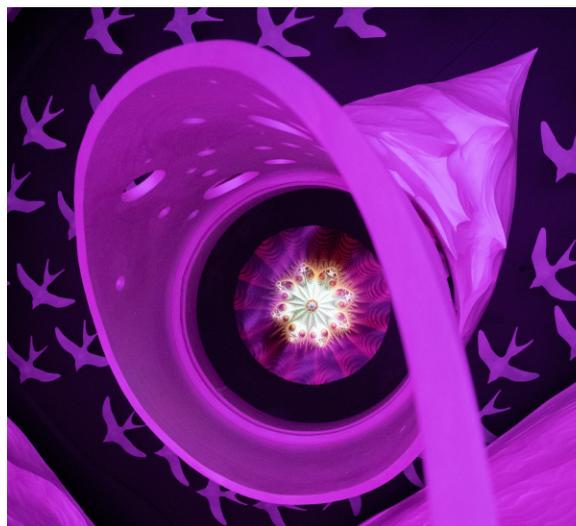
- "Head in the Clouds," a temporary experience at the 2018 Art Hop
- "Flow" (2020) and "Mushroom Forest" (2022), immersive shipping containers produced for BETA Technologies

*"In late 2019 Babaroosa and BETA Technologies engaged in a program to create a prototype immersive art room in an ISO shipping container. The project was on a tight timeline and the expectations were very high. The Babaroosa team created several amazing concepts, efficiently managed the downselect, and then created a product that both exceeded the expectations of our important visitors and continues to be the highlight of company tours at BETA Technologies. The product was built with insightful features and functionality that is both highly functional and durable, yet a beautiful piece of art that inspires and engages the people who are fortunate enough to experience immersive art."*

**KYLE CLARK** – Founder, BETA Technologies

- Several Babaroosa artists were key contributors to "Fluffy," an art bus produced by "Duane's Whirled" for Burning Man 2022

As news of Babaroosa has spread, well over 100 Vermont-located or-affiliated creative professionals have reached out to express their desire to contribute their expertise.



## DEVELOPMENT PARTNER

**Bob Stevens**, co-founder of **M&S Development**, will lead the redevelopment of Memorial Auditorium. M&S has developed more than \$120M in projects and specializes in complex tax credit financing and development. It has completed several mixed-use downtown projects that include both New Market and Historic Tax Credits, including **Brattleboro's Brooks House** and **Bennington's Putnam Block**. M&S services include development, asset management, and property management services. Bob is also a registered engineer who founded Stevens & Associates, PC, an architectural/engineering company that focuses on renovating historic buildings.

## TECHNICAL AND PROFESSIONAL PARTNERS

Babaroosa Chief Financial Officer: **Spencer Newman**

Development consultant: **Jeffry Glassberg**

Legal: **Craig Miscovich** – Downs Rachlin Martin, **Eli Moulton** – Moulton Law Group

Architecture: **Catherine Lange and Alex Halpern** – Freeman, French Freeman

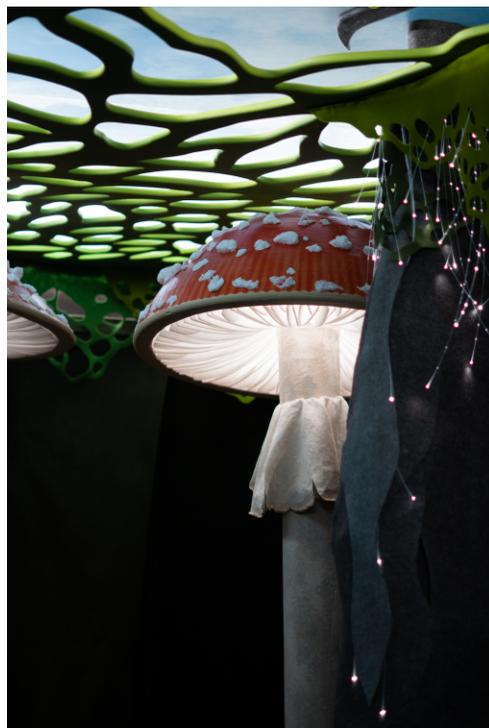
Engineering: **Bob Neeld** – Engineering Ventures

Artistic fabrication and workshop design: **R. Elliott Katz** – Generator

Marketing and communications strategy and design: **Marty McDonald and Hilary Bromberg** – egg, **Matthew Rudnicki, Marin Horikawa** – Moderate Breeze Design

## CITY PARTNERS

We also look forward to collaborating with the City of Burlington, including but not limited to Burlington City Arts; Business and Workforce Development; Church Street Marketplace; Community and Economic Development; Burlington Electric; Water Resources, Fletcher Free Library; Public Works; City Planning; Permitting and Inspections; Burlington School District; Racial Equity, Inclusion and Belonging; Burlington Fire Dept; Burlington Police Dept; Community Justice Center.



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## **Project Vision**

Preserving the legacy of Memorial Auditorium is a top priority for the Babaroosa team. We hope to honor the spirit of this iconic building by carrying forward its rich history of bringing people together. Downtown Burlington is ready for a modern iteration of this cultural landmark, one that draws visitors from every corner of the country and inspires all who enter.

Immersive art—the groundbreaking medium at the core of Babaroosa—has exploded in popularity over recent years, drawing millions of visitors through nationally renowned exhibits like Meow Wolf in Santa Fe and Blink in Cincinnati. Often grand in size and scale, these elaborate installations use light, sound, and multimedia technologies to create captivating environments that visitors not only observe but also interact with. It’s an engrossing, multisensory experience that invites viewers to actively engage with their surroundings and become participants in the exhibit.

As culturally relevant and successful as the medium has become, often the themes behind these projects are not deeply compelling. And while many prove to be entertaining (and the perfect background for a memorable selfie), few aspire to tell a meaningful story with the potential to genuinely impact the lives of those who experience it. What we propose for Babaroosa is a next-generation immersive art installation that aims to do both: provide a brilliant form of entertainment while imparting an inspirational message—a message crafted exactly for the moment we live in.

The story we’ll tell with Babaroosa is simple, yet urgent. It showcases the origins of our species as wildly creative beings and how we eventually lost our way. It’s a tale of the crisis point we’ve come to in our civilization and how we must reconnect with the natural world, our fellow humans, and ultimately ourselves if we are to find a sustainable path forward.

Our installation begins in the ancient caves where we first huddled together. The birthplace of our imagination, it is home to the earliest examples of human art ever recorded—majestic paintings along-forgotten animals spread across firelit walls. The babirusa—a stout, tusked pig immortalized by these drawings—comes to life and becomes our mascot, a whimsical guide that reappears throughout the sprawling installation at key moments, serving as the symbol of our creativity and hope as we journey through the ages.

From the past, we move to the present as the cave unfolds unexpectedly into the massive lobby of an ornate faux hotel, warm, welcoming, and decadent—a fantastic yet unstable waiting place that represents the troubled societal crossroads where we find ourselves. There are doors everywhere that open to endless avenues of exploration. Some are secret, others obvious. Some lead to wonder, others to dead ends. What’s behind these doors is yours to discover.

From here, we’re led to several possibilities for the future; three distinct zones to explore that herald new ways of reconnecting with ourselves, others, and the natural world. Through an ever-evolving collection of immersive experiences in these areas, created by local artists in collaboration with world-changing organizations, we reveal powerful possibilities for progress. Here we rediscover the creative flame that still burns within us, ready to ignite and illuminate the way ahead. Here we breathe new life into the little babirusa who never lost hope.

Babaroosa is a reminder that the sacred force of creativity is our birthright and an invitation to use its full might as we aim to create solutions to the challenges we collectively face. The regeneration of Memorial Auditorium can and should align with the regeneration of our collective imagination. As we rebuild this beloved landmark, we can also build a path toward an inspiring new future that benefits us all.

**Organization and management approach to the project**

Babaroosa’s executive team will oversee all aspects of the project.

- Robert Davis will coordinate with Bob Stevens and our other technical partners responsible for building design, construction, permitting, legal, and risk management.
- Teresa Davis will coordinate the work of our artistic design and fabrication team.
- Roxanne Scully will manage our community partners and investor relations team.

**Programming Components (with proposed square footage)**

Babaroosa LLC will utilize the bulk of the new Memorial Auditorium layout, including more than 26,000 square feet of experiential space, 8,600 square feet of state-of-the-art fabrication workshop, and 3,100 square feet of immersive gift shop space. A total of 1,750 square feet will be reserved for Babaroosa corporate office space and another 1,750 square feet for corporate meeting and special event space. Nearly 3,300 square feet will be reserved exclusively for community use, including 1,500 square feet of youth art space and 1,800 square feet of retained Veterans Memorial and community space.

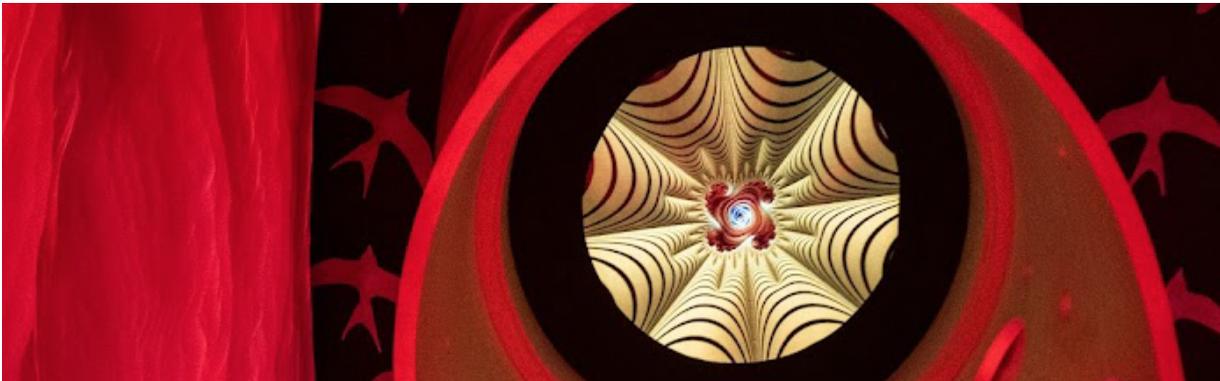
**Note about parking**

While the city’s RFP did not ask us to address parking, we feel it is a topic of importance. We plan to work with the city to ensure that the parking infrastructure is adequate to meet the needs of our programming. We will employ a timed ticketing system that should make parking needs more predictable.

**Target Market/Beneficiaries**

Target Market:

Broad Demographic Appeal—Combining the spectacle, novelty, and multisensory engagement of immersive art with the cohesion, mystery, and discoverability of a narrative storyline creates an experience that appeals across traditional demographic market segments. Immersive art experiences have consistently drawn support from all ages and genders. At a time when it can be a struggle to find an activity that brings together children, adults, and seniors, Babaroosa helps families and friends create and share memorable experiences together. This is good for business, as it appeals to a nearly universal audience. It’s good for community because it brings us together.



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Examples of specific visitor profiles we will target with our marketing include:

1. **The Memory Maker** who is seeking a fun activity that strengthens connections to family and community. A parent, for example, who is planning an outing that every member of a multigenerational family will thoroughly enjoy, or perhaps a group of friends celebrating a birthday with an unforgettable experience.
2. **The Adventurer** who is seeking something cool, novel, and cutting-edge. An art lover from Quebec who is excited to check out the latest installations every time Babaroosa refreshes exhibits, or a college student who can't wait to share this unique entertainment venue with friends visiting Vermont.
3. **The Devotee** who is seeking belonging, inspiration, and meaning. This individual digs deep into the underlying narrative of Babaroosa and is invested enough to contribute ideas and feedback on a regular basis. They visit multiple times each year, participate in volunteer outreach opportunities, and form new friendships via the extended Babaroosa community.

**Beneficiaries:**

This project is particularly suitable for a public/private partnership because it intersects with and benefits an extremely broad swath of the community. Beneficiaries are discussed in greater detail in the "Community Benefit" section below, but include:

- Anyone looking for novel, weatherproof, year-round entertainment
- Local tourism, hospitality, entertainment, and retail businesses and their employees and supply chains
- Arts and culture venues, artists, and creative professionals
- Educational institutions, educators, and students
- Advanced manufacturing suppliers and professionals
- Healthcare providers and health and wellness researchers
- Taxpayers—admissions tax alone will create \$300k of annual tax revenue for Burlington, exclusive of any gains in meals, rooms, and alcohol taxes

**Proposal for Veterans Memorials**

The Veterans Memorials will be preserved at their current location on the east side of the building accessible through the South Union entrance. The goal is to restore that portion of the building to its original purpose as a Veterans Memorial and civic gathering space. The 1,800-square-foot high-ceilinged room features brass plaques honoring hundreds of veterans by name. We envision that this space can also function as a public gathering space for civic functions, nonprofit, and community events.

**Expected scope of rehabilitation**

The scope of building renovation will adhere closely to the 2018 Memorial Auditorium concept estimate performed by Daedalus Projects for the city. Our budget includes the restoration and renovation work from the Daedalus Conceptual Cost estimate minus the performing arts components and the stabilization work currently being undertaken by the city, then escalated for a construction start in 2024.

### **Treatment of historic façade and interior**

With regard to the building's historic architecture, our preliminary project funding sources include Federal Historic Tax Credits and State Downtown Tax Credits. These funds will require a Part 2 National Park Services application that describes the building's significant historic fabric on both the exterior and interior. The application requires a strategy to retain and preserve this fabric according to the Secretary Standards, which is then reviewed and approved by both the State Historic Preservation Officer and the National Parks System in Washington, DC. In summary, the proposed project will repair the structural deterioration, replacing all windows and door elements in a historically sympathetic manner. The immersive art installation will be added without removing or damaging the current historic fabric. We will aim to achieve net zero carbon impact, with the knowledge that historic preservation standards may make this challenging.

### **COMMUNITY BENEFIT**

#### **Describe how the proposed project will respond to the City's goals (as stated in RFP)**

Repurposing Memorial Auditorium as an epicenter for immersive art aligns with the City's stated goals and objectives for the property as follows:

- **Renovation and reactivation of vacant building with construction beginning within 24 months.** This timetable aligns with our plans.
- **Public/Private partnership that maintains long-term public benefit:** Babaroosa creates significant long-term public benefits (described in full in the Community Benefit section below).
- **Attractive and welcoming entrance to the downtown:** Our approach will create a major regional attraction that fits into the existing character of the building and neighborhood.
- **Maintains and contributes to the Historic Fabric of the community:** An immersive arts venue aligns with the historical use of Memorial Auditorium as a venue where people engage with world-class arts and entertainment and take part in pro-social and pro-wellness activities.
- **Street Activation at Main and Union Streets:** We plan to use the Main St. side of the building for entrances to the Babaroosa venue and gift shop as well as the community youth-led space. The Union St. entrance will remain active for the Veterans Memorial and public-use space.
- **Preservation of Veterans Memorial:** We plan to preserve the Veterans Memorial plaques at their current location within a public-use space on the Union St. side of the building. (See "Proposal for Veterans Memorial" above.)
- **Inclusion of public space with opportunity for input on programming from the City and Community:** 3,300 square feet of space will be reserved for public use. City and Community input on programming will be prioritized when deciding how these spaces are used. The input process will be conducted during the design and construction phase of the project.
- **High-quality employment opportunities or new, mixed-income housing:** 40 to 50 permanent FTEs will be created at Babaroosa. Creative economy jobs in general, and Babaroosa jobs in particular, are well paying with good benefits (average Babaroosa salary and benefits over \$67,000). Creative jobs are characterized by high levels of job satisfaction and are among the most automation-resistant careers in the economy (86% of creative jobs are at low or no risk of automation). Using data from the Bureau of Labor Statistics, the Economic Policy Institute determined that 1 direct job in the arts and entertainment sector results in 3.785 supplier and induced jobs. We can expect Babaroosa's 40 to 50 direct jobs to create 151 to 189 additional indirect jobs for a total of 191 to 239 permanent full-time jobs created.
- **Long-term economic benefit for the community:** This project has a significant long-term economic benefit for Burlington. The most appropriate comparator in another community has created an expected \$2.5B to \$2.9B economic impact over 10 years. These impacts have occurred in a community with a much less favorable market than Burlington (a regional population 8 times lower, a much lower median income, and a population with much lower rates of art participation).

**Describe how the proposed project will incorporate community-identified priorities for Memorial Auditorium.**

Results from the 2018 Community Survey demonstrated strong enthusiasm for the renovation of Memorial Auditorium (89.8% support), even given, at that time, the proposed additional burden of an increase in residents' municipal property taxes.

The survey was conducted under the assumption that the primary Memorial Auditorium space would remain a publicly owned public assembly space. The City has determined that is no longer possible, so public/private partnerships are being explored via the current RFP process.

The Babaroosa proposal aligns with nearly all of the most popular conceptual uses identified. In fact, five of the six top concepts chosen by survey participants are incorporated into Babaroosa's plan:

1. **Shows and Entertainment:** 79.4% of respondents indicated they were most interested in a Shows and Entertainment Space. Babaroosa's ticketed arts entertainment space addresses that desire beautifully and will appeal to residents of all ages.
2. **Civic and Community Meeting Space:** 73.8% stated they would like to see a Civic and Community Meeting Space. The Babaroosa plan sets aside the 1,800-square-foot grand entryway on South Union Street for this very purpose. Plans are to restore it to its former splendor. This historically meaningful space houses several memorial plaques with the names of Vermonters who served our country. Plans call for the space to continue to be open to the public. It will serve nicely as a meeting space for civic, business, and nonprofit groups across our city and region. We will work with the city to set guidelines for how this space is used.
3. **Arts and Crafts Show Space:** 61.7% indicated a desire for an Arts and Crafts Show Space. Babaroosa's exhibits will be filled with the art of local and regional artists. Additionally, the gift shop will feature artists' work for purchase by the public.
4. **Youth Music Space:** 56.5% were interested in a Youth Music Space. Babaroosa's plans prioritize youth involvement. As a multimodal, multisensory exhibit space, sound and music will be a featured component.
5. **Youth-led Program Space:** 51.1% wanted a Youth-Led Program Space. The Babaroosa plan proposes to set aside approximately 1,500 square feet of space for youth-led arts programming. The specified use of the youth-led space will be determined at a future point by a community youth council in collaboration with community leaders and Babaroosa.

The only other use concept that received over 50% mention was a Farmer's Market Space (73.6%). This would not be compatible with Babaroosa's programming. Burlington's Farmer's markets have continued to operate in the years since Memorial Auditorium has been closed to public use.

In addition to the categories listed above, the Babaroosa proposal includes three other desired uses mentioned in the 2018 survey, including **Workshop Space** (42.7%). Babaroosa will have a state-of-the-art workshop facility featuring advanced manufacturing tools and equipment that will be used to create immersive experiences. Members of our community, including high schoolers, college students, and other residents, could interface with the workshop via work-study internships and skilled jobs in collaboration with community tech training programs. Also making the list were **Vermont Made Products** (33.7%) and **Retail Space** (12.3%). Babaroosa's gift shop would address both of these categories and highlight Vermont-made products in an unforgettable immersive retail environment.

**Describe how youth will be engaged in your development process and ongoing operations.**

As one of Vermont’s leading arts education entrepreneurs, Babaroosa co-founder Teresa Davis brings decades of expertise, knowledge, and local relationships to the successful engagement of youth. She is uniquely well qualified to direct the integration of youth into Babaroosa’s development and operations. She will work with other community leaders and youth organizations to make sure opportunities for local youth are equitable and ample.

**Youth engagement in Babaroosa’s Development Process**

Babaroosa is not something we will do for our youth, but rather something we will create with our youth. Youth and young adults between the ages of 12 and 30 have already contributed to Babaroosa’s creative development via numerous brainstorming sessions that have helped develop potential art experiences and storyline narratives.

As the project proceeds, Babaroosa will strategically increase youth involvement and participation. Vermont’s youth are particularly drawn to immersive art forms and eager to contribute their ideas and energy to Babaroosa.

Additional ways Babaroosa includes youth and young adults in the development process:

- Babaroosa has already engaged students in Champlain College’s Emergent Media program as part of their coursework. There will continue to be opportunities during the build-out for idea generation along with hands-on application of ideas for students from Vermont’s colleges and technical centers.
- Babaroosa will survey youth and collaborate with local youth leaders to support them in determining plans for the youth-led arts space reserved in our renovation plan.
- Babaroosa will establish a youth advisory board that will meet regularly to give input, react to ideas proposed, and make suggestions.
- Groups of various ages, including youth, will be involved in periodic multi-age focus groups designed to respond to artists’ proposals for exhibit ideas and other Babaroosa initiatives.

**Youth engagement in Babaroosa’s Ongoing Operations**

As Babaroosa enters the operational stage, youth will remain a critical resource, providing energy and imagination that will fuel Babaroosa’s continued success.

- Babaroosa will partner with local high schools, colleges, and training programs to offer internships and training opportunities in design, advanced manufacturing, and immersive storytelling.
- Babaroosa will engage with Vermont’s primary and secondary schools to provide students opportunities to not just imagine but to physically co-create components of an exhibit. Babaroosa’s team plans to reserve a dedicated exhibit space that is a perpetual showcase for the ingenuity of Vermont’s school-aged youth.
- Babaroosa will provide educational field trip opportunities that include behind-the-scenes workshop tours to inspire students’ interests in art, design, and advanced manufacturing.
- Babaroosa hopes to fill many of our permanent jobs with individuals under age 30. These are the kinds of jobs that will keep our youth in Vermont rather than seeking employment out of state.

### **Describe other public benefits of the proposed project.**

In addition to the benefits described above, Babaroosa will support and cross-pollinate several parts of our community:

**a. Tourism, hospitality, and recreation**—Burlington hospitality and recreation businesses will benefit from Babaroosa.

- An independent feasibility study identified 16 million “art participators” within a 5-hour drive who are likely Babaroosa visitors. A total of 500,000 visitors are expected annually, many from out of state.
- Of 116 million American adults who traveled >50 miles one-way in 2012, 32.5 million **(28%) extended their trip in order to participate in a cultural or arts activity. Of those, 40% extended their trip by one or more nights.**
- Cultural tourists spend more and stay longer. **US cultural travelers spend 60% more (\$1,319 per trip vs. \$820 for domestic leisure travelers). Cultural travelers take more trips than general US travelers: 3.6 vs. 3.4 trips annually.**
- See Addendum for Letter of Support from Lake Champlain Chamber.

### **b. Arts and Culture**

- Babaroosa will provide long-term support to Vermont’s arts and culture sector by employing and subcontracting hundreds of artists to build, refresh, and expand Babaroosa’s main exhibit and satellite outposts throughout the state. This will continue long into the future.
- Vermont artists and makers will be supported through sales at the Babaroosa gift shop and website.
- Art and culture attracts and retains residents. **Higher satisfaction with arts and cultural activities is associated with greater community attachment and satisfaction.**
- **A vital arts community correlates strongly with the strength of a region’s economic activity. Research suggests a potential causal link between the arts and lasting economic growth.**
- See Addendum for Letter of Support from Vermont Arts Council.

### **c. Diversity, Equity, and Inclusion**

- Babaroosa will provide a unique opportunity for participation from a wide cross-section of hundreds of Vermont’s creatives. We will conduct an outreach campaign to invite applications from diverse artists across our state and region. Our hiring practices for all positions will seek to recruit, develop, support, and retain talented individuals from a diverse group of candidates. We will coordinate with organizations that represent diverse artists. Organizations will include but not be limited to the following:
  - Vermont Arts Council—**I am a Vermont Artist (diverse artist series)**
  - **The Clemmons Family Farm**
  - **Vermont Abenaki Artists Association**
  - **Outright Vermont**
  - **Inclusive Arts Vermont**

- We will develop policies, facilities, and programming that address socioeconomic, racial, and disability inequities.
- See Addendum for Letter of Support from Inclusive Arts Vermont.

*“When Teresa came to us about this project, I was grateful to hear that physical access has been considered from the earliest stages of planning. We have discussed plans to infuse accessibility within every phase of interaction with Babaroosa, from communications and marketing to ticketing to the physical interaction with the space and beyond. We also discussed how to make sure artists with disabilities are represented in the creation of the project. I am confident that this unique opportunity will truly be accessible for all Vermonters and support the project with great enthusiasm.”*

**KATIE MILLER** – Executive Director, Inclusive Arts Vermont

#### **d. Advanced manufacturing**

- Beyond traditional artmaking (painting, sculpting, metalwork, music, fiber arts, etc.), immersive art incorporates advanced manufacturing techniques such as laser cutting, 3D printing, CNC routing, and sophisticated lighting, sound, electronics, and digital effects that drive the interactivity of immersive art.
- Babaroosa’s workshops and labs will include state-of-the-art advanced manufacturing equipment and a permanently employed skilled manufacturing team.
- We expect the unique mix of equipment, creative challenges, industry cross-pollination, and skilled workers to result in intellectual property development.
- We plan to collaborate with Vermont’s teaching and research institutions to develop skilled workforce training programs.

#### **e. Education**

- Although **employers cite creativity as the most valued skill in workers**, art education is increasingly treated as a dispensable luxury. Babaroosa will engage with Vermont primary and secondary schools to provide students with opportunities to co-create upcoming Babaroosa exhibits.
- Research tells us that **students exposed to arts education improve their academic performance, civic engagement, and behavior.**
- We will partner with Vermont colleges and training programs to offer internships in design, advanced manufacturing, and immersive storytelling.
- See Addendum for Letters of Support from UVM School of the Arts and Champlain College.

## f. Social, Emotional, and Mental Health

*“At the deepest level, the creative process and the healing process arise from a single source. When you are an artist, you are a healer.” – Dr. Rachel Naomi Remen*

- Although Babaroosa attracts visitors because our experiences are fun, we’ve learned that, like other healthful recreational activities (e.g., hiking, dancing, forest bathing), **being immersed in an art-filled environment is measurably good for you!** Scientific findings suggest Vermonters will accrue health benefits from Babaroosa.
  - **Individuals with chronic pain who are at risk for opiate addiction experience reduced pain and increased quality of life when engaging in arts activities.**
  - **Veterans with PTSD benefit from artistic experiences.**
  - **Older adults who engage in the arts report a variety of improved health outcomes.**

## g. Funded Scientific Research

- Babaroosa will provide a unique opportunity for Vermont research institutions (and national research institutions) to leverage extramural federal research funding (National Institutes of Health, National Science Foundation, National Endowment for the Arts, Department of Defense) to investigate and further understand the health and wellness benefits of immersive environments.
- Babaroosa co-founder Robert Davis is an experienced NIH principal investigator who is uniquely qualified to make Babaroosa available as a real-world laboratory to help university-based researchers make Vermont a leader in this exciting research field.
- See Letters of Support from UVM Research and Osher Center at Harvard Medical School.

*“What’s really exciting is that we can use wearable technologies to capture indices of health—breathing changes, postures, how people are moving. We can measure changes in physiology in an immersive, interactive environment like Babaroosa.”*

**PETER WAYNE** – Director, Osher Center for Integrative Medicine at Harvard Medical School

## h. Burlington Taxpayers

- Babaroosa will generate a significant stream of tax revenues for the City of Burlington at a time when residents are feeling pressured by rising tax rates. Admissions taxes alone are expected to generate \$300,000 of revenue annually for the city. Babaroosa visitors will also generate significant meals and rooms, alcohol, and sales tax revenues for the city and state. **A calculator provided by Americans for the Arts** estimates that \$683,000 in annual city government revenue and \$720,000 in state revenue will be generated by Babaroosa.

## FINANCIAL

### Contemplated public financial participation

Our project includes the following assumptions for the city to partner with the project:

**Property taxes**—We propose that the \$14M private investment in remediating the city-owned building as well as our allocation of 3,300 square feet of community space be credited as an up-front payment in lieu of taxes for 20 years.

**Parking support**—Our project is only viable with parking infrastructure to meet the peak parking demand via the city parking system. We need to work with the city to find parking with an additional 20% residual within ¼ mile of Memorial Auditorium.

**Sponsorship and support for federal and state grants**—We assume city support and possibly sponsorship for a downtown tax credit award, a community development block grant, and other state and federal grants or appropriations that may become available.

### Description of how the project addresses and corresponds to market demands and conditions

There is a large gap in our area for indoor experiential activities that excite and engage youth, families, adults, and seniors. Immersive art venues have attracted large numbers of visitors of all ages and genders in cities large and small. Babaroosa will be an indoor, year-round venue designed to encourage repeat visits and to be accessible, inclusive, and welcoming to all visitors. Situated amid Burlington's many other amenities, it will increase consumer activity in the area.

Our market is particularly suitable for a venue of this type in terms of both the quantity and quality of our regional population. On the quantity side, Burlington is situated within a 5-hour drive of more than 16 million art participators—people who have already proven willing to travel and spend money to engage with art exhibits, performances, and events. Qualitatively, our addressable market is enviable. Vermont leads the nation in the rate at which adults attend art exhibits (40% vs. 23% national average). New Hampshire, Maine, and Quebec also participate in art events at higher-than-average rates. Our region also enjoys a higher median income and supports higher average ticket prices than other communities where immersive art has thrived.

### Conceptual Construction and Operating Pro Formas

The following Sources and Uses budget is based on the 2018 renovations budget prepared by the city plus the Babaroosa project fit-up budget prepared for the Essex Junction site. Both hard costs are professional estimates based on proposed construction drawings. The Sources include New Market and Historic Tax Credits, a number of grants (some of which are in hand for the Essex site), debt, and equity. Other than the New Market and Historic tax credits, relationships and approvals of grants and debt have already been established based on the previous project.

## Burlington Memorial Auditorium

### Sources & Uses Summary

Sources of Funds		
NMTC Equity	\$ 4,972,500	14%
Owner's Equity	\$ 1,500,000	4%
Preferred Equity	\$ 14,200,000	39%
Hard Debt	\$ 6,826,579	19%
Federal HTC Equity	\$ 5,701,122	16%
State HTC Equity	\$ 650,000	2%
Grants - CDBG, Cap, Northern B, Eff, VT, B	\$ 2,500,000	7%
Other Debt	\$ 100,000	0%
<b>Total</b>	<b>\$ 36,450,200</b>	<b>100%</b>
Uses of Funds		
Acquisition	\$ 10,500	0%
Architectural, Engineering & Permits	\$ 2,200,565	6%
Financing, Reserves & Carrying Charges	\$ 2,677,071	7%
Hard Costs	\$ 26,885,720	74%
Other Soft Costs	\$ 1,996,134	5%
Owner's Contingency (10% hard costs)	\$ 2,680,204	7%

The following Operating Cash Flow summary is based on the revenue projections and operating cost prepared for the Essex Junction site and adjusted for this site's equity and building operating costs. The previous budget was been underwritten by several lenders and had raised the debt and a significant tranche of preferred equity prior to the pandemic.

## Babarosa LLC

### Operating Cash Flow - Summary

	2025	2026	2027	2028	2029	2030	2031
	1	2	3	4	5	6	7
Operating Revenue	13,961,644	16,221,205	17,636,055	19,121,197	19,694,832	20,285,677	20,894,240
<b>Gross Income</b>	13,961,644	16,221,205	17,636,055	19,121,197	19,694,832	20,285,677	20,894,240
<b>Total Operating Expenses</b>	7,025,640	7,225,710	7,473,381	7,697,583	7,928,510	8,166,366	8,411,357
<b>NOI</b>	6,936,004	8,965,495	10,162,674	11,423,614	11,766,322	12,119,312	12,482,891
Annual Debt Service - Must Pay Debt	394,336	394,335	394,336	394,336	394,334	394,333	394,333
Debt Coverage Ratio	17.15	22.29	25.33	28.53	29.39	30.29	31.21
Capital Reserve	174,521	175,000	175,000	175,000	175,000	175,000	175,000
<b>Cash Flow After Debt Service &amp; Reserve</b>	6,367,148	8,396,160	9,593,339	10,854,279	11,196,900	11,549,979	11,913,550
<b>Preferred Stock Return</b>	2,840,000	2,840,000	2,840,000	2,840,000	2,840,000	2,840,000	2,840,000
<b>Net Cash Flow After Distributions</b>	3,527,148	5,556,160	6,753,339	8,014,279	8,356,988	8,709,979	9,073,558

### Provide evidence of financial capacity to complete the project

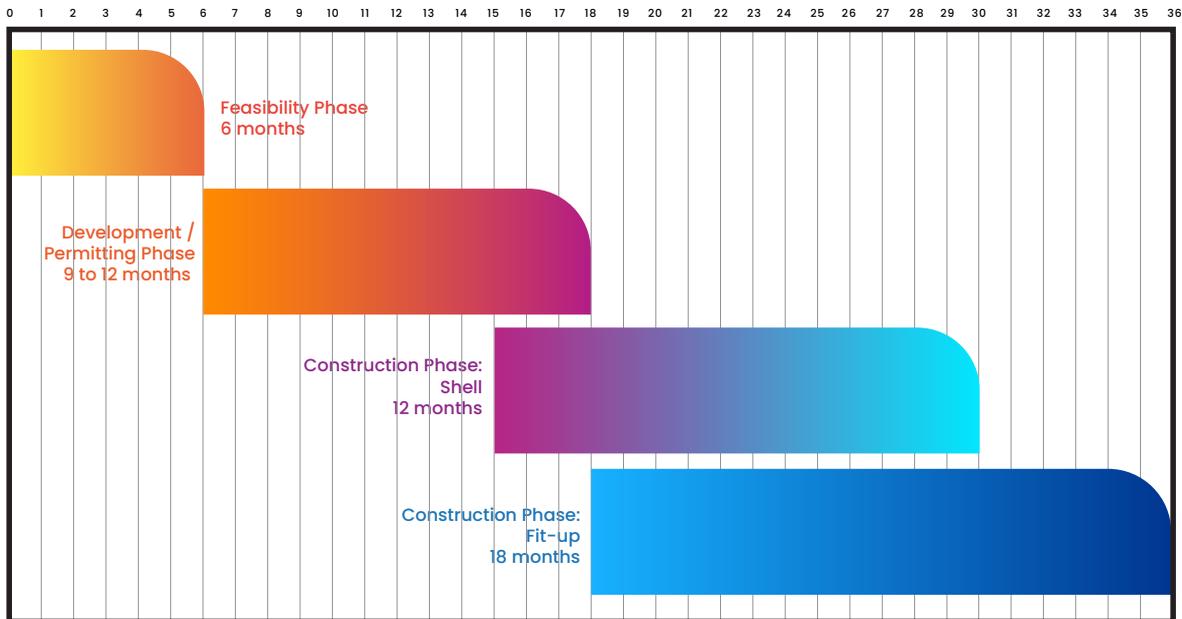
Babaroosa LLC was formed in 2018 and has successfully raised over \$10M in debt and equity for this project at the Essex Junction site. The proposed pro forma includes operating and debt service reserves of over \$1M. Since 2018 we have completed the background studies and built the infrastructure to be able to submit for funding sources and raise equity in a shorter timeline.

M&S Development has successfully developed similar projects in Vermont downtowns with these funding sources. M&S has active property management and asset management teams to understand all components of this project and to maintain compliance with a myriad of funding sources.

Together our team has the capacity to quickly understand the project cost and develop the capital stack to fund and operate this project.

### TIMELINE

Artistic Fit-up including design, financing, construction, and start of operations





Babaroosa LLC is excited to partner with the City of Burlington to transform Memorial Auditorium into a high impact immersive art attraction that will strengthen our creative economy, further establish the city as a regional cultural destination, and bolster our social ecosystem, improving the health and well-being of our community.



60 Main Street, Suite 100  
Burlington, Vermont 05401  
802-863-3489  
lccvermont.org

November 21, 2022

Samantha Dunn  
Asst. Director for Community Works  
City of Burlington, Community and Economic Development Office

Dear Ms. Dunn,

The Lake Champlain Chamber enthusiastically supports the Babaroosa project in downtown Burlington. The arts are a powerful economic driver and a resource for revitalization that provide physical, social, cultural and economic benefits to residents and visitors alike. A museum featuring large, immersive art exhibits would add another exciting dimension to the region's cultural offerings and would be a big step toward improving our winter offerings to increase visitation during the traditional slow season.

The revitalization of Memorial Auditorium, an historic structure at the gateway to downtown Burlington, is important to the City's future. Reviving an iconic building while establishing an innovative new cultural resource combines the goals of keeping our economy vibrant with a space for the community.

The Chamber's destination marketing initiative, Hello Burlington, is well-suited to promote Babaroosa in our traditional drivetime and direct flight markets as well as to generate regional and national coverage of the project with its public relations efforts. We would look forward to partnering with the Babaroosa team to ensure the success of the project for the city and the region.

Sincerely,

A handwritten signature in black ink, appearing to read 'CZ Davis', written in a cursive style.

Catherine Z. Davis  
President



November 22, 2022

Samantha Dunn  
Assistant Director for Community Works  
CEDO, City of Burlington

Dear Ms. Dunn,

I am writing on behalf of the Vermont Arts Council to express excitement about the Babaroosa initiative and to support its location in Burlington's Memorial Auditorium.

The vision for Babaroosa - an immersive, interactive arts experience for people of all ages - will be transformational, attract new business, and encourage capital investment and economic growth. Modeled on the success of Meow Wolf, which has captivated audiences in Santa Fe and Denver, this project has potential to become the kind of cultural attraction that draws audiences from across the New England region and nationwide, making Vermont a destination for cultural tourists. It will be especially appealing for the younger demographic that Vermont seeks to attract and retain.

In Vermont, creative sector businesses and jobs account for more than 9% of all employment. The ambitious Babaroosa project will provide jobs for designers, engineers, artists, and educators, while boosting the local economy and burnishing Vermont's reputation as a place where innovation thrives. There is world class creative talent in Vermont and surprising number of them fly under the radar here as the market for their work is primarily out of state. Babaroosa could make a significant impact by showcasing in a very high-profile way the impressive creative chops our state has to offer.

Recent national research demonstrates the power of the creative sector as a driver of economic growth, particularly in rural regions. The Arts Council serves as the backbone organization for the Vermont Creative Network, investing in statewide advocacy for the creative economy and local grassroots leadership teams in each region of the state. We are eager to support initiatives like Babaroosa that will engage the talents and imaginations of hundreds of Vermont artists and creatives across our state, while strengthening Vermont's vibrant cultural infrastructure.

Art, creativity and innovation have always been at the core of Vermont's character. They are essential now as we rebound from the pandemic's impact and work to rebuild a sense of community and economic opportunity. I believe the creative energy, jobs, and investment that Babaroosa can ignite will help to build a strong, equitable, and prosperous future for our state.

Thank you for your consideration of this project,

Amy Cunningham, Interim Executive Director, Vermont Arts Council



**inclusive arts vermont**

November 11, 2022

Re: Babaroosa LLC Letter of Support

I write to you today on behalf of Inclusive Arts Vermont in support of Babaroosa, an immersive and expansive art experience in Vermont.

Inclusive Arts Vermont is a non-profit organization dedicated to using the arts to make Vermont more accessible for people with disabilities. Inclusive Arts Vermont engages more than 40,000 participants annually in arts education, training, and exhibition programs in every region of the state. I have been with the organization since 2016, and have been pleased to meet and with Teresa Davis through my work as a partner and collaborator.

A few years ago, while traveling in New Mexico, I had the opportunity to visit an immersive art installation. My entire family was delighted to be transported to another world through the visions of the creating artists. However, I couldn't help but notice that accessibility had clearly not been a consideration during the building phase. Most of this experience would be entirely inaccessible to a person using a mobility aid such as a wheelchair or walker, there was no mention of accessibility accommodations in their marketing or on their website, and upon entry, when we mentioned that our daughter was legally blind, the desk attendant shrugged and said "cool, good luck!"

Disability is highly prevalent in our country. One in three families are impacted by disability. In Vermont, nearly 25% of all adults have a disability, and that number is estimated to be as high as 70% when including invisible disabilities such as mental health complications and learning disabilities.

Regardless of how common disability is in our country, accessibility of public spaces remains an issue. A new project such as this one is exciting for the area. It will bring visitors from all over, and an opportunity to engage broad audiences. This new venture is a prime opportunity to ensure, from the beginning, that *all* visitors to Bararoosa will be able to interact with and enjoy the entire experience.

This is why, when Teresa came to us about her project, I was grateful to hear that physical access has been considered from the earliest stages of planning. We have discussed plans to infuse accessibility within every phase of interaction with Babaroosa, from communications and marketing, to ticketing, the physical interaction with the space, and beyond. We gave also discussed how to make sure artists with disabilities are represented in the creation of the project.

I am confident that this unique opportunity will truly be accessible for all Vermonters and support the project with great enthusiasm.

Regards,

Katie Miller, Executive Director

**Inclusive Arts Vermont, Inc.**  
Formerly VSA Vermont, Inc.

802-404-1597 | [www.inclusiveartsvermont.org](http://www.inclusiveartsvermont.org)  
21 Carmichael Street, Suite 206  
Essex Junction, VT 05452



23 November 2022

To Whom It May Concern:

I write to enthusiastically voice my support for the Babaroosa project envisioned for the Memorial Auditorium building. I see the project as a critical way to resurrect Memorial Auditorium, bring in tourists from across the region, and engage audiences of all ages in the exploration of creativity across time and space. What should be a vital liaison between UVM/Champlain College's spaces to the heart of downtown Burlington has been vacant for far too long.

To enliven Memorial Auditorium with an immersive arts experience as boldly conceptualized would serve as a vibrant waypoint between UVM's School of the Arts (and its growing intersections with the College of Engineering and Mathematical Sciences and Grossman Business School) and the other major cultural institutions in downtown Burlington, like the Flynn and BCA. I see the Babaroosa project as an incredible opportunity to bring the arts to a much wider community—immersive digital experiences are a new and exciting way to engage audiences that may not connect with more formal arts consumption. I have seen how installations like those about Klimt, van Gogh, Monet, and others have generated interest in audiences who may not go to museums (or know much about art history), but who are excited by the interactive nature of these installations. I am all for that! We need to immerse audiences in the beauty and importance of the arts in any way that may get that message across and get people interested in exploring other arts venues and events from that starting point. For example, many younger people are fascinated by technology and its possibilities but find museums uninteresting because of their static nature. Babaroosa would be much more compelling as an experience for younger viewers, in particular.

In the School of the Arts, inaugurated on July 1, 2022, one of our chief goals is to do better at connecting UVM arts faculty and students with arts and culture organizations across the state. We are the largest unit within the College of Arts and Sciences, the largest college in UVM. We have 1200 students and around 60 faculty and 20 staff members. With the positioning of Barbaroosa so close to the UVM campus, I see so many opportunities for the students in the SoA—internships in a variety of areas and field visits for our digital arts students. We would very gratefully welcome another major arts venue to the area; having such a rich variety of arts and culture venues in the area certainly boosts our recruitment and retention efforts—this is good for us, of course, but also good for the community, as our students bring their energy and ideas as well as more dollars into the local economy.

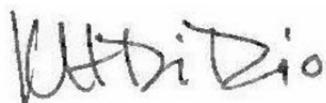
**UVM SCHOOL OF THE ARTS**

72 University Place, Room 304, Burlington, VT 05405 Telephone: 802-656-2014

Equal Opportunity/Affirmative Action Employer

I applaud Teresa and Robert Davis for their continued efforts in growing the arts in Chittenden County. I very much look forward to working with them and the team of Babaroosa to further the collaborative possibilities between the School of the Arts and Vermont arts institutions.

Sincerely,

A handwritten signature in black ink that reads "KH Di Dio". The letters are cursive and somewhat stylized.

Kelley Helmstutler Di Dio, Ph.D.  
Executive Director, School of the Arts  
Associate Dean, College of Arts and Sciences  
Rush C. Hawkins Professor of Art History

To whom it may concern,

I am writing this letter of support for Babaroosa on behalf of the Emergent Media Center (EMC) at Champlain College. The Emergent Media Center is one of Champlain's Centers of Experience, our goal is to provide students from all majors experiential learning opportunities that are designed to take classroom knowledge and put it to the test in practical applications, connecting students to the local community and the world, turning theory into practice. As a multidisciplinary creative studio, we provide employment and internship opportunities for students, guided by faculty and staff, to conceptualize, prototype, and produce innovative solutions to a wide range of media and design challenges.

The EMC couldn't be more excited for Babaroosa to bring a one-of-a-kind immersive art venue to Chittenden County. Much of their approach, which centers play and experimentation at the heart of building community and enriching lives, matches with work that is the core of our studio: designing media and experiences that are in turn playful, engaging, non-linear, immersive, iterative and interactive. For those reasons, we imagine that Babaroosa could become a long-term community partner for the EMC. There are a myriad of ways our studio can work with Babaroosa to design and create prototypes and experiences that will help them achieve their mission "to spark imagination and ignite creativity so that everyone has a vibrant, fulfilling and creative life." There are endless possibilities for projects that could be part of on-going creative partnership between our two organizations.

As a Center of Experience in a college with a vested interest in creative technology and entertainment-oriented career paths (such as through our Game Studio), having businesses like Babaroosa locally creates important pre-professional and professional opportunities for our students and alumni, potentially leading to viable career paths in the area where they have spent four years already putting down roots. Currently, it is difficult for our students to find local professional opportunities in Creative Technology, Games and Interactive or Immersive Entertainment. We often rely on remote internships, study abroad opportunities or summer internships in other cities. Many of our students leave the region after graduating; not because they want to, but because there aren't enough high tech/creative jobs that align with their majors.

Immersive Art is the fastest growing segment of the Immersive Entertainment industry. As Champlain looks to the future through our newly launched 2030 strategic plan, we are deeply engaged in imagining how to grow and evolve our academic portfolio to meet the interests of today's young people and the opportunities in emerging industries, all while continuing to provide our students with a world-class professionally-focused education. Businesses such as Babaroosa can serve as an anchor in our community; not only by providing experiential learning opportunities, internships and jobs, but by establishing this region as a destination for Immersive Entertainment. Babaroosa's influence will doubtlessly attract other businesses in the broader Creative Technology sector, in turn allowing Champlain to continue to grow and expand our educational offerings.

Please do not hesitate to reach out to me or other members of the EMC staff with further questions. We are happy to do anything we can to support the success of Babaroosa in this community.

Best,



Robin Perlah  
*Assistant Dean of the Creative Studio*  
*Academic Director of the Emergent Media Center*  
*Associate Professor in Graphic Design & Visual Communication*  
*Division of Communication & Creative Media*





The University of Vermont

**Kirk Dombrowski, PhD**

*Vice President for Research*

December 1, 2022

To Whom It May Concern:

I write to express my support and enthusiasm for the one-of-a kind immersive art attraction being planned by Babaroosa LLC.

Babaroosa is a “win” for UVM because it will provide opportunities for UVM students to build their resumes, skills and knowledge, while also allowing UVM researchers to build their CVs, test novel scientific hypotheses, and attract federal research funding. In return, Babaroosa will extend its impact beyond entertainment and tourism to strengthen the creative, educational, and scientific resources that are available to all Vermonters. This is a healthy collaboration that will benefit the entire community.

The UVM Offices of Research and UVM Innovations recognize that projects that stimulate cross-disciplinary collaboration are often fertile ground for innovation and IP development. One can never predict the diverse ideas and solutions that will be spawned. What we do know is that Babaroosa’s cutting edge exhibits bring together experts in the fields of art and storytelling, health, social science and wellness, engineering and electronics, programming and sensor-design, advanced manufacturing, and business - to name a few. This is a rich environment where ideas, techniques and methodologies can cross-pollinate, boosting our collective educational, scientific, and economic largesse.

We look forward to this project and the possibilities it brings for UVM and Vermont.

Sincerely,

Kirk Dombrowski

**OFFICE OF THE VICE PRESIDENT FOR RESEARCH**

330 Waterman Building, 85 South Prospect Street, Burlington, VT 05405

(802) 656-2918 • [Kirk.Dombrowski@uvm.edu](mailto:Kirk.Dombrowski@uvm.edu)



**HARVARD**  
MEDICAL SCHOOL



**BRIGHAM AND  
WOMEN'S HOSPITAL**

November 20, 2022

To Whom it May Concern,

I am pleased to write this letter of support on behalf of Babaroosa LLC. Babaroosa cofounder, Robert Davis and I have been colleagues for over a decade. I've been following the progress of this intriguing immersive arts project for the past few years and am pleased to see it coming to fruition. Integrative health scientists will be excited for the opportunity to use Babaroosa as a platform for investigation.

A range of research suggests that health and wellness benefits accrue when people are exposed to art and interact within immersive environments. Babaroosa will provide a rich real-world environment in which to document these effects and test hypotheses that will help us understand mechanisms through which these benefits occur.

The Osher Center for Integrative Medicine is a collaboration between Brigham and Women's Hospital and Harvard Medical School. We are focused on enhancing human health, resilience and quality of life through translational research, clinical practice and education in integrative medicine. Our integrative view of health is holistic and emphasizes interconnections between mind and body, and across physiological systems. Our work often involves collaborating with diverse teams of cross-disciplinary experts to explore how complex multi-modal interventions effect people. Such an approach is well-suited for investigating immersive art, which engages multiple cognitive and physiological pathways simultaneously.

There are a variety of funding opportunities available for research of this kind. I look forward to participating in the development of Babaroosa as a source of scientific inquiry as an advisor and collaborator.

Sincerely

A handwritten signature in cursive script that reads "Peter Wayne".

Peter M. Wayne, Ph.D.  
Bernard Osher Associate Professor of Medicine in the  
Field of Complementary and Integrative Medical Therapies  
Harvard Medical School

Director  
Osher Center for Integrative Medicine  
Brigham and Women's Hospital and Harvard Medical School

## ENTHUSIASTS

### Supporters of Babaroosa at Memorial Auditorium

This list was compiled during the six day period between Nov 25-30, 2022 using personal contacts only. No social media. We will continue to accrue enthusiasts as the project progresses.

Matthew Rudnicki	Alice Eckles	Jessica Ticktin	Drew Mahoney
Marin Horikawa	Beth Liberman	Josh Finnell	Kathleen Dolan
Marty Mcdonald	Linsey Brunner	Matt Heywood	Julia Sokolowski
Hilary Bromberg	Kaitlyn Barr	Kerry Boyle	Daniel Zeese
Todd Lockwood	Bill Calfee	Eve Grassmeyer	Ruby Perry
Russ Bennett	Katherine Quittner	Scott Pease	Andrea Lenco
Elise Brunelle	Moe O'Hara	Deb Kelley	Steve Madden
John Cohn	Jason Boyd	Joe Kelley	Andrew Simon
Mike Gordon	Kristine Guthrie	Tim Cece	Linda Oats
Michael Jager	Camron Guthrie	Raphaella Bryce	Kristian Brevik
Cami Davis	Janet Green	Aaron Wisniewski	Jennifer Mathews
Dan Leonard	Elzy Wick	Max Levy	Valerie Hurley
Hadley Mueller	Alan Matson	Hanna Satterlee	Melanie Brotz
Lucy Stein	Livia DeMarchis	Gary Pease	Elena Brotz
Drew Bennett	Ray McClure	Stephanie Abrams	Bren Alvarez
Alex Crothers	Patty Corcoran	Ethan Swain	Corrine Yonce
Melinda Moulton	Andres Aroomet	Sarah Jerger	Kat Lawlis
Bruce Seifer	Zach Campbell	Todd Cummings	Kerin Rose
Jim Lockwood	Alane McNamara	Leslie Fry	Chris Staats
Catherine Davis	Jennifer Hall	Steve Densham	Lynn Graznak
Amy Cunningham	Patricia Dumas	Dan Cunningham	Lisa Jamhoury
Katie Miller	Nick Janetti	Alicia Cunningham	Sofia Hurwitz
Robin Perlah	Katie McCurdy	William Cunningham	Judy Dow
Kelley Helmstutler Di Dio	Deborah Blom	Wendy Bratt	Natalie Miller
Kirk Dombrowski	Claudia Renchy Morton	Jackie Bishop	Nathan Hartswick
Peter Wayne	John Bauer	Kendra Sower	Aaron Grossman
Tom Baginski	Jenny Sugar	Asa Alger	Sarah Kjelleren
Marie Davis	Linsey Foster-Mason	Chris Thompson	Giselle Veve
Aaron Stein	Patricia Sulva	Duane Peterson	Dave Churchill
Amey Radcliff	Sabrina Gibson	Becky Holt	Manon Belzile
Phil Retzloff	Melissa Culver	Noel Howe	Cassandra Grigware
Sean Larock	Ginny Mullen	Monica Ostby	Emily Anderson
Kyle Rose	Lisa Danforth	Sydney Holt Barker	Lyndsy Blais
Lisa Schamberg	Ryan Nakhleh	Madeleine Murray	Rachel Lindsay
Owiso Makuku	Mara Puppy	Katherine Elmer	Steve Conant
Lauren Scuderi	Cameron Scully	Denise Casey	
Cara Quinn	Patricia Sulva	Locke Fluery	
Jolene Hanson	Anne LaLonde	Andrea Green	

# **BABAROOSA LLC**

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Primary Contact

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