

LAW OFFICES

MILLER, GRIFFIN & MARKS, P.S.C.

271 WEST SHORT STREET
SECURITY TRUST BUILDING, SUITE 600
LEXINGTON, KENTUCKY 40507-1292

TELEPHONE (859) 255-6676
FAX (859) 259-1562

THOMAS W. MILLER
TWM@KENTUCKYLAW.COM

WWW.HORSELAW.COM
WWW.KENTUCKYLAW.COM

December 5, 2014

Mayor Jim Gray
Lexington-Fayette Urban County Government
200 East Main Street
Lexington, Kentucky 40507

Katherine A. Adams
Associate General Counsel
University of Kentucky
301 Main Building
Lexington, Kentucky 40506

Re: *Kentucky's Mighty Wurlitzer-Theater Organ Project, Inc. ("KMW")*

Dear Mayor Gray and Katherine:

The Board of KMW has asked that I write to express their concern regarding Katherine's letter of May 30, 2014 giving notice of termination of the Agreement among the LFUCG, UK, Kentucky Theater Group, Inc. and KMW dated December 20, 2002. The Board was surprised to receive the notice in light of the progress it has made in restoring the Mighty Wurlitzer pipe organ ("Organ") that had been in the Kentucky Theater, and ultimately will be returned. As you know, Steve Brown has requested meetings with both of you on several occasions to address the Organ restoration, but has not received a response.

Total amount paid to CSR (to date is confirmed as \$59,612.53)

I am told that KMW has spent \$83,584 to rebuild and refinish; has incorporated the Solid-state relay/computer system to fully control the console and the organ. This work should be completed in the near future pending the receipt of a grant for the final \$5,000 needed to pay to complete the work.

Total amount paid to Wilcox (to date confirmed as \$11,722.00)

In addition, KMW has purchased, and has in its possession, additional parts needed to restore the Organ, for which it has invested \$30,854 in authentic and rare historic Wurlitzer pipework, wind chests and percussions for the augmentation of the instrument, all as approved by LFUCG and UK.

Total Console Rebuild, refinished, rewiring, including all Change Orders, will be \$76,334.53

The specific concerns of the KMW Board include:

1. It wants to complete work on the console pending the receipt of the grant to cover the remaining costs for this scope of work, which is currently in the possession of Carlton Smith, one of the leading Wurlitzer experts in the United States. His work should be

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completed in the spring, but that will be after the December 31, 2014 termination of the Agreement;

2. There have been almost 900 "Be An Organ Donor" gifts from persons who have been promised to be recognized once the project is completed. Regardless of who is responsible for completing the restoration of the Organ, these donors should be recognized as promised;
3. The Board has a specific interest in assuring that all work on the Organ properly respects the instrument, including the KMW Board's adoption of the Restoration and Augmentation Guidelines of the American Theatre Organ Society. Because of their substantial history, and expertise, they would like to have input on the Request For Proposal, to particularly add their insight in the project;
4. At its option, KMW retains the right to bid on the project.
5. Since the "Organ" Scope of Work has not been executed, KMW retains the ownership and title to all items indicated in the various KMW Equipment Purchase Summary Sheets, which is also a detailed inventory of the stored items presently located in the Moller Organ Blower Room located in the UK Singletary Center for the Arts.
6. KMW, while having possession of the 3-Manual Wurlitzer Console, has maintained a \$50,000 insurance policy with Lexington Insurance Agency while it is in the Carlton Smith Restoration shop and during transportation to and from Lexington. This insurance will be cancelled upon Carlton Smith Restoration's delivery of the console to UK's Singletary Center's loading dock.

This is to request you let us know what role KMW will have related to the issues identified above and when a meeting can be arranged.

Sincerely,



THOMAS W. MILLER