

**Brant Historical Society
Board of Directors Meeting
March 26, 2024
Brant Museum and Archives
57 Charlotte St.,
Brantford, ON**

MINUTES

Present: Leisah Marie Jansen (Vice-President), Michael-Allan Marion (Secretary), Willy Hilgendag (Treasurer), Glad Woodburn, Pat Duern, Doug Summerhayes, Murray Angus, Bill Hyde.

Regrets: John Utley, Sarah Clarke.

Staff: Marion McGeein (Executive Director)

1. **Call to Order: Meeting called to order at 6 pm with L. Jansen in the Chair.**

2. **Approval of Agenda:**

Two items to be added to agenda – a copy of the signed sale agreement for the Crystal Cottage with the mortgage payout; and a cash flow projection for the budget. (Bill Hyde)

Motion: Moved by L. Jansen, seconded by W. Hilgendag, that the agenda of the November 14, 2023 meeting of the Board of Directors be approved.

Carried unanimously.

3. **Approval of Minutes:**

Motion: Moved by M-A Marion, seconded by G. Woodburn, that the Minutes of the February 27, 2024 Board of Directors Meeting be approved.

Carried unanimously.

Motion: Moved by B. Hyde, seconded by MA Marion, that the Minutes of the March 20, 2024 Special Board of Directors Meeting be approved.

Carried unanimously.

4. **Resignation of Brant Historical Society President and Board Chair:**

The Board was informed by email that Tim Philp had tendered his resignation, effective immediately, as the Brant Historical Society's President and Chair of the Board of Directors.

L. Jansen and M-A Marion lauded Mr. Philp for his seven years at the helm in which he carried out a restoration of the interior of the Brant Museum and Archives, revitalized the collections, and worked to increase the amount of funding from municipal, provincial and federal programs, particularly during the years of the COVID-19 pandemic.

W. Hilgendag said "Tim did not shy away from challenges."

Motion: Moved by G. Woodburn, seconded by B. Hyde, that Whereas Mr. Philp has submitted his resignation via email that he was resigning from the Board of Directors of the Brant Historical Society effective immediately; that the Board accepts Mr. Philp's resignation effective immediately. The Board would also like to thank Mr. Philp for his time and service on the Board for the last seven years.

Carried unanimously.

5. Sale of the Crystal Cottage:

M. Angus and B. Hyde reported on the successful results of negotiations that M. Angus was authorized by the Board to conduct in the sale of the Crystal Cottage as is, where is, for \$150,000 to Dan Brown; and an accounting of the cost of full payout of the the mortgage against the Crystal Cottage held by the contractor who handled the work required to build a foundation and secure the building after its relocation to a vacant lot beside the Brant Museum and Archives.

The face value of the mortgage is \$127,920.97. With interest at \$35.05 per day, the amount is \$420.60, making the total cost of the mortgage \$128,341.57. the Society will have to pay a legal bill of \$619.86 to Hospodar Davies and Goold, the law firm representing the contractor. That would put the total cost of payout at \$128,961.43. After paying out the mortgage, the Society would realize a surplus of a little more than \$20,000.

Motion: Moved by B. Hyde, seconded by G. Woodburn, that the Board of Directors ratify the sale of the Crystal Cottage property and steps to payout the mortgage held against it.

Carried unanimously.

6. Executive Director's Report:

M. McGeein reported on a successful Brantford Gaol Exhibit, which drew many visitors during March Break, who gave very favourable comments.

Funding was submitted for six summer students. One has been approved, one has been rejected and she is waiting for word on the remaining four.

She further reported that the Society is receiving a grant of \$46,500 from the City of Brantford, which will improve its ability to carry on operations.

Motion: Moved by B. Hyde, seconded by L. Jansen, that the Executive Director's report be approved.

Carried unanimously.

7. Treasurer's Report:

The monthly financial statements were circulated to the Board prior to the meeting. W. Hilgendag took the Board through the highlights. He said "It's good that we have concluded our business with the Crystal Cottage" which should improve the Society's financial position.

M. McGeein announced that projections for the Society's operations had been drawn up and the new Board would be in a position to present a budget after the Annual General Meeting.

Motion: Moved by M-A Marion, seconded by W. Hilgendag, that the Treasurer's Report be approved.

Carried unanimously.

8. Meeting With City Officials about the Crystal Cottage and Other Matters:

B. Hyde presented a lengthy resolution about the BHS's approach to the City of Brantford about joining with other museum groups in a city invitation to set up a museum district/complex in the cleared Greenwich/Mohawk brownfield area, which he said was a pared down version from one written by John Utley, a Board member who could not attend the meeting.

He said the BHS has to reform a lot to get out of its financial situation.

L. Jansen "there has not been enough time to consider this motion, because it calls on us to make so many changes."

M-A Marion said the authors of the motion were acting in "immodest haste" to change the Society's nature and operations, all of which he said amounted to much more than a response to the city's request for the BHS to talk about the status of the Crystal Cottage project and give a formal agreement to join in discussions about collaborating in a project with other museums.

He said that unlike the other potential partners, the BHS is the only one to own its own museum, a property valued in a recent appraisal at \$1.7 million. There had been several proposals in the past to join in such a project and although the Society has always stated its willingness to participate in discussions, it has found many of the proposals wanting.

M. Angus said the motion was only an agreement to talk with the City and other partners about a future Museum District.

Motion: Moved by B. Hyde, seconded by Glad Woodburn, that whereas the BHS Board met with the City of Brantford on Friday, March 22, 2024 at their request to inform them of the status of the Crystal Cottage;

And whereas BHS Board member Angus, who chaired the meeting, informed the city that the BHS remained indebted on a mortgage on the property payable in full April 1, 2024; and

Whereas the BHS Board unanimously approved the sale of the Crystal Cottage in order to discharge the mortgage. An offer has been accepted to sell the property for the sum of \$150,000 as is, where is. The purchaser has agreed to restore the house to its original condition; and

Whereas it was agreed that the BHS Board would provide the City with a plan to return the BHS to financial viability; and

Whereas the BHS is optimistic that if conditions precedent in an Agreement between BHS and the City are met by the Purchaser of the Crystal Cottage the remaining \$50,000 contemplated by the Agreement may be forthcoming; and

Whereas, for the BHS to survive in the short and long term a new direction is required.

Therefore, the following steps are hereby adopted:

1. The Crystal Cottage be sold to discharge the mortgage.
2. Assess the current financial viability of BHS in the short and medium term.
3. Restructure the BHS board.
4. Enter into discussions with the City to find an appropriate City-owned property to move the collection and the Museum operations on a temporary basis with a view to becoming an anchor at the proposed brownfield Museum District.
5. Effect a sale of the 57 Charlotte St. Property in order to revitalize the Endowment Fund.
6. Explore the monetization of the BHS collection in an effort to make the operation less dependent on government grants.
7. Explore partnerships with other museums and local collectors.

Defeated, with three in favour, four opposed.

Recorded Vote:

In Favour: B. Hyde, G. Woodburn, M Angus.

Opposed: L. Jansen, P. Duern, M-A Marion, D. Summerhayes.

A second motion was proposed:

Motion: Moved by P. Duern, seconded by B. Hyde, that the Brant Historical Society enter into discussions at the Society's earliest convenience with the City of Brantford to discuss the move of the Brant Museum and Archives into a Museum District.

Carried Unanimously.

9. Fiscal Projections:

B. Hyde presented the results of fiscal projections for the next few years for the Brant Historical Society, which will be used to formulate a budget.

10. Election of New President and Board Chair:

Motion: Moved by M-A Marion, seconded by M. Angus, that Leisah Marie Jansen be elected President and Chair of the Board of Directors until the next Annual General Meeting on April 9, 2024.

Carried unanimously.

Recorded Vote:

In Favour: B. Hyde, M. Angus, F. Woodburn, M-A Marion, P. Duern, L. Jansen, D. Summerhayes.

11. Adjournment: The meeting was adjourned at 7:30 pm.