

**Brant Historical Society
2015 ANNUAL GENERAL MEETING
March 30, 2016**

DRAFT MINUTES

A total of 36 were in attendance for the 108 th Annual General Meeting of the Brant Historical Society as follows:	
ATTENDANCE:	Board Members: Michael St. Amant, Bill Hanna, Anita Menon, Jack Jackowetz, Zig Misiak, Cody Groat, Annette Minutillo
	Brant Historical Society Members: Elizabeth Moore, Brian Moore, Beverly Golden, Ruth Lefler, Margaret Lorenz, Raymond Wright, Barbara Sisson, Vyrta Sisson, Nick Lazarak, Elizabeth Stone, Lorraine Sherred, Lorraine Snetsinger, Elfrieda Neumann, Dave Neumann, Bruce Hill, Ed Pancoe, Marilyn McDonald, Lee Bolsh, Cal Diegel, Lynn Elsie, Doug Summerhayes, Johannes Huntjens, Anglea Huntjens, Maggie McAdams, Cody Fair, Sean Murphy, Sharon Murphy, Patti McNeil, Steve Polacko
	Staff Members: Nathan Etherington, Carolee Dunn, Sarah Thomas

1. CALL TO ORDER/ESTABLISH QUORUM

The meeting was called to order at **7:05 p.m.** with Michael St. Amant in the Chair

Michael St. Amant opened the meeting with special acknowledgement of Anita Menon who has provided the Brant Historical Society with 6 years of wonderful service, making a greatly valued contribution. Anita Menon will be missed as a Board Member, but she has agreed to stay on as Editor for the BHS newsletter and as a member of the Policy Committee.

Michael expressed appreciation to the Events Committee for providing refreshments, noting the Committee has been experiencing great success in its planning and delivery of events. Michael then invited attendees to take time after the meeting to look at the display “Brantford Answers the Call” which was a class project by Laurier University students who had worked diligently to prepare and who had today made their presentation to their class.

Michael noted that Quorum for the Annual General Meeting was met, being not less than fifteen (15) members of the Society of whom not less than six (6) were members of the Board, as set out in Article VII(iv) of the Constitution and By-laws.

2. APPROVAL OF AGENDA

RESOLUTION:	Moved by Jack Jackowetz; Seconded by Ed Pancoe That the distributed agenda be the agenda of this Annual General Meeting CARRIED
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3. APPROVAL OF THE MINUTES OF 2014 ANNUAL GENERAL MEETING HELD ON MARCH 31, 2015

RESOLUTION:	Moved by Anita Menon; Seconded by Cody Groat That the minutes of the Annual General Meeting of 2014 held on March 31, 2015 be received and adopted (without amendment or correction). CARRIED
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It was noted that the Minutes from Special Meeting in July 2016 are posted to the BHS website.

4. BUSINESS ARISING FROM THE 2015 AGM

No business arising

5. ANNUAL REPORT

5.1 President's Report

Michael St. Amant presented an overview of the activities of the Board of Directors over the previous year, noting it was important that the membership have a sense of where the Board is coming from and the agenda it is following.

Since its inception in 1908, the Brant Historical Society has served the communities of Brantford, Brant County, and First Nations by preserving artifacts and documents for future generations, by helping interpret local history, and by providing a variety of educational programs and exhibits. How the Society can best continue providing the important services to the communities is a significant challenge and is impacted by a whole range of social, financial, operational and technological issues that face similar organizations throughout North America.

During the past year Michael has visited over 30 museums and the challenges that BHS faces are not unique. Today, many not-for-profits and cultural organizations compete for limited government financing and donor support, and increasingly the sustainability of cultural organizations is dependent on the application of new models that demonstrate both its relevance to the community and its viability.

During the past year, the BHS Board of Directors has focused on addressing operational and strategic issues that impact the Society's relevance and sustainability. That process resulted in reducing costs and increasing earned revenue. Equally important, the Board has begun a three-year rolling budgetary planning system that will assist in identifying issues and allow sufficient time to make appropriate planning adjustments. In conjunction with the financial review, the Board has developed a three-year strategic plan that addresses programming, communications, resource development, physical space, and community interaction. This process is being further refined to include a three-year social media and exhibits strategy.

It has become clear to the Board that there is every reason to be excited about the future prospects for the Society. Compared to 2014 results, individual and family memberships have increased by 18% and the number of volunteers rose by 11% in 2015. There was also a significant increase in program participants: Children and Youth Programs are up by 20%, Senior Programs by 9%, Outreach and Event Programs by 33%, and Museum Visitors by 31%. Operating costs decreased by 26% and revenue increased by 15%.

Despite the positive trends established in 2015, the Society lost \$47,445 in cash utilization numbers during the fiscal year. Part of this loss was due to the late billing for shelving for the ReOrg Project carried out in 2014 but attributed to 2015 (which is a significant amount) and the high salary costs for the first four months of the year. Accounting costs and professional fees, and increased facility costs rising significantly also contributed to the loss. Revenue from the Gift Shop and Project Specific Grants were lower than anticipated. Although it is never satisfactory to have an operational loss, this year's loss was significantly lower than the \$145,000 loss in 2014, and the Board has taken significant steps to move forward.

Throughout 2015, the Society reached out to the community in a variety of ways, a process that will continue. The Society's educational programs and exhibitions have reached several thousand people directly. BHS participated in partnership programs with Glenhyrst, the Chamber of Commerce, Laurier University, the Brantford Expositor and the Sanderson Centre, and was fortunate to have several local businesses sponsor exhibits and events. Many more

have signed up to assist throughout this year by offering financing or service in kind. Thanks to our volunteers and the Events Committee, the Member's Events and Walking Tours have been successful ventures. The momentum that has resulted from developing partnerships and offering interesting and successful programming to the community is a direction that we are building on to demonstrate relevance and future fundraising.

Considerable effort has been devoted to improving our communications and marketing, and BHS has established a regular presence through social media and improvements to the website, a process that is ongoing. We continue to focus on improving our communications with members through our newsletter and improving information available through our website, with special note of the posting of the Strategic plan. Equally important, we are committed to supporting our programs through social media and advertising. The Board recognizes that considerable effort by staff and volunteers is invested in offering events, programs and exhibitions but they need to be marketed effectively. As this improves, attendance will increase.

Michael noted that the Annual Report which was given to all attendees will provide a marketing tool for sharing information with the community.

The Board is committed to developing the retail operation as a source of revenue, and Michael extended appreciation to Zig Misiak. The store not only creates a source of revenue, it enables the Society to interact with local artisans, authors and artists by providing them with a venue for their products. In a similar way, BHS has made a commitment to staff development and is supporting staff participation in courses that assist them in improving their skills. Nathan and Sarah have already attended courses with Carolee doing so soon. This has had the benefit of empowering staff to proactively contribute to the evolution of the society and brings new ideas and concepts to the table - valuable to have a window into other communities.

Michael shared that BHS is reinstating its publications program, with a new offering of Vincent Ball's play "Doing our Bit" and the reprinting of out of stock publications. This will demonstrate to the community that we are here to be relevant. BHS' strategic focus must recognize that demonstrating community relevance is primary. Relevance is the engine that drives community support and financing. This means finding new and creative ways of involving all cultural groups that have been involved in our community. It also means recognizing that history for many begins in the 1980's and that traditional ideas about museums and how they operate have evolved. How BHS moves forward on these issues will be instrumental to defining its relevance to new generations.

Michael spoke briefly about the future of the Society's facilities, acknowledging that unfinished negotiations prevented him from sharing in detail. The existing building is challenging with its lack of fire protection, its problems with plumbing and heating (which will cost 100s of \$1000 to fix), and its lack of sufficient exhibition space. He confirmed that the Board have been in negotiation with Laurier Brantford for leased space in the Market Square. Under discussion is apprx. 7000 sq/ft (the size of the current building) to create a larger exhibition space, with allocations for offices and meeting rooms, along with another 7000 sq/ft of archival storage space. Long term plans include partnering with Laurier's proposed library project, shared common areas, shared resources, and opportunities for students to participate in research and museum activities. BHS will not proceed until all financing is in place, expected around June.

Plan for the existing property are at this time to redevelop it to be revenue generating to ensure long term financial stability for the Society. Site plans and finances have yet to be developed.

Finally, Michael noted that despite storage issues BHS has not stopped enhancing its collection. Documents relating to the history of the Brant Mutual Society have already been added, and over the next months, BHS will be announcing the acquisition of two new major collections.

Michael invited questions from the membership:

Brian Moore asked whether the membership would be able to participate in plans to develop the Museum's existing property. Michael confirmed that anyone who wished to participate in the discussion would be welcome to contribute and that the Board will extend an invitation to the membership to participate.

Bruce Hill noted that the Ontario Historical Society does not seem to know how well the Brant Historical Society is doing (as an example the success of the Lawren Harris event was never included in their newsletters) and encouraged the Board to let them know what we're doing. Michael confirmed the Board's intention to do so.

RESOLUTION:	Moved by Brian Moore; Seconded by Ray Wright That the President's Report for the year 2015 be received. CARRIED
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6. FINANCIAL REPORT

6.1 Financial Report Presentation

All attendees were provided with a copy of the 2016 Budget, together with the actual results for the financial years 2014 and 2015. Treasurer Bill Hanna presented these and the Financial Statements for the year ended December 31, 2015.

Bill noted the significant financial result for 2015 to be the 50% reduction of the loss from the previous year. While cash revenues were up 15%, expenses dropped almost 25%, resulting in a positive cash flow (page 6 of the audit report shows the net increase in cash and cash equivalents from \$129,000 decrease in 2014 to a positive increase of nearly \$31,000 in 2015). IBHS has also arranged for a bridging line of credit of \$25,000 with the endowment fund.

In a closer look at the revenues, it was noted that the decrease in grants was largely caused by the non-reoccurrence of a one-time grant for shelving acquired in 2014, while the revenue from our seniors, educational programs and camps has more than doubled. Membership revenue is up significantly, increasing by 50% over last year - we have already met that number this year.

On the expenditure side the greatest drop was in salaries and benefits. Exhibit and collection costs reflected the completion of the inventory project and the very successful Lawren Harris exhibit. Special projects expenditures largely resulted from the shelving reorganization program which was covered by a grant recorded the previous year.

Work on budgets has been accelerated. In addition to the board having month-end reports showing actual and budgetary month and year-to-date together with previous year's comparable results, the Board is developing strategic three year budgets which will aid greatly in future planning. Improvements continue to be made to the balance sheet which has had problems since 2010. However these will not alter the audited statement.

The Endowment Committee reported with great thanks the magnificent \$100,000 bequest from the Mary Stedman estate which has increased the fund's position by nearly 50%. They also noted that problems in communication with Scotia Capital who administer the Fund have prompted the Committee to commence negotiations to move of the management of the endowment fund to the Royal Bank of Canada.

Bill thanked the BHS accountant Mark Rozad and auditor Stephen Spinks for providing the reports and numbers in a very timely fashion permitting the Board to effectively carry out the financial governance of the Brant Historical Society.

Bill provided opportunity for questions:

Ray Wright noted that the Budget identified a significant revenue change between 2015 and 2016 in the OLG Culture Grant, and queried the whether this is a reasonable expectation. Bill confirmed that it was.

6.2 Adoption of Audited Annual Financial Statement

RESOLUTION:	Moved Ed Pancoe; Seconded by Ray Wright That the Audited Financial Statements for 2015 be approved. CARRIED
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6.3 Adoption of 2016 Budget

RESOLUTION:	Moved by Bill Hanna; Seconded by Anita Menon That the proposed budget for the 2016 fiscal year be adopted as presented. CARRIED
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6.4 Appointment of Auditors for 2016 fiscal year

RESOLUTION:	Moved by Bill Hanna; Seconded by Cody Groat THAT, in accordance with the recommendations of the Board of Directors, Spinks and Company be appointed Brant Historical Society auditors for the 2016 fiscal year. CARRIED
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7. RATIFICATION OF BOARD ACTIONS

RESOLUTION:	Moved by Ray Wright; Seconded by Anita Menon That the actions of the Board of Directors of the Brant Historical be ratified by the Members of the Society. CARRIED
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8. ELECTION OF THE DIRECTORS AND TRUSTEES

Michael St. Amant provided an overview of the nominations process. Directors were being elected for two-year terms. Nominations from the floor were requested.

Standing for re-election for a 2 year term were Zig Misiak, Bill Hanna, and Annette Minutillo.

In addition, Maggie McAdams has expressed interest in a Board position and comes with a rich resume with museum related experience, volunteer activities and working with not-for-profits. Kevin Raymond is unable to continue his service on the Board and Doug Summerhayes has agreed to stand in to finish his term, which will be completed in March 2017.

RESOLUTION:	Moved by Vyrst Sisson; Seconded by Anita Menon That the slate of candidates as presented be approved. CARRIED
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9. OTHER BUSINESS

Brian shared with the membership the upcoming activities of the Event Committees, which were all detailed in handouts/flyers provided to attendees:

- Walking Tours
- Paint Club - April 10, 2016 3 spots left
- Heritage Excursion on May 2, 2106
- HMS Erebus Speaker Event May 25, 2016 with Laurier History Dept.

Michael extended his appreciation to the Board for stepping up in a variety of ways to support the organization. He thanked the staff for their significant contribution in the last year - they work well together, encouraging membership growth, and continually seek opportunities to generate funds and to finance projects.

10. ADJOURNMENT - 8:05 pm

RESOLUTION:	Moved by Zig Misiak That the Annual General Meeting be adjourned.
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MS/ am

SIGNATURES

Chair

Secretary