

Johnson Historical Society Special Meeting
24 April 2019 at 9:00 AM at the Holcomb House

Present: Dick Simays, Tom Carney, Duncan Hastings, Alice Whiting, Dean West, Kelly Vandorn, Mary Jean Smith and Lois Frey. Regrets: Linda Jones,

Dick Simays called the meeting to order at 9:00 AM. The agenda was reviewed with one addition being made to hear the responses from Duncan's call for proposals for strategic planning facilitation and grant request.

Facilitation Update: Duncan has received two responses from his four inquiries to date, for \$5,000 and one for \$2,900. The lower bid was from an individual and the higher bid was from a team. The Vermont Community Foundation grant request would be for \$2,500. Following discussion, **it was moved, seconded and approved to authorize Duncan to submit the grant request to the VCF for \$2,500.**

Warned topic for discussion: **Identify and discuss the PROs and CONs for the Johnson Historical Society to 1) remain under the umbrella of the town or 2) to become an independent non-profit organization (501C3.)** Each Trustee brought their thoughts on the topic, both pros and cons which generated a productive discussion. Some highlights of the discussion (which was recorded) are listed below.

Pro Town

- *Broad based community support and feeling of ownership by citizens.
- *The only demand from the town is the requirement that we prepare a budget annually.
- *JHS has paid in cash about \$60% of the Holcomb House debt to the town. In-kind contributions from JHS members and volunteers have also been significant.
- *Insurance coverage under the town umbrella for building, collections, liability coverage for public officials and events, etc.
- *Town responsible for repairs and maintenance with their building ownership.
- *A non-profit corporation (501C3) is a good adjunct to being a public historical society.

Con Town

If we leave, will it be difficult to return? Would likely require another town vote.
Would the Town own part or all of the collection?
Too much red-tape to get things done quickly. May need to spend more time following up with the town administration when requests are sent to them.

Pro 501C3

Would gain total control of all funds.
Historical society would be able to make all decisions about use and maintenance on their own.
Getting things done might be more timely.
Not subject to Open Meeting Law.

Con 501C3

Would need to expand the purpose of the present 501C3, which would require refileing with the state and IRS.

All responsibility for building, collections, operations, including all insurances would be accomplished by the 501C3.

Would need to develop the capacity of the 501C3 members to address its changed status and added roles and responsibilities.

Would need to clarify ownership of the collection by the 501C3.

How much is monthly cost of owning and operating the Holcomb House, for which the 501C3 would be responsible?

Insurance will be needed for the building, the collection, liability, and the 501C3 board members.

Would the 501C3 have to pay property taxes?

As a result of the discussion, **it was moved, seconded and approved to advise the Select Board of our intent to remain a Town Historical Society reserving the right, by both parties, to review this decision in the future.**

To do:

Having a building use agreement is most important to all.

Legal status – ownership of building and artifacts needs to be clarified.

All agreed that the morning exercise was productive and a good beginning for the future strategic planning.

There being no further business the meeting adjourned.

Meeting minutes recorded by Lois Frey, Secretary