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~AD HOC REPORT~

Establish Ordinance ~ Danbury Museum & Historical Society

Thursday, July 12, 2007

Hon. Mark D. Boughton, Mayor
Common Council Members

Chairman Michael Calandrino called the meeting to order at 8:00 p.m. on Thursday, July 12, 2007, in the Caucus Room, 3rd Floor, Danbury City Hall, 155 Deer Hill Avenue. Present were Committee members Jimmy Johnson and John Esposito. Ex Officio members: Benjamin Chianese, Lynn Taborsak and Paul Rotello. Also present were Mayor Mark Boughton (petitioner), Corporation Counsel Laszlo L. Pinter, Assistant Finance Director Dan Garrick, President of the Board of Trustees for the Danbury Museum Jim Ogden, Director of the Danbury Museum Bridgett Gerton and interested citizens.

Chairman Calandrino introduced everyone in the room. Chairman Calandrino explained the purpose of the evening's meeting was to deliberate on the establishment of the Danbury Museum & Historical Society as an Authority.

Chairman Calandrino asked Mayor Boughton to provide everyone with some background regarding the request before the Committee. Mayor Boughton explained that over the past several years, there have been meetings regarding the future of the Museum. Last summer, a discussion resulted in the desire for an Authority. Some individuals currently involved with the Museum & Historical Society are interested in continuing their work with the Museum. However, there will be a need to recruit a Board to run the facility. There are a number of buildings that are under the auspices of the Historical Society. If the Society should become insolvent or there are no longer volunteers, the buildings and all the assets would revert back to the City. Mayor Boughton felt that the City has an interest in making sure the operations of the Society continue, that the City's history is preserved for many generations to come, and to provide guidance for the future success of the Society. No appropriation is being sought at the present time, however, he is not certain of whether or not funds will be needed at some point in the future. Mayor Boughton pointed out that there is a large pledged endowment pending as well as the significant assets the Museum owns (i.e., land, buildings, misc. items). Mayor Boughton proposed creating an Authority similar to the one created for the Ives Center, adopt the Ordinance, appoint members to the Authority and once things are up and running, begin an assessment of an operating budget and income.

Chairman Calandrino asked Ms. Gerton to provide an overview of the present infrastructure as well as the costs associated with operating the Museum. Ms. Gerton explained that there are seven buildings in the Museum's collection as well as two properties. The total overhead is approximately \$9,000 per month to operate all of the buildings. \$1,800-\$1,900 per month is generated through rental properties. Once the leases come due, the monthly rentals will be adjusted which will provide a greater revenue stream for the Museum. Revenue is also generated through fundraisers, membership dues, grants and state funding. The total monthly revenue is estimated to be approximately \$1,000-\$2,000 which peaks at tourism from May through November. Another peak in income occurs during the gift shop season from November through December. Annual revenue for the last several years has been \$125,000. Councilman Johnson asked if the Authority would be a boost for additional membership and donations. Ms. Gerton felt it was. She pointed out that once the Museum became an Authority, it would have a higher profile. The higher profile should help to leverage better fundraisers. Councilwoman Taborsak asked Ms. Gerton to describe the members of the Museum. Ms. Gerton explained the following: 13 active Board members, 2 full-time staff members, 1 bookkeeper, part-time summer help, a large staff of volunteers, Master Gardeners of the State of Connecticut manage the gardens, 6 individuals working on subscriptions, and interns. Once the Authority is established, Councilwoman Taborsak asked if bonding could

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occur or borrowing against the assets. Mayor Boughton explained that the Authority does have the authority to bond and borrow. Whether or not someone would underwrite the bonding would depend on the revenue stream and whether or not the Authority could demonstrate to Bond Counsel that they can pay back what is borrowed. Councilman Chianese asked if the endowment fund was transferable. Ms. Gerton said there is approximately \$90,000 in the endowment and there is a \$1 million bequest which she believed was transferable. The \$1 million bequest is from an individual in New Mexico which would transfer once the individual passed away. Councilman Chianese inquired who would bare the costs associated with archiving, inventory of the assets and appraisal of the buildings once the Authority was established. Ms. Gerton explained that there are up-to-date materials, however, should there be any costs, the Museum would take care of them. Their attorney has been working on the necessary items involved in the creation of an Authority. Councilman Chianese expressed concern with regard to the condition of the older cemeteries in the City. He wondered if the Authority would undertake the repair and maintenance of the cemeteries. Mayor Boughton felt the Authority would not have the capacity to be able to maintain cemeteries. Ms. Gerton did offer to have the Authority maintain the records for the cemeteries and help to preserve the historical gravestones in the City. Chairman Calandrino asked if there were any pending grants. Ms. Gerton said yes. She applied for funding for a lecture program which will cover the costs of the programs that will run from September through May. There are several grants due at the end of August which will help to defray some of the building expenses. Councilman Rotello asked if there were any plans to dispose of any of the assets. Ms. Gerton explained that there are some artifacts that they have acquired that do not have any Danbury history linked to them so they will be sold. In addition, any pieces that do not meet the Museum's criteria will be sold. Most major museums go through such a process once every five years. Danbury's Museum has not had a chance to go through the entire collection for assessment in about 20 years.

A motion was made by Councilman Johnson and seconded by Councilman Esposito that the Committee recommend to the Common Council that they adopt the Ordinance to establish the Danbury Museum and Historical Society Authority. The motion carried unanimously.

A motion to adjourn was made by Councilman Esposito and seconded by Councilman Johnson. The motion carried unanimously at 8:30 p.m.

Respectfully submitted,

Michael Calandrino, Chairman

Jimmy Johnson

John Esposito



ORDINANCE

CITY OF DANBURY, STATE OF CONNECTICUT

COMMON COUNCIL

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Be it ordained by the Common Council of the City of Danbury:

ARTICLE VI. DANBURY MUSEUM AND HISTORICAL SOCIETY AUTHORITY

Sec. 13A-61. Creation; powers and responsibilities.

- (a) *Creation.* The common council of the City of Danbury (hereinafter referred to as "city"), a municipality of the State of Connecticut, hereby creates a public body politic and corporate under the name and style of The Danbury Museum and Historical Society Authority (hereinafter referred to as "Authority").
- (b) *Powers.* Such Authority shall have the following powers and responsibilities:
 - (1) To administer, operate and maintain Museum properties, including all structures;
 - (2) To contract and be contracted with in order to administer, operate and maintain said Museum;
 - (3) To make, amend and repeal bylaws, rules and regulations not inconsistent with general law to carry out its purposes;
 - (4) To construct and reconstruct Museum facilities as authorized by law;
 - (5) To fix and revise from time to time and to charge and collect fees, rents and other charges for the use of any project or facilities thereof on behalf of the Museum and in an amount sufficient to pay operating and maintenance expenses, the annual principal and interest on bond heretofore or hereafter issued by the Authority to finance the construction and reconstruction of Museum facilities and the principal and interest of any obligations the Authority may incur;
 - (6) To make an annual audit, consistent with general law, of the financial transactions of the Authority. The treasurer elected by the members of the commission shall be bonded in an amount determined pursuant to Section 7-148 of the General Statutes of Connecticut, as amended;
 - (7) To issue its bonds, notes or other obligations as authorized by Connecticut General Statutes, Sections 7-130a to 7-130x, inclusive, as amended, to be paid solely from the revenues of the Authority;
 - (8) To accept loans or grants from the city or any other person, government or agency thereof, for the purposes of the Authority; and,
 - (9) To appoint or dismiss an executive director and to adopt an annual budget for the administration of the Museum under the overall direction of the Authority, the fiscal year of said budget to commence on October 1 of each year.
 - (10) To promote, encourage, educate and involve the general public in the mission, purpose and history of the Museum and Danbury.

Sec. 13A-62. Articles of Incorporation.

The articles of incorporation of the Authority are as follows:

- (a) The name of the Authority and the address of its principal office shall be: Danbury Museum & Historical Society Authority, City Hall, Danbury, Connecticut.

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(b) The Authority is created under Connecticut General Statutes, Sections 7-130a to 7-130x, inclusive, as amended.

(c) The participating political subdivision is the City of Danbury, Connecticut.

(d) The initial members of the Authority, their addresses, and terms of office, shall be as appointed by the city.

(e) The Authority is created for the sole purpose of administering Museum Property with the power granted to such Authority by this enacting ordinance.

Sec. 13A-63. Commission of Museum – Appointments; membership; terms.

(a) Members.

The Mayor of the city, with the approval of the majority of the common council, shall select and appoint the members of said Authority which shall consist of nine (9) members. Said members will possess backgrounds in preservation, museums or local history. The terms of three (3) of the initial members of the commission shall be one (1) year, of another three (3) initial members two (2) years, and of the last three (3) initial members, three years. Upon expiration of the term of an initial member, all appointments will be made for a term of three (3) years.

(b) Alternate Members.

Three (3) alternate members to the Authority shall be appointed by the Mayor of the City of Danbury and approved by the Common Council. The term of office of said alternates shall be for three (3) years or until their successors have been chosen and qualified.

Sec. 13A-64. Same – Compensation of members

No members of such Authority may receive any compensation for their services, but they shall be entitled to reimbursement for the amount of actual expenses incurred by them in performance of their duties.

Sec. 13A-65. Perpetual Existence.

The Authority shall remain in existence perpetually unless terminated by the city.