Adèle Hempel, Interim Chair
Friends of Dalnavert Museum Inc.
61 Carlton Street
Winnipeg, MB R3C 1N7

May 6, 2015

Per: Email (x-ALetourneau@winnipeg.ca)
Alison Letourneau, Coordinator
City of Winnipeg Museums Board
c/o City Clerk's Department
Administrative Building
510 Main Street
Winnipeg, MB R3B 1B9

Re: Request for 2014 and 2015 City Funding for Dalnavert Museum and Visitors' Centre

Dear Ms. Letourneau:

Further to your email of May 4,2 015, I am following up with a letter outlining who the Friends of Dalnavert Museum Inc. (FDM) are, and enclosing an invoice that includes the amount of the requested release of 2014 funds together with the allocated funds for 2015.

The Friends of Dalnavert Museum are a group of Winnipeg museum and heritage experts, who came together unofficially in the fall of 2013 to respond to a Call for Proposals by the Manitoba Historical Society (MHS) for offers to address the future of the closed Dalnavert Museum. In March 2014, the FDM complied with a request by the MHS Council to submit a business plan for the sustainable operation of Dalnavert as a museum. This plan was considered by the Executive and Council, and the FDM was given the opportunity to present at a special meeting of the membership in May 2014. A motion was passed at the MHS's annual general meeting to work with the FDM toward a negotiated agreement to transfer ownership, management and operation of Dalnavert as a museum to the FDM, once incorporated and registered as a charity.

Since September 2014, the FDM and MHS have been in negotiation over the terms of transfer of the Dalnavert Museum and Visitors' Centre, and associated MHS Heritage Trust Fund, to the FDM. The two parties entered a Memorandum of Understanding to help facilitate this process on January 23, 2015. The FDM has successfully negotiated a partition of the MHS Heritage Trust Fund, the majority to be invested in an agency fund at The Winnipeg Foundation. An Order of the Court of Queen's Bench to divide the Trust Fund was issued on April 8, 2015, and an ensuing agreement has now been finalized between the FDM, The Manitoba Museum, and The Winnipeg Foundation.

It should be noted that the Finance Committee of the Board of Governors of The Manitoba Museum agreed to allow the Museum to act as financial sponsor of the FDM for a one-year

awaiting charitable status designation: The Winnipeg Foundation, the Province of Manitoba (Community Museums Grants Program-Heritage Resource Branch) and the City of Winnipeg Museums Board. An agreement is in place to this effect, accompanied by a letter of support from Dr. Harry Duckworth, MHS President (see attached).

The Friends of Dalnavert Museum incorporated as a non-profit corporation (without Share Capital) on April 7, 2015 (see Articles of Incorporation attached). By-laws are in process of being drafted and can be submitted to you under separate cover in 1-2 months. Registration as a charity is in process of being sought with Canada's Revenue Agency. The transfer of title of the Dalnavert Museum and Visitors' Centre from the MHS to the FDM must take place between registered charities, thus is delayed until the FDM acquires charitable status. During this interim period, the FDM and MHS have signed an interim agreement, which allows the FDM to take possession, manage and operate the Museum, effective May 8, 2015.

The above legal information has been shared in general terms with you and Councillor Gerbasi and will become public record shortly in The Winnipeg Free Press and other media announcements. The FDM wishes to assure the Standing Policy Committee on Protection and Community Services and Executive Policy Committee that it is legally entitled to take over the management and operation of Dalnavert Museum, and that it has secured significant bridge funding through The Winnipeg Foundation, as well as the necessary insurance coverage, to assume full responsibility for the facility. As previously expressed, the FDM plans to reopen Dalnavert as a year-round museum on May 30th, during the "Doors Open" event led by Heritage Winnipeg.

The Friends of Dalnavert Museum Inc. are hopeful for a positive decision from the EPC with respect to Dalnavert Museum's held over 2014 funds. The monies for both years (2014 and 2015) are important and necessary to the FDM's ability to operate the Museum sustainably going forward. Our financial performance will be carefully monitored by all parties, and most especially by The Winnipeg Foundation. On behalf of the FDM, thank you for your foresight and willingness to hold over Dalnavert Museum's 2014 funding long enough for its organizational restructuring to take place.

Sincerely,

Adèle Hempel

Adèle Hempel
Interim Chair | Friends of Dalnavert Museum Inc.

Encs (4)

Cc Councillor J. Gerbasi (JGerbasi@winnipeg.ca)
Dr. Harry Duckworth, MHS President
Claudette Leclerc, Executive Director/CEO, The Manitoba Museum
Rick Frost, Executive Director, The Winnipeg Foundation

THE WINNIPEG FOUNDATION
Your Community Foundation
For Good. Forever.

Confirmation of Written Agreement between a Registered Charity and a Non-Profit Organization

The Winnipeg Foundation is restricted by the Income Tax Act to make grants only to organizations that are Registered Charities (RC).

Non-Profit Organizations (NPO) which do not have a Registered Charity number can only apply through a RC with which they have a formalized partnership (through a written agreement), a history of collaboration, and a similar mission and vision.

Please note: If there is no written agreement, the RC may not be able to clearly establish that a project is charitable and that it is carrying on activities in keeping with its mandate. This could jeopardize the status of the RC under the Income Tax Act.

The RC must submit the application on behalf of the NPO. Applications submitted on behalf of an NPO require confirmation that a written agreement is in place. The project grant, if approved, will be made out to the RC for disbursement to the NPO.

In compliance with the recommendations of the Income Tax Act, this is to confirm that:

Name of Registered Charity The Manitoba Museum

Address 190 Rupert Ave. Wpg MB. R3B 0N2

Registered Charity # 119030534RR0001

Has entered into a formal written agreement with:

Name of Non-Profit Organization Manitoba Historical Society - Dalnavert Museum & Visitor Centre.

Address 61 Carlton St. Wpg MB. R3C 1N7

To take on the project, Friends of Dalnavert MOU for the operating & management of Dalnavert Museum + Visitor Centre.
name of project

as part of its own activities and in keeping with its mandate.

[signature]

President / Chairperson of Registered Charity

Feb. 2, 2015

Date

For more detailed information:
Canada Revenue Agency: Using an Intermediary... - Co-operative participants or call 1-800-267-2384

The
MANITOBA
HISTORICAL
SOCIETY
Est. 1879

❒ Administration Office
61 Carlton Street
Winnipeg, MB R3C 1N7

5 February 2015

Ms. Claudette Leclerc,
Executive Director/CEO
The Manitoba Museum
190 Rupert Avenue,
Winnipeg, MB R3B 0N2

Dear Ms. Leclerc:

The Manitoba Historical Society understands that the Finance Committee of the Board of Governors of The Manitoba Museum has approved an arrangement by which the Museum will act as financial sponsors for the Friends of Dalnavert, receiving charitable donations on behalf of the Dalnavert Museum and Visitors' Centre. This role of The Manitoba Museum as financial sponsors for the Friends of Dalnavert was agreed to in a Memorandum of Understanding between the Society's and the Friends' Negotiating Committees, at their meeting on 23 January 2015.

At a meeting of the Executive of the Manitoba Historical Society on 3 February 2015, a motion was passed to approve the proposed relationship between the Friends and The Manitoba Museum as its financial sponsor. The Society has no objection to the Museum receiving funds for Dalnavert.

Sincerely,

Harry W Duckworth, President
Manitoba Historical Society

cc. Richard Frost, CEO, The Winnipeg Foundation
cc. Adèle Hempel, Friends of Dalnavert Museum (c/o The Manitoba Museum)

The
MANITOBA HISTORICAL SOCIETY
Est. 1879

Administration Office
61 Carlton Street
Winnipeg, MB R3C 1N7

25 March 2015

Manitoba Companies Branch
1010-405 Broadway
Winnipeg, MB R3C 3L6

To whom it may concern:

The Manitoba Historical Society consents to the Friends of Dalnavert using the name "Friends of Dalnavert Museum Inc." We understand that this consent is needed for the Friends to complete the registration of their Letters Patent in Manitoba.

Yours very truly,

Harry W. Duckworth, President
Manitoba Historical Society

APR 07 2015

COMPANIES OFFICE
OFFICE DES COMPAGNIES

Entrepreneurship Manitoba, 1010 - 405 Broadway, Winnipeg MB R3C 3L6
Telephone (204) 945-2500, Fax (204) 945-1459
Toll Free in Manitoba 1-888-246-8353, E-Mail: companies@gov.mb.ca
Website: http://www.companiesoffice.gov.mb.ca

Manitoba

Entreprenariat Manitoba, 405, Broadway, Bureau 1010, Winnipeg (Manitoba) R3C 3L6
Téléphone (204) 945-2500, Télécopieur (204) 945-1459
Interurbains sans frais au Manitoba : 1-888-246-8353
Adresse électronique : companies@gov.mb.ca
Site Web : http://www.companiesoffice.gov.mb.ca/index.fr.html

2015/04/24

FRIENDS OF DALNAVERT MUSEUM INC.
61 CARLTON STREET
WINNIPEG, MB, R3C 1N7

Re: FRIENDS OF DALNAVERT MUSEUM INC.
BN/NE 80535 3190 MC 0001
(our file number/Notre numéro de dossier:7096683)

When you registered/incorporated your company with the Companies Office, we obtained a Business Number (BN) on your behalf. The BN is administered by Canada Revenue Agency (CRA). You may use this number whenever you need to contact us. Your BN is:

Business Number (BN)	Account Identifier
80535 3190	MC 0001

The first nine digits of the BN are unique to either the registrants of your business name or to your corporation. It stays the same regardless of how many or what type of government accounts you add to it. The two letters in the Account Identifier represent the program area, in this case, Manitoba Companies Office. The last four digits identify the account number within that program area.

If you need to register for any accounts with Taxation Division, of the Department of Finance, Manitoba or CRA, please ensure that you provide them with your BN. When an account is opened, it will have the same BN, but a different account identifier. Once registered, you will be able to use this number when dealing with these offices.

Lorsque vous avez enregistré votre entreprise auprès de l'Office des compagnies ou l'avez constituée en société, nous avons obtenu un numéro d'entreprise (NE) en votre nom. Le NE est administré par l'Agence du revenu du Canada (ARC). Vous pouvez utiliser ce numéro chaque fois que vous avez besoin de communiquer avec nous. Vos coordonnées sont les suivantes :

Numéro d'entreprise (NE)	Identificateur de compte
80535 3190	MC 0001

Les neuf premiers chiffres du NE sont réservés exclusivement aux personnes qui ont enregistré votre nom commercial ou à votre corporation. Le NE demeure le même, quel que soit le nombre ou le genre de comptes gouvernementaux que vous lui ajoutez. Les deux lettres de l'identificateur de compte représentent le secteur de programmes, soit, dans le cas présent, l'Office des compagnies du Manitoba. Les quatre derniers chiffres indiquent le numéro de compte dans le secteur de programmes en question.

Si vous devez ouvrir un compte auprès de la Division des taxes du ministère des Finances du Manitoba ou de l'ARC, assurez-vous d'indiquer votre NE. Un nouveau compte sera associé au NE invariable, mais il aura un identificateur de compte différent. Après votre inscription, vous pourrez utiliser le NE et l'identificateur pour traiter avec la Division des taxes ou l'ARC.

If you have any questions, please call us at (204) 945-2500 or toll free at 1-888-246-8353. You may also visit the One Business-One Number website at http://www.gov.mb.ca/jec/emb/bn/ to obtain more information on The Business Number.

ONE BUSINESS/ONE NUMBER
Simplifying your dealings with Government!

Si vous avez des questions au sujet des renseignements ci-dessus, veuillez composer le (204) 945-2500 ou le 1 888 246-8353 (appels sans frais). Vous pouvez aussi visiter le site Web " Une entreprise, un numéro " à l'adresse www.gov.mb.ca/jec/emb/bn/index.fr.html.

UNE ENTREPRISE, UN NUMÉRO
Simplifiez vos relations avec le gouvernement!

The Corporations Act

ARTICLES OF INCORPORATION (without Share Capital)

Manitoba

Manitoba

CERTIFICATE / CERTIFICAT
ARTICLES EFFECTIVE /
LES STATUTS PRENNENT EFFET LE

07 AVR. / APR 2015

DIRECTOR/DIRECTEUR
The Corporations Act /Loi sur les corporations

1. Name of Corporation

Friends of Dalnavert Museum Inc.

2. The address in full of the registered office (include postal code)

61 Carlton Street
Winnipeg, Manitoba
R3C 1N7

3. Number (or minimum and maximum number) of directors

Minimum 3 maximum 13

4. First directors

Name in full	Address in full (include postal code)
Cindy Tugwell	23 Hart Avenue Winnipeg, Manitoba, R2L 0K3
Vanessa Warne	295 Borebank Street Winnipeg, Manitoba, R3N 1E5
Adele Hempel	111 Claremont Avenue Winnipeg, Manitoba, R2H 1W1

5. The undertaking of the corporation is restricted to the following

- preserving and maintaining the Museum buildings, grounds and collection;
- presenting engaging programs and exhibits that interpret the history of the house, its inhabitants, and Winnipeg's early heritage for visitors; and
- developing partnerships and programming that will make Dalnavert a cultural centre for city residents.

6. Other provisions, if any N / A

7. The corporation has no authorized capital and shall be carried on without pecuniary gain to its members, and any profits or other accretions to the corporation shall be used in furthering its undertaking.

8. Each first director named herein becomes a member of the corporation upon incorporation.

9. Where the undertaking of the corporation is of a social nature, the address in full of the clubhouse or similar premises that the corporation will maintain. N / A

10. I have satisfied myself that, the proposed name of the corporation is not the same as or similar to the name of any known body corporate, association, partnership, individual or business so as to be likely to confuse or mislead./

11. Incorporators

Name in full	Address in full (include postal code)	Signature
Cindy Tugwell	23 Hart Avenue Winnipeg, Manitoba, R2L 0K3	C Tugwell
Vanessa Warne	295 Borebank Street Winnipeg, Manitoba, R3N 1E5	Vanessa Warn
Adele Hempel	111 Claremont Avenue Winnipeg, Manitoba, R2H 1W1	Adele Hempel

Note: If any First Director named in paragraph **4** is not an Incorporator, a Form 3 "Consent to Act as a First Director" must be attached. A minimum of three directors is required for incorporation. State full civic address in paragraphs **2, 4** and **11** – a P.O. box number alone is not acceptable.

OFFICE USE ONLY

Corporation Number: 7096683

Business Number: 805353190RC0001