

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)**

**IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c.  
C-36, AS AMENDED**

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF  
HUDSON'S BAY COMPANY ULC COMPAGNIE DE LA BAIE D'HUDSON SRI, HBC  
CANADA PARENT HOLDINGS INC., HBC CANADA PARENT HOLDINGS 2 INC., HBC  
BAY HOLDINGS I INC., HBC BAY HOLDINGS II ULC, THE BAY HOLDINGS ULC, HBC  
CENTERPOINT GP INC., HBC HOLDINGS GP INC., SNOSPMIS LIMITED, 2472596  
ONTARIO INC., and 2472598 ONTARIO INC.**

Applicants

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**SUPPORTING MOTION RECORD  
OF THE ATTORNEY GENERAL OF CANADA**  
(Regarding Applicants' Motion Returnable September 9, 2025)

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August 21, 2025

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**ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)**

**IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c.  
C-36, AS AMENDED**

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF  
HUDSON'S BAY COMPANY ULC COMPAGNIE DE LA BAIE D'HUDSON SRI, HBC  
CANADA PARENT HOLDINGS INC., HBC CANADA PARENT HOLDINGS 2 INC., HBC  
BAY HOLDINGS I INC., HBC BAY HOLDINGS II ULC, THE BAY HOLDINGS ULC, HBC  
CENTERPOINT GP INC., HBC HOLDINGS GP INC., SNOSPMIS LIMITED, 2472596  
ONTARIO INC., and 2472598 ONTARIO INC.**

Applicants

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**ONTARIO**  
**SUPERIOR COURT OF JUSTICE**  
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Applicants

**AFFIDAVIT OF TIMOTHY FORAN**  
(sworn August 21, 2025)

I, TIMOTHY FORAN, of the City of Ottawa, in the Province of Ontario, MAKE OATH AND SAY:

1. I am employed as Curator, British North America, at the Canadian Museum of History ("CMH") located in Gatineau, Quebec.
2. My work focuses primarily on the material history of eighteenth and nineteenth century Canada. I have a PhD in pre-Confederation Canadian history. I have been employed with the CMH since January of 2013.
3. In my capacity as Curator, I developed most of the fur-trade content in the CMH's permanent flagship exhibition - the Canadian History Hall. I developed extensive exhibition and program content at the CMH relating to the history of the Hudson's Bay Company ("HBC").
4. I provided advice on the digital interactive experience about the 1670 Royal Charter ("Royal Charter") incorporating the HBC, which is currently on display in the Canadian History Hall.

5. On behalf of the CMH, I have been involved in the process regarding the proposed donation of the Royal Charter to the CMH. This process involved my viewing of the Royal Charter in person, confirming its condition and authenticity, and advising on how it might best be accessed and preserved. I have reviewed the CMH's records, corporate plans, and annual reports. I have also reviewed the Motion Record of the HBC seeking to approve the sale of the Royal Charter to Wittington Investments, Limited ("**Wittington**") with an immediate donation of the Royal Charter by Wittington to the CMH.
6. As such, I have knowledge of the matters to which I hereinafter depose, except where otherwise stated. Where I have relied on information conveyed to me, I believe such information to be true.

#### **A. The Canadian Museum of History**

##### ***1. Background***

7. The CMH was formerly known as the Museum of Civilization. It is a corporation established by the *Museums Act* and is an agent of His Majesty the King in Right of Canada. It consists of, among other things, the Canadian Museum of History and the Canadian War Museum. The CMH has a national footprint and mandate, as discussed further below.
8. The CMH is Canada's largest museum of history with roots dating back to 1856.
9. The exhibition space of the Canadian Museum of History covers approximately 75,000 square metres. Together, the Canadian Museum of History and the Canadian War Museum welcome over a million visitors each year. The CMH is the most visited national museum in Canada.
10. The CMH strives to enable broad community access to its collections for Indigenous and non-Indigenous groups from coast to coast to coast. Its collections comprise approximately 5 million items and approximately 4 linear kilometers of archival material relating to the human history of present-day Canada. These holdings are the focus of research, exhibition, and public programs relating to Indigenous histories and cultures, Canadian history, art and cultural expression, archaeology, and anthropology.



11. The CMH is recognized internationally as a leader in multiple research fields as well as a leader in consultation with Canadian publics, including scholars, museums, and Indigenous communities.
12. The CMH's overarching mandate is to enhance Canadians' knowledge, understanding, and appreciation of the events, experiences, people, and objects that reflect, and have shaped, Canada's history and identity, while also enhancing their awareness of world history and cultures.
13. The *Museums Act* both forms and informs the purpose and capacity of the CMH. Section 9 of the *Museums Act* gives the CMH the capacity to, among other things:
  - a) collect objects of historical or cultural interest and other museum material;
  - b) maintain its collection by preservation, conservation, or restoration or the establishment of records or documentation;
  - c) lend or borrow museum material on long- or short-term loan;
  - d) organize, sponsor, arrange for, or participate in travelling exhibitions, in Canada and internationally, of museum material in its collection and from other sources;
  - e) provide facilities to permit qualified individuals to use or study its collection;
  - f) promote knowledge and disseminate information related to its purpose, throughout Canada and internationally, by any appropriate means of education and communication; and
  - g) establish and foster liaison with other organizations that have a purpose similar to its own.
14. The CMH is also a research institution. It undertakes research activities in a wide variety of areas, and in collaboration with communities and partners. The primary foci of the CMH's research are Canadian history, Indigenous histories, art, cultures, archaeology, and cultural expression.

15. Because the CMH's mandate includes access, it engages in digital outreach across Canada and throughout the world to share its collections of physical objects, archival documents, recordings, and expertise with diverse audiences. Key offerings on its website include the rich and varied "Digital on Demand", "Teachers' Zone", as well as the more specialized Virtual Museum of New France.
16. The CMH offers the capacity to showcase the Royal Charter digitally, and to explore its historical significance for Canadians, especially for Indigenous peoples. The CMH has digital capabilities and sets museological standards in digital outreach and engagement.
17. In 2023 and 2024, the CMH had 12 travelling exhibitions available to Canadian and international institutions. The CMH is in the process of improving its approach to travelling exhibitions so that available formats may be accommodated by a wider range of venues. Part of the CMH's expertise includes developing innovative and streamlined ways to install, disassemble, and pack travelling installations.
18. Currently, the CMH has a significant number of materials on loan from the National Collection to other institutions that possess requisite handling, conservation, and security capacity. Based on a number of care and security considerations, the CMH lends museum material to other institutions for the purposes of research, exhibitions, public programs, learning programs, and cultural revitalization.
19. The CMH collection is very active and accessible, in part through its robust collection loan programs, supported by institutional policies and practices that ensure the highest standards of care. For example, in the past ten years, the CMH has assessed, prepared, and administered 247 collection loans (representing 1,797 artifacts) to institutions and cultural centres across Canada for exhibitions, research, and consultation.
20. As a national museum that consistently applies high museological standards in its activities, the CMH is a trusted borrower and receives high-profile loans from around the world.

## ***2. Values, Responsibilities, Governance, and Strategic Priorities***

21. One of the CMH's core values is to collaborate with purpose. This includes:
  - a) recognizing the power of sharing ideas, co-creating, and working together to deliver on the CMH's mandate;
  - b) modelling open, transparent, and respectful communication, as well as creating a safe environment built on different perspectives; and
  - c) accepting responsibility for stewardship that embraces diverse knowledge and to provide an accessible and inclusive understanding of our history.
  
22. The CMH has three core responsibilities: (a) exhibition, education, and communication of Canada's history; (b) collection and research related to Canadian history; and (c) managing its facilities and governance. The CMH accomplishes the first responsibility through developing, maintaining, and offering exhibitions and programs that expand the public's knowledge, critical appreciation, and respect for the experiences, people, and objects that reflect and have shaped Canada's history and identity. It accomplishes the second responsibility by collecting objects to preserve, research, and document human, social, cultural, military, and political history, reflecting Canada's heritage, history, and identity.
  
23. The CMH is governed by a Board of Trustees appointed by Governor-in-Council. The Board of Trustees is responsible for the fulfillment of the purposes and the management of the business, activities, and affairs of the corporation. It reports to Parliament through the Minister of Canadian Identity and Culture.
  
24. In October of 2022, the Board of Trustees established a new strategic plan ("**Strategic Plan**") to guide the CMH through fiscal year 2027-28. Five directions are described in the Strategic Plan:
  - a) Engage people from across Canada in diverse histories and stories.
  - b) Foster an innovative workforce culture that promotes equity, respect, and a sense of belonging.

- c) Advance reconciliation and strengthen its commitment to recognizing the rights of Indigenous Peoples.
  - d) Build organizational resilience through sustainable practices.
  - e) Leverage technology to drive innovation and deepen access to the CMH's activities.
25. The CMH prides itself on providing access to its collections, particularly to Indigenous Elders, Knowledge Keepers, and other community members. In 2024-2025, the CMH facilitated 76 artifact consultation visits (44 by Indigenous communities), providing access to 6,261 objects. In 2025-2026, it facilitated 14 visits (8 by Indigenous communities), providing access to 4,377 objects.

***3. The CMH expertise and capacity in conservation, treatment, and long-term preservation of archival materials***

26. Conservation and preservation are core aspects of the CMH's mandate and work. It holds significant expertise in the preservation of archival material, whether it be parchment (prepared animal skin, an example of which is the Royal Charter), seals (such as the one accompanying the Royal Charter), or other fragile materials (such as the papyrus of the Dead Sea Scrolls). As a national leader in conservation science and as a national museum, the CMH applies its extensive expertise to design, implement, and maintain specialized environments for objects to safeguard long-term preservation while enabling responsible public access.
27. The CMH's expertise in material science allows it to understand and address the material complexity of historical archival material. No decision about preservation or conservation of an item is ever made in isolation; it is always a partnership with research and, when necessary, based on broader consultations. In addition, conservators at the CMH have excellent working relationships with conservators at the Canadian Conservation Institute ("CCI") and elsewhere in the cultural and preservation community.

28. The CMH has capacity with respect to digitization of items in its collection. It employs in-house photographers with experience in handling fragile archival materials. It has the equipment and ability to conduct on-site multi-modal imaging of materials, including using UV photography and infrared photography. There is currently a digitized version of the Royal Charter, as well as a targeted exploration of its key provisions, available to visitors in the flagship exhibition - the Canadian History Hall.
29. Many examples in the CMH's collections demonstrate its ability to handle sensitive, fragile, and historical archival material. Below I outline a few:
  - a) Comparable to the parchment of the Royal Charter, the CMH holds illuminated parchment documents known as the O'Halloran records, which provide rich insight into interaction and exchange between Mi'kmaq and British newcomers in the first half of the nineteenth century.
  - b) A poster signed by John Lennon and Yoko Ono in 1969 contains light-sensitive ink. The CMH has gone to great lengths to preserve and protect the integrity of both the document and the signatures.
  - c) The Canadian War Museum holds official reports and letters, on paper and vellum (very fine parchment), written and signed by imperial officials, including French kings Louis XIV and Louis XV and a series of British governors, in the seventeen and eighteenth century.
30. The CMH has also been entrusted by other institutions, given its conservation expertise, to exhibit archival items from other collections, including:
  - a) In 2015 and 2016, one of the extant parchment-based copies of Magna Carta and accompanying items, including the Charter of the Forest and royal seal.
  - b) From December 2003 to April 2004, the museum (then called the Canadian Museum of Civilization) hosted an exhibition of the Dead Sea Scrolls, which are written on papyrus dating back over 2,000 years.

- c) A paper-based, bound volume of a baptismal registry from western France dated 1574 and bearing the likely birth name of Samuel de Champlain, founder of New France.
31. As described above, the CMH also lends archival material to other institutions and, in doing so, not only assesses a borrower's capacity to store, handle, display, and care for an item, but also determines and oversees the packing and transportation requirements necessary to ensure that item's safety and protection.

## **B. The Royal Charter**

32. The Royal Charter is a critically important piece of Canadian history and a foundational document of Canada because, among other things:
- a) it claimed to grant a trade monopoly and powers of governance over the entire Hudson Bay drainage basin – a vast and varied territory dubbed Rupert's Land – to a single, joint-stock company.
  - b) it remained the principal point of reference for the HBC in their operations in this territory, being regularly consulted until 1870 to confirm the HBC's rights and jurisdiction.
  - c) its grant of a trade monopoly and territorial authority was challenged repeatedly by other entities, including the Montréal-based North West Company ("NWC"), the Plains Métis (working either for the NWC or on their own as "free traders"), as well as traders from the northern United States.
  - d) it formed the legal basis of the HBC's transfer of Rupert's Land to the Dominion of Canada in 1869-1870, a process that did not include consultation with Indigenous peoples living in this vast region.
  - e) the HBC's surrender of rights granted by this document was a precondition for the making of the Rupert's Land and North-Western Territory Order of 1870 – item no. 3 of the Schedule to the *Constitution Act*, 1982 - allowing this territory to be

admitted to the Dominion of Canada and for Canada to exercise sovereignty over the territory.

- f) the HBC's trade, commerce, exploration, and settlement activities under the Royal Charter played a significant and crucial role in European colonization of North America, the expansion of British influence and territorial reach, as well as the creation of Canada as a transcontinental country.
  - g) the Royal Charter is a deeply colonial document that has served to justify the erasure of First Nations' political sovereignty and land rights. It set patterns of Indigenous-newcomer interaction throughout present-day northern and western Canada and has had a profound and lasting impact on First Nations, Inuit, and Métis communities. As a Canadian historian, I place tremendous value on access to the Royal Charter and I believe that the Royal Charter should be preserved, secured, and made as accessible as possible to the people of Canada, while ensuring conservation imperatives and security requirements. It is a foundational document under which the HBC's claims to civil authority over the Hudson Bay drainage basin were transferred to Canada in 1869-1870.
  - h) in my view, the Royal Charter is a critically important focal point in the national conversation about Indigenous-settler relations, colonialism, and reconciliation – a conversation in which the CMH is recognised as a facilitator and leader. To me, the Royal Charter signifies an expression of the European practice of laying claim to large swaths of land that had been occupied for millennia by non-European peoples. The CMH has already given the Royal Charter a footprint through a digital interactive exploration of the document and some of its key provisions. This interactive experience is accessible in a module about the creation and history of the HBC in CMH's flagship exhibition - the Canadian History Hall.
33. The Royal Charter is a parchment (prepared animal skin) document rather than a paper one. Its attached seal – the third version of the Great Seal under King Charles II – presents unique conservation challenges due to its age, materials, and condition. The storage, handling, and display of the Royal Charter and its seal must be grounded in

- specialized conservation expertise. The CMH possesses this expertise and is uniquely positioned to care for the Royal Charter and seal.
34. In the late 1990s, the CCI was involved in analysis and examination of the Royal Charter. The CMH has direct connections and excellent working relationships with the CCI conservators and conservation scientists who were part of that effort.
  35. The CCI and the CMH have different mandates. The CCI's mandate focuses on materiality, material science, research, and support for institutions. It does not include facilitation of access through exhibitions (physical or virtual) or onsite visits.
  36. Through my work at the CMH, I have developed exhibition and program content relating to the Royal Charter and its historical significance, including on the following points:
    - a) In 1670, Charles II, King of England, Scotland, and Ireland, issued a Royal Proclamation incorporating "the Governor and Company of Adventurers of England trading into Hudsons Bay", which became known as the HBC.
    - b) The Royal Proclamation granted the HBC broad-ranging trade and commerce rights in all of the Hudson Bay drainage basin – a vast territory covering approximately 40 percent of modern Canada.
    - c) The Royal Proclamation was memorialized in the form of a letters patent with the Great Seal of England pendant; we refer to this document today as the Royal Charter.
    - d) There is only one known copy of the HBC's Royal Charter issued by King Charles II. This original, with the Great Seal of England pendant, conferred rights and powers on a single bearer (i.e. the HBC). It differs in this respect to Magna Carta (or "the Great Charter" of 1215), which enshrined rights and liberties for all "Freemen" of the realm, and which was therefore made available in official attested copies, or exemplifications, throughout England.
  37. I understand the Royal Charter to be an outstanding example of a royal charter issued during the reign of King Charles II (1660-1685) in terms of its content, its style and language, its imagery (featured in the corners and margins), and its materiality.



### C. The CMH's Consultation Efforts

38. Consistent with CMH's past practices, and as part of the proposed donation of the Royal Charter by Wittington to the CMH, I believe the CMH will act as follows with respect to the Royal Charter: (i) engage in extensive consultation with Indigenous communities and other organizations; (ii) develop a comprehensive sharing framework for enabling access to the Royal Charter and its content and significance for other museums and organizations while ensuring conservation so as not to cause further deterioration; and (iii) exhibit and enable access to the Royal Charter.
39. The CMH is no stranger to extensive consultation and sharing of items in its collection. It is a global leader in this regard and conducts consultation regularly as a core part of its development of collections, exhibitions, programs, and research initiatives. In particular, any offering relating to Indigenous histories and cultures is developed through extensive consultation with relevant communities and, increasingly, through co-creation. The CMH operates on the principle of "nothing about us, without us."
40. As an example, in the Canadian History Hall – large portions of which I curated – all modules relating to Indigenous histories and cultures were developed through two levels of consultation:
  - a) First, an Indigenous advisory committee had panoramic oversight over all the content.
  - b) Second, members of various communities, particularly Elders and Knowledge Keepers, advised and collaborated on the development of all community-specific content.
41. For all the reasons set out above, I make this affidavit with respect to the Attorney General of Canada's support of the HBC's motion to approve the sale of the Royal Charter by the HBC to Wittington pursuant to the transaction ("**Charter Transaction**") contemplated by the offer received from Wittington dated June 18, 2025 to acquire the

Royal Charter. The Charter Transaction contemplates, among other things, the immediate donation of the Royal Charter by Wittington to the CMH.

SWORN remotely via videoconference, by Timothy Foran, stated as being in the City of Ottawa, before me at the City of Toronto, in the Province of Ontario, this 21st day of August, 2025, in accordance with O. Reg 431/20, Administering Oath or Declaration Remotely.



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Commissioner for Taking Affidavits  
Walter Kravchuk, LSO# 57160U



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TIMOTHY FORAN

THE *BUSINESS CORPORATIONS ACT* RSC, 1985, c. C-44 IN THE MATTER OF THE COMPANIES' CREDITORS  
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Proceedings Commenced at TORONTO

**AFFIDAVIT OF TIMOTHY FORAN**  
(sworn August 21, 2025)

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**SUPPORTING MOTION RECORD OF  
THE ATTORNEY GENERAL OF  
CANADA**

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