



The Middleburgh Library

& Dr. Best House and Medical Exhibit

323 Main Street, PO Box 670

Middleburgh, NY 12122

(518) 827-5142

www.middleburghlibrary.info

Middleburgh Library Association – Board of Trustees Annual Meeting

January 8th, 2018 – 6:30pm

1. Call to Order and Welcome
2. Pledge of Allegiance
3. Agenda: Questions and Adoption
4. Approval of Minutes- December Meeting
5. Library Director Report
6. Treasurer's Report
7. Committees
 - a. BHAC
 - i. "Best Will" and Museum Status
 - b. Executive Finance
8. Accounting Firm Search and Committee
9. Trustee search and by-laws
 - a. Possible amendment to Trustee term length and maximum number of terms
10. Calendar: February through May events and deadlines (see attached)
11. Closing Coverage
 - a. February
12. Public Question
13. Executive Session
14. Other Items
15. Adjourned

Next Meeting: February



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Middleburgh Library Director's Report January 8, 2018

- **Financials:** Please see attached Operating Receipts.

- **Programs and Activities:**

January:

Our staff takes a break from our early literacy programming for the month of January. All other programming continues.

February:

February is love your library month.

- **Meetings and Workshops:**

Best of the Best Workshop and Director's Council:

On Thursday January 4th, I will be attending the annual Best of the Best workshop at MVLS. This workshop gives an overview of the best in Children's and Adult literature for the past year. The workshop will be followed by Director's Council.

Adult Program Swap:

On Thursday January 11th, Rebecca and I will be attending the Adult Program Swap at MVLS. This workshop will focus on Adult programming involving food and drink. Rebecca will be presenting information on her popular Vegan cooking program.

- **Building & Maintenance:**

LED Lighting:

Our lighting project has been completed. All lights, except the hanging pendants in the main library, have been changed to LED bulbs.

- **Spotlight:**

Fundraising Committee:

Kudos to the fundraising committee who did such an excellent job with our basket raffle this year!

Corey and Miles Cherizard

Tadhg and Aidan Martin

Braiden Cole

Zania Islip

Jaylin Armlin

And Quinn. whose last name I cannot at this moment remember.

Thank you so much!

Middleburgh Library

Operating Fund Receipts 2017

	Month	YTD
	December	YTD
	December	YTD
System Grants		
11.3 LLSA 2016		\$1,680.30
11.3 LLSA 2016 - Final		\$186.70
11.4 Legislative Grants		
11.5 LSTA - System (Summer Reading)		
11.6 Other System Grants		\$650.00
11.7 Other State Aid		\$3,000.00
Private Grants		
CDLC Digitization Grant		\$2,500.00
Galasso Grant	\$2,500.00	\$2,500.00
Caples Fund	\$1,500.00	\$1,500.00
Summer Reading Grants		
Sterling Foundation (SRP)		\$500.00
Donation from Terry Wargo		\$100.00
Stewarts		\$500.00
Donation from Theresa Kahrs		\$500.00
Donation from Jude Kwiatkowski		\$100.00
Donation from St. Marks Church		\$447.90
Total	\$4,000.00	\$14,164.90

		YTD
Other Receipts		
11.14 Gifts & Endowments		
January		\$25.80
February		
March		\$325.00
April		\$100.00
May		\$196.00
June		
July		\$100.00
August		
September		\$400.00
October		\$1,250.00
November		\$139.00
December		

Middleburgh Library

Operating Fund Receipts 2017

	Month	YTD
	December	YTD
Total Gifts & Endowments	\$0.00	\$2,396.80
11.15 Fundraising		
Concerts	\$752.00	\$4,117.00
Book Sale	\$53.50	\$925.75
Book Nook	\$17.00	\$134.05
Dance-a-thon		\$424.51
Yoga	\$75.00	\$1,147.00
Wellness Fair		\$134.00
Kayak Raffle		\$1,887.20
Snow shoe raffle		\$136.00
Chili Cook-Off		\$188.00
SRP T-Shirts		\$113.50
Basket Raffle	\$2,225.00	\$2,439.00
Green Wolfe Book Sale		\$19.00
Meditation		\$55.00
Tag Day (Century Club)		\$345.13
Café Press		
iGive		
Bus Trip (Best House)	\$3,065.00	\$3,065.00
Total Fundraising	\$6,187.50	\$15,130.14
11.16 Library Charges		
1-Jan		\$99.50
2-Feb		\$391.70
3-Mar		\$460.20
4-Apr		\$377.25
5-May		\$468.05
6-Jun		\$215.70
7-Jul		\$470.15
8-Aug		\$644.25
9-Sep		\$377.03
10-Oct.		\$347.99
11-Nov.		\$311.30
12-Dec.	\$345.25	\$345.25
Total Library Charges	\$345.25	\$4,508.37
11.17 Other		
Best House Insurance Reimburse		\$2,600.00

Middleburgh Library

Operating Fund Receipts 2017

Month	YTD
December	YTD

Total Other	\$0.00	\$2,600.00
History & Genalogy Room		\$135.00
Total	\$10,532.75	\$38,935.21
Petty Cash Reimbursement		

**Best House Advisory Committee
December 2017**

NY 12122

We did not have a meeting at the Best House this month. The following is an update on events, etc. that took place in December.

Operations Report

- Trish met with Gwen Spicer. Gwen is conservator and owner of Spicer Art Conservation. She does restoration work for the Fenimore Museum in Cooperstown. Gwen had several suggestions on some very simple things we can do to help to preserve the collection. As a start, she recommended purchasing a good vacuum cleaner with various suction levels. I brought her a sample of one of the curtains in the BH master bedroom. The dirt and filth that has collected over the years has caused the curtains to become very brittle. She recommended that we take all of the curtains down and store them until they can be cleaned and conserved. Keeping them up will cause further damage. She also found evidence of insect infestation on one of the quilt samples. Needless to say, we've got our work cut out for us. Gwen also provided a list of contacts that may be able to help us with grant funding.
- The BHAC decided to suspend its monthly meetings until Monday, February 26, 2018.

Committee Reports

- **Events, Programming and Marketing**
 - We had an extremely busy December. Thanks to the diligence of our amazing volunteers we managed to host the following events:
 - The Elves Toy Shop for Miracle on Main Street
 - The BH hosted a Schoharie County Medical society dinner meeting, which took place on the same evening as Miracle on Main Street.
 - The Victorian Tea
 - The Best House Facebook page has been taken down. Trish and Deb Bechtold will be working on a new page after the new year.
- **Buildings and Grounds**
 - The BHAC is working with the BoT to improve security at the Best House. Trish has contacted General Security to get pricing on exterior video surveillance cameras.
 - Thanks to Terry, we have secured a snow plowing service for this winter.
 - Barry from East Hill Plumbing has retired. We need to find another company to service the furnace.
 - Andrea has been doing a fantastic job of taking care of things around the BH.


LAST WILL AND TESTAMENT

I, DUNCAN L. BEST, currently residing at 24 Clauverwie, Middleburgh, New York 12122, being of sound mind and memory, do make, publish and declare this to be my Last Will and Testament, hereby revoking all Wills and Codicils heretofore made by me.

FIRST. I direct that whenever the word "Executor" is used in this Will, it shall be deemed to refer to each Executor, Executrix and Administrator C.T.A. acting hereunder from time to time; and when references are made herein to the Executor in the neuter gender and the singular number, they shall be deemed to include the masculine and feminine gender, and plural number, as appropriate.

SECOND. I direct all of my just debts and funeral expenses be paid as soon after my death as may be practicable, except that the payment of a debt secured by a mortgage or pledge of real or personal property may be postponed by my Executor in its discretion.

THIRD. I direct that my Executor pay out of my residuary estate without apportionment, all estate, inheritance and like taxes imposed by the government of the United States, or any state or territory thereof, or by any foreign government or political subdivision thereof, in respect of all property required to be included in my gross estate for estate or like tax



purposes by any such governments, whether the property passes under this Will or otherwise, without contribution by any recipient of any such property, provided, however, that no residuary beneficiary shall by reason of this provision, be denied any exemption or deduction which by law inures to the benefit of such beneficiary.

FOURTH. I direct that my Executor sell all shares, whether common or preferred, of the Middleburgh Telephone Company, which I may own at the time of my death, at their then fair market value to RANDALL F. BECKER, if he shall survive me, and if not, then to those of his children who may be interested in purchasing said shares.

FIFTH. To the individuals listed below, I bequeath the following:

A. To my niece, HELEN SCHEMPP, if she shall survive me, the sum of One Thousand (\$1,000.00) Dollars.

B. To my nephew, KENNETH VROMAN, if he shall survive me, the sum of One Thousand (\$1,000.00) Dollars.

SIXTH. I bequeath to KAY LAURENZO, daughter of my late sister-in-law, KATHERINE WILKIE LAWRENCE, the sum of Two Thousand (\$2,000.00) Dollars, if said KAY LAURENZO shall survive me.

SEVENTH. To the individuals listed below, I bequeath the following:

A. To MARILYN JOSLYN GREEN, if she shall survive me, the sum of One Thousand (\$1,000.00) Dollars.

B. To KARL PFORDTE, if he shall survive me, the sum of One Thousand (\$1,000.00) Dollars.

C. To RICHARD HOERTZ, JR., if he shall survive me, the sum of One Thousand (\$1,000.00) Dollars.

D. To ROBERT PEEK, if he shall survive me, the sum of One Thousand (\$1,000.00) Dollars.

E. To BETTY ANN SKINNER, if she shall survive me, the sum of One Thousand (\$1,000.00) Dollars.

F. To JOYCE DUTTON, if she shall survive me, the sum of One Thousand (\$1,000.00) Dollars.

EIGHTH. To the individuals listed below, I bequeath the following:

A. To HAROLD and RUTH COONS, or the survivor of them, the sum of Ten Thousand (\$10,000.00) Dollars.


B. To BEVERLY M. NOXON, if she shall survive me, the sum of Thirty Thousand (\$30,000.00) Dollars. In the event that said BEVERLY M. NOXON shall not survive me, then I bequeath said sum to her daughter, KATHLEEN PACIFICO.

C. To the REVEREND FRANCIS K. WAGSCHAL, if he shall survive me, the sum of Ten Thousand (\$10,000.00) Dollars. In the event that said REVEREND FRANCIS K. WAGSCHAL shall not survive me, then I bequeath said sum to

his wife, EDNA WAGSCHAL, if she shall survive me, and if not, then to the issue of said REVEREND FRANCIS K. WAGSCHAL, per stirpes.

NINTH. I devise all real property owned by me at the time of my death in the Village of Middleburgh, County of Schoharie, State of New York, to the MIDDLEBURGH LIBRARY ASSOCIATION, Middleburgh, New York, or its successor in interest, on the express condition that said real property be used as part of or in connection with the Library and that the Library maintain a permanent exhibit on said real property devoted to the medical practice and offices of my father, Dr. C.S. Best, which exhibit shall be known as the Dr. C.S. Best Exhibit. In the event that the MIDDLEBURGH LIBRARY ASSOCIATION shall be unwilling or unable to satisfy the conditions set forth herein, then this devise shall lapse and all real property owned by me at the time of my death in the Village of Middleburgh, County of Schoharie, State of New York, shall be sold and the proceeds distributed as part of my residuary estate as set forth in Paragraph "TENTH" below.

TENTH. I bequeath and devise all the rest, residue, and remainder of the property which I may own at the time of my death, real and personal, in four (4) equal shares to be distributed as follows:



A. One (1) share to ST. MARK'S EVANGELICAL LUTHERAN CHURCH, Middleburgh, New York, or its successor in interest, to be added to the endowment fund of said church to be used for the programs of said church.

B. Three (3) shares to the MIDDLEBURGH LIBRARY ASSOCIATION, Middleburgh, New York, or its successor in interest, on the express condition that the MIDDLEBURGH LIBRARY ASSOCIATION use the real property owned by me at the time of my death in the Village of Middleburgh, County of Schoharie, State of New York, as part of or in connection with the Library and that the Library maintain a permanent exhibit on said real property devoted to the medical practice and offices of my father, Dr. C.S. Best, which exhibit shall be known as the Dr. C.S. Best Exhibit. If I own no real property in the Village of Middleburgh, County of Middleburgh, State of New York, at the time of my death, said express condition shall be deemed satisfied if the MIDDLEBURGH LIBRARY ASSOCIATION has already taken title to said real property during my lifetime and has used it (or is in the process of using it) as part of or in connection with the Library and has maintained (or is in the process of maintaining) a permanent exhibit on said real property devoted to the medical practice and offices of my father, Dr. C.S. Best. In the event that said MIDDLEBURGH LIBRARY ASSOCIATION shall be unwilling or unable to satisfy the conditions set forth herein, then this bequest to the MIDDLEBURGH LIBRARY

ASSOCIATION shall lapse and said three (3) shares shall be further divided into six (6) equal shares to be distributed as follows:

1. Two (2) shares to ST. MARK'S EVANGELICAL LUTHERAN CHURCH, Middleburgh, New York, or its successor in interest, to be added to the endowment fund of said church to be used for the programs of said church.

2. Two (2) shares to the ELLIS HOSPITAL FOUNDATION, INC., Schenectady, New York, or its successor in interest.

3. One (1) share to BEVERLY M. NOXON, if she shall survive me, and if not, then to her daughter, KATHLEEN PACIFICO.

4. One (1) share to the REVEREND FRANCIS K. WAGSCHAL, if he shall survive me, and if not, then to his wife, EDNA WAGSCHAL, if she shall survive me, and if not, then to the issue of said REVEREND FRANCIS K. WAGSCHAL, per stirpes.

ELEVENTH: I authorize my Executor, with respect to all property forming part of my estate, without limitation by reason of enumeration and in addition to powers specifically conferred by law upon fiduciaries:

A. To retain any property in the form received; to invest and reinvest funds (including accumulated income) in any kind of property, real or personal, including stocks, bonds, discretionary common trust funds, interests in investment trusts; mutual funds,

money market instruments (including, without limitation, shares of money market and other mutual funds as to which the fiduciary is receiving administrative or advisory compensation), and other securities without being limited to investments authorized for trust funds by any governing laws, and without diversification as to kind or amount, and to deposit any monies in one or more savings or other banks (including the fiduciary or any owned by or affiliated with it) in any form of account.

B. To sell, lease, pledge, mortgage, transfer, exchange, convert or otherwise dispose of, or grant options with respect to, any and all property at any time forming a part of my estate or any trust provided for by this Will, in any manner, at any time or times, for any proper purpose connected with the protection, preservation or improvement thereof, for any price and upon any terms, credits or conditions; and such leases and options may be for such periods of time as my Executor and my Trustee, as the case may be, may decide, even though such periods exceed statutory restrictions thereon, and even though such periods may extend beyond the term of any such trust.

C. To take any action the fiduciary deems prudent with regard to any reorganization, merger, consolidation, bankruptcy or other proceeding affecting any stock, bond, note or other security.

D. To hold property in the name of a nominee.

E. To vote, in person or by proxy, or consent for any purpose, in respect to any stocks or other securities constituting assets of the estate or trust estate; exercise or sell any rights of subscription or other rights in respect thereof.

F. To treat all stock dividends with respect to any stocks constituting assets of the estate or trust estate as principal.

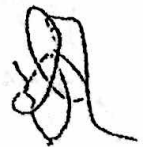
G. To borrow money from itself or others and to pledge or mortgage any property for any purpose.

H. To distribute principal in cash or in kind, or partly in each, even though shares may be composed differently and to allocate in the discretion of the fiduciary particular assets or portions thereof to any one or more trusts hereunder or beneficiaries hereof.

I. To distribute a share of a beneficiary hereunder who is a minor to a custodian under the New York Gifts to Minors Act and to select such custodian, including a fiduciary under this instrument.

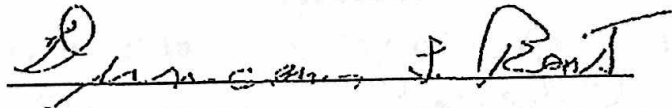
J. To execute and deliver any and all instruments to carry out any of the foregoing powers, no party to any such instrument being required to inquire into its validity or to see to the application of any money or other property paid or delivered pursuant to the terms of any such instrument.

TWELFTH. I hereby appoint BEVERLY M. NOXON and HAROLD COONS, Executors of this, my Last Will and



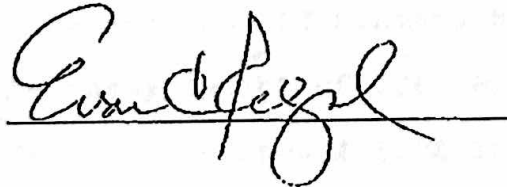
Testament. If said HAROLD COONS shall predecease me, or shall not qualify as an Executor, then I appoint RUTH COONS, an Executor hereof in the place and stead of HAROLD COONS. If said BEVERLY M. NOXON shall predecease me, or shall not qualify an Executor, then HAROLD COONS or RUTH COONS, as the case may be, shall serve as sole executor. I direct that no Executor named herein shall be required to furnish bond or other security for the faithful performance of duties hereunder.

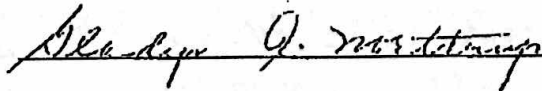
IN WITNESS WHEREOF, I subscribe my name
this 18th day of April, 1991, at Scotia, New York.



Duncan L. Best

WITNESSES:





SEP 11 1991
PROBATED
Nancy M. Spaulding
Chief Clerk

SEP - 4 1991
FILED
NANCY M. SPAULDING
CHIEF CLERK



ATTESTATION

The foregoing instrument, consisting of this and nine preceding typewritten pages, each identified by the initials of the Testator, was signed, published and declared by DUNCAN L. BEST, the Testator, to be his Last Will and Testament, in our presence, and we, at his request, and in his presence, and in the presence of each other, have hereunto subscribed our names as witnesses, this 18th day of April, 1991, at Scotia, New York, this attestation clause having first been read aloud in the presence of the Testator.

Eric C. Feigl residing at 8 Longwood Dr

Delmar NY 12054

Blaise P. Montross residing at 1409 Fordham Avenue,

Schenectady, NY 12306 -

WITNESS AFFIDAVIT

STATE OF NEW YORK)
) SS.:
COUNTY OF ALBANY)

On this 18th day of April, 1991, personally appeared before me, a Notary Public in and for the County of Albany, State of New York, EVAN C. REGAL,
_____ and GLADYS A. NORTHRUP,
who being severally and duly sworn on their respective oaths, depose and say that they witnessed the execution of the attached Last Will and Testament of DUNCAN L. BEST, the within named Testator, on this 18th day of April, 1991, that said instrument was executed at Scotia, New York, under the supervision of Hinman, Straub, Pigors & Manning, P.C., attorneys with offices at 121 State Street, Albany, New York; that deponents make this affidavit at the request of the Testator; that said Testator, in their presence, subscribed his name to said Will at the end thereof and at the time of making such subscription declared the instrument so subscribed by him to be his Last Will and Testament; that each and all of the deponents at the request of said Testator and in his sight and presence and in the sight and presence of each other, thereupon witnessed the execution of said Will by the said Testator by subscribing their names as witnesses thereto; that said Testator at the time of the execution

of said Will was upwards of 18 years of age and in the opinion of each and all of the deponents was of sound mind, memory and understanding and not under any restraint or in any respect incompetent to make a Last Will and Testament; that said Testator could read, write and converse in the English language and was not suffering from any defect of sight, hearing or speech or from any physical or mental impairment which would affect his capacity to make a valid Will; and that the Testator signed only one copy of the said Will on said occasion.

Evan D. Fegat

George A. Northrup

Severally subscribed and sworn to
before me this 18th day of April, 1991.

Korona G. Musaldi

Notary Public

BARBARA A. MICHALSKI
Notary Public, State of New York
Qualified in Albany County
My Commission Expires 12/31/91

0970W

FILED SEP - 4 1991
NANCY M. SPAULDING
CHIEF CLERK

JENNIFER M. BOLL
jboll@bsk.com
P: 518.533.3225

December 22, 2017

VIA E-MAIL ONLY

Ms. Eileen LaSpaluto
Middleburgh Library Association
323 Main Street
P.O. Box 670
Middleburgh, NY 12122

Re: Best House Status

Dear Eileen:

The Middleburgh Library Association (“**Library**”) Board (the “**Board**”) has asked us to evaluate its legal obligations with respect to the Dr. Best House and Medical Museum (“**Best House**”), including whether the Library could transfer title to the Best House. We have reviewed the Last Will and Testament of Dr. Duncan L. Best, dated April 18, 1991, a copy of which is attached (the “**Will**”). The Will provided for a conditional gift of the Best House to the Library, along with certain funds which became effective upon the death of Dr. Best.

I. Interests in the Best House

The Library’s legal interest in the Best House is known as a fee simple defeasible title.¹ This means the Library presently owns the property with an attached condition: maintaining a permanent exhibit on the property devoted to the medical practice and offices of Dr. C.S. Best (“**Dr C.S. Best Exhibit**”). Whenever a condition attaches to presently held property, another party holds a future interest in the property. Upon the lapse of the condition, the future interest holder becomes entitled to possession of the property.

¹ According to the Restatement, there are three interests present in a fee simple defeasible: (1) the present, possessory interest, (2) a future interest of reversion to the grantor, and (3) a future interest of remainder in a grantee. RESTATEMENT 3D PROPERTY §§ 24.3, 25.2 (2003).

Here, the Estate of Duncan L. Best (the "**Estate**") holds an implied reversion, i.e., the future interest in the Best House.² If the Library directly or indirectly stops maintaining the Dr. C.S. Best Exhibit, the property will revert to the Estate. According to the Will, upon reversion, the Executor must sell the Best House and distribute the proceeds among the beneficiaries of the residuary estate. The Library is not a residuary estate beneficiary.

The Library cannot transfer its title to the Best House because it holds only a fee simple defeasible title. However, the Library could contract with a museum or other entity to maintain the Dr. C.S. Best Exhibit on its behalf, provided the Library retains title.

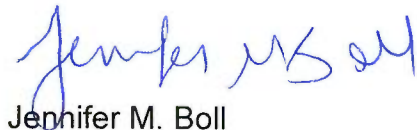
II. The Best Funds

In addition to providing a defeasible title to the Best House property, the Will also provided for funds to be distributed to the Library, provided the Dr. C.S. Best Exhibit is maintained. There were no use restrictions in the Will relating to the funds. Accordingly, these funds were not required to be segregated and were freely usable by the Library for any purpose, so long as the Dr. C.S. Best Exhibit was maintained.

Please advise if you should have any further questions.

Very truly yours,

BOND, SCHOENECK & KING, PLLC



Jennifer M. Boll

JMB/dmh
Enclosure

² An example of an implied reversion is when "O grants Blackacre to A for life, then to C if C reaches 21. If C dies before reaching 21, then to D." The implied reversion is to O if A dies before C reaches 21.

Middleburgh Library Association
Calendar of Important Dates and Events 2017-18

June 12th, 6:30pm: Board of Trustees Meeting

-End of June: Summer Reading Program Begins

-Beginning of July: Staff Payroll increase (Typical, not promised)

July 10th, 6:30pm: Board of Trustees Meeting

August 14th, 6:30pm: Board of Trustees Meeting

September 11th, 6:30pm: Board of Trustees Meeting

October 9th, 6:30pm: Board of Trustees Meeting

-October: Draft of Building Fund Campaign letter

-November 7th, Election Day

November 13th, 6:30pm: Board of Trustees Meeting

-November: Begin Budget process – Public Hearing?

-November: Building Fund Campaign Letter mailed

December 11th, 6:30pm: Board of Trustees Meeting

-December 1st: Tax Collection letter sent to school district

-December: Insurance Renewal

-December: Vote to permit exceeding tax cap

January 8th, 6:30pm: Board of Trustees Meeting

February 12th, 6:30pm: Board of Trustees Meeting

-February 22th -Board of Trustees petitions available

March 12th, 6:30pm: Board of Trustees Meeting

-March 14th: Legal Notice of Budget

-March 22th: Board of Trustees Petitions Due

-March: Nominating Committee Begins

-March: Director's Evaluation distributed

April 9th, 6:30pm: Board of Trustees Meeting

April 17th, 7:30pm: Budget Public Hearing

-May 8th, 12:00-8:00pm: Annual Budget and Trustee Vote

May 14th, 6:00pm: Board of Trustees Annual Meeting

- Approval Middleburgh Library Association Attorney, Bank, Newspaper, Asset Management Firm, Best House Director, MLA BoT Best House Liason, MLA BoT Treasurer and Committee Assignments

May 14th, 6:30pm: Board of Trustees Meeting

-May 31st: Budget Vote Complete

-June 1st: School District notified of budget results