



State of Rhode Island
Department of State - Business Services Division

Articles of Dissolution

DOMESTIC Non-Profit Corporation

→ Filing Fee: \$10.00

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Pursuant to the provisions of RIGL 7-6-54, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

1. Entity ID Number: <u>000030555</u>	2. The name of the corporation is: <u>Rhode Island NURSES ALUMNI ASSOCIATION</u>
3. A resolution to dissolve the corporation was adopted in the following manner: CHECK ONE BOX ONLY	
☐ The resolution to dissolve the corporation was adopted at a meeting of members held on _____, at which meeting a quorum was present, and the resolution received at least a majority of the votes which members present or represented by proxy at such meeting were entitled to cast.	
☐ The resolution to dissolve the corporation was adopted by a consent in writing on _____, signed by all members entitled to vote with respect thereto.	
☒ The resolution to dissolve the corporation was adopted at a meeting of the board of directors held on <u>JUNE 10, 2021</u> , and received the vote of a majority of the directors in office, there being no members entitled to vote with respect thereto.	
4. Has the corporation adopted a plan of distribution? Yes ☒ or No ☐ If yes please attach the plan and check the box to indicate the attachment. ☒	
5. All debts, obligations, and liabilities of the corporation have been paid and discharged, or adequate provision has been made therefore. All of the remaining property and assets of the corporation have been transferred, conveyed or distributed in accordance with the provisions of RIGL 7-6. There are no suits pending against the corporation in any court in respect of which adequate provision has not been made for the satisfaction of any judgment, order or decree, which may be entered against it.	
Under penalty of perjury, we declare and affirm that we have examined these Articles of Dissolution, including any accompanying attachments, and that all statements contained herein are true and correct.	
* TWO SIGNATURES ARE REQUIRED *	
Type or Print the Name of President ☒ or Vice President ☐ <u>FLORENCE CALISE</u>	Date <u>4-28-25</u>
Signature of President or Vice President <u>Florence Calise</u>	
Type or Print the Name of the Secretary ☒ or Assistant Secretary ☐ <u>BARBARA D. COLVIN</u>	Date <u>4-28-25</u>
Signature of Secretary or Assistant Secretary <u>Barbara D. Colvin</u>	

MAIL TO:

Division of Business Services
148 W. River Street, Providence, Rhode Island 02904-2615
Phone: (401) 222-3040
Website: www.sos.ri.gov

If you have any questions, please call us at (401) 222-3040, Monday through Friday, between 8:30 a.m. and 4:30 p.m., or email corporations@sos.ri.gov.

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Rhode Island Hospital Nurses Alumni Association

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June 10, 2021

9:30 A.M. – Alumni Office

Attending: President Florence Calise presiding, Linda Blamires, Donna Cimini, Barbara Colvin, Colleen Choiniere, Ann Gagnon, Phyllis McBride, Maureen McKenna, Susan McNamara, Vicki Moriarty, Sheila Smith and Mary Ruggieri, Executive Secretary

Minutes: of the previous board meeting of June 22, 2020 were distributed and reviewed by the recording secretary, accepted and placed on file.

Treasurer's report: was presented by the treasurer, Susan McNamara. There is currently \$85,399.25 in assets between the Vanguard Account and the Citizens Bank checking. There are no outstanding bills to date. A donation of \$50.00, in memory of Belle Calenda, was sent to the Nursing Foundation of R.I.

Treasurer's report was accepted and placed on file.

Corresponding Secretary: Mary Ruggieri reported for the Corresponding Secretary in her absence. A welcoming letter was set to Cynthia Danner, DNP, R.N., who has joined Lifespan as Senior Vice President and Chief Nursing Officer at R.I.Hospital

A number of alumni members made voluntary dues contributions in response to Florence's letter to Alumni last June 2020. Mary thanked each of them.

Historical Committee: No report

Sick-Visiting Committee: Mary read the names of deceased and ill Alumni and family members from the past year. Condolences were sent as appropriate. Arlene Feeney, Class of 1964, has been seriously ill in a Florida hospital. She has been visited by Phyllis McBride. Arlene's daughter requests prayers for her Mom.

Echo: No report

Membership: In June 2020, there were 416 paid members. Membership dues were not requested this year, however 216 members voluntarily contributed dues payments after receiving the Presidents letter.

Programs: no report

Unfinished Business: The subject of disbanding the Alumni Association and all the factors making this an inevitable decision were discussed by the Board members present. Following final deliberations, a motion was made by Susan McNamara to dissolve the Alumni Association

on December 31, 2021. The motion was unanimously accepted with no discussion. The Alumni office will remain operational after that date, if necessary, until all business is concluded.

Discussion was held regarding a final event. As members were in agreement, Colleen Choiniere motioned to hold a final Alumni Luncheon, mainly a social event, recognizing the Classes of 1970, 1971, 1972, and 1973. The motion carried and was accepted unanimously.

The luncheon will be held in late October or early November. Mary noted that the Crown Plaza is still holding our \$500.00 deposit from the 2020 cancelled Annual Meeting. She and Florence will arrange the date, and compose a letter for all Alumni. The event will be free to members, paid for by the Association. No main speaker is planned.

Florence reviewed a "to do" list of other items and issues that will need to be addressed by the Board. Ad Hoc Groups were organized to report back at the next board meeting.

Alumni History Collection- to meet in the Alumni Office 6/16, 6/23, and TBA at 1:00PM

Phyllis McBride

Donna Cimini

Maureen McKenna

Sheila Smith

Linda Blamires

Finance and Distribution of funds – Sue McNamara

Administration, Timetable, Items to be accomplished – Florence and Mary

Next Meeting: July 1, 2021 at 9:30 in the Alumni office

Adjournment: Meeting adjourned at 11:00 AM

Barbara D. Colvin

Recording Secretary

Rhode Island Hospital Nurses Alumni Association

0000305555

July 1, 2021

9:40 A.M. – Alumni Office

Attending: President Florence Calise presiding, Linda Blamires, Donna Cimini, Barbara Colvin, Colleen Choiniere, Anne Marie Dorgan, Ann Gagnon, Phyllis McBride, Maureen McKenna, Susan McNamara, Sheila Smith and Mary Ruggieri, Executive Secretary

Minutes: of the previous board meeting of June 10, 2021, which had been distributed by email, were reviewed by the recording secretary, accepted and placed on file.

Treasurer's report: was presented by the treasurer, Susan McNamara. There is currently \$84,672.06 in assets between the Vanguard Account and the Citizens Bank checking. There are no outstanding bills to date. Sue is investigating with the Alumni's accounting firm, the selection of an attorney to perform the legalities necessary with the IRS and Secretary of State in closing the corporation. She will report at the next meeting. Treasurer's report was accepted and placed on file.

Corresponding Secretary: Mary Ruggieri reported for the Corresponding Secretary in her absence. A thank you acknowledgement letter was received from the Nursing Foundation of R.I. regarding the Alumni donation in memory of Belle Calenda. A thank you note was also received from Belle's family.

Unfinished Business: Disbanding the Alumni Association

At our previous meeting of June 10th, the Alumni Board unanimously voted to dissolve the organization as of December 31, 2021. The motion was unanimously accepted with no additional discussion. The Alumni office will remain operational after that date, if necessary, until all business is concluded.

- **Final Event:** An all Alumni Celebration is scheduled for November 4th at the Crown Plaza in Warwick, R.I. It is expected that the \$500.00 deposit which was sent to the Crown Plaza for the 2020 annual meeting, which was not held because of the pandemic, will be honored for our final event. There will be no charge for attendees. The menu as well as further arrangements honoring recent classes, complimentary hors d'oeuvres and beverages will be discussed at the next board meeting.
- **Communicating with members:** Florence and Mary will compose an initial letter to be sent by first class mail to every graduate for whom we have an address, notifying them of the closing of the Association and the event in November. This early "Save the Date" will be mailed at the end of July in time for plans to be made by those who wish to attend. A Second letter also first class, will be sent in September with specifics and a reservation form. In addition, it is anticipated that many classes will contact their own classmates to help boost the attendance.

- **Alumni History Collection:** Phyllis reported on the two meetings held by the ad hoc committee in the Alumni Room to organize the historical collection. Records and materials to be discarded were separated from those of value or historical significance to be saved. Nancy Lancaster has agreed to meet with the committee to evaluate the collection, and discuss the disposition of the School of Nursing Alumni Collection. This meeting will take place on Wednesday July 8th in the Alumni Room. Colleen has contacted the Hospital's Peters Library and reported that they are willing to accept certain books, yearbooks and other items. She has offered to contact Leonard's Antiques for an appraisal of the Grandfather Clock.

Office computer: Mary reported that the hospital will be replacing all computers, which would require the Alumni to purchase a new version of QuickBooks. (Update post meeting – Mary has been told that the office will not need to replace our computer or QuickBooks as long as we need them.)

Next Meeting: August 5, 2021 at 9:30 in the Alumni office

Adjournment: Meeting adjourned at 11:00 AM

Barbara D. Colvin
Recording Secretary

August 1, 2021

Dear Fellow Alumni;

000030555

It is with a heavy heart that I announce that the Board of Directors has decided it is time to disband the Rhode Island Hospital School of Nursing Alumni Association, effective December 31, 2021. Our membership continues to decline and there is no possibility of having an increase in membership. While the restrictions on indoor gatherings have been lifted, we would like to take this opportunity to have one last celebration on November 4, 2021. This celebration is open to all graduates of Rhode Island School of Nursing. Please contact any classmates who are not members of the Alumni Association, so that they may be able to join us. We will be sending out a flyer with additional information in September.

We want to thank everyone for your support and dedication to this organization.

Sincerely Yours,



Florence V. Calise

President

Rhode Island Hospital Nurses Alumni Association

105 Lockwood Street

Providence, RI 02903

000030555

August 1, 2021

Dear Fellow Alumni:

It is with a heavy heart that the Board of Directors has decided that it is time to disband the Rhode Island Hospital School of Nursing Alumni Association effective December 31, 2021. Our membership continues to decline and there is no possibility of having an increase in membership.

Since the restrictions on indoor gatherings have been lifted, we would like to take this opportunity to have one last complimentary celebration luncheon on November 4, 2021 at the Crowne Plaza Hotel in Warwick, R.I.

We will be notifying all graduates on our mailing list. Please contact any classmates who may not have received this letter so that they may be able to join us.

Please send an e-mail to alumni@rihsna.org if you may consider attending the luncheon. A more formal registration form will be mailed in September.

We wish to thank everyone for your years of support and dedication to this organization.

Sincerely yours,

Florence Calise, President

REMEMBRANCES SINCE THE HOLIDAY MAIL

Deceased Alumni:

Catherine Malvey Green, F'44; Frances McLaughlin Casey, F'46; Madeline Lallo Camara, A'48; Marion Caduto Gaeta, F'41; Belle Badeau Calenda, S'51; Elizabeth Boylan Farnham, S'55; Diolinda Abilheira Bernard, S'59; Angela Ciolfi Murphy, S'62; Barbara Crocker Winsor, S'62; Regina Crothers Tritle, A'64; Joyce Sylvander Cyr, J'65 Husband of Charlotte Bushy Berman, J'65

Recuperating in Florida: Arlene Feeney Robinson, A'64

"High End" entrees were selected. Each guest will receive a ticket for one free drink.

Followiing a suggesion from Florence Calise, it was unanimously decided to present the remaining silver service to Colleen Choiniere as a grateful thank you for all her recent efforts in closing the office.

There being no further businss to come before the meeting, it was adjourned at 11:10 A. M.

Respectfully submitted,

Mary Ruggieri, Executive Secretary

Rhode Island Hospital Nurses Alumni Association

Board Meeting, Sept. 9, 2021

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Members Present: Florence Calise, Linda Blamires, Susan McNamara, Charlotte Berman, Donna Cimini, Vicki Moriarty, Shelia Smith, Colleen Choiniere, Ann Gagnon

President Florence Calise called the meeting to order at 10:10 A. M. Heavy rain and backed up traffic caused members to be delayed in reaching the office.

Secretary's Report: The minutes of the July 9, 2021 Board Meeting were accepted as published by Barbara Colvin.

Treasurer's Report: Sue McNamara reported a balance of \$87,000.00 in our combined accounts. We will have sufficient funds to finance the November Complimentary Luncheon. The report was accepted as read and will be filed for audit.

Corresponding Secretary: Charlotte Berman read several messages including one from former President, Holly Rawson. Due to poor health, she will not be able to travel from California to attend the November luncheon.

Committee Reports:

Historical: Colleen Choiniere gave a lengthy description of all her recent activities. Memorabilia items have been packed for distribution, including many for the Hospital Library. A consignment furniture dealer has been chosen to take all furniture items. Books have been taken to be rebound. A silver service has been donated to Nursing Administration in care of Deb Coppola, Assistant Head Nurses. Both paper and non-paper items have been disposed of in large bins provided by the Housekeeping Department. Colleen received multiple thanks for this outstanding task.

Donna Cimini will contact the Nursing History Museum at LaSalle University in Philadelphia to see if some of our uniforms could be sent there.

Newsletter: The invitation for the November luncheon will be mailed to interested members during the first week of October.

Program: About 150 members are planning to attend the luncheon to date. Most of the replies are from people in Rhode Island.

Membersip: The number has held at 238 for the year.

New Business: A lengthy discussion was held while planning the luncheon menu and

Rhode Island Hospital Nurses Alumni Association

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October 19, 2021

9:30 A.M. – Alumni Office

Attending: President Florence Calise presiding, Charlotte Berman, Donna Cimini, Barbara Colvin, Colleen Choiniere, Ann Gagnon, Maureen McKenna, Susan McNamara, Vicki Moriarty, Sheila Smith and Mary Ruggieri, Executive Secretary

Minutes: of the previous board meeting of September 9, 2021 were distributed and reviewed by the recording secretary, accepted and placed on file.

Treasurer's report: was presented by the treasurer, Susan McNamara. There is currently a combined balance in assets of \$82,920.44 between the Vanguard Account and the Citizens Bank checking. Treasurer's report was accepted and placed on file.

Corresponding Secretary: Charlotte Berman read several messages and letters from alumni who are unable to attend the Celebration Banquet.

Sick-Visiting Committee: Mary Ruggieri reported on recently deceased and ill Alumni/family members. Condolences were sent as appropriate.

Historical Committee: Donna Cimini reported on the RIHNAA uniform collection. The Museum of Nursing History at LaSalle University, College of Nursing in Philadelphia, has agreed to accept uniforms from our collection, depicting the transition of uniform styles from 1882 through the school closing in 1973. They are the only museum of Nursing History currently operating in the U.S... Uniforms will show different hemlines, necklines and sleeves, and will eventually be archivally preserved for display in the museum. Uniforms to be sent will include visiting nurse, cadet, and some graduate uniforms. Donna has spoken with the faculty member in charge of the collection at LaSalle University and has made arrangements for the transfer. Uniforms will be individually boxed and mailed. Alumni records, old alumni photographs and Elsie Lewis Drew's uniform information, along with other historical research will be used to identify time periods and will be included with the uniforms. Colleen Choiniere and Barbara Colvin are on Donna's committee.

Following a board discussion, a **Vote** was held in the affirmative to send a first choice of uniforms to the History Museum and to offer the remainder to the RIH Nursing Department for their choosing. This would include Nellie Hughes' graduate uniform. Donna will be contacting the URI College of Nursing to see if they would be interested in the Louisa White student uniform from 1917.

Colleen Choiniere will bring a collection of artifacts and pictures to the Alumni Celebration. They will be displayed on a special registration table along with the remaining number of nursing pins that can be offered to Alumni who have lost their pin. The classes of 70', 71', 72' and 73' will register at this table and receive specially marked name badges. Two leather bound

books, containing the names of all graduates, with their pin numbers will also be on view, as will a blue striped uniform displayed on a mannequin. Charlotte Berman will provide a second mannequin for the pink uniform and maroon jacket to be displayed.

Colleen has open negotiations with the Peters Library. They will take all the remaining yearbooks plus other items yet to be negotiated.

Alumni Office Furniture: Furniture Discussion was held. The following has taken place.

- Grandfather Clock – The Hospital President would like to have it for his office
- Dr Cynthia Danner has taken some old framed pictures. She envisions a case containing Alumni artifacts in the Lobby and could take some things for her office.
- Guy Gatone from Buildings and Grounds has taken seven hospital pictures which will be used for hospital offices

Vote was taken and unanimously agreed upon that any furniture that was requested by hospital employees and was to stay in the hospital could be given without payment, and any furniture, such as the bookcase, that was requested for their home use, should be paid for. The bookcase, if purchased for home use, would require a \$300.00 minimum which would go to the scholarship fund. Florence will write letters to Dr Danner, Chief Nursing Officer, Debra Coppola, Assistant Chief Nursing Officer and the Hospital President to so inform them. The board agreed that Barbara Colvin could take one of the candle stands.

Celebration Banquet: Last minute details were discussed. Many Alumni have indicated interest in attending. We should have a good crowd. Guests will sit at round tables of ten. A large main registration table is needed at the entrance. A table for roses for recent classes is needed near the podium. President Calise will be the Master of Ceremonies.

Adjournment: Meeting adjourned at 11:20 AM

Barbara D. Colvin
Recording Secretary

Rhode Island Hospital Nurses Alumni Association

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April 5, 2022

9:30 A.M. – Alumni Office

Attending: President Florence Calise presiding, Jackie Almon, Charlotte Berman, Donna Cimini, Barbara Colvin, Ann Marie Dorgan, Ann Gagnon, Maureen McKenna, Susan McNamara, Sheila Smith and Mary Ruggieri, Executive Secretary

Minutes: of the previous board meeting of October 19, 2021 were distributed and reviewed by the board members, accepted and placed on file.

Treasurer's report: Susan McNamara reported that the combined balance in assets between the Vanguard Account and the Citizens Bank checking account remains stable following the expenses of the Alumni Celebration. There is no current report

Distribution of Financial assets: Sue reported on a conversation that she had with Pamela Tesler Howitt, Senior Philanthropic Advisor of the Rhode Island Foundation, regarding designated legacy accounts.

Sue circulated copies of a letter from Ms Tesler Howitt pertaining to the establishment of a fund at the R.I. Foundation to support scholarships for Nursing Students. There is approximately \$60,000 in Alumni funds that can be gifted to the R.I. Foundation to create a permanent fund. Sue had expressed the Alumni's interest in creating a scholarship fund at the Foundation.

Following discussion,

A **vote** was taken to donate the remaining Alumni funds to the R.I. Foundation for the purpose of establishing a named Scholarship fund to support students enrolled in accredited schools of Nursing in R.I. The fund would be named **The Rhode Island Hospital Nursing Alumni Association Scholarship Fund**. The vote was unanimously approved by the ten members of the Alumni Board present. The R.I. Foundation currently awards scholarships from five other nursing funds each year.

A discussion ensued about student eligibility for scholarship grants. The following were some items to consider that arose from the discussion:

- Rhode Island Residents
- Currently enrolled in, or accepted into a baccalaureate nursing program in R.I.
- Financial need

Corresponding Secretary: Mary Ruggieri read a letter from the son of a 101 yr old Alumnus who is deceased. He enclosed a \$20.00 donation. She also reported on recently deceased and ill Alumni/family members. Thank you note and condolences were sent as appropriate.

Historical Committee: Donna Cimini reported on the RIHNAA uniform collection. One of each style student uniform from 1882 to 1973 was sent to The Museum of Nursing History at LaSalle University, College of Nursing in Philadelphia. Copies of original photographs in the Alumni

collection, and copies of photos from yearbooks, of students wearing the complete uniform were sent. Descriptions of the style and period and other identifying information were included with each individual uniform. All were individually boxed and shipped. The Museum has indicated interest in possibly acquiring other items from our collection. The Museum spokesperson said that they would display two of our uniforms on their web site during Nurses week. A copy of the Deed of Gift which was sent to the Museum will need to be returned for Alumni records. The remaining uniforms in the Alumni collection are held for Dr Danner, R.I.H. Nurse in Chief who requested them. Eva N.B. Hughes graduate uniform and file folder of information is included with this collection.

Donna, Colleen and Barbara visited the URI College of Nursing and had a lovely luncheon meeting with Dean Wolfe in White Hall. They presented the Louisa White student uniform from 1917, displayed on a mannequin. A folder of Louisa White history, including her time setting up a nursing school in Istanbul was included and was well received. The visit included a tour of the nursing labs and the Sigma theta tau History of Nursing collection.

The first yearbook (1925) was rebound. The Dies of our Nursing Pin were passed around for the Board to examine.

Plan for Alumni Dissolution: President Calise initiated a discussion about items remaining in the Alumni collection and how they should be handled. Florence noted it is our obligation to protect historical assets by seeing that they are placed where they can be cared for, displayed, and used in education. She suggested that we inventory all remaining items, cataloging what is of value. Dates were set for Florence and other volunteer board members to inventory all belongings. Dates set are April 21, 26, and 27 at 12 noon. Following this, at the next meeting we can make concrete plans to meet with Dr Danner first, then proceed to investigate other depositories, such as the museum, hospital library or educational institutions.

The next concern is the final closing. Advice needs to come from the accountant and lawyer. Is the accountant working with a lawyer, and shouldn't we meet with them?

Adjournment: Meeting adjourned at 10:55 AM

Barbara D. Colvin
Recording Secretary



State of Rhode Island

Department of State | Office of the Secretary of State

Gregg M. Amore, *Secretary of State*

I, GREGG M. AMORE, Secretary of State of the State of Rhode Island,
hereby certify that this document, duly executed in accordance with the provisions
of Title 7 of the General Laws of Rhode Island, as amended, has been filed in this

office on this day:

May 02, 2025 03:32 PM

A handwritten signature in black ink, reading "Gregg M. Amore". The signature is written in a cursive style.

Gregg M. Amore
Secretary of State

