

Exhibit 1

The Westerly Hospital
Charitable Assets
10/1/2009 thru 6/30/2012

	Morgan Fund	Vose	Thorp	Hoxsey
Held in Trust:(Funds Held outside the Hospital, we are beneficiary)				
10/1/2009 Balance	7,047,753.87	52,326.89	7,669.33	182,493.97
Earnings thru out year	629,161.89	3,186.70		3,458.83
Distribution for Free care	(368,500.99)			
9/30/2010 Balance	7,308,414.77	55,513.59	7,669.33	185,952.80
Earnings thru out year	166,152.76			(1,324.34)
Distribution for Free care	(3,847,849.49)			
9/30/2011 Balance	3,626,718.04	55,513.59	7,669.33	184,628.46
Earnings thru out year				502.10
Distribution for Free care	(198,902.03)			
6/30/2012 Balance	3,427,816.01	55,513.59	7,669.33	185,130.56

Exhibit 2

Filing Fee: \$35.00



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Division of Business Services
148 W. River Street
Providence, Rhode Island 02904-2615

10/19/11 03:11:03 PM
STATE OF RHODE ISLAND

NON-PROFIT CORPORATION

ARTICLES OF INCORPORATION

The undersigned, acting as incorporator(s) of a corporation under Chapter 7-6 of the General Laws of Rhode Island, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

- 1. The name of the corporation is LMW Healthcare, Inc.
2. The period of its duration is (if perpetual, so state) Perpetual
3. The specific purpose or purposes for which the corporation is organized are:
The Corporation is formed and shall be operated exclusively for scientific, educational, and charitable purposes, as qualified under Section 501(c)(3) of the Internal Revenue Code of 1986 (as now in effect or may hereafter be amended)(the "Code"). The purpose is to establish, maintain and carry on an institution with permanent facilities for inpatients and ambulatory patients, with medical services to provide diagnosis and treatment, to carry on all associated services, and to engage in any lawful act or activity for which a corporation may be organized under the Rhode Island Nonprofit Corporation Act, as the same may be amended from time to time.
4. Provisions, if any, not inconsistent with the law, which the incorporators elect to set forth in these articles of incorporation for the regulation of the internal affairs of the corporation are:
See Exhibit A attached hereto

5. The address of the initial registered office of the corporation is:

One Citizens Plaza, Suite 500

(Street Address, not P.O. Box)

Providence

(City/Town)

RI 02903

(Zip Code)

and the name of its initial registered agent at

such address is Stephen D. Zublago, Esq.

(Name of Agent)

6. The number of directors constituting the initial Board of Directors of the Corporation is 3

(not less than 3 directors)

and the names and address of the persons who are to serve as the initial directors are:

Name	Address
Bruce D. Cummings	901 Pequot Avenue, New London, CT 06320
Marilyn Malerba	4 Glen Craig Place, Uncasville, CT 06382
Ulysses B. Hammond	8 Susan Terrace, Waterford, CT 06385

7. The name and address of each incorporator is:

Name	Address
Bruce D. Cummings	901 Pequot Avenue, New London, CT 06320

8. These Articles of Incorporation shall be effective upon filing unless a specified date is provided which shall be no later than the 30th day after the date of this filing Upon Filing

Under penalty of perjury, I/we declare and affirm that I/we have examined these Articles of Incorporation, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: _____

Signature of each Incorporator

Attachment to
Articles of Incorporation for:
LMW Healthcare, Inc.

4. **Provisions, if any, not inconsistent with the law, which the incorporators elect to set forth in these articles of incorporation for the regulation of the internal affairs of the corporation are:**

(a) No part of the net earnings of the Corporation shall inure to the benefit of any director or officer of the Corporation or any private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation. No director or officer of the Corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

(b) No substantial part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, except as otherwise provided by Section 501(h) of the Code. The Corporation shall not participate or intervene (including the publication or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

(c) Notwithstanding any other provision of these articles, the Corporation is organized exclusively for one or more of the following purposes: religious, charitable, scientific, testing for public safety, literary, or educational purposes, as specified in Section 501(c)(3) of the Code. The Corporation shall not carry on any activities not permitted to be carried on (i) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Code or (ii) by a corporation contributions to which are deductible under Section 170(c)(2) of the Code.

(d) In the event of the liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary or by operation of law, all of the remaining assets and property of the Corporation shall after necessary expenses thereof be distributed to one or more organizations which are then qualified under Section 501(c)(3) of the Code to be used in such manner as will best accomplish the general purposes for which this Corporation was formed, to be determined in the discretion of the Board of Directors.

**AMENDED AND RESTATED BYLAWS
OF
LMW HEALTHCARE, INC.
d/b/a The Westerly Hospital**

ARTICLE I

Role and Purpose of the Hospital; Member

Section 1.01 Role and Purpose of the Hospital. LMW Healthcare, Inc. (the "Hospital") shall be organized and operated exclusively for charitable purposes within the meaning of the Internal Revenue Code of 1986, as now in effect or as may hereafter be amended (the "Code"). The Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Code. The role and purpose of the Corporation shall include the following:

- a. To establish, maintain and carry on an institution within the health care delivery system (the "System") administered by Lawrence + Memorial Corporation, with permanent facilities for inpatients and ambulatory patients, with medical services to provide diagnosis and treatment, to carry on all associated services, and to assure that there is no unlawful discrimination under any program or in any facility of the Hospital;
- b. To participate, so far as circumstances may warrant, in any activity designed and carried on to promote the general health needs of the community;
- c. To conduct and participate in educational and scientific research activities related to providing care to the sick and injured, to the promotion of health, or to the development of personnel in the health professions or occupations, which, in the opinion of the Board of Directors may be justified and supported by the facilities, personnel, funds or other requirements that are or can be made available; and
- d. To engage in any lawful act or activity for which a corporation may be organized under the Rhode Island Revised Nonprofit Corporation Act (the "Act"), as now in effect and as the same may be amended from time to time.

Section 1.02 Member; Lawrence + Memorial Corporation. The Hospital shall have but one (1) member, Lawrence + Memorial Corporation (the " Member"), which shall elect the Board of Directors of the Hospital (also referred to in these Bylaws as the Board or Board of Directors), adopt, amend and repeal these Bylaws, and have all of the other rights, powers and privileges usually or by law accorded to the members of a nonprofit federally tax-exempt corporation and not conferred by the Certificate of Incorporation or these Bylaws on the Board of Directors of the Hospital. In addition to any other rights, powers and privileges as it may have by law or under the Certificate of Incorporation, the Member shall have the right and power to:

- (a) Approve the philosophy, mission and values of the Hospital and any change thereto;
- (b) Adopt strategic plans for the Hospital;
- (c) Approve the Hospital's annual operating and financial targets, major clinical and/or financial initiatives, and financial plans (including capital and operating budgets);
- (d) Approve the formation or acquisition by the Hospital of any new direct or indirect subsidiaries, joint ventures or affiliations;
- (e) Approve the Certificate of Incorporation, Bylaws and other governance documents of the Hospital, and any amendments thereto or restatements thereof;
- (f) Approve all core competencies and qualifications required for selection of the Hospital's Directors;
- (g) In consultation with and upon recommendation of the Board, appoint all Directors of the Hospital, and remove, with or without cause all Directors or board officers of the Hospital;
- (h) In consultation with and upon recommendation of the Board, appoint and remove, determine the compensation for, and conduct the evaluation of, the President and Chief Executive Officer of the Hospital (the "President and CEO");
- (i) Select and approve any auditor of the annual audited financial statements for the Hospital;
- (j) Approve any accounting or debt management programs, establish any debt limits under such programs, approve any variances from such programs or limits for the Hospital, and incur or assume any debt on behalf of the Hospital;

- (k) Approve the incurrence of debt or financing by the Hospital, other than credit purchases of goods or services in the ordinary course of business, except as included in approved capital or operating budgets;
- (l) Oversee the Hospital's use, management and investment of its permanent and temporarily restricted endowment funds;
- (m) Approve any voluntary change to the federal income tax exemption granted by the IRS to the Hospital under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code");
- (n) Initiate or consent to any form of insolvency proceeding undertaken by the Hospital or any direct or indirect subsidiary of the Hospital;
- (o) Approve all projects, agreements or transactions undertaken by the Hospital involving the expenditure of funds or divestiture of assets in excess of \$100,000 or two percent (2%) of the Hospital's total assets, whichever is greater and not otherwise included in an approved budget;
- (p) Approve the services offered by the Hospital, new service lines or termination of existing service lines not otherwise included in an approved budget or a strategic or financial plan;
- (q) Approve any sale, lease, transfer, or substantial change in the use of all or substantially all of the assets of the Hospital or any direct or indirect subsidiary of the Hospital;
- (r) Approve any merger, consolidation, restructuring, change in corporate ownership, dissolution, or liquidation of the Hospital or any direct or indirect subsidiary of the Hospital;
- (s) Approve the acquisition of any real estate or any significant lease arrangement by the Hospital, except as otherwise included in a strategic or financial plan or approved budget;
- (t) Approve any management contract or outsourcing arrangement for the Hospital which would substantially impact or alter its operations, or any settlement agreement or consent decree with any local, state or government authorities; and
- (u) Approve any change in the primary business name or logo of the Hospital.

Section 1.03 Manner of Action by Member. Any action permitted or required of the Member by law, the Certificate of Incorporation or these Bylaws may be taken by vote of its board of directors, or by or through any person or persons designated by either its bylaws or its board of directors to act on its behalf. Except as provided in Section 2.05 of these Bylaws, any such action may also be taken without a meeting by written communication of a duly authorized representative of the Member acting within the limits of his/her authority. Any such action by the Member or its duly authorized representative shall be filed with the Secretary of the Hospital. Whenever approval by the Member is required by law, the Certificate of Incorporation or these Bylaws, the Member shall attempt to act on a request for approval within the timeframe set forth in any schedule that may be developed from time to time, or if no such schedule exists, in a timely manner.

ARTICLE II

Board of Directors

Section 2.01 Composition. Following the first annual meeting (as set forth in Section 3.01 below) or at such earlier time as determined in the discretion of the initial Board of Directors, the Board of Directors shall consist of not less than three (3) nor more than eleven (11) Directors, such number within the variable range to be determined by the Member at its annual meeting. At all times, up to five (5) of these Directors shall serve ex-officio: the President and CEO, the President and Chief Executive Officer of the Member (if such individual is not also concurrently serving as the Hospital's President and CEO), the President of the Medical Staff; the Vice President of the Medical Staff; and a representative-at-large of the Medical Staff who ordinarily shall be the immediate past President or a former President of the Medical Staff (the "Ex-Officio Directors"). The remainder of the Directors, the "Elected Directors," shall be members of the Member and elected by the Member in accordance with these Bylaws. The Elected Directors shall be divided into three (3) groups, so that approximately one-third (1/3) of the Directors shall have terms that expire annually. The Elected Directors and the Ex-Officio Directors are together referred to in these Bylaws as the "Directors."

Section 2.02 Election and Terms. Elected Directors shall be elected by the Sole Member at its annual meeting from a slate of nominations nominees prepared by its Governance Committee. No other nominations shall be permitted. Except as provided otherwise in these Bylaws, Elected Directors shall serve a term of three (3) years, or until their resignation, removal or death. The Member may elect Directors to serve one-year or two-year terms in order to achieve the groupings required by Section 2.01 of these Bylaws.

Section 2.03 Tenure. An Elected Director shall be eligible for election to three (3) consecutive three-year terms. For the purposes of determining eligibility for re-election, an Elected Director who has served more than one and one-half (1 ½) years of a three-year term shall be deemed to have served a full term. An Elected Director may be re-elected for a fourth consecutive term if the Director is also elected as an officer at the beginning of such fourth term. After serving the maximum time permitted under this Section, an Elected Director may be re-elected to the Board only after the Director has been off the Board for a period of at least one (1) year.

Section 2.04 Resignation. An Elected Director may resign at any time by delivering written notice to the Secretary of the Hospital. The resignation shall be effective when the notice is delivered, unless the notice specifies a later effective date. If an Ex-Officio Director resigns or is removed from the position from which his or her ex-officio status derives, the Ex-Officio Director will immediately and automatically cease to be a Director without further action by the Board or the Member.

Section 2.05 Removal. An Elected Director may be removed by the affirmative vote of the Member at a meeting of the Member's board of directors. The notice of such meeting shall state that the purpose or one of the purposes of the meeting is removal of the Elected Director.

Section 2.06 Vacancies. A vacancy of an Elected Director may be filled by the Member or the Board at any regular or special meeting. If filled by the Board, the individual

elected to fill the vacancy shall serve until the next meeting of the Member at which Directors are elected.

Section 2.07 Duties and Responsibilities. Subject to the rights, powers and privileges accorded to the Member in the Certificate of Incorporation, these Bylaws, or by law, the Board shall manage and direct the business, property, and affairs of the Hospital. The Board of Directors shall exercise all of the powers of the Hospital in accordance with these Bylaws. Without limiting the foregoing, the Board shall have the power to:

- (a) Develop and recommend to the Member the philosophy, mission and values of the Hospital and any changes thereto;
- (b) Develop and recommend to the Member the Hospital's strategic plans;
- (c) Develop and recommend to the Member the Hospital's annual operating and financial targets, major clinical and/or financial initiatives, and financial plans (including capital and operating budgets);
- (d) Annually assess the Hospital's performance against approved budgets, initiatives and strategic plans adopted by the Member;
- (e) Recommend to the Member the sale, transfer or substantial change in use of all or substantially all of the assets, the divestiture, dissolution and/or disposition of assets, closure, merger, consolidation, change in corporate membership or ownership or corporate reorganization of the Hospital or any direct or indirect subsidiary of the Hospital;
- (f) Recommend to the Member the formation or acquisition by the Hospital of any new direct or indirect subsidiaries, joint ventures or affiliations;
- (g) Recommend to the Member the introduction or termination of any services to be offered by the Hospital not otherwise included in an approved budget or a strategic or financial plan, or the filing of an application for a certificate of need with the State of Connecticut by the Hospital or any subsidiary;
- (h) Approve any consent decree or settlements from state and federal authorities, following consultation with the Member;
- (i) Recommend to the Member changes to the Hospital's Certificate of Incorporation and Bylaws;

- (j) Recommend to the Member nominations for and removal of Directors of the Hospital;
- (k) Elect officers of the Board, and recommend to the Member the removal of any officer of the Board;
- (l) Recommend to the Member the selection, evaluation and compensation of the President and CEO;
- (m) Approve business transactions or material contracts, subject to the rights of the Member set forth in Section 1.02, not otherwise included in an approved budget or a strategic or financial plan;
- (n) Approve any incurrence or assumption of debt by the Hospital in accordance with the guidelines for accounting and debt management programs established by the Member;
- (o) Periodically assess the Hospital's Quality Initiatives, including tracking and reporting on the Hospital's performance under quality measures, quality and patient safety programs and initiatives, patient satisfaction and cultural competence initiatives;
- (p) Periodically assess the Hospital's policies and programs to assure corporate and regulatory compliance, including all required state and federal license and generally recommended accreditations and certifications;
- (q) Periodically assess the Hospital's policies and programs relating to human relations and labor relations;
- (r) Periodically assess the Hospital's Development Plans and its Planned Giving Plans;
- (s) Periodically assess the Hospital's Community Relations Initiatives and Community Outreach Programs;
- (t) Plan and implement policies and programs relating to the Hospital's use, management and investment of its permanent and temporarily restricted endowment funds, annual appeal funds, and net proceeds from special fundraising events;
- (u) Approve actions with respect to the privileges and credentials of members of the Hospital's medical staff in accordance with state and federal law, applicable accreditation standards, the Hospital's Medical Staff Bylaws and any System guidelines established by the Member; and

(w) Recommend to the Member the appointment and removal of the President and CEO.

Section 2.08 Compensation. The Directors shall serve without compensation for their services as Directors but may be reimbursed by the Hospital for their reasonable expenses and disbursements in that capacity on behalf of the Hospital.

Section 2.09 Directors Emeriti. In its discretion, the Member may appoint Directors Emeriti. To be eligible for appointment, an individual shall have contributed lengthy and exemplary service to the Hospital as a Director. From time to time, Directors Emeriti may be invited to attend Board meetings, but shall not vote or be counted towards a quorum. Individuals appointed as Directors Emeriti shall retain such appointments for life.

ARTICLE III

Meetings of the Board of Directors

Section 3.01 Annual and Regular Meetings. The annual meeting of the Board shall be held in the month of December on a date to be fixed by the Chair from year to year, unless the Chair shall designate a different date for the annual meeting of the Board. The transaction of business at the annual meeting shall be unlimited except as otherwise specified in these Bylaws. There shall be up to twelve (12) regular meetings of the Board per fiscal year, with a schedule of such meetings to be adopted by resolution of the Board.

Section 3.02 Notice of Annual and Regular Meetings. The Secretary shall give notice of the date, time and place of the annual meeting and each regular meeting of the Board by mail, electronic mail, telecommunications, telephone, facsimile, delivery service or in person to each Director at least five (5) days in advance of the meeting, except that no notice need be given of a regular meeting held in accordance with a schedule approved by the Board.

Section 3.03 Special Meetings. Special meetings may be called at any time by the Chair, and shall be called by the Chair within seven (7) days of receipt of the written request

of any three (3) Directors. Notice of the date, time, place and purpose of a special meeting shall be given to each Director by mail, electronic mail, telecommunications, telephone, facsimile, delivery service or in person at least twenty-four (24) hours before the scheduled time of the meeting and no business shall be transacted at such meeting other than that specifically set forth in the notice.

Section 3.04 Quorum; Vote Required for Action. A majority of all Directors shall constitute a quorum at all meetings of the Board. The affirmative vote of a majority of the Directors present at a meeting at which time a vote is taken shall be the act of the Board, unless the vote of a greater number is required by the Certificate of Incorporation, these Bylaws, or by law. Ex-officio Directors shall be counted in determining a quorum and shall be entitled to vote.

Section 3.05 Action Without Meeting. If all members of the Board consent in writing to any action taken or to be taken, the action shall be the same as if authorized at a meeting of the Board; all written consent(s) shall be included in the corporate minutes or filed with the corporate records.

Section 3.06 Participation by Conference Telephone. Any member of the Board may participate in a meeting by means of a conference telephone or similar communications equipment enabling all members of the Board participating in the meeting to hear one another, and such participation shall constitute presence in person at such meeting.

Section 3.07 Agenda and Records of Meetings. There shall be a written agenda for each meeting of the Board, and minutes of each meeting shall be prepared and submitted to the Board for approval by the Secretary or a delegate. Minutes shall reflect attendance at the meeting, and shall be dated, signed and maintained in the corporate records following approval.

Section 3.08 Executive Session. The Board of Directors shall meet in executive session at least once during each fiscal year and may meet in executive session at such other times as the Chair may designate. An executive session may be held during any regular or

special meeting of the Board and shall be attended only by Directors and other persons invited by the Chair for all or any portion of the executive session, provided that Directors who are employees of the Hospital may at the discretion of the Chair be excluded from all or any portion of an executive session.

ARTICLE IV

Officers

Section 4.01 Officers. The officers shall be a Chair, the President and CEO, a Secretary, a Treasurer, and such other officers as may from time to time be designated by the Board. The Chair, Secretary and Treasurer shall be chosen from the members of the Board. The offices of Chair, President and CEO and Secretary shall be held by different individuals.

Section 4.02 Election. The officers except for the President and CEO shall be chosen by the Board at its annual meeting, and shall hold office until the next annual meeting.

Section 4.03 Vacancies. Any vacancy occurring in any office shall be filled promptly by the Board at any Board meeting.

Section 4.04 Removal. Any officer may be removed with or without cause by the Member at any meeting of the board of directors of the Member, provided that the notice of the meeting specifically states that the purpose or one of the purposes of the meeting is removal of the officer.

Section 4.05 Duties. The duties of the officers shall be as follows:

a. Chair. The Chair or in the Chair's absence a Director who is the Chair's delegate or who is appointed by the Board shall preside at all meetings of the Board and shall perform other duties incident to the office or delegated by the Board or these Bylaws. The Chair shall be an ex-officio member of all committees.

b. President and CEO. The President and CEO shall be the chief executive officer of the Hospital and shall perform such other duties incident to that office or delegated by the Member, the Board or these Bylaws. The Hospital's President and CEO shall be an ex-officio member of all committees established by the Board. The Member shall appoint the President and CEO, who shall serve until his or her death, resignation, disability, or removal in accordance with these Bylaws.

c. Secretary. The Secretary shall maintain the minutes of the meetings of the Board in the corporate records; give or cause to be given all notices required by these Bylaws or by law; serve as custodian of the Board's records; make such records available to the Board upon its request; and perform all other duties incident to the office or delegated by the Board or these Bylaws.

d. Treasurer. The Treasurer shall supervise the receipt and custody of the Hospital's funds and investments; render a full account and statement of the condition of the Hospital's finances at each annual meeting of the Board and at such other times as requested by the Board; and perform other duties incident to the office or as may be delegated by the Board or these Bylaws.

e. Other Officers: The Board may from time to time appoint an Assistant Treasurer, Assistant Secretary or any such other officers as the Board may deem necessary or advisable for the efficient operation of the Corporation's affairs, each of whom shall hold office for such period, have such authority and perform such duties as the Board of Directors may from time to time determine.

ARTICLE V

President and CEO

Section 5.01 Appointment. The Member shall appoint a President and CEO in accordance with these Bylaws. Other executive management staff shall be appointed by the President and CEO with the approval of the Board. The removal of the President and CEO shall be at the discretion of the Member.

Section 5.02 Qualifications for the President and CEO. The Board shall develop and recommend to the member a criteria-based process for selecting a President and CEO. Among other criteria, education and relevant experience are important qualifications. The Board shall also develop and recommend to the Member any performance objectives, evaluations and compensation programs for the President and CEO. The President and CEO shall have the knowledge and skills necessary to perform the duties required of the Hospital's senior leader.

Section 5.03 Responsibilities of the President. The President and CEO shall be the chief executive officer of the Hospital. Subject to the powers expressly reserved to the Board or the Member, the President and CEO shall, in general, supervise and control all the business and affairs of the Hospital and shall have the power to sign, acknowledge and deliver on behalf of the Hospital all deeds, agreements and other formal instruments. If no Chair or Vice Chair has been appointed or in the absence of the Chair or Vice Chair, the President and CEO shall, in general, supervise and control all of the business and affairs of the Hospital, all deeds, agreements and other formal instruments. The President and CEO shall see that all orders and resolutions of the Board and of the committees of the Board are carried into effect. In general, he or she shall perform all duties incident to the office of President and CEO and such other duties as may from time to time be assigned to the President and CEO by these Bylaws, by the Board, or by the Member.

Section 5.04 Attendance at Meetings. The President shall attend all meetings of the Board unless excused by the Chair.

ARTICLE VI

Committees

Section 6.01 Generally. The Board may establish ad hoc committees from time to time as the Board may deem necessary to carry out special fund raising events or other initiatives of the Board. Committees may not exercise the authority of the Board, and any acts taken by them shall be solely advisory in nature. The members and chair of each

committee shall be appointed by the Board, and each such committee shall consist of at least one (1) Director and two (2) other individuals who may or may not be Directors. Each committee established by the Board shall be chaired by a Director of the Board. Committee members shall serve at the pleasure of the Board and until their successors are elected.

Section 6.02. Committee Procedures. Notice of the date, time and location of a committee meeting shall be given to each member of such committee by mail, electronic mail, telecommunications, telephone, facsimile, delivery service or in person at least twenty-four (24) hours before the scheduled time of the meeting. Minutes shall be recorded of each meeting of the committee and submitted at the next regular meeting of the Board. The committee chair or the chair's designee shall make a full report of each meeting of the committee at the next meeting of the Board.

Section 6.03 Committees - Miscellaneous Provisions. The Chair may designate one or more officers of the Hospital to serve as ex-officio members of a committee. Each such committee shall adopt and follow rules and procedures for its organization and operation.

Section 6.04 "Medical Review Committees". Any committee or subcommittee referred to in or otherwise established in accordance with the provisions of these Bylaws, as well as the Board itself, when engaged in any peer review activity, is intended to be a "peer review board" within the meaning of that term as set forth in Rhode Island General Laws § 5-37-1, as may be amended from time to time.

ARTICLE VII

Medical Staff

Section 7.01 The Appointment and Governance of the Medical Staff. The Board shall appoint all members of the Hospital's Medical Staff, approve each member's delineated clinical privileges, and be responsible for the organization and activities of the Medical Staff. The Board shall adopt and from time to time review the bylaws and rules and regulations of the Medical Staff. The Board shall assure that the Medical Staff complies

with such bylaws, rules and regulations, and shall have and regularly consult with a liaison of the Medical Staff.

Section 7.02 Recommendations of The Medical Staff Executive Committee. The Board shall accept and review, for possible adoption by the Board, specific recommendations from the Medical Staff executive committee, made in accordance with the provisions of the Medical Staff bylaws, and relating to:

- a. The structure of the Medical Staff;
- b. The process designed for reviewing credentials and delineating individual clinical privileges;
- c. Recommendations for Medical Staff membership;
- d. The organization of the Medical Staff's performance-improvement activities, as well as the process designed for conducting, evaluating and revising such activities;
- e. The process by which Medical Staff membership may be terminated; and
- f. The fair-hearing process.

ARTICLE VIII

Conflict of Interest; Confidentiality

Section 8.01 "Conflict of Interest" Defined; Conflict of Interest and Confidentiality Policies. The Board expects the Directors to exercise good judgment and follow high ethical standards. Individuals serving the Hospital should never permit private interests to conflict in any way with their obligations to the Hospital and to any entities affiliated with the Hospital. In addition, all Directors must honor the confidential nature of Hospital information and strive to maintain its confidentiality. To this end, from time to time the Board shall adopt a Conflict of Interest Policy and a Confidentiality Policy; such policies shall be as effective as if they were part of these Bylaws. These policies shall be consistent with requirements of state law, the law of tax-exempt organizations, and the requirements of the Joint Commission on the Accreditation of Healthcare Organizations, and shall address, among other things: the definition of "confidential materials" and "related persons";

disclosure by Board members; the purchase of goods and services; compensation decisions; and procedures to implement and enforce these policies.

ARTICLE IX

Amendments

Section 9.01 Amendments. Except as otherwise provided by the Certificate of Incorporation, or by law, the Member may adopt, amend or repeal these Bylaws.

ARTICLE X

Miscellaneous

Section 10.01. Principal Office. The principal office of the Hospital shall be located in Westerly, Rhode Island.

Section 10.02. Waivers of Notice. Whenever any notice of time, place, purpose or any other matter, including any special notice or form of notice, is required or permitted to be given to any person by law or under the provisions of the Certificate of Incorporation or these Bylaws, or of a resolution of the Member or the Board, a written waiver of notice signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be equivalent to the giving of such notice. The Secretary of the Hospital shall cause any such waiver to be filed with or entered upon the records of the Hospital or, in the case of a waiver of notice of a meeting, the records of the meeting. The attendance of any person at or participation in a meeting waives any required notice to that person of the meeting unless at the beginning of the meeting, or promptly upon the person's arrival, the person objects to the holding of the meeting or the transacting of business at the meeting and does not thereafter vote for or assent to action taken at the meeting.

Exhibit 3

("APA") with LMW Healthcare, Inc. and LMW Physicians, Inc., as guaranteed by Lawrence & Memorial Corporation.

3. On August 28, 2012, this Court held a hearing consistent with its established sales procedures in this Mastership to consider the terms of the APA, as amended. At the hearing, L+M presented its detailed offer of proof and testimony from its Chief Executive Officer and its Chief Financial Officer regarding the terms and conditions of the APA, as amended, and L+M's commitments to Westerly Hospital and its constituents.

4. On September 10, 2012, this Court entered a detailed Order Approving the Sale of the Assets of the Westerly Hospital and the Related Entities Free and Clear of Liens and Liabilities ("Sales Order").

5. Paragraph 14 of the Sales Order specifically addresses the Morgan and Hoxsey Trusts and states as follows: "The Special Master is authorized to request that as part of the Hospital conversion process that the Buyer become the successor beneficiary of the Westerly Hospital and the Related Entities under that certain Charles A. Morgan Trust and the Louise D. Hoxsey Trust f/b/o Foundation Fund for a Hospital in Westerly, Rhode Island . . . Moreover, that the Hoxsey Trust shall be dissolved with the funds being held in endowment for the Hospital under the ownership of the Buyer with the same restrictions as set forth in the Hoxsey Trust being placed upon the endowed funds."

L+M's Application Under The Hospital Conversions Act

6. Subsequent to this Court's entry of the Sales Order and with the Special Master's diligent cooperation, L+M has drafted its application to obtain regulatory approval of its acquisition of the Westerly Hospital and Related Entities in accordance with the procedures and

requirements of the Hospital Conversions Act, as codified at Chapter 23-17.14 of the Rhode Island General Laws.

7. As part of its application under the Hospital Conversions Act, L+M must file with this Court a *cy pres* petition relating to those charitable assets, held in trust and resulting from a will or deed, for which Westerly Hospital is a current beneficiary. Those charitable assets are held in the Morgan Trust, the Hoxsey Trust, the Thorp Trust, and Vose Trust.¹

The Morgan Trust

8. Charles A. Morgan, a resident of Westerly, died on or about November 18, 1926.

9. Mr. Morgan's will dated October 31, 1924 was admitted into probate by the Westerly Probate Court on or about December 22, 1926. A copy of Mr. Morgan's will is attached as Exhibit A and incorporated herein.

10. In accordance with Clause SEVENTH of the will, Mr. Morgan's residuary estate was placed in a trust for the initial benefit of his housekeeper, Martha Barber, and his friend, Elizabeth F. Tennant. Both Ms. Barber and Ms. Tennant are deceased, and consequently, the trust is now held solely for the benefit of Westerly Hospital.

11. Paragraph 2 of Clause SEVENTH directs the trustee "to pay over the net income . . . annually, or at such other shorter periods as may seem best to [the] trustee, to [T]he Westerly Hospital, said income to be used by said Westerly Hospital for the furnishing of free hospital service to such members of the public as may be in need thereof, and unable, in whole or in part to pay for such service."

¹ As detailed in confidential APA exhibit 1.2(p), there are a several instances where Westerly Hospital has been provided for in a will, but the person is still living, so the amount and timing of the gift is currently unclear.

12. Mr. Morgan named Industrial Trust Company (now Bank of America, N.A.) as trustee of the Morgan Trust, and Bank of America has served and continued to serve as sole trustee.

13. As of June 30, 2012, the funds in the Morgan Trust totaled \$3,427,816.01.

The Hoxsey Trust

14. On or about May 1, 1916, Louise D. Hoxsey, a resident of Westerly, executed an Indenture by and between herself and The Washington Trust Company. A copy of the Indenture is attached as Exhibit B and incorporated herein.

15. The Indenture established a trust fund to be held by The Washington Trust Company, which continues to serve as the trustee.

16. The original corpus of the Hoxsey Trust was \$10,000.

17. As of June 30, 2012, the funds in the Hoxsey Trust totaled \$185,130.56.

18. The funds in the Hoxsey Trust are to be used for the "establishment and maintenance of a hospital" in Westerly.

19. Given the amount of the remaining funds and the associated administrative costs in maintaining the Hoxsey Trust, L+M submits that the most prudent course would be to dissolve the Hoxsey Trust and place the funds into a restricted account to be held and used solely for the maintenance of a hospital in Westerly in accordance with Ms. Hoxsey's intentions.

The Thorp Trust

20. The Last Will and Testament of Howard E. Thorp created the Thorp Trust naming the Westerly Hospital as a beneficiary. Attached as Exhibit C and incorporated herein is the section of Mr. Thorp's will creating the Thorp Trust.

21. The Washington Trust Company serves as the trustee of the Thorp Trust.

22. As of June 30, 2012, the funds in the Thorp Trust allocated to Westerly Hospital totaled \$7,669.33.

23. Given the amount of the remaining funds allocated to Westerly Hospital and the associated administrative costs in maintaining the Thorp Trust, L+M submits that the most prudent course would be to place the funds into a restricted account to be held and used in accordance with the settlor's intentions.

The Vose Trust

24. The Last Will and Testament of Irene Vose dated December 19, 1932 created the Vose Trust naming the Westerly Hospital as one of its beneficiaries. A copy of Ms. Vose's will is attached as Exhibit D and incorporated herein.

25. The Washington Trust Company served initially as the trustee of the Vose Trust. To reduce expenses charged to this perpetual trust, this Court approved the transfer of the administration of the Vose Trust to the Rhode Island Foundation.

26. The Rhode Island Foundation has made distributions to the Westerly Hospital and other designated beneficiaries in accordance with the terms of the Vose Trust.

27. As of June 30, 2012, the funds in the Vose Trust allocated to Westerly Hospital totaled \$55,513.59.

Requested *Cy Pres* Relief

L+M respectfully requests the following relief:

1. This Court grants this Petition for *Cy Pres* Relief;
2. Upon the closing and completion of L+M's acquisition of Westerly Hospital and its Related Entities, LMW Healthcare, Inc. shall be substituted in place of Westerly Hospital as the sole beneficiary of the Morgan Trust;

3. Upon the closing and completion of L+M's acquisition of Westerly Hospital and its Related Entities, the Hoxsey Trust shall be deemed dissolved and all of its funds as of that date shall be placed into a restricted account to be held by LMW Healthcare, Inc. and used solely for the maintenance of a hospital in Westerly in accordance with Ms. Hoxsey's intentions;

4. Upon the closing and completion of L+M's acquisition of Westerly Hospital and its Related Entities, the funds in the Thorp Trust allocated to Westerly Hospital shall be placed into a restricted account to be held by LMW Healthcare, Inc. and used solely in accordance with Mr. Thorp's intentions;

5. Upon the closing and completion of L+M's acquisition of Westerly Hospital and its Related Entities, LMW Healthcare, Inc. shall be substituted as a beneficiary of the Vose Trust in place of Westerly Hospital, which shall remain administered by the Rhode Island Foundation; and

6. This Court enters such further necessary relief to effectuate the transfer of the trust funds to L+M to effectuate the acquisition of Westerly Hospital and its Related Entities.

LMW Healthcare, Inc.,
LMW Physicians, Inc. and
Lawrence & Memorial Corporation

By Their Attorneys,

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Dated: November 1, 2012

CERTIFICATE OF SERVICE

I, hereby certify that a true copy of this Petition for Cy Pres Relief was served electronically to the below listed counsel and interested parties on this day of November, 2012.

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saazz@cox.net
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Mr. Dennis Ricci, Clerk to the Honorable Brian P. Stern, dricci@courts.ri.gov

EXHIBIT A

5

WILL OF CHARLES A. MORGAN.

I, Charles A. Morgan, of the Town of Westerly, in the State of Rhode Island, being of sound and disposing mind and memory, do make, publish and declare the following as and for my last will and testament, hereby revoking all other and former wills by me made.

FIRST: I direct my executor, hereinafter named, to pay from my estate, as soon as may be after my decease, all of my just debts, expenses of my last sickness, funeral expenses and to pay from the principal of my estate, in such manner that the same shall ultimately be borne by the residue thereof and as an expense of administration, all inheritance taxes, succession taxes, transfer taxes, legacy taxes, death duties, and other similar imposts and charges, whether imposed by any law of the United States, or of any state, to the end and with the effect, as far as possible, that the bequests and devises, other than of the residue hereinafter in this will contained, may be exonerated therefrom and be received by the several beneficiaries without deduction, and for the purpose of raising money for the payment of any of said debts, taxes and charges, or for any other purpose connected with the settlement of my estate, I authorize and empower my executor, in its discretion, to sell, mortgage and pledge such and so much of my estate, real or personal, as it may deem necessary, and to make, execute, and deliver all such notes and other instruments as it may deem necessary or convenient in the carrying out of these powers, and any such notes, or other instruments made, executed or created by my executor pursuant to these powers, shall be binding upon my estate and not upon my executor personally, and the powers hereby granted shall be exercised by my executor

without the necessity of application to any court.

SECOND: I give and bequeath to my clerk, Jessie M. Surber, provided she shall survive me, all of my stock in the corporation, C. A. Morgan, Inc.

THIRD: I give and bequeath to my friend, Elizabeth F. Tennant, provided she shall survive me, my automobile and its accessories; also my diamond ring.

FOURTH: I give and bequeath to my nephew, Charles P. Cottrell, Jr., provided he shall survive me, my watch.

FIFTH: I give, devise and bequeath to my housekeeper, Martha Barber, and to my friend, Elizabeth F. Tennant, provided they shall both survive me, my real estate at number twelve Elm Street, in the Town of Westerly, TO HAVE AND TO HOLD the same as joint tenants during their joint lives; and to said Martha Barber, provided she survives me, the contents of the dwelling house located upon said real estate, comprising furniture, furnishings, household equipment, supplies, articles of use or ornament, and other tangible personal property therein contained and used by me, or adapted for use in connection with said dwelling house as a place of residence. TO HAVE AND TO HOLD said contents of personal property to her sole use for and during her natural life: Provided that if said Martha Barber shall survive me and said Elizabeth F. Tennant shall not survive me, then I give, devise and bequeath said real estate to said Martha Barber, solely, TO HAVE AND TO HOLD the same for and during her natural life: Provided further that if said Elizabeth F. Tennant shall survive me and said Martha Barber shall not survive me, then I give, devise and bequeath said real estate and said contents of personal property to

said Elizabeth F. Tennant, TO HAVE AND TO HOLD the same to her and to her heirs and assigns, to her and their own use forever. From and after the decease of said Martha Barber, and provided Elizabeth F. Tennant shall have survived me, and shall have survived said Martha Barber, I give, devise and bequeath said real estate and contents of personal property which may remain at the decease of said Martha Barber, to said Elizabeth F. Tennant, TO HAVE AND TO HOLD the same to her and to her heirs and assigns, to her and their own use forever:

Provided further that if neither said Martha Barber nor Elizabeth F. Tennant shall survive me, or if both shall survive me and said Elizabeth F. Tennant shall not survive said Martha Barber, or if said Martha Barber shall survive me and said Elizabeth F. Tennant shall not survive me, then upon the decease of Martha Barber, Elizabeth F. Tennant being then also deceased, I give, devise and bequeath said real estate and said contents of personal property which may remain upon the decease of said Martha Barber to my trustees, hereinafter named, to become and be a part of the residue of my estate, and to be held and disposed of by my trustees as provided in the "SEVENTH" clause of this my will.

SIXTH: Out of the stock of the Great American Insurance Company, which I may own at the time of my decease, I give and bequeath one hundred and twenty-five (125) shares to Industrial Trust Company, a corporation created by the General Assembly of the State of Rhode Island, having its principal place of business at Providence and a branch at Westerly, in said State, IN SPECIAL TRUST, HOWEVER upon the following terms and conditions:

1. To hold the trust estate in trust until the decease of Martha Barber, and during her life, to pay over the net income of the trust estate to her, quarterly, or at such other periods as my

Disposition
of Income.

trustee may determine.

position
Principal.

2. Upon the decease of said Martha Barber, I direct my trustee to convey, transfer and set over the trust estate to itself, as trustee under the "SEVENTH" paragraph of this my will, for the same uses and purposes as therein expressed, of and concerning the trust estate, by said paragraph created and provided, and upon such conveyance and transfer being made, this trust shall end.

SEVENTH: All of the rest, residua and remainder of my estate, real, personal and mixed, of whatever kind and wherever located, and of which I shall die seized, possessed, or in any way entitled (including the aforesaid remainder of the trust estate, as provided in paragraph "SIXTH" of this my will), I give, devise and bequeath to said Industrial Trust Company, IN SPECIAL TRUST HOWEVER, upon the following terms and conditions:-

1. During the life of Martha Barber and Elizabeth F. Tennant, and during the life of the survivor of them, to expend so much of the net income of the trust estate as my trustee, in its absolute discretion, may deem necessary to pay and provide for all expenses of the upkeep and maintenance, repair, insurance, taxes and assessments of every nature, upon or in respect of my real estate at number twelve Elm Street, Waverly, and also to pay all expenses of heating the same, and for all gas, water and electricity that may be used therein incidental to occupancy thereof by said Martha Barber or Elizabeth F. Tennant, or by both, to the end that they may have the full use and enjoyment of said real estate, free of expense for any of the matters aforesaid, and to accumulate, during their joint lives, and during the life of the survivor of them, all of the net income not required for the purposes aforesaid.

2. From and after the decease of said Martha Barber and Elizabeth F. Tennant, and the survivor of them, to hold said trust estate, principal and then accumulated income as a new principal, perpetually in trust as a charitable trust, to pay over the net income thereof annually, or at such other shorter periods as may seem best to my trustee, to the Westerly Hospital, said income to be used by said Westerly Hospital for the furnishing of free hospital service to such members of the public as may be in need thereof, and unable, in whole or in part, to pay for such service.

EIGHTH: I direct that my trustee and the trust estates created or provided by the several paragraphs of this my will shall be entitled to the benefits and subject, in all respects, to the following terms and conditions:

(a) All references in this my will to trustee shall be deemed to include the trustee above-named and the trustee or trustees for the time being, and all rights, powers, privileges, duties and discretions by this instrument vested in my said trustee above-named, shall be likewise vested in and exercised in most ample manner by the trustee or trustees for the time being, and who may be from time to time by this will or by any other competent authority appointed.

(b) My trustee shall take the possession, control and management of all my property; collect and receive all income, interest, dividends, rents and profits arising from and out of all of the property and estates hereby devised and bequeathed to my said trustee; shall pay therefrom all taxes, assessments and public charges, expenses of insurance, repairs, upkeep, maintenance, protection, management, and other obligations and liabilities of every kind that may become due from or on account of said trust estate, or of any part thereof incidental to the execution of th

"Trustee" definition.

Power of Possession and Management.

trusts, including a reasonable compensation to the said trustee for its services.

Power of Sale, etc.

Power to Invest

Power to Make Deeds, etc.

Transfers

(c) I authorize my trustee to sell, exchange or otherwise dispose of, either at public auction or private sale or at brokers board, from time to time in its discretion, to such persons and upon such terms and conditions as it shall see fit; and to mortgage, lease, pledge or otherwise deal with the whole or any part of parts of my said trust estate, whether real or personal property, or of whatever character the same may be, and for any purpose whatsoever deemed by it to be connected with the advantageous execution of these trusts; and generally in its uncontrolled discretion, to invest, reinvest and change the investment of the whole or any part of said trust estate; to make conveyances thereof or other disposition in such manner as to vest in the purchaser or person taking the same in any manner from said trustee, such estate or title therein as may be appropriate to the transaction involved and as to my said trustee shall seem advisable; and for the purpose of the powers hereby conferred to make, execute and deliver all suitable deeds, mortgages, transfers, conveyances, leases, agreements and other documents or papers of any and every kind and deemed by it necessary or convenient; and all such property in the hands of any grantee, transferee, mortgagee, lessee or other person so conveyed, transferred, mortgaged, leased or otherwise disposed of by my said trustee, shall be freed and discharged of and from all trusts created by this will, and no purchaser at any sale, transferee, mortgagee, lessee or other person acquiring or purporting to acquire any property from my said trustee under any power or trust created by this will, and no person, firm or corporation making any transfer of any bond, stock or other security or property whatsoever at the request of my said

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trustee or dealing in any way with my said trustee, shall be required to inquire into the validity, authority, expediency or propriety of any sale, mortgage, transfer, lease, agreement or other transaction whatsoever or to see to or be liable for the application of any purchase money or other property delivered to said trustee; the receipt, acquittance or other instrument whatsoever of said trustee being hereby made a full release and discharge to all persons dealing with my said trustee for the payment of any funds and the delivery of any property to my said trustee.

Third Persons Relieved of Inquiry.

Continuing Investments.

(d) I authorize my trustee, in its discretion, and at the expense and risk of my estate, to continue so long as it shall see fit, the form of investment of my estate as the same may exist at the time of my decease, and the same to change at will, with all appropriate and convenient incidental powers not inconsistent with the express provisions of this instrument.

Stock Dividends, etc.

(e) I hereby declare, and it is my will, that all stock dividends and rights or warrants for subscription to stock or other securities which shall come to the hands of my trustee in connection with any of the stocks or securities at any time constituting any part of the trust estate shall be deemed to be principal and not income, and shall appertain and belong to the principal of the trust estate.

Reorganizations, etc.

(f) I authorize my trustee, in its discretion, to become party to any deposit, reorganization or committee agreement respecting any stocks or securities held by my trustee as a part of the trust estate, and to make all such surrenders, exchanges, and subscriptions, and to do such other acts and things as, in its discretion, it deems best with respect thereto, incidentally to the exercise of the authority hereby conferred.

general powers

(g) In addition to the powers, privileges and discretions herein specifically granted to my trustee, it is hereby vested with all such other powers, privileges or discretions as may be necessary, convenient or incidental to the execution of any of the trusts herein created, or to the management or disposition of any property belonging to the trust estate; and the enumeration of specific powers herein shall not be construed to withhold, limit, disparage or qualify any other powers, privileges or discretions which said trustee may deem it best to exercise.

Resignation, etc. (h) If any trustee shall die, resign, refuse to act or become incapacitated, then a new trustee or trustees may be appointed by the Superior Court of the State of Rhode Island or other court of competent jurisdiction, upon the application of any beneficiary or other person interested in such trust estate; and any new trustee or trustees appointed shall by virtue hereof and by virtue of such appointment be and become forthwith vested with full and complete title to the trust estate and with all of the rights, powers, privileges and discretions conferred upon the original trustee; PROVIDED that until such new trustee or trustees shall be appointed and during such time any vacancy shall continue, the remaining trustee or trustees shall have and may exercise to the fullest extent all the rights, powers, privileges and discretions conferred upon the original trustee.

Liability of Trustee.

(i) My said trustee and the trustee or trustees for the time being under this will, however appointed, shall be respectively chargeable only with such portions of the trust estate as they shall respectively actually receive, notwithstanding that they may have signed receipts for conformity, and shall be answerable and accountable only for their own respective acts, receipts, neglect and defaults, and not one for the other, nor for any other person with whom or into whose hands any trust moneys or securities may come or be deposited, nor for the deficiency of any such trust estate, moneys or other property nor for any loss or depreciation;

thereof, unless the same shall result from the wilful misconduct, fraud or default of any such trustee, nor for the consequence of any act performed in good faith in the execution or attempted execution of these trusts.

NINTH: I hereby nominate and appoint Industrial Trust Company to be the executor of this my last will and testament.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, this 31 day of October, A. D. 1924.

Charles A. Morgan (L.S.)

Signed, sealed, published and declared by Charles A. Morgan as and for his last will and testament, in the presence of us, who, in his presence, in the presence of each other, and at his request, have subscribed our names as witnesses hereto.

WITNESSES:

Mabel A. Saunders.
Ruth F. Wilcox

Westerly, R. I.
Westerly, R. I.

State of Rhode Island and Providence Plantations.

Clerk's Office of the Probate Court of the Town of Westerly
in the County of Washington in said State.

I, Charles R. Dwy Clerk of said Court, having, by law, the custody of the seal and all the records, books, documents and papers of or appertaining to said Court, hereby certify the paper hereon annexed to be a true copy of a paper appertaining to said Court, and on file and of record in said office.

WILL OF CHARLES A. MORGAN

In attestation whereof, I have hereunto set my hand and have affixed the seal of said Court, this 9th day of December A. D. 1924.

Charles R. Dwy Clerk

EXHIBIT B

INDENTURE made and entered into this First day of
May in the year of our Lord one thousand nine hundred and
sixteen, by and between

LOUISE D. HOXSEY, of the Town of Westerly in the County
of Washington and State of Rhode Island, party of the first
part, and

THE WASHINGTON TRUST COMPANY, OF WESTERLY, a corpora-
tion created by the General Assembly of the State of Rhode
Island and having its principal place of business in said Town,
party of the second part.

WHEREAS it is the desire of the party of the first part
that a portion of her property and estate be devoted to the
foundation of a fund to be used for the establishment and main-
tenance of a hospital in said Town of Westerly and that thereby
gifts from others to that end may be encouraged;

NOW THEREFORE, KNOW ALL MEN BY THESE PRESENTS, that I,
the said Louise D. Hoxsey, in consideration of the premises, do
hereby give, transfer and deliver to said The Washington Trust
Company, of Westerly, a fund of ten thousand dollars (\$10,000)
to have and to hold said fund (which, together with any and all
additions thereto by other donors and the investments, reinvest-
ments and accumulations of said fund and additions, is herein-
after referred to by and included in the designation, "the trust
fund"), unto said The Washington Trust Company, of Westerly,
its successors and assigns, upon the trusts, for the purposes
and with the powers hereinafter declared and set forth of and
concerning the same, that is to say:

1. The trustee (by which term is here and hereinafter meant said The Washington Trust Company, of Westerly, or other the trustee or trustees for the time being hereunder) shall lay out and invest the trust fund in its name as trustee, within or without the State of Rhode Island, in safe and conservative bonds, mortgages of real estate, stocks and other safe and conservative investments and securities and in improved real estate or in any one or more of the foregoing classes of investments, and shall collect and receive the income arising therefrom and pay from such income so far as possible, and, so far as such income is insufficient for the purpose, from the trust fund, all expenses incidental to the care and management of the trust fund and the execution of the trusts hereof, including a reasonable compensation for services in the trusteeship. The trustee shall have power at all times and from time to time to change investments.

2. The trustee shall accumulate the net income arising from the trust fund until such time as the amount of the funds and the market value in the trustee's opinion of the investments comprising for the time being the trust fund shall be not less than two hundred thousand dollars (\$200,000) and there shall in addition be a hospital in said Town of Westerly equipped so as to be ready for the reception and treatment of patients, which shall have cost, together with its equipment and apart from the land on which it is located, not less than fifty thousand dollars (\$50,000) and which shall be suitable in the trustee's opinion to receive the endowment fund herein provided for, and such building and the tract of land upon which the same shall be located and the equipment of the same shall in addition

have been transferred and conveyed absolutely and in fee simple to the charitable corporation, the formation of which is hereinafter directed, for the purposes of a hospital, by a good conveyance to charitable uses satisfactory in its terms and provisions to the trustee. In case, however, such time shall not occur prior to the expiration of twenty-one years from and after the decease of the survivor of the following residents of said Town of Westerly, namely, Thomas Perry, Everett Barnes, Harvey C. Perry, Arthur L. Perry and Thomas P. Nichols, then from and after the expiration of said period of twenty-one years the trustee shall in such manner as it shall deem best devote the trust fund to the establishment of a hospital in said Town of Westerly and the maintenance thereof or, if it is more expedient in the trustee's opinion, to the maintenance of some hospital already established there or, if neither of the foregoing courses is practicable in the trustee's opinion, to such other charitable uses and purposes in said Town of Westerly as it shall see fit.

3. Whenever and so long as, prior to the expiration of said period of twenty-one years, the amount of the funds and the market value in the trustee's opinion of the investments comprising for the time being the trust fund shall exceed two hundred thousand dollars (\$200,000), the trustee may, notwithstanding the foregoing direction to accumulate the income of the trust fund, expend the whole or any part of the surplus of the same over and above two hundred thousand dollars (\$200,000) in such manner as in its opinion will operate most effectually toward the establishment of a hospital in said Town of Westerly, ready for the reception and treatment of patients and available for conveyance to said charitable corporation, or toward bringing about such conveyance. And, notwithstanding the foregoing

direction to accumulate the income of the trust fund, at such time prior to the expiration of said period of twenty-one years as the unexpended surplus of the trust fund over and above two hundred thousand dollars (\$200,000) shall with the other funds and property then available for the purpose be sufficient in the trustee's opinion to establish a hospital in said Town ready for the reception and treatment of patients and available for conveyance to said charitable corporation and to bring about such conveyance, the trustee shall expend so much of such surplus as it may be necessary to expend for the purpose of establishing a hospital in said Town ready for the reception and treatment of patients and available for conveyance to said charitable corporation and for the purpose of bringing about such conveyance, such expenditure to be made in such manner as the trustee shall deem best. The trustee, however, shall not, either under the authorization of the foregoing power or in pursuance of the foregoing direction, make any expenditure upon the erection or purchase of any building or upon the equipment thereof which, when ready for the reception and treatment of patients, will not, together with its equipment and apart from the land on which it is located, have cost at least fifty thousand dollars (\$50,000) and be suitable in the trustee's opinion to receive the endowment fund herein provided for or upon the purchase of any real estate the title to which shall not be taken in its name as trustee or upon the erection of any building on land the title to which is not held by the trustee or upon the equipment of any such building, unless the trustee shall first have entered into a good and valid contract by which it is agreed that said land and building and the equipment thereof shall be transferred and conveyed to the

charitable corporation, the formation of which is hereinafter directed, forthwith upon the organization thereof, for use for hospital purposes, by a good conveyance to charitable uses satisfactory in its terms and provisions to the trustee.

4. At such time prior to the expiration of said period of twenty-one years as it shall in its opinion be advisable so to do, but not later than the time when there shall be ready for the reception and treatment of patients a hospital in said Town, which, together with the equipment thereof and apart from the land on which it is located, shall have cost not less than fifty thousand dollars (\$50,000) and which in the trustee's opinion shall be suitable to receive the endowment fund herein provided for, the trustee shall cause to be organized under the General Laws of the State of Rhode Island or to be created by special act of the General Assembly of said State a charitable corporation for the purpose of conducting a hospital in said Town of Westerly, with such name and such corporate powers and such organization as the trustee shall deem best. The by-laws or charter of said charitable corporation shall, however, provide for a Board of Trustees, the number of which, as fixed by the by-laws or charter, shall be not less than five and not more than nine, the original members of said Board to be selected by a majority vote of a committee consisting of the President of The Rhode Island Hospital, the President of the Rhode Island Hospital Trust Company, the President of the Board of Trade of Westerly, Rhode Island, and the President of said The Washington Trust Company, of Westerly, or such of them as will serve, and succeeding members of said Board to be elected by a majority vote of said Board. In case at the time of the organization of said

charitable corporation there shall be a vacancy in the office of president or any of the aforesaid four corporations or the office of president shall not exist, then the officer for the time being acting in the stead of the president or the officer holding the office most nearly corresponding to that of president at the present time shall act in the place and stead of the president.

5. In case a hospital building costing, together with the equipment thereof but apart from the land on which it is located, not less than fifty thousand dollars (\$50,000) shall be erected upon land purchased by the trustee under any power or in pursuance of any direction hereinbefore contained, then forthwith, upon the completion of the same and of the equipment thereof so that it is ready for the reception and treatment of patients, the trustee shall transfer and convey the land upon which the same is located and such building and equipment absolutely and in fee simple to said charitable corporation for use for hospital purposes by a good conveyance to charitable uses. Such conveyance shall authorize and empower said charitable corporation, in case it shall at any time become inexpedient in the opinion of a majority of the Board of Trustees thereof to conduct a hospital on the land conveyed to it, to sell such land or any part thereof at public or private sale, for cash or on credit, or to lease such land or any part thereof from time to time upon such terms and conditions as it shall see fit; and such conveyance shall further confer upon such corporation such other powers, if any, as the trustee shall see fit.

6. From and after the conveyance to said charitable corporation by a good conveyance to charitable uses satisfactory in its terms and provisions to the trustee, prior to the expiration of said period of

tal equipped and ready for the reception of patients, costing, together with the equipment thereof but apart from the land on which it is located, not less than fifty thousand dollars (\$50,000) and suitable in the trustee's opinion to receive the endowment fund herein provided for, the trustee shall pay over the net income arising from the trust fund, as the same shall accrue due, to said charitable corporation for its uses and purposes in the maintenance of a hospital, provided, however, that under the provisions of this paragraph no such payment of the net income shall be made until the funds and the market value in the opinion of the trustee of the investments for the time being comprising the trust fund shall amount to not less than two hundred thousand dollars (\$200,000). The trustee is hereby authorized to pay over all such income to the treasurer of said corporation without being in any way answerable for the application, misapplication or non-application of the same.

7. The trustee is hereby authorized to exercise discretionary powers of sale and lease over the real and personal estate or any part or parts thereof comprising the trust fund, including any real estate purchased for a hospital site which it shall not be expedient in the trustee's opinion to use for that purpose, and, in case of any sale, to sell at public or private sale, for cash or on credit, together or in parcels, and, in case of any lease, to lease upon such terms and conditions as to the trustee shall seem best. The proceeds of any sale of real estate purchased for a hospital site shall be deemed part of the principal of the trust fund, and the rents from any lease of the same, income from said fund.

8. Purchasers or other persons who shall pay any moneys to the trustee shall be exempt from all responsibility in respect to the application, misapplication or non-application

the same and from the necessity of inquiring into the regularity, validity or propriety of any sale made or purporting to be made under any power herein contained.

Said The Washington Trust Company, of Westerly, hereby acknowledges the receipt of said fund of ten thousand dollars (\$10,000) and agrees to hold the same upon the trusts and for the purposes hereinbefore declared and set forth.

IN TESTIMONY WHEREOF, the party of the first part has hereunto and to a duplicate hereof set her hand and seal and the party of the second part has caused its name to be subscribed and its corporate seal to be affixed hereunto and to a duplicate hereof by Charles Perry its President thereunto duly authorized, on the day and in the year first above written.

Executed in presence of: }

Sara A. Langworthy
Robert J. Carlisle

(Signed) Louise D. Hoxsey SEAL

THE WASHINGTON TRUST COMPANY,
OF WESTERLY,

By Charles Perry President.

S. E A L

EXHIBIT C

Thirteenth: I give and bequeath to my said son Nelson H. Thorp, and the Washington Trust Company, a corporation created by act of the General Assembly of the State of Rhode Island, and located and having its office and principal place of business in said Town of Westerly, the sum of Ten Thousand (\$10,000) Dollars, to be known as the "Howard E. Thorp Trust", TO HAVE AND TO HOLD the same unto the said Nelson H. Thorp and the said The Washington Trust Company, to them, their heirs, successors and assigns, to him, its, and their use, BUT IN TRUST NEVERTHELESS, for the purposes hereinafter set forth.

A. I direct the trustees to divide the net income derived from said Trust account annually into five equal parts and distribute said five equal parts of said income as follows.

One fifth part of the said earnings of said Trust to be paid to Christ Episcopal Church of Westerly R. I.

One fifth part of said earnings of said Trust to be paid to the Babcock Memorial Chapel, Inc. of Potter Hill in the Town of Hopkinton

One fifth part of said earnings of said Trust to be paid to the Westerly Masonic Foundation, a corporation duly incorporated under the law of the State of Rhode Island, and having a place of business in said Town of Westerly.

One fifth part of said earnings of said Trust to be paid to the Westerly Hospital of Westerly R. I.

One fifth part of said earnings of said Trust to be paid to the Young Men's Christian Association of Westerly R. I.

B. If at any time during the life of this Trust any one or more of said five named beneficiaries shall go out of business or cease to function, for a period of two successive years, in the respective towns in which they are now located, then in that event

Nelson H. Thorp

their share of said income shall be divided equally among the remaining Beneficiaries.

G. This Trust shall continue to remain in full force and effect and to carry on for a period of Fifty (50) Years from December 31st. in the year of my death, and at the end of said Fifty (50) Years I direct the Trustees to pay over, transfer, assign and deliver said Trust Fund together with any interest or accumulation, to the said named five Beneficiaries, in equal shares, if any of the named five Beneficiaries shall have ceased to function, as expressed herein then in that case the one Fifth portion of said Trust Funds which would have been distributed to that Corporate body, had they still been functioning, as hereinbefore stated, shall be divided equally among the remaining Beneficiaries, and this Trust shall cease and terminate.

EXHIBIT D

EXHIBIT A
LAST WILL AND TESTAMENT OF
IRENE VOSE

I, IRENE VOSE, of the Town of Westerly, County of Washington, State of Rhode Island, being of sound and disposing mind and memory, hereby make, publish and declare this my last will and testament, hereby revoking all other wills by me heretofore made.

FIRST: I hereby direct my executor hereinafter named to pay all of my just debts and funeral expenses.

SECOND: I hereby give and bequeath all of my jewelry and clothing to Ruth Pauline Costa.

THIRD: I hereby give, devise and bequeath to the First Baptist Church of Westerly, Rhode Island, the premises now occupied by me as my home and known as No. 5 Vose Street, Westerly, Rhode Island, and hereby direct that said premises be used by said First Baptist Church as a parsonage, and in the event said premises shall cease to be used by said Church as a parsonage, title thereto shall become a part of the corpus of the trust of my residuary estate hereinafter created.

FOURTH: I hereby give and bequeath to the Washington Trust Company, a corporation existing under the law of the State of Rhode Island and located at Westerly in said State, the sum of Thirty Thousand Dollars (\$30,000.00) in trust, the principal thereof to be invested by said trustee in legal securities constituting legal investments of trust funds under the law of the State of Rhode Island and/or deposited in a savings bank or savings banks, a trust company or trust companies, a national bank or national banks having a department or departments for savings accounts, said depository or depositories to be selected by said trustee, and the income of said fund to be used and expended by said trustee for the maintenance, repair and up-keep of the premises hereinbefore devised to the First Baptist Church of Westerly, Rhode Island, including any premiums on policies of fire insurance on the building or buildings now or hereafter located on said premises. In the event said premises cease to be used by said First Baptist Church as a parsonage, I hereby direct that this trust shall terminate and the principal or corpus thereof, together with any unexpended income balance in the possession of said trustee shall become a part of the principal or corpus of the trust of my residuary estate hereinafter created.

FIFTH: I hereby give and bequeath the sum of One Thousand Dollars (\$1,000.00) to the Visiting Nurse Association of Westerly, Rhode Island.

SIXTH: I hereby give, devise and bequeath to the Town of Westerly my real estate located at the corner of Granite Street and Highland Avenue, Westerly, Rhode Island, which premises are approximately one hundred seventy-eight feet by one hundred seventy-six feet, and direct that said premises be used by said Town for park purposes.

SEVENTH: I hereby give and bequeath to the Memorial and Library Association of Westerly, the three large pictures now located in my residence; one of my father, one of my mother and one of myself.

EIGHTH: In the event of my decease prior to January 1, 1934 I give, devise and bequeath the rest and residue of my estate to the Washington Trust Company aforesaid in trust, the principal thereof to be invested by said trustee in securities constituting legal investments of trust funds under the law of the State of Rhode Island and/or deposited in a savings bank or savings banks, a trust company or trust companies, a national bank or national banks having a department or departments for savings accounts, said depository or depositories to be selected by said trustee. I hereby direct said trustee to pay and distribute the net income of said trust as follows: One third (1/3) thereof to the First Baptist Church of Westerly, Rhode Island; one third (1/3) thereof to the Town of Westerly, State of Rhode Island, to be used by said Town for such specific purposes as said Town may designate in connection with the management and/or conduct of the Junior High School located in said Town; and the remaining one third (1/3) thereof to The Westerly Hospital for general hospital purposes. In the event either of the above distributees declines to accept the bequest of its aforesaid share of the income, or said bequest for any reason fails, I hereby direct that its said share of the income be paid and distributed in equal shares to the other two designated beneficiaries of said income. In the event two of said designated beneficiaries decline to accept their said bequests, or said bequests for any reason fail, I hereby direct that the entire net income be paid to the remaining beneficiary.

NINTH: In the event I survive the 1st day of January, 1934 in addition to the bequests and devises set forth in paragraphs second, third, fourth, fifth, sixth and seventh of this will I hereby give and bequeath to the Town of Westerly, Rhode Island the sum of One Thousand Dollars (\$1,000.00) to be used by said Town for such specific purposes as said Town may designate in connection with the management and/or conduct of the Junior High School located in said Town; to Ruth Pauline

Coats, the sum of One Thousand Dollars (\$1,000.00); to the First Baptist Church of Westerly, Rhode Island, the sum of One Thousand Dollars (\$1,000.00); to The Westerly Hospital, the sum of One Thousand Dollars (\$1,000.00); to Allen A. Coats, his wife and children or such of them as survive me, the sum of Ten Thousand Dollars (\$10,000.00) share and share alike; to the Washington Trust Company aforesaid, the sum of Two Thousand Dollars (\$2,000.00) in trust, the principal thereof to be invested in securities constituting legal investments of trust funds under the law of the State of Rhode Island and/or deposited in a bank or banks hereinbefore described, said bank or banks to be selected by said trustee, and the net income of said trust fund to be used by said trustee for the maintenance, repair and up-keep of the meeting house known as the Miner Meeting House located at North Stonington, State of Connecticut, so long as religious services are conducted in said Miner Meeting House, and I hereby authorize and empower said trustee to use and expend any portion of said net income not required for the maintenance, repair and up-keep of said meeting house for such other purposes as said trustee may in its discretion deem necessary, suitable or proper to continue the use of said meeting house for religious purposes; and I give, devise and bequeath to the Washington Trust Company aforesaid, in trust, the rest and residue of my estate after the payment and satisfaction of the specific bequests hereinbefore made in the event I survive the 1st day of January, 1934, and the bequests and devices set forth in paragraphs second, third, fourth, fifth, sixth and seventh of this will, the principal thereof to be invested in securities constituting legal investments of trust funds under the law of the State of Rhode Island and/or deposited in a bank or banks hereinbefore described, said bank or banks to be selected by said trustee; and I direct that the net income of said trust be paid and distributed as follows: One third (1/3) thereof to the First Baptist Church of Westerly, Rhode Island; one third (1/3) thereof to the Town of Westerly, State of Rhode Island, to be used by said Town for such specific purposes as said Town may designate in connection with the management and/or conduct of the Junior High School located in said Town; and the remaining one third (1/3) thereof to The Westerly Hospital for general hospital purposes. In the event either of the above distributees declines to accept the bequest of its aforesaid share of the income, or said bequest for any reason fails, I hereby direct that its said share of the income be paid and distributed in equal shares to the other two designated beneficiaries of said income, and in the event said designated beneficiaries decline

to accept their said bequests, or said bequests for any reason fail, I hereby direct that the entire net income be paid to the remaining beneficiary.

TENTH: I hereby direct that in the event any legatee or devisee hereinbefore named or any of my heirs-at-law contest the validity of this my last will and testament, that such contestant or contestants receive no share of my estate.

ELEVENTH: I hereby nominate and appoint the Washington Trust Company aforesaid, Executor of this my last will and testament.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal at New London, Connecticut this 19th day of December, A.D. 1932.

S/ Irene Vose (L.S.)

Signed, sealed published and declared to be her last will and testament by the said Irene Vose, testatrix, in the presence of us, who, in her presence, and at her request, and in the presence of each other, have hereunto subscribed our names as witnesses at New London, Connecticut this 19th day of December, 1932.

S/ C. Grant Savage, M.D. of Westerly, R. I.

S/ C. Hadlai Hull of New London, Ct.

S/ Doris M. Bailey of Groton, Conn.

STATE OF CONNECTICUT,
ss. New London, Conn. Dec. 19, 1932.
COUNTY OF NEW LONDON,

Then and there personally appeared the within named C. Grant Savage, C. Hadlai Hull and Doris M. Bailey, who, being duly sworn, depose and say that they witnessed the execution of the within will of the within named testatrix, Irene Vose; that said Irene Vose subscribed said will and declared the same to be her last will and testament in their presence; that they thereafter subscribed the same as witnesses in the presence of said testatrix and in the presence of each other and at the request of said testatrix, that the said testatrix at the time of the execution of said will appeared to them to be of full age and of sound mind and memory, and that they made this affidavit at the request of said testatrix.

S/ C. Grant Savage, M.D.

S/ C. Hadlai Hull

S/ Doris M. Bailey

Subscribed and sworn to before me this 19th day of December, 1932.

Marion E. Smith

Notary Public

EXHIBIT "B"

THIRD CODICIL TO LAST WILL OF
LEENE VOSE

I, LEENE VOSE, of the Town of Westerly, County of Washington, State of Rhode Island, hereby file this as my will dated the 19th day of December A.D. 1932.

1. I hereby give and bequeath the sum of Three Hundred Dollars (\$300.00) to River Bend Cemetery Company, a corporation existing under the law of the State of Rhode Island and located in the Town of Westerly in said State, in trust for the following uses and purposes:

The principal of said trust to be deposited by said trustee in a savings bank or savings banks, a trust company or trust companies, a national bank or national banks having a department or departments for savings accounts, and depository or depositories to be selected by said trustee and the income of said fund to be used and expended by said trustee for the perpetual care, maintenance and up-keep of the burial plot located in the cemetery known as River Bend Cemetery, Westerly, Rhode Island, in which plot my father, Oscar Vose, and my mother, Happie J. W. Vose, are buried. I hereby authorize said trustee to expend so much of said income as in its judgment may be required for the perpetual care, maintenance and upkeep of any monument or markers located on said plot and request said trustee to provide suitable floral decorations of the graves on Memorial Day of each year.

2. I hereby give and bequeath the sum of Twenty-six Thousand (\$26,000.00) Dollars to Katharine W. Davis of Cranston, Rhode Island, and the sum of Thirteen thousand five hundred (\$13,500.00) Dollars to Marjorie V. C. Whipple and Ellsworth B. Carpenter, both of North Kingstown, Rhode Island, to be divided equally between them. I direct that the gifts, devises and bequests enumerated in Articles Second, Third, Fourth, Fifth, Sixth and Ninth of my said Will dated the 19th day of December, 1932, (but not those enumerated in Article Seventh of said Will or in Paragraph 1 of this Codicil) shall be reduced pro rata in order to create a fund of thirty nine thousand five hundred (\$39,500.00) Dollars for the payment of said bequests to said Katharine W. Davis, Marjorie V. C. Whipple and Ellsworth B. Carpenter.

3. I hereby republish and confirm my said will in all respects except as altered by this codicil.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my seal at New London, Connecticut, this 15th day of November 1933.

S/ Irene Vose (L.S.)

Signed, sealed, published and declared to be a codicil to her last will and testament dated the 10th day of December A.D. 1932 by the said Irene Vose in the presence of us, who, in her presence and at her request, and in the presence of each other have hereunto subscribed our names as witnesses at New London, Connecticut, this 15th day of November, 1933.

S/ C. Ralph Hall of New London, Conn.
S/ Marion E. Smith of New London, Conn.
S/ David M. Bailey of Groton, Conn.

EXHIBIT "E"

SECOND CODICIL TO LAST WILL
OF IRENE VOSE

I, IRENE VOSE, of the Town of Westerly, County of Washington, State of Rhode Island, make this codicil to my will dated the 19th day of December, 1932:

FIRST: I hereby nominate and appoint C. Hadlai Hull of New London, Connecticut co-trustee with the Washington Trust Company of each of the trusts created by me by the provisions of my said will dated December 19, 1932, of which trusts I named said Washington Trust Company trustee, and I also hereby nominate and appoint said C. Hadlai Hull co-executor of my said will to act with said Washington Trust Company as executor thereof.

SECOND: I hereby republish and confirm my said will dated December 19, 1932 and the codicil to said will dated November 13, 1933 in all respects except as altered by this codicil.

In Witness Whereof I have hereunto set my hand and affixed my seal at New London, Connecticut, this 7th day of September, 1934.

S/ Irene Vose (L.S.)

Signed, sealed, published and declared to be a codicil to her last will and testament dated the 19th day of December, A.D. 1932 by the said Irene Vose, in the presence of us, who, in her presence, at her request and in the presence of each other have hereunto subscribed our names as witnesses at New London, Connecticut this 7th day of September, 1934.

S/ Frank L. McGuire of New London, Conn.

S/ Marjorie F. Smith of New London, Conn.

S/ Donis M. Bailey of Groton, Conn.

Exhibit 4

<u>Gift Date</u>	<u>Gift Name</u>	<u>Restriction</u>	<u>Original Gift Value</u>	<u>Current/Remaining Value</u>
7/31/2007	Foundation for Health (Also known as "RI Renal")	Foundation for Health donated building for use by the hospital. The Foundation for Health currently occupies the building and pays rent which is being accumulated. Accumulated rent can be used for hospital purposes when it accumulates to \$625,000.	\$750,000 Appraised Value	\$1,082,223 (includes both land and accumulated rent and interest)
FY 2010	Women's Health Initiative	To purchase Women's Health equipment such as digital mammography, stereo biopsy machines	\$451,433	\$54,759
1/18/2011	A. M. Roberts, Jr. Char. Fdtn.	To purchase digital cardiac ultrasound machine	\$50,000	\$50,000
12/21/2011	Estate of Edward T. Morenzoni	To provide healthcare for patients without health insurance	\$186,680	\$186,680
4/6/2012	A. M. Roberts, Jr. Char. Fdtn.	To construct sleep study lab	\$50,000	\$50,000
FY 2011	2011 Spring Annual Fund	To purchase digital cardiac ultrasound	\$605,558 (incl. above)	\$605,558 (machine not yet purchased)
FY 2012	2012 Annual Fund	"	(incl. above)	
9/2011	Golf Tournament \$35K	"	(incl. above)	
12/30/2011	F&F Lattner Fdtn. \$25K	"	(incl. above)	
Ongoing	Irene Ruzzo Memorials & 9/24/12 Golf Tournament	To purchase cardiac rehabilitation telemetry system	Ongoing	\$27,450-Gifts still being received
Ongoing	Morgan Fund Supplemental Donations	Free hospital services	Ongoing	\$6,314-Gifts still being received
10/31/1924	Morgan Fund Trust	Free hospital services	\$250,000	\$3,962,230
6/30/1916	Hoxsey Fund Trust	Maintenance of the hospital	\$10,000	\$185,130

Supplemental Response to Attorney General Inquiry 4

<u>Gift Date</u>	<u>Gift Name</u>	<u>Restriction</u>	<u>Original Gift Value</u>	<u>Current/Remaining Value</u>
7/31/2007	Foundation for Health (Also known as "RI Renal")	Foundation for Health donated building for use by the hospital. The Foundation for Health currently occupies the building and pays rent which is being accumulated. Accumulated rent can be used for hospital purposes when it accumulates to \$625,000.	\$750,000 Appraised Value	\$1,093,557 (includes both land and accumulated rent and interest) ¹
FY 2010	Women's Health Initiative	To purchase Women's Health equipment such as digital mammography, stereo biopsy machines	\$451,433	\$54,759
1/18/2011	A. M. Roberts, Jr. Char. Fdtn.	To purchase digital cardiac ultrasound machine	\$50,000	\$50,000
12/21/2011	Estate of Edward T. Morenzoni	To provide healthcare for patients without health insurance	\$186,680	\$0 ²
4/6/2012	A. M. Roberts, Jr. Char. Fdtn.	To construct sleep study lab	\$50,000	\$50,000
FY 2011	2011 Spring Annual Fund	To purchase digital cardiac ultrasound	\$605,558 (incl. above)	\$605,558 (machine not yet purchased)
FY 2012	2012 Annual Fund	"	(incl. above)	
9/2011	Golf Tournament \$35K	"	(incl. above)	
12/30/2011	F&F Lattner Fdtn. \$25K	"	(incl. above)	
Ongoing	Irene Ruzzo Memorials & 9/24/12 Golf Tournament	To purchase cardiac rehabilitation telemetry system	Ongoing	\$27,450-Gifts still being received

¹ Updated to reflect value as of August 31, 2012

² In the first submitted answer to AG 4, the Morenzoni fund was listed as containing \$186,000 dollars. This amount was listed in error. These funds were part of a specific bequest to be used for free care. Since receipt of the funds, the Hospital has provided free care well in excess of \$186,000 dollars, and thus, the purpose of the funds has been deemed completed and funds have been utilized.

Ongoing	Morgan Fund Supplemental Donations	Free hospital services	Ongoing	\$6,314-Gifts still being received
10/31/1924	Morgan Fund Trust	Free hospital services	\$250,000	\$3,868,952 ³
6/30/1916	Hoxsey Fund Trust	Maintenance of the hospital	\$10,000	\$186,880

RIAGS0332

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³ Updated to reflect value as of August 31, 2012



The WESTERLY Hospital
FOUNDATION

25 Wells Street
Westerly, RI 02891-2934
(401) 348-2300
www.westerlyhospital.org

May 20, 2009

Tax ID # 050508064

Mr. Calvert C. Groton
120 Congdon Street
Providence, RI 02906

RE: Dialysis Center in Westerly

Dear Cal:

As agreed when spoke in late April, this is to update you on what is known at present regarding the changes taking place with the Dialysis Center on One Rhody Drive in Westerly. Discussions with American Renal have been very constructive and the Hospital is nearly ready to enter into an agreement with them.

To review, briefly, several months ago the Hospital was approached by American Renal as they were developing plans to address the fact that a significant number of Westerly-area dialysis patients were required to travel out of town for treatments. Their projections were and are that there is a growing need, beyond the capacity of their present facility at One Rhody Drive.

The Hospital, the nephrology physician group and American Renal all agreed from the outset that this needed service should continue in Westerly, preferably near the Hospital, and the Hospital agreed in principle that it would consider whatever it could potentially offer to help accommodate or facilitate to expanded service for area dialysis patients as this is clearly in the best interest of all concerned. Whereas earlier options had included the possibility of construction of a completely new facility elsewhere on Hospital property, plans have emerged that now call for renovations and reconfiguration of the present building at One Rhody Drive, expanding its patient capacity within the same square footage. The planned renovations, at an estimated cost of \$150,000, will add 4-5 more stations, accommodating 15-16 more patients each day, which is sufficient capacity to allow Westerly area residents who have been travelling to Wakefield to be served here, with additional capacity for growth.

As a result of the discussions over the past few months the Hospital has come to agreement with American Renal on the following terms:

- 1) The lease to be extended for 10 years through May 31, 2019

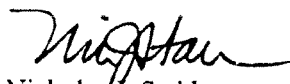
- 2) Two additional 5-year renewal options to be provided
- 3) The rent to be reduced for the first five years by \$1,250, which equates to \$75,000 towards the project (and \$75,000 less in what the Hospital will receive toward the permanent FFH fund). This rent offset results in the current rent amount of \$6,059.95 being reduced to \$4,809.95.
- 4) The rent to increase per the original agreement but the rent adjustment date will be June 1 of each year (starting June 1, 2010). Article I, 1.01(11) of Lease Agreement dated September 1, 2003 provides that the monthly rent shall be increased by the percentage of the then current Monthly Rent equal to the lesser of (i) three percent (3%) or (ii) the percentage increase in the Consumer Price Index – Seasonally Adjusted U.S. City Average For All items For All Urban Consumers during the immediately preceding twelve (12) month period.

We believe this continued collaboration with American Renal is consistent with the aims of the Foundation for Health and that the outcome of these discussions will be very much in keeping with the long-held objectives of all concerned to provide this vital service here in Westerly. I trust you agree that the facts and circumstances have evolved such that:

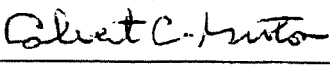
- 1) the reduced rent represents a practical way for the Hospital to contribute to the success of this project and to the continued access of this service in Westerly; and
- 2) that as a result of an income stream of \$75,000 less than had been projected at the time of the FFH grant it is appropriate that the amount the Hospital is obligated to set aside in the permanent FFH Fund be reduced by that same amount.
 - a. To date the hospital has deposited \$100,000 of lease revenues into the permanent fund according to the agreement. The account has approximately \$130,000 in it of which \$30,000 has been identified to purchase renal disease related equipment and support services
 - b. According to this revised agreement, the permanent fund will grow to the adjusted balance of \$675,000.

I'll be glad to discuss and get answers to any additional thoughts or questions you may have.

Best regards,


Nicholas J. Stahl, CFRE
Executive Director

Agreed to:
Foundation For Health

By: 
Secretary 5/21/09



The
WESTERLY
Hospital

*25 Wells Street
Westerly
Rhode Island
02891-2934
(401) 526-6000*

July 31, 2007

James S. Cook, Executive Director
Foundation for Health
156 Ridgewood Drive
Brewster, MA 02631

Dear Mr. Cook:

This letter agreement will set forth the arrangements under which the Foundation for Health ("FFH") will make a grant to The Westerly Hospital (the "Hospital") of the FFH's interest in the property at 1 Rhody Drive in Westerly, Rhode Island.

Background:

The Hospital supported the efforts of the FFH, then called Rhode Island Renal Institute, to establish an outpatient kidney dialysis center in Westerly, which opened in 1980. The Hospital contributed the land through a fifty-year ground lease at the 1 Rhody Drive location to help make local access to this important service available to renal patients in this part of the state for the first time.

FFH, under the Rhode Island Renal Institute name, constructed the one-story building housing the dialysis center as contemplated under provisions of the ground lease, and thereafter operated the center for twenty-three years. On September 1, 2003, FFH ceased providing dialysis in Westerly and at its two other Rhode Island locations; on that date it sold the dialysis operating assets at all these locations to a purchaser who undertook to continue the service uninterrupted at all locations. At the 1 Rhody Drive location, FFH retained its interest in the land and building under the ground lease and, with the Hospital's consent, required under the ground lease, entered into a lease with the purchaser for ten years, with two five-year renewal options. In 2005 the purchaser in turn assigned its interest in the 2003 lease to another dialysis service provider, with the consent of both FFH and the Hospital.

Upon completion of the 2003 sale, FFH, a non-profit Section 501(c)(3) organization under the Internal Revenue Code, changed its corporate name from Rhode Island Renal Institute to the Foundation for Health, and changed its status to a charitable grant making organization. Its mission is to "support activities and organizations that will improve the health and welfare of the citizens of Rhode Island", with emphasis on

“scientific research, education, prevention and care to benefit persons afflicted with renal disease and related disorders.”

The Hospital, also a non-profit Section 501(c)(3) organization, has as its mission “to provide a superior standard of community healthcare, across generations.” The Hospital’s medical staff includes three physicians board certified in nephrology. Sixty-four Hospital inpatients received renal dialysis in the year from May 2006 through April 2007. The three nephrologists on the Hospital medical staff are frequently called upon as consulting physicians for Hospital inpatients, in cases where their primary diagnosis may not be renal-related, but where this is a secondary diagnosis or consideration. For these reasons and others, FFH and the Hospital each believe that the Hospital is an appropriate recipient of the grant being made by FFH.

Nature of the real estate interest being granted by FFH to the Hospital:

As previously noted, the fifty-year ground lease held by FFH commenced in 1980. It will therefore terminate in the year 2030. At that time, under the ground lease provisions, the land as well as the building will revert to the Hospital. Under the existing ten-year lease from FFH (of which about seven years remain) the rent is on a “triple net basis” with provision for an annual Consumer Price Index (CPI) increase of up to 3%. The rent for the current lease year that will end August 31, 2007 is \$65,039; this amount reflects CPI 3% increases for the lease years that had commenced on September 1, 2004 and September 1, 2005 and for the current lease year. The provisions of the two five-year renewal periods are the same as those of the original ten-year term, including the continuance of the CPI 3% arrangement as to the rent. A copy of the existing ten-year Lease Agreement dated September 1, 2003 between FFH, as Lessor, and Everest Healthcare Rhode Island, Inc., as Lessee, is attached to this letter agreement as “Exhibit A.”

In order to determine the fair market value of the interest being granted by FFH to the Hospital, the parties mutually agreed to have the Hospital approach Mr. Stephen O. McAndrew, a local well known real estate appraiser to value FFH’s interest held. Mr. McAndrew in turn brought in Mr. S. Keith White, Jr., SRA, SRPA, to assist. As a result, Messrs. McAndrew and White completed and delivered an April 20, 2007 letter appraisal of FFH’s interest held in the 1 Rhody Drive property. The letter appraisal focused mainly on the value of the “stream of rents” from the property. The report assumed that the two lease options would be exercised; it further assumed that FFH would rent the property from 2023 until 2030, when the ground lease ends. All such rents were then “discounted” to present values under six scenarios (see Scenarios “A” through “F”, pages 24-29 of the supplementary material to the letter report.) A summary of the valuation arrived at appears on the second page of the letter, as follows:

“As you can see from these six scenarios, there is a value range for the lease, ranging from a low of \$600,000 to a high of \$942,000. The average of these terms, or median, of the cash flow indications are at approximately \$750,000.”

A copy of the full April 20, 2007 appraisal report is attached to this letter agreement as “Exhibit B.”

Provisions relating to the FFH grant to the Hospital:

FFH and the Hospital believe that the \$750,000 amount is an appropriate valuation of the interest to be granted.

In accepting the grant from the FFH, the Hospital agrees that the purpose of the grant is for the Hospital to carry out activities that will involve education, prevention, and care to benefit persons afflicted with renal disease and related disorders, and agrees that it will:

- Establish a permanent fund, designated by the Board of Trustees of the Hospital as the "Foundation for Health Fund."
- Keep the Fund open to receive contributions from others from time to time.
- Prudently invest the Fund in conjunction with the balance of the Hospital's endowment funds.
- Each year place the first \$50,000 of lease revenues from the 1 Rhody Drive property into the permanent fund, until the fair market value of the Fund, including accumulations from investments, has reached \$750,000; until that time lease revenue in excess of the \$50,000 in each year may be expended for the purposes of the grant.
- Each year, once the Fund has reached such \$750,000 fair market value level, place all lease revenue from the 1 Rhody Drive property into the permanent fund; the amount expended in each year for the purposes of the grant shall be in accordance with the Hospital's "spending rate" applicable to its endowment for such year.
- Apply from the permanent fund such amounts as may be required from time to time to fulfill its responsibilities under the existing lease arrangements of the 1 Rhody Drive property or any other lease arrangements it may enter into for such property.
- By April 15, 2008, furnish a report to FFH on the status of the grant, including the Hospital's current and envisioned uses of the grant funds and plans being developed.

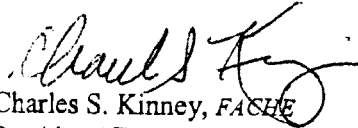
Should it become impossible or impractical to utilize the Fund for the purposes of the grant, the Hospital may use the Fund for other purposes consistent with its mission on behalf of the health and well being of its patients.

It is agreed that the making of the grant by FFH to the Hospital is not intended to bring about a merger of the real estate interest so granted in the 1 Rhody Drive property with the Hospital's existing right to obtain the full ownership at the expiration of the ground lease in 2030. The Hospital shall, however, have the right to sell such property at any time; should it do so prior to the valuation of the permanent fund reaching the \$750,000 level, it will apply the sale proceeds to the Fund sufficient to bring the value to that level.

We appreciate the opportunity to receive this grant from FFH and to be in a position to carry out its purposes among the people of the community we serve.

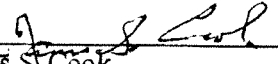
Finally, upon acceptance by the FFH of the provisions of this letter, it will constitute an agreement between the parties.

Most sincerely,


Charles S. Kinney, FACHE
President/CEO

Accepted:

FOUNDATION FOR HEALTH

By 
~~James S. Cook,~~
Executive Director

7/31/07
Date



THE WESTERLY HOSPITAL
FOUNDATION

25 Wells Street • Westerly, RI 02891-2934
401-348-2300

www.westerlyhospital.org

Tax ID #05-0508064

April 21, 2011

Mr. & Mrs. William G. McKendree
Watch Shade Farm
20A Avondale Road
Westerly, RI 02891


Dear Mr. & Mrs. McKendree:

The *Women's Health Initiative* is of the highest importance to the women of the community and to the Hospital's strong future. This strategic and mission driven priority has been possible only with participation such as you have provided.

This is to acknowledge your gift of \$1,000.00, received Thursday, April 21, 2011. This gift has been applied to your pledge of \$5,000.00, leaving a balance of \$1,000.00. This will be of direct benefit to our patients and will be directed to the improvements taking place as part of the *Women's Health Initiative*, which include: new digital mammography imaging, stereotactic breast biopsy equipment, special staff and physician training, and the introduction of a Women's Health Services Director to coordinate the delivery of health care to women across all medical specialties.

Thank you for your support of this very important program of care.

Sincerely,


Charles S. Kinney, FACHE
President

P.S. In conforming with federal tax regulations, this letter documents that no goods or services were or will be provided in exchange for the gift referred to above. We recommend that you retain this letter for your records.

*Apr
Thanks*

File: William McKendree



Women's Health Initiative

GIFT COMMITMENT FORM

In recognition of the work of The Westerly Hospital, and to further advance its mission on behalf of its patients and the community, I/we hereby commit to gift to **The Westerly Hospital Foundation** in support of the **Women's Health Initiative** the amount of ~~\$2000~~ ^{Five thousand} Dollars (\$ 5000) to be paid

Annually [] Semi-annually

or as follows: _____, beginning September, 2008

Total Commitment: \$ 5000 Initial Gift: \$ 1000.00 Balance: \$ 4000.00

William G. McKendree
Signed

9/12/08
Date

WILLIAM G. MCKENDREE
Name

20A AVONDALE RD
Address
WESTERLY RI 02891
Address

Tax I.D. # 05-0508064
25 Wells Street, Westerly, Rhode Island 02891
(401) 348-2300

www.westerlyhospital.org
Nicholas J. Stahl, CFRE, Executive Director
nstahl@westerlyhospital.org

κ Stahl

From: Chaplin B. Barnes [chaplinbbarnes@yahoo.com]
Sent: Wednesday, April 20, 2011 10:10
To: Nick Stahl
Subject: Roberts Foundation, April 19, 2011

Nick,

I am happy to report that at their meeting yesterday, the Roberts Trustees approved the application of their 2011 grant in the amount of \$50,000 for the proposed but deferred Sleep Lab project, to Echocardiography - digital cardiac ultrasound.

Cheers,

Chap

Chaplin B. Barnes, J.D.
9 Essex Drive
Westerly, RI 02891
401.348.5888
chaplinbbarnes@yahoo.com

Executive Director
The Watch Hill Conservancy
222 Watch Hill Road
Watch Hill, RI 02891
401.348.6540

THE WASHINGTON TRUST
Company
Wealth Management

December 14, 2011

Mr. Nicholas Stahl
Executive Director, Westerly Hospital Foundation
Westerly Hospital
25 Wells Street
Westerly, RI 02891

RE: Edward T. Morenzoni Trust Under Agreement, F/B/O Charles Morenzoni

Dear Mr. Stahl:

The Attorney General of the State of Rhode Island has consented to the termination of the Edward T. Morenzoni Trust Under Agreement for the benefit of Charles Morenzoni. The Washington Trust Company, trustee for the Edward T. Morenzoni F/B/O Charles Morenzoni, is now in a position to terminate the trust and distribute funds to all trust beneficiaries.

A check is enclosed in the amount of \$186,680.68 representing a one-half (1/2) interest in the remainder of the trust. Proceeds from this distribution are to be utilized as a subsidy for patients without health insurance.

Please sign the enclosed trust receipt confirming receipt of this check. Should there be any questions or concerns, please give me a call.

Sincerely,

Olympia R. Graeve

Olympia R. Graeve
Wealth Management Officer
The Washington Trust Company
20 Point Judith Road
Narragansett, RI 02882-3358
401-348-1388
401-348-1409 (fax)
orgraeve@washtrust.com

Enclosures: check



TRUST & INVESTMENT SERVICES
23 Broad Street, Westerly, RI 02891

NEW ADDRESS OR NAME

SIGNATURE REQUIRED

SSN

PLEASE INDICATE ADDRESS OR NAME CHANGES AND RETURN

WESTERLY HOSPITAL FOUNDATION
WESTERLY HOSPITAL
ATTN: NICHOLAS STAHL
25 WELLS STREET
WESTERLY RI 02891



TRUST & INVESTMENT SERVICES

DATE 12/15/2011

ET MORENZONI TUA FBO C MORENZONI
112

ACCOUNT CLOSING TO
WESTERLY HOSPITAL FOUNDATION

INCOME: \$*****0.00
PRINCIPAL: \$****186,680.68
TOTAL: \$****186,680.68

PROCEEDS TO BE UTILIZED
AS A SUBSIDY FOR PATIENTS
WITHOUT HEALTH INSURANCE
SECTION 1 (19) OF TRUST

FED WTH: \$*****0.00
STATE WTH: \$*****0.00

THE ORIGINAL DOCUMENT HAS A WHITE REFLECTIVE WATERMARK ON THE BACK. HOLD AT AN ANGLE TO VIEW. DO NOT CASH IF NOT PRESENT.



TRUST & INVESTMENT SERVICES
23 Broad Street, Westerly, RI 02891

CHECK NO. 427071

57-85
115

ET MORENZONI TUA FBO C MORENZONI

One Hundred Eighty-Six Thousand Six
Hundred Eighty DOLLARS AND Sixty-Eight CENTS

DATE
12/15/2011

AMOUNT
\$*****186,680.68

PAY
TO THE
ORDER
OF

WESTERLY HOSPITAL FOUNDATION
WESTERLY HOSPITAL
ATTN: NICHOLAS STAHL
25 WELLS STREET
WESTERLY RI 02891

D. C. Palmis
VICE PRESIDENT, TRUST OPERATIONS
Anna D. Harb

⑈ 4 2 7 0 7 1 ⑈ ⑆ 0 1 1 5 0 0 8 5 8 ⑆ 9 0 4 2 8 3 6 0 ⑈

RIAG0075

(COPY)

RECEIPT FOR TRUST PROPERTY
EDWARD T. MORENZONI FBO CHARLES MORENZONI

I, Nicholas Stahl, Executive Director, Westerly Hospital Foundation, hereby
acknowledge receipt from The Washington Trust Company, Trustee of the Edward T.
Morenzoni Trust U/A F/B/O Charles Morenzoni, the following described property:

- A check in the amount of \$136,680.68. Proceeds from this distribution are to be utilized as a subsidy for patients without health insurance.

This represents a distribution of a one-half (1/2) interest in the remainder of the Edward T.
Morenzoni Trust Under Agreement, F/B/O Charles Morenzoni.

Maria J. Johnson
Witness
12/21/11
Date

Nicholas Stahl
Nicholas Stahl, Executive Director



THE WESTERLY HOSPITAL
FOUNDATION

25 Wells Street • Westerly, RI 02891-2934
401-348-2300
www.westerlyhospital.org
Tax ID #05-0508064

Spring 2011

Dear

You and other *Founders Society* members have been the leaders in ongoing advancements in patient care at The Westerly Hospital, in many cases for several years. Your contributions have brought improvements in patient convenience and comfort, and upgrades to the technology and facilities in which care is provided.

Most recently, with your help, our diagnostic imaging department has been converted from the previous generation of equipment to the more sophisticated "digital" format for x-ray, mammography, CT scan, bone densitometry, and MRI. Advantages of these new systems include the quality of the image detail, the ability for physicians to review the images in their offices, and efficient storage and retrieval.

The addition of **Digital Cardiac Ultrasound** imaging will complete our diagnostic imaging department's conversion to "all-digital." This project includes special monitors enabling the motion of the heart and flow of blood to be observed. With these best available quality improvements in place, the number of exams is expected to grow to well over 10,000 annually.

Cardiac ultrasound provides information about the nature and severity of a heart condition. This is a non-invasive and highly effective way for cardiologists to determine the most appropriate course of treatment -- with medication, surgery, or ongoing monitoring. The images taken here can be made available to experts at other facilities as needed.

The project will cost \$850,000 and your participation as a member of the *Founders Society* will make it possible for us to proceed with this sizeable, but most important investment **for the benefit of thousands of patients** each year -- people of all ages who you will have helped with your gift. *Founders Society* membership starts at \$500. At the new "Chairman's Circle" level of \$1,000 or more, members will receive special additional recognition.

Please make your *Founders Society* contribution to our 2011 *Annual Fund* at this time.

Most sincerely,

Jennifer Schwindt
Board Chair

NEW ADDRESS OR NAME

Morgan Stanley Private Bank, N.A.
Personal Trust Services
201 Plaza Two, Plaza 2, 7th Floor
Jersey City, NJ 07311-3977

WESTERLY HOSPITAL

ACCOUNT NUMBER: 60-0000-17-8
ROBERTS, JR ALFRED M CHAR FDN (CASH)

PLEASE INDICATE ADDRESS OR NAME CHANGES AND RETURN

Morgan Stanley Private Bank, N.A.
Personal Trust Services
201 Plaza Two, Plaza 2, 7th Floor
Jersey City, NJ 07311-3977

CHECK NO. 0170603

DATE 04/03/12
1203300000054
WESTERLY HOSPITAL
PER TRUSTEE DECISION DTD 3/26/12
SLEEP CENTER
OD

60-0000-17-8
ROBERTS, JR ALFRED M CHAR FDN (CASH)
DFL DEPT: TRS
INC: \$.00
PRIN: \$50,000.00
TOTAL: \$50,000.00

rec'd 4/6/12
Restricted to Sleep Study
WJS

THE FACE OF THIS DOCUMENT HAS A BLUE BACKGROUND ON WHITE PAPER. THE ORIGINAL DOCUMENT HAS A BLUE WATERMARK. HOLD TO LIGHT TO VIEW WHEN CHECKING THE ENDORSEMENTS.

Morgan Stanley Private Bank, N.A.
Personal Trust Services
201 Plaza Two, Plaza 2, 7th Floor
Jersey City, NJ 07311-3977

PAYABLE THROUGH
THE BANK OF NEW YORK
White Plains, NY 10602

50-828
219

CHECK NO. 0170603

ROBERTS, JR ALFRED M CHAR FDN (CASH)
ACCOUNT NUMBER: 60-0000-17-8

PAY TO THE ORDER OF **500000**

DATE 04/03/12 AMOUNT *****\$50,000.00

■ FIFTY THOUSAND DOLLARS AND ZERO CENTS *****

TO THE ORDER OF WESTERLY HOSPITAL

Frank Zepan

RIAG0078

July 2011

Mr. Chris Champagne
84 High Street Cafe
PO Box 326
Westerly, RI 02891



Dear Mr. Champagne:

Monday, September 26, 2011 is the date and Stonington Country Club is the place for the **Twenty-Third Annual Westerly Hospital Benefit Golf Tournament**. Please mark you calendar and sign up today. We're planning another great sold out event this year, with your help.

The proceeds of the event this year will support capital improvements of direct benefit to patients including:

- the development of an electronic medical record, so that secure information about a patient's care is available where needed, when needed;
- conversion from the previous generation of cardiac ultrasound to the more sophisticated digital format. This project includes special monitors enabling the motion of the heart and flow of blood to be observed.

Please return your completed form and check as soon as possible. We look forward to seeing you on the course.

Sincerely,

Committee Members: Linda Delaney, Joseph Kirby, Paul Nunes, Joan O'Brien



**THE WESTERLY HOSPITAL
FOUNDATION**

25 Wells Street • Westerly, RI 02891-2934
401-348-2300
www.westerlyhospital.org
Tax ID #05-0508064



August 16, 2011

Mr. Steven J. Crandall
203 Woodville Alton Road
Hope Valley, RI 02832

Dear Mr. Crandall:

This is to acknowledge your Patron Sponsorship, received Friday, August 12, 2011, for the Twenty-third Annual Westerly Hospital Benefit Golf Tournament.

The proceeds of the event this year will support capital improvements of direct benefit to patients including:

- the development of an electronic medical record, so that secure information about a patient's care is available where needed, when needed;
- conversion from the previous generation of cardiac ultrasound to the more sophisticated digital format. This project includes special monitors enabling the motion of the heart and flow of blood to be observed.

The \$100.00 sponsorship fee, of which \$100.00 is tax deductible, entitles you to recognition as a Patron Sponsor. Once again, thank you for your support of the Tournament and the Hospital.

Sincerely,

Nicholas J. Stahl, *CFRE*
Executive Director

P.S. In conforming with federal tax regulations, this letter documents that no goods or services were or will be provided in exchange for the gift referred to above. We recommend that you retain this letter for your records.



2011 ANNUAL FUND

Give online at westerlyhospital.org
(check on the yellow button)

We are pleased to support The Westerly Hospital with a gift.

() Other \$ _____ () \$150 () \$125 () \$100 (your last gift...thank you)

Mr. Joseph H. Kimball Jr.
Sansiveri, Kimball & McNamee, L.L.P.
55 Dorrance Street
Providence, RI 02903-2221

2943 DFSSQL11

My/our email: _____

Please make your check payable to The Westerly Hospital Foundation and return this form in the envelope provided. Your gift is tax-deductible to the extent provided by law.

<input type="checkbox"/> I/we wish to make a gift with a credit card (check one)
<input type="checkbox"/> Visa <input type="checkbox"/> MasterCard <input type="checkbox"/> AMEX
Card No. _____
Exp. Date (Month/Year) _____ Amount _____
Card holder's Name _____
Card holder's Signature _____
Phone _____

- A matching gift form is enclosed.
- This gift is anonymous.
- I have included The Westerly Hospital Foundation in my estate plans. See reverse side for additional giving information.



25 Wells Street, Westerly, RI 02891-2934
401-348-2300
www.westerlyhospital.org
Tax ID # 05-0508064

April 2011

Mr. Joseph H. Kimball Jr.
Sansiveri, Kimball & McNamee, L.L.P.
55 Dorrance Street
Providence, RI 02903-2221

Dear Mr. Kimball,

You and donors like you have been part of ongoing advancements in patient care at The Westerly Hospital for several years. This has included improvements in convenience and comfort and as well as upgrades of the technology and facilities in which care is provided.

Most recently, with help from our donors, our diagnostic imaging department has been converted from the previous generation of equipment to the more sophisticated "digital" format for x-ray, mammography, CT scan, bone densitometry, and MRI. Advantages of these new systems include the quality of the image detail, the ability for physicians to review the images in their offices, and efficient storage and retrieval.

The addition of Digital Cardiac Ultrasound imaging will complete our diagnostic imaging department's conversion to "all-digital." This project includes special monitors enabling the motion of the heart and flow of blood to be observed. With these best available quality improvements in place, the number of exams is expected to grow to well over 10,000 annually.

Cardiac ultrasound provides information about the nature and severity of a heart condition, the flow of blood in and around the heart, and the functioning of the heart itself. This is a non-invasive and highly effective way for cardiologists to determine the most appropriate course of treatment, with medication, surgery, or ongoing monitoring. The images taken here can be made available to experts at other facilities as needed.

This complete project will cost \$850,000. The success of our Spring appeal will make it possible for us to proceed with this sizeable, but most important investment for the benefit of thousands of patients each year — people of all ages who you will have helped with your gift.

Please make your contribution to our 2011 Annual Fund at this time.

Most sincerely,

Jennifer Schwindt
Board Chair

BOARD OF DIRECTORS
Jennifer Schwindt
Chair

Katherine W. Huxsle
Secretary

Edward P. Smith III
Assistant Secretary

Charles S. Kinney, FACHE
President

Matthew A. Roy
Treasurer

Deanne M. LaChance
Assistant Treasurer

Nicholas J. Stahl, CPRE
Executive Director

F. Gregory Ahern

Carl R. Blume

Linda F. Bremner

Mallory Constanline

Arthur M. Cottrill III

Linda Y. Delaney

Susan M. Dush

Stephen M. Greene

A. Carter Halliday

Martha McQ. Hosp

Deborah Lamm

Susan P. Leaver

Benjamin F. Miller

Jean F. O'Brien

John R. Payne Jr.

Linda H. Philips

Grant G. Simmons III

Edward A. Sweeney

Matthew H. Thomson

LOT 1
Solicitor
No Community

Please write to us at our address if you wish to have your name removed from the list to receive future fund-raising requests supporting Westerly Hospital. We write to as many friends as possible, and, if you receive more than one mailing from us, we are sorry.



**THE WESTERLY HOSPITAL
FOUNDATION**

25 Wells Street • Westerly, RI 02891-2934
401-348-2300
www.westerlyhospital.org
Tax ID #05-0508064

June 30, 2011

Dr. & Mrs. David Schwindt
5 Ashby Street
Mystic, CT 06355

Dear Dr. & Mrs. Schwindt:

This is to acknowledge on behalf of the Board of Trustees, all of us at the Hospital, and especially our patients, your \$50.00 gift, received Thursday, June 30, 2011, to The Westerly Hospital's 2011 Annual Fund. This gift has been recorded in memory of Lawrence B. Bailey, and the family has been notified of your thoughtful consideration.

The Annual Fund provides funds for prioritized capital improvements, including conversion from the previous generation of cardiac ultrasound to the more sophisticated digital format. This project includes special monitors enabling the motion of the heart and flow of blood to be observed. This is a non-invasive and highly effective way for cardiologists to determine the most appropriate course of treatment, with medication, surgery, or ongoing monitoring. With these best available quality improvements in place, the number of exams is expected to grow well over 10,000 annually.

Once again, thank you for your gift, which will serve as a lasting tribute to Lawrence.

Sincerely,

Nicholas J. Stahl, *CFRE*
Executive Director

P.S. In conforming with federal tax regulations, this letter documents that no goods or services were or will be provided in exchange for the gift referred to above. We recommend that you retain this letter for your records.



**THE WESTERLY HOSPITAL
FOUNDATION**

25 Wells Street • Westerly, RI 02891-2934
401-348-2300
www.westerlyhospital.org
Tax ID #05-0508064

June 21, 2012

Mr. Thomas C. DePatie
510 West Beach Road
Charlestown, RI 02813

Dear Mr. DePatie:

This is to acknowledge on behalf of the Board of Trustees, all of us at the Hospital, and especially our patients, your \$100.00 gift, received Tuesday, June 19, 2012, to The Westerly Hospital Foundation's 2012 Annual Fund.

The Hospital continues to plan and implement new strategies in response to evolving changes in healthcare. As always, your involvement is essential, enabling us to acquire the latest necessary technology, which this year includes completing the fundraising for new digital cardiac ultrasound equipment.

Thank you for your contribution to sustaining a hospital in which our patients and the community can have confidence and pride.

Sincerely,

Nicholas J. Stahl, *CFRE*
Executive Director

P.S. In conforming with federal tax regulations, this letter documents that no goods or services were or will be provided in exchange for the gift referred to above. We recommend that you retain this letter for your records.



**THE WESTERLY HOSPITAL
FOUNDATION**

25 Wells Street • Westerly, RI 02891-2934
401-348-2300

www.westerlyhospital.org

Tax ID #05-0508064

October 10, 2012

Ms. Pamela A. Ruzzo
45 Riverview Avenue
Westerly, RI 02891

Dear Ms. Ruzzo:

A contribution to The Westerly Hospital's 2013 Annual Fund to be used towards new Telemetry Equipment for our Cardiac Rehabilitation Department in memory of Irene D. Ruzzo has been received from the following individual:

Ms. Eleanor T. McSally
21 Starr Drive
Narragansett, RI 02882

This gift has been acknowledged with gratitude by The Westerly Hospital and will be used to benefit patients cared for here. We hope it will serve to provide a lasting tribute to Irene.

Sincerely,

Nicholas J. Stahl, *CFRE*
Executive Director

Irene D. (DiMasi) Ruzzo

Irene D. (DiMasi) Ruzzo, 85, of Riverview Avenue, Westerly, passed away on Sunday, Sept. 2, 2012. She was the beloved wife of the late Domenic C. Ruzzo for 60 years.

She was born in West Warwick, daughter of Thomas and Virginia DiMasi.

She is survived by her son, Steven A. Ruzzo (Margaret), and her daughters, Pamela A. Ruzzo and Patricia A. Nardone (Robert). She was the proud grandmother of seven loving grandchildren, Brian (Crystal) and Laura Ruzzo, and Michaela, Alexandra, Robert, Christopher and Nicholas Nardone, and great-grandson Marco Ruzzo. She is also survived by her brother, Thomas DiMasi, and two sisters, Anne Woolfall and Eleanor Martin, and many nieces and nephews.

She was predeceased by her brothers, Frank and Roland, and her sisters, Beatrice and Edith.

Visiting hours are omitted. A Mass of Christian Burial will be celebrated in St. Pius X Church, 44 Elm St., Westerly, on Friday, Sept. 7, at 10 a.m. Burial will follow in River Bend Cemetery. In lieu of flowers, the family requests contributions be made to The Westerly Hospital Foundation to benefit the Cardiac Rehab Center - Telemetry System, 45 Wells St., Westerly, RI 02891, in Irene's memory. Gaffney-Dolan Funeral Home, 59 Spruce St., Westerly, is handling arrangements. For online condolences, please go to www.gaffneydolanfuneralhome.com.

Published in The Westerly Sun from September 5 to September 8, 2012



**THE WESTERLY HOSPITAL
FOUNDATION**

25 Wells Street • Westerly, RI 02891-2934

401-348-2300

www.westerlyhospital.org

Tax ID #05-0508064

October 10, 2012

Ms. Eleanor T. McSally
21 Starr Drive
Narragansett, RI 02882

Dear Ms. McSally:

This is to acknowledge on behalf of the Board of Trustees, all of us at the Hospital, and especially our patients, your \$25.00 gift, received Tuesday, October 9, 2012, to The Westerly Hospital's 2013 Annual Fund. This gift has been recorded in memory of Irene D. Ruzzo, and the family has been notified of your thoughtful consideration.

The Hospital continues to plan and implement new strategies in response to evolving changes in healthcare. As always, your involvement is essential, enabling us to acquire the latest necessary technology, which this year includes completing the fundraising for new Cardiac Telemetry Equipment for our Cardiac Rehab Department.

Once again, thank you for your gift, which will serve as a lasting tribute to Irene.

Sincerely,

Nicholas J. Stahl, *CFRE*
Executive Director

P.S. In conforming with federal tax regulations, this letter documents that no goods or services were or will be provided in exchange for the gift referred to above. We recommend that you retain this letter for your records.

Gift Detail and Summary Report

Constituent Name	Date	Fund Description	Cash	Stocks	Pledge Bal	MG Pledge Bal
Mark D. Anderson	8/21/2003	Morgan Fund 03	\$35.00	\$0.00	\$0.00	\$0.00
Samuel A. Azzinaro	8/21/2003	Morgan Fund 03	\$20.00	\$0.00	\$0.00	\$0.00
Sarkis Berberian	8/21/2003	Morgan Fund 03	\$25.00	\$0.00	\$0.00	\$0.00
BST Systems, Inc.	8/21/2003	Morgan Fund 03	\$300.00	\$0.00	\$0.00	\$0.00
Robert A. Calabro	8/21/2003	Morgan Fund 03	\$40.00	\$0.00	\$0.00	\$0.00
Cosmo P. Chiaradio	8/21/2003	Morgan Fund 03	\$20.00	\$0.00	\$0.00	\$0.00
The Chief's Hockey	9/2/2003	Morgan Fund 03	\$100.00	\$0.00	\$0.00	\$0.00
Linda S. Christina	8/21/2003	Morgan Fund 03	\$50.00	\$0.00	\$0.00	\$0.00
Sally L. Conover Steadman	8/21/2003	Morgan Fund 03	\$50.00	\$0.00	\$0.00	\$0.00
Daniella Duke	8/21/2003	Morgan Fund 03	\$100.00	\$0.00	\$0.00	\$0.00
Norman Goldstein	8/21/2003	Morgan Fund 03	\$75.00	\$0.00	\$0.00	\$0.00
Edward A. Gradilone	8/21/2003	Morgan Fund 03	\$30.00	\$0.00	\$0.00	\$0.00
Larry J. Hirsch	8/21/2003	Morgan Fund 03	\$25.00	\$0.00	\$0.00	\$0.00
David C. Johnson	9/3/2003	Morgan Fund 03	\$20.00	\$0.00	\$0.00	\$0.00
Brian P. Kennedy	9/2/2003	Morgan Fund 03	\$40.00	\$0.00	\$0.00	\$0.00
Christine L. Klamian	8/21/2003	Morgan Fund 03	\$35.00	\$0.00	\$0.00	\$0.00
Peter Klamian	8/21/2003	Morgan Fund 03	\$50.00	\$0.00	\$0.00	\$0.00
Albert J. Laurenzo	8/21/2003	Morgan Fund 03	\$50.00	\$0.00	\$0.00	\$0.00
John Manaro	8/21/2003	Morgan Fund 03	\$100.00	\$0.00	\$0.00	\$0.00
Kathleen A. McGrath	8/21/2003	Morgan Fund 03	\$20.00	\$0.00	\$0.00	\$0.00
Marjorie Melanson	8/21/2003	Morgan Fund 03	\$20.00	\$0.00	\$0.00	\$0.00
Marv G. Mitchell	8/21/2003	Morgan Fund 03	\$25.00	\$0.00	\$0.00	\$0.00
Brenda G. Overend	8/21/2003	Morgan Fund 03	\$25.00	\$0.00	\$0.00	\$0.00
Pucci & Greene, Ltd.	8/21/2003	Morgan Fund 03	\$100.00	\$0.00	\$0.00	\$0.00
Christopher F. Schiavone						

Gift Detail and Summary Report

Constituent Name	Date	Fund Description	Cash	Stocks	Pledge Bal	MG Pledge Bal
John A. Sistare	8/21/2003	Morgan Fund 03	\$100.00	\$0.00	\$0.00	\$0.00
Antonio Spino	9/8/2003	Morgan Fund 03	\$30.00	\$0.00	\$0.00	\$0.00
Nicholas J. Stahl	8/21/2003	Morgan Fund 03	\$50.00	\$0.00	\$0.00	\$0.00
Lisa Switz	8/21/2003	Morgan Fund 03	\$25.00	\$0.00	\$0.00	\$0.00
Telluride Real Estate Corp.	8/21/2003	Morgan Fund 03	\$50.00	\$0.00	\$0.00	\$0.00
Thomas T. Terjesen	9/8/2003	Morgan Fund 03	\$200.00	\$0.00	\$0.00	\$0.00
Town of Mountain Village	8/21/2003	Morgan Fund 03	\$100.00	\$0.00	\$0.00	\$0.00
Washington County Bar Association	8/21/2003	Morgan Fund 03	\$100.00	\$0.00	\$0.00	\$0.00
The Westerly Hospital Medical Staff	9/2/2003	Morgan Fund 03	\$50.00	\$0.00	\$0.00	\$0.00
			\$500.00	\$0.00	\$0.00	\$0.00

Grand Totals:

35 Gift(s) listed
 34 Donor(s) listed

\$2,610.00

\$0.00

\$0.00

INDENTURE made and entered into this First day of
May in the year of our Lord one thousand nine hundred and
sixteen, by and between

LOUISE D. HOXSEY, of the Town of Westerly in the County
of Washington and State of Rhode Island, party of the first
part, and

THE WASHINGTON TRUST COMPANY, OF WESTERLY, a corpora-
tion created by the General Assembly of the State of Rhode
Island and having its principal place of business in said Town,
party of the second part.

WHEREAS it is the desire of the party of the first part
that a portion of her property and estate be devoted to the
foundation of a fund to be used for the establishment and main-
tenance of a hospital in said Town of Westerly and that thereby
gifts from others to that end may be encouraged;

NOW THEREFORE, KNOW ALL MEN BY THESE PRESENTS, that I,
the said Louise D. Hoxsey, in consideration of the premises, do
hereby give, transfer and deliver to said The Washington Trust
Company, of Westerly, a fund of ten thousand dollars (\$10,000)
to have and to hold said fund (which, together with any and all
additions thereto by other donors and the investments, reinvest-
ments and accumulations of said fund and additions, is herein-
after referred to by and included in the designation, "the trust
fund"), unto said The Washington Trust Company, of Westerly,
its successors and assigns, upon the trusts, for the purposes
and with the powers hereinafter declared and set forth of and
concerning the same, that is to say:

1. The trustee (by which term is here and hereinafter meant said The Washington Trust Company, of Westerly, or other the trustee or trustees for the time being hereunder) shall lay out and invest the trust fund in its name as trustee, within or without the State of Rhode Island, in safe and conservative bonds, mortgages of real estate, stocks and other safe and conservative investments and securities and in improved real estate or in any one or more of the foregoing classes of investments, and shall collect and receive the income arising therefrom and pay from such income so far as possible, and, so far as such income is insufficient for the purpose, from the trust fund, all expenses incidental to the care and management of the trust fund and the execution of the trusts hereof, including a reasonable compensation for services in the trusteeship. The trustee shall have power at all times and from time to time to change investments.

2. The trustee shall accumulate the net income arising from the trust fund until such time as the amount of the funds and the market value in the trustee's opinion of the investments comprising for the time being the trust fund shall be not less than two hundred thousand dollars (\$200,000) and there shall in addition be a hospital in said Town of Westerly equipped so as to be ready for the reception and treatment of patients, which shall have cost, together with its equipment and apart from the land on which it is located, not less than fifty thousand dollars (\$50,000) and which shall be suitable in the trustee's opinion to receive the endowment fund herein provided for, and such building and the tract of land upon which the same shall be located and the equipment of the same shall in addition

have been transferred and conveyed absolutely and in fee simple to the charitable corporation, the formation of which is hereinafter directed, for the purposes of a hospital, by a good conveyance to charitable uses satisfactory in its terms and provisions to the trustee. In case, however, such time shall not occur prior to the expiration of twenty-one years from and after the decease of the survivor of the following residents of said Town of Westerly, namely, Thomas Perry, Everett Barns, Harvey C. Perry, Arthur L. Perry and Thomas P. Nichols, then from and after the expiration of said period of twenty-one years the trustee shall in such manner as it shall deem best devote the trust fund to the establishment of a hospital in said Town of Westerly and the maintenance thereof or, if it is more expedient in the trustee's opinion, to the maintenance of some hospital already established there or, if neither of the foregoing courses is practicable in the trustee's opinion, to such other charitable uses and purposes in said Town of Westerly as it shall see fit.

3. Whenever and so long as, prior to the expiration of said period of twenty-one years, the amount of the funds and the market value in the trustee's opinion of the investments comprising for the time being the trust fund shall exceed two hundred thousand dollars (\$200,000), the trustee may, notwithstanding the foregoing direction to accumulate the income of the trust fund, expend the whole or any part of the surplus of the same over and above two hundred thousand dollars (\$200,000) in such manner as in its opinion will operate most effectually toward the establishment of a hospital in said Town of Westerly, ready for the reception and treatment of patients and available for conveyance to said charitable corporation, or toward bringing about such conveyance. And, notwithstanding the foregoing

direction to accumulate the income of the trust fund, at such time prior to the expiration of said period of twenty-one years as the unexpended surplus of the trust fund over and above two hundred thousand dollars (\$200,000) shall with the other funds and property then available for the purpose be sufficient in the trustee's opinion to establish a hospital in said Town ready for the reception and treatment of patients and available for conveyance to said charitable corporation and to bring about such conveyance, the trustee shall expend so much of such surplus as it may be necessary to expend for the purpose of establishing a hospital in said Town ready for the reception and treatment of patients and available for conveyance to said charitable corporation and for the purpose of bringing about such conveyance, such expenditure to be made in such manner as the trustee shall deem best. The trustee, however, shall not, either under the authorization of the foregoing power or in pursuance of the foregoing direction, make any expenditure upon the erection or purchase of any building or upon the equipment thereof which, when ready for the reception and treatment of patients, will not, together with its equipment and apart from the land on which it is located, have cost at least fifty thousand dollars (\$50,000) and be suitable in the trustee's opinion to receive the endowment fund herein provided for or upon the purchase of any real estate the title to which shall not be taken in its name as trustee or upon the erection of any building on land the title to which is not held by the trustee or upon the equipment of any such building, unless the trustee shall first have entered into a good and valid contract by which it is agreed that said land and building and the equipment thereof shall be transferred and conveyed to the

charitable corporation, the formation of which is hereinafter directed, forthwith upon the organization thereof, for use for hospital purposes, by a good conveyance to charitable uses satisfactory in its terms and provisions to the trustee.

4. At such time prior to the expiration of said period of twenty-one years as it shall in its opinion be advisable so to do, but not later than the time when there shall be ready for the reception and treatment of patients a hospital in said Town, which, together with the equipment thereof and apart from the land on which it is located, shall have cost not less than fifty thousand dollars (\$50,000) and which in the trustee's opinion shall be suitable to receive the endowment fund herein provided for, the trustee shall cause to be organized under the General Laws of the State of Rhode Island or to be created by special act of the General Assembly of said State a charitable corporation for the purpose of conducting a hospital in said Town of Westerly, with such name and such corporate powers and such organization as the trustee shall deem best. The by-laws or charter of said charitable corporation shall, however, provide for a Board of Trustees, the number of which, as fixed by the by-laws or charter, shall be not less than five and not more than nine, the original members of said Board to be selected by a majority vote of a committee consisting of the President of The Rhode Island Hospital, the President of the Rhode Island Hospital Trust Company, the President of the Board of Trade of Westerly, Rhode Island, and the President of said The Washington Trust Company, of Westerly, or such of them as will serve, and succeeding members of said Board to be elected by a majority vote of said Board. In case at the time of the organization of said

charitable corporation there shall be a vacancy in the office of president of any of the aforesaid four corporations or the office of president shall not exist, then the officer for the time being acting in the stead of the president or the officer holding the office most nearly corresponding to that of president at the present time shall act in the place and stead of the president.

5. In case a hospital building costing, together with the equipment thereof but apart from the land on which it is located, not less than fifty thousand dollars (\$50,000) shall be erected upon land purchased by the trustee under any power or in pursuance of any direction hereinbefore contained, then forthwith, upon the completion of the same and of the equipment thereof so that it is ready for the reception and treatment of patients, the trustee shall transfer and convey the land upon which the same is located and such building and equipment absolutely and in fee simple to said charitable corporation for use for hospital purposes by a good conveyance to charitable uses. Such conveyance shall authorize and empower said charitable corporation, in case it shall at any time become inexpedient in the opinion of a majority of the Board of Trustees thereof to conduct a hospital on the land conveyed to it, to sell such land or any part thereof at public or private sale, for cash or on credit, or to lease such land or any part thereof from time to time upon such terms and conditions as it shall see fit; and such conveyance shall further confer upon such corporation such other powers, if any, as the trustee shall see fit.

6. From and after the conveyance to said charitable corporation by a good conveyance to charitable uses satisfactory in its terms and provisions to the trustee, prior to the expiration of said period of twenty-one years, of a hospi-

tal equipped and ready for the reception of patients, costing, together with the equipment thereof but apart from the land on which it is located, not less than fifty thousand dollars (\$50,000) and suitable in the trustee's opinion to receive the endowment fund herein provided for, the trustee shall pay over the net income arising from the trust fund, as the same shall accrue due, to said charitable corporation for its uses and purposes in the maintenance of a hospital, provided, however, that under the provisions of this paragraph no such payment of the net income shall be made until the funds and the market value in the opinion of the trustee of the investments for the time being comprising the trust fund shall amount to not less than two hundred thousand dollars (\$200,000). The trustee is hereby authorized to pay over all such income to the treasurer of said corporation without being in any way answerable for the application, misapplication or non-application of the same.

7. The trustee is hereby authorized to exercise discretionary powers of sale and lease over the real and personal estate or any part or parts thereof comprising the trust fund, including any real estate purchased for a hospital site which it shall not be expedient in the trustee's opinion to use for that purpose, and, in case of any sale, to sell at public or private sale, for cash or on credit, together or in parcels, and, in case of any lease, to lease upon such terms and conditions as to the trustee shall seem best. The proceeds of any sale of real estate purchased for a hospital site shall be deemed part of the principal of the trust fund, and the rents from any lease of the same, income from said fund.

8. Purchasers or other persons who shall pay any moneys to the trustee shall be exempt from all responsibility in respect to the application, misapplication or non-application of

the same and from the necessity of inquiring into the regularity, validity or propriety of any sale made or purporting to be made under any power herein contained.

Said The Washington Trust Company, of Westerly, hereby acknowledges the receipt of said fund of ten thousand dollars (\$10,000) and agrees to hold the same upon the trusts and for the purposes hereinbefore declared and set forth.

IN TESTIMONY WHEREOF, the party of the first part has hereunto and to a duplicate hereof set her hand and seal and the party of the second part has caused its name to be subscribed and its corporate seal to be affixed hereunto and to a duplicate hereof by Charles Perry its President thereunto duly authorized, on the day and in the year first above written.

Executed in presence of: }

Sara A. Langworthy
Robert J. Carlisle

(Signed) Louise D. Hoxsey SEAL

THE WASHINGTON TRUST COMPANY,
OF WESTERLY,

By Charles Perry President.

S E A L

5

WILL OF CHARLES A. MORGAN.

I, Charles A. Morgan, of the Town of Westerly, in the State of Rhode Island, being of sound and disposing mind and memory, do make, publish and declare the following as and for my last will and testament, hereby revoking all other and former wills by me made.

FIRST: I direct my executor, hereinafter named, to pay from my estate, as soon as may be after my decease, all of my just debts, expenses of my last sickness, funeral expenses and to pay from the principal of my estate, in such manner that the same shall ultimately be borne by the residue thereof and as an expense of administration, all inheritance taxes, succession taxes, transfer taxes, legacy taxes, death duties, and other similar imposts and charges, whether imposed by any law of the United States, or of any state, to the end and with the effect, as far as possible, that the bequests and devises, other than of the residue hereinafter in this will contained, may be exonerated therefrom and be received by the several beneficiaries without deduction, and for the purpose of raising money for the payment of any of said debts, taxes and charges, or for any other purpose connected with the settlement of my estate, I authorize and empower my executor, in its discretion, to sell, mortgage and pledge such and so much of my estate, real or personal, as it may deem necessary, and to make, execute, and deliver all such notes and other instruments as it may deem necessary or convenient in the carrying out of these powers, and any such notes, or other instruments made, executed or created by my executor pursuant to these powers, shall be binding upon my estate and not upon my executor personally, and the powers hereby granted shall be exercised by my executor

27/12/22

13:21

NOT FOR PROFIT + 93483585

NO. 0000 0000

without the necessity of application to any court.

SECOND: I give and bequeath to my clerk, Jessie M. Surber, provided she shall survive me, all of my stock in the corporation, C. A. Morgan, Inc.

THIRD: I give and bequeath to my friend, Elizabeth F. Tennant, provided she shall survive me, my automobile and its accessories; also my diamond ring.

FOURTH: I give and bequeath to my nephew, Charles P. Cottrell, Jr., provided he shall survive me, my watch.

FIFTH: I give, devise and bequeath to my housekeeper, Martha Barber, and to my friend, Elizabeth F. Tennant, provided they shall both survive me, my real estate at number twelve Elm Street, in the Town of Westerly, TO HAVE AND TO HOLD the same as joint tenants during their joint lives; and to said Martha Barber, provided she survives me, the contents of the dwelling house located upon said real estate, comprising furniture, furnishings, household equipment, supplies, articles of use or ornament, and other tangible personal property therein contained and used by me, or adapted for use in connection with said dwelling house as a place of residence. TO HAVE AND TO HOLD said contents of personal property to her sole use for and during her natural life: Provided that if said Martha Barber shall survive me and said Elizabeth F. Tennant shall not survive me, then I give, devise and bequeath said real estate to said Martha Barber, solely, TO HAVE AND TO HOLD the same for and during her natural life: Provided further that if said Elizabeth F. Tennant shall survive me and said Martha Barber shall not survive me, then I give, devise and bequeath said real estate and said contents of personal property to

said Elizabeth F. Tennant, TO HAVE AND TO HOLD the same to her and to her heirs and assigns, to her and their own use forever. From and after the decease of said Martha Barber, and provided Elizabeth F. Tennant shall have survived me, and shall have survived said Martha Barber, I give, devise and bequeath said real estate and contents of personal property which may remain at the decease of said Martha Barber, to said Elizabeth F. Tennant, TO HAVE AND TO HOLD the same to her and to her heirs and assigns, to her and their own use forever:

Provided further that if neither said Martha Barber nor Elizabeth F. Tennant shall survive me, or if both shall survive me and said Elizabeth F. Tennant shall not survive said Martha Barber, or if said Martha Barber shall survive me and said Elizabeth F. Tennant shall not survive me, then upon the decease of Martha Barber, Elizabeth F. Tennant being then also deceased, I give, devise and bequeath said real estate and said contents of personal property which may remain upon the decease of said Martha Barber to my trustee, hereinafter named, to become and be a part of the residue of my estate, and to be held and disposed of by my trustee as provided in the "SEVENTH" clause of this my will.

SIXTH: Out of the stock of the Great American Insurance Company, which I may own at the time of my decease, I give and bequeath one hundred and twenty-five (125) shares to Industrial Trust Company, a corporation created by the General Assembly of the State of Rhode Island, having its principal place of business at Providence and a branch at Westerly, in said State, IN SPECIAL TRUST, HOWEVER, upon the following terms and conditions:

1. To hold the trust estate in trust until the decease of Martha Barber, and during her life, to pay over the net income of the trust estate to her, quarterly, or at such other periods as my

Disposition
of Income.

trustee may determine.

Proposition
Principal.

2. Upon the decease of said Martha Barber, I direct my trustee to convey, transfer and set over the trust estate to itself, as trustee under the "SEVENTH" paragraph of this my will, for the same uses and purposes as therein expressed, of and concerning the trust estate, by said paragraph created and provided, and upon such conveyance and transfer being made, this trust shall end.

SEVENTH: All of the rest, residua and remainder of my estate, real, personal and mixed, of whatsoever kind and wherever located, and of which I shall die seized, possessed, or in any way entitled (including the aforesaid remainder of the trust estate, as provided in paragraph "SIXTH" of this my will), I give, devise and bequeath to said Industrial Trust Company, IN SPECIAL TRUST HOWEVER, upon the following terms and conditions:-

1. During the life of Martha Barber and Elizabeth F. Tennant, and during the life of the survivor of them, to expend so much of the net income of the trust estate as my trustee, in its absolute discretion, may deem necessary to pay and provide for all expenses of the upkeep and maintenance, repair, insurance, taxes and assessments of every nature, upon or in respect of my real estate at number twelve Elm Street, Waverly, and also to pay all expenses of heating the same, and for all gas, water and electricity that may be used therein incidental to occupancy thereof by said Martha Barber or Elizabeth F. Tennant, or by both, to the end that they may have the full use and enjoyment of said real estate, free of expense for any of the matters aforesaid, and to accumulate, during their joint lives, and during the life of the survivor of them, an of the net income not required for the purposes aforesaid.

2. From and after the decease of said Martha Barber and Elizabeth F. Tennant, and the survivor of them, to hold said trust estate, principal and then accumulated income as a new principal, perpetually in trust as a charitable trust, to pay over the net income thereof annually, or at such other shorter periods as may seem best to my trustee, to the Westerly Hospital, said income to be used by said Westerly Hospital for the furnishing of free hospital service to such members of the public as may be in need thereof, and unable, in whole or in part, to pay for such service.

EIGHTH: I direct that my trustee and the trust estates created or provided by the several paragraphs of this my will shall be entitled to the benefits and subject, in all respects, to the following terms and conditions:

(a) All references in this my will to trustee shall be deemed to include the trustee above-named and the trustee or trustees for the time being, and all rights, powers, privileges, duties and discretions by this instrument vested in my said trustee above-named, shall be likewise vested in and exercised in most ample manner by the trustee or trustees for the time being, and who may be from time to time by this will or by any other competent authority appointed.

(b) My trustee shall take the possession, control and management of all my property; collect and receive all income, interest, dividends, rents and profits arising from and out of all of the property and estates hereby devised and bequeathed to my said trustee; shall pay therefrom all taxes, assessments and public charges, expenses of insurance, repairs, upkeep, maintenance, protection, management, and other obligations and liabilities of every kind that may become due from or on account of said trust estate, or of any part thereof incidental to the execution of the

"Trustee" definition.

Power of Possession and Management.

trusts, including a reasonable compensation to the said trustee for its services.

Power of Sale, etc.

(c) I authorize my trustee to sell, exchange or otherwise dispose of, either at public auction or private sale or at brokers board, from time to time in its discretion, to such persons and upon such terms and conditions as it shall see fit; and to mortgage, lease, pledge or otherwise deal with the whole or any part of parts of my said trust estate, whether real or personal property, or of whatever character the same may be, and for any purpose whatsoever deemed by it to be connected with the advantageous execution of these trusts; and generally in its uncontrolled discretion, to invest, reinvest and change the investment of the whole or any part of said trust estate; to make conveyances thereof or other disposition in such manner as to vest in the purchaser or person taking the same in any manner from said trustee, such

Power to Invest

Power to Make Deeds, etc.

estate or title therein as may be appropriate to the transaction involved and as to my said trustee shall seem advisable; and for the purpose of the powers hereby conferred to make, execute and deliver all suitable deeds, mortgages, transfers, conveyances, leases, agreements and other documents or papers of any and every kind and deemed by it necessary or convenient; and all such property in the hands of any grantee, transferee, mortgagee, lessee or other persons conveyed, transferred, mortgaged, leased or otherwise disposed of by my said trustee, shall be freed and discharged of and from all trusts created by this will, and no purchaser at any sale, transferee, mortgagee, lessee or other person acquiring or purporting to acquire any property from my said trustee under any power or trust created by this will, and no person, firm or corporation making any transfer of any bond, stock or other security or property whatsoever at the request of my said

Transfers

trustee or dealing in any way with my said trustee, shall be required to inquire into the validity, authority, expediency or propriety of any sale, mortgage, transfer, lease, agreement or other transaction whatsoever or to see to or be liable for the application of any purchase money or other property delivered to said trustee; the receipt, acquittance or other instrument whatsoever of said trustee being hereby made a full release and discharge to all persons dealing with my said trustee for the payment of any funds and the delivery of any property to my said trustee.

Third Persons Relieved of Inquiry.

Continuing Investments.

(d) I authorize my trustee, in its discretion, and at the expense and risk of my estate, to continue so long as it shall see fit, the form of investment of my estate as the same may exist at the time of my decease, and the same to change at will, with all appropriate and convenient incidental powers not inconsistent with the express provisions of this instrument.

Stock Dividends, etc.

(e) I hereby declare, and it is my will, that all stock dividends and rights or warrants for subscription to stock or other securities which shall come to the hands of my trustee in connection with any of the stocks or securities at any time constituting any part of the trust estate, shall be deemed to be principal and not income, and shall appertain and belong to the principal of the trust estate.

Reorganization, etc.

(f) I authorize my trustee, in its discretion, to become party to any deposit, reorganization or committee agreement respecting any stocks or securities held by my trustee as a part of the trust estate, and to make all such surrenders, exchanges, or subscriptions, and to do such other acts and things as, in its discretion, it deems best with respect thereto, incidentally to the exercise of the authority hereby conferred.

General
powers

(g) In addition to the powers, privileges and discretions herein specifically granted to my trustee, it is hereby vested with all such other powers, privileges or discretions as may be necessary, convenient or incidental to the execution of any of the trusts herein created, or to the management or disposition of any property belonging to the trust estate; and the enumeration of specific powers herein shall not be construed to withhold, limit, disparage or qualify any other powers, privileges or discretions which said trustee may deem it best to exercise.

Resignation, etc.
(h) If any trustee shall die, resign, refuse to act or become incapacitated, then a new trustee or trustees may be appointed by the Superior Court of the State of Rhode Island or other court of competent jurisdiction, upon the application of any beneficiary or other person interested in such trust estate; and any new trustee or trustees appointed shall by virtue hereof and by virtue of such appointment be and become forthwith vested with full and complete title to the trust estate and with all of the rights, powers, privileges and discretions conferred upon the original trustee; PROVIDED that until such new trustee or trustees shall be appointed and during such time and vacancy shall continue, the remaining trustee as sole trustee shall have and may exercise to the fullest extent all the rights, powers, privileges and discretions conferred upon the original trustee.

Liability
of
Trustee.

(i) My said trustee and the trustee or trustees for the time being under this will, however appointed, shall be respectively chargeable only with such portions of the trust estate as they shall respectively actually receive, notwithstanding that they may have signed receipts for conformity, and shall be answerable and accountable only for their own respective acts, receipts, neglects and defaults, and not one for the other, nor for any other person with whom or into whose hands any trust moneys or securities may come or be deposited, nor for the deficiency of any such trust estate, moneys or other property nor for any loss or depreciation

thereof, unless the same shall result from the wilful misconduct, fraud or default of any such trustee, nor for the consequence of any act performed in good faith in the execution or attempted execution of these trusts.

NINTH: I hereby nominate and appoint Industrial Trust Company to be the executor of this my last will and testament.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 31 day of October, A. D. 1924.

Charles A. Morgan (L.S.)

Signed, sealed, published and declared by Charles A. Morgan as and for his last will and testament, in the presence of us, who, in his presence, in the presence of each other, and at his request, have subscribed our names as witnesses hereto.

WITNESSES:

Mabel A. Saunders.
Ruth F. Wilcox

Westerly, R. I.
Westerly, R. I.

State of Rhode Island and Providence Plantations.

Clerk's Office of the Probate Court of the Town of Westerly
in the County of Washington in said State

I, Charles R. Oury Clerk of said Court, having, by law, the custody of the seal and all the records, books, documents and papers of or appertaining to said Court, hereby certify the paper hereto annexed to be a true copy of a paper appertaining to said Court, and on file and of record in said office.

WILL OF CHARLES A. MORGAN

In attestation whereof, I have hereunto set my hand and have affixed the seal of said Court, this 9th day of December A. D. 1924.

Charles R. Oury Clerk

Exhibit

6

**The Westerly Hospital Board Members and Senior Managers
2010/2011**

Name	Position
Fred A. Allardyce	Board member
George Bourganos, M.D.	Board member
John P. Casey	Board member
David D'Eramo	Board member
Leonard C. Edwards	Board member
Maureen N. Fitzgerald	Board member
John T. Gorby	Board member
Richard C. Holliday	Board member
Martha McQ. Hosp	Board member
Charles S. Kinney	Board member
Allen Leadbetter, M.D.	Board member
William G. McKendree	Board member
David R. Nelson	Board member
Mary Jo Orsinger	Board member
Jennifer Schwindt	Board member
William G. McKendree Chairman	Board member
Martha McQ. Hosp First Vice Chairman	Board member
Allen Leadbetter, M.D. Second Vice Chairman	Board member
Fred A. Allardyce Third Vice Chairman	Board member
Jeanne M. LaChance	Board Treasurer
Maureen L. Carboni	Board Secretary

**The Westerly Hospital Board Members and Senior Managers
2010/2011**

Robert J. Brockman	Honorary Board member
Henry J. Nardone	Honorary Board member
Thomas F. Moore Jr.	Honorary Board member
Margaret F. Austin	VP Clinical Operations, CNO
James O'Keefe	Acting CFO in 2012, The Westerly Hospital
Jodie Tate	Executive Director, Chief HR Officer
Rich Munson	Executive Director Support Services
Charles White	Controller
Christopher M. Lehrach, M.D.	Chief Transformation Officer ("CTO")-Interim Operation

Exhibit 9

DAVID V. DEVAULT
2 DENNIS COURT
WESTERLY, RI 02891
HOME PHONE: 401-596-5581
E-MAIL: devaultwest@cox.net

Via E-Mail

July 8, 2011

Mr. William McKendree, Chairman
Westerly Hospital Healthcare
and The Westerly Hospital
25 Wells Street
Westerly, RI 02891

Dear Bill:

I am writing to you regarding my status as a member of the Board of Governors of Westerly Hospital Healthcare and the Board of Trustees of The Westerly Hospital.

After careful consideration, I have come to the conclusion that my continued participation as a member of these Boards, combined with the nature and status of the relationship between WHH/TWH and my employer, currently presents too many opportunities for potential, actual or perceived conflicts of interest. I do not want to place the organization in a position whereby its actions might be questioned, nor of course, can I place my employer in the same position.

With your concurrence, effective immediately, I offer to enter into a leave of absence from active participation as a member of the Boards. This would include a cessation from attendance at meetings of the Boards and Board committees. In addition, information that would otherwise be provided to members of the Boards would not be sent to me. This leave of absence status would continue so long as the current conditions remain in effect, or until a conclusion is reached that continued membership on the Boards in any status is no longer appropriate.

Please confirm to me if the arrangements described above are satisfactory.

I extend my deep thanks for the leadership and wisdom you have displayed as Board chair during my tenure on the Board.

Sincerely,



Bill McKendree

To: Devault Family
Cc: Pat Grimes; Martha Hosp; Charlie Kinney
Subject: RE: Hospital Board Status

David, I fully understand the conditions under which a leave of absence from The Westerly Hospital Healthcare Board of Trustees is necessary, and I therefore approve this Leave of Absence until such times as the circumstances which have given rise to this need have changed.

We have greatly benefitted from your contributions and I look forward to a time when we can serve together again in supporting WHH.

Best regards,

Bill

From: Devault Family [<mailto:devaultwest@cox.net>]
Sent: Friday, July 08, 2011 7:50 PM
To: Bill McKendree
Subject: Hospital Board Status

Bill – attached is a letter that is intended to capture the terms of the arrangement we discussed today.

If you need to reach me over the weekend, my home phone is 596-5581 or my cell is 401-932-8448.

Thanks

Dave

Maureen Carboni

From: Bill McKendree [mckendree@theclariongroup.com]
Sent: Thursday, December 01, 2011 20:40
To: David V. Devault
Subject: Follow up to prior discussions
Attachments: image001.png

Earlier this year you had submitted your resignation to the Boards of Westerly Hospital Healthcare and The Westerly Hospital in light of the system's financial challenges and your possible conflicts with responsibilities as an Officer of The Washington Trust Company. After discussion related to the potential negative PR and press implications, you graciously agreed to take instead a Leave of Absence. We agreed that we would need to re-evaluate this in five to six months. I cannot tell you how much I appreciate your help and flexibility in this matter.

Our challenges are continuing and our window of time is upon us. Therefore, I feel it is my responsibility to now accept your earlier resignation, effective 12/2/11.

I am sure you can understand the needs that we have as Boards and can appreciate the reasoning behind my accepting your resignation.

Again, your support and contributions of the past are greatly appreciated and I hope that a day will emerge when we can work together again.

Regards,

Bill

William McKendree, Founding Partner
West Hartford CT | St Louis MO
Direct: 860.232.3667 x113
www.theclariongroup.com

 **The clarion group**
REAL. CLEAR. INSIGHT.

 Please consider the environment before printing this email.

Barbara J. Perino, CPA
16 Links Passage Westerly, RI 02891
bjpcpa@gmail.com

Via E-Mail

July 8, 2011

Mr. William McKendree, Chairman
Westerly Hospital Healthcare and The Westerly Hospital
25 Wells Street
Westerly, RI 02891

Dear Bill:

I am writing to you regarding my status as a member of the Board of Governors of Westerly Hospital Healthcare, the Board of Trustees of The Westerly Hospital, North Stonington Health Center and Atlantic Medical Group.

After careful consideration, I have come to the conclusion that my continued participation as a member of these Boards, combined with the nature and status of the relationship between WHH/TWH and my employer, currently presents too many opportunities for potential, actual or perceived conflicts of interest. I do not want to place the organization in a position whereby its actions might be questioned, nor of course, can I place my employer in the same position.

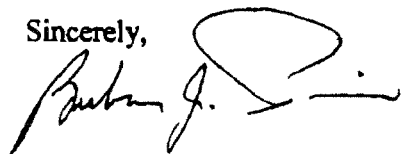
With your concurrence, effective immediately, I offer to enter into a leave of absence from active participation as a member of the Boards. This would include a cessation from attendance at meetings of the Boards and Board committees. In addition, information that would otherwise be provided to members of the Boards would not be sent to me. This leave of absence status would continue so long as the current conditions remain in effect, or until a conclusion is reached that continued membership on the Boards in any status is no longer appropriate.

With respect to North Stonington Health Center and Atlantic Medical Group, I have not read the by-laws as it relates to Board membership and whether a leave of absence is permitted. My Board status with these organizations may require additional review.

Please confirm to me if the arrangements described above are satisfactory.

I have enjoyed my time on the Board and look forward to the time when I may once again be of assistance.

Sincerely,



Barbara J. Perino

Bill McKendree

To: Barbara Perino
Cc: Pat Grimes; Martha Hosp; Charlie Kinney
Subject: RE: TWH and affiliates

Barbara, I fully understand the conditions under which a leave of absence from The Westerly Hospital Healthcare Board of Trustees is necessary, and I therefore approve this Leave of Absence until such times as the circumstances which have given rise to this need have changed.

By your going on Leave from the WHH Board, you are also thereby on Leave from the North Stonington and AMG Boards, as you fill the role on those Boards as a representative from the WHH Board.

We have greatly benefitted from your contributions and I look forward to a time when we can serve together again in supporting WHH.

Best regards,

Bill

From: Barbara Perino [<mailto:barbaraperino@cox.net>]

Sent: Friday, July 08, 2011 8:23 PM

To: Bill McKendree

Subject: TWH and affiliates

Bill,

Attached is the letter that I referenced in our discussion. If you need to contact me, please call my cell at 401-932-6005.

Barbara J. Perino

Maureen Carboni

From: Bill McKendree [mckendree@theclariongroup.com]
Sent: Thursday, December 01, 2011 20:43
To: biperino@washtrust.com
Subject: Follow up to prior discussions
Attachments: image001.png

Earlier this year you had submitted your resignation to the Boards of Westerly Hospital Healthcare and The Westerly Hospital in light of the system's financial challenges and your possible conflicts with responsibilities as an Officer of The Washington Trust Company. After discussion related to the potential negative PR and press implications, you graciously agreed to take instead a Leave of Absence. We agreed that we would need to re-evaluate this in five to six months. I cannot tell you how much I appreciate your help and flexibility in this matter.

Our challenges are continuing and our window of time is upon us. Therefore, I feel it is my responsibility to now accept your earlier resignation, effective 12/2/11.

I am sure you can understand the needs that we have as Boards and can appreciate the reasoning behind my accepting your resignation.

Again, your support and contributions of the past are greatly appreciated and I hope that a day will emerge when we can work together again.

Regards,

Bill

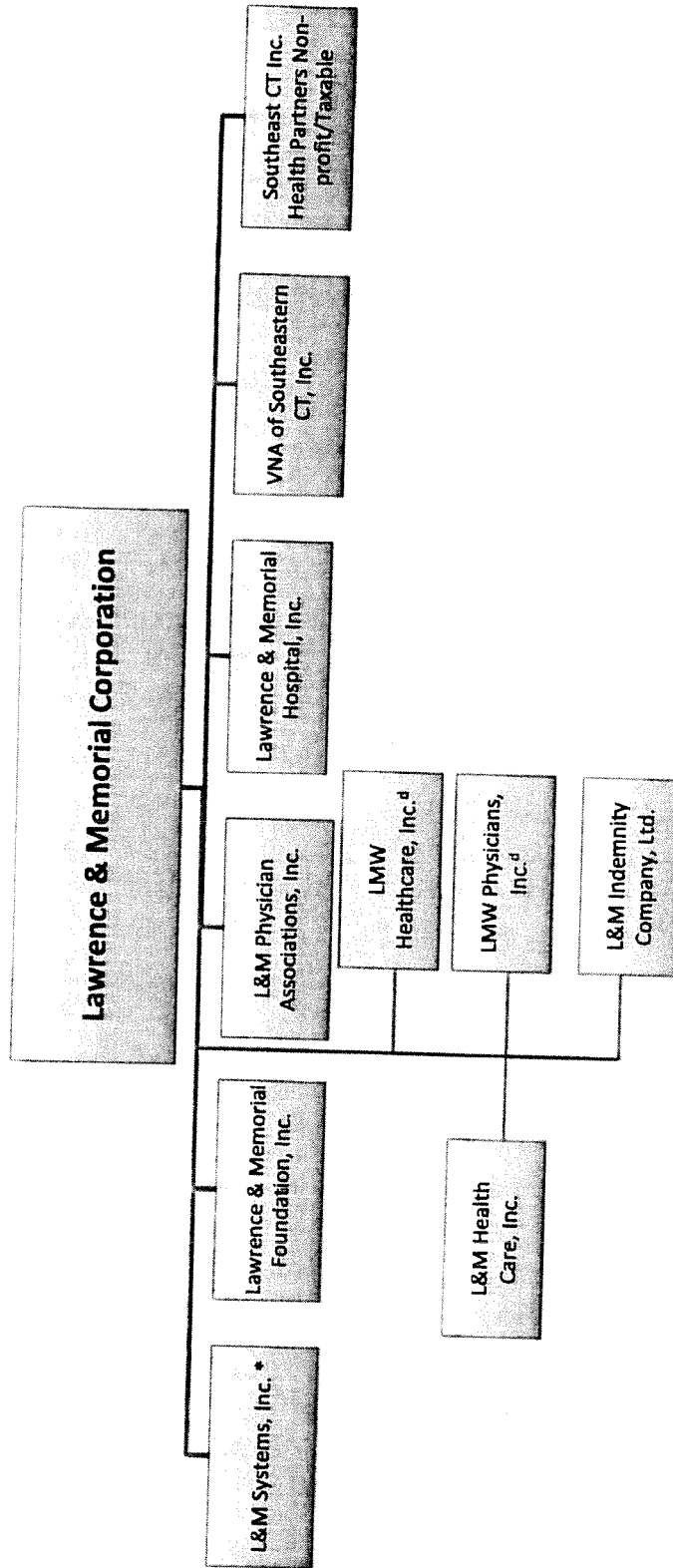
William McKendree, Founding Partner
West Hartford CT | St Louis MO
Direct: 860.232.3667 x113
www.theclariongroup.com

 **The clarion group**
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 Please consider the environment before printing this email.

Exhibit 12

LM LAWRENCE + MEMORIAL



Note:
 * - for profit
 d - Rhode Island non-profit companies

Board of Directors
L&M Systems, Inc.
365 Montauk Avenue
New London, CT 06320
2011

Ulysses B. Hammond, Chairman
Vice President Administration
Connecticut College
270 Mohegan Avenue
New London, CT 06320
860-439-2046
2006- present

Granville Morris, Vice Chairman
Essex Savings Bank, Senior Vice President/Senior Trust Officer
35 Plains Road, BX 950
Essex, CT 06426
860-767-4414 x265
2009- present

Bruce D. Cummings
President/CEO
Lawrence + Memorial Hospital
365 Montauk Avenue
New London, CT 06320
860-442-0711 x2221
2005- present

Fred A. Conti, CPA, Treasurer
Regional Manager, Financial Security Group
P.O. Box 314
West Mystic, CT 06388
860 536-8153
2009- present

Marilynn Malerba, Secretary
Chair, Mohegan Tribe
4 Glen Craig Place
Uncasville, CT 06382
860-862-6192
2006- present

Maureen Anderson, Assistant Secretary
Lawrence + Memorial Hospital
Vice President and General Counsel

365 Montauk Avenue
New London, CT 06320
860-442-0711 x4416
2008- present

Board of Directors
L&M Systems, Inc.
365 Montauk Avenue
New London, CT 06320
2012

Ulysses B. Hammond, Chairman
Vice President Administration
Connecticut College
270 Mohegan Avenue
New London, CT 06320
860-439-2046
2006- present

Granville Morris, Vice Chairman
Essex Savings Bank, Senior Vice President/Senior Trust Officer
35 Plains Road, BX 950
Essex, CT 06426
860-767-4414 x265
2009- present

Bruce D. Cummings
President/CEO
Lawrence + Memorial Hospital
365 Montauk Avenue
New London, CT 06320
860-442-0711 x2221
2005- present

Fred A. Conti, CPA, Treasurer
Regional Manager, Financial Security Group
P.O. Box 314
West Mystic, CT 06388
860 536-8153
2009- present

Marilynn Malerba, Secretary
Chair, Mohegan Tribe
4 Glen Craig Place
Uncasville, CT 06382
860-862-6192
2006- present

Maureen Anderson, Assistant Secretary
Lawrence + Memorial Hospital
Vice President and General Counsel
365 Montauk Avenue
New London, CT 06320
860-442-0711 x4416
2008- present

**Board of Directors
Lawrence & Memorial Foundation, Inc.
365 Montauk Avenue
New London, CT 06320
2011**

Ulysses B. Hammond, Chairman
Vice President Administration
Connecticut College
270 Mohegan Avenue
New London, CT 06320
860-439-2046
2006 - present

Granville Morris, Vice Chairman
Essex Savings Bank, Senior Vice President/Senior Trust Officer
35 Plains Road, BX 950
Essex, CT 06426
860-767-4414 x265
2009- present

Bruce D. Cummings
President/CEO
Lawrence + Memorial Hospital
365 Montauk Avenue
New London, CT 06320
860-442-0711 x2221
2005- present

Fred A. Conti, CPA, Treasurer
Regional Manager, Financial Security Group
P.O. Box 314
West Mystic, CT 06388
860 536-8153
2009- present

Marilynn Malerba, Secretary
Chair, Mohegan Tribe
4 Glen Craig Place
Uncasville, CT 06382
860-862-6192
2006- present

Maureen Anderson, Assistant Secretary
Lawrence + Memorial Hospital
Vice President and General Counsel
365 Montauk Avenue
New London, CT 06320
860-442-0711 x4416
2008- present

**2012
Board of Directors
Lawrence & Memorial Foundation, Inc.
365 Montauk Avenue
New London, CT 06320**

Ulysses B. Hammond, Chairman
Vice President Administration
Connecticut College
270 Mohegan Avenue
New London, CT 06320
860-439-2046
2006- present

Granville Morris, Vice Chairman
Essex Savings Bank, Senior Vice President/Senior Trust Officer
35 Plains Road, BX 950
Essex, CT 06426
860-767-4414 x265
2009- present

Bruce D. Cummings
President/CEO
Lawrence + Memorial Hospital
365 Montauk Avenue
New London, CT 06320
860-442-0711 x2221
2005- present

Fred A. Conti, CPA, Treasurer
Regional Manager, Financial Security Group
P.O. Box 314
West Mystic, CT 06388
860 536-8153
2009- present

Marilynn Malerba, Secretary
Chair, Mohegan Tribe
4 Glen Craig Place
Uncasville, CT 06382
860-862-6192
2006- present

Maureen Anderson, Assistant Secretary
Lawrence + Memorial Hospital
Vice President and General Counsel
365 Montauk Avenue
New London, CT 06320
860-442-0711 x4416
2008- present

2011
L&M Physician Association, Inc.
2 Lorenz Industrial Parkway
Ledyard, CT 06339

Daniel Rissi, MD, Chairman
Vice President/Chief Medical & Clinical Operations Officer
Lawrence + Memorial Hospital
365 Montauk Avenue
New London, CT 06320
860-442-0711 x2071
Since 2009

Pamela Kane, Executive Director
Vice President/Physician Practice Management & Executive Director L+M Physicians Association
Lawrence + Memorial Hospital
365 Montauk Avenue
New London, CT 06320
860-442-0711 x4633
Since 2009

Lou Inzana, Treasurer, Secretary
Vice President/Chief Financial & Support Services Officer
Lawrence + Memorial Hospital
365 Montauk Avenue
New London, CT 06320
860-442-0711 x2211
Since 2009

Robert T. Ciotola, MD, Board member
LMPA at Ledyard
2 Lorenz Industry Pkwy
Ledyard, CT
860-464-2028
Since 2009

Antonio Toledo, MD, Board member
14 Farmstead Lane (home address)
Waterford, CT 06385
860 442-4678
Since 2009

Jon Gaudio, MD, Board member
LMPA Cardiology Group
492 Montauk Avenue
New London, CT 06320
860-443-0282
Since 2009

Heidi Elliott, MD, Board member
LMPA General Surgery
50 Faire Harbor Pl. Suite 2
New London, CT06320
860-443-3147
Since 2011

Brenda Applegate, MD, Board member
LMPA at Stonington
91 Voluntown Rd
Pawcatuck, CT 06379
860-599-5477
Since 2011

Bruce Cummings, Board member
President/CEO
Lawrence + Memorial Hospital
365 Montauk Avenue
New London, CT 06320
860-442-0711 x2221
Since 2011

2012
L&M Physician Association, Inc.
248 Flanders Road
Niantic, CT 06357

Daniel Rissi, MD, Chairman
Vice President/Chief Medical & Clinical Operations Officer
Lawrence + Memorial Hospital
365 Montauk Avenue
New London, CT 06320
860-442-0711 x2071
Since 2009

Pamela Kane, Executive Director
Vice President/Physician Practice Management & Executive Director L+M Physicians Association
Lawrence + Memorial Hospital
365 Montauk Avenue
New London, CT 06320
860-442-0711 x4633
Since 2009

Lou Inzana, Treasurer, Secretary
Vice President/Chief Financial & Support Services Officer
Lawrence + Memorial Hospital
365 Montauk Avenue
New London, CT 06320
860-442-0711 x2211
Since 2009

Robert T. Ciotola, MD, Board member
LMPA at Ledyard
2 Lorenz Industry Pkwy
Ledyard, CT
860-464-2028
Since 2009

Antonio Toledo, MD, Board member
14 Farmstead Lane (home address)
Waterford, CT 06385
860 442-4678
Since 2009

Jon Gaudio, MD, Board member
LMPA Cardiology Group
492 Montauk Avenue
New London, CT 06320
860-443-0282
Since 2009

Heidi Elliott, MD, Board member
LMPA General Surgery
50 Faire Harbor Pl. Suite 2
New London, CT06320
860-443-3147
2011 – 5/2012 (terminated when she left LMPA employment on 5/27/12)

Brenda Applegate, MD, Board member
LMPA at Stonington
91 Voluntown Rd
Pawcatuck, CT 06379
860-599-5477
Since 2011

Bruce Cummings, Board member
President/CEO
Lawrence + Memorial Hospital
365 Montauk Avenue
New London, CT 06320
860-442-0711 x2221
Since 2011

Lawrence + Memorial Hospital, Inc.

Board of Directors

Ulysses B. Hammond, Chairman
Vice President Administration
Connecticut College
270 Mohegan Avenue
New London, CT 06320
Phone: 860-439-2046
Tenure: December 2002-December 2013

Granville Morris, Vice Chairman
Essex Savings Bank, Senior Vice President/Senior Trust Officer
35 Plains Road, BX 950
Essex, CT 06426
Phone: 860-767-4414
Tenure: December 2005-December 2014

Fred A. Conti, CPA, Treasurer
Regional Manager, Financial Security Group
P.O. Box 314
West Mystic, CT 06388
Phone: 860-536-8153
Tenure: December 2008-December 2013

Marilynn Malerba, Secretary
Chair, Mohegan Tribe
4 Glen Craig Place
Uncasville, CT 06382
Phone: 860-862-6192
Tenure: December 2002-December 2012

John E. Allen, DMD
464 Montauk Avenue
New London, CT 06320
Phone: 860-443-3634
Tenure: December 2004-December 2013

Scott D. Bates
Senior Policy Advisor
118 Water Street
Stonington, CT 06378
Phone: 860-535-3858
Tenure: December 2009-December 2012

R. Alan Hunter
Retired
24 Palmer Court
Noank, CT 06340
Phone: 860-536-7010
Tenure: December 2005-December 2013

Mary Ellen Jukoski, EdD
Mitchell College, President
7 MacKinnon Place
East Lyme, CT 06333
Phone: 860-701-5027
Tenure: December 2009-December 2012

Robert Keltner, M.D.
SE Pulmonary Associates
155 Montauk Avenue
New London, CT 06320
Phone: 860-444-2223
Tenure: December 2003-December 2012

Lee J. Olivier
Northeast Utilities
Executive Vice President/Chief Operating Officer, P.O. Box 270
Hartford, CT 06141
Phone: 860-728-4800
Tenure: December 2006-December 2012

B. Michael Rauh, Jr
Chelsea Groton Bank-
President and CEO
904 Poquonnock Road
Groton, CT 06340
Phone: 860-448-4104
Tenure: December 2011-December 2014
Carol O. Ridgway
Volunteer
68 Neck Road
Old Lyme, CT 06371
Phone: 860-434-8975
Tenure: December 2008-December 2014

Kathleen Steamer, CPA
Doherty Beals & Banks, PC
Principal, Accounting Firm
187 Williams Street
New London, CT
Phone: 860-443-2033
Tenure: December 2007-December 2013

Ex-Officio Members:

Bruce D. Cummings
President/CEO
Lawrence + Memorial Hospital
365 Montauk Avenue
New London, CT 06320
Phone: 860-442-0711
Tenure: October, 2005 to present

Henry Amdur, M.D.
Past President, Medical Staff
L + M Physicians Obstetrics and Gynecology
470 Bank Street
New London, CT 06320
Phone: 860-444-8021
Tenure: December 2007 to present

Donald J. Felitto, M.D.
President, Medical Staff
SE Connecticut Nephrology Associates
88 Norwich-New London Tpke. Suite 2
Uncasville, CT 06382
Phone: 860-367-0087
Tenure: December 2009 to present

David F. Reifeld, M.D.
Vice President, Medical Staff
L + M Physicians General Surgery
50 Faire Harbour Place, Suite 2C
New London, CT 06320
Phone: 860-442-0711
Tenure: December 2011 to present

Non-Director/ Board Officer:

Maureen Anderson, Assistant Secretary
Lawrence + Memorial Hospital
Vice President and General Counsel
365 Montauk Avenue
New London, CT 06320
Phone: 860-442-0711
Tenure: since 7/2008

Senior Management:

Crista F. Durand, Vice President Strategic Planning
Lawrence + Memorial Hospital
365 Montauk Avenue
New London, CT 06320
Phone: 860-442-0711 x2073
Tenure: since 1/2009

Donna Epps, Vice President Human Resources
Lawrence + Memorial Hospital
365 Montauk Avenue
New London, CT 06320
Phone: 860-442-0711 x2611
Tenure: since 8/1991 (began as VPHR 10/2011)

Lugene A. Inzana, Chief Financial Officer
Lawrence + Memorial Hospital
365 Montauk Avenue
New London, CT 06320
Phone: 860-442-0711
Tenure: since 1/2008

Pamela J. Kane, Vice President Physician Practice Management
Lawrence + Memorial Hospital
365 Montauk Avenue
New London, CT 06320
Phone: 860-442-0711 x4633
Tenure: since 3/2010

Kimberly A. Kalajainen, Vice President and Chief Information Officer
Lawrence + Memorial Hospital
365 Montauk Avenue
New London, CT 06320
Phone: 860-442-0711 x3171
Tenure: since 4/2006

Daniel Rissi, Vice President/CMO
Lawrence + Memorial Hospital
365 Montauk Avenue
New London, CT 06320
Phone: 860-442-0711 x2071
Tenure: June, 2006 to present

William A. Stanley, Vice President Development and Community Relations
Lawrence + Memorial Hospital
365 Montauk Avenue
New London, CT 06320
Phone: 860-442-0711 x2659
Tenure: March, 1999 to present

Lauren Williams, RN
Vice President, Patient Care Services and Chief Nursing Officer
Lawrence + Memorial Hospital
365 Montauk Avenue
New London, CT 06320
Phone: 860-442-0711 x2212
Tenure: July, 2008 to present

Former Board Members:

L. James Carroll, CPA
P.O. Box 3424
Groton Long Point, CT 06340
Phone: 860- 823-0655
Tenure: Tenure ended December 2011

Daniel P. O'Shea
9 Meetinghouse Lane
Old Lyme, CT 06371
Phone: 860 434-3790
Tenure: Tenure ended December 2011

Mary Ann D. Bentz, MD
Dermatology Associates of SE Connecticut, P.C.
425 Montauk Avenue
New London, CT 06320
Phone: 860- 442-1346
Tenure: Tenure ended December 2011

Timothy D. Bates
Robinson & Cole, LLP, Partner
75 Eugene O'Neill Drive
New London, CT 06320
Phone: 860-437-5000
Tenure: December 2002 to December 2011

2011
VNA of Southeastern Connecticut, Inc.
403 North Frontage Road
Waterford, CT 06385

Ann Branchini, Chair
Three Rivers Community College
Mahan Drive
Norwich, CT 06360
860-383-5204

7 Years (Board of Directors)

JoAnn Barrows
Retired
9 Cutter Drive
Mystic, CT 06355
860-536-6365

5 Years (Board of Directors)

Cindy Brustolon-Casey
Brustolon Pontiac-GMC
47 Stonington-Westerly Road
Mystic, CT 06335
860-536-2626

1 Year (Board of Directors)

Ann Burdick, Secretary
Secretary to Superintendent & Dir. Of Operations
134 Williams Street
New London, CT 06320
860-447-6022

7 Years (Board of Directors)

Ivelisse Colon-Rivera
Vertex Pharmaceuticals
130 Waverly St
Cambridge, MA 02139
617-444-0809

2 Years (Board of Directors)

Kathleen Crook, Vice Chair
General Woodcraft
5231 Broad Street
New London, CT 06320
860-444-9663

7 Years (Board of Directors)

Bruce Cummings
President and CEO
Lawrence + Memorial Hospital
365 Montauk Avenue
New London, CT 06320
860-442-0711 x2221

L&M Corporate Member

Christine Hammond
Three Rivers Community College
7 Mahan Drive
Norwich, CT 06360
860-892-5775

8 Years (Board of Directors)

Thomas Kasprzak
Northeast Utilities
44 Mayfield Terrace
East Lyme, CT 06333
860-691-1737

1 Years (Board of Directors)

Mary Lenzini
President, CEO
VNA of Southeastern Connecticut, Inc.
403 North Frontage Road
Waterford, CT 06385
860-444-1111

Mary Jane McGinnis, Treasurer
Human Resources Director
The Day Publishing
47 Eugene O'Neill Drive
New London, CT 06320

1 Year (Board of Directors)

James McGuire
McGuire & McGuire Law
68 Federal Street
New London, CT 06320
860-443-4357

3 Years (Board of Directors)

Patricia Modzelewski
Peck & Tuneski, PC
10 Pearl St
New London, CT 06320
860-447-3370

9 Years (Board of Directors)

Kathy Nelson
Windham Hospital-Satellite at Windham H.S.
355 High St.
Willimantic, CT 06226
860-465-2465

5 Years (Board of Directors)

Carol Ridgway

L&M Corporate Member

Volunteer
68 Neck Road
Old Lyme, CT 06371
860-434-8975 (home)

Kathleen Steamer, Treasurer
CPA
Doherty Beals & Banks, PC
Principal, Accounting Firm
187 Williams Street
New London, CT
860-443-2033

7 Years (Board of Directors)

Robert Tabor
Retired
13 Boulder Ave
Stonington, CT 06378
860-535-1825

1 Year

2012
VNA of Southeastern Connecticut, Inc.
403 North Frontage Road
Waterford, CT 06385

James McGuire, Vice-Chair Halloran & Sage LLP 216 Broad Street New London, CT 06320 860-437-0384	4 Years
Ann Branchini Three Rivers Community College Mahan Drive Norwich, CT 06360 860-383-5204	8 Years
Kathleen Crook, Chair General Woodcraft 5231 Broad Street New London, CT 06320 860-444-9663	8 Years
Ann Burdick, Secretary Secretary to Superintendent & Dir. Of Operations 134 Williams Street New London, CT 06320 860-447-6022	8 Years
JoAnn Barrows Retired 9 Cutter Drive Mystic, CT 06355 860-536-6365	6 Years
Rev. Michel Belt St. James Episcopal Church 76 Federal Street, New London, CT 860-443-4989	1 Year
Chase Bradley Broker, Wachovia Securities 86 Denison Ave, Mystic, CT 06355 860-572-2890	-1 Year
Cindy Brustolon-Casey Brustolon Pontiac-GMC	2 Years

47 Stonington-Westerly Road
Mystic, CT 06335
860-536-2626

Ivelisse Colon-Rivera
Vertex Pharmaceuticals
130 Waverly St
Cambridge, MA 02139
617-444-0809

3 Years

Bruce Cummings
President and CEO
Lawrence + Memorial Hospital
365 Montauk Avenue
New London, CT 06320
860-442-0711 x2221

L&M Corporate Member

Evelyn Ellis
US Coast Guard Academy
15 Mohegan Ave
New London, CT 06320
860-444-8608

-1 Year

Ralph Heath
VP of Financial Services
VNA of Southeastern Connecticut, Inc.
403 North Frontage Road
Waterford, CT 06385
860-444-1111, Ext. 303

VNA Staff VP of Financial Services

Thomas Kasprzak
Northeast Utilities
44 Mayfield Terrace
East Lyme, CT 06333
860-691-1737

2 Years

Mary Lenzini, President
President
VNA of Southeastern Connecticut, Inc.
403 North Frontage Road
Waterford, CT 06385
860-444-1111

16 Years

Irene Miller
The Mohegan Tribe
1 Mohegan Sun Blvd
Uncasville, CT 06382

1 Year

860-862-6236

Kathy Nelson 6 Years
Windham Hospital-Satellite at Windham H.S.
355 High St.
Willimantic, CT 06226
860-465-2465

Thomas Reynolds 1 Year
State Representative
Legislative Office Bldg. Rm. 4114
Hartford, CT 06106
860-464-0441

Carol O. Ridgway L&M Corporate Member
Volunteer
68 Neck Road
Old Lyme, CT 06371
860-434-8975 (home)

Ralph Heath VNA Staff VP of Financial Services
VP of Financial Services
VNA of Southeastern Connecticut, Inc.
403 North Frontage Road
Waterford, CT 06385
860-444-1111, Ext. 303

Mary-Jane McLaughlin, Treasurer 2 Years
Director of Human Resources
L+M Hospital
365 Montauk Avenue
New London, CT06320
860-442-0711 x3208

Kathleen Steamer 8 Years
CPA
Doherty Beals & Banks, PC
Principal, Accounting Firm
187 Williams Street
New London, CT
860-443-2033

Southeastern Connecticut Health Partners, Inc.

365 Montauk Avenue
New London, CT 06320
2011

Daniel Rissi, MD
CEO
Lawrence + Memorial Hospital
365 Montauk Avenue
New London, CT 06320
860-442-0711 x2071
2007- present

Lugene Inzana
Treasurer
Lawrence + Memorial Hospital
365 Montauk Avenue
New London, CT 06320
860-442-0711 x2211
2008- present

Board members:

Thomas M. Blum, MD
Mystic Medical Group
200 Sandy Hollow Road
Mystic, CT 06355
860-572-8911
2008- present

Jay Graves, MD
LMPA
19 Halls Avenue
Old Lyme, CT 06371
860-434-8300
2008- present

Fred E. Santoro, MD
LMPA
Flanders Plaza
PO Box 159
East Lyme, CT 06333 860-739-0404
2008- present

Southeastern Connecticut Health Partners, Inc.

365 Montauk Avenue
New London, CT 06320

2012

Daniel Rissi, MD
CEO
Lawrence + Memorial Hospital
365 Montauk Avenue
New London, CT 06320
860-442-0711 x2071
2007- present

Lugene Inzana
Treasurer
Lawrence + Memorial Hospital
365 Montauk Avenue
New London, CT 06320
860-442-0711 x2211
2008- present

Board members:

Thomas M. Blum, MD
Mystic Medical Group
200 Sandy Hollow Road
Mystic, CT 06355
860-572-8911
2008- present

Jay Graves, MD
LMPA
19 Halls Avenue
Old Lyme, CT 06371
860-434-8300
2008- present

Fred E. Santoro, MD
LMPA
Flanders Plaza
PO Box 159
East Lyme, CT 06333 860-739-0404
2008- present

**Board of Directors
L&M Health Care, Inc.
365 Montauk Avenue
New London, CT 06320
2011**

Ulysses B. Hammond, Chairman
Vice President Administration
Connecticut College
270 Mohegan Avenue
New London, CT 06320
860-439-2046
2006- present

Granville Morris, Vice Chairman
Essex Savings Bank, Senior Vice President/Senior Trust Officer
35 Plains Road, BX 950
Essex, CT 06426
860-767-4414 x265
2009- present

Bruce D. Cummings
President/CEO
Lawrence + Memorial Hospital
365 Montauk Avenue
New London, CT 06320
860-442-0711 x2221
2005- present

Fred A. Conti, CPA, Treasurer
Regional Manager, Financial Security Group
P.O. Box 314
West Mystic, CT 06388
860 536-8153
2009- present

Marilynn Malerba, Secretary
Chair, Mohegan Tribe
4 Glen Craig Place
Uncasville, CT 06382
860-862-6192
2006- present

Maureen Anderson, Assistant Secretary
Lawrence + Memorial Hospital
Vice President and General Counsel
365 Montauk Avenue
New London, CT 06320
860-442-0711 x4416
2008- present

Board of Directors
L&M Health Care, Inc.
365 Montauk Avenue
New London, CT 06320
2012

Ulysses B. Hammond, Chairman
Vice President Administration
Connecticut College
270 Mohegan Avenue
New London, CT 06320
860-439-2046
2006- present

Granville Morris, Vice Chairman
Essex Savings Bank, Senior Vice President/Senior Trust Officer
35 Plains Road, BX 950
Essex, CT 06426
860-767-4414 x265
2009- present

Bruce D. Cummings
President/CEO
Lawrence + Memorial Hospital
365 Montauk Avenue
New London, CT 06320
860-442-0711 x2221
2005- present

Fred A. Conti, CPA, Treasurer
Regional Manager, Financial Security Group
P.O. Box 314
West Mystic, CT 06388
860 536-8153
2009- present

Marilynn Malerba, Secretary
Chair, Mohegan Tribe
4 Glen Craig Place
Uncasville, CT 06382
860-862-6192
2006- present

Maureen Anderson, Assistant Secretary
Lawrence + Memorial Hospital
Vice President and General Counsel
365 Montauk Avenue
New London, CT 06320
860-442-0711 x4416
2008- present

**Board of Directors
LMW Healthcare, Inc.
2012**

Bruce D. Cummings, President
Lawrence + Memorial Hospital
President and CEO
365 Montauk Avenue
New London, CT 06320
860-442-0711 x2221
2012

Ulysses B. Hammond, Chair
Connecticut College
Vice President Administration
270 Mohegan Avenue
New London, CT 06320
860-439-2046
2012

Marilynn Malerba, Secretary/Treasurer
Chair, Mohegan Tribe
4 Glen Craig Place
Uncasville, CT 06382
860-862-6192
2012

**Board of Directors
LMW Physicians
2012**

Bruce D. Cummings, President
Lawrence + Memorial Hospital
President and CEO
365 Montauk Avenue
New London, CT 06320
860-442-0711 x2221
2012

Ulysses B. Hammond, Chair
Connecticut College
Vice President Administration
270 Mohegan Avenue
New London, CT 06320
860-439-2046
2012

Marilynn Malerba, Secretary/Treasurer
Chair, Mohegan Tribe
4 Glen Craig Place
Uncasville, CT 06382
860-862-6192
2012

L+M Indemnity Company, LTD
Governors Square
23 Lime Tree Bay Avenue
PO Box 1159
Grand Cayman KY1-1102, Cayman Islands
Board of Directors
2011

Henry Amdur, M.D., Director
L+M Physicians Obstetrics and Gynecology
Physician
470 Bank Street
New London, CT 06320
860-442-0383
9/2011- present

Daniel Rissi, MD, Director
Lawrence + Memorial Hospital
Vice President/Chief Medical & Clinical Operations Officer
365 Montauk Avenue
New London, CT 06320
860-442-0711 x2071
9/2011- present

Lugene Inzana, Director
Lawrence + Memorial Hospital
Vice President/Chief Financial & Support Services Officer
365 Montauk Avenue
New London, CT 06320
860-442-0711 x2211
9/2011- present

Maureen Anderson, Director
Lawrence + Memorial Hospital
Vice President and General Counsel
365 Montauk Avenue
New London, CT 06320
860-442-0711 x4416
9/2011- present

Donald J. Felitto, M.D., Director
SE Connecticut Nephrology Associates
Physician
88 Norwich-New London Tpke. Suite 2
Uncasville, CT 06382
860-367-0117

9/2011- present

R. Alan Hunter, Director
Retired
24 Palmer Court
Noank, CT 06340
860-536-7010 (home)
9/2011- present

**L+M Indemnity Company, LTD
2012
Board of Directors**

Henry Amdur, M.D., Director
L+M Physicians Obstetrics and Gynecology
Physician
470 Bank Street
New London, CT 06320
860-442-0383
9/2011- present

Daniel Rissi, MD, Director
Lawrence + Memorial Hospital
Vice President/Chief Medical & Clinical Operations Officer
365 Montauk Avenue
New London, CT 06320
860-442-0711 x2071
9/2011- present

Lugene Inzana, Director
Lawrence + Memorial Hospital
Vice President/Chief Financial & Support Services Officer
365 Montauk Avenue
New London, CT 06320
860-442-0711 x2211
9/2011- present

Maureen Anderson, Director
Lawrence + Memorial Hospital
Vice President and General Counsel
365 Montauk Avenue
New London, CT 06320
860-442-0711 x4416
9/2011- present

Donald J. Felitto, M.D., Director
SE Connecticut Nephrology Associates
Physician
88 Norwich-New London Tpke. Suite 2
Uncasville, CT 06382
860-367-0117
9/2011- present

R. Alan Hunter, Director
Retired
24 Palmer Court
Noank, CT 06340
860-536-7010 (home)
9/2011- present

CHOW NEWCO
Board of Directors 2009/2010

(January 25, 2011, it became Atlantic Medical Group, Inc.)

Name	Address	Phone number	Occupation	Tenure
Fred A. Allardyce	33 Pasadena Avenue Watch Hill, RI 02891	Home: 401-596-2538	Retired Corporate Executive	2
David R. Bailey	89 Hunter's Harbor Road Charlestown, RI 02813	Home: 401-364-1065	Retired Healthcare Executive	2 Resigned January 3, 2011
John P. Casey	48 Ice Pond Road Westerly, RI 02891	Home: 401-596-9713	President General Dynamics Electric Boat	2
David D'Eramo, Ph.D.	28 Highland Road Charlestown, RI 02813	Home: 401-322-8890	Retired Healthcare CEO	3
David V. Devault	2 Dennis Court Westerly, RI 02891	Home: 401-596-5581	Exec. VP, Secretary & CFO The Washington Trust Company	1
Leonard C. Edwards	52 Avondale Road Westerly, RI 02891	Home: 401-596-4181	Retired Business Executive	2
Mureen N. Fitzgerald	10 Windward Drive Westerly, RI 02891	Home: 401-315-5152	President/CEO The Ocean Community YMCA	1
John T. Gorby	77 Water Street Stonington, CT 06378	Home: 860-535-0578	Retired Professional Consultant	3
Richard C. Holliday	35 Avondale Road Westerly, RI 02891- 5003	Home: 401-596-7680	Consultant 3P, Inc.	2

CHOW NEWCO
Board of Directors 2009/2010

(January 25, 2011, it became Atlantic Medical Group, Inc.)

Martha McQ. Hosp	29 Lincoln Road Charlestown, RI 02813	Home: 401-322-8983	Attorney	2
Charles S. Kinney	The Westerly Hospital 25 Wells Street Westerly, RI 02891	Home: 401-596-4355	President/CEO The Westerly Hospital	3
Allen Leadbetter, M.D	16 Handel Road Westerly, RI 02891	Home: 401-322-1503	Retired Surgeon	3
William G. McKendree	20 Avondale Road Westerly, RI 02891	Home: 401-348-0645	Executive Vice President The Clarion Group	2
Christopher M. Lehrach, M.D.	34 Sea View Drive Charlestown, RI 02813	Home: 401-315-5030	Emergency Medicine The Clarion Group	3
Mary Jo Orsinger	34 Elm Street Westerly, RI 02891	Home: 401-596-4236	Real Estate Broker	2
Barbara J. Perino	5 Ashby Street Mystic, CT 06355	Home: 860-536-4806	Physician Practice Business Manager	1 Resigned Dec. 2, 2011
David R. Rivera, M.D.	The Morgan Building 45 Wells Street Westerly, RI 02891	Home: 401-596-4291	Ophthalmologist	2
Officers				

CHOW NEWCO
Board of Directors 2009/2010

(January 25, 2011, it became Atlantic Medical Group, Inc.)

William G. McKendree Chairman	20 Avondale Road Westerly, RI 02891	Home: 401-348-0645	Executive Vice President The Clarion Group	2
Martha McQ. Hosp First Vice Chairman	29 Lincoln Road Charlestown, RI 02813	Home: 401-322-8983	Attorney	2
Fred A. Allardyce Second Vice Chairman	33 Pasadena Avenue Watch Hill, RI 02891	Home: 401-596-2538	Retired Corporate Executive	2
Allen Leadbetter, M.D. Assistant Secretary	16 Handel Road Westerly, RI 02891	Home: 401-322-1503	Retired Surgeon	3
Ex Officio Members				
Charles S. Kinney President/CEO	The Westerly Hospital 25 Wells Street Westerly, RI 02891	Home: 401-596-4355 Bus: 401-348-3276	President/CEO The Westerly Hospital	3
David R. Rivera, M.D. President of the Medical Staff	The Morgan Building 45 Wells Street Westerly, RI 02891	Home: 401-596-4291	Ophthalmologist	2
Jeanne M. LaChance Treasurer	14 Canyon Drive Westerly, RI 02891	Home: 401-596-8404	Executive VP, Interim CEO	3
Maureen Carboni Secretary	14 Crestview Drive Westerly, RI 02891	401-596-3102	Assistant to the President/CEO	2

**CHOW NEWCO
Board of Directors 2009/2010**

(January 25, 2011, it became Atlantic Medical Group, Inc.)

**Atlantic Medical Group
Board of Directors 2010/2011**

Name	Address	Phone number	Occupation	Tenure
Allen Leadbetter, M.D. Chairman	16 Handel Road Westerly, RI 02891	Home: 401-322-1503	Retired Surgeon	3
Adrian Hamburger M.D. Secretary/Treasurer	15 Bridgette Lane Westerly, RI 02891	Home: 401-315-2023	Pain Management	1
Christopher M. Lehrach, M.D. President/CEO	34 Sea View Drive Charlestown, RI 02813	Home: 401-315-5030	Emergency Medicine The Clarion Group	3
David D'Eramo, Ph.D.	28 Highland Road Charlestown, RI 02813	Home: 401-322-8890	Retired Healthcare CEO	3
John T. Gorby	77 Water Street Stonington, CT 06378	Home: 860-535-0578	Retired Professional Consultant	3
Charles S. Kinney	The Westerly Hospital 25 Wells Street Westerly, RI 02891	Home: 401-596-4355	President/CEO The Westerly Hospital	3
Stefana Pecher, M.D.	21 Old Hamburg Road Lyme, CT 06371	Home: 860-434-5953	Physician Family Medicine	1
Jeanne M. LaChance Staff	14 Canyon Drive Westerly, RI 02891	Home: 401-596-8404	Executive VP, Interim CEO	2 or 3

**Eldereval, LLC
Board of Directors 2010/2011**

Name	Address	Phone number	Occupation	Tenure
Charles S. Kinney President/CEO	The Westerly Hospital 25 Wells Street Westerly, RI 02891	Home: 401-596-4355	President/CEO The Westerly Hospital	2
Margaret F. Austin Secretary	28 Quarry Road Mystic, CT 06355	860-536-0504	VP Clinical Operations, CNO	2
Jeanne M. LaChance Treasurer	14 Canyon Drive Westerly, RI 02891	Home: 401-596-8404	Executive VP, Interim CEO	2

Eldereval, LLC
Board of Directors 2009/2010

Name	Address	Phone number	Occupation	Tenure
Charles S. Kinney President/CEO	The Westerly Hospital 25 Wells Street Westerly, RI 02891	Home: 401-596-4355	President/CEO The Westerly Hospital	2
Margaret F. Austin Secretary	28 Quarry Road Mystic, CT 06355	860-536-0504	VP Clinical Operations, CNO	2
Jeanne M. LaChance Treasurer	14 Canyon Drive Westerly, RI 02891	Home: 401-596-8404	Executive VP, Interim CEO	2

**Mastuxet Realty, Inc.
Board of Directors 2010/2011**

Name	Address	Phone number	Occupation	Tenure
Charles S. Kinney President	The Westerly Hospital 25 Wells Street Westerly, RI 02891	Home: 401-596-4355	President/CEO The Westerly Hospital	2
Margaret F. Austin Secretary	28 Quarry Road Mystic, CT 06355	860-536-0504	VP Clinical Operations, CNO	2
Jeanne M. LaChance Treasurer	14 Canyon Drive Westerly, RI 02891	Home: 401-596-8404	Executive VP, Interim CEO	2

**Mastuxet Realty, Inc.
Board of Directors 2009/2010**

Name	Address	Phone number	Occupation	Tenure
Charles S. Kinney President	The Westerly Hospital 25 Wells Street Westerly, RI 02891	Home: 401-596-4355	President/CEO The Westerly Hospital	2
Margaret F. Austin Secretary	28 Quarry Road Mystic, CT 06355	860-536-0504	VP Clinical Operations, CNO	2
Jeanne M. LaChance Treasurer	14 Canyon Drive Westerly, RI 02891	Home: 401-596-8404	Executive VP, Interim CEO	2

**TWH Community Health Center
Board of Directors 2009/2010**
(October 18, 2010, it became North Stonington Health Center, Inc.)

Name	Address	Phone number	Occupation	Tenure
Fred A. Allardyce	33 Pasadena Avenue Watch Hill, RI 02891	Home: 401-596-2538	Retired Corporate Executive	1
David R. Bailey	89 Hunter's Harbor Road Charlestown, RI 02813	Home: 401-364-1065	Retired Healthcare Executive	1 Resigned January 3, 2011
John P. Casey	48 Ice Pond Road Westerly, RI 02891	Home: 401-596-9713	President General Dynamics Electric Boat	1
David D'Eramo, Ph.D.	28 Highland Road Charlestown, RI 02813	Home: 401-322-8890	Retired Healthcare CEO	1
David V. Devault	2 Dennis Court Westerly, RI 02891	Home: 401-596-5581	Exec. VP, Secretary & CFO The Washington Trust Company	1
Leonard C. Edwards	52 Avondale Road Westerly, RI 02891	Home: 401-596-4181	Retired Business Executive	1
Maureen N. Fitzgerald	10 Windward Drive Westerly, RI 02891	Home: 401-315-5152	President/CEO The Ocean Community YMCA	2
John T. Gorby	77 Water Street Stonington, CT 06378	Home: 860-535-0578	Retired Professional Consultant	1
Richard C. Holliday	35 Avondale Road Westerly, RI 02891- 5003	Home: 401-596-7680	Consultant 3P, Inc.	1

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**TWH Community Health Center
Board of Directors 2009/2010**
(October 18, 2010, it became North Stonington Health Center, Inc.)

Martha McQ. Hosp	29 Lincoln Road Charlestown, RI 02813	Home: 401-322-8983	Attorney	1
Charles S. Kinney	The Westerly Hospital 25 Wells Street Westerly, RI 02891	Home: 401-596-4355	President/CEO The Westerly Hospital	2
Allen W. Leadbetter, M.D.	16 Handel Road Westerly, RI 02891	Home: 401-322-1503	Retired Surgeon	1
William G. McKendree	20 Avondale Road Westerly, RI 02891	Home: 401-348-0645	Executive Vice President The Clarion Group	2
Christopher M. Lehrach, M.D.	34 Sea View Drive Charlestown, RI 02813	Home: 401-315-5030	Emergency Medicine The Clarion Group	1
Mary Jo Orsinger	34 Elm Street Westerly, RI 02891	Home: 401-596-4236	Real Estate Broker	1
Barbara J. Perino	5 Ashby Street Mystic, CT 06355	Home: 860-536-4806	Physician Practice Business Manager	1 Resigned Dec. 2, 2011
David R. Rivera, M.D.	The Morgan Building 45 Wells Street Westerly, RI 02891	Home: 401-596-4291	Ophthalmologist	1
Officers				
William G. McKendree Chairman	20 Avondale Road Westerly, RI 02891	Home: 401-348-0645	Executive Vice President The Clarion Group	2

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**TWH Community Health Center
Board of Directors 2009/2010**

(October 18, 2010, it became North Stonington Health Center, Inc.)

Martha McQ. Hosp First Vice Chairman	29 Lincoln Road Charlestown, RI 02813	Home: 401-322-8983	Attorney	1
Fred A. Allardyce Second Vice Chairman	33 Pasadena Avenue Watch Hill, RI 02891	Home: 401-596-2538	Retired Corporate Executive	1
Allen Leadbetter, M.D. Assistant Secretary	16 Handel Road Westerly, RI 02891	Home: 401-322-1503	Retired Surgeon	1
Ex Officio Members				
Charles S. Kinney President/CEO	The Westerly Hospital 25 Wells Street Westerly, RI 02891	Home: 401-596-4355 Bus: 401-348-3276	President/CEO The Westerly Hospital	2
David R. Rivera, M.D. President of the Medical Staff	The Morgan Building 45 Wells Street Westerly, RI 02891	Home: 401-596-4291	Ophthalmologist	1
Jeanne M. LaChance Treasurer	14 Canyon Drive Westerly, RI 02891	Home: 401-596-8404	Executive VP, Interim CEO	2
Maureen L. Carboni Secretary	14 Crestview Drive Westerly, RI 02891	401-596-3102	Assistant to the President/CEO	1

**TWH Community Health Center
Board of Directors 2009/2010**
(October 18, 2010, it became North Stonington Health Center, Inc.)

North Stonington Health Center, Inc.
Board of Directors 2010/2011

Name	Address	Phone number	Occupation	Tenure
William G. McKendree Chairman	20 Avondale Road Westerly, RI 02891	Home: 401-348-0645	Executive Vice President The Clarion Group	8
Mureen N. Fitzgerald Vice Chairman	10 Windward Drive Westerly, RI 02891	Home: 401-315-5152	President/CEO The Ocean Community YMCA	2
Charles S. Kinney President/CEO	The Westerly Hospital 25 Wells Street Westerly, RI 02891	Home: 401-596-4355	President/CEO The Westerly Hospital	7
Joseph J. Kirby Secretary/Treasurer	38 Fenner Lane Stonington, CT 06378	Home: 860-535-3128	Retired President, Washington Trust Co.	1
Jeanne M. LaChance	14 Canyon Drive Westerly, RI 02891	Home: 401-596-8404	Executive VP, Interim CEO	6
Paqui Motyl, M.D.	4 Canberra Court Mystic, CT 06355	Home: 860-572-8766	ED Physician	1
Frances Rubacha	239 Central Park West New York, NY 10024 Or 7 Main Street Stonington, CT 06378	Cell: 917-861-7144	Fundraising Retired	1

**North Stonington Health Center, Inc.
Board of Directors 2010/2011**

**Ocean Myst, MSO LLC
Board of Directors 2010/2011**

Name	Address	Phone number	Occupation	Tenure
Jeanne M. LaChance Chairman	14 Canyon Drive Westerly, RI 02891	Home: 401-596-8404	Executive VP, Interim CEO	1
Charles S. Kinney Vice Chairman	The Westerly Hospital 25 Wells Street Westerly, RI 02891	Home: 401-596-4355	President/CEO The Westerly Hospital	1
Margaret F. Austine Secretary/Treasurer	28 Quarry Road Mystic, CT 06355	860-536-0504	VP Clinical Operations, CNO	1

The Westerly Hospital
Board of Trustees 2010/2011

Name	Address	Phone number	Occupation	Tenure
Edward A. Allardyce	33 Pasadena Avenue Watch Hill, RI 02891	Home: 401-596-2538	Retired Corporate Executive	11
George Bourganos, M.D.	Cardiovascular Institute of New England Champion Building 35 Wells Street Westerly, RI 02891	Home: 860-535-3822	Cardiologist	1
John P. Casey	48 Ice Pond Road Westerly, RI 02891	Home: 401-596-9713	President General Dynamics Electric Boat	6
David D'Eramo	28 Highland Road Charlestown, RI 02813	Home: 401-322-8890	Retired Healthcare CEO	5
Leonard C. Edwards	52 Avondale Road Westerly, RI 02891	Home: 401-596-4181	Retired Business Executive	4
Murleen N. Fitzgerald	10 Windward Drive Westerly, RI 02891	Home: 401-315-5152	President/CEO The Ocean Community YMCA	2
John T. Gorby	77 Water Street Stonington, CT 06378	Home: 860-535-0578	Retired Professional Consultant	5
Richard C. Holliday	35 Avondale Road Westerly, RI 02891- 5003	Home: 401-596-7680	Consultant 3P, Inc.	4
Bartha McQ. Hosp	29 Lincoln Road Charlestown, RI 02813	Home: 401-322-8983	Attorney	10

The Westerly Hospital
Board of Trustees 2010/2011

Charles S. Kinney	The Westerly Hospital 25 Wells Street Westerly, RI 02891	Home: 401-596-4355	President/CEO The Westerly Hospital	7
J. Allen Leadbetter, M.D.	16 Handel Road Westerly, RI 02891	Home: 401-322-1503	Retired Surgeon	11
William G. McKendree	20 Avondale Road Westerly, RI 02891	Home: 401-348-0645	Executive Vice President The Clarion Group	8
Christopher M. Lehrach, M.D.	34 Sea View Drive Charlestown, RI 02813	Home: 401-315-5030	Emergency Medicine The Clarion Group	4
David R. Nelson	828 Williams Street Baltimore, MD 21230	Home: 410-347-1510	Chairman, President/CEO Calvert Health Partners, LLC.	1
Mary Jo Orsinger	34 Elm Street Westerly, RI 02891	Home: 401-596-4236	Real Estate Broker	6
Annifer Schwindt	5 Ashby Street Mystic, CT 06355	Home: 860-536-4806	Physician Practice Business Manager	1
Officers				
William G. McKendree Chairman	20 Avondale Road Westerly, RI 02891	Home: 401-348-0645	Executive Vice President The Clarion Group	8

The Westerly Hospital
Board of Trustees 2010/2011

Bartha McQ. Hosp First Vice Chairman	29 Lincoln Road Charlestown, RI 02813	Home: 401-322-8983	Attorney	10
Allen Leadbetter, M.D. Second Vice Chairman	16 Handel Road Westerly, RI 02891	Home: 401-322-1503	Retired Surgeon	11
Fred A. Allardyce Third Vice Chairman	33 Pasadena Avenue Watch Hill, RI 02891	Home: 401-596-2538	Retired Corporate Executive	11
Ex Officio Members				
Charles S. Kinney President/CEO	The Westerly Hospital 25 Wells Street Westerly, RI 02891	Home: 401-596-4355	President/CEO The Westerly Hospital	7
George Bourganos, M.D. resident of the medical staff	Cardiovascular Institute of New England Champion Building 35 Wells Street Westerly, RI 02891	Home: 860-535-3822	Cardiologist	1
Janne M. LaChance Treasurer	14 Canyon Drive Westerly, RI 02891	Home: 401-596-8404	Executive VP, Interim CEO	6
Laureen L. Carboni Secretary	14 Crestview Drive Westerly, RI 02891	401-596-3102	Assistant to the President/CEO	6
Honorary trustees				

The Westerly Hospital
Board of Trustees 2010/2011

Robert J. Brockman	20 Wauwinnet Avenue Watch Hill, RI 02891 Or Tradewinds – Unit 1115 180 Seaview Court Marco Island, FL 34145	RI Home: (401) 348- 8678 FL Home: (239) 394- 3039	Retired Investment Executive	Honorary Trustee since 1998 Previously a board member since 1986
Henry J. Nardone	315 High Street Westerly, RI 02891	Home: 401-596-4828	Retired Industrial Executive	Honorary trustee since 2005 Previously a on and off board member since 1989
Thomas F. Moore Jr	8 Stonington Commons, #36, Stonington, CT 06378	Home: 860-535-9052	Retired Manufacturing Executive	Honorary since 1990

**The Westerly Hospital
Board of Trustees 2009/2010**

Name	Address	Phone number	Occupation	Tenure
Fred A. Allardyce	33 Pasadena Avenue Watch Hill, RI 02891	Home: 401-596-2538	Retired Corporate Executive	11
David R. Bailey	89 Hunter's Harbor Road Charlestown, RI 02813	Home: 401-364-1065	Retired Healthcare Executive	5 Resigned January 3, 2011
John P. Casey	48 Ice Pond Road Westerly, RI 02891	Home: 401-596-9713	President General Dynamics Electric Boat	6
David D'Eramo, Ph.D.	28 Highland Road Charlestown, RI 02813	Home: 401-322-8890	Retired Healthcare CEO	5
David V. Devault	2 Dennis Court Westerly, RI 02891	Home: 401-596-55-81	Exec. VP, Secretary & CFO The Washington Trust Co.	1 Resigned Dec. 2, 2011
Leonard C. Edwards	52 Avondale Road Westerly, RI 02891	Home: 401-596-4181	Retired Business Executive	4
Mureen N. Fitzgerald	10 Windward Drive Westerly, RI 02891	Home: 401-315-5152	President/CEO The Ocean Community YMCA	2
John T. Gorby	77 Water Street Stonington, CT 06378	Home: 860-535-0578	Retired Professional Consultant	5
Richard C. Holliday	35 Avondale Road Westerly, RI 02891- 5003	Home: 401-596-7680	Consultant 3P, Inc.	4

The Westerly Hospital
Board of Trustees 2009/2010

Martha McQ. Hosp	29 Lincoln Road Charlestown, RI 02813	Home: 401-322-8983	Attorney	10
Charles S. Kinney	The Westerly Hospital 25 Wells Street Westerly, RI 02891	Home: 401-596-4355	President/CEO The Westerly Hospital	7
Allen Leadbetter, M.D.	16 Handel Road Westerly, RI 02891	Home: 401-322-1503	Retired Surgeon	11
William G. McKendree	20 Avondale Road Westerly, RI 02891	Home: 401-348-0645	Executive Vice President The Clarion Group	8
Christopher M. Lehrach, M.D.	34 Sea View Drive Charlestown, RI 02813	Home: 401-315-5030	Emergency Medicine The Clarion Group	4
Mary Jo Orsinger	34 Elm Street Westerly, RI 02891	Home: 401-596-4236	Real Estate Broker	6
Barbara J. Perino	16 Links Passage Westerly, RI 02891	Home: 401-348-9868	Sr. VP, Operation & Technology The Washington Trust Company	1 Resigned Dec. 2, 2011
David R. Rivera, M.D.	The Morgan Building 45 Wells Street Westerly, RI 02891	Home: 401-596-4291	Ophthalmologist	1
Officers				

The Westerly Hospital
Board of Trustees 2009/2010

William G. McKendree Chairman	20 Avondale Road Westerly, RI 02891	Home: 401-348-0645	Executive Vice President The Clarion Group	8
Martha McQ. Hosp First Vice Chairman	29 Lincoln Road Charlestown, RI 02813	Home: 401-322-8983	Attorney	10
Fred A. Allardyce Second Vice Chairman	33 Pasadena Avenue Watch Hill, RI 02891	Home: 401-596-2538	Retired Corporate Executive	11
Allen W. Leadbetter, M.D. Assistant Secretary	16 Handel Road Westerly, RI 02891	Home: 401-322-1503	Retired Surgeon	11
Ex Officio Members				
Charles S. Kinney President/CEO	The Westerly Hospital 25 Wells Street Westerly, RI 02891	Home: 401-596-4355	President/CEO The Westerly Hospital	7
David R. Rivera, M.D. President of the medical staff	The Morgan Building 45 Wells Street Westerly, RI 02891	Home: 401-596-4291	Ophthalmologist	1
Jeanne M. LaChance Treasurer	14 Canyon Drive Westerly, RI 02891	Home: 401-596-8404	Executive VP, Interim CEO	6
Maureen Carboni Secretary	14 Crestview Drive Westerly, RI 02891	401-596-3102	Assistant to the President/CEO	6
Honorary trustees				

The Westerly Hospital
Board of Trustees 2009/2010

Robert J. Brockman	20 Wauwinnet Avenue Watch Hill, RI 02891 Or Tradewinds – Unit 1115 180 Seaview Court Marco Island, FL 34145	RI Home: (401) 348-8678 FL Home: (239) 394-3039	Retired Investment Executive	Honorary Trustee since 1998 Previously a board member since 1986
Henry J. Nardone	315 High Street Westerly, RI 02891	Home: 401-596-4828	Retired Industrial Executive	Honorary trustee since 2005 Previously a on and off board member since 1989
Thomas F. Moore Jr.	8 Stonington Commons, #36, Stonington, CT 06378	Home: 860-535-9052	Retired Manufacturing Executive	Honorary since 1990

**Westerly Hospital Energy Company
Board of Directors 2010/2011**

Name	Address	Phone number	Occupation	Tenure
Charles S. Kinney President	The Westerly Hospital 25 Wells Street Westerly, RI 02891	Home: 401-596-4355	President/CEO The Westerly Hospital	2
Margaret F. Austin Secretary	28 Quarry Road Mystic, CT 06355	860-536-0504	VP Clinical Operations, CNO	2
Jeanne M. LaChance Treasurer	14 Canyon Drive Westerly, RI 02891	Home: 401-596-8404	Executive VP, Interim CEO	2

**Westerly Hospital Energy Company
Board of Directors 2009/2010**

Name	Address	Phone number	Occupation	Tenure
Charles S. Kinney President	The Westerly Hospital 25 Wells Street Westerly, RI 02891	Home: 401-596-4355	President/CEO The Westerly Hospital	2
Margaret F. Austin Secretary	28 Quarry Road Mystic, CT 06355	860-536-0504	VP Clinical Operations, CNO	2
Jeanne M. LaChance Treasurer	14 Canyon Drive Westerly, RI 02891	Home: 401-596-8404	Executive VP, Interim CEO	2

The Westerly Hospital Foundation
Board of Directors 2011

Name	Address	Phone number	Occupation	Tenure
F. Gregory Ahern	70 Watch Hill Road Westerly, RI 02891	Home: 401-315-0234	EVP, Financial Industry Reg. Authority (FINRA)	2
Carl R. Blume	52 Verdi Road Westerly, RI 02891	Home: 401-322-7840	Retired, Wholesale Furniture Sale	2
Linda F. Brenner	10 Chin Hill Road Westerly, RI 02891	Home: 401-348-0560	Restaurant & Private catering	Resigned 2012 5
Mallory M. Constantine	35 Knowles Avenue Westerly, RI 02891	Home: 401-322-8857	Longtime donor and volunteer	6
Arthur M. Cottrell III	175 East Avenue Westerly, RI 02891	Home: 401-348-2827	Retired, Trust Officer	2
Linda Y. Delaney	3 Hickory Ledge Mystic, CT 06355-3222	Home: 860-245-0441	Longtime donor and volunteer	2
Susan Myers Dush	24 Yosemite Valley Road, Westerly, RI 02891	Home: 401-596-5036	Longtime donor and volunteer	Resigned 2012 6
Stephen M. Greene	16 Stone Hill Drive Westerly, RI 02891	Office: 401-596-1926	CPA	2
R. Carter Holliday	108 Oak Street Ashaway, RI 02804	Home: 401-377-8080	Publishing and printing sales, Lightning Source	5
Martha McQ. Hosp	29 Lincoln Road Charlestown, RI 02813	Home: 401-322-8983	Attorney	3

**The Westerly Hospital Foundation
Board of Directors 2011**

Katherine W. Hoxsie, Secretary	38 Fenner Lane Stonington, CT 06378	Home: 860-535-3128	CPA, Retired	4
Charles S. Kinney President Ex-officio member	25 Wells Street Westerly, RI 02891	Office: 401-348-3276	CEO The Westerly Hospital until July 2012	8
Jeanne M. LaChance CEO The Westerly Hospital until July 2012	14 Canyon Drive Westerly, RI 02891	Home: 401-596-8404	CFO, then EVP, TWH until Oct. 2012	8
Deborah Lamm	300 Central Pk. W., #14G New York, NY 10024	Home: 212-909-9514	Real Estate Development & Urban Planning	1
Susan P. Lester	36 Williams Avenue Westerly, RI 02891	Home: 401-322-7971	Longtime donor and volunteer	4
Benjamin F. Miller	81 Ocean View Highway Westerly, RI 02891	Home: 401-596-7110	Retired, Healthcare Administration	3
Joan F. O'Brien	176 Water Street Stonington, CT 06378	Home: 860-535-0505	Longtime donor and volunteer	2
John R. Payne	4 Sunset Avenue Westerly, RI 02891	Office: 401-596-0391	Attorney	3
Linda H. Philips	125 Sunset Drive Charlestown, RI 02813	Home: 401-322-1708	Longtime donor and volunteer	8
Matthew Roy Treasurer Ex-officio	25 Wells Street Westerly, RI 02891	401-596-6000	Acting CFO in 2011, TWH	2
Jennifer Schwindt	5 Ashby Street	Home: 860-536-4806	Marketing, Physician	4

**The Westerly Hospital Foundation
Board of Directors 2011**

Chairman	Mystic, CT 06355		Practice Mgt.	
Grant G. Simmons, III	89 Avondale Road Westerly, RI 02891	Home: 401-348-6523	Semi-retired, active community volunteer	2
Edward P. Smith, III	36 Deer Run Road Carolina, RI 02812	Office: 401-539-9043	Owner/President, Charitho Furniture	7
Nicholas J. Stahl Executive Director Ex-Officio	25 Wells Street Westerly, RI 02891	Office: 401-348-3480	Executive Director, TWH Foundation	13
Edward A. Sweeney	151 Watch Hill Road Westerly, RI 02891	Westerly: 401-596-2731; NY: 914 241-8447	Retired, Public Relations Exec.	3
Matthew H. Thomsen	42 Rock Ridge Road Westerly, RI 02891	Home: 401-332-9143	Attorney	9

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**Westerly Hospital Healthcare, Inc.
Board of Trustees 2010/2011**

Name	Address	Phone number	Occupation	Tenure
Fred A. Allardyce	33 Pasadena Avenue Watch Hill, RI 02891	Home: 401-596-2538	Retired Corporate Executive	11
George Bourganos, M.D.	Cardiovascular Institute of New England Champion Building 35 Wells Street Westerly, RI 02891	Home: 860-535-3822	Cardiologist	1
John P. Casey	48 Ice Pond Road Westerly, RI 02891	Home: 401-596-9713	President General Dynamics Electric Boat	6
David D'Eramo	28 Highland Road Charlestown, RI 02813	Home: 401-322-8890	Retired Healthcare CEO	5
Leonard C. Edwards	52 Avondale Road Westerly, RI 02891	Home: 401-596-4181	Retired Business Executive	4
Mureen N. Fitzgerald	10 Windward Drive Westerly, RI 02891	Home: 401-315-5152	President/CEO The Ocean Community YMCA	2
John T. Gorby	77 Water Street Stonington, CT 06378	Home: 860-535-0578	Retired Professional Consultant	5
Richard C. Holliday	35 Avondale Road Westerly, RI 02891- 5003	Home: 401-596-7680	Consultant 3P, Inc.	4
Martha McQ. Hosp	29 Lincoln Road Charlestown, RI 02813	Home: 401-322-8983	Attorney	4
Charles S. Kinney	The Westerly Hospital	Home: 401-596-4355	President/CEO	7

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**Westerly Hospital Healthcare, Inc.
Board of Trustees 2010/2011**

	25 Wells Street Westerly, RI 02891		The Westerly Hospital	
Allen Leadbetter, M.D.	16 Handel Road Westerly, RI 02891	Home: 401-322-1503	Retired Surgeon	11
William G. McKendree	20 Avondale Road Westerly, RI 02891	Home: 401-348-0645	Executive Vice President The Clarion Group	8
Christopher M. Lehrach, M.D.	34 Sea View Drive Charlestown, RI 02813	Home: 401-315-5030	Emergency Medicine The Clarion Group	4
David R. Nelson	828 Williams Street Baltimore, MD 21230	Home: 410-347-1510	Chairman, President/CEO Calvert Health Partners, LLC.	1
Mary Jo Orsinger	34 Elm Street Westerly, RI 02891	Home: 401-596-4236	Real Estate Broker	6
Jennifer Schwindt	5 Ashby Street Mystic, CT 06355	Home: 860-536-4806	Physician Practice Business Manager	1
Officers				
William G. McKendree Chairman	20 Avondale Road Westerly, RI 02891	Home: 401-348-0645	Executive Vice President The Clarion Group	8
Martha McQ. Hosp First Vice Chairman	29 Lincoln Road Charlestown, RI 02813	Home: 401-322-8983	Attorney	10
Allen Leadbetter, M.D. Second Vice Chairman	16 Handel Road Westerly, RI 02891	Home: 401-322-1503	Retired Surgeon	11

**Westerly Hospital Healthcare, Inc.
Board of Trustees 2010/2011**

Fred A. Allardyce Third Vice Chairman	33 Pasadena Avenue Watch Hill, RI 02891	Home: 401-596-2538	Retired Corporate Executive	11
Ex Officio Members				
Charles S. Kinney President	The Westerly Hospital 25 Wells Street Westerly, RI 02891	Home: 401-596-4355	President/CEO The Westerly Hospital	7
George Bourganos, M.D. President of Medical Staff	Cardiovascular Institute of New England Champion Building 35 Wells Street Westerly, RI 02891	Home: 860-535-3822	Cardiologist	1
Jeanne M. LaChance Treasurer	14 Canyon Drive Westerly, RI 02891	Home: 401-596-8404	Executive VP, Interim CEO	6
Maureen L. Carboni Secretary	14 Crestview Drive Westerly, RI 02891	401-596-3102	Assistant to the President/CEO	6

**Community Health of Westerly Inc.
Board of Governors 2009/2010**

on 9/24/2010 became

**Westerly Hospital Healthcare, Inc.
Board of Trustees**

Name	Address	Phone number	Occupation	Tenure
Fred A. Allardyce	33 Pasadena Avenue Watch Hill, RI 02891	Home: 401-596-2538	Retired Corporate Executive	11
David R. Bailey	89 Hunter's Harbor Road Charlestown, RI 02813	Home: 401-364-1065	Retired Healthcare Executive	5 Resigned January 3, 2011
John P. Casey	48 Ice Pond Road Westerly, RI 02891	Home: 401-596-9713	President General Dynamics Electric Boat	6
David D'Eramo	28 Highland Road Charlestown, RI 02813	Home: 401-322-8890	Retired Healthcare CEO	5
David V. Devault	2 Dennis Court Westerly, RI 02891	Home: 401-596-5581	Exec. VP, Secretary & CFO The Washington Trust Company	1 Resigned Dec. 2, 2011
Leonard C. Edwards	52 Avondale Road Westerly, RI 02891	Home: 401-596-4181	Retired Business Executive	4
Mureen N. Fitzgerald	10 Windward Drive Westerly, RI 02891	Home: 401-315-5152	President/CEO The Ocean Community YMCA	2
John T. Gorby	77 Water Street Stonington, CT 06378	Home: 860-535-0578	Retired Professional Consultant	5
Richard C. Holliday	35 Avondale Road Westerly, RI 02891- 5003	Home: 401-596-7680	Consultant 3P, Inc.	4
Martha McQ. Hosp	29 Lincoln Road	Home: 401-322-8983	Attorney	10

**Community Health of Westerly Inc.
Board of Governors 2009/2010**

on 9/24/2010 became

**Westerly Hospital Healthcare, Inc.
Board of Trustees**

Charles S. Kinney	Charlestown, RI 02813	Home: 401-596-4355	President/CEO The Westerly Hospital	7
Allen Leadbetter, M.D.	The Westerly Hospital 25 Wells Street Westerly, RI 02891	Home: 401-322-1503	Retired Surgeon	11
William G. McKendree	16 Handel Road Westerly, RI 02891	Home: 401-348-0645	Executive Vice President The Clarion Group	8
Christopher M. Lehrach, M.D.	20 Avondale Road Westerly, RI 02891	Home: 401-315-5030	Emergency Medicine The Clarion Group	4
Mary Jo Orsinger	34 Sea View Drive Charlestown, RI 02813	Home: 401-596-4236	Real Estate Broker	6
Barbara J. Perino	34 Elm Street Westerly, RI 02891	Home: 401-348-9868	Sr. VP, Operation & Technology The Washington Trust Company	1 Resigned Dec. 2, 2011
David R. Rivera, M.D.	The Morgan Building 45 Wells Street Westerly, RI 02891	Home: 401-596-4291	Ophthalmologist	1
Officers				
William G. McKendree Chairman	20 Avondale Road Westerly, RI 02891	Home: 401-348-0645	Executive Vice President The Clarion Group	8
Martha McQ. Hosp	29 Lincoln Road	Home: 401-322-8983	Attorney	10

First Vice Chairman	Charlestown, RI 02813			
Fred A. Allardyce Second Vice Chairman	33 Pasadena Avenue Watch Hill, RI 02891	Home: 401-596-2538	Retired Corporate Executive	11
Allen Leadbetter, M.D. Assistant Secretary	16 Handel Road Westerly, RI 02891	Home: 401-322-1503	Retired Surgeon	11
Ex Officio Members				
Charles S. Kinney President/CEO	The Westerly Hospital 25 Wells Street Westerly, RI 02891	Home: 401-596-4355	President/CEO The Westerly Hospital	7
David R. Rivera, M.D. President of Medical Staff	The Morgan Building 45 Wells Street Westerly, RI 02891	Home: 401-596-4291	Ophthalmologist	1
Jeanne M. LaChance Treasurer	14 Canyon Drive Westerly, RI 02891	Home: 401-596-8404	Executive VP, Interim CEO	6
Maureen L. Carboni Secretary	14 Crestview Drive Westerly, RI 02891	401-596-3102	Assistant to the President/CEO	6

**Women's Health of Westerly LLC
Board of Directors 2010/2011**

Name	Address	Phone number	Occupation	Tenure
Charles S. Kinney Chairman & CEO	The Westerly Hospital 25 Wells Street Westerly, RI 02891	Home: 401-596-4355	President/CEO The Westerly Hospital	7
Jeanne M. LaChance Secretary and Treasurer	14 Canyon Drive Westerly, RI 02891	Home: 401-596-8404	Executive VP, Interim CEO	7
Margaret F. Austin	28 Quarry Road Mystic, CT 06355	860-536-0504	VP Clinical Operations, CNO	1
Robert Greenlee, M.D. Medical Director	346 Post Road Westerly, RI 02891	Cell: 914-715-8029	OB/GYN	1
Karen McGoldrick, M.D.	93 Crest Field Lane North Kingstown, RI 02852	Home: 401-886-1616	OB/GYN	1
Manu Rowther, M.D.	70 Emerald Glen Lane, Salem, CT 06420	Home: 860-886-7868	OB/GYN	1

**Women's Health of Westerly LLC
Board of Directors 2009/2010**

Name	Address	Phone number	Occupation	Tenure
Fred A. Allardyce	33 Pasadena Avenue Watch Hill, RI 02891	Home: 401-596-2538	Retired Corporate Executive	9
David R. Bailey	89 Hunter's Harbor Road Charlestown, RI 02813	Home: 401-364-1065	Retired Healthcare Executive	5 Resigned January 3, 2011
John P. Casey	48 Ice Pond Road Westerly, RI 02891	Home: 401-596-9713	President General Dynamics Electric Boat	5
David D'Eramo	28 Highland Road Charlestown, RI 02813	Home: 401-322-8890	Retired Healthcare CEO	4
David V. Devault	2 Dennis Court Westerly, RI 02891	Home: 401-596-5581	Exec. VP, Secretary & CFO The Washington Trust Company	1
Leonard C. Edwards	52 Avondale Road Westerly, RI 02891	Home: 401-596-4181	Retired Business Executive	3
Mureen N. Fitzgerald	10 Windward Drive Westerly, RI 02891	Home: 401-315-5152	President/CEO The Ocean Community YMCA	1
John T. Gorby	77 Water Street Stonington, CT 06378	Home: 860-535-0578	Retired Professional Consultant	4
Richard C. Holliday	35 Avondale Road Westerly, RI 02891-5003	Home: 401-596-7680	Consultant 3P, Inc.	3
Martha McQ. Hosp	29 Lincoln Road	Home: 401-322-8983	Attorney	

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**Women's Health of Westerly LLC
Board of Directors 2009/2010**

	Charlestown, RI 02813			9
Charles S. Kinney	The Westerly Hospital 25 Wells Street Westerly, RI 02891	Home: 401-596-4355	President/CEO The Westerly Hospital	7
Allen Leadbetter, M.D.	The Westerly Hospital 25 Wells Street Westerly, RI 02891	Home: 401-322-1503	Retired Surgeon	9
William G. McKendree	20 Avondale Road Westerly, RI 02891	Home: 401-348-0645	Executive Vice President The Clarion Group	7
Christopher M. Lehrach, M.D.	34 Sea View Drive Charlestown, RI 02813	Home: 401-315-5030	Emergency Medicine The Clarion Group	3
Mary Jo Orsinger	34 Elm Street Westerly, RI 02891	Home: 401-596-4236	Real Estate Broker	5
Barbara J. Perino	16 Links Passage Westerly, RI 02891	Home: 401-348-9868	Sr. VP, Operation & Technology The Washington Trust Company	1
David R. Rivera, M.D.	The Morgan Building 45 Wells Street Westerly, RI 02891	Home: 401-596-4291	Ophthalmologist	1
Officers				
William G. McKendree Chairman	20 Avondale Road Westerly, RI 02891	Home: 401-348-0645	Executive Vice President The Clarion Group	7

**Women's Health of Westerly LLC
Board of Directors 2009/2010**

Martha McQ. Hosp First Vice Chairman	29 Lincoln Road Charlestown, RI 02813	Home: 401-322-8983	Attorney	9
Fred A. Allardyce Second Vice Chairman	33 Pasadena Avenue Watch Hill, RI 02891	Home: 401-596-2538	Retired Corporate Executive	9
Allen Leadbetter, M.D. Assistant Secretary	16 Handel Road Westerly, RI 02891	Home: 401-322-1503	Retired Surgeon	9
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Charles S. Kinney President/CEO	The Westerly Hospital 25 Wells Street Westerly, RI 02891	Home: 401-596-4355	President/CEO The Westerly Hospital	7
David R. Rivera, M.D. President of Medical Staff	The Morgan Building 45 Wells Street Westerly, RI 02891	Home: 401-596-4291	Ophthalmologist	1
Jeanne M. LaChance Treasurer	14 Canyon Drive Westerly, RI 02891	Home: 401-596-8404	Executive VP, Interim CEO	7
Maureen L. Carboni Secretary	14 Crestview Drive Westerly, RI 02891	401-596-3102	Assistant to the President/CEO	5

The Westerly Hospital Foundation
Board of Directors 2012

Name	Address	Phone number	Occupation	Tenure
F. Gregory Ahern	70 Watch Hill Road Westerly, RI 02891	Home: 401-315-0234	EVP, Financial Industry Reg. Authority (FINRA)	2
Carl R. Blume	52 Verdi Road Westerly, RI 02891	Home: 401-322-7840	Retired, Wholesale Furniture Sale	2
Linda F. Brenner	10 Chin Hill Road Westerly, RI 02891	Home: 401-348-0560	Restaurant & Private catering	Resigned 2012 5
Mallory M. Constantine	35 Knowles Avenue Westerly, RI 02891	Home: 401-322-8857	Longtime donor and volunteer	6
Arthur M. Cottrell III	175 East Avenue Westerly, RI 02891	Home: 401-348-2827	Retired, Trust Officer	2
Linda Y. Delaney	3 Hickory Ledge Mystic, CT 06355-3222	Home: 860-245-0441	Longtime donor and volunteer	2
Stephen M. Greene	16 Stone Hill Drive Westerly, RI 02891	Office: 401-596-1926	CPA	2
R. Carter Holliday	108 Oak Street Ashaway, RI 02804	Home: 401-377-8080	Publishing and printing sales, Lightning Source	5
Martha McQ. Hosp	29 Lincoln Road Charlestown, RI 02813	Home: 401-322-8983	Attorney	3
Deborah Lamm	300 Central Pk. W., #14G New York, NY 10024	Home: 212-909-9514	Real Estate Development & Urban Planning	1

The Westerly Hospital Foundation
Board of Directors 2012

Susan P. Lester	36 Williams Avenue Westerly, RI 02891	Home: 401-322-7971	Longtime donor and volunteer	4
Benjamin F. Miller	81 Ocean View Highway Westerly, RI 02891	Home: 401-596-7110	Retired, Healthcare Administration	3
Joan F. O'Brien	176 Water Street Stonington, CT 06378	Home: 860-535-0505	Longtime donor and volunteer	2
John R. Payne	4 Sunset Avenue Westerly, RI 02891	Office: 401-596-0391	Attorney	3
Linda H. Philips	125 Sunset Drive Charlestown, RI 02813	Home: 401-322-1708	Longtime donor and volunteer	8
Jennifer Schwindt	5 Ashby Street Mystic, CT 06355	Home: 860-536-4806	Marketing, Physician Practice Mgt.	4
Grant G. Simmons, III	89 Avondale Road Westerly, RI 02891	Home: 401-348-6523	Semi-retired active community volunteer	2
Edward P. Smith, III	36 Deer Run Road Carolina, RI 02812	Office: 401-539-9043	Owner/President, Chariho Furniture	7
Edward A. Sweeney	151 Watch Hill Road Westerly, RI 02891	Westerly: 401-596-2731; NY: 914 241-8447	Retired, Public Relations Exec.	3
Courtesy Members				
Maura Laudone	3 Pleasant Street	401-596-9842	President the Westerly	5

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**The Westerly Hospital Foundation
Board of Directors 2012**

	Westerly, RI 02891		Hospital Auxiliary, financial planner	
Mary Lou Walter	28 Canyon Road Westerly, RI 02807	N/A	Vice President, Former RI state representative	1
Ex-Officio Members				
Charles S. Kinney President	The Westerly Hospital 25 Wells Street Westerly, RI 02891	Home: 401-596-4355	President/CEO The Westerly Hospital	8
James O'Keefe Treasurer	25 Wells Street Westerly, RI 02891	Home: 401-596-6000	Acting CFO in 2012, The Westerly Hospital	1
Jeanne M. LaChance Assistant Treasurer	14 Canyon Drive Westerly, RI 02891	Home: 401-596-8404	CFO, then EVP, TWH until Oct. 2012	8
Nicholas J. Stahl Executive Director	25 Wells Street Westerly, RI 02891	Office: 401-348-3480	Executive Director, TWH Foundation	13

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The Westerly Hospital Auxiliary Board 2010/2011*

Name	Address	Phone number	Occupation	Tenure
Maura R. Laudone President	3 Pleasant Street Westerly, RI 02891	401-596-9842	Financial Planner	10+
Vice President	Vacant	Vacant	Vacant	Vacant
Shelley Weier Treasurer	8 West Ridge Road Watch Hill, RI 02891	401-348-7029	Retired	10+
Sally Gordon Recording Secretary	45 Knowles Avenue Westerly, RI 02891	401-348-3365	Retired	10+
Maggie Anderson Corresponding Secretary	28 Rock Ridge Road Westerly, RI 02891	401-596-1214	Retired	10+ Resigned 2010 Vacant
Estelle Cryan Past President	42 Westminster Street Westerly, RI 02891	401-596-2394	Retired	10+
Elinor Grinnel	50 Shirley Drive Charlestown, RI 02813	401-322-1152	Retired	10+
Marge Morgan	19 Misquamicut Hills Road Westerly, RI 02891	401-348-8726	Retired	10+
Pamela Crandall	21 Windward Drive Westerly, RI 02891	401-348-8786	Retired	10+
Dwen Heminway	P.O. box 1420 Charlestown, RI 02813	401-364-6462	Retired	10+

**Please note that detailed records have not been kept regarding tenure*

The Westerly Hospital Auxiliary Board 2010/2011*

Yolanda Desy	28 Elaine Street Pawcaluck, CT 06379	860-599-1576?	Retired	10+
Barbara Wright	11 Round Hill Road Watch Hill, RI 02891	N/A	Registered Nurse	2
Connie Wiggengauser	24 Windward Drive Westerly, RI 02891	401-596-3425	Retired	10+
Janet Johnson	150 Main Street Ashaway, RI 02804	401-377-2781	Retired	10+
Pat Richins	6 Ninigret Avenue Westerly, RI 02891	401-348-7028	Retired	10+ Resigned Sept. 2012
Linda Philips	125 Sunset Drive Charlestown, RI 02813	401-322-1708	Retired	10+

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**Please note that detailed records have not been kept regarding tenure*

The Westerly Hospital Auxiliary Board 2010/2011*

Name	Address	Phone number	Occupation	Tenure
Maura R. Laudone President	3 Pleasant Street Westerly, RI 02891	401-596-9842	Financial Planner	10+
Vice President	Vacant	Vacant	Vacant	Vacant
Shelley Weier Treasurer	8 West Ridge Road Watch Hill, RI 02891	401-348-7029	Retired	10+
Sally Gordon Recording Secretary	45 Knowles Avenue Westerly, RI 02891	401-348-3365	Retired	10+
Maggie Anderson Corresponding Secretary	28 Rock Ridge Road Westerly, RI 02891	401-596-1214	Retired	10+ Resigned 2010 Vacant
Estelle Cryan Past President	42 Westminster Street Westerly, RI 02891	401-596-2394	Retired	10+
Elinor Grinnel	50 Shirley Drive Charlestown, RI 02813	401-322-1152	Retired	10+
Marge Morgan	19 Misquamicut Hills Road Westerly, RI 02891	401-348-8726	Retired	10+
Pamela Crandall	21 Windward Drive Westerly, RI 02891	401-348-8786	Retired	10+
Dwen Heminway	P.O. box 1420 Charlestown, RI 02813	401-364-6462	Retired	10+

**Please note that detailed records have not been kept regarding tenure*

The Westerly Hospital Auxiliary Board 2010/2011*

Yolanda Desy	28 Elaine Street Pawcatuck, CT 06379	860-599-1576?	Retired	10+
Barbara Wright	11 Round Hill Road Watch Hill, RI 02891	N/A	Registered Nurse	2
Connie Wiggerhauser	24 Windward Drive Westerly, RI 02891	401-596-3425	Retired	10+
Janet Johnson	150 Main Street Ashaway, RI 02804	401-377-2781	Retired	10+
Pat Richins	6 Ninigret Avenue Westerly, RI 02891	401-348-7028	Retired	10+ Resigned Sept. 2012
Linda Phillips	125 Sunset Drive Charlestown, RI 02813	401-322-1708	Retired	10+

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**Please note that detailed records have not been kept regarding tenure*

The Westerly Hospital Auxiliary Board 2011-2012 *

Name	Address	Phone number	Occupation	Tenure
Maura R. Laudone President	3 Pleasant Street Westerly, RI 02891	401-596-9842	Financial Planner	10+
Mary Lou Walter Vice President	28 Canyon Road Westerly, RI 02891	N/A	Retired	1
Shelley Weier Treasurer	8 West Ridge Road Watch Hill, RI 02891	401-348-7029	Retired	10+
Sally Gordon Recording Secretary	45 Knowles Avenue Westerly, RI 02891	401-348-3365	Retired	10+
Corresponding Secretary	Vacant	Vacant	Vacant	Vacant
Estelle Cryan Past President	42 Westminster Street Westerly, RI 02891	401-596-2394	Retired	10+
Elinor Grinnel	50 Shirley Drive Charlestown, RI 02813	401-322-1152	Retired	10+
Marge Morgan	19 Misquamicut Hills Road Westerly, RI 02891	401-348-8726	Retired	10+
Pamela Crandall	21 Windward Drive Westerly, RI 02891	401-348-8786	Retired	10+
Dwen Heminway	P.O. box 1420 Charlestown, RI 02813	401-364-6462	Retired	10+
Yolanda Desy	28 Elaine Street Pawcatuck, CT 06379	860-599-1576?	Retired	10+

**Please note that detailed records have not been kept regarding tenure*

The Westerly Hospital Auxiliary Board 2011-2012 *

Barbara Wright	11 Round Hill Road Watch Hill, RI 02891	N/A	Registered Nurse	2
Connie Wigggenhauser	24 Windward Drive Westerly, RI 02891	401-596-3425	Retired	10+
Janet Johnson	150 Main Street Ashaway, RI 02804	401-377-2781	Retired	10+
Pat Richins	6 Ninigret Avenue Westerly, RI 02891	401-348-7028	Retired	10+ Resigned Sept. 2012
Linda Philips	125 Sunset Drive Charlestown, RI 02813	401-322-1708	Retired	10+

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**Please note that detailed records have not been kept regarding tenure*

Exhibit 13

Exhibit 13

After the conversion of the Transacting Parties and their affiliates, Westerly Hospital Healthcare, Inc. and The Westerly Hospital will be dissolved and LMW Healthcare, Inc. will operate under the name The Westerly Hospital and will have L + M Corporation as its sole corporate member. Accordingly, after the conversion, L + M Corporation will be the sole corporate member of both LMW Healthcare, Inc. (d/b/a The Westerly Hospital), and Lawrence + Memorial Hospital, Inc. While specific board seats have not yet been assigned to particular individuals, an Ad Hoc Governance Subcommittee of L + M Corporation consisting of Ulysses B. Hammond, Granville R. Morris, Fred A. Conti, and Bruce D. Cummings has proposed the following regarding governance:

L + M Corporation: The Sub-Committee recommends that the members of the L + M Corporation Board of Directors post conversion would be selected as follows:

- A. The members of the L + M Corporation Board of Directors would be elected by the Corporators.
- B. There would be one universe of Corporators for the L + M system of health care.
- C. Currently, the Corporators consist of approximately 175 members. It is recommended that the membership increase to between 200 and 225 with the increased membership coming from The Westerly Hospital service area. Over time, the membership of the Corporators would be reduced to the current level of about 175 through attrition in the ranks of the membership from the L + M service area.
- D. The Nominating Committee for the Corporation would accept recommendations for the initial new members of the Corporators from interested stakeholders in The Westerly Hospital service area, including The Westerly Hospital area Residents Committee and The Westerly Hospital Foundation.
- E. The Corporators would elect 3 members to the parent board from a list of up to 15 individuals from The Westerly Hospital service area suggested to the L + M Corporation nominating committee.
- F. The Corporators would elect 6 members to the L + M Corporation Board of Directors from a list of up to 15 individuals from the L + M Hospital service area suggested to the L + M Corporation nominating committee.
- G. Members of the L + M Corporation Board of Directors would elect the officers of said board from among its membership.

The Westerly Hospital: The Sub-Committee recommends that members of The Westerly Hospital board of directors post-conversion should consist of eleven (11) directors as follows:

- 1 system CEO, who will also be CEO of The Westerly Hospital;

- 1 Hospital Senior Executive;
- 3 medical staff members (as per L + M Hospital current practice the President, Past President, and Vice President of medical staff);
- 6 community directors with appropriate skill sets.

L + M Corporation: Similarly, the L + M Corporation board of directors would be revised to consist of sixteen (16) directors as follows:

- 5 ex officio members (system CEO, L + M Hospital Board Chair, The Westerly Hospital Board Chair, and Visiting Nurses Association of Southeastern Connecticut, Inc. Board Chair; L + M Physicians Board Chair);
- 2 MDs (one per each of L + M Hospital and The Westerly Hospital selected from a group of 5 candidates from each hospital proposed by respective medical staff);
- 9 Community members with desired skill sets (6 community directors from L + M service area and 3 community directors from The Westerly Hospital service area)

With regard to executive and senior managers, the Transacting Parties expect that L + M executives and senior managers will maintain their positions while adding responsibilities with respect to The Westerly Hospital. The Westerly Hospital executives and senior managers who remain in their positions prior to the conversation are likely to be replaced post conversion.

Exhibit 14

Exhibit 14

L + M has been reviewing its present governance structure as a result of the growing significance of physician employment, post-acute care, and of course the proposed transaction with The Westerly Hospital. Accordingly, an Ad Hoc Governance Subcommittee of L + M Corporation consisting of Ulysses B. Hammond, Granville R. Morris, Fred A. Conti, and Bruce D. Cummings reviewed these issues and concluded that The Westerly Hospital board of trustees post-conversion should consist of eleven (11) directors as follows:

- 1 system CEO, who will also be CEO of The Westerly Hospital;
- 1 Hospital Senior Executive;
- 3 medical staff members (as per L + M Hospital current practice the President, Past President, and Vice President of medical staff);
- 6 community directors with appropriate skill sets.

Similarly, the L + M Corporation board of directors would be revised to consist of sixteen (16) directors as follows:

- 5 ex officio members (system CEO, L + M Hospital Board Chair, The Westerly Hospital Board Chair, and Visiting Nurses Association of Southeastern Connecticut, Inc. Board Chair; L + M Physicians Board Chair);
- 2 MD's (one per each of L + M Hospital and The Westerly Hospital selected from a group of 5 candidates from each hospital proposed by respective medical staff);
- 9 Community members with desired skill sets (6 community directors from L + M service area and 3 community directors from The Westerly Hospital service area).

The Sub-Committee recommends that the members of the Board of Directors of the parent company would be selected as follows:

- A. The members of the Board of Directors of the parent company would be elected by the Corporators.
- B. There would be one universe of Corporators for the L + M system of health care.
- C. Currently, the Corporators consist of approximately 175 members. It is recommended that the membership increase to between 200 and 225 with the increased membership coming from The Westerly Hospital's service area. Over time, the membership of the Corporators would be reduced to the current level of about 175 through attrition in the ranks of the membership from the L + M service area.
- D. The Nominating Committee for the Corporation would accept recommendations for the initial new members of the Corporators from interested stakeholders in The Westerly Hospital service area, including The Westerly Hospital area Residents Committee and The Westerly Hospital Foundation.

Exhibit 14

- E. The Corporators would elect 3 members to the parent board from a list of up to 15 individuals from The Westerly Hospital's service area suggested to the nominating committee of the parent company.
- F. The Corporators would elect 6 members to the parent board from a list of up to 15 individuals from the L + M Hospital service area suggested to the nominating committee of the parent company.
- G. Members of the Board of Directors would elect the officers of said board from among its membership.

Exhibit Appendix A-1

Exhibit Appendix A-1

L + M has been reviewing its present governance structure as a result of the growing significance of physician employment, post-acute care, and of course the proposed transaction with The Westerly Hospital. Accordingly, an Ad Hoc Governance Subcommittee of Lawrence + Memorial Corporation consisting of Ulysses B. Hammond, Granville R. Morris, Fred A. Conti, and Bruce D. Cummings reviewed these issues and concluded that The Westerly Hospital board of directors post-conversion should consist of eleven (11) directors as follows:

- 1 system CEO, who will also be the CEO of The Westerly Hospital;
- 1 Hospital Senior Executive;
- 3 medical staff members (as per L + M Hospital current practice the President, Past President, and Vice President of medical staff);
- 6 community directors with appropriate skill sets.

Similarly, the L + M Corporation board of directors would be revised to consist of sixteen (16) directors as follows:

- 5 ex officio members (system CEO, L + M Hospital Board Chair, The Westerly Hospital Board Chair, and Visiting Nurses Association of Southeastern Connecticut, Inc. Board Chair, L + M Physicians Board Chair);
- 2 MDs (one per each of L + M Hospital and The Westerly Hospital selected from a group of 5 candidates from each hospital proposed by respective medical staff);
- 9 Community members with desired skill sets (6 community directors from L + M service area and 3 community directors from The Westerly Hospital service area).

The Sub-Committee recommends, consistent with the parent company's current practice, that the members of the Board of Directors of the parent company would be selected as follows:

- A. The members of the Board of Directors of the parent company would be elected by the Corporators.
- B. There would be one universe of Corporators for the L + M system of health care.
- C. Currently, the Corporators consist of approximately 175 members. It is recommended that the membership increase to between 200 and 225 with the increased membership coming from The Westerly Hospital service area. Over time, the membership of the Corporators would be reduced to the current level of about 175 through attrition in the ranks of the membership from the L + M service area.
- D. The Nominating Committee for the Corporation would accept recommendations for the initial new members of the Corporators from interested stakeholders in

The Westerly Hospital service area, including The Westerly Hospital area Residents Committee and The Westerly Hospital Foundation.

- E. The Corporators would elect 3 members to the parent board from a list of up to 15 individuals from The Westerly Hospital service area suggested to the nominating committee of the parent company.
- F. The Corporators would elect 6 members to the parent board from a list of up to 15 individuals from the L + M Hospital service area suggested to the nominating committee of the parent company.
- G. Members of the Board of Directors would elect the officers of said board from among its membership.

Exhibit
Appendix
A-4(a)

Settlement Date



RIAG0206

Account: 36-09-900-1260983 CHARLES A MORGAN - COMBINED

Summary by Account
Aug. 01, 2012 through Aug. 31, 2012

Summary by Account

Sub-Account Number	Sub-Account Name	Current Period			Year to Date	
		Account Value Beginning 08/01/2012	Account Value Ending 08/31/2012	Change in Account Value Since 08/01/2012	Account Value Beginning 10/01/2011	Change in Account Value Since 10/01/2011
36-09-900-1260991	CHARLES A MORGAN - CFIM	\$1,229,562.17	\$1,228,284.03	-\$1,278.14	\$1,328,479.72	-\$100,195.69
36-09-900-8545619	CHARLES A MORGAN	2,562,669.52	2,640,667.99	77,998.47	2,298,238.32	342,429.67
Combined Account Total:		\$3,792,231.69	\$3,868,952.02	\$76,720.33	\$3,626,718.04	\$242,233.98

Settlement Date



Summary by Account
Oct. 01, 2012 through Oct. 31, 2012

Account: 36-09-900-1260983 CHARLES A MORGAN T/U/W COMBINED

Summary by Account

Sub-Account Number	Sub-Account Name	Current Period			Year to Date	
		Account Value Beginning 10/01/2012	Account Value Ending 10/31/2012	Change in Account Value Since 10/01/2012	Account Value Beginning 10/01/2012	Change in Account Value Since 10/01/2012
36-09-900-1260981	CHARLES A MORGAN T/U/W-CFIM	\$1,225,294.25	\$1,226,827.59	\$1,533.34	\$1,225,294.25	\$1,533.34
36-09-900-8545619	CHARLES A MORGAN	2,653,376.71	2,597,816.56	-55,560.15	2,653,376.71	-55,560.15
Combined Account Total:		\$3,878,670.96	\$3,824,644.15	-\$54,026.81	\$3,878,670.96	-\$54,026.81