

**ARTICLES OF ASSOCIATION  
AND BY-LAWS**

**OF THE**

**BRIDGEPORT HOSPITAL SCHOOL**

**OF NURSING ALUMNAE**

**ASSOCIATION I, INC**

**ARTICLES of the ASSOCIATION**

**and BY-LAWS**

**of the**

**Bridgeport Hospital School  
Of Nursing Alumnae  
Association I, Inc.**

Organized.....	1897
Incorporated.....	1906
By-Laws Amended.....	1923
Revised.....	1930
Revised.....	1936
Revised.....	1945
Revised.....	1952
Revised.....	1955
Revised.....	1959
Revised.....	1962
Revised.....	1967
Revised.....	1972
Revised.....	1989
Revised.....	1997
Revised.....	2012
Revised.....	2022

**Keep us, O God, from pettiness:**

**let us be large in thought,  
in word, in deed.**

**Let us be done with fault-finding  
and leave off self seeking.**

**May we put away all pretense and meet each  
other face to face-without self pity and  
without prejudice.**

**May we never be hasty in judgment and  
always generous.**

**Let us take time for all things: Make us to  
grow calm serene, gentle.**

**Teach us to put into action our better  
impulses straightforward and unafraid.**

**Grant that we may realize it is the little  
things that create differences; that in the  
big things of life we are at one.**

**And may we strive to touch and to know the  
great, common human of us, all and**

**O Lord God, let us not forget to be kind**

*-Mary Stewart*

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**ARTICLES OF ASSOCIATION  
of the  
Bridgeport Hospital School of Nursing  
Alumnae Association I, Incorporated  
Shelton, Connecticut**

BE IT KNOWN, That We, the Subscribers, do hereby associate ourselves as a body politic and corporate, pursuant to the statute laws of the State of Connecticut, regulating the formation and organization of corporations without capital stock, and the following are our articles of association.

**ARTICLE 1.** The name of the Corporation shall be the BRIDGEPORT HOSPITAL SCHOOL OF NURSING ALUMNAE ASSOCIATION I, INCORPORATED (BHSNAAI Inc.).

**ARTICLE 2.** The purposes for which said Corporation is formed are the following:

A. In general to enhance the profession of nursing; to maintain the high standards of education, dedication, and performance of the nursing profession; to encourage education and learning in nursing by providing funding to nursing candidates or graduate nurses in accordance with the guidelines of the Scholarship Committee and by sponsoring lectures, seminars and other similar programs for its members to assist in the betterment of the functions and services first to the BHSN Alumnae members

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and/or to the division of nursing services at Bridgeport Hospital, and then to other institutions providing nursing education, to the end that the public benefits rendered, will be thereby increased; to promote mutual benefit and loyalty among the members by virtue of their association together; to devise means by which the profession of the registered nurse may be respected and protected; to collaborate with allied associations; to receive donation and bequests to be used for its corporate purposes; and to do any and all lawful acts authorized by its constitution or by-laws, or which may properly be done pursuant to the laws of the State of Connecticut, to carry out the purposes and objectives of this Corporation.

B. In substantial part, the said Corporation is devoted to charitable, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law) or as deemed appropriate by the BHSN AAI, Inc. Board of Directors.

**ARTICLE 3.** No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

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**ARTICLE 4.** In the event of dissolution of the Corporation, the BHSN AAI Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, solely determine the distribution of all the assets of the Corporation, to Bridgeport Hospital, Inc., of Bridgeport, Connecticut, and/or other qualified exempt organizations under Section 501(c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), for the purposes of educating individuals in the nursing profession. The dissolution of the Corporation shall be in accordance with the Connecticut General Statutes concerning corporate dissolution (C.G.S. 33-1172 et seq.).

**ARTICLE 5.** No part of any earnings of the Corporation shall inure to the benefit of or be distributed to its members, directors, officers, or other private persons, except the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in ARTICLE 2 hereof.

**ARTICLE 6.** The said Corporation is located in the City of Shelton, County of Fairfield, and the State of Connecticut.

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ARTICLES OF ASSOCIATION REVISED AND  
ADOPTED October, 2022

Committee on Revision of Articles of Association and  
By-Laws.

1. Dorothy Connolly
2. Cynthia Kowalski
3. Catherine Nucera
4. Debra Petrushonis
5. Linda Podolak
6. Edith Poidomani
7. Caren Silhavey
8. Beverly Tamas
9. Mary Toohey-Repko

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**BY-LAWS**  
**ARTICLE I**  
**Membership**

**Section 1.** All graduates of the Bridgeport Hospital School of Nursing are eligible for membership in this Alumnae Association.

Membership shall consist of three distinct groups, Regular, Life, and Honorary.

**Section 2.** Life Membership may be granted, subject to the approval of the Board of Directors as follows:

1. To those who have been a continuous member, for fifty years, or
2. To those who have a permanent disability, or
3. To those who, because of financial inability, are unable to maintain an active status in this Association.

Life members shall retain all rights of membership but shall not pay dues of assessments. Honorary Membership may be conferred on persons who have rendered service to this Association, and on those the members desire to honor. Honorary Membership confers social privileges only.

**Section 3.** Nurses desiring to become members of this Association shall fill out an application form provided by the Association. The application and dues are submitted to the Treasurer. The Treasurer shall present all applications to the Board of Directors for approval before bringing same to the Alumnae Association.

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## **ARTICLE II Officers**

**Section 1.** The Officers of this Association shall be a President, Vice-President, Recording/Corresponding Secretary, and Treasurer.

**Section 2.** The Board of Directors shall consist of nine members of whom four shall be the Officers of the Association and five additional members.

**Section 3.** All Officers and Directors shall be elected at the annual meeting and shall continue in office two years or until their successors are elected. A member shall not be eligible to hold office until she/he has been a member of the Alumnae Association at least six months, but may serve on committees if appointed.

**Section 4.** All officers and members of the Board of Directors shall be reasonably compensated for their services as deemed by the Board of Directors and approved by the membership at the annual meeting.

## **ARTICLE III Meetings**

**Section 1.** The Corporation shall hold its annual meeting on the second Tuesday of April. The election of officers shall be held at this meeting every two (2) years. If necessary, the Board may designate an alternative date. Special meetings may be called by the President and/or by a vote of two-thirds (2/3) of the Board of Directors.

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**Section 2.** The Board of Directors shall meet prior to the regular meeting to transact the business of the Association. Special Board Meetings may be called upon the request of the President.

## **ARTICLE IV Dues**

**Section 1.** The dues for one year shall be submitted to the Treasurer with the application form for membership.

**Section 2.** The annual dues for all members shall be paid in January of each calendar year to the Treasurer and shall be at least one dollar.

**Section 3.** All dues and assessments as determined by the Board of Directors of the Alumnae Association must be paid within the time limits established.

**Section 4.** Members failing to pay dues by January 31<sup>st</sup> shall be notified by the Treasurer and those not paying by the beginning of April shall forfeit their rights to membership and their names shall be removed from the list of members.

**Section 5.** Members who have been dropped for nonpayment of dues, may be reinstated by paying the dues for the current year.

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**ARTICLE V  
Duties of the Officers**

**Section 1.** The regular term of all officers shall commence with the adjournment of the April meeting, at which time they are elected.

**Section 2.** The duties of all officers shall be such as specified in these By-Laws. All retiring officers shall orient, in writing, incoming officers to their respective duties.

**Section 3. Office of President**

(a) The President shall preside at all regular meetings of the Board of Directors, annual and special meetings of the Alumnae Association.

(b) The President may create, discontinue, or rearrange departments of work and committees in the interest of this Association, subject to the approval of the Board of Directors.

(c) The President shall submit a summarized report of all work undertaken and all work completed each year.

**Section 4. Office of Vice-President**

(a) The Vice President shall accept all responsibilities delegated to her/him by the President, in her/his absence.

(b) The Vice-President or designee shall arrange the location of the annual meeting.

(c) The Vice-President or designee shall arrange the funeral delegation for members.

**Section 5. Office of Recording/Corresponding Secretary**

(a) The Recording/Corresponding Secretary shall make correct records of all meetings of the Alumnae Association

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and the Board of Directors meetings.

b) The Recording/Corresponding Secretary shall present, at the annual meeting, a report of the business of the preceding meeting.

(c) The Recording/Corresponding Secretary shall present a summarized annual report.

(d) The Recording/Corresponding Secretary shall keep a correct list of members and officers of the Alumnae Association, with names and addresses.

(e) The Recording/Corresponding Secretary shall receive all correspondence directed to the Alumnae Association.

(f) The Recording/Corresponding Secretary may establish and maintain a relationship with other professional nursing organizations by means of correspondence or other communications with said organizations.

**Section 6. Office of the Treasurer**

(a) The Treasurer shall receive all applications for membership and present them to the Board of Directors and to the membership for approval.

(b) The Treasurer shall receive all dues paid on forms furnished by the Alumnae Association.

(c) The Treasurer shall receive all contributions and acknowledge such receipts.

(d) The Treasurer shall send bills to all members by January 1 of each year and shall remove those delinquent from the list of members by the April annual meeting.

(e) The Treasurer shall pay all bills with the consent of the President and give a report of same at all meetings. All bills are to be paid promptly after being received.

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- (f) All funds and bank books of the Association shall be in the keeping of the Treasurer, who shall receive and deposit monies collected by the Association.
- (g) The Treasurer shall be responsible for all important documents which are to be kept in the safe deposit box at a bank or in such other locations as may be designed by the Board of Directors.
- (h) The Treasurer and the President shall be bonded.
- (i) The compilation of the documents of the Association shall be performed annually by a Certified Public Accountant, (CPA), selected and approved by the Board of Directors. The Treasurer shall review the CPA's annual balanced and signed financial report and then submit the documents to the Board of Directors.
- (j) The Treasurer shall submit a written annual report at the April meeting and such other financial reports at such other times as may be required by the Board of Directors.
- (k) The Treasurer shall send the names and addresses of incoming Treasurer and President immediately after they are elected to the bank holding the funds of the Association, the safe deposit department, and to the bonding company with which the Treasurer and the President are bonded.
- (l) The incoming Treasurer shall not accept nor sign a receipt for the documents from the prior Treasurer until all financials are balanced and signed by the Corporation's Certified Public Accountant.

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**Section 7. Board of Directors**

- (a) The Board of Directors shall act on all applications for membership.
- (b) The Board of Directors shall fill all vacancies in office.
- (c) The Board of Directors shall transact the business of the Association in the interim between meetings and shall report such transactions to the membership at the next meeting.
- (d) The Board of Directors shall have the power to suspend or cancel the membership of any member whom they find to be unfit, either morally or ethically. Such suspension or cancellation shall be done only after impartial investigation of the charges and only after the member in question shall have been given reasonable notice of the charges and opportunity to defend herself/himself before the Board of Directors.
- (e) The Board of Directors shall have the power to appoint additional agents, or employees, as they deem necessary or appropriate for the operation of the Association, and to provide reasonable compensation for such officers, agents, or employees and for the services of the members of the Board of Directors.

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**ARTICLE VI  
Committees**

**Section 1.** following committees shall be the committees of the organization:

- (a) Newsletter
- (b) Scholarship
- (c) Banquet
- (d) Funeral Delegation
- (e) Membership
- (f) Nominating Committee
- (g) Special

**DUTIES OF THE COMMITTEES**

**Section 2.** The Newsletter Committee shall include the Vice President who shall plan the program for the meeting and the Treasurer who shall plan the publicity for the meeting during the year. A newsletter will be sent to the members prior to the meeting by an officer as determined by the Board of Directors.

**Section 3.** The Scholarship Committee shall investigate and present to the President, to be acted on by the Board of Directors, all applications or scholarships from the Continuing Education Scholarship Fund for alumnae members.

**Section 4.** The Banquet Committee shall plan for and arrange the Annual Banquet and any other banquets to be held at such time and at such place as the Board of Directors may decide.

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**Section 5.** The Funeral Delegation Committee shall send a delegation of Alumnae members to attend local funeral services of a member of the Alumnae. If unable to send a delegation, a donation will be sent to the Alumnae Continuing Education Scholarship Fund or to a charity of the family's request in memory of said member.

**Section 6.** The Membership Committee shall devise ways and means of increasing membership, encourage all eligible nurses to become members and send applications for membership to the Alumnae Association.

**Section 7.** The Nominating Committee shall consist of three (3) members including the President and two (2) other members in good standing within the Organization appointed by the Board of Directors.

All Committees shall present reports as called for at each meeting and no committee shall incur any personal expense unless supported and approved by order of the Alumnae Association or the Board of Directors.

**Section 8.** A Special Committee may be appointed by the President as needed.

The President is an ex-officio member of all committees.

**ARTICLE VII  
Voting Body**

The voting body shall consist of members of the Association, in good standing, except those disqualified as provided herein.



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**ARTICLE VIII  
Quorum**

**Section 1.** A two-thirds majority of the Board of Directors shall constitute a quorum for a board meeting.

**Section 2.** Three members of the Board of Directors and five members of the Association shall constitute a quorum for annual meetings.

**ARTICLE IX  
Order of Business**

The Order of Business at any regular meeting shall be:

- (1) Call to order
- (2) Reading of minutes
- (3) Report of Officers
- (4) Reports of Standing Committees
- (5) Reports of Special Committees
- (6) Old Business
- (7) New Business
- (8) Annual Reports, Election of Officers and Appointments of Committees at the annual meeting if applicable.

**ARTICLE X  
Fiscal Year**

The fiscal year of this Association shall be from January 1<sup>st</sup> to December 31st.

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**ARTICLE XI  
Parliamentary Authority**

The Rules of Parliamentary Procedure, comprised in Robert's Rules of Order, shall be the authority at all meetings of this Association and the Board of Directors, subject to special rules which may be adopted at any time.

**ARTICLE XII  
Amendments**

**Section 1.** The Articles of Association may be amended at any Board of Directors or annual meeting by a vote of the members present, providing notice of the substance of such proposed changes have been provided to each member in advance of the meeting.

**Section 2.** By-Laws may be amended, adopted, or repealed, at any Board of Directors or annual meeting, by vote of the members present in compliance with provisions of Article VIII.