

Richmond County Memorial Hospital Charter Incorporated

A meeting was held at the Richmond County Courthouse on Monday night, June 10th, at which time the Charter for Richmond County Memorial Hospital was presented for amendments, changes and approval and signed by the Steering Committee and other interested persons present.

The following is a copy of the Charter:

This is to certify that we, the undersigned, desiring to form a non-stock, non-profit Corporation, do hereby associate ourselves into such Corporation under and by virtue of the laws of the State of North Carolina, as contained in Chapter 55 of the General Statutes of North Carolina, 1943, entitled "Corporations", and amendments thereto and do hereby severally agree to become the incorporators of said Corporation, and to that end do hereby set forth:

ARTICLE I

The name of the Corporation is RICHMOND COUNTY MEMORIAL HOSPITAL, INC.

ARTICLE II

The location of the principal

office of the Corporation in this State is in the County of Richmond and the State of North Carolina, and its Post Office address is Richmond County, North Carolina.

ARTICLE III

The objects for which this

Corporation is formed are:

(a) To erect, acquire, maintain and operate a general community hospital or hospitals, or institution or institutions, for the treatment of sick people and to provide facilities for the care and treatment of sick people and to that end to acquire by gift, purchase or otherwise and to own, hold, manage, control, sell and convey a site or sites for the construction and equipment of such general community hospital or hospitals, institution or institutions, clinic or clinics, and including a home or homes for nurses in Richmond County, North Carolina.

(b) To hold the title to the lands, buildings and all other physical property and equipment of said hospital, hospitals, institution or institutions, clinic or clinics, home or homes for nurses.

(c) To supply modern physical aids for diagnosis and treatment of disease and to furnish to the staff of physicians and surgeons who practice in its hospital or hospitals an opportunity, by their close association and cooperation, to offer to their patients, quickly and economically, the sum of their combined skill and experience.

(d) To furnish to the staff of physicians and surgeons the use of such physical equipment for the practice of their profession in such a manner as to enable them to give their best efforts without compensation to those unable to pay for their services, as well as to facilitate them in their practice on patients who may be called upon to pay compensation therefor.

(e) To furnish the equipment and organization for the instruction and training of doctors, nurses and technicians to carry forward in the future the purposes herein set out for the alleviation and cure of disease.

(f) To aid, so far as a Corporation can, in the instruction and promotion of research and scientific investigation in all branches of medicine and surgery.

(g) To provide an adequate nursing service for the patients of the hospital or hospitals, either with or without a school for the training of professional nurses.

(h) To appoint a medical staff composed of such physicians and surgeons as, in the judgment of the Directors or Trustees, are properly qualified to conduct the professional work of the hospital, and including trained and

experienced technicians, and to promulgate suitable rules governing the conduct of all physicians, surgeons and technicians who are permitted to practice in said hospital or hospitals.

(i) To solicit, receive, accept and acquire by gift, grant, transfer, purchase, exchange devise bequest or otherwise money and property of every kind nature and description, from any individual, firm, corporation or association, including any municipality, County, State or from the United States of America, and to hold manage, deal with administer and use and to invest such money and property of the Corporation and any and all income therefrom to promote any one or more of the objects specified hereinbefore. If, in order to qualify for the acceptance of any grant or gift or contribution of money or other property from any municipality or County or from the United States of America, it is found necessary to convey the title to the physical property, lands and personal and otherwise, to any municipality or to Richmond County, said Corporation shall have the power to make such transfer and conveyance of title.

(j) To invest the money and the property of the Corporation and any and all income therefrom in the purchase of any property, real and personal, bonds and other securities and evidences of indebtedness created by other Corporations and also the bonds and evidences of indebtedness of the United States of America or of any State, County or Municipality therein, or any evidence of indebtedness of any person, firm, partnership or association and to sell, lease and otherwise dispose of any such property, from time to time, and to reinvest the same.

(k) To purchase, hold, own sell and dispose of and to invest moneys in the shares of the capital stock of any other Corporation.

(l) In order to properly prosecute the objects and purposes above set forth, the Corporation shall have full power and authority to purchase, lease, and otherwise acquire, hold, mortgage convey and otherwise dispose of all kinds of property, both real and personal, both in this State and all other States, territories and dependencies of the United States; and generally to perform all acts which may be deemed necessary or expedi-

ent for the proper and successful prosecution of the objects and purposes for which the Corporation is created.

ARTICLE IV

The Corporation shall have and issue no capital stock and is not organized for the purpose of profit or gain to the members and no member of the Corporation shall, under any circumstances, be entitled to receive nor shall receive as dividends, or otherwise, any part whatever of any of the moneys, income or other property of the Corporation, and in the event of the dissolution of this Corporation as provided by law, the Board of Directors, or Trustees, shall have the power to donate all its moneys, property and other assets to any institution devoted exclusively to the propagation of the purposes and objects for which this Corporation is formed, such institution to be selected by such Board, or shall be, by said Board, disposed of in any other way, in its discretion provided only that the same shall be donated to and used for such purposes and objects exclusively.

ARTICLE V

The membership of this Corporation shall be unlimited as to the number of members.

Any person who has made or may hereafter make any gift or contribution, whether in cash, or in other property, shall be a member of the corporation for a term of five (5) years, terminating at the end of five (5) years from the date of the organization of this Corporation under this certificate of incorporation. Subsequent to the organization of this Corporation and the adjournment of the first annual meeting of the members, annual membership shall be conferred on any and all persons making a gift or contribution of One Dollar (\$1.00) or more, in cash or other property, for a term expiring with the adjournment of the next annual meeting of the members for the current year in which such contribution or gift shall have been made.

ARTICLE VI

That at any annual, regular or special meeting of the members of this Corporation One Hundred (100) members shall constitute a quorum and at any meeting of the members of said Corporation properly called as provided in the by-laws of this Corporation, any business matters may be legally attended to at said meeting when One Hundred (100) members of said Corporation are present, either in person or by proxy.

ARTICLE VII

The names and post office addresses of the persons subscribing their names to this certificate of incorporation as incorporators thereof are as follows:

ARTICLE VIII

The period of existence of this Corporation shall be unlimited.

ARTICLE IX

There shall be one Director of this Corporation for each thousand population or major fraction thereof from each township in Richmond County based on the 1940 official United States census of each township and at each first annual meeting of the membership of this corporation following the official periodic census of the U. S., the Trustees or Directors of this corporation shall be re-appointed to each township according to the official census, and the members of this Corporation from each township shall have the right to nominate the Director or Directors from their township. However, each township shall be entitled to at least one Director of this Corporation. The Directors so nominated by the members from each township shall be elected by the members of said Corporation at a special, regular or call meeting for said purpose. The Board of Directors as elected shall constitute and be known as the Board of Trustees for this Corporation. At the first meeting of the Board of Directors or Trustees they shall select by lot one-third of said members of said Board of Trustees or Directors, or as near one-third as can be computed, to serve for a term of office which shall expire at the adjournment of the first annual meeting of the members thereafter; another one-third of said Trustees whose term of office shall expire at the adjournment of the second annual meeting of the members, and the remaining one-third whose term of office shall expire at the adjournment of the third annual meeting of said members, but each of said Trustees shall continue to serve until his or her successor has been elected and qualified. All vacancies occurring on said Board of Trustees shall be filled by the remaining Trustees in such manner as may be provided by the by-laws. The Directors, constituting and known as the Board of Trustees, shall

ARTICLE X

The Board of Directors or Trustees of this Corporation shall appoint from the members of the Richmond County Medical Society and the Richmond County Dental Society an Advisory Commission with whom said Board of Trustees or Directors shall consult concerning the selection of surgeons and other members of the medical staff of said hospital and on such other matters concerning the management and operation of said hospital as the said Board of Directors or Trustees shall deem expedient.

ARTICLE XI

That Walter S. Covington of Rockingham, North Carolina, is hereby named and appointed as

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VOTE FOR

Raymond W. Goodman For SHERIFF



To the Citizens of Richmond County who supported me in the May 25th primary, I urge you to return to the polls June 22nd, and renew your efforts in my behalf.

Your vote and your work for me will be most gratefully appreciated.

And to you who did not vote for me, I earnestly ask that you give me your careful consideration. I assure you that your trust and confidence in me will not be misplaced.

My appreciation to all,

I am very truly yours,

Raymond W. Goodman

Candidate for Sheriff
June 22nd Primary.

elect all officers of the Corporation and shall adopt, alter, change and amend the by-laws of the Corporation without the consent or vote of the members.

Any adult citizen of the United States of America shall be eligible to membership on said Board of Trustees, except that no person who is a physician, surgeon or a dentist who is actively engaged in the practice of his profession shall be elected to the Board of Directors or Trustees of the Corporation. At each regular annual meeting of the members of the Corporation is open and operating shall elect to the Board of Trustees, or Directors, successors to all then members of said Board whose terms expire at the termination of such meeting, and such successors so elected to said Board shall be elected for a term of 3 years. All meetings of the Board of Directors, or Trustees, and of the members shall be held at such time or times and at such place or places as may be hereinafter fixed by the by-laws of the Corporation.

Notices of all meetings of the members of the Corporation shall be given by publication in some newspaper published in Richmond County, North Carolina, at least five (5) days before the time of such meeting, therein stating the time and place of such meeting, which notice shall be all the notice required to be given to the members of such meetings. Such notices of all meetings, regular, annual and special of the Board of Directors, or Trustees, shall be given as may be hereinafter fixed by the by-laws of the Corporation.

ARTICLE X

The Board of Directors or Trustees of this Corporation shall appoint from the members of the Richmond County Medical Society and the Richmond County Dental Society an Advisory Commission with whom said Board of Trustees or Directors shall consult concerning the selection of surgeons and other members of the medical staff of said hospital and on such other matters concerning the management and operation of said hospital as the said Board of Directors or Trustees shall deem expedient.

ARTICLE XI

That Walter S. Covington of Rockingham, North Carolina, is hereby named and appointed as

Treasurer of this Corporation until the first annual meeting of the members of said Corporation after the operation of said hospital has begun, and the said Walter S. Covington, Treasurer, shall be an ex officio member of the Board of Directors or Trustees of said Corporation until his successor is elected and qualified.

ARTICLE XII

A majority of the Board of Directors shall constitute a quorum for the transaction of business at any regular or special meeting of said Board. The number of members equal to the whole established number of Directors of the Corporation, present in person or by proxy, at any duly called regular or special meeting of the members shall constitute a quorum for the transaction of business.

ARTICLE XIII

Membership in the Corporation may be terminated by the termination of period of membership as hereinbefore fixed, by resignation, by death, or by suspension, but to constitute suspension, at least 2-3 of a quorum at a meeting of the members shall vote in the affirmative.

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