GENERAL LAWS

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payment of the principal of, or interest on, any obligations issued to finance the acquisition and construction; and

(4) Adequate provision has been, or will be, made in any lease of the educational facility for the payment of all costs of operation, maintenance, and upkeep of the educational facility by the lessee, sublessee, or occupant so that under no circumstances will the state or municipality be obligated, directly or indirectly, for the payment of those costs.

History of Section.
P.L. 1965, ch. 199, § 1; P.L. 1966, ch. 247, § 2.

45-38-6. Tax exemption. — Any educational facility owned by the state or a municipality, as provided by § 45-38-3, is declared to be public property, and is exempt from all taxes and special assessments of the state or any of its political subdivisions.

History of Section.
P.L. 1965, ch. 199, § 1.

CHAPTER 38.1

HEALTH AND EDUCATIONAL BUILDING CORPORATION

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45-38.1-1. Declaration of policy. — It is declared that for the benefit of the people of the state of Rhode Island and Providence Plantations, the increase of their commerce, welfare, and prosperity and the improvement of their health and living conditions, it is essential that this and future generations of youth be given the fullest opportunity to learn and to develop their intellectual and mental capacities; that it is essential that institutions for higher education within the state be provided with appropriate additional

means to assist youth in achieving the required levels of learning and development of their intellectual and mental capacities; that it is essential that health care providers within the state be provided with appropriate additional facilities; and that it is the purpose of this chapter to provide a measure of assistance and an alternative method to enable institutions for higher education in the state and health care providers to provide the facilities and structures which are sorely needed to accomplish the purposes of this chapter, and to provide a measure of assistance and an alternative method to enable students and the families of students attending institutions for higher education in the state to finance the cost or a portion of the cost of that higher education, all to the public benefit and good, to the extent and manner provided in this chapter. It is further declared that the exercise by the Rhode Island health and educational building corporation, created and established under § 45-38.1-4, of the powers conferred on the corporation, under this chapter, will constitute the performance of an essential governmental function.

History of Section.
P.L. 1967, ch. 56, § 1; P.L. 1968, ch. 224, § 2; P.L. 1982, ch. 301, § 1; P.L. 1991, ch. 292, § 1.

45-38.1-2. Title of chapter. — This chapter may be referred to and cited as the "Rhode Island Health and Educational Building Corporation Act".

History of Section.
P.L. 1967, ch. 56, § 1; P.L. 1968, ch. 224, § 2.

45-38.1-3. Definitions. — As used in this chapter, the following words and terms have the following meaning unless the context indicates another or different meaning or intent:

(1) "Bonds" means bonds of the corporation issued under the provisions of this chapter, including refunding bonds, notwithstanding that the bonds may be secured by mortgage or the full faith and credit of the corporation or the full faith and credit of a participating institution for higher education or of a participating health care provider or any other lawfully pledged security of a participating educational institution or child day care center or of a participating health care provider;

(2) "Borrower" means a student or a parent who has received or agreed to pay an education loan;

(3) "Capital note(s)" means a note or notes of the corporation not exceeding twelve (12) months in duration to maturity issued for the benefit of a health care provider or educational institution to purchase capital assets to be used in the operations of the health care provider or educational institution;

(4) "Child day care center" means a child day care center as defined in section 23-28.1-5, which is a not-for-profit organization;

(5) "Cooperative hospital service organization" means a corporation created pursuant to chapter 6 of title 7, which meets the requirements of Section 501(e) of the Internal Revenue Code of 1954, 26 U.S.C. § 501(e), and is exempt from federal taxation of income in accordance with Section 501(c)(3) of the Internal Revenue Code, 26 U.S.C. § 501(c)(3);

(6) "Corporation" means the Rhode Island health and educational building corporation created and established as a nonbusiness corporation, under and pursuant to chapter 6 of title 7, as amended, and constituted and established as a public body corporate and agency of the state under § 45-38.1-4, or any board, body, commission, department, or officer succeeding to the principal functions of the corporation or to whom the powers conferred upon the corporation by this chapter are given by law;

(7) "Corporation loans" means loans by the corporation to an educational institution or child day care center for the purpose of funding education loans;

(8) "Cost" as applied to a project or any portion of it, financed under the provisions of this chapter, embraces all or any part of the cost of construction and acquisition of all lands, structures, real or personal property, rights, rights of way, franchises, easements, and interests acquired or used for a project, the cost of demolishing or removing any buildings or structures on land so acquired, including the cost of acquiring any lands to which the buildings or structures may be moved, the cost of all machinery and equipment, financing charges, interest prior to, during and for a period after completion of the construction, provisions for working capital, reserves for principal and interest and for extensions, enlargements, additions, replacements, renovations and improvements, cost of engineering, financial and legal services, plans, specifications, studies, surveys, estimates of cost and of revenues, administrative expenses, expenses necessary or incident to determining the feasibility or practicability of constructing the project, and other expenses that may be necessary or incident to the construction and acquisition of the project, the financing of the construction and acquisition, and the placing of the project in operation;

(9) "Default insurance" means insurance insuring education loans, corporation loans, or bonds or notes of the corporation against default;

(10) "Default reserve fund" means a fund established pursuant to a resolution of the corporation for the purpose of securing education loans, corporation loans, or bonds or notes of the corporation;

(11) "Education loan" means a loan which is made by or on behalf of an educational institution or child day care center from the proceeds of a corporation loan, to a student or parents of a student or both, to finance the student's attendance at the institution;

(12) "Education loan series portfolio" means all education loans made by or on behalf of a specific educational institution or child day

care center which are funded from the proceeds of a corporation loan to the institution out of the proceeds of a related specific bond or note issued through the corporation;

(13) "Educational institution" means an educational institution or local education authority participating in the school housing aid program as described in chapter 7 of title 16 situated within this state which, by virtue of law or charter, is a public or other nonprofit educational institution empowered to provide a program of education at the primary, secondary or high school level, beyond the high school level, and which is accredited by a nationally recognized educational accrediting agency or association and awards a bachelor's or advance degree or provides a program of not less than two (2) years' duration which is accepted for full credit toward a bachelor's degree;

(14) "Health care provider" means:

(i) Any nonprofit hospital incorporated under the laws of the state, including any nonprofit subsidiary corporations formed by any hospital or formed by the parent corporation of the hospital;

(ii) Any nonprofit corporation, the member or members of which consist solely of one or more hospitals or their parent corporations;

(iii) Any other hospital, which is licensed as a general hospital or maternity hospital pursuant to chapter 17 of title 23, which is exempt from taxation;

(iv) Any nonprofit group health association;

(v) Any cooperative hospital service organization, or any nonprofit corporation that is licensed as a skilled nursing and/or intermediate care facility pursuant to chapter 17 of title 23, including any nonprofit subsidiary corporation formed by any of the foregoing skilled nursing and/or intermediate care facilities, or any nonprofit corporation eligible to receive funding, pursuant to chapter 8.5 of title 40.1, and/or a corporation created pursuant to chapter 6 of title 7; provided, that it is a real estate holding corporation created for the benefit of a nonprofit corporation eligible to receive funding under chapter 8.5 of title 40.1;

(vi) Any nonprofit health care corporation whose purpose is to provide home care services or supplies to the citizens of this state including, but not limited to, nonprofit visiting nurse associations and nonprofit home care organizations;

(vii) Any other not-for-profit corporation organized pursuant to chapter 6 of title 7 or pursuant to any special act of the general assembly and which is exempt from federal taxation of income in accordance with Section 501(c)(3), 26 U.S.C. § 501(c)(3), of the Internal Revenue Code and which is licensed as:

(A) A health care facility pursuant to chapter 17 of title 23;

(B) A "facility" pursuant to chapter 24 of title 40.1;

(C) A "residential care and assisted living facility" pursuant to chapter 17.4 of title 23;

(D) An adult day-care facility; or

(E) A "clinical laboratory" pursuant to chapter 23-16.2 and as a manufacturer of biological products by the United States Depart-

ment of Health and Human Services Food and Drug Administration that operates in Rhode Island;

(viii) Any not-for-profit corporation which is exempt from federal taxation of income in accordance with Section 501(c)(3) of the Internal Revenue Code, 26 U.S.C. § 501(c)(3), or any successor section of the Internal Revenue Code, which under contract with the state educates, counsels or rehabilitates young people who have come subject to child welfare, juvenile justice or mental health systems in the state; or

(ix) Any network or similar arrangement of those entities listed in subsection (11)(i) through (viii) above;

(15) "Loan funding deposit" means monies or other property deposited by an educational institution or child day care center with the corporation, a guarantor, or a trustee for the purpose of:

(i) Providing security for bonds or notes;

(ii) Funding a default reserve fund;

(iii) Acquiring default insurance;

(iv) Defraying costs of the corporation, the monies or properties to be in amounts as deemed necessary by the corporation or a guarantor as a condition for the institution's participation in the corporation's programs;

(16) "Nonprofit group health association" means an association or a corporation established by an act of the general assembly, or created pursuant to chapter 6 of title 7, to provide all or any part of a project or property to the citizens of this state;

(17) "Note" means a written promise to pay, including, but not limited to, capital notes and revenue anticipation notes;

(18) "Parent" means any parent, legal guardian, or sponsor of the student at an educational institution or child day care center;

(19) "Participating hospital" means a hospital which, pursuant to the provisions of this chapter, undertakes the financing and construction or acquisition of a project or undertakes the refunding or refinancing of obligations or of a mortgage or of advances as provided in and permitted by this chapter;

(20) "Participating educational institution" means an educational institution or child day care center which, pursuant to the provisions of this chapter, undertakes the financing and construction or acquisition of a project, or undertakes the refunding or refinancing of obligations or of a mortgage or of advances or undertakes the financing, directly or indirectly, of education loans, all as provided in and permitted by this chapter;

(21) "Project," in the case of a participating educational institution or child day care center means a structure suitable for use as a dormitory or other housing facility, dining hall, student union, administration building, academic building, library, laboratory, research facility, classroom, athletic facility, health care facility, and maintenance, storage or utility facility, and other structures or facilities related to the educational institution or child day care

center or required or useful for the instruction of students or the conducting of research or the operation of an educational institution or child day care center including parking and other facilities or structures essential or convenient for the orderly conduct of the educational institution or child day care center and also includes equipment and machinery and other similar items necessary or convenient for the operation of a particular facility or structure in the manner for which its use is intended, but does not include such items as books, fuel, supplies, or other items which are customarily deemed to result in a current operating charge; and, in the case of a participating health care provider, means a structure suitable for use as a hospital, clinic, nursing home, congregate housing for the elderly and/or infirm, mental health service unit, or other health care facility, laboratory, laundry, nurses', interns', or clients' residence, administration building, research facility, and maintenance, storage or utility facility, and other structures or facilities related to the health care provider or required or useful for the operation of the project, including parking and other facilities or structures essential or convenient for the orderly operation of the project, and also includes equipment and machinery and other similar items necessary or convenient for the operation of the project in the manner for which its use is intended, but does not include such items as fuel, supplies, or other items which are customarily deemed to result in a current operating charge;

(22) "Revenue anticipation note(s)" means a note or notes of the corporation not exceeding twelve (12) months in duration to maturity issued for the benefit of a health care provider or educational institution in anticipation of revenues reasonably expected to be collected by the health care provider or educational institution within twelve (12) months from the date of the note or notes;

(23) "School housing project" means an "approved project," as defined in § 16-7-36(2);

(24) "School housing project financing" means bonds issued through the corporation to fund school housing projects as provided in and permitted by § 16-7-44;

(25) "State" means the state of Rhode Island and Providence Plantations; and

(26) "State reimbursement" shall mean the state's share of school housing project cost as determined in accordance with §§ 16-7-35 — 16-7-47.

History of Section.

P.L. 1967, ch. 56, § 1; P.L. 1968, ch. 224, § 2; P.L. 1971, ch. 261, § 1; P.L. 1982, ch. 186, § 1; P.L. 1982, ch. 301, § 2; P.L. 1985, ch. 113, § 1; P.L. 1988, ch. 440, § 1; P.L. 1988, ch. 506, §§ 1, 2; P.L. 1988, ch. 556, § 1; P.L. 1989, ch. 348, § 1; P.L. 1990, ch. 491, § 1; P.L. 1991, ch. 292, § 1; P.L. 1992, ch. 221, § 1; P.L. 1998, ch. 25, § 1; P.L. 1998, ch. 125, § 1; P.L. 2000, ch. 184, § 1; P.L. 2003, ch. 376, art. 9, § 12; P.L. 2004, ch. 595, art. 23, § 1; P.L. 2008, ch. 16, § 1; P.L. 2008, ch. 455, § 1; P.L. 2009, ch. 310, § 63.

45-38.1-4. Corporation established. — (a) There is hereby created a public body corporate and agency of the state to be known as the "Rhode Island health and educational building corporation" as successor to the Rhode Island educational building corporation, previously created as a nonbusiness corporation under and pursuant to chapter 6 of title 7, as amended by chapter 121 of the Public Laws of 1966, and constituted and established as a public body corporate and agency of the state for the exercising of the powers conferred on the corporation under and pursuant to §§ 45-38.1-1 — 45-38.1-24.

(b) All of the powers of the corporation are vested in the board of directors of the corporation elected at the first meeting of the incorporators of the Rhode Island educational building corporation, and the members of the board shall continue to serve for the duration of the terms for which they were originally elected. Successors to the members of the board of directors shall be appointed by the governor, as follows: prior to the month of June in each year, commencing in the year 1968, the governor shall appoint a member to serve on the board of directors for a term of five (5) years to succeed the member whose term will expire in June of that year. In the event of a vacancy occurring in the membership of the board of directors, the governor shall appoint a new member of the board of directors for the unexpired term. Any member of the board of directors is eligible for reappointment.

(c) Each member of the board of directors, before entering upon his or her duties, shall take an oath to administer the duties of his or her office faithfully and impartially, and the oath shall be filed in the office of the secretary of state.

(d) The board of directors shall elect two (2) of its members as chairperson and vice chairperson, and also elect a secretary, assistant secretary, treasurer, and assistant treasurer, who need not be members of the board. Three (3) members of the board of directors of the corporation shall constitute a quorum, and the affirmative vote of the majority of the directors present and entitled to vote at any regular or special meeting at which a quorum is present, is necessary for any action to be taken by the corporation; except, however, that the affirmative vote of three (3) members of the board of directors is necessary for the election of officers of the corporation and to amend the bylaws of the corporation. No vacancy in the membership of the board of directors of the corporation impairs the right of a quorum to exercise all the powers of and perform the duties of the corporation.

(e) Any action taken by the corporation under the provisions of this chapter may be authorized by resolution at any regular or special meeting, and each resolution takes effect immediately and need not be published or posted.

(f) The members of the board of directors shall receive compensation at the rate of fifty dollars ($50.00) per meeting attended; however, the compensation shall not exceed one thousand five hundred dollars ($1,500) per fiscal year per member.

(g) Notwithstanding any other law to the contrary, it shall not be or constitute a conflict of interest for a trustee, director, officer, or employee of an institution for higher education or a health care provider to serve as a member of the board of directors of the corporation; provided, that the trustee, director, officer, or employee abstains from deliberation, action and vote by the board under this chapter in specific respect to the institution for higher education or the health care provider of which the member is a trustee, director, officer, or employee.

History of Section.
P.L. 1967, ch. 56, § 1; P.L. 1968, ch. 224, § 2; P.L. 1981, ch. 398, § 1; P.L. 1988, ch. 627, § 1; P.L. 1989, ch. 102, § 1; P.L. 1991, ch. 292, § 1.

45-38.1-5. General grant of powers. — The corporation has the following powers, together with all powers incidental or necessary for the performance of the following:

(1) To have perpetual succession as a public body corporate and agency of the state and to adopt bylaws for the regulation of its affairs and the conduct of its business;

(2) To adopt an official seal and alter the seal at pleasure;

(3) To maintain an office at a place or places that it may designate;

(4) To sue and be sued, plead and be impleaded;

(5) To determine the location and character of any project to be financed under the provisions of this chapter, and to construct, reconstruct, renovate, replace, maintain, repair, operate, lease, as lessee or lessor, and regulate the project to pay its costs, to enter into contracts for any or all of those purposes, to enter into contracts for the management and operation of a project, and to designate a participating educational institution or child day care center, or a participating health care provider as its agent to determine the location and character of a project undertaken by the participating educational institution or child day care center, or by a participating health care provider under the provisions of this chapter, and as the agent of the corporation, to acquire, construct, reconstruct, renovate, replace, maintain, repair, operate, lease, as lessee or lessor, and regulate the project, and, as the agent of the corporation, to enter into contracts for any or all of those purposes, including contracts for the management and operation of the project;

(6) To issue bonds, notes, bond anticipation notes, revenue anticipation notes, capital notes, and other obligations of the corporation including, but not limited to, interest rate exchange agreements and contracts to hedge interest rates, for any of its corporate purposes, and to fund or refund the bonds, all as provided in this chapter;

(7) Generally, to fix and revise from time to time and charge and collect rates, rents, fees, and charges for the use of and for the services furnished or to be furnished by a project or any portion of it, and to contract with any person, partnership, association, or corporation or other body public or private in respect to the project;

(8) To establish rules and regulations for the use of a project or any portion of it and to designate a participating educational institution or child day care center, or a participating health care provider as its agent to establish rules and regulations for the use of a project undertaken by the participating educational institution or child day care center or by the participating health care provider;

(9) Employ consulting engineers, architects, attorneys, accountants, construction and financial experts, superintendents, managers, and other employees and agents as may be necessary in its judgment, and to fix their compensation;

(10) To receive and accept from any public agency, loans or grants for or in aid of the construction of a project or any portion of it, and to receive and accept loans, grants, aid, or contributions from any source of either money, property, labor, or other things of value, to be held, used, and applied only for the purposes for which those loans, grants, aid, and contributions are made;

(11) To mortgage any project, and the site of the project, for the benefit of the holders of bonds issued to finance the project;

(12) To make loans to any participating educational institution or child day care center and to any participating health care provider for the cost of a project in accordance with an agreement, and any other security instrument required by the corporation between the corporation and the participating educational institution or child day care center or the participating health care provider; provided, that no loan exceeds the total cost of the projects as determined by the participating educational institution or child day care center or the participating hospital, and approved by the corporation;

(13) To make loans to a participating educational institution or child day care center or to a participating health care provider to refund outstanding obligations, mortgages, or advances issued, made or given by the participating educational institution or child day care center or the participating health care provider for the cost of a project;

(14) To charge to and equitably apportion, among participating educational institution or child day care center and participating health care provider, its administrative costs and expenses incurred in the exercise of the powers and duties conferred by this chapter;

(15) To accept any gifts or grants or loans of funds or property or financial or other aid in any form from the federal government or any agency or instrumentality of the federal government, or from the state or any agency or instrumentality of the state, or from any other source and to comply, subject to the provisions of this chapter, with the terms and conditions of the gifts, grants, or loans;

(16) To do all things necessary or convenient to carry out the purposes of this chapter. In carrying out the purposes of this chapter, the corporation may undertake a project for two (2) or more participating health care providers jointly, or for any combination of providers, and, thereupon, all other provisions of this chapter shall

apply to and for the benefit of the corporation and those joint participants;

(17) To enter into contracts for the purpose of guaranteeing or insuring loans to any participating educational institution or child day care center or to any participating health care provider to carry out the purposes of the corporation, and to pledge, encumber, or advance funds of the corporation in connection with the loans; and

(18) To make and effectuate gifts or grants of corporation funds for or in aid of the construction of or development of any project or any portion of a project or in furtherance of the policies, purposes, and powers of the corporation set forth in this chapter, and to retain or appoint any agents or consultants deemed necessary or desirable by the corporation to effectuate, make, and administer the gifts or grants.

History of Section.
P.L. 1967, ch. 56, § 1; P.L. 1968, ch. 224, § 2; P.L. 1989, ch. 480, § 11; P.L. 1991, ch. 292, § 1; P.L. 1992, ch. 221, § 1; P.L. 2000, ch. 184, § 1.

45-38.1-5.1. Powers relative to education loan financing programs. — (a) The corporation has all the powers necessary or convenient to carry out and effectuate the purposes and provisions of this chapter, including the following powers in addition to others granted by this chapter:

(1) To determine criteria and guidelines encompassing the type of, and qualifications for, education loan financing programs and issuance of bonds or notes by the corporation, including eligibility standards for borrowers that the corporation determines are necessary or desirable in order to effectuate the purposes of this chapter;

(2) To establish specific criteria governing the eligibility of institutions for higher education to participate in its programs and for the making of corporation loans and education loans, the issuance of bonds or notes by the corporation, provisions for default, the establishment of default reserve funds, the purchase of default insurance, the provision by the institutions of prudent debt service reserves, and the furnishing, by participating institutions for higher education and others, of additional guarantees of the education loans, corporation loans, or bonds as the corporation determines;

(3) To establish rules and regulations with respect to corporation loans, education loans, and education loan series portfolios;

(4) To receive and accept from any source, loans, contributions, or grants for or in aid of a corporation education loan financing program, or any portion of it, and, when desirable, to use the funds, property, or labor only for the purposes for which it was loaned, contributed, or granted;

(5) To contract with guarantors, financial institutions, or other qualified loan origination and servicing organizations, which shall assist in prequalifying borrowers for education loans and service and administer each education loan. The corporation may require that

each borrower be charged a fee to defray the costs of origination, servicing, and administration of education loans. The amount and method of collection of the fee shall be determined by the corporation. Participating institutions for higher education may perform these acts if authorized by the corporation;

(6) To contract with a guarantor to provide security for the payment of education loans through the issuance of insurance against default, or to provide a guarantee of payment covering all or a portion of each education loan made by or on behalf of the corporation or by or on behalf of an institution for higher education from the proceeds of a corporation loan;

(7) To make corporation loans to participating institutions for higher education and require that the proceeds be used for making education loans and paying costs and fees in connection with the loans;

(8) To charge and equitably apportion, among participating institutions for higher education, its administrative costs and expenses incurred in the exercise of the powers and duties granted by this section;

(9) Notwithstanding any other provisions in this chapter, to commingle and pledge as security for a series or issue of bonds, only with the consent of all of the institutions for higher education which are participating in the series or issue:

(i) The education loan series portfolios and some or all future education loan series portfolios of the institutions for higher education; and

(ii) The loan funding deposits of the institutions; provided, that education loan series portfolios and other security and monies set aside in any fund or funds pledged for any series of bonds or issue of bonds are held for the sole benefit of the series or issues, separate and apart from education loan series portfolios and other security and monies pledged for any other series or issue of bonds of the corporation. Bonds may be issued in series under one or more resolutions or trust agreements in the discretion of the corporation;

(10) To examine records and financial reports of participating institutions for higher education, and to examine records and financial reports of any person, organization, or institution retained under subsections (a)(5) or (a)(6);

(11) To do all things necessary or convenient to carry out the purposes of this chapter.

(b) In carrying out the purposes of this chapter, the corporation may issue bonds, the proceeds of which are loaned to two (2) or more participating institutions for higher education or for any combination of participating institutions for higher education and, thereupon, all other provisions of this chapter apply to and for the benefit of the corporation and the participants in the joint program or programs. Any joint participation requires the express approval of all participants.

(c) The corporation shall require that corporation loans be used solely for the purpose of education loans and in an amount not to exceed the total cost of attendance, as defined by the corporation, less other forms of student assistance that the corporation may determine. The corporation shall require that institutions for higher education insist that each borrower under an education loan use the proceeds solely for educational purposes and purposes reasonably related to education, and that each borrower shall so certify.

(d) Whenever refunding bonds are issued to refund bonds, the proceeds of which were used to make corporation loans, the corporation may reduce or increase the amount it is owed by the institution for higher education which had received corporation loans from the proceeds of the refunded bonds. The institutions for higher education may reduce or increase the amount of interest being paid on education loans which the institution has made pursuant to the corporation loans from the proceeds of the refunded bonds.

History of Section.
P.L. 1982, ch. 301, § 3; P.L. 1991, ch. 292, § 1; P.L. 2000, ch. 184, § 1.

45-38.1-5.2. Acquisition of certain monies, endowments, properties, and guarantees. — The corporation is authorized and empowered to establish specific guidelines relating to the deposits of certain monies, endowments, or properties by institutions for higher education which would provide security for education loan funding programs, corporation loans, education loans, or for bonds or notes, and to establish guidelines relating to guarantees of or contracts to purchase education loans or bonds by the institutions or by financial institutions or others. A default reserve fund may be established for each series or issue of bonds. In this regard, the corporation is empowered to receive monies, endowments, properties, and guarantees as it deems appropriate and, if necessary, to take title in the name of the corporation or in the name of a participating institution for higher education or a trustee.

History of Section.
P.L. 1982, ch. 301, § 3; P.L. 1991, ch. 292, § 1; P.L. 2000, ch. 184, § 1.

45-38.1-5.3. Conveyance of loan funding deposit after payment of bonds. — When the principal of, interest on, and premium, if any, due in connection with bonds or notes of the corporation issued to finance the cost of an education loan financing program or programs, including any refunding bonds or notes issued to refund and refinance those bonds or notes have been fully paid and retired, or when adequate provision has been made to fully pay and retire the bonds or notes, and all other conditions of the bond or note resolution authorizing the bonds or notes, have been satisfied and the security interest or lien created by the bond or note resolution has been

released in accordance with the provisions of the resolution, the corporation shall promptly do those things and execute deeds and conveyances that are necessary and required to convey any remaining monies, properties, and other assets, comprising loan funding deposits, to the participating institutions for higher education which furnished the monies, properties, and other assets in proportion to the amounts furnished by the respective participating institutions for higher education.

History of Section.
P.L. 1982, ch. 301, § 3; P.L. 1991, ch. 292, § 1; P.L. 2000, ch. 184, § 1.

45-38.1-6. Acquisition of property. — The corporation is authorized and empowered, directly, or by and through a participating institution for higher education or a participating health care provider, as its agent, to acquire by purchase or by gift or devise any lands, structures, property, real or personal, rights, rights of way, franchises, easements, and other interests in lands, including lands lying under water and riparian rights, which are located within or without the state as it may deem necessary or convenient for the construction or operation of a project, upon terms and at prices that may be considered by it to be reasonable and can be agreed upon between it and the owner of the property, and to take title to the property in the name of the corporation or in the name of a participating institution for higher education or a participating health care provider as its agent.

History of Section.
P.L. 1967, ch. 56, § 1; P.L. 1968, ch. 224, § 2; P.L. 1991, ch. 292, § 1.

45-38.1-7. Title to project. — When the principal of and interest on bonds of the corporation issued to finance the cost of a particular project or projects for a participating institution for higher education or for a participating health care provider, including any refunding bonds or notes issued to refund and refinance the bonds or notes, have been fully paid and retired, or when adequate provision has been made to fully pay and retire the bonds or notes, and all other conditions of the resolution or trust agreement authorizing and securing the bonds or notes have been satisfied and the lien of the resolution or trust agreement has been released in accordance with its provisions, the corporation shall promptly do things and execute deeds and conveyances that are necessary and required to convey title to the project or projects to the participating institution for higher education or the participating health care provider, free and clear of all liens and encumbrances, all to the extent that title to the project or projects shall not, at the time, then be vested in the participating institution for higher education or the participating health care provider.

History of Section.
P.L. 1967, ch. 56, § 1; P.L. 1968, ch. 224, § 2; P.L. 1991, ch. 292, § 1; P.L. 2000, ch. 184, § 1.

45-38.1-8. Notes of the corporation. — The corporation has the power and is hereby authorized, from time to time, to issue its negotiable notes, revenues anticipation notes, and capital notes for any corporate purpose or project and renew, from time to time, any notes by the issuance of new notes, whether the notes to be renewed have or have not matured. The corporation may issue notes partly to renew notes or to discharge other obligations then outstanding, and partly for any other purpose. The notes may be authorized, sold, executed, and delivered in the same manner as bonds. Any resolution or resolutions authorizing notes of the corporation, or any issue of notes, may contain any provisions which the corporation is authorized to include in any resolution or resolutions authorizing revenue bonds of the corporation or any issue thereof, and the corporation may include, in any notes, any terms, covenants, or conditions which it is authorized to include in any bonds. All the notes are payable solely from the revenues of the corporation, subject only to any contractual rights of the holders of any of its notes or other outstanding obligations.

History of Section.
P.L. 1967, ch. 56, § 1; P.L. 2000, ch. 184, § 1.

45-38.1-9. Bonds of the corporation. — (a) The corporation is authorized from time to time to issue its negotiable bonds for any corporate purpose or project. In anticipation of the sale of the bonds the corporation may issue negotiable bond anticipation notes and may renew those notes from time to time, but maximum maturity of the notes, including renewals of those notes, shall not exceed forty (40) years from the date of issue of the original notes. The notes shall be paid from any revenues of the corporation or other moneys available for payment and not otherwise pledged, or from the proceeds of the sale of the bonds of the corporation in anticipation of which they were issued. The notes shall be issued in the same manner as the bonds. The notes and the resolution, or resolutions authorizing the notes, may contain any provisions, conditions, or limitations which a bond resolution of the corporation may contain.

(b) The bonds, notes, or other obligations are payable from any revenues or moneys of the corporation available for payment and not otherwise pledged, subject only to any agreements with the holders of particular bonds, notes, or other obligations pledging any particular revenues or moneys, and subject to any agreements with any participating institution for higher education or any participating hospital, notwithstanding that the bonds, notes, or other obligations may be payable from a special fund, they shall be and be deemed to

be for all purposes negotiable instruments, subject only to the provisions of the bonds, notes, or other obligations for registration.

(c) The bonds may be issued as serial bonds or as term bonds, or the corporation, in its discretion, may issue bonds of both types. The bonds shall be authorized by resolution of the corporation and bear a date or dates, mature at a time or times, not exceeding sixty-five (65) years from their respective dates, bear interest at rate or rates, be payable at a time or times, be in denominations, be in a form, either coupon or registered, carry registration privileges, be executed in a manner, be payable in lawful money of the United States of America at a place or places, and be subject to terms of redemption, that the resolution or resolutions may provide. In the event term bonds are issued, the resolution authorizing the term bonds may make provisions for the establishment and management of adequate sinking reserve funds for their payment as the corporation may deem necessary. The bonds or notes may be sold at public or private sale for a price or prices as the corporation determines. Pending preparation of the definitive bonds, the corporation may issue interim receipts or certificates which shall be exchanged for the definitive bonds.

(d) Any resolution or resolutions authorizing any bonds or any issue of bonds may contain provisions, which are a part of the contract with the holders of the bonds to be authorized, as to:

(1) Pledging the full faith and credit of a participating institution for higher education or of a participating health care provider, all or any part of the revenues of a project of any revenue producing contract or contracts made by the corporation with any individual, partnership, corporation, or association or other body, public or private, or pledging all or any part of the revenues derived from corporation loans, education loans, payments by participating institutions for higher education, banks, guarantors, insurers, or others pursuant to letters of credit or purchase agreements, investment earnings, insurance proceeds, loan funding deposits, proceeds from the sale of education loans, proceeds of refunding bonds and fees, charges, and other revenues of the corporation, to secure the payment of the bonds or of any particular issue of bonds, subject to agreements with bondholders as may then exist;

(2) The rentals, revenues, fees and other charges to be charged, and the amounts to be raised in each year, and the use and disposition of the revenues;

(3) The setting aside of reserves or sinking funds, loan funding deposits, and their regulation and disposition;

(4) Limitations on the right of the corporation or its agent to restrict and regulate the use of the project or of education loans;

(5) Limitations on the purpose to which the proceeds of the sale of any issue, of bonds then or thereafter to be issued, may be applied and pledging the proceeds to secure the payment of the bonds or any issue of the bonds;

(6) Limitations on the issuance of additional bonds, the terms upon which additional bonds may be issued and secured, and the refunding of outstanding bonds;

(7) The procedure, if any, by which the terms of any contract with bondholders may be amended or abrogated, the amount of bonds the holders of which must consent thereto, and the manner in which the consent may be given;

(8) Limitations on the amount of moneys derived from the project or education loan program to be expended for operating, administrative, or other expenses of the corporation;

(9) Defining the acts or omissions to act which constitute a default in the duties of the corporation to holders of its obligations, and providing the rights and remedies of those holders in the event of a default;

(10) The mortgaging of a project and its site for the purpose of securing the bondholders;

(11) Any other additional covenants, agreements, and provisions that are deemed desirable or necessary by the corporation for the security of the holders of the bonds; and

(12) Providing for guarantees, pledges of endowment, letters of credit, property, or other security for the benefit of the holders of the bonds.

(e) Neither the members of the corporation nor any person executing the bonds or notes are personally liable on the bonds or notes, or are subject to any personal liability or accountability by reason of the issuance of the bonds or notes.

(f) The corporation has power out of any available funds, to purchase its bonds or notes. The corporation may hold, pledge, cancel, or resell the bonds, subject to and in accordance with agreements with bondholders.

History of Section. P.L. 1967, ch. 56, § 1; P.L. 1968, ch. 224, § 2; P.L. 1982, ch. 301, § 4; P.L. 1991, ch. 292, § 1; P.L. 2000, ch. 184, § 1.

45-38.1-10. Trust agreement. — In the discretion of the corporation, any revenue bonds issued under the provisions of this chapter may be secured by a trust agreement by and between the corporation and a corporate trustee or trustees, which may be any trust company or bank having the powers of a trust company within or without the state. The trust agreement or the resolution providing for the issuance of the revenue bonds may pledge or assign the revenues to be received or proceeds of any contract or contracts pledged, and may convey or mortgage the project or any portion of it. The trust agreement or resolution providing for the issuance of the revenue bonds may contain any provisions for protecting and enforcing the rights and remedies of the bondholders that may be reasonable and proper and not in violation of law, including, particularly, provisions as have been specifically authorized by this chapter to be included in any resolution or resolutions of the corporation authorizing revenue

bonds. It is lawful for any bank or trust company incorporated under the laws of the state which may act as depositary of the proceeds of bonds or of revenues or other moneys to furnish indemnifying bonds or to pledge securities as may be required by the corporation. The trust agreement may establish the rights and remedies of the bondholders and of the trustee or trustees, and may restrict the individual right of action by bondholders. In addition to the preceding, any trust agreement or resolution may contain any other provisions that the corporation may deem reasonable and proper for the security of the bondholders. All expenses incurred in carrying out the provisions of the trust agreement or resolution may be treated as a part of the cost of the operation of a project or of the education loan program.

History of Section.
P.L. 1967, ch. 56, § 1; P.L. 1968, ch. 224, § 2; P.L. 1982, ch. 301, § 5.

45-38.1-11. Revenues. — (a) The corporation is authorized to fix, revise, charge, and collect rates, rents, fees, and charges for the use of and for the services furnished by each project, and to contract with any person, partnership, association, or corporation, or other body, public or private, in this respect. The rates, rents, fees, and charges shall be fixed and adjusted in respect of the aggregate of rates, rents, fees, and charges from the project so as to provide funds sufficient with other revenues, if any: (1) To pay the cost of maintaining, repairing, and operating the project and each and every portion of it, to the extent that the corporation has not adequately provided for the payment of the cost; (2) to pay the principal of and the interest on outstanding revenue bonds of the corporation issued in respect of the project as the bonds become due and payable; and (3) to create and maintain reserves required or provided for in any resolution authorizing, or trust agreement securing, the revenue bonds of the corporation. The rates, rents, fees, and charges are not subject to supervision or regulation by any department, commission, board, body, bureau, or agency of the state other than the corporation. A sufficient amount of the revenues as may be necessary to pay the cost of maintenance, repair, and operation and to provide reserves and for renewals, replacements, extensions, enlargements, and improvements as may be provided for in the resolution authorizing the issuance of any revenue bonds of the corporation or in the trust agreement securing the revenue bond, shall be set aside at regular intervals as may be provided for in the resolution or trust agreement in a sinking or other similar fund which is pledged to, and charged with, the payment of the principal of and the interest on the revenue bonds as the revenue bonds become due, and the redemption price or the purchase price of bonds retired by call or purchase as provided in the resolution or trust agreement. The pledge is valid and binding from the time when the pledge is made; the rates, rents, fees, and

charges and other revenue or other moneys pledged and thereafter received by the corporation immediately subject to the lien of the pledge without any physical delivery or further act, and the lien of the pledge valid and binding against all parties having claims of any kind in tort, contract, or otherwise against the corporation, irrespective of whether the parties have notice thereof. Neither the resolution nor any trust agreement, nor any other agreement, nor any lease by which a pledge is created, need be filed or recorded except in the records of the corporation. The use and disposition of moneys to the credit of a sinking or other similar fund are subject to the provisions of the resolution authorizing the issuance of the bonds or of the trust agreement. Except as may otherwise be provided in the resolution or the trust agreement, the sinking or other similar fund may be a fund for all the bonds issued to finance projects, as a particular institution for higher education or a particular health care provider, without distinction or priority of one over another; provided, that the corporation in the resolution or trust agreement may provide that the sinking or other similar fund is the fund for a particular project at an institution for higher education or a health care provider and for the bonds issued to finance a particular project, and may, additionally, permit and provide for the issuance of bonds having a subordinate lien in respect of the security authorized in this chapter to other bonds of the corporation and, in that case, the corporation may create separate sinking or other similar funds in respect of the subordinate lien bonds.

(b) In connection with any education loan program, the corporation shall fix, revise, charge, and collect fees, and is empowered to contract with any person, partnership, association, or corporation, or other body, public or private, in this respect. Each agreement entered into by the corporation with a participating institution or institutions for higher education shall provide that the fees and other amounts payable by the institution or institutions with respect to any program or programs of the corporation are sufficient: (1) to pay its or their share of the administrative costs and expenses of the program; (2) to pay the principal of, the premium, if any, and the interest on outstanding bonds or notes of the corporation issued in respect of the program to the extent that other revenues of the corporation pledged for the payment of the bonds or notes are insufficient to pay the bonds or notes as they become due and payable; (3) to create and maintain reserves which may, but need not be, required or provided for in the bond resolution relating to the bonds or notes of the corporation; and (4) to establish and maintain whatever education loan servicing, control, or audit procedures are deemed necessary to the operations of the corporation.

The corporation shall pledge the revenues from each program, as described in § 45-38.1-9(d)(1), as security for the issue of bonds or notes relating to the program. The pledge is valid and binding from the time when the pledge is made; the revenues so pledged by the

corporation shall immediately be subject to the lien of the pledge without any physical delivery or further act, and the lien of the pledge is valid and binding against all parties having claims of any kind in tort, contract, or otherwise against the corporation or any participating institution for higher education, whether the parties have notice. Neither the bond resolution nor any financing statement, continuation statement, or other instrument by which a pledge or security interest is created or by which the corporation's interest in revenues is assigned need be filed in any public records in order to perfect the security interest or lien against third parties, except in the records of the corporation. The use and disposition of monies to the credit of a sinking or other similar fund are subject to the provisions of the resolution authorizing the issuance of the bonds or notes or of the trust agreement. Except as provided in the resolution, or the trust agreement, the sinking or other similar fund shall be a fund for all revenue bonds or notes issued to finance an educational program or programs at one or more participating institutions for higher education, without distinction or priority of one over another; provided, that the corporation in the resolution or trust agreement may provide that the sinking or other similar fund is the fund for a particular educational program or programs at a participating institution or institutions for higher education and for the revenue bonds or notes issued to finance a particular educational program or programs, and may, additionally, permit and provide for the issuance of revenue bonds or notes having a subordinate lien in respect of the security authorized in this chapter, to other revenue bonds or notes of the corporation and, in that case, the corporation may create separate or other similar funds in respect of the subordinate lien bonds or notes.

History of Section.
P.L. 1967, ch. 56, § 1; P.L. 1968, ch. 224, § 2; P.L. 1982, ch. 301, § 6; P.L. 1991, ch. 292, § 1.

45-38.1-12. Trust funds. — All moneys received pursuant to the authority of this chapter, whether as proceeds from the sale of bonds or as revenues, are deemed to be trust funds to be held and applied solely as provided in this chapter. Any officer with whom, or any bank or trust company with which, the moneys are deposited, shall act as trustee of the moneys and shall hold and apply the moneys for the purposes of this chapter, subject to regulations as this chapter and the resolution authorizing the bonds of any issue or the trust agreement securing the bonds may provide.

History of Section.
P.L. 1967, ch. 56, § 1.

45-38.1-13. Remedies. — Any holder of revenue bonds or notes issued under the provisions of this chapter or of any of the coupons appertaining thereto, and the trustee or trustees under any trust

agreement, except to the extent the rights given under this chapter may be restricted by any resolution authorizing the issuance of, or any trust agreement securing the bonds or notes, may, by suit, action, mandamus, or other proceedings, protect and enforce any and all rights under the laws of the state or granted under this chapter or under the resolution or trust agreement, and may enforce and compel the performance of all duties required by this chapter or by the resolution or trust agreement to be performed by the corporation or by any officer, employee, or agent of the corporation, including the fixing, charging, and collecting of the rates, rents, fees, and charges authorized under this chapter and required by the provisions of the resolution or trust agreement to be fixed, established, and collected.

History of Section.
P.L. 1967, ch. 56, § 1; P.L. 2000, ch. 184, § 1.

45-38.1-14. Exemption from taxation. — The exercise of the powers granted by this chapter are in all respects for the benefit of the people of the state, for the increase of their commerce, welfare, and prosperity, and for the improvement of their health and living conditions, and constitutes the performance of an essential governmental function, and neither the corporation nor its agent nor the lessee shall or may be required to pay any taxes or assessments upon or in respect of a project or any property acquired or used by the corporation or its agent or the lessee under the provisions of this chapter, or upon the income therefrom, and any bonds issued under the provisions of this chapter, their transfer, and the income from the bonds, including any profit made on the sale of the bonds, shall at all times be free from taxation of every kind by the state and by the municipalities and all other political subdivisions of the state.

History of Section.
P.L. 1967, ch. 56, § 1.

45-38.1-15. Revenue refunding bonds. — (a) The corporation is authorized to provide for the issuance of its revenue bonds for the purpose of refunding any revenue bonds of the corporation then outstanding and any bonds or other obligations issued by or for the benefit of a participating educational institution for any school housing project, including the payment of any redemption premium on them and any interest accrued or to accrue to the earliest or subsequent date of redemption, purchase, or maturity of the revenue bonds, and, if deemed advisable by the corporation, for the additional purpose of paying all or any part of the cost of constructing and acquiring additions, improvements, extensions, or enlargements of a project, or any portion of it, or for making additional corporation loans.

(b) The proceeds of revenue bonds issued for the purpose of refunding outstanding revenue bonds may, in the discretion of the corporation, be applied to the purchase or retirement at maturity or redemption of the outstanding revenue bonds, either on their earliest or any subsequent redemption date, and may, pending the application, be placed in escrow to be applied to the purchase or retirement at maturity or redemption on a date that may be determined by the corporation.

(c) Any escrowed proceeds, pending use, may be invested and reinvested in obligations of or guaranteed by the United States of America, or in certificates of deposit or time deposits secured by obligations of or guaranteed by the United States of America, maturing at a time or times appropriate to assure the prompt payment, as to principal, interest, and redemption premium, if any, of the outstanding revenue bonds being refunded. The interest, income, and profits, if any, earned or realized on the investment may also be applied to the payment of the outstanding revenue bonds being refunded. After the terms of the escrow have been fully satisfied and carried out, any balance of the proceeds and interest, income, and profits, if any, earned or realized on the investments, may be returned to the corporation for use by it in any lawful manner.

(d) The portion of the proceeds of revenue bonds issued for the additional purpose of paying all or any part of the cost of constructing and acquiring additions, improvements, extensions, or enlargements of a project may be invested and reinvested in obligations of or guaranteed by the United States of America, or in certificates of deposit or time deposits secured by obligations of or guaranteed by the United States of America, maturing not later than the time or times when the proceeds will be needed for the purpose of paying all or any part of the cost. The interest, income, and profits, if any, earned or realized on the investment, may be applied to the payment of all or any part of the cost or may be used by the corporation in any lawful manner.

(e) All revenue bonds shall be issued and secured and shall be subject to the provisions of this chapter in the same manner and in the same extent as any other revenue bonds issued pursuant to this chapter.

History of Section.
P.L. 1967, ch. 56, § 1; P.L. 1982, ch. 301, § 7; P.L. 2007, ch. 370, § 2.

45-38.1-16. Bonds eligible for investment. — Bonds or notes issued by the corporation under the provisions of this chapter are made securities in which all public officers and public bodies of the state and its political subdivisions, all insurance companies, trust companies, banking associations, credit unions, building and loan associations, investment companies, executors, administrators, trustees and other fiduciaries, pension, profit sharing, and retire-

ment funds, may properly and legally invest funds, including capital in their control or belonging to them. The bonds or notes are made securities which may properly and legally be deposited with and received by any state or municipal officer or any agency or political subdivision of the state for any purpose for which the deposit of bonds or other obligations of the state is now or may hereafter be authorized by law.

History of Section.
P.L. 1967, ch. 56, § 1; P.L. 2000, ch. 184, § 1.

45-38.1-17. Annual report and audit. — Within four (4) months after the close of each fiscal year of the corporation, it shall make a report to the governor of its activities for the preceding fiscal year, and the report shall present a complete operating and financial statement covering the corporation's operations during the preceding fiscal year. The corporation shall cause an audit of its books and accounts to be made at least once each fiscal year by certified public accountants, and the cost of the audit shall be paid by the corporation from funds available to it pursuant to this chapter.

History of Section.
P.L. 1967, ch. 56, § 1.

45-38.1-18. Source of payment of expenses. — All expenses incurred in carrying out the provisions of this chapter are payable solely from funds provided under the authority of this chapter, and no liability or obligation shall be incurred by the corporation under this chapter beyond the extent to which moneys have been provided under the provisions of this chapter.

History of Section.
P.L. 1967, ch. 56, § 1.

45-38.1-19. State not liable. — (a) Except with regard to state reimbursement related to school housing project financing, the state is not liable for the payment of the principal of or interest on any bonds or notes of the corporation, or for the performance of any pledge, mortgage, obligation, or agreement of any kind whatsoever which may be undertaken by the corporation, and none of the bonds or notes of the corporation nor any of its agreements or obligations, except for state reimbursement related to school housing project financing, are construed to constitute an indebtedness of the state within the meaning of any constitutional or statutory provision whatsoever, nor shall the issuance of bonds or notes, under the provisions of this chapter, directly or indirectly or contingently obligate the state or any municipality or political subdivision of the state to levy or to pledge any form of taxation for them or to make any appropriation for their payment, except for state reimbursement for

school housing projects. All of the revenue bonds or notes shall contain on the face a statement to the effect that neither the state nor the corporation are obligated to pay the revenue bonds or notes, or their interest except from revenues of the project or projects for which they are issued, and that neither the faith and credit nor the taxing power of the state or of any municipality or political subdivision of the state is pledged to the payment of the principal of or the interest on those bonds or notes; provided, however, that in connection with any state housing project financing, the statement on the face of the bonds shall also include an exception for state reimbursement.

(b) Nothing contained in this section shall prevent nor be construed to prevent the corporation from pledging its full faith and credit or the full faith and credit of a participating institution for higher education or health care provider to the payment of bonds or notes, or issue of bonds or notes authorized pursuant to this chapter.

History of Section. P.L. 1967, ch. 56, § 1; P.L. 1968, ch. 224, § 2; P.L. 1991, ch. 292, § 1; P.L. 2000, ch. 184, § 1; P.L. 2004, ch. 595, art. 23, § 1.

45-38.1-20. Procedure before issuance of bonds or notes. — Notwithstanding any other provisions of this chapter, the corporation is not empowered to undertake any project authorized by this chapter unless, prior to the issuance of any bonds or notes under this chapter, it has determined that:

(1) The acquisition, construction, or financing of the cost of the project will:

(i) With respect to an institution for higher education, enable or assist the institution to fulfill its obligations in providing education to the youth of this state; or

(ii) With respect to a health care provider, enable the health care provider to improve the health of the people it serves by means of expanded health care, health care provider, and other related services; and

(2) The project is leased to, or owned by, a financially responsible institution for higher education or health care provider within the state; and

(3) Adequate provision has been, or will be, made for the payment of the cost of the construction and/or acquisition of the project, and, except with regard to those bonds issued through the corporation related to school housing project financing, that under no circumstances will the state be obligated, directly or indirectly, for the payment of the cost of the construction and/or acquisition of the project, or for the payment of the principal of, or interest on, any obligations issued to finance the construction and/or acquisition; and

(4) Adequate provision has been, or will be made in any agreement with respect to or lease of the project for payment of all costs of operation, maintenance, and upkeep of the project by the lessee, sublessee, or occupant so that under no circumstances is the state obligated, directly or indirectly, for the payment of the costs except

with regard to state reimbursement for school housing projects; provided, that no findings shall be made and no financing effected under this chapter, with respect to health care providers, unless the proposed health care providers have first been approved by any state agency empowered to approve the construction of any health care providers in the manner provided in its general laws.

History of Section.
P.L. 1967, ch. 56, § 1; P.L. 1968, ch 224, § 2; P.L. 1991, ch. 292, § 1; P.L. 2000, ch. 184, § 1; P.L. 2004, ch. 595, art. 23, § 1.

45-38.1-21. Agreement of the state. — The state pledges to and agrees with the holders of any bonds or notes issued under this chapter, and with those parties who may enter into contracts with the corporation pursuant to the provisions of this chapter, that the state will not limit or alter the rights vested in the corporation until any obligations under contracts, together with the interest, are fully met and discharged and the contracts are fully performed on the part of the corporation, provided, that nothing contained in this chapter precludes the limitation or alteration if and when adequate provision is be made by law for the protection of the holders of the bonds of the corporation or those entering into the contracts with the corporation. The corporation is authorized to include this pledge and undertaking for the state in the bonds, notes, or contracts.

History of Section.
P.L. 1967, ch. 56, § 1; P.L. 2000, ch. 184, § 1.

45-38.1-22. Chapter cumulative — No notice required. — Neither this chapter nor anything contained in this chapter shall be construed as a restriction or limitation upon any powers which the Rhode Island health and educational building corporation might otherwise have under any laws of this state, but shall be construed as cumulative of those powers. The preceding sections of this chapter are deemed to provide a complete, additional, and alternative method for the doing of the things authorized by this chapter, and shall be regarded as supplemental and additional to powers conferred by other laws; provided, that the issuance of revenue bonds and revenue refunding bonds under the provision of this chapter need not comply with the requirements of any other law applicable to the issuance of bonds, including particularly title 6A, and contracts for the construction and acquisition of any project undertaken pursuant to this chapter need not comply with the provisions of title 37. To the extent that the provisions of this chapter are inconsistent with the provisions of the general laws, this chapter shall be deemed controlling. No proceedings, notice, or approval shall be required for the issuance of any bonds or any instrument as security therefor, except as is provided in this chapter.

History of Section.
P.L. 1967, ch. 56, § 1; P.L. 1968, ch. 224, § 2.

45-38.1-23. Chapter liberally construed. — This chapter, being necessary for the welfare of the state and its inhabitants, shall be liberally construed to effect its purposes.

History of Section.
P.L. 1967, ch. 56, § 1.

45-38.1-24. Severability. — If any section, clause, provision, or portion of this chapter is held to be invalid or unconstitutional by any court of competent jurisdiction, that holding shall not affect any other section, clause, or provision of this chapter which is not in and of itself unconstitutional.

History of Section.
P.L. 1967, ch. 56, § 1.

45-38.1-25. Institution for higher education powers. — Notwithstanding any other provision of law, any participating institution for higher education has the power to borrow money from the corporation, make education loans, and take all other actions and do those things that are necessary or convenient to consummate the transactions contemplated under this chapter. It is lawful for the corporation to establish, charge, contract for, and receive any amount or rate of interest or compensation with respect to corporation loans or education loans, and it shall also be lawful, notwithstanding any other provision of law, to make corporation loans or education loans at a rate of interest which may, during the life of the loans, be varied or revised upon terms or conditions that may be established by the corporation. It is also lawful for any institution of higher education to charge, contract for, and receive any amount or rate of interest or compensation, including amounts or rates of interest which may be varied or revised upon those terms or conditions that may be established by the institution, with respect to education loans.

History of Section.
P.L. 1982, ch. 301, § 8; P.L. 1991, ch. 292, § 1.

45-38.1-26. Transfer of fund balances. — The corporation, by a vote of its board of directors, may at any time, upon receipt of a written request to do so by the governor, transfer to the state, either to the general fund account or any restricted receipt account established by the general assembly specified in any request, any monies constituting unencumbered fund balances of the corporation which the board of directors determines to be surplus to the needs of the

corporation. Any determination made by the board shall be deemed final and conclusive and not subject to review directly or indirectly.

History of Section.
P.L. 1989, ch. 480, § 12.

45-38.1-27. Development of Narragansett Brewery site. — (a) Notwithstanding any provision of this chapter or any general law or special law to the contrary, it is a corporate purpose of the corporation to finance the development of the site of the former Narragansett Brewery in the city of Cranston as a multi-purpose facility to be used as a center for economic development, biotechnology research, education, health care, governmental, and other similar uses. For purposes of this section the definition of the word "project" as provided in § 45-38.1-3(18) includes structures and facilities suitable for use by institutions for higher education, health care facilities, governmental entities, and private non-profit users, including, but not limited to, uses as administration buildings, offices, libraries, laboratories, research facilities, classrooms, athletic facilities, maintenance, storage or utility facilities, and other structures or facilities related to the project or required or useful for the operation of the project, including parking and other facilities or structure essential or convenient for the orderly operation of the project, and also includes equipment and machinery and other similar items necessary or convenient for the operation of the project and the manner for which its use is intended.

(b) For purposes of this section and for purposes of the development of the project, wherever the terms "participating institution for higher education", "participating hospital", or "participating health care provider" appear in this chapter, those terms mean and include the board of governors for higher education of the state or any one or more public bodies, natural persons, firms, associations, corporations and business trusts designated by the board of governors. Bonds issued for the project are not subject to the requirements of § 45-38.1-20 and shall not exceed twenty-five million dollars ($25,000,000). Repayment of the bonds is limited to revenue and income generated by the project.

History of Section.
P.L. 1994, ch. 294, § 1.

CHAPTER 39

SALE OF WATER

SECTION.
45-39-1. Declaration of need and purpose.
45-39-2. Authorization to sell water.
SECTION.
45-39-3. [Repealed.]

2012
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PART I

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(6) The corporation and the project lessee shall agree that, if any time prior to the state recouping the amount of the sales tax exemption through new income tax collections from the project, not including construction job income taxes, the lessee will be unable to continue the project, or otherwise defaults on its obligations to the corporation, the lessee shall be liable to the state for all the sales tax benefits granted to the project plus interest, as determined in RIGL 44-1-7, calculated from the date the lessee received the sales tax benefits. The sales tax exemption shall only apply to projects approved prior to July 1, 2011.

History of Section.
P.L. 2006, ch. 246, art. 30, § 20; P.L. 2009, ch. 5, art. 11, § 2; P.L. 2011, ch. 151, art. 19, § 22.

CHAPTER 38.1

HEALTH AND EDUCATIONAL BUILDING CORPORATION

Section
45-38.1-3. Definitions.

45-38.1-3. Definitions.

As used in this chapter, the following words and terms have the following meaning unless the context indicates another or different meaning or intent:

(1) "Bonds" means bonds of the corporation issued under the provisions of this chapter, including refunding bonds, notwithstanding that the bonds may be secured by mortgage or the full faith and credit of the corporation or the full faith and credit of a participating institution for higher education or of a participating health care provider or any other lawfully pledged security of a participating educational institution or child day care center or of a participating health care provider;

(2) "Borrower" means a student or a parent who has received or agreed to pay an education loan;

(3) "Capital note(s)" means a note or notes of the corporation not exceeding twelve (12) months in duration to maturity issued for the benefit of a health care provider or educational institution to purchase capital assets to be used in the operations of the health care provider or educational institution;

(4) "Child day care center" means a child day care center as defined in section 23-28.1-5, which is a not-for-profit organization;

(5) "Cooperative hospital service organization" means a corporation created pursuant to chapter 6 of title 7, which meets the requirements of Section 501(e) of the Internal Revenue Code of 1954, 26 U.S.C. § 501(e), and is exempt from federal taxation of income in accordance with Section 501(c)(3) of the Internal Revenue Code, 26 U.S.C. § 501(c)(3);

(6) "Corporation" means the Rhode Island health and educational

building corporation created and established as a nonbusiness corporation, under and pursuant to chapter 6 of title 7, as amended, and constituted and established as a public body corporate and agency of the state under § 45-38.1-4, or any board, body, commission, department, or officer succeeding to the principal functions of the corporation or to whom the powers conferred upon the corporation by this chapter are given by law;

(7) "Corporation loans" means loans by the corporation to an educational institution or child day care center for the purpose of funding education loans;

(8) "Cost" as applied to a project or any portion of it, financed under the provisions of this chapter, embraces all or any part of the cost of construction and acquisition of all lands, structures, real or personal property, rights, rights of way, franchises, easements, and interests acquired or used for a project, the cost of demolishing or removing any buildings or structures on land so acquired, including the cost of acquiring any lands to which the buildings or structures may be moved, the cost of all machinery and equipment, financing charges, interest prior to, during and for a period after completion of the construction, provisions for working capital, reserves for principal and interest and for extensions, enlargements, additions, replacements, renovations and improvements, cost of engineering, financial and legal services, plans, specifications, studies, surveys, estimates of cost and of revenues, administrative expenses, expenses necessary or incident to determining the feasibility or practicability of constructing the project, and other expenses that may be necessary or incident to the construction and acquisition of the project, the financing of the construction and acquisition, and the placing of the project in operation;

(9) "Default insurance" means insurance insuring education loans, corporation loans, or bonds or notes of the corporation against default;

(10) "Default reserve fund" means a fund established pursuant to a resolution of the corporation for the purpose of securing education loans, corporation loans, or bonds or notes of the corporation;

(11) "Education loan" means a loan which is made by or on behalf of an educational institution or child day care center from the proceeds of a corporation loan, to a student or parents of a student or both, to finance the student's attendance at the institution;

(12) "Education loan series portfolio" means all education loans made by or on behalf of a specific educational institution or child day care center which are funded from the proceeds of a corporation loan to the institution out of the proceeds of a related specific bond or note issued through the corporation;

(13) "Educational institution" means:

(i) An educational institution or local education authority participating in the school housing aid program as described in chapter 7 of title 16 situated within this state which, by virtue of law or charter, is a public or other nonprofit educational institution empowered to provide a program of education at the primary, secondary or high school level,

beyond the high school level, and which is accredited by a nationally recognized educational accrediting agency or association and awards a bachelor's or advance degree or provides a program of not less than two (2) years' duration which is accepted for full credit toward a bachelor's degree;

(ii) Any nonprofit corporation, business corporation, limited liability company or partnership or limited partnership the shareholders or members or partners or limited partners of which are limited to those entities described in paragraph (13)(i) hereof; or

(iii) Any nonprofit corporation, business corporation, limited liability company, partnership or limited partnership which is a party to a public-private partnership agreement at least one of the parties of which is described in paragraph 13(i) hereof.

(14) "Health care provider" means:

(i) Any nonprofit hospital incorporated under the laws of the state, including any nonprofit subsidiary corporations formed by any hospital or formed by the parent corporation of the hospital;

(ii) Any nonprofit corporation, the member or members of which consist solely of one or more hospitals or their parent corporations;

(iii) Any other hospital, which is licensed as a general hospital or maternity hospital pursuant to chapter 17 of title 23, which is exempt from taxation;

(iv) Any nonprofit group health association;

(v) Any cooperative hospital service organization, or any nonprofit corporation that is licensed as a skilled nursing and/or intermediate care facility pursuant to chapter 17 of title 23, including any nonprofit subsidiary corporation formed by any of the foregoing skilled nursing and/or intermediate care facilities, or any nonprofit corporation eligible to receive funding, pursuant to chapter 8.5 of title 40.1, and/or a corporation created pursuant to chapter 6 of title 7; provided, that it is a real estate holding corporation created for the benefit of a nonprofit corporation eligible to receive funding under chapter 8.5 of title 40.1;

(vi) Any nonprofit health care corporation whose purpose is to provide home care services or supplies to the citizens of this state including, but not limited to, nonprofit visiting nurse associations and nonprofit home care organizations;

(vii) Any other not-for-profit corporation organized pursuant to chapter 6 of title 7 or pursuant to any special act of the general assembly and which is exempt from federal taxation of income in accordance with Section 501(c)(3), 26 U.S.C. § 501(c)(3), of the Internal Revenue Code and which is licensed as:

(A) A health care facility pursuant to chapter 17 of title 23;

(B) A "facility" pursuant to chapter 24 of title 40.1;

(C) A "residential care and assisted living facility" pursuant to chapter 17.4 of title 23;

(D) An adult day-care facility; or

(E) A "clinical laboratory" pursuant to chapter 23-16.2 and as a manufacturer of biological products by the United States Department

of Health and Human Services Food and Drug Administration that operates in Rhode Island;

(viii) Any not-for-profit corporation which is exempt from federal taxation of income in accordance with Section 501(c)(3) of the Internal Revenue Code, 26 U.S.C. § 501(c)(3), or any successor section of the Internal Revenue Code, which under contract with the state educates, counsels or rehabilitates young people who have come subject to child welfare, juvenile justice or mental health systems in the state; or

(ix) Any network or similar arrangement of those entities listed in subsection (i) through (viii) above;

(x)(A) Any nonprofit corporation, business corporation, limited liability company, partnership or limited partnership, the shareholders or members or partners or limited partners of which are limited to those entities described in paragraph (14)(i) through (ix) hereof; or

(B) Any nonprofit corporation, business corporation, limited liability company, partnership or limited partnership which is a party to a public-private partnership agreement at least one of the parties of which is described in paragraph (14)(i) through (ix) hereof.

(15) "Loan funding deposit" means monies or other property deposited by an educational institution or child day care center with the corporation, a guarantor, or a trustee for the purpose of:

(i) Providing security for bonds or notes;

(ii) Funding a default reserve fund;

(iii) Acquiring default insurance;

(iv) Defraying costs of the corporation, the monies or properties to be in amounts as deemed necessary by the corporation or a guarantor as a condition for the institution's participation in the corporation's programs;

(16) "Nonprofit group health association" means an association or a corporation established by an act of the general assembly, or created pursuant to chapter 6 of title 7, to provide all or any part of a project or property to the citizens of this state;

(17) "Note" means a written promise to pay, including, but not limited to, capital notes and revenue anticipation notes;

(18) "Parent" means any parent, legal guardian, or sponsor of the student at an educational institution or child day care center;

(19) "Participating hospital" means a hospital which, pursuant to the provisions of this chapter, undertakes the financing and construction or acquisition of a project or undertakes the refunding or refinancing of obligations or of a mortgage or of advances as provided in and permitted by this chapter;

(20) "Participating educational institution" means an educational institution or child day care center which, pursuant to the provisions of this chapter, undertakes the financing and construction or acquisition of a project, or undertakes the refunding or refinancing of obligations or of a mortgage or of advances or undertakes the financing, directly or indirectly, of education loans, all as provided in and permitted by this chapter;

(21) "Project," in the case of a participating educational institution or child day care center means a structure suitable for use as a dormitory or other housing facility, dining hall, student union, administration building, academic building, library, laboratory, research facility, classroom, athletic facility, health care facility, and maintenance, storage or utility facility, and other structures or facilities related to the educational institution or child day care center or required or useful for the instruction of students or the conducting of research or the operation of an educational institution or child day care center including parking and other facilities or structures essential or convenient for the orderly conduct of the educational institution or child day care center and also includes equipment and machinery and other similar items necessary or convenient for the operation of a particular facility or structure in the manner for which its use is intended, but does not include such items as books, fuel, supplies, or other items which are customarily deemed to result in a current operating charge; and, in the case of a participating health care provider, means a structure suitable for use as a hospital, clinic, nursing home, congregate housing for the elderly and/or infirm, mental health service unit, or other health care facility, laboratory, laundry, nurses', interns', or clients' residence, administration building, research facility, and maintenance, storage or utility facility, and other structures or facilities related to the health care provider or required or useful for the operation of the project, including parking and other facilities or structures essential or convenient for the orderly operation of the project, and also includes equipment and machinery and other similar items necessary or convenient for the operation of the project in the manner for which its use is intended, but does not include such items as fuel, supplies, or other items which are customarily deemed to result in a current operating charge;

(22) "Public-private partnership agreement" means an arrangement or agreement pursuant to which a nonprofit corporation, business corporation, limited liability company, partnership or limited partnership undertakes or develops a project for an educational institution or a health care provider including, but not limited to, a lease arrangement, wherein pursuant to such arrangement or agreement at the conclusion of such arrangement or agreement the ownership of the bond- financed or note-financed project is transferred to the educational institution or health care provider for no additional consideration.

(23) "Revenue anticipation note(s)" means a note or notes of the corporation not exceeding twelve (12) months in duration to maturity issued for the benefit of a health care provider or educational institution in anticipation of revenues reasonably expected to be collected by the health care provider or educational institution within twelve (12) months from the date of the note or notes;

(24) "School housing project" means an "approved project," as defined in § 16-7-36(2);

(25) "School housing project financing" means bonds issued through the corporation to fund school housing projects as provided in and permitted by § 16-7-44;

(26) "State" means the state of Rhode Island and Providence Plantations; and

(27) "State reimbursement" shall mean the state's share of school housing project cost as determined in accordance with §§ 16-7-35 — 16-7-47.

History of Section.
P.L. 1967, ch. 56, § 1; P.L. 1968, ch. 224, § 2; P.L. 1971, ch. 261, § 1; P.L. 1982, ch. 186, § 1; P.L. 1982, ch. 301, § 2; P.L. 1985, ch. 113, § 1; P.L. 1988, ch. 440, § 1; P.L. 1988, ch. 506, §§ 1, 2; P.L. 1988, ch. 556, § 1; P.L. 1989, ch. 348, § 1; P.L. 1990, ch. 491, § 1; P.L. 1991, ch. 292, § 1; P.L. 1992, ch. 221, § 1; P.L. 1998, ch. 25, § 1; P.L. 1998, ch. 125, § 1; P.L. 2000, ch. 184, § 1; P.L. 2003, ch. 376, art. 9, § 12; P.L. 2004, ch. 595, art. 23, § 1; P.L. 2008, ch. 16, § 1; P.L. 2008, ch. 455, § 1; P.L. 2009, ch. 310, § 63; P.L. 2011, ch. 351, § 1; P.L. 2011, ch. 402, § 1.

Compiler's Notes.
P.L. 2011, ch. 351, § 1, and P.L. 2011, ch. 402, § 1 enacted identical amendments to this section.

CHAPTER 39

SALE OF WATER

Section
45-39-4. Payment for hydrant rentals.

45-39-4. Payment for hydrant rentals.

Notwithstanding any general or special law relating to publicly owned water authorities, a municipality may provide by enactment of an ordinance and complying with the notice requirements of § 39-3-11.1, that the rental usage or fees for any fire hydrant within the municipality shall be the responsibility of the water ratepayers within the municipality which enacted the enabling ordinance, provided that this provision shall apply only where the municipality owns the water supplier and is the exclusive supplier of public water within the municipality.

History of Section.
P.L. 2011, ch. 189, § 2; P.L. 2011, ch. 278, § 2.

Compiler's Notes.
P.L. 2011, ch. 189, § 2, and P.L. 2011, ch. 278, § 2 enacted identical versions of this section.

CHAPTER 39.1

MUNICIPAL WATER SUPPLIES

Section
45-39.1-5. Rates.

45-39.1-5. Rates.

(a) Adequacy. The rates of municipal water supplies shall be adequate to pay for all costs associated with the municipal water supply including, but not limited to, the costs of acquisition, treatment, transmission, distribution, and availability of water, and of system

State of Rhode Island and Providence Plantations
A. Ralph Mollis
Secretary of State

Date: November 22, 2013

Rhode Island Health and Educational Building Corporation
(9 Pages)

A TRUE COPY WITNESSED UNDER THE SEAL OF THE STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

A. Ralph Mollis

Secretary of State

By

SEAL OF THE STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
HOPE
1636

1/22/00

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

ORIGINAL
ARTICLES OF ASSOCIATION
(NON-BUSINESS CORPORATION)

KNOW ALL MEN BY THESE PRESENTS, That we,

ANDREW M. BROWN, JR., HUGO R. MAINELLI, JR.,

JOHN W. WALL, E. SWIFT LAWRENCE and RICHARD F. COYLE,

all of the State of Rhode Island, all of lawful age, hereby agree to and with each other:

FIRST. To associate ourselves together with the intention of forming a public corporation under and by virtue of the powers conferred by Chapter 7-6 of the General Laws of Rhode Island (1956), as amended.

SECOND. The corporation shall be known by the name of

RHODE ISLAND EDUCATIONAL BUILDING CORPORATION

THIRD. The corporation is constituted for the purposes of acquiring, constructing, financing and leasing educational facilities as defined in Chapter 45-38 of the General Laws of Rhode Island (1956), as amended, to educational institutions, all as contemplated by the provisions of said Chapter 45-38, as amended, and by the provisions of Section 7-6-2 of the General Laws of Rhode Island (1956), as amended, within the State of Rhode Island; provided that no use of the property of the corporation shall be made in the course of carrying out any of the foregoing purposes which will cause any part of the profit or net earnings of the corporation to inure to the benefit of any member of the Board of Directors or officer of the corporation.

In addition to the foregoing, the corporation shall have the following powers and authorities to carry out the foregoing purposes, viz:-

(i) To transfer, with or without consideration, any real or personal property to any city or town in the State of Rhode

Island or to the State of Rhode Island, or to any other public corporation, instrumentality, or other body of the State of Rhode Island;

(ii) To purchase, lease or otherwise acquire, construct, own, hold, improve, enjoy, develop, repair, subdivide, sell, mortgage, lease or otherwise dispose of and deal in such real and personal property as may be necessary or convenient for the purposes of the corporation;

(iii) To borrow money and otherwise incur indebtedness for any of the purposes of the corporation and to issue its bonds, debentures, notes or other evidences of indebtedness therefor, and to secure the same by mortgage, pledge, deed of trust or other lien on its property, franchises, rights and privileges of any kind and nature, or any part thereof; and

(iv) As permitted by Section 7-6-7.1 of the General Laws of Rhode Island (1956), as amended, to grant options to buy educational facilities, as defined in said Chapter 45-38, as amended, on whatever terms the corporation deems advisable and to grant options to renew leases entered into by the corporation in connection with such educational facilities on whatever terms the corporation deems advisable, provided that all such educaional facilities shall have been authorized under the provisions of Section 45-38-5 of the General Laws of Rhode Island (1956), as amended.

(v) To carry on any activities which may lawfully be or which usually are or can conveniently be carried on or done by public corporations carrying on any of the foregoing purposes or undertakings, or which are calculated, directly or indirectly, to enhance the value of any of the corporation's property or rights, or which may be necessary, suitable or convenient for the accomplishment of any of the purposes or the attainment of any of the objectives or the furtherance of any of the powers

herein set forth, or which are incidental or pertinent to or growing out of or connected with the aforesaid undertakings, purposes or powers, or any part or parts thereof, so far as not inconsistent with the laws of this State.

The corporation shall also have and possess all of the powers and authorities conferred by Sections 7-6-7 and 7-6-8 of said Chapter 7-6 of the General Laws of Rhode Island (1956) upon corporations organized under said Chapter 7-6, viz:-

> "To do any lawful act which is necessary or proper to accomplish the purposes of its incorporation. Without limiting or enlarging the effect of this general grant of authority, it is hereby specifically provided that every such corporation shall have power:
>
> (a) to have perpetual succession in its corporate name unless a period for its duration is limited in its articles of association or charter;
>
> (b) to sue and be sued in its corporate name;
>
> (c) to have and use a common seal and alter the same at pleasure;
>
> (d) to elect such officers and appoint such agents as its purposes require, and to fix their compensation and define their duties;
>
> (e) to make by-laws not inconsistent with the Constitution or laws of the United States or of this state, or with the corporation's charter or articles of association, determining the time and place of holding and the manner of calling and of conducting meetings of its members and directors, the manner of electing the officers and directors, the mode of voting by proxy, and the number, qualifications, powers, duties and term of office of its officers and directors, and containing any other provisions, whether of the same or of a different nature, for the management of the corporation's property and the regulation and government of its affairs; and
>
> (f) to make contracts, incur liabilities and borrow money.
>
> The corporation shall be entitled to take, hold, transmit and convey real and personal estate."

FOURTH: The corporation shall be located in Providence, Rhode Island.

FIFTH: The corporation shall annually within four months

after the close of its fiscal year make an annual report as to its activities to the governor of the State of Rhode Island during such fiscal year.

SIXTH. All of the powers of the corporation shall be vested in a Board of Directors consisting of five (5) members. The incorporators at their first meeting shall elect five (5) members to the Board of Directors, one member to serve until June 30, 1967, one member to serve until June 30, 1968, one member to serve until June 30, 1969, one member to serve until June 30, 1970, and one member to serve until June 30, 1971, and until their respective successors shall be duly appointed as hereinafter provided. During the month of June in each year commencing in the year 1967, the Governor of the State of Rhode Island shall appoint a member to serve on the Board of Directors for a term of five (5) years to succeed to the member whose term is expiring June 30 of each such year. In the event of a vacancy in the membership of the Board of Directors, said Governor shall appoint a member for the unexpired term. Any member of the Board of Directors shall be eligible for reappointment.

SEVENTH. Whenever the corporation is free of all debt and the Board of Directors of the corporation shall determine that the purposes for which the corporation is constituted set forth in Article THIRD hereof can no longer be practicably accomplished by the corporation, the corporation shall, with the prior written consent of the Governor of the State of Rhode Island, distribute its assets as its Board of Directors shall deem advisable to the State of Rhode Island, whereupon the corporation shall be dissolved.

IN WITNESS WHEREOF, we have hereunto set our hands and stated our residences this 27th day of July A.D. 1966

NAME	RESIDENCE
Andrew M. Brown, Jr.	East Shore Road Jamestown, Rhode Island
Hugo R. Mainelli, Jr.	23 Belmont Road Warwick, Rhode Island
John W. Wall	24 Taber Avenue Providence, Rhode Island
E. Swift Lawrence	5 Spindrift Way Barrington, Rhode Island
Richard F. Coyle	347 Main Street Pawtucket, Rhode Island

STATE OF RHODE ISLAND

County of Providence

In the City of Providence in said county this 27th day of July A.D. 1966, then personally appeared before me Andrew M. Brown, Jr. known to me and known by me to be one of the parties executing the foregoing instrument, and he acknowledged said instrument by him subscribed to be his free act and deed.

Benjamin P. Harris
Notary Public

STATE OF RHODE ISLAND

County of Providence

In the City of Providence in said county this 27th day of July A.D. 1966, then personally appeared before me Hugo R. Mainelli, Jr known to me and known by me to be one of the parties executing the foregoing instrument, and he acknowledged said instrument by him subscribed to be his free act and deed.

Benjamin P. Harris
Notary Public

STATE OF RHODE ISLAND

County of Providence

In the City of Providence in said county this 27th day of July A.D. 1966, then personally appeared before me John W. Wall known to me and known by me to be one of the parties executing the foregoing instrument, and he acknowledged said instrument by him subscribed to be his free act and deed.

Benjamin P. Harris
Notary Public

STATE OF RHODE ISLAND

County of Providence

In the City of Providence in said county this 27th day of July A.D. 1966, then personally appeared before me S. Swift Lawrence known to me and known by me to be one of the parties executing the foregoing instrument, and he acknowledged said instrument by him subscribed to be his free act and deed.

Benjamin P. Harris
Notary Public

STATE OF RHODE ISLAND

County of Providence

In the City of Providence in said county this 27th day of July A.D. 1966, then personally appeared before me Richard F. Coyle known to me and known by me to be one of the parties executing the foregoing instrument, and he acknowledged said instrument by him subscribed to be his free act and deed.

Benjamin P. Harris
Notary Public

We have hereunto [illegible] hands and stated our residences this

.....day of.....A. D. 19.....

NAME RESIDENCE

.....

.....

.....

.....

.....

.....

.....

STATE OF RHODE ISLAND,
COUNTY OF

In the City / Town of.....

in said county this.....day of.....A. D. 19....., then

personally appeared before me.....

.....

.....

.....

each and all known to me and known by me to be the parties executing the foregoing instrument, and they severally acknowledged said instrument by them subscribed to be their free act and deed.

.....

Notary Public.

State of Rhode Island and Providence Plantations

OFFICE OF THE GENERAL TREASURER

No 36397 *Providence* July 27, 19 66

I Hereby Certify *That* Rhode Island Educational Building Corporation

has paid into the State Treasury a fee of Twenty *Dollars for* Incorporation

in accordance with the provisions of 7-1-9, General Laws.

Raymond H. Dawkins

General Treasurer.

917

Non-Business Corporation

ORIGINAL

ARTICLES OF ASSOCIATION OF

RHODE ISLAND EDUCATIONAL
BUILDING CORPORATION

JUL 27-66 SEC-OF STATE 011 CD*****5.00

FILED IN THE OFFICE OF THE
SECRETARY OF STATE
JUL 27 1966

19

2009 SEP 21 AM 9:31

SECRETARY OF STATE

State of Rhode Island and Providence Plantations
State House
Providence, Rhode Island 02903-1196
401-222-2080

Donald L. Carcieri
Governor

September 16, 2009

TO THE HONORABLE, THE SECRETARY OF STATE:

I have the honor to inform you that in accordance with the provisions of Section 45-38.1-4 of the Rhode Island General Laws, I have made the following reappointment to the Rhode Island Health and Education Building Corporation:

Terrance M. Biafore of South Kingstown

for a term expiring June 30, 2014.

Sincerely,

Donald L. Carcieri
Governor

cc: Honorable Elizabeth Roberts, Lieutenant Governor
Honorable M. Teresa Paiva-Weed, Senate President
Honorable Dennis Algiere, Senate Minority Leader
Honorable William Murphy, Speaker of the House
Honorable Robert Watson, House Minority Leader
Legislative Press Bureau
Law Revision Office
Rhode Island Ethics Commission
Appointed Member

FILED
SECRETARY OF STATE
SEP 21 2009
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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Public Information Division
Office of the Secretary of State
State House, Room 38
Providence, RI 02903

FILED
SECRETARY OF STATE
AUG 15 2012
PUBLIC INFORMATION CENTER

CERTIFICATE OF ENGAGEMENT

Certificate to be filled out and delivered to the Secretary of State within THIRTY (30) DAYS after the date of Commission pursuant to § 36-1-4 of the General Laws of Rhode Island. Please type or print.

Name:	Terrance M. Biafore
Elected or Appointed Office:	Appointed
Board:	RI Health and Educational Building Corporation
Statutory Authority for the Board/Enabling Legislation:	45-38.1-4
Appointing Authority: (i.e. Governor)	Governor
Date of Appointment:	September 16, 2009
Expiration of Term:	June 30, 2014
Person Replaced:	Reappointment
Duties and Responsibilities:	Board Member

I, Terrance M. Biafore hereby make oath to support the Constitution and Laws of this State, and the Constitution of the United States, and faithfully and impartially to discharge according to the best of my abilities the duties of the above referenced office.

2012 AUG 10 AM 9:53
SECRETARY OF STATE

Signed: Terrance M Biafore
Address: 68 South Road
Wakefield, Rhode Island 02879
Telephone: 401-782-1804
Dated: 12/3/10
Washington County, Rhode Island

Signed before me, this 3rd day of December, 2010
Margaret A Carroll
Notary
Commission Expires 6/14/2013

State of Rhode Island and Providence Plantations
State House
Providence, Rhode Island 02903-1196
401-222-2080

Donald L. Carcieri
Governor

FILED
SECRETARY OF STATE
AUG 06 2010
PUBLIC INFORMATION
CENTER

July 15, 2010

TO THE HONORABLE, THE SECRETARY OF STATE:

I have the honor to inform you that in accordance with the provisions of Section 45-38.1-4 of the Rhode Island General Laws, I have made the following reappointment to the Rhode Island Health and Education Building Corporation:

Ralph W. Ezovski of Barrington

for a term expiring June 30, 2015.

Sincerely,

Donald L. Carcieri
Governor

cc: Honorable Elizabeth Roberts, Lieutenant Governor
Honorable M. Teresa Paiva-Weed, Senate President
Honorable Dennis Algiere, Senate Minority Leader
Honorable Gordon Fox, Speaker of the House
Honorable Robert Watson, House Minority Leader
Legislative Press Bureau
Law Revision Office
Rhode Island Ethics Commission
Robert Donovan, Executive Director, RI Health Education & Building Corp.
Appointed Member

SECRETARY OF STATE
2010 JUL 23 AM 9:35

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Public Information Division
Office of the Secretary of State
State House, Room 38
Providence, RI 02903

CERTIFICATE OF ENGAGEMENT

Certificate to be filled out and delivered to the Secretary of State within THIRTY (30) DAYS after the date of Commission pursuant to § 36-1-4 of the General Laws of Rhode Island. Please type or print.

Name:	Ralph Ezovski
Elected or Appointed Office:	Appointed
Board:	Rhode Island Health and Education Building Corporation
Statutory Authority for the Board/Enabling Legislation:	45-38.1-4
Appointing Authority: (i.e. Governor)	Governor
Date of Appointment:	8/2/05
Expiration of Term:	6/30/10
Person Replaced:	Reappointment
Duties and Responsibilities:	

I, RALPH W. EZOVSKI hereby make oath to support the Constitution and Laws of this State, and the Constitution of the United States, and faithfully and impartially to discharge according to the best of my abilities the duties of the above referenced office.

FILED
SECRETARY OF STATE
AUG 11 2005
PUBLIC INFORMATION CENTER

Signed: Ralph W. Ez.
Address: 1180 WASHINGTON RD.
BARRINGTON, R.I.
Telephone: 246-0417
Dated: 8-11-05
BRISTOL County, Rhode Island

Signed before me, this 11th day of AUGUST, 2005
Dee Mahan
my commission expires 4/22/06

2009 SEP 21 AM 9:31

State of Rhode Island and Providence Plantations
State House
Providence, Rhode Island 02903-1196
401-222-2080

SECRETARY OF STATE

Donald L. Carcieri
Governor

September 16, 2009

TO THE HONORABLE, THE SECRETARY OF STATE:

I have the honor to inform you that in accordance with the provisions of Section 45-38.1-4 of the Rhode Island General Laws, I have made the following reappointment to the Rhode Island Health and Education Building Corporation:

Douglas C. Jeffrey of Johnston

for a term expiring June 30, 2013.

Sincerely,

Donald L. Carcieri
Governor

cc: Honorable Elizabeth Roberts, Lieutenant Governor
Honorable M. Teresa Paiva-Weed, Senate President
Honorable Dennis Algiere, Senate Minority Leader
Honorable William Murphy, Speaker of the House
Honorable Robert Watson, House Minority Leader
Legislative Press Bureau
Law Revision Office
Rhode Island Ethics Commission
Appointed Member

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SECRETARY OF STATE
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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Public Information Division
Office of the Secretary of State
State House, Room 38
Providence, RI 02903

2013 APR 26 PM 12:00

SECRETARY OF STATE

CERTIFICATE OF ENGAGEMENT

Certificate to be filled out and delivered to the Secretary of State within THIRTY (30) DAYS after the date of Commission pursuant to § 36-1-4 of the General Laws of Rhode Island. Please type or print.

Name:	Douglas C. Jeffery
Elected or Appointed Office:	Appointed
Board:	Rhode Island Health and Educational Building Corporation
Statutory Authority for the Board/Enabling Legislation:	45-38.1-4
Appointing Authority: (i.e. Governor)	Governor
Date of Appointment:	9/16/2009
Expiration of Term:	6/30/13
Person Replaced:	Reappointment
Duties and Responsibilities:	

I, Douglas Jeffery hereby make oath to support the Constitution and Laws of this State, and the Constitution of the United States, and faithfully and impartially to discharge according to the best of my abilities the duties of the above referenced office.

Signed: [signature]
Address: 7 Albert Dr.
Johnston RI 02919
Telephone: 401 255-5530
Dated: 4/24/13
Providence County, Rhode Island

Signed before me, this 24th day of April, 2013

Janet Whiteley #61051
JANET WHITELEY
NOTARY PUBLIC
EXP. 9-19-2015

Office of the Governor
State of Rhode Island and Providence Plantations
State House
Providence, Rhode Island 02903-1196
401-222-2080

2012 JAN 17 AM 10: 33

Lincoln D. Chafee
Governor

SECRETARY OF STATE

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SECRETARY OF STATE
JAN 17 2012
PUBLIC INFORMATION
CENTER

January 10, 2012

TO THE HONORABLE, THE SECRETARY OF STATE:

I have the honor to inform you that in accordance with the provisions of Section 45-38.1-4 of the Rhode Island General Laws, I have made the following reappointment to the Rhode Island Health and Education Building Corporation:

James Salome of Saunderstown

for a term expiring June 30, 2016.

Sincerely,

Lincoln D. Chafee
Governor

cc: Honorable Elizabeth Roberts, Lieutenant Governor
Honorable M. Teresa Paiva Weed, Senate President
Honorable Dennis Algiere, Senate Minority Leader
Honorable Gordon Fox, Speaker of the House
Honorable Brian Newberry, House Minority Leader
Legislative Press Bureau
Law Revision Office
Rhode Island Ethics Commission
Robert Donovan, Executive Director
Appointed Member

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Public Information Division
Office of the Secretary of State
State House, Room 38
Providence, RI 02903

2012 JAN 25 AM 10: 36

SECRETARY OF STATE

CERTIFICATE OF ENGAGEMENT

Certificate to be filled out and delivered to the Secretary of State within THIRTY (30) DAYS after the date of Commission pursuant to § 36-1-4 of the General Laws of Rhode Island. Please type or print.

Name:	James Salome
Elected or Appointed Office:	Re-Appointment
Board:	RI Health and Education Building Corp.
Statutory Authority for the Board/Enabling Legislation:	45-38.1-4
Appointing Authority: (i.e. Governor)	Governor
Date of Appointment:	1/10/2012
Expiration of Term:	6/30/2016
Person Replaced:	
Duties and Responsibilities:	

I, James K Salome hereby make oath to support the Constitution and Laws of this State, and the Constitution of the United States, and faithfully and impartially to discharge according to the best of my abilities the duties of the above referenced office.

FILED
SECRETARY OF STATE
JAN 25 2012
PUBLIC INFORMATION CENTER

Signed: James K Salome
Address: 112 Wyndcliff Drive
Saunderstown, RI 02874
Telephone: 401-529-2761
Dated: 1/23/12
Providence County, Rhode Island

Signed before me, this 23rd day of January, 2012

Antonio Alfonso, Jr. Notary Public
My Commission Expires June 26, 2013

State of Rhode Island and Providence Plantations
State House, Room 224
Providence, Rhode Island 02903
401-222-2080

2013 MAR 18 PM 1:19

SECRETARY OF STATE

Lincoln D. Chafee
Governor

March 13, 2013

TO THE HONORABLE, THE SECRETARY OF STATE:

I have the honor to inform you that in accordance with the provisions of Section 45-38.1-4 of the Rhode Island General Laws, I have made the following appointment to the Rhode Island Health and Education Building Corporation:

Richard A. Sinapi of Cranston

VICE
John Bentz

for a term expiring June 30, 2017.

Sincerely,

Lincoln D. Chafee
Governor

FILED
SECRETARY OF STATE
MAR 18 2013
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cc: Honorable Elizabeth Roberts, Lieutenant Governor
Honorable M. Teresa Paiva Weed, Senate President
Honorable Dennis Algiere, Senate Minority Leader
Honorable Gordon Fox, Speaker of the House
Honorable Brian Newberry, House Minority Leader
Legislative Press Bureau
Law Revision Office
Rhode Island Ethics Commission
Robert Donovan, Executive Director
Appointed Member

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Public Information Division
Office of the Secretary of State
State House, Room 38
Providence, RI 02903

2013 MAR 27 PM 2:37
OFFICE OF SECRETARY OF STATE

CERTIFICATE OF ENGAGEMENT

Certificate to be filled out and delivered to the Secretary of State within THIRTY (30) DAYS after the date of Commission pursuant to § 36-1-4 of the General Laws of Rhode Island. Please type or print.

Name:	Richard A. Sinapi
Elected or Appointed Office:	Appointed
Board:	Rhode Island Health and Education Building Corporation
Statutory Authority for the Board/Enabling Legislation:	Section 45-38.1-4
Appointing Authority: (i.e. Governor)	Governor
Date of Appointment:	3/13/2013
Expiration of Term:	6/30/2017
Person Replaced:	John Bentz
Duties and Responsibilities:	

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SECRETARY OF STATE
MAR 28 2013
PUBLIC INFORMATION CENTER

I, Richard A. Sinapi hereby make oath to support the Constitution and Laws of this State, and the Constitution of the United States, and faithfully and impartially to discharge according to the best of my abilities the duties of the above referenced office.

Signed: [signature]

Address: 100 Midway Rd, Suite 13
Cranston, RI 02920

Telephone: (W) 944-9692; (C) 439-6168

Dated: 3/21/13

Providence County, Rhode Island

Signed before me, this 21 day of March, 2013

Lori A. Beagan

LORI A. BEAGAN
Notary Public-State of Rhode Island
My Commission Expires
January 19, 2014

State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

I, *Stacy DiCola, Acting Deputy Secretary of State* of the State of Rhode Island and Providence Plantations **hereby Certify** that the aforegoing is a true xerographic copy of:

The *L*etters of *A*ppointment and *C*ertificates of *E*ngagement for the members of the *Rhode Island Health and Educational Building Corporation §45-38.1-4* of the Rhode Island General Laws:

Terrance M. Biafore, Ralph W. Ezovski, Douglas C. Jeffrey, Sr., James Salome and Richard A. Sinapi

taken from the records in this office and compared with the original letters of appointment and certificates of engagement for the *Rhode Island Health and Educational Building Corporation* and now remaining in this office.

In Testimony Whereof, I have hereunto Set my hand and affixed the seal of the State of Rhode Island and Providence Plantations this, twenty-first day of November, A.D. 2013

Acting Deputy Secretary of State

State of Rhode Island and Providence Plantations

Department of State

Office of the Secretary of State

Providence

State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

Certification Number: **13110086010**

The office of the Secretary of State of the State of Rhode Island and Providence Plantations, HEREBY CERTIFIES, that

Rhode Island Health and Educational Building Corporation

a Rhode Island non-profit corporation, filed orignal articles of association in this office on

July 27, 1966 *Effective* *July 27, 1966*

IT IS FURTHER CERTIFIED that as of this date said non-profit corporation is duly organized and existing under and by virtue of the State of Rhode Island.

SIGNED AND SEALED ON

Friday, November 22, 2013

Secretary of State

Authorized Agent

SEAL OF THE STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS HOPE 1636