

**RESOLUTION OF THE BOARD OF TRUSTEES
UNIVERSITY OF THE VIRGIN ISLANDS**

PURPOSE: To allow the University of the Virgin Islands (UVI) to: (a) work with the attorney in St. Maarten to update UVI at USM Foundation's articles of incorporation, bylaws and Standard Operating Procedures; (b) update the account at Republic Bank; and (c) approve and submit the profit tax forms and employee tax forms to the Government of St. Maarten.

WHEREAS, the University of the Virgin Islands (UVI) has a Memorandum of Understanding (MOU) with the University of St. Martin (USM) for the purpose of program articulation, student transfer, degree completion programs, research and development, and expanding the relationship with USM to serve as an extension campus of UVI, and;

WHEREAS, the University was authorized to establish the UVI at University of St. Martin (USM) Foundation and to conduct University-related business in St. Maarten in the furtherance of its mandate to provide educational instruction leading to degree conferrals in various disciplines as approved by the Board of Trustees for the University, and;

WHEREAS, the University of the Virgin Islands is committed to its relationship with the University of St. Maarten; and;

WHEREAS, the University of the Virgin Islands is committed to updating the Memorandum of Understanding with the University of St. Martin (USM), and;

WHEREAS, over the passage of time, with the exception of one person, the tenure of all other member of the Managing Board of Directors for the UVI at USM Foundation (hereinafter the "Foundation") have expired or such persons are not longer affiliated with the University in the leadership roles they once held, and

WHEREAS, Board Chairman Henry C. Smock is the only remaining member of the board of directors of UVI at USM and in accordance with the provisions of the Foundation's articles it is necessary to appoint new members to the Managing Board of Directors to accomplish and further the business of the organization. The appointments are urgently needed to address banking, accounting, legal and operational matters, and;

WHEREAS, there is a need to authorize the Interim Chief Financial Officer for the University to be added to the University's bank accounts in the United States Virgin Islands and in St. Maarten in order to accomplish the business of the University, and;

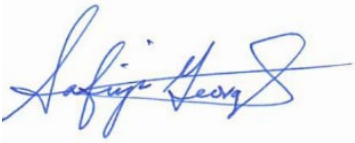
NOW THEREFORE, in furtherance of the objectives outlined in this Resolution, after due and careful considerations of the matters contained herein, be it resolved by the Board of Trustees of the University of the Virgin Islands that:

1. UVI Board of Trustees be designated as the Supervisory Board of the Foundation; and;
2. The new interim Chief Financial Officer of the University of the Virgin Islands, Guadalupe Valencia-Skanes, who assumes the role as of July 1, 2025, shall be added to the University's bank accounts at FirstBank Puerto Rico and Banco Popular de Puerto Rico on or before July 1, 2025 in order for the University to move forward diligently in addressing its financial internal controls, processes, and the audits, and;

3. Dr. Safiya George in her capacity as President of UVI be appointed as an ex-officio member of the board of directors of the UVI at USM Foundation, and;
4. Dr. Una Dyer in her capacity as Vice President of Strategic Affairs be appointed in her ex-officio capacity as the Executive Director of the UVI at USM Foundation and as a member of the Managing Board of Directors to assist with the financial obligations of the Foundation, together with the University's Chief Financial Officer and Vice President of Administration and Finance, and;
5. Guadalupe Valencia-Skanes in her capacity as the Vice President of Administration and Finance and CFO, on an interim basis, effective July 1, 2025, be appointed as an ex-officio member of the Managing Board of Directors of the UVI at USM foundation, and;
6. Dr. Lora Bailey in her capacity as Provost and Vice President of Academic Affairs be appointed as an ex-officio member of the Managing Board of Directors of the UVI at USM foundation, and;
7. Henry C. Smock as in his capacity as Chair of the University's Board of Directors, shall be reappointed as an ex-officio member of the Managing Board of Directors of the UVI at USM Foundation, and;
8. The following individuals shall be removed and their tenure immediately terminated from the Managing Board of Directors of the UVI at USM Foundation:
 - **Dr. David Hall**, effective immediately since his role as President of UVI ended 7/31/2024.
 - **Dr. Haldane Davies**, effective immediately as his role and employment at UVI ended in 08/31/22.
 - **Shirley Lake-King**, effective immediately as her role as CFO and Vice President for Administration and Finance and employment at UVI ended in 2024.
 - **Francio Efrain Guadalupe**, effective immediately as his role and employment at UVM ended more than 7 years ago.
9. The Managing Board of Directors of the Foundation, as duly constituted herein, shall engage or re-engage the Hoeve and Rogers law firm in St. Maarten to assist with the preparation of the necessary and prudent modifications of the existing Memorandum of Understanding between the University of the Virgin Islands and the University of St. Martin; to prepare the Bylaws; to update the Articles of Incorporation, the Standard Operating Procedures and to address all such other legal matters as are required;
10. The Managing Board of Directors of the Foundation, as duly constituted herein, shall engage or re-engage such accounting firms as necessary and prudent to assist with all accounting compliance matters under the laws of St. Maarten, including but not exclusively, to prepare the financial reports, the profit tax filings, the employee tax filings and all such other accounting matters as are required.
11. The President is authorized to take such action as is necessary and proper to implement this resolution.
12. This resolution shall become effective June 21, 2025.

CERTIFICATION

The undersigned hereby certifies that the foregoing is a true and exact copy of a resolution of the Board of Trustees of the University of the Virgin Islands and adopted at its meeting on Saturday, June 21, 2025, as recorded in the minutes of the said meeting.

A handwritten signature in blue ink, appearing to read "Safiq Henry", is positioned above a horizontal line.

Secretary of the Board

June 21, 2025

Date