

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

Ratifying the Executive Committee's Authorization of the Use of Parcel No. 12 of V.I. Corp Land, St. Croix, Virgin Islands as Collateral or Security for a Loan or Line of Credit for Operating Expenses for the Virgin Islands Research and Technology Park Corporation.

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WHEREAS, on February 21, 2002, Governor Charles W. Turnbull signed into law Act No. 6502, which established the University of the Virgin Islands Research and Technology Park Corporation ("the Park"); and

WHEREAS, the Act authorized the Governor on behalf of the Government of the Virgin Islands to convey to the University of the Virgin Islands ("the University") title to certain property in St. Croix, Virgin Islands, consisting of 205 acres, more or less, for the exclusive use by the University to develop and maintain the University of the Virgin Islands Research and Technology Park; and

WHEREAS, pursuant to this authorization, by deed of conveyance dated April 16, 2004 from the Government of the Virgin Islands, the University received title to Parcel No. 12 of V.I. Corp Land, Kings Quarter, St. Croix, Virgin Islands, consisting of 93.063 acres, more or less ("Parcel No. 12"); and

WHEREAS, the Park applied for a loan from the Rural Utilities Services ("RUS") in the amount of approximately \$4,700,000.00, which requires collateral to secure the loan; and

WHEREAS, on November 3, 2007 the Board of Trustees of the University of the Virgin Islands ("the Board of Trustees") adopted a resolution authorizing the President of the University to mortgage and pledge Parcel No. 12 in order to provide collateral or security for a loan by RUS, as more fully set forth in Exhibit "A"; and

WHEREAS, on February 5, 2009, the Executive Committee of the Board of Directors of the Park resolved to establish a commercial line of credit, or debt instrument, in an amount not to exceed \$2 million, and to draw down such line (or debt) for the Park's operating expenses in an aggregate principal amount not to exceed \$750,000 during FY2009 and FY2010 combined; and

WHEREAS, the Executive Committee of the Board of Directors of the Park adopted a resolution requesting that the University amend its November 3, 2007 resolution to authorize Parcel 12 to be used as collateral or security for such a commercial line of credit, or debt instrument, in an amount not to exceed \$2 million, and to draw down such line (or debt) for the Park operating purposes in an aggregate principal amount not to exceed \$750,000 during FY2009 and FY2010 combined; and

WHEREAS, the Executive Committee of the Board of Trustees considered this request on February 9, 2009 and tabled this matter pending receipt of additional information; and



WHEREAS, on March 20, 2009, the Executive Committee of the Board of Trustees met and unanimously adopted a resolution authorizing the President of the University "to mortgage and pledge Parcel No. 12 in order to provide collateral or security for a loan or loans in an aggregate amount not to exceed \$4,700,000.00, such loan or loans to be made by RUS or any other commercial lender on terms and conditions and for such purposes satisfactory to the Park's Board of Directors, which purposes include purposes of capital development and/or operating expenses of the Park; provided that such commercial loan or line of credit shall not exceed the amount of \$750,000"; and

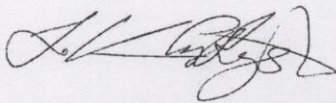
WHEREAS, the Executive Committee of the Board of Trustees further resolved, "that the President is hereby authorized to execute a mortgage or mortgages, and all related documents and take all such other lawful actions as may be necessary or appropriate to accomplish the foregoing; provided however, that the University shall have the authority to pay down the outstanding balance on such mortgage loan(s); and any and all mortgage or loan instruments shall contain a provision requiring the Park to indemnify and hold the University harmless in the event that it exercises its right to pay off the outstanding balance on any indebtedness secured by a mortgage or mortgage(s) on University property."

NOW THEREFORE, be it resolved:

The Board of Trustees hereby ratifies the action on this matter taken by its Executive Committee on March 20, 2009, as more fully set forth in Exhibit "B".

**CERTIFICATION**

The undersigned does hereby certify that the foregoing is a true and exact copy of the Resolution of the Board of Trustees of the University of the Virgin Islands adopted at its meeting on June 13, 2009.



Secretary of the Board

June 13, 2009

Date



## EXHIBIT B

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

WHEREAS, on February 21, 2002, U.S. Virgin Islands Governor Dr. Charles W. Turnbull signed into law Act No. 6502, which established the University of the Virgin Islands Research and Technology Park Corporation ("Park Corporation"); and

WHEREAS, the Act authorized the Governor on behalf of the Government of the Virgin Islands to convey to the University of the Virgin Islands ("University") title to certain property in St. Croix, Virgin Islands, consisting of 205 acres, more or less, for the exclusive use by the University to develop and maintain the University of the Virgin Islands Research and Technology Park ("Park"); and

WHEREAS, pursuant to this authorization, by deed of conveyance dated April 16, 2004 from the Government of the Virgin Islands, the University received title to Parcel No. 12 of V.I. Corp land, Kings Quarter, St. Croix, Virgin Islands, consisting of 93.063 acres, more or less ("Parcel No. 12"); and

WHEREAS, the Park Corporation had applied for a loan from the Rural Utilities Services ("RUS") in the amount of approximately \$4,700,000.00 which requires collateral to secure the loan; and

WHEREAS, on November 3, 2007 the Board of Trustees passed a Resolution authorizing the President of the University to mortgage and pledge Parcel No. 12 in order to provide collateral or security for a loan by RUS, all as more fully set forth on the attached November 3, 2007 Resolution; and

WHEREAS, there may be sources of funding other than RUS, that may be available or more advantageous to the Park; and

WHEREAS, on February 5, 2009, the Executive Committee of the Board of Directors of the Governing Board of the Park met and resolved to establish a commercial line of credit, or debt instrument, in an amount not to exceed \$2 million, and to draw down such line (or debt) for the Park operating purposes in an aggregate principal amount not to exceed \$750,000 during FY2009 and FY2010 combined; and

WHEREAS, the Executive Committee also resolved to seek from the University an amended resolution broadening its previous resolution collateralizing, for the benefit of the Park, the Parcel 12 "ridge" property of approximately 93 acres east of the St. Croix campus.

NOW THEREFORE, be it resolved of the Board of Trustees of the University of the Virgin Islands:

RESOLVED, that the President of the University is hereby authorized to mortgage and pledge Parcel No. 12 in order to provide collateral or security for a loan or loans in an aggregate amount not to exceed \$4,700,000.00, such loan or loans to be made by RUS or

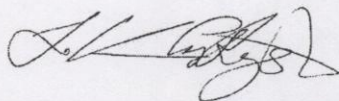


any other commercial lender on terms and conditions and for such purposes satisfactory to the Park's Board of Directors, which purposes include purposes of capital development and/or operating expenses of the Park; provided that such commercial loan or line of credit shall not exceed the amount of \$750,000.

And it is further  
RESOLVED, that the President is hereby authorized to execute a mortgage or mortgages, and all related documents and take all such other lawful actions as may be necessary or appropriate to accomplish the foregoing; provided however, that the University shall have the authority to pay down the outstanding balance on such mortgage loan(s); and any and all mortgage or loan instruments shall contain a provision requiring the Park to indemnify and hold the University harmless in the event that it exercises its right to pay off the outstanding balance on any indebtedness secured by a mortgage or mortgage(s) on University property.

**CERTIFICATION**

The undersigned does hereby certify that the foregoing is a true and exact copy of the Resolution of the Executive Committee of the Board of Trustees of the University of the Virgin Islands adopted at its meeting on March 20, 2009.



Secretary of the Board

March 20, 2009

Date