

**SPECIAL MEETING OF THE BOARD OF TRUSTEES
SEPTEMBER 11, 2014**

**UNIVERSITY OF THE VIRGIN ISLANDS
St. Thomas – Administration and Conference Center, 3rd Floor
St. Croix – 64 West Center UVI RTPark Conference Room
By Teleconference
10:00 A.M.**

**REGULAR SESSION
DRAFT MINUTES**

MEMBERS PRESENT

St. Thomas – ACC 3rd Floor Conference Room

Attorney Henry C. Smock, Chair
Dr. David Hall, President
Mr. Sinclair L. Wilkinson
Ms. Donna Frett Gregory, Commissioner of Education
Ms. Jacqueline A. Sprauve, Alumni Trustee

St. Croix – UVI RTPark Conference Room

Mr. Alexander A. Moorhead, Vice Chair
Mrs. Jennifer Nugent-Hill
Hon. Patricia D. Steele
Dr. Aletha Baumann, Faculty Trustee
Ms. Wendy Aurelien, Student Trustee

By Teleconference

Mrs. Gwendolyn Adams Norton
Mrs. Carol Fulp
Mrs. Luz Suarez de Highfield
Mr. Oswin Sewer, Chair, Board of Education
Rev. Wesley S. Williams, Jr.

MEMBERS ABSENT

Dr. Yvonne E.L. Thraen (excused)
Mr. Edward Thomas (excused)

OTHERS PRESENT

Dr. Benjamin Sachs, Interim Dean, School of Medicine
Dr. Camille McKayle, Provost and Vice President of Academic Affairs
Ms. Shirley Lake-King, Vice President for Administration & Finance/CFO
Ms. Tina Koopmans, Chief Information Officer
Mr. Mitchell Neaves, Interim Vice President of Institutional Advancement
Ms. Nereida Washington, Director of Campus Operations-STX
Attorney Marie Thomas Griffith, UVI Legal Counsel (via teleconference)
Attorney Sam Hall, UVI Legal Counsel

Senator Nereida Rivera-O'Reilly
Senator Judi Buckley
Senator Kenneth Gittens
Senator Diane Capehart
Senator Tregenza Roach
Senator Donald Cole

CALL TO ORDER

A quorum being present, Board Chairman Henry Smock called the Regular Session of the meeting to order at 10:00 a.m. Board Chairman Smock began the meeting with a moment of silence in tribute to the victims and heroes of the September 11, 2001 attacks on the United States.

APPROVAL OF THE MINUTES

A motion was made by Trustee Wesley S. Williams, which was seconded by Trustee Sinclair L. Wilkinson, to approve the Minutes of the June 7, 2014 Board Meeting. The vote on the motion was approved by the members present with the record reflecting one abstention by Trustee Aletha Baumann who wasn't a Faculty Trustee at the time of the June Board Meeting.

LAND GIFT TO UVI

Board Chairman Smock presented President David Hall with legal documents that deeded a gift of 65 acres of land in Estate Sorgenfri on St. Thomas from a local family to the University. President Hall publicly thanked the family for investing in UVI in such a significant manner. He also noted that a formal ceremony will be held to appropriately recognize the family members for their generous gift. The donation represents the largest real estate gift in the history of the University. While the University has not yet identified long-term plans for the property, President Hall noted that the property has great potential for the Marine and Environmental Sciences Program. President Hall took the opportunity to also recognize former Vice President of Institutional Advancement Ms. Dionne Jackson and current Interim Vice President Mr. Mitchell Neaves who both played a major role in cultivating the gift.

EXECUTIVE SESSION

Prior to moving the meeting into Executive Session, Board Chairman Smock stated that the development of a medical school in the Territory plays a critical role in enhancing the quality of healthcare and encouraging economic development in the U.S. Virgin Islands. He also noted that the Board recognizes the importance of making the island of St. Croix a continuing priority as the medical school and facilities continue to be developed. Chairman Smock underscored the importance of involving our policymakers in a transparent and thoughtful discussion about the direction of the medical school. As a result, he felt that it was important to ask President Hall to invite all members of the 30th Legislature of the Virgin Islands to the special Board Meeting to hear in Executive Session the medical school updates and the recommendations regarding the location of the medical school facilities.

Chairman Smock emphasized that no vote would be taken regarding the medical school today and entertained a motion to go into Executive Session and to allow the Senators of the 30th Legislature present to remain in Executive Session to hear the medical school updates. Senators Kenneth Gittens, Nereida Rivera-O'Reilly, Diane Capehart, Judi Buckley, Donald Cole and Tregenza Roach were present at the meeting. Senator O'Reilly thanked the University for the opportunity to be a part of the medical school discussions but inquired why the meeting had to go into Executive Session given that the feasibility study for the medical school was funded by government appropriated funds.

President Hall cited that there are two provisions of the Sunshine Act that would allow consideration of the issues concerning the Medical School to be addressed in Executive Session: VI Code, Title 1, Section 254(b)(1) and Section 254(b)(4).

Section 254(b)(1) pertains to discussing in Executive Session information of a personal nature, where public disclosure would constitute an unwarranted invasion of personal privacy.

Section 254(b)(4) pertains to discussing in Executive Session commercial information obtained where public disclosure may cause substantial injury to the competitive position of another to whom the information relates.

A motion was made by President David Hall, which was seconded by Trustee Donna Frett Gregory, to go into Executive Session and to permit the Senators of the 30th Legislature present to hear the medical school updates. It was stated that the Board will go into Executive Session to discuss the following matters which could be reasonably expected to result in the disclosure of information of personal nature wherein public disclosure would constitute a clearly unwarranted invasion of personal privacy, commercial information obtained where public disclosure may cause substantial injury to the competitive position of another to whom the information relates or premature disclosure that would seriously frustrate implementation of the proposed action(s), and for the Board to obtain legal advice on those matters:

- Draft Minutes of the Executive Session of the June 7, 2014 Board Meeting
- Medical School Presentation and Recommendations on Medical School Facilities Location
- Eco Industrial Park
- Personnel Matters

The vote on the motion was unanimous by the members present. The Executive Session of the meeting convened at 10:16 a.m.

[Please note that the Executive Session of the meeting on Thursday, September 11, 2014, ended at 3:16 p.m. due to the loss of a quorum. Therefore, the meeting could not return to Regular session and report out actions taken in the Executive Session. The meeting reconvened on Monday, October 6, 2014 at 3:00p.m. in Executive Session with a quorum and returned to the Regular Session. The continuation of the minutes below are appended to the above Minutes]

SPECIAL MEETING OF THE BOARD OF TRUSTEES
MONDAY, OCTOBER 6, 2014
Continuation of September 11, 2014 Meeting

UNIVERSITY OF THE VIRGIN ISLANDS
St. Thomas – Administration and Conference Center, 3rd Floor
St. Croix – Provost Conference Room
By Teleconference
3:00 P.M.

REGULAR SESSION
DRAFT MINUTES

MEMBERS PRESENT

St. Thomas – ACC 3rd Floor Conference Room

Attorney Henry C. Smock, Chair
Dr. David Hall, President
Mr. Sinclair L. Wilkinson
Ms. Donna Frett Gregory, Commissioner of Education
Mr. Oswin Sewer, Chair, Board of Education
Dr. Yvonne E. L. Thraen

St. Croix – Provost Conference Room

Mr. Alexander A. Moorhead, Vice Chair
Dr. Aletha Baumann, Faculty Trustee

By Teleconference

Mrs. Gwendolyn Adams Norton
Mrs. Jennifer Nugent-Hill
Hon. Patricia D. Steele
Mrs. Luz Suarez de Highfield
Rev. Wesley S. Williams, Jr.

MEMBER ABSENT

Ms. Wendy Aurelien, Student Trustee (excused)
Mrs. Carol Fulp (excused)
Ms. Jacqueline A. Sprauve, Alumni Trustee (excused)
Mr. Edward E. Thomas (excused)

OTHERS PRESENT

Attorney Marie ThomasGriffith, UVI Legal Counsel
Dr. Camille McKayle, Provost and Vice President for Academic Affairs
Mrs. Shirley Lake-King, CFO and Vice President for Administration and Finance
Mr. Mitchell Neaves, Interim Vice President for Institutional Advancement
Dr. Haldane Davies, Special Assistant to the President
Dr. Benjamin Sachs, Interim Dean, School of Medicine (via teleconference)

RETURN TO REGULAR SESSION

[Please note that the Executive Session of the meeting on Thursday, September 11, 2014, ended at 3:16 p.m. due to the loss of a quorum. Therefore the meeting could not return to Regular session and report out actions taken in the Executive Session. The meeting reconvened on Monday, October 6, 2014 at 3:00p.m. in Executive Session]

Chairman Henry Smock reported that after the last vote was taken in the Executive Session of the meeting held on September 11th, the quorum was lost so the meeting had to be recessed.

A motion was made by Trustee Wesley Williams, which was seconded by Trustee Patricia Steele, to return to the Regular Session of the meeting. The vote on the motion was unanimous.

Upon return to the Regular Session of the meeting on Monday, October 6, 2014 at 3:02 p.m., the Chairman reported the following:

In the Executive Session the Board took the following actions:

1. The minutes of the Executive Session held on June 7th were approved;
2. The Board discussed the location of the medical school classroom facilities and the medical school simulation center. No vote was taken.
3. The Board discussed the proposed lease, asset management agreement and operating agreement between 5 Stone Green Capital and the University for 20 acres of land to commercialize its aquaponics and hydroponics programs and develop greenhouses and other green businesses to St. Croix.
4. The Board voted in favor of various promotions of personnel and other personnel matters. The vote was in favor with one abstention by Trustee Aletha Baumann.

LETTER FROM SENATOR NEREIDA “NELLIE” RIVERA-O'REILLY

Chairman Smock reported that he received a letter of request from Senator O'Reilly requesting to present a statement “informally” to the Board Members for their consideration prior to deciding matters relating the Medical School.

He indicated that he sought advice from legal counsel regarding the matter. He stated that on advice of legal counsel, it would not be appropriate to allow for an "informal" presentation by Senator O'Reilly. Particularly where the stated purpose is to have the Board members consider the "informal" presentation as they take their votes on the business at hand.

Chairman Smock stated that the Senator's request to read a statement or make a presentation to the Board Members, is a request for a privilege that according to Robert's Rules of Order, Newly Revised, is required to be made to the full assembly. In this regard, the request must be put to the Board members and considered in the context of its meeting. Although the process may be a bit cumbersome because the Board will resume in executive session, the Senator's statements should be made in open session, which would necessarily require the Board rising from Executive Session to receive the presentation from the Senator, and then reconvening in executive session for any further deliberation and vote on the location of the simulation center and Medical School.

A motion was made by Trustee Wesley Williams, which was seconded by Trustee Luz Highfield, to allow Senator Nereida O'Reilly to present her statement regarding the Medical School to the full Board. The vote on the motion was unanimous by the members present.

Senator O'Reilly presented her statement regarding the location of the medical school and the simulation center proposed by the University. She outlined her reasoning for the placement of the Medical School on the Albert A. Sheen Campus. Some of points include the following:

- Availability of space and existing, quality Biology labs/classrooms
- UVI RTPark established and ready to partner
- Unlimited access to Internet band-width
- Proximity to two high schools, Complex and Central
- Access to Juan Luis Hospital, Frederiksted Health Clinic and public transportation
- Cost of construction is 15% lower on St. Croix than St. Thomas
- Housing and contract services also less expensive

Senator O'Reilly summarized that the construction and operation of a medical school on St. Croix would offer immeasurable benefits to the St. Croix Community. Further that it would strategically position the island to become a magnet for other economic development. She thanked the Chairman and the Board members for the opportunity to address the Board.

After her presentation, Chairman Smock thanked Senator O'Reilly for her presentation.

EXECUTIVE SESSION

A motion was made by Trustee Nugent-Hill which was seconded by Trustee Donna Frett-Gregory to return to the Executive Session to complete discussions on the location of the simulation center and Medical School. The vote on the motion was unanimous. The Executive Session convened at 3:22pm.

RETURN TO REGULAR SESSION

Upon return to the Regular Session of the meeting at 4:42 p.m., the Chairman reported the following:

In the Executive Session the Board took the following action:

The Board of Trustees of the University of the Virgin Islands unanimously approved a resolution authorizing the President to commence with the development process to place the medical school simulation center on the Albert A. Sheen Campus and the medical School classroom building on the St. Thomas Campus. The resolution is appended to the minutes.

ADJOURNMENT

There being no other business, a motion was made by Trustee Frett Gregory, which was seconded by Trustee Williams, to adjourn the meeting. The vote on the motion was unanimous. The meeting adjourned at 4:45p.m.

[Resolution following:](#)

**BOARD OF TRUSTEES
UNIVERSITY OF THE VIRGIN ISLANDS
Medical School and Simulation Center Location**

Resolution authorizing the President to commence with the development process to place the medical school simulation center on the Albert A. Sheen Campus and the medical school classroom building on the St. Thomas Campus

WHEREAS, at its Special Meeting of April 19, 2014, the Board of Trustees of University of the Virgin Islands authorized the President to commence with the development process for a medical school;

WHEREAS, the President was also authorized to commence the accreditation process with the Liaison Committee for Medical Education (LCME);

WHEREAS, the University has developed a plan for the creation of a LCME-accredited medical school in the Virgin Islands;

WHEREAS, in order to apply for accreditation the University must submit to LCME a design of the facilities that constitute the medical school;

WHEREAS, it is in the best interest of the Virgin Islands and this project to develop a Territory-wide medical school that uses both campuses, both hospitals, and selected clinics throughout the Virgin Islands;

WHEREAS, the University requested Dr. Benjamin Sachs, Interim Dean of the proposed medical school, to conduct a thorough analysis of the best locations for the two primary buildings of the medical school, and his recommendation has been presented to and reviewed by the Board of Trustees;

WHEREAS, the University has met with various stakeholders, including the Governor, Senators, and the public to share and discuss the recommendation.

NOW THEREFORE BE IT RESOLVED AS FOLLOWS:

- A. That the Board of Trustees of the University of the Virgin Islands accept the administration's recommendation to place the medical school simulation center on the Albert A. Sheen Campus and the medical school classroom building on the St. Thomas Campus.
- B. That the President is authorized to take such actions as are necessary and proper to implement this resolution.

CERTIFICATION

The Undersigned does hereby certify that the foregoing is a true and exact copy of a resolution of the Board of Trustees of the University of the Virgin Islands adopted at a Special meeting on October 6, 2014 as recorded in the minutes of said meeting.

Secretary of the Board

Date