

RECOMMENDATION OF THE BOARD OF DIRECTORS
OF THE UNIVERSITY OF LOUISVILLE RESEARCH FOUNDATION, INC.
REGARDING AN UPDATED RESOLUTION ON SIGNATURE AUTHORITY

July 14, 2022

RECOMMENDATION:

The Interim President recommends that the Board of Directors adopt the attached revised signature authority resolution in the form attached as Exhibit A.

BOARD ACTION:

Passed X

Did Not Pass

Other

Signature on File

Assistant Secretary

Exhibit A

**RESOLUTION
BOARD OF DIRECTORS
UNIVERSITY OF LOUISVILLE RESEARCH FOUNDATION, INC.**

WHEREAS, the Board of Directors (the Board) of the University of Louisville Research Foundation, Inc. (ULRF) did approve that certain resolution dated as of March 27, 2017 regarding signature authority on behalf of ULRF; and

WHEREAS, the Board desires to update the titles of the approved signers on behalf of ULRF, as well as to grant signature authority to additional University of Louisville (UofL) employees as described herein.

NOW, THEREFORE, BE IT RESOLVED that the individuals holding the following positions in their capacity as officers of ULRF or employees of UofL acting as agents for ULRF be and hereby are the only officers and agents of ULRF empowered to execute contracts on behalf of the University of Louisville Research Foundation, Inc. (including contracts with the Army, the Air Force, and the Veterans Administration, and other governmental agencies), except for authorization for sponsored projects of November 28, 1983 and patent/technology activities of May 22, 1995:

Title

President, ULRF (President, UofL)
Executive Vice President and University Provost, UofL
Executive Vice President for Research and Innovation, UofL
Chief Operating Officer, UofL
Chief Financial Officer, UofL
Treasurer/Controller, UofL
Chief Procurement Officer, UofL
Associate Vice President for Research and Innovation, UofL
Vice President for Budget & Finance, UofL

BE IT FURTHER RESOLVED that the individuals holding the following positions in their capacity as officers of ULRF or employees of UofL acting as agents for ULRF be and hereby are the only officers and agents of ULRF empowered to endorse securities for sale or subscription, purchase or sell securities, and execute any documents incident to the management and administration of investments, such as documents to include but not be limited to purchase or sale authorizations or agreements, exchange agreements, participation agreements, stock or bond powers and proxies:

Title

President, ULRF (President, UofL)
Executive Vice President and University Provost, UofL
Executive Vice President for Research and Innovation, UofL
Chief Operating Officer, UofL
Chief Financial Officer, UofL
Treasurer/Controller, UofL
Vice President for Budget & Finance, UofL

BE IT FURTHER RESOLVED that the individuals holding the following positions in their capacity as officers of ULRF or employees of UofL acting as agents for ULRF be and hereby are the only officers and agents of ULRF empowered to enter into and execute service agreements and provider and reimbursement related contracts for clinical activities and professional health care services:

Title

President, ULRF (President, UofL)
Executive Vice President and University Provost, UofL
Executive Vice President for Research and Innovation, UofL
Chief Operating Officer, UofL
Chief Financial Officer, UofL
Treasurer/Controller, UofL
Vice President for Budget & Finance, UofL

BE IT FURTHER RESOLVED that the authority granted by this resolution extends to the individuals holding the positions listed above at the time of signature, whether the individuals are then serving in a permanent, interim, or acting capacity. Further, in the event that the title of any of the positions listed above is changed or such title is no longer used by ULRF or UofL, the authority granted by this resolution is further intended to extend to the individuals holding any positions that have a substantially equivalent role within ULRF or UofL as those positions designated above.

BE IT FURTHER RESOLVED that this resolution, effective July 14, 2022, shall and does supersede any and all previous resolutions authorizing such signatures for the University of Louisville Research Foundation, Inc.

Certificate

I certify that I am the duly qualified Assistant Secretary of the Board of Directors of the University of Louisville Research Foundation, Inc., that the foregoing is a true copy of a resolution adopted at the regular meeting of such Board which was duly held on the 14th day of July, 2022, at which meeting a quorum was present, and a majority of members present voted in favor of the adoption of such resolution. I further certify that such resolution is still in full force and effect.

Dated this 14th day of July, 2022.

Signature on File

Assistant Secretary
Board of Directors
University of Louisville Research
Foundation, Inc.

RECOMMENDATION OF THE BOARD OF DIRECTORS
OF THE UNIVERSITY OF LOUISVILLE RESEARCH FOUNDATION, INC.
REGARDING AN UPDATED RESOLUTION ON SIGNATURE AUTHORITY

October 25, 2023

RECOMMENDATION:

The President recommends that the Board of Directors adopt the attached signature authority resolution in the form as Exhibit A.

BOARD ACTION:

Passed X

Did Not Pass

Other

Signature on File

Assistant Secretary

Exhibit A

**RESOLUTION
BOARD OF DIRECTORS
UNIVERSITY OF LOUISVILLE RESEARCH FOUNDATION, INC.**

WHEREAS, the Board of Directors (the Board) of the University of Louisville Research Foundation, Inc. (ULRF) did approve that certain resolution dated as of July 14, 2022 regarding signature authority on behalf of ULRF; and

WHEREAS, the Board desires to provide additional delegation authority to the President of the University of Louisville as described herein.

NOW, THEREFORE, BE IT RESOLVED that the individual holding the position of President of the University of Louisville be and hereby is empowered to delegate authority to execute contracts on behalf of the University of Louisville Research Foundation, Inc. (including contracts with the Army, the Air Force, and the Veterans Administration, and other governmental agencies), except for authorization for sponsored projects of November 28, 1983 and patent/technology activities of May 22, 1995, to other officers of ULRF or employees of UofL acting as agents for ULRF.

Certificate

I certify that I am the duly qualified Assistant Secretary of the Board of Directors of the University of Louisville Research Foundation, Inc., that the foregoing is a true copy of a resolution adopted at the regular meeting of such Board which was duly held on the 25th day of October, 2023, at which meeting a quorum was present, and a majority of members present voted in favor of the adoption of such resolution. I further certify that such resolution is still in full force and effect.

Dated this 25th day of October, 2023.

Signature on File
Assistant Secretary
Board of Directors
University of Louisville Research
Foundation, Inc.