100 ADMINISTRATION

114 APPROVAL & SIGNATURE AUTHORITY

A. POLICY

This Policy establishes SURA's policy regarding transactions with external parties including review, approval, signature and delegation of signature authority for the organization's corporate instruments, contracts, proposals, reports, and other business-related documents (collectively "Corporate Instruments"). This policy applies to all SURA employees across all departments, divisions, and programs. All existing delegations of approval and signature authority are deemed revoked as of the effective date of this policy and all delegations of approval and signature authority made on or after the effective date of this policy must be made in accordance with this policy.

B. GENERAL SIGNATURE AUTHORITY OF PRESIDENT

The Bylaws and Board of Directors of the organizations have delegated powers and authority to the CEO/President to manage the direction and day-to-day performance and supervision of the operation of the organization including but not limited to the authority to sign all Corporate Instruments as may be necessary to effect such management. Therefore, except as limited by this Policy or other policies or procedures adopted by the organization, the President/CEO is given the authority to approve and sign, and to delegate the authority to approve and sign, all Corporate Instruments.

- **Schedule 1** contains the *Signature Authority Retained by the CEO/President*.

C. DELEGATED SIGNATURE AUTHORITY

All delegations of authority to approve and/or sign Corporate Instruments shall be in writing. The President of the organization has delegated his authority to approve and sign various Corporate Instruments and such delegations shall remain in effect until revoked or superseded in writing:

- **Schedule 2** contains the *General Approval and Signature Authority delegated by the President*/CEO.
  - This is for non-procurement items.
- **Schedule 3** contains the *General Procurement Approval and Signature Authority*.
- **Schedule 4** contains the *Program Specific Procurement Approval and Signature Authority*.

D. REVIEW AND APPROVAL PROCESS PRIOR TO SIGNATURE

The organization has identified review and approval authorities for certain Corporate Instruments prior to signature. These review and approval authorities on the appropriate Schedule. In addition to the specific review and approvals required, the SURA General Counsel should be consulted on terms, conditions, clauses, representations, certifications, and liability matters as deemed necessary in the best interests of SURA.

E. CERTIFICATE OF INCUMBENCY

The Corporate Secretary shall maintain an up-to-date *Certificate of Incumbency* identifying the individuals authorized to approve and sign Corporate Instruments under this Policy.

F. RELATED POLICIES AND MATERIALS: 501.01 Procurement Manual (sura.org)

SCHEDULE 1
SIGNATURE AUTHORITY REATINED BY THE CEO/PRESIDENT

Effective: April 10, 2023

Supersedes: 101.14 Delegation of Authority dated January 2, 2020

Item	Initial Preparation/Review	Required Review/Approval	Final Approval/ Signature/ Submitter
EXECUTIVE AND ADMINISTRATIVE			
Transactions involving Real Estate		CFO & GC	CEO/President
Office/Building Leases		CFO & GC	CEO/President
JSA Operating Agreement Amendment	Chief of Lab Operations	GC	CEO/President
New JV; LLC Operating Agreements; Corporate subsidiary Bylaws	Chief Programs Officer	CFO & GC Board approval as required	CEO/President
Non-Disclosure & Teaming Agreements	Chief Programs Officer	GC	CEO/President
Patents, IP Licenses, IP Joint Ownership Agreements	Chief Programs Officer	GC	CEO/President
VIRGINIA FUNDS			
Proposal Development and Submission	Chief of Lab Operations Chief Programs Officer	CFO	CEO/President (Automated submission by JLab under direction of Chief of Lab Operations)
FINANCE			
Investment Account Rebalancing, Drawdowns, Liquidation		CFO, Finance Committee as appropriate	CEO/President
HUMAN RESOURCES			
Personnel Salary Actions	HR Manager		CEO/President

SCHEDULE 2

DELEGATION OF APPROVAL AND/OR SIGNATURE AUTHORITY
(NON-PROCUREMENT)

Effective: April 10, 2023

This delegation of approval and signature authorities supersede all prior authorities listed below, may not be re-delegated and shall remain in effect until modified in writing.

Supersedes: 101.14 Delegation of Authority dated January 2, 2020
402.02 Signature Authority dated January 2, 2020
405.01 Check Signing Authority dated January 2, 2020

Item	Initial Preparation/ Review	Required Review/Approval	Final Approval/ Signature/ Submitter
LEGAL			
Rights and Permissions, Copyright		CEO/President	GC
Service and Trademark Applications & Registrations		CEO/President	GC
Outside Counsel Agreements	Chief Programs Officer	CEO/President	GC
FINANCE, ACCOUNTING PAYROLL			
Financial Reports, External		CFO	Outside Auditor
Financial Reports, Internal			Controller with copies to CFO, CEO
Insurance Invoices		CFO	Bills paid in the regular course of business
Task (Charge Code) Number Assignment	Program Manager Review		Controller
3rd Party Transfers and Wires $\leq$ $50,000	CFO		CFO
3rd Party Transfers and Wires > $50,000		CEO/President	CFO
Checks $\leq$ $50,000		CEO/President	CFO
Checks $\geq$ $50,000		CEO/President	CFO may execute after CEO/President approval
Payment of Corporate Credit Card Bills		Supervisor	Bills paid by Finance in the regular course of business
Routine Line of Credit Draw-Downs/Repayments			CFO
Additional Line of Credit Draw-Downs where outstanding debt will exceed 90% of total LOC		CEO	CFO
Form 990 and related Tax Returns	CFO & Controller	Finance Committee Board of Directors CEO/President	CFO
Insurance Policies		CEO/President	CFO

Item	Initial Preparation/ Review	Required Review/Approval	Final Approval/ Signature/ Submitter
GRANTS AND CONTRACTS			
Procurements (POs), Grants, Contracts, Subcontracts, Consulting Agreements, CRADAs, SPPs, (WFOs)	See Separate Procurement Delegation Schedule		
HUMAN RESOURCES			
MEWA Benefits Plan, if applicable		General Counsel	HR Manager
Benefits Invoices		HR Manager	Controller
Retirement Plans		CFO	HR Manager
Job Descriptions	Hiring Manager	Hiring Manager	HR Manager
Performance Reviews	Supervisor/ Program Manager		HR Manager
Outside Business Activities/Conflicts of Interest Mitigation Plans	Supervisor	GC consult as appropriate	HR Manager
Offer Letters	Supervisor		HR Manager
Termination Letters (Informational)	Supervisor	GC	HR Manager
Exit Letters (Informational)			HR Manager
Separation Agreements	GC	CEO/President	HR Manager
HOME OFFICE PERSONNEL			
Time & Attendance		Supervisors *Delegated* to HR Manager to approve for CEO/PRESIDENT direct reports *Delegated* to CFO to approve for HR Manager (Expense Reports go to Sr. Accountant post-approval)	
Leave & Travel Authorizations			
Travel Expense Reports			
PROGRAM PERSONNEL: Government Contracts, CNF, Res Fac			
Time & Attendance		Program Manager (Expense Reports go to Sr. Accountant post-approval)	
Leave & Travel Authorizations			
Travel Expense Reports			
COMMUNICATIONS & MARKETING			
Annual Report	Director of Communications		CEO/President
Press Releases	Director of Communications		CEO/President
SURA Website	Director of Communications		CEO/President
Social Media	Director of Communications		CEO/President
SURA GOVERNANCE			
Articles of Incorporation (Amending, Restating)	GC	In accordance with document	Corporate Secretary maintains archived and current; GC responsible for filing with SoS
Bylaws	GC	In accordance with document	Corporate Secretary maintains archived and current
Business License and similar	As appropriate		GC

Item	Initial Preparation/ Review	Required Review/Approval	Final Approval/ Signature/ Submitter
JSA - GENERALLY			
Kemper Invoices			CEO/President
JLAB invoices-relations support			Chief of Laboratory Operations
JSA LLC Website invoices			Chief of Laboratory Operations
JSA – GOVERNANCE ACTIVITIES			
JSA Director & Committee Member Travel/Meeting Support Expenditures			JSA Secretary
Routine Corporate Filings		General Counsel	JSA Secretary

SCHEDULE 3
APPROVAL AND SIGNATURE AUTHORITY
PROCUREMENT
Effective: April 10, 2023

Supersedes: 501.01 Procurement Authority dated January 2, 2020

Review, Approval and Signature Authority for Procurement instruments is delegated as indicated below. This delegation supersedes all previously established procurement delegations, shall remain in effect until modified in writing, and may not be re-delegated.

Item	Initial Preparation Review/Awareness	Required Review/Approval	Final Approval Signature/ Submitter
DOE/JSA M&O CONTRACT			
Bi-Lateral Modifications	SURA CEO/PRESIDENT	JSA Contract Compliance	JSA President/Lab Director
GRANTS, PRIME CONTRACTS, ETC.			
Proposal Development, Proposal Submission, and Grant Acceptance	Chief Programs Officer with PI; Coordinate with Finance and General Counsel as appropriate	CPO to coordinate with CEO/President for awareness & input	Chief Programs Officer
AFFILIATE ORGANIZATIONS			
Grants/Awards awarded to SURA for Affiliate Organizations			Chief Programs Officer
Expenditures against Grant (NSHP)			Program Manager
Purchase Requisition for Procurement Requiring Formal Solicitation including: Consulting agreements, professional service agreements, computer hardware, software, telecommunications equipment, other equipment, furniture, other fixed assets, leases (incl. lease purchase analysis)			
Direct Program Support (>$100k)	Program Manager	Controller	Chief Programs Officer
Indirect Program Support (≥$10k)	PR originator, Program Manager/Account Code Manager, and CEO	CFO	
Purchase Requisition for Normal Purchases, including Small Purchases: including: Consulting agreements, professional service agreements, computer hardware, software, telecommunications equipment, other equipment, furniture, other fixed assets, leases (incl. lease purchase analysis)			
Direct Program Support (≤$100k)	Program Manager	Controller	Chief Programs Officer
Indirect Program Support (<$10k)	PR originator, Program Manager/Account Code Manager	CFO	
Purchase Orders, Subcontracts, Consulting Agreements, Professional Service Agreements for Procurements Requiring Formal Solicitation or Normal Purchases including: Consulting agreements, professional service agreements, computer hardware, software, telecommunications equipment, other equipment, furniture, other fixed assets, leases (incl. lease purchase analysis)			
Direct Program Support	General Counsel, as appropriate		Chief Programs Officer
Indirect Program Support			

Item	Initial Preparation/Review	Required Review/Approval	Final Approval Signature/ Submitter
Special Items and Services			
Memberships, Subscriptions (Individual as well as Company)		Supervisor	Bills paid in the normal course of business
Conferences, Meeting Facilities and Related Support Services	Chief Programs Officer or CFO	CEO/President for items >$10k.	Chief Programs Officer or CFO
Relocation Expenses (per terms of offer letter) Reimbursement Vouchers For Purchase orders and contracts with Moving services, see Purchase Order for Normal Purchases above.	HR Manager	CEO/President for items >$10k.	HR Manager
Audit Services Engagement Letter	CFO	CEO/President	CEO/President CFO Finance Committee Chair
Staffing Agency Services	HR Manager	CEO/President	HR Manager

SCHEDULE 4
PROGRAM SPECIFIC APPROVAL AND SIGNATURE AUTHORITY
JSA INITIATIVES FUND PROGRAM
SURA RESIDENCE FACILITY

Effective: April 10, 2023

Procurement authority for the JSA Initiatives Fund Program and SURA Residence Facility is delegated as follows. This delegation supersedes all previously established procurement delegations and shall remain in effect until modified in writing and may not be re-delegated.

Supersedes: 501.01 Procurement Authority dated January 2, 2020

Item	Initial Preparation/Review	Required Review/Approval	Final Approval Signature/ Submitter
RESIDENCE FACILITY			
Normal Purchases < $20,000)		Residence Facility Manager	Chief of Laboratory Operations
Purchases ≥ 20,000 ≤ $100,000	Resident Facility Manager	Chief of Laboratory Operations	Chief Program Officer
Procurements Requiring Formal Solicitation			
Procurements ≥ $100,000	Chief of Laboratory Operations	Chief Program Officer	CEO/President
Special Items and Services			
Staffing Agency Services	Chief Programs Officer as appropriate	Residence Facility Manager	Chief of Laboratory Operations
Maintenance Agreements	Chief Programs Officer as appropriate	Residence Facility Manager	Chief of Laboratory Operations
Computer Hardware, Software, Telecommunications Equipment	Chief Programs Officer as appropriate	Residence Facility Manager	Chief of Laboratory Operations
Other Equip., Furniture, Other Fixed Assets	Chief Programs Officer as appropriate	Residence Facility Manager	Chief of Laboratory Operations
Equipment Leases	Chief Programs Officer as appropriate	Residence Facility Manager	Chief of Laboratory Operations
JSA INITIATIVES FUND			
Project Expenses		Project PI	Chief of Laboratory Operations

CERTIFICATE OF INCUMBENCY
Effective December 26, 2023

Chief Executive Officer (CEO) & President		Sean J. Hearne
*Interim Chief Financial Officer (CFO)/Controller		William Jones
*Chief Growth Officer		Scott Heefner
*Chief of Laboratory Operations & JSA Board Secretary		Elizabeth Lawson
*Chief Programs Officer		Joe Scarcello
*General Counsel (GC) & SURA Corporate Secretary		Aida Lebbos
*Human Resources Manager		Ariana Johnson
Program Managers	JSA Initiatives Fund Program	Elizabeth Lawson
	Residence Facility	
	Affiliated Organizations	
	Space Science & Technology	Carolyn Wilson
	Information Technology	
	Coastal & Environmental Research	
	CNF	
Senior Accountant		A'Fenia Pirtle-Hubbard

*CEO Direct Reports

I, Aida M. Lebbos, am Corporate Secretary of Southeastern Universities Research Association, Inc. (the 'Company'), and hereby certify that the persons named above do hold the position set forth opposite his or her name with the Company as of the date of my signature below.