COLLEGES AND UNIVERSITIES RATE AGREEMENT

EXIN: 1620649618A1

DATE: 05/06/2015

FILING REF.: The preceding agreement was dated 04/04/2014

ORGANIZATION:
University of Memphis
275 Administration Bldg
Memphis, TN 38152-3370

The rates approved in this agreement are for use on grants, contracts and other agreements with the Federal Government, subject to the conditions in Section III.

SECTION I: INDIRECT COST RATES

RATE TYPES: FIXED FINAL PROV. (PROVISIONAL) PRED. (PREDETERMINED)

EFFECTIVE PERIOD

<table>
<thead>
<tr>
<th>TYPE</th>
<th>FROM</th>
<th>TO</th>
<th>RATE(%) LOCATION</th>
<th>APPLICABLE TO</th>
</tr>
</thead>
<tbody>
<tr>
<td>PRED.</td>
<td>07/01/2012</td>
<td>06/30/2014</td>
<td>41.00 On-Campus</td>
<td>Organized Research</td>
</tr>
<tr>
<td>PRED.</td>
<td>07/01/2014</td>
<td>06/30/2015</td>
<td>42.00 On-Campus</td>
<td>Organized Research</td>
</tr>
<tr>
<td>PRED.</td>
<td>07/01/2015</td>
<td>06/30/2017</td>
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<tr>
<td>PRED.</td>
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<td>06/30/2017</td>
<td>55.00 On-Campus</td>
<td>Instruction</td>
</tr>
<tr>
<td>PRED.</td>
<td>07/01/2012</td>
<td>06/30/2017</td>
<td>35.00 On-Campus</td>
<td>Other Sponsored Activities</td>
</tr>
<tr>
<td>PRED.</td>
<td>07/01/2012</td>
<td>06/30/2017</td>
<td>26.00 Off-Campus</td>
<td>Use same rates and conditions as those cited for fiscal year ending June 30, 2017.</td>
</tr>
<tr>
<td>PROV.</td>
<td>07/01/2017</td>
<td>06/30/2019</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

*BASE
Modified total direct costs, consisting of all direct salaries and wages, applicable fringe benefits, materials and supplies, services, travel and up to the first $25,000 of each subaward (regardless of the period of performance of the subawards under the award). Modified total direct costs shall exclude equipment, capital expenditures, charges for patient care, rental costs, tuition remission, scholarships and fellowships, participant support costs and the portion of each subaward in excess of $25,000. Other items may only be excluded when necessary to avoid a serious inequity in the distribution of indirect costs, and with the approval of the cognizant agency for indirect costs.
**SECTION I: FRINGE BENEFIT RATES**

<table>
<thead>
<tr>
<th>TYPE</th>
<th>FROM</th>
<th>TO</th>
<th>RATE(%)</th>
<th>LOCATION</th>
<th>APPLICABLE TO</th>
</tr>
</thead>
<tbody>
<tr>
<td>FIXED</td>
<td>7/1/2014</td>
<td>6/30/2015</td>
<td>35.60</td>
<td>All</td>
<td>Salary Employees</td>
</tr>
<tr>
<td>FIXED</td>
<td>7/1/2014</td>
<td>6/30/2015</td>
<td>60.00</td>
<td>All</td>
<td>Hourly Employees</td>
</tr>
<tr>
<td>FIXED</td>
<td>7/1/2014</td>
<td>6/30/2015</td>
<td>5.40</td>
<td>All</td>
<td>Temporary Employees</td>
</tr>
<tr>
<td>FIXED</td>
<td>7/1/2015</td>
<td>6/30/2016</td>
<td>35.60</td>
<td>All</td>
<td>Salary Employees</td>
</tr>
<tr>
<td>FIXED</td>
<td>7/1/2015</td>
<td>6/30/2016</td>
<td>63.30</td>
<td>All</td>
<td>Hourly Employees</td>
</tr>
<tr>
<td>FIXED</td>
<td>7/1/2015</td>
<td>6/30/2016</td>
<td>6.10</td>
<td>All</td>
<td>Temporary Employees - No Insurance</td>
</tr>
<tr>
<td>FIXED</td>
<td>7/1/2015</td>
<td>6/30/2016</td>
<td>13.00</td>
<td>All</td>
<td>Temporary Employees - Insurance</td>
</tr>
<tr>
<td>PROV.</td>
<td>7/1/2016</td>
<td>6/30/2018</td>
<td></td>
<td></td>
<td>Use same rates and conditions as those cited for fiscal year ending June 30, 2016.</td>
</tr>
</tbody>
</table>

**DESCRIPTION OF FRINGE BENEFITS RATE BASE:**

Salaries and wages.
SECTION II: SPECIAL REMARKS

TREATMENT OF FRINGE BENEFITS:

The fringe benefits are charged using the rate(s) listed in the Fringe Benefits Section of this Agreement. The fringe benefits included in the rate(s) are listed below.

TREATMENT OF PAID ABSENCES

Vacation, holiday, sick leave pay and other paid absences are included in salaries and wages and are claimed on grants, contracts and other agreements as part of the normal cost for salaries and wages. Separate claims are not made for the cost of these paid absences.

OFF-CAMPUS DEFINITION: For all activities performed in facilities not owned by the institution and to which rent is directly allocated to the project(s) the off-campus rate will apply. Grants or contracts will not be subject to more than one F&A cost rate. If more than 50% of a project is performed off-campus, the off-campus rate will apply to the entire project.

Equipment means article of nonexpendable, tangible personal property having a useful life of more than one year and an acquisition cost of $5,000 or more per unit.

Fringe Benefits include: FICA, Retirement, Life Insurance, Unemployment Insurance, Health Insurance, Scholarship Benefits, Compensated Absences, Terminal Pay, Death Benefits and Workers' Compensation.

This Rate Agreement applies to the University of Memphis and the University of Memphis Research Foundation (EIN 20-5400381).

Your next Fringe Benefit cost proposal based on actual costs for the fiscal year ending June 30, 2015 is due in our office by December 31, 2015 and your next F&A proposal based on actual costs for the fiscal year ending June 30, 2016 is due in our office by December 31, 2016.
ORGANIZATION: University of Memphis  
AGREEMENT DATE: 5/6/2015

SECTION III: GENERAL

A. LIMITATIONS:  
The rates in this agreement are subject to any statutory or administrative limitations and apply to a given group, contract or other agreements only to the extent that funds are available. Acceptance of the rates in subject to the following conditions: (1) Only costs incurred by the organization were included in the facilities and administrative cost pools as locally accepted; such costs are legal obligations of the organization and are allowable under the governing cost principle; (2) The rate used that have been treated as facilities and administrative costs are not claimed as direct costs; (3) Similar types of rates have been accepted elsewhere at accounting treatment; and (4) The information provided by the organization which was used to establish the rates is not later found to be materially incomplete or inaccurate by the organization which can not be disallowed at the discretion of the Federal Government. In such situations the rate(s) would be subject to renegotiation at the discretion of the Federal Government.

B. ACCOUNTING CHANGES:  
This Agreement is based on the accounting system purposed by the organization to be in effect during the Agreement period. Changes to the method of accounting for costs which affect the amount of reimbursement resulting from the use of the rate of cost will require prior approval of the negotiators of this agreement. Such changes include, but are not limited to, changes in the charging of a particular type of cost from facilities and administrative to direct. Failure to obtain approval may result in cost disallowance.

C. INITIAL RATE:  
If a fixed rate is in this Agreement, it is based on an estimate of the costs for the period covered by the rate. When the actual costs for this period are determined, an adjustment will be made to the rate of a future year(s) to compensate for the difference between the costs used to establish the fixed rate and actual costs.

D. USE BY OTHER FEDERAL AGENCIES:  
The rates in this Agreement were approved in accordance with the authority in Office of Management and Budget Circular A-21, and should be applied to grants, contracts and other agreements covered by this Circular, subject to any limitations in A above. The organization may provide copies of this Agreement to other Federal Agencies to give them early notification of the Agreement.

E. OTHERS:  
If any Federal contract, grant or other agreement is reimbursing facilities and administrative costs by a means other than the approved rate(s) in this Agreement, the organization should (1) credit such costs to the agreed upon program, and (2) apply the approved rate(s) to the appropriate base to identify the proper amount of facilities and administrative costs allowable to these programs.

BY THE INSTITUTION:
University of Memphis

(SIGNATURE)

M. David Rudd

(PRESENT)

(ADDRESS)

(214) 767-3264

(DATE) 06/10/2015

ON BEHALF OF THE FEDERAL GOVERNMENT:

DEPARTMENT OF HEALTH AND HUMAN SERVICES

(AGENCY)

(ADDRESS)

(ADS) Acif Karim

(SIGNATURE)

(ADDRESS)

(DATE) 5/6/2015

(DATE) 2012

REPRESENTATIVE: Matthew Ditto

(ADDRESS)

(TITLE)

(ADDRESS)

(214) 767-3261