

BOARD APPROVED JUNE 9, 2023

Cindy Ream Corporate Secretary

OFFICE OF LEGAL COUNSEL

MEMORANDUM

To: Board of Trustees

From: Steve Schultz, General Counsel

Cc: Mung Chiang, President

Karen Plaut, Executive Vice President for Research Chris Ruhl, Chief Financial Officer and Treasurer

Re: Ratification of Novation and Assignment of LASER-PULSE Cooperative Agreement

Date: June 7, 2023

<u>Purpose</u>. This memo briefly describes the proposed ratification of the novation and assignment from Purdue to Purdue Applied Research Institute of the so-called "LASER-PULSE" program and the related cooperative agreement with the U.S. Agency for International Development (USAID). This item would <u>not</u> typically require your approval, but we are including it in the Consent Agenda in the event USAID ultimately requires evidence of Board approval as a condition to approving the novation to PARI.

<u>Background</u>. You may recall that, in 2018, Purdue was selected by USAID to co-create research-driven solutions in developing countries via something called the Long-Term Assistance and Services for Research (LASER) Partners for University-Led Solutions Engine (PULSE), at the time a five-year, \$70 million program funded under a cooperative agreement through USAID. Since then, Purdue has led the LASER-PULSE program, a global consortium of university and nongovernmental partners in support of USAID as it navigates developmental challenges, ultimately leading to societal, environmental, educational, and agricultural improvements in partner countries around the world.

Meanwhile, our subsequent establishment of PARI's Global Development and Innovation Division ("GDI") created the ideal vehicle for advancing the LASER-PULSE mission into the future. This eventually led to discussions with USAID about a proposal whereby Purdue would assign and novate the LASER-PULSE cooperative agreement to PARI, with the result that PARI would assume responsibility for, and thereafter manage, the day-to-day administrative operations of the LASER-PULSE program going forward.

In April 2023, the PARI Board of Managers, which consists of Trustees Berghoff and Carter as well as President Chiang, Treasurer Ruhl, and EVP Plaut, approved of this action item from PARI's perspective. Subsequently, we submitted the novation package (attached to this memo) to USAID for its review. As noted above, your ratification of this item on the Consent Agenda will afford our ability to confirm to USAID (if asked) that the Purdue Board of Trustees has, like the PARI Board of Managers, also given its approval.

Request. We therefore respectfully request the Board's ratification of the assignment and novation to PARI of the LASER-PULSE Cooperative Agreement.