NEGOTIATION AGREEMENT

INSTITUTION: RENSSELAER POLYTECHNIC INSTITUTE
TROY, NY 12180-3590

The Facilities and Administrative (F&A) Cost rates contained herein are for use on grants, contracts and/or other agreements issued or awarded to the Rensselaer Polytechnic Institute by all Federal Agencies of the United States of America, in accordance with the provisions and cost principles mandated by 2 CFR Part 200. These rates shall be used for forward pricing and billing purposes for the Rensselaer Polytechnic Institute Fiscal Year 2020. This rate agreement supersedes all previous rate agreements/determinations for Fiscal Year 2020.

Section I: RATES - TYPE: PROVISIONAL (PROV)

F&A Rates:

<table>
<thead>
<tr>
<th>TYPE</th>
<th>FROM</th>
<th>TO</th>
<th>RATE</th>
<th>BASE</th>
<th>APPLICABLE TO</th>
<th>LOCATION</th>
</tr>
</thead>
<tbody>
<tr>
<td>Prov</td>
<td>07/01/19</td>
<td>06/30/20</td>
<td>62.00%</td>
<td>(a)</td>
<td>Organized Research</td>
<td>Off-Campus</td>
</tr>
<tr>
<td>Prov</td>
<td>07/01/19</td>
<td>06/30/20</td>
<td>26.00%</td>
<td>(a)</td>
<td>Organized Research</td>
<td>On-Campus</td>
</tr>
<tr>
<td>Prov</td>
<td>07/01/19</td>
<td>06/30/20</td>
<td>32.00%</td>
<td>(a)</td>
<td>Other Sponsored Activities</td>
<td>Off-Campus</td>
</tr>
<tr>
<td>Prov</td>
<td>07/01/19</td>
<td>06/30/20</td>
<td>26.00%</td>
<td>(a)</td>
<td>Other Sponsored Activities</td>
<td>On-Campus</td>
</tr>
</tbody>
</table>

DISTRIBUTION BASES

(a) MTDC means 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). MTDC excludes 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.

SECTION II - GENERAL TERMS AND CONDITIONS

A. LIMITATIONS: Use of the rates set forth under Section I is subject to availability of funds and to any other statutory or administrative limitations. The rates are applicable to a given grant, contract or other agreement only to the extent that funds are available and consistent with any and all limitations of cost clauses or provisions, if any, contained therein. Acceptance of any or all of the rates agreed to herein is predicated upon the following conditions: (1) that no costs other than those incurred by the institution were included in this indirect cost pool as
finally accepted and that such costs are legal obligations of the institution and allowable under
governing cost principles; (2) that the same costs that have been treated as indirect costs are not
claimed as direct costs; (3) that similar types of costs have been accorded consistent accounting
treatment; and (4) that the information provided by the institution which was used as a basis for
acceptance of the rates agreed to herein, and expressly relied upon by the Government in
negotiating and accepting the said rates is not subsequently found to be materially incomplete or
inaccurate.

B. ACCOUNTING CHANGES: The rates contained in Section I of this agreement are based
on the accounting system in effect at the time the agreement was negotiated. Changes to the
method(s) of accounting for costs, which affect the amount of reimbursement resulting from the
use of these rates require the prior written approval of the authorized representative of the
cognizant agency for indirect costs. Such changes include but are not limited to changes in the
charging of a particular type of cost from indirect to direct. Failure to obtain such approval may
result in subsequent cost disallowances.

C. PROVISIONAL RATES: The provisional rates contained in this agreement are subject to
unilateral amendment by the Government or bilateral amendment by the contracting parties at
any time.

D. USE BY OTHER FEDERAL AGENCIES: The rates set forth in Section I are negotiated
in accordance with and under the authority set forth in 2 CFR Part 200. Accordingly, such rates
shall be applied to the extent provided in such regulations to grants, contracts, and other
agreements to which 2 CFR Part 200 applies, subject to any limitations in part A of this section.
Copies of this document may be provided by either party to other federal agencies to provide
such agencies with documentary notice of this agreement and its terms and conditions.

E. SPECIAL REMARKS: The Government’s agreement with the rates set forth in Section I is
not an acceptance of Rensselaer Polytechnic Institute’s accounting practices or methodologies.
Any reliance by the Government on cost data or methodologies submitted by RPI is on a non-
precedence-setting basis and does not imply Government acceptance.

Accepted:

FOR RENSEL EAER POLYTECHNIC
INSTITUTE:

[Signature]
Barbara J. Hough, VP for Finance & CFO
July 29, 2019

FOR THE U.S. GOVERNMENT:

TINGLE.BETTY.JOH
NSN.1204289359

Betty Tingle, Contracting Officer
July 29, 2019

For information concerning this agreement contact:
Betty Tingle, Contracting Officer, Phone: (703) 696-7742, email: betty.tingle@navy.mil.