

**SEATTLE UNIVERSITY  
BOARD OF TRUSTEES**

**RESOLUTION REGARDING SIGNATURE  
AUTHORITY FOR BANKING AND SECURITY ACCOUNTS**

**BE IT REMEMBERED:**

That the following resolution was duly adopted by the Board of Trustees of Seattle University:

**WHEREAS**, the Board of Trustees of Seattle University passed a resolution on September 12, 2013 “Regarding Signature Authority for Banking and Security Accounts” (the “2013 Resolution”);

**WHEREAS**, the 2013 Resolution identifies the specific University leaders authorized to execute forms and agreements as necessary to establish and maintain banking and/or securities accounts;

**WHEREAS**, over the past decade, Seattle University has experienced significant but expected change and evolution, including through hiring a new President, Provost, CFO/Vice President for Finance and Business Affairs, Controller, and Associate Controller; and reorganizing the titles and roles of senior leadership; and restructuring the Office of the Vice President for Finance and Business Affairs; and

**WHEREAS**, due to the changes of the past decade, the 2013 Resolution no longer reflects the University officers who should be delegated signature authority for banking and security accounts, and therefore the 2013 Resolution should be repealed and replaced to reflect the University’s current organization.

**NOW, THEREFORE, BE IT RESOLVED THAT:**

1. the following officers of Seattle University (the “University”) are hereby authorized and empowered in the name of the University to execute forms and agreements as necessary to establish and maintain banking and/or securities accounts in connection with the creation or continuance of accounts necessary to prudently manage the University’s assets: the President, the Provost, the CFO/Vice President for Finance & Business Affairs, and the Controller (the “Officers”).

The Officers may delegate authority to other officers or agents of the University as specified herein, and any such delegation of authority may be changed or revoked in writing by the Officers at any time in their sole discretion.

2. Acting on behalf of the University, the Officers are authorized (specifically, but not exclusively):
  - a. To designate one or more banks, trust companies, or other similar institutions as depositories, custodians, trustees, or financial managers of funds of the University;

- b. To establish and close general and special bank accounts, including general deposit accounts, payroll accounts, working fund accounts, or investment accounts with any such depository;
- c. To execute forms, agreements, and other documents as necessary to open, maintain, or close any accounts that are established or closed pursuant to a decision made under section (b), above. The Officers may delegate the authority provided in this section (c) to other officers;
- d. To cause to be deposited into the accounts that are established pursuant to section (b), from time to time, such funds, including, without limitation, cash and cash equivalents, of the University as the Officers consider necessary or advisable, and to endorse checks, drafts, and other instruments in connection with such deposits. The Officers may delegate the authority provided in this section (d) to one or more other officers, or to other agents of the University; provided, however, that the deposits shall be made only in a manner consistent with the University's internal cash handling and deposit control procedures;
- e. To sign and countersign or to use facsimile signatures for signing and countersigning checks, drafts, or other orders for the payments of money. The Officers may delegate such signature authority for the disbursement of money to one or more other officers or to other agents of the University. Disbursement of funds on behalf of the University of less than \$10,000 require one authorized signature, transactions of \$10,000 and above require two authorized signatories, and transactions over \$1,000,000 or more require one of the two signatories to be an Officer. In all cases, the University's internal cash disbursement control procedures must be followed;
- f. To make such general and special rules and regulations for any of the accounts established pursuant to section (b) as the Officers may consider necessary or advisable. The Officers may delegate authority for establishing such general and special rules and regulations;
- g. To transfer, convert, endorse, sell, assign, and deliver any and all shares of stock, bonds, debentures, notes, subscription warrants, stock purchase warrants, evidence of indebtedness, or other securities now or hereafter standing in the name of the University; and to make, execute, and deliver under the corporate seal of the University or otherwise, any and all written instruments of transfer or assignment as necessary or proper to effectuate the authority conferred. The Officers may delegate such authority, provided that such actions are taken in a manner consistent with the University's gift acceptance guidelines or otherwise as approved by the Officers.


**BE IT RESOLVED FURTHER** that if a copy of this Resolution, certified by the Corporation Secretary of the University, is delivered to a depository designated in section (a), above, the


depository shall be entitled to rely on this Resolution for all purposes until it receives written notice of the revocation or amendment of this Resolution by the Board of Trustees of Seattle University.

This Resolution shall govern signature authority for all actions within its scope and other Board resolution that governs the general contract signature authority of the President, Provost, CFO/Vice President for Finance and Business Affairs, Controller, or their designees. This Resolution supersedes the 2013 Resolution.

PASSED, APPROVED, AND ADOPTED BY THE BOARD OF TRUSTEES OF SEATTLE UNIVERSITY AT A DULY CALLED MEETING AT WHICH A QUORUM WAS PRESENT AND PROPER NOTICE GIVEN AS REQUIRED BY LAW AND BY THE BYLAWS OF SEATTLE UNIVERSITY ON THIS 16TH DAY OF MARCH 2023.

**SEATTLE UNIVERSITY**

By:   
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Patrick J. Callans  
Chair, Board of Trustees

By:   
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Mary S. Petersen  
Corporation Secretary