

**CONTRACT REVIEW COVERSHEET**

Please submit completed form to Legal along with contract and associated documents (SOWs, etc.).

Contract/Vendor Name: \_\_\_\_\_

Requested Timing: \_\_\_\_\_ (please allow at least two weeks)

<b>I. Contract Value</b>	
<input type="checkbox"/> Estimated	\$ _____
<input type="checkbox"/> Actual	
<b>II. Term of Contract</b>	
<input type="checkbox"/> <= 1 year	<input type="checkbox"/> 1-2 years <input type="checkbox"/> > 2 years
<b>III. Benchmarked Against Peers (Required for Contracts &gt; \$250k)</b>	
<input type="checkbox"/> Yes <input type="checkbox"/> No (not required)	
<b>IV. RFP (required for Contracts &gt; \$500k)</b>	
<input type="checkbox"/> Yes <input type="checkbox"/> No (not required)	
<b>V. Prepayment of &gt; \$500k</b>	
<input type="checkbox"/> Yes <input type="checkbox"/> No	
<b>VI. Exceeds Department's Budget by &gt;\$500k</b>	
<input type="checkbox"/> Yes <input type="checkbox"/> No	
<b>VII. Is there an IT Component to Contract</b>	
<input type="checkbox"/> Yes <input type="checkbox"/> No	
<b>VIII. Related Party Contract (See Schedule A)</b>	
<input type="checkbox"/> Yes <input type="checkbox"/> No	

**CONTRACT APPROVAL GUIDELINES**

- Only VPs and above have authority to sign a contract.
- Contracts under \$25k do not require legal review.
- Contracts over \$250k require a second bid or appropriate benchmark.
- Contracts over \$500k require a request for proposal (RFP).
- Contracts with a prepayment over \$500k require approval from the CFO.
- Contracts over \$250k require review by the Accounting department.
- Commitment exceeding a Department's budget by over \$500k require approval from the CFO.
- Contracts with IT component require approval from IT dept.
- Related party contracts require approval from the CLO (See Schedule A).

Contract Value	Signing Authority <sup>(1)</sup>	Pre-Approval Required			Review Required	
		Dept. Executive	CFO	CEO	Legal	Accounting
Up to \$25,000	Dept. VP					
Up to \$500k	Dept. VP				X	X
Up to \$1M	ELT (inc. SVP)	X			X	X
Up to \$2.5M	President/CFO	X	X		X	X
>\$2.5M <sup>(2)</sup>	CEO	X	X	X	X	X

(1) SVPs or VPs may execute contracts for projects approved by the Investment Committee.

(2) Contracts with committed or expected expenditures over \$2,500,000 require a second approval from an ELT member.

**Schedule A**  
**Related Parties**

Related parties may include the Company's directors, officers or team members or any entity in which these individuals (or their family members and related persons) have a direct or indirect material interest (for example, as an employee, board member or investor). If you are aware of any such relationship, please indicate it on the cover sheet. The Company's current directors, officers and their known affiliated entities include the following:

**Directors:**

Joel Anderson	Hari Avula	Kristen Blum
Joseph Fortunato	Terri Funk Graham	Joseph O'Leary
Doug Rauch		

**Officers:**

Jack Sinclair	Lawrence (Chip) Molloy	Nick Konat
Scott Neal	Dan Sanders	David McGlinchey
Brandon Lombardi	Alisa Gmelich	

**Entities Affiliated with Directors and Officers:**

Clif Bar & Co.	Comoto Holdings, Inc.	Conscious Capitalism
Cycle Gear Inc.	Daily Table	EBLens LLC
Edgewell Personal Care Company	Five Below, Inc.	FMI – The Food Industry Association
GuideWell Mutual Holding Corporation	Honors Holdings, LLC	JFM Consulting Services, LLC
LL Flooring (Lumber Liquidators)	Meltz, LLC	PAR Technology Corporation
Percolate Tea & Coffee, Inc.	Prospect Hill Growth Partners, L.P.	Relationship, Inc.
RevZilla Motorsports	Sally Beauty Holdings, Inc.	Shoe Sensation
Sprouts Healthy Communities Foundation	Targeted PetCare	