

**Policy on Conflicts of Interest For Trustees, Officers,  
And Key Persons**

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to a potential Conflict of Interest. In the case of Related Party Transactions, the transaction may only be entered into after the Audit and Compliance Committee of the Board of Trustees of NYU Langone Health System determines that the transaction is fair, reasonable, and in NYU Langone Health best interest as provided in Section IV(B) below.

D. Covered Persons must not engage in competition with NYU Langone Health by service on the board of, or otherwise working for, an organization which competes directly with NYU Langone Health, or appropriating or diverting a business or financial opportunity that the Covered Person knows NYU Langone Health is pursuing.

E. Covered Persons may not obtain, use, or disclose NYU Langone Health Confidential Information for a purpose that may be detrimental to NYU Langone Health, or disclose NYU Langone Health Confidential Information to a person or entity that is not authorized by NYU Langone Health to receive it.

F. Where relevant, a Covered Person must cooperate with any plan adopted by NYU Langone Health to manage, reduce, or eliminate the Conflict of Interest.

G. The Audit and Compliance Committee will oversee the implementation of and compliance with this Policy.

### III. **Procedures for Disclosure**

A. **Disclosure General on Appointment and Annually thereafter.** Covered Persons must submit a general disclosure questionnaire upon appointment, annually thereafter, and upon request by the Office of Internal Audit, Compliance, and Enterprise Risk Management. In the applicable general disclosure questionnaire, a Covered Person must certify compliance with this Policy and disclose all entities in which he or she holds a Material Interest which he or she reasonably believes does or may do business with NYU Langone Health or NYU or competes or may compete with NYU Langone Health or NYU. All disclosures require detailed answers. The Covered Person must disclose, among other things, the following:

- (i) any entity with which the Covered Person and/or a Relative of the Covered Person has a director, officer, or trustee position;
- (ii) any family or business relationship between the Covered Person and/or a Relative of the Covered Person and any NYU Langone Health Entity, NYU, or any competitor of NYU Langone Health, including any NYU Langone Health Entity, NYU, or any competitor of NYU Langone Health;
- (iii) any direct business relationship between the Covered Person and/or a Relative of the Covered Person and any NYU Langone Health Entity, NYU, or any competitor of NYU Langone Health;
- (iv) any anticipated transaction in which the Covered Person and/or a Relative of the Covered Person has a direct or indirect financial interest that would constitute Related Party Transaction with NYU Langone Health.

The general disclosure questionnaire will be provided to each Covered Person by IACERM and must be completed and returned within thirty (30) days of receipt. In addition, prior to the initial election of a Trustee, such individual must have completed and returned the general disclosure questionnaire then in

B. Disclosures Specific & Periodic Updates between Submissions. Covered Persons must disclose to IACERM any specific situation that gives rise to a potential Conflict of Interest. Covered Persons have an ongoing obligation throughout the year to disclose new and anticipated Conflicts of Interest, as well as to disclose Conflicts of Interest of which they may not have been initially aware.

C. Confidentiality. All disclosures will be kept confidential and divulged by NYU Langone

determination other than to eliminate the Conflict of Interest is subject to the approval of the Audit and Compliance Committee;

- (iii) Where the individual is (a) a Covered Person of NYU Langone Health Person and (b) the Conflict of I Covered



of business and is available to others on the same or similar terms; or (c) the transaction constitutes a benefit provided to a Related Party solely as a member of a class of the beneficiaries that the corporation intends to benefit as part of the accomplishment of its mission which benefit is available to all similarly situated members of the same class on the same terms; or (d) transactions related to compensation of employees or Trustees or reimbursement of reasonable expenses incu

F. A Covered Person solicits or accepts a gift, favor, loan or anything of monetary value from a contractor, vendor, patient, co-worker, volunteer or other person seeking a benefit from NYU Langone Health or NYU if the offer or acceptance of the gift, favor or loan could be viewed by an independent observer as intending to influence

