



Issuing Department:
**Conflict of Interest
Management Unit**

Policy on Conflicts of Interest for Members of the NYU Langone Health Community (Other than Faculty)

Effective Date:
July 1, 2026

I. POLICY STATEMENT AND PURPOSE

When fulfilling their obligations to NYU Langone Health, all Members of the NYU Langone Health Community have an obligation to serve the purposes to which NYU Langone Health is dedicated and to conduct their responsibilities and the affairs of NYU Langone Health in a manner that promotes NYU Langone Health's best interests and complies with legal and regulatory requirements. This obligation includes avoiding or minimizing Conflicts of Interest related to their Outside Activities and Financial Interests, and effectively managing such conflicts should they arise. Toward that end, NYU Langone Health Community Members have a duty to promptly disclose to the Conflicts of Interest Management Unit any Outside Activities and Financial Interests that present an actual or potential Conflict of Interest so that they can be evaluated and then eliminated or managed as determined in accordance with this Policy.

II. APPLICABILITY

This Policy applies to all Members of the NYU Langone Health Community other than Faculty, who are subject to the Faculty Conflict of Interest and Conflict of Commitment Policy.¹

III. CONFLICTS OF INTEREST GENERALLY

1. As used in this Policy, a Conflict of Interest is any circumstance where the personal, professional, or financial interests of a Member of the NYU Langone Health Community or Related Individual diverges, may diverge, or reasonably appears to diverge from the NYU Langone Health Community Member's obligations to, and the interests of, NYU Langone Health. A Conflict of Interest may exist whenever an independent observer might reasonably question whether the individual's professional actions or decisions, including the ethical and objective conduct of clinical care, scholarship, or research, are affected by considerations of personal gain, financial or otherwise.

2. A Conflict of Interest may arise in numerous situations. A non-exhaustive list of common Conflicts of Interest is attached to this Policy as Exhibit A. Importantly, this Policy applies to any circumstance that may constitute a Conflict of Interest, regardless of whether specifically addressed herein.

¹ Members of the NYU Langone Community who are NYU Langone Health trustees, officer, or key employees are also subject to the *Policy on Conflicts of Interest for Trustees, Officers, and Key Employees*.

3. NYU Langone Health will not engage in any transaction or activity or otherwise authorize NYU Langone Health Community Members and/or their Related Individuals to engage in NYU Langone Health transactions related to Outside Activities or held Financial Interests unless all conflicts are disclosed, evaluated, managed, or eliminated pursuant to this Policy.

4. The COI Committee or CIMU may impose additional conditions or otherwise restrict participation in any NYU Langone Health activity involving students, fellows, trainees, and postdoctoral appointees where at least one Member of the NYU Langone Health Community or Faculty Member holds an outside Financial Interest.

IV. PROCEDURES: DISCLOSURES, REVIEW, AND MITIGATION

1. Disclosures:

A. Conflicts of Interest Management Unit (CIMU): CIMU is the administrative unit authorized to receive, review, and manage Conflicts of Interest disclosures, develop, issue, and monitor Conflict Management Plans, and act as liaison to the COI Committee and COI Review Committee as appropriate and necessary.

B. Duty to Disclose: NYU Langone Health Community Members are required to make disclosures as requested by NYU Langone Health in order to permit the evaluation and determination of actual or potential Conflicts of Interest as set forth in this Policy. The duty to disclose is ongoing; where a Member of the NYU Langone Health Community is not initially aware of a Conflict of Interest but becomes aware of it later, they should disclose the Conflict of Interest promptly upon learning of it. CIMU will maintain NYU Langone Health's electronic conflicts disclosure system. Disclosures will be kept confidential, provided that information may be disclosed as necessary to appropriately evaluate conflicts and as may be required by applicable law and NYU Langone Health Policy.

C. Types of Disclosures:

i. *Annual Disclosures*: Certain Members of the NYU Langone Health Community as determined by CIMU (e.g., department administrators, vice presidents, persons engaged in purchasing decisions) are required to file an annual disclosure during the NYU Langone Health Annual Reporting Cycle. Those Members of the NYU Langone Health Community required to do so should complete their annual disclosure within fifteen (15) days of the request or as otherwise requested. NYU Langone Health Community Members are required throughout the year to disclose updates or changes to their disclosure within thirty (30) days of changes to existing interests or before acquiring new interests or activities.

ii. *Ad Hoc Disclosures*: All NYU Langone Health Community Members must (a) proactively disclose to CIMU any Outside Activity, Financial Interest, or other relevant interest that may intersect with their roles and responsibilities at NYU Langone Health, regardless of whether they are required to make Annual Disclosures, (b) make disclosures upon request by CIMU, and (c) update or amend existing disclosures as circumstances materially change.

iii. *Research-Specific Disclosures:* NYU Langone Health Community Members are required to make research-specific disclosures as set forth in the *Policy on Conflicts of Interest in Research and Other Sponsored Projects and Institutional Conflicts of Interest*.

2. Reviews:

A. *Generally:* CIMU is responsible for determining whether an Outside Activity, Financial Interest, or other disclosed interest creates a Conflict of Interest based on the facts and circumstances presented and whether and how the conflict may be managed, reduced, or eliminated. In making any determination, CIMU will, as appropriate or required, consult with the discloser's department, the Chief Academic Officer, the Chief Clinical Officer, the Chief Scientific Officer, the COI Committee, or other relevant institutional leaders. Disclosures associated with Research and other Sponsored Projects will be reviewed in accordance with the Policy on Conflicts of Interest in Research and Other Sponsored Projects and Institutional Conflicts of Interest. An Executive Vice President may not engage in an Outside Activity that intersects with their responsibilities to NYU Langone Health without the prior approval of the COI Committee.

B. *Significant Conflict of Interest:* In cases where CIMU determines that an actual or potential Significant Conflict of Interest exists, or otherwise determines that circumstances warrant further review, CIMU will submit the matter to the COI Committee for review and determination regarding whether and how the conflict may be managed, reduced, or eliminated.

3. Conflict Management Plans:

A. Conflict Management Plans: When a determination is made by CIMU, or as necessary, the COI Committee that an NYU Langone Health Community Member's Outside Activities or Financial Interests are permitted notwithstanding an identified potential conflict, the Community Member will receive, and be subject to, a written Conflict of Interest Management Plan. The Conflict of Interest Management Plan will include the conditions or restrictions intended to manage, reduce, or eliminate the conflict pursuant to which the NYU Langone Health Community Member will be permitted to engage in the Outside Activity or hold the Financial Interest; no such related transaction, Outside Activity or Financial Interest may be undertaken until the Conflict of Interest Management Plan is issued to, and signed by, the NYU Langone Health Community Member.

B. General Requirements Where an Activity or Interest is Permitted: In addition to any requirements contained in a Conflict of Interest Management Plan, any permitted Outside Activity or Financial Interest is subject to the following unless otherwise approved in accordance with this Policy:

i. The Outside Activity or Financial Interest must be approved by the discloser's department chair or senior business unit leader and be consistent with all NYU Langone Health policies;

ii. NYU Langone Health Community Members may not use the NYU Langone Health name, or any NYU Langone Health mark, symbol, or logo, other than as reference to their NYU Langone Health affiliation for identification purposes;

iii. NYU Langone Health Community Members must make clear that their Outside Activities and Financial Interests are personal, NYU Langone Health is not involved in and does not have liability for such activities, and NYU Langone Health is not endorsing such activities;

iv. NYU Langone Health Community Members must not use NYU Langone Health resources, including facilities, personnel, equipment, devices, data, intellectual property, and NYU Langone Health Protected Information, or grant any outside persons or entities access to such NYU Langone Health resources;

v. NYU Langone Health Community Members must not participate in or improperly influence, and must recuse themselves from, any NYU Langone Health decision, negotiation, or discussion in which they or Related Individuals have an interest that gives rise to an actual or potential Conflict of Interest; and

vi. NYU Langone Health Community Members may not make or offer inappropriate inducements or take actions that are illegal or unethical in connection with their Outside Activities.

4. **Appeals:** Unless otherwise provided under this Policy, an NYU Langone Health Community Member may appeal a decision made by CIMU to the Chief Academic Officer, Chief Clinical Officer, Chief Scientific Officer, or the COI Review Committee, as applicable, and a decision made by any of them may be appealed to the full COI Committee for final determination. All appeals must be made in writing to the Director of CIMU within seven (7) days of notification of the decision being appealed. All decisions of the COI Committee shall be final.

5. **Reporting:** CIMU will provide a report annually to the COI Committee on NYU Langone Health's compliance with this Policy.

V. ENFORCEMENT

Violations of this Policy are subject to disciplinary action, up to and including termination of employment or association with NYU Langone Health in accordance with the disciplinary policies and procedures applicable to the respective NYU Langone Health Community Member. Any failure to make a disclosure as required under this Policy by any NYU Langone Health Community Member who serves on an NYU Langone Health committee may result in the suspension or removal of that individual from the committee.

VI. DEFINITIONS

Conflict of Interest Committee ("COI Committee") is the Committee established by the Dean and CEO to review, evaluate, and determine matters referred to it in accordance with this Policy. The Dean and CEO shall serve as the Chair of the COI Committee, whose members shall include (a) the Chief Academic Officer; (b) the Chief Scientific Officer; (c) the Chief Clinical Officer; (d) the Executive Vice President and Vice Dean, Chief Financial Officer; (e) the Executive Vice President and Vice Dean, General Counsel; (f) the Executive Vice President and Vice Dean for Human Resources; and (g) and such other person(s) as may be designated by the Dean and CEO from time to time. The Director of CIMU shall be the liaison to the COI Committee. Personnel within the Office of General

Counsel and Technologies, Opportunities, and Ventures, and other subject matter experts, shall serve as advisors to the COI Committee.

Conflict of Interest Review Committee (“COI Review Committee”) is a subcommittee of the COI Committee with members appointed from time to time by the Dean and CEO. The COI Review Committee shall have the authority to review, evaluate, and determine matters between meetings of the COI Committee, with all such determinations reported to the COI Committee at its next meeting. Except as otherwise expressly provided, references in this Policy to the COI Committee will include the COI Review Committee.

Financial Interest means a financial , ownership, equity interest, anything of monetary value, whether or not the value is readily ascertainable, that is received, held, or expected to be received, either directly or indirectly, by a Member of the NYU Langone Health Community or their Related Individuals from an external entity during the relevant 12-month period. Financial Interests include, but are not limited to: stock and stock options, warrants, convertible debt, partnership interests, or other ownership interests in a publicly-traded or non-publicly-traded entity; compensation or remuneration, including salary, wages, consulting or expert witness fees, and honoraria; licensing and royalty income; patent applications; patents; copyrights; trademarks; gifts; loans; and sponsored travel or reimbursed travel. Financial Interests do not include interests in any amount in publicly-traded, diversified investment vehicles, such as broad-based publicly-traded, diversified mutual funds and exchange traded funds, as long as the Individual or their Related Individuals, collectively, do not have a 15% or greater direct or indirect interest in the vehicle and do not have a management, board, or employment Position in the vehicle. The value of a Financial Interest is generally determined through reference to public prices or other reasonable measures of fair market value where public prices are not available.

Member of the NYU Langone Health Community (or NYU Langone Health Community Member) means all administrators, staff (including house staff and residents) and all other employees of NYU Langone Health; volunteers; fellows, trainees, and post-doctoral appointees; and students.

NYU Langone Health means NYU Langone Health System, NYU Langone Hospitals, NYU Grossman School of Medicine, and NYU Grossman Long Island School of Medicine, and all entities controlled by any of them except where specifically excluded. This Policy has been adopted by the Family Health Centers at NYU Langone Health.

NYU Langone Health Confidential Information means any information relating to or about NYU Langone Health’s business or operations which is not intended to be disseminated to the public at large, including but not limited to, information concerning NYU Langone Health’s employees, medical staff, faculty and students, such as salary levels, professional fees, prices, personnel records, background checks and conflicts of interest disclosures; business arrangements, such as contractual arrangements with suppliers and managed care companies, strategic plans, potential affiliations, acquisitions and mergers, business and donor relationships, planned investments, marketing strategies and software development (including source code); research, such as proposals and findings, unpublished research data, results, manuscripts and correspondence, invention disclosures and other unpublished intellectual property; and internal investigations, pre-litigation and litigation, and administrative agency charges, audits and inquiries.

NYU Langone Health Protected Information means any information created, maintained, received or transmitted by NYU Langone Health that is subject to confidentiality obligations under federal, state

or local laws and regulations, including but not limited to Protected Health Information under the Health Insurance Portability and Accountability Act of 1996, its implementing regulations, and NYU Langone Health policies, student educational records, Social Security numbers, credit card numbers, and export-controlled information).

Outside Activity means any activity or interest outside of a NYU Langone Health Community Member's duties and responsibilities at NYU Langone Health, including but not limited to consulting or other business activities; professional or academic endeavors; public service; board or officer positions in public or private; employment outside of NYU Langone Health; service on a professional board or committee; and faculty appointments.

Related Individuals means, with respect to an individual covered under this Policy, (i) an individual's spouse, domestic partner, significant other, or roommate; children, grandchildren, and great-grandchildren; siblings; and living ancestors (e.g., parents, grandparents, great-grandparents) and the spouses of all such individuals; and (ii) individual who is not legally related but who resides with a NYU Langone Health employee. This definition applies to current relationships and former relationships in the categories above.

Significant Conflict of Interest means a Conflict of Interest that creates a substantial likelihood, as determined in the discretion of NYU Langone Health based on direction provided by the COI Committee, that an independent observer might reasonably question whether the individual's professional actions or decisions, including the ethical and objective conduct of scholarship, research or clinical care, are determined by considerations of personal gain, financial or otherwise. The determination will be based on the totality of the circumstances, including but not limited to the roles and responsibilities of the NYU Langone Health Community Member, the value of the Outside Activity or Financial Interest, the nature of the NYU Langone Health activity (e.g., research) involved, and the extent to which the Conflict of Interest may affect the reputation of NYU Langone Health or the NYU Langone Health Community Member.

History/Other Related Policies:

As applied to Members of the NYU Langone Health Community, this Policy replaces NYU Langone Health's *Policy on Business Conflicts of Interest* issued on April 1, 2009 and updated on April 1, 2011, July 1, 2014, June 29, 2016, March 1, 2018, and December 31, 2019.

Exhibit A

Conflicts of Interest

The following activities or interests are common types of Conflicts of Interest. This is not an exhaustive list of situations that create or could create a Conflict of Interest; actual and potential conflicts will be evaluated as they are presented.

A. Improper Use of NYU Resources: NYU Langone Health Community Members may not use, other than in an incidental manner, NYU Langone Health resources (including but not limited to facilities, personnel, equipment, devices, data, intellectual property, and NYU Langone Health Confidential and Protected Information) for personal use. The personal use of NYU Langone Health funding and NYU Langone Health Confidential and Protected Information is never permitted and is never considered purely incidental. In addition, Outside Activities may not be conducted during or impede an NYU Langone Health Community Member's usual working hours or time commitment to NYU Langone Health.

B. Obtaining, Using, or Disclosing NYU Langone Health Confidential Information and NYU Langone Health Protected Information: Members of the NYU Langone Health Community may not (i) obtain, use or disclose NYU Langone Health Confidential Information and NYU Langone Health Protected Information for direct or indirect personal interest, profit or advantage, or for a purpose that may be detrimental to NYU Langone Health; or (ii) disclose NYU Langone Health Confidential Information and NYU Langone Health Protected Information to a person or entity that is not authorized by NYU Langone Health.

C. Participating in an NYU Langone Health Business Arrangement for Personal Benefit: NYU Langone Health Community Members may not participate in the selection, award, or administration of any business arrangement involving NYU Langone Health and an enterprise in which the NYU Langone Health Community Member or a Related Individual holds, directly or indirectly, an ownership or other Financial Interest (such as a royalty interest) or has an employment/management/fiduciary role.

D. Accepting Gifts, Loans, and Other Benefits: Except as may be permitted pursuant to the NYU Langone Health Policy on Acceptance and/or Solicitation of Gifts and Benefits from Vendors, Patients or Other Third Parties, NYU Langone Health Community Members may not solicit or accept gifts (including entertainment and any other thing of value), loans (other than an arm's length loan made in the ordinary course of business from a banking or other financial institution), or favors of more than nominal value from any person or entity with a business relationship, or seeking to have a business relationship with, NYU Langone Health.

E. New Business Ventures and Entrepreneurial Activity: NYU Langone Health Community members must disclose the formation of new business entities, start-ups, or other commercial ventures related to healthcare prior to formation to CIMU and TOV to ensure that potential or actual Conflicts of Interest are reviewed and managed or eliminated.

F. Participating in Non-NYU Langone Health Research. NYU Langone Health Community Members must disclose their engagement in research activities at or under the auspices

of another institution (other than institutions with which NYU Langone Health has a formal affiliation).

G. Outside Roles and Responsibilities: Executive, managerial, fiduciary, board or operational roles with healthcare and health technology companies and any other companies which do business with NYU Langone Health must be disclosed and evaluated for conflicts, whether compensated or uncompensated.

H. Failing to Disclose and Assign Inventions and Discoveries to NYU Langone Health: Inventions and discoveries by NYU Langone Health Community Members subject to NYU Langone Health's *Statement of Policy on Intellectual Property* must be disclosed and assigned on a timely basis in accordance with the terms of that Policy as in effect from time to time.

I. Competing with NYU Langone Health: Any of the following activities engaged in by a Member of the NYU Langone Health Community may constitute a Conflict of Interest:

i. Competing, directly or indirectly, with NYU Langone Health in the provision, purchase, or sale of any property, goods, or services or in other activities in which NYU Langone Health is or might reasonably and appropriately become engaged;

ii. Appropriating or diverting a business or financial opportunity that the person knows or should know that NYU Langone Health is pursuing or is considering pursuing or reasonably might be interested in pursuing if it were aware of the opportunity;

iii. Holding, directly or indirectly, an ownership or other Financial Interest (such as a royalty interest) or having an employment/management/fiduciary role in an enterprise that is a competitor of NYU Langone Health or promoting the interests of such enterprise at NYU Langone Health;

iv. Soliciting business that the person knows or should know would or might disturb an existing professional or business relationship that NYU Langone Health has; and

v. Engaging in NYU Langone Health-related transactions without fully and timely disclosing Financial Interests, whether held personally or by Related Individuals.