

The Rockefeller University

Conflict of Interest Policy Governing Business Practices

Policy Statement:

Members of The Rockefeller University (“University”) community are expected to carry out their responsibilities to the University in a trustworthy manner and should be careful to avoid situations that could present a conflict of interest or the appearance of a conflict. Members of the University community must adhere to this Policy to protect their integrity and the integrity of the University.

A conflict of interest occurs when an individual's private interests and their professional responsibilities to the University could cause an independent observer reasonably to question whether the individual's professional actions or decisions for the University are or could be influenced by considerations of personal (including familial), business, financial, or other gain.

Members of the University community who authorize or influence purchases or the choice of vendors/consultants for the University, or have knowledge of or access to confidential or proprietary University information should be particularly mindful of potential conflict of interest.

Definitions:

Conflict of interest. An individual may have an apparent, potential, or actual conflict of interest if the individual, his/her family member, or an associated entity:

- has an actual or potential financial or other interest that could cause an independent observer to reasonably question whether the individual's professional actions or decisions for the University are or could be influenced by considerations of personal, business, financial, or other gain; or
- receives a material financial or other benefit from knowledge of confidential or proprietary University information.
- A conflict of interest may exist even if the actions, decisions, or knowledge would not harm the University.

Associated entity is any business in which a person, alone or with their family member(s), holds any interest in income or assets or holds a fiduciary position (such as officer, director, or trustee).

Family member is:

- a spouse,
- ancestor,
- a sibling (whole or half-blood),
- child (natural or adopted), grandchild, or great-grandchild, or

- the spouse of a sibling, child, grandchild, or great-grandchild.

Members of the University community are University Trustees, officers, employees, students, persons with academic appointments, and administrative staff.

Procedures:

If a member of the University community has an apparent, potential, or actual conflict of interest, the individual must:

- promptly and fully disclose the conflict to the appropriate person listed below, and
- stop participating in any University matter or activity that is or may be affected by such conflict until a decision has been made regarding such disclosure, unless otherwise directed by the University.
- Typically, the solution for dealing with conflicts of interest is disclosure and management of the conflict.

Disclosures shall be made as follows:

- In the case of Trustees (including the President) and officers, disclosure shall be made to the Corporate Secretary, who will provide such disclosure to the Chair of the Audit Committee.
- In the case of Heads of Laboratories, the disclosure shall be made to the Vice President for Academic Affairs.
- In the case of all other members of the University community, the disclosure shall be made to the Vice President of Human Resources.

All disclosures shall be documented on the Form for the Disclosure of Potential Conflicts of Interest in Business Practices. Copies of the disclosures will be kept in the University's records of the above persons to whom disclosure is made.

It should be noted that other University policies concerning conflicts of interest, including policies governing research, fiduciary responsibilities, and hospital affairs, may apply. Please refer to these policies for additional information.

Examples:

The following examples are provided to help members of the University community think about potential conflicts of interest they may encounter. These examples are not meant to be exhaustive.

1. Alan is a University employee, working as a manager in an administrative department at the University. Alan's sister Tina and brother-in-law Todd own a cleaning supply company, from which the University purchases supplies. Alan has purchasing authority for his department. Alan must disclose the conflict of interest. This is the case even if the University engages in a competitive bidding process and Tina and Todd's company submits the winning bid.

2. Bob is a University employee, working as a researcher in a laboratory at the University. Bob learns from his Head of Laboratory that the lab is about to enter into a licensing agreement with a pharmaceutical company to develop a new drug. This information is not publicly known. Bob owns stock in the company and wants to buy more stock because he thinks the new drug will be a big success. Bob must disclose the potential conflict and should not buy additional stock at this time. (Note that were Bob to purchase additional stock, this could violate federal criminal law as well as University policy.)
3. Suzanne, Phil, and Tom are employees of the University who will recommend a new insurance company for the University. One insurance company, based in San Francisco, offers to fly the three of them and their spouses to San Francisco for a week to tour the company's offices. Suzanne, Phil, and Tom must disclose their potential conflict of interest.
4. Louisa is a University Trustee and the CEO of an advertising agency. She offers to have the advertising agency help the University prepare materials for a special project. If the advertising agency lists the University as a client in the agency's marketing material, Louisa must disclose the potential conflict of interest. This is the case even if the advertising agency does the work for a reduced price or at no cost to the University. In contrast, Trustees do not need to report as a potential conflict of interest informal advice given to the University for which the Trustee receives no compensation.

Approved by the Administrative Working Group on December 23, 2025

The Rockefeller University
Form for the Disclosure of Potential Conflict of Interest in Business Practices

It is the responsibility of each member of The Rockefeller University community to disclose any activity that gives rise to an apparent, potential, or actual business conflict of interest and to abide by the University's Conflict of Interest Policy Governing Business Practices ("Policy"). If you are unsure whether such conflict of interest exists, you should err on the side of disclosure. Most conflicts of interest can be resolved through prompt and thorough disclosure and management.

Please use this form to report and document any apparent, potential, or actual conflict of interest pursuant to the Policy.

I wish to document an activity and/or relationship that may be an apparent, potential, or actual business conflict of interest under the Policy. I understand that I am obligated to disclose complete information regarding the nature of this activity and/or relationship. I will provide additional information and/or documentation to substantiate the nature of the activity and/or relationship, as requested.

Please describe in detail on a separate page attached to this form, the nature of any activity or relationship that may give rise to an apparent, potential, or actual conflict of interest under the Policy.

Name: _____

Signature: _____

Telephone Number: _____

Email: _____

Date: _____

PLEASE SEND YOUR COMPLETED FORM, INCLUDING ITS
ATTACHMENT TO THE APPROPRIATE PERSON NAMED IN THE POLICY.

(Revised December 23, 2025)