



CODE OF CONDUCT

Approved by NYBC Board of Trustees on October 19, 2009
Revised on December 13, 2010

MISSION, VISION & VALUES

Mission Statement

As one of the most preeminent and comprehensive blood centers in the world, New York Blood Center (“NYBC”) operates under a four part mission. Specifically, NYBC exists:

1. To provide the highest quality blood and stem cell products, and related medical and consultative services, to hospitals and patients primarily in the greater New York metropolitan area;
2. To conduct the highest quality, novel and innovative research in the fields of hematology, blood banking and transfusion medicine, and cellular therapies, thus advancing these fields, and positively impacting the public health;
3. To develop products, technologies, and services in the fields of hematology, blood banking and transfusion medicine, and cellular therapies, with the potential to have worldwide humanitarian impact; and
4. To train the next generation of leaders in each of these fields.

Vision Statement

Accomplishing its mission through development of a critical mass of outstanding and dedicated individuals, either directly or through strategic partnerships, NYBC will continue its legacy of being recognized worldwide as a comprehensive center of excellence.

Statement of Values

With an unwavering commitment to excellence, quality, service, innovation, and leadership in every area, NYBC embraces and values the highest ethical, humanitarian, medical and scientific standards including compassion, respect, integrity, and caring for all people including the donor and patient and the acquisition, sharing and application of knowledge, thus fostering a corporate and civic culture to continually earn and maintain the public trust.

WEBSITE pulse.nybloodcenter.org

NYBC HELPLINE 1.800.427.8631

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PREAMBLE

NYBC is a not-for-profit organization that provides the community with life-saving blood products and related services. In carrying out its mission and conducting its business activities, NYBC and its employees must comply with all applicable laws and regulations. NYBC also must adhere to relevant industry guidelines and hold all employees to high ethical standards when carrying out its business operations.

This Code of Conduct (“the Code”) summarizes certain key laws, regulations, guidelines and standards to which all NYBC employees must adhere. Compliance with the Code is mandatory. While the Code addresses many key issues, no code of conduct can cover every situation. For that reason, the Code includes references to NYBC’s policies and procedures, which contain more detailed information on the applicable legal requirements and ethical standards for NYBC employees. In addition to reviewing and understanding these policies and procedures, it is the responsibility of each NYBC employee to contact a supervisor or the Law, Human Resources, Quality and Regulatory Affairs, or other appropriate Department with questions about how to behave in particular situations or about compliance with the Code in general.

SCOPE

The Code applies to all NYBC employees and, as appropriate, independent contractors and agents acting on behalf of NYBC (referred to collectively in the Code as “NYBC Employees”).

ACKNOWLEDGEMENT FORM

NYBC Employees are required to review the Code when they begin their employment with NYBC. In addition, NYBC Employees must sign an NYBC Code of Conduct Acknowledgement Statement (Form 9-40), stating that they understand the Code and agree to comply with its terms. If the Code is updated in the future, NYBC Employees shall be required to read the revised Code and sign a new acknowledgement form.

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I. QUALITY

NYBC is committed to ensuring the quality of all products and services it provides to the community. **NYBC Employees shall comply with all applicable laws, regulations and standards, including those pertaining to quality control and assurance, product safety, good manufacturing practices, monitoring and reporting.** NYBC Employees shall also cooperate fully with all inspections conducted by agencies that issue and enforce quality regulations and standards. Such agencies include the U.S. Food and Drug Administration, the New York State Department of Health, the New Jersey Department of Health and Senior Services, and the New York City Department of Health and Mental Hygiene. NYBC Employees are responsible for reporting any concern about the quality of NYBC products or services to a supervisor or to the Quality and Regulatory Affairs Department.

Related NYBC Policies/Procedures

Policy 9-1: Quality

Policy 9-4: Inspections

NYBC Quality Manual

II. SCIENTIFIC INTEGRITY, PROTECTION OF HUMAN SUBJECTS & CARE OF LABORATORY ANIMALS

NYBC is committed to integrity and scientific rigor in both its clinical and non-clinical research endeavors. **All studies conducted at NYBC must have scientific merit, and NYBC Employees shall adhere to applicable guidelines and industry standards concerning sound study methodology and research design, as well as honest, accurate, fair and complete reporting of research results.** For clinical research, NYBC Employees shall follow established procedures in accordance with applicable regulations to ensure the safety and well-being of human research subjects. All proposed clinical research shall be reviewed and approved by NYBC's Institutional Review Board, and NYBC Employees shall comply with all laws, regulations, guidelines and standards concerning the protection

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of human research subjects. All research involving animals shall be reviewed and approved by NYBC's Institutional Animal Care and Use Committee, and NYBC Employees shall comply with all laws, regulations, guidelines and standards concerning the care and use of laboratory animals.

III. CONFLICT OF INTEREST

NYBC Employees have a duty to act in NYBC's best business interests. This duty is breached when Employees engage in activities that cause a "conflict of interest." **A conflict of interest may arise when an Employee or an Employee's family member has a financial, personal or other outside interest that is, or could appear to be, adverse to NYBC's best interests.** Such a conflict may impair the Employee's ability to perform his/her job effectively and to make decisions that benefit NYBC. While this Code cannot describe every type of situation that could create a conflict of interest, typical examples could include the following:

- Outside employment with, or providing consulting services to, a competitor, customer, supplier or vendor of NYBC;
- Having a financial interest in a competitor, customer, supplier or vendor;
- Accepting gifts, entertainment, travel, benefits, services, business courtesies or other items that are more than modest in value and are not related to a legitimate business purpose from a competitor, customer, supplier or vendor.

NYBC Employees are responsible for avoiding conflicts of interest, as well as avoiding the appearance of such conflicts. NYBC Employees should contact a supervisor or the Law Department with questions on whether a situation raises a conflict of interest. NYBC Employees must disclose any potential conflict of interest to both a supervisor and the Law Department

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by completing the Conflict of Interest Disclosure Statement (Form 9-34).

Related NYBC Policies/Procedures

Policy 2-5: Employment of Relatives

Policy 8-2: Conflict of Interest

Policy 8-7: Gifts, Meals, Entertainment,
and Business Courtesies

IV. IMPROPER PAYMENTS/BUSINESS COURTESIES

No bribes, kickbacks or other payments for illegal or improper purposes shall be offered, provided or accepted by any NYBC Employee, either directly or indirectly. In interactions with vendors, suppliers, competitors and other third parties, NYBC Employees may only offer, provide or accept business courtesies or other items of value that are modest in value, infrequent, incidental to a legitimate business purpose, and of a nature that is consistent with customary business practices for the industry in which NYBC operates. However, as required by law, NYBC policies strictly limit offering or providing business courtesies or other items of value to healthcare professionals who are, or could become, NYBC customers. In addition, under no circumstance shall NYBC Employees offer or provide any business courtesy or other item of value to public officials, government employees, elected officials, political candidates, or representatives of foreign governments, except as provided by law and approved in advance by the Law Department.

Related NYBC Policies/Procedures

Policy 8-7: Gifts, Meals, Entertainment,
and Business Courtesies

Policy 8-8: Interactions with Healthcare
Professionals

V. FAIR DEALING & COMPETITION

NYBC Employees shall deal fairly with all customers, suppliers, vendors and competitors. NYBC Employees must never conceal or misrepresent material facts about products or services in order to mislead customers or gain an unfair business advantage over competitors.

NYBC Employees shall adhere strictly to the antitrust laws, which ensure fair and unrestricted competition between businesses in the marketplace. Because such competition benefits consumers, antitrust laws prohibit companies from joining together in ways that could restrict competition. Examples of behavior that violates the antitrust laws include making agreements with competitors to set prices or share customers, and giving a competitor confidential business information, including pricing information on NYBC products or services. Violations of the antitrust laws could result in civil and criminal penalties for NYBC and its Employees. NYBC Employees should contact a supervisor or the Law Department with any question about whether certain activities could violate the antitrust laws.

Related NYBC Policies/Procedures

Policy 8-6: Antitrust

VI. RECORDS MANAGEMENT & ACCOUNTING

NYBC Employees shall prepare and maintain all business records and accounts in an accurate and reliable manner. Proper records management and accounting is mandated by law and is critical to NYBC's operations. NYBC's accounting records must fully and accurately reflect all of the organization's receipts and expenditures. These records, and any report generated from them, must be prepared in compliance with applicable laws and accounting standards. There shall be no undisclosed or

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unrecorded funds, assets or disbursements for any reason. Only one set of books shall be maintained, and any attempt to make false or misleading entries is strictly prohibited.

Related NYBC Policies/Procedures

Policy 9-6: Records

VII. GOVERNMENT CONTRACTING

NYBC Employees shall comply with the requirements contained in any procurement contract between NYBC and the United States Government, or between NYBC and any state or local government. NYBC Employees who are involved in contract administration, billing or pricing in connection with a federal, state or local government contract shall adhere to all laws, regulations, policies and guidelines that apply to NYBC in its provision of services or products under the contract. NYBC Employees should contact a supervisor or the Law Department with any question about such laws, regulations, policies or guidelines.

Related NYBC Policies/Procedures

Policy 8-10: Federal Acquisition Regulation and Government Contracting

VIII. CONFIDENTIALITY & PRIVACY

NYBC Employees are obligated to protect all confidential or proprietary information, which includes any information that is not freely available to the general public. Examples of confidential or proprietary information include the following:

- Personal information of donors, patients, research subjects and NYBC Employees (except as expressly provided for in NYBC policies, procedures or manuals);

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- Business information about NYBC or its customers, vendors or suppliers;
- NYBC trade secrets and confidential “know-how.”

In particular, NYBC Employees must comply with all applicable laws regarding the confidentiality of blood donor information and HIV related information. NYBC Employees shall also make every effort to protect the privacy of patient information in their dealings with healthcare organizations and other entities subject to health information privacy laws. NYBC Employees who have access to confidential or proprietary information shall not disclose it without proper authorization. NYBC Employees should contact a supervisor or the Law Department with any question on whether certain information is confidential or proprietary.

Related NYBC Policies/Procedures

Policy 7-3: Information Systems Acceptable Use

Policy 8-3: Confidentiality

IX. PRODUCTIVE, SAFE & SECURE WORK ENVIRONMENT

NYBC is committed to maintaining a productive work environment. To do so, NYBC must ensure a workplace that is free from discriminatory or harassing behavior. NYBC appreciates the value of its diverse workforce and strictly prohibits discriminatory practices of any kind, including in hiring, training, evaluation, advancement, compensation, discipline or termination. **Discrimination or harassment, including on the basis of race, color, creed, national origin, religion, sex, age, disability, citizenship status, marital status, veteran status or sexual orientation, will not be tolerated.** NYBC Employees should report discriminatory or harassing treatment promptly to a supervisor or to the Human Resources Department. NYBC

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strictly prohibits any form of retaliation against NYBC Employees who make such reports.

NYBC is also committed to maintaining a workplace that is secure, safe and free from environmental hazards. **NYBC Employees shall adhere to all laws, regulations, standards and guidelines concerning security, health and safety in the workplace.** NYBC Employees are responsible for reporting any concern about the security or safety of workplace conditions to a supervisor or to the Environmental Health and Safety Department.

Related NYBC Policies/Procedures

- Policy 2-1: Equal Employment Opportunity
- Policy 6-2: Alcohol, Drugs and Reasonable Suspicion
- Policy 6-3: Smoking
- Policy 6-4: Physical Security
- Policy 7-3: Information Systems Acceptable Use
- Policy 8-5: Productive Work Environment
- Policy 9-2: Health and Safety

X. POLITICAL ACTIVITIES & LOBBYING

As a not-for-profit organization, NYBC is strictly limited in engaging in political activities. In particular, NYBC may not participate or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office, including making contributions to or expenditures on behalf of such campaigns. **While NYBC Employees are free to engage in political activities outside the workplace in a private capacity, such activities are not permitted to be conducted on behalf of NYBC or on NYBC premises.** Prohibited conduct includes making financial contributions to political campaigns on behalf of NYBC, making any public statement on behalf of

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NYBC to support or oppose a candidate for political office, or displaying campaign or political materials in the workplace. Violating these prohibitions could result in NYBC losing its tax-exempt status.

Under certain circumstances, NYBC may decide to engage in permissible lobbying activities in which NYBC attempts to influence federal, state or local legislation. Any and all such lobbying activities must be approved in advance and coordinated by the Law Department.

Related NYBC Policies/Procedures

Policy 6-9: Dress Code/Uniforms

Policy 8-9: Political Activities and Lobbying

XI. REPORTING & USE OF NYBC HELPLINE

NYBC Employees are responsible for reporting violations or suspected violations of the Code to NYBC management.


NYBC Employees should report any violation or suspected violation to a supervisor or to a member of the Law, Human Resources, or Quality and Regulatory Affairs Department. NYBC Employees may also use the **NYBC Helpline (1-800-427-8631)** to report violations or suspected violations confidentially. The Helpline is managed by a third-party company, and callers may choose to remain anonymous. Any form of retaliation against an NYBC Employee for reporting in good faith a violation or suspected violation of the Code is strictly prohibited.

Related NYBC Policies/Procedures

Policy 9-7: NYBC Helpline

XII. ENFORCEMENT

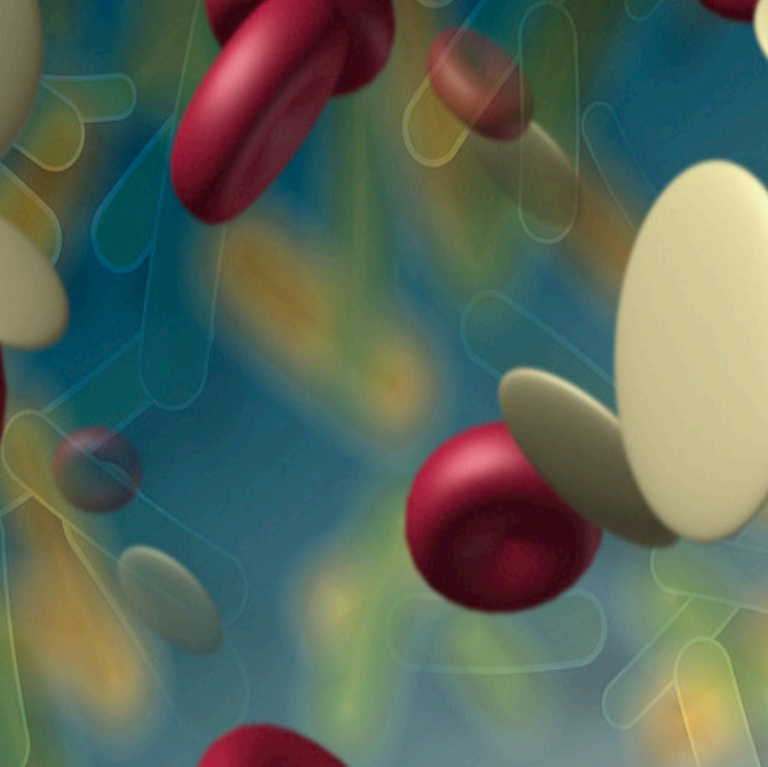
The Law Department, in conjunction with the Human Resources, Quality and Regulatory Affairs, or other appropriate Department, will respond to and, if necessary, conduct investigations into reported violations of the Code. The results of any investigation and any recommended action will be presented to an appropriate supervisor or Department or, if necessary, to the NYBC President and CEO, for a final decision on the matter. NYBC Employees found to have violated the Code shall be subject to appropriate discipline, up to and including termination of employment.



**FOR QUESTIONS ABOUT THE NYBC CODE OF CONDUCT
CONTACT A SUPERVISOR OR THE LAW DEPARTMENT**



 **New York** *Blood Center*



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