

New York University

UNIVERSITY POLICY

Title: Compliance Complaint Policy
Effective Date: June 14, 2017
Issuing Authority: Board of Trustees
Responsible Officer: Vice-President and Chief Global Compliance Officer
Office of Compliance and Risk Management

Purpose of this Policy

The purpose of this Policy is to encourage the good faith reporting of any concerns or complaints about possible Wrongful Conduct (defined below) and to set forth NYU's commitment to protecting those who make such reports from retaliation.

Policy

NYU is committed to operating ethically and lawfully and expects all Members of the University Community to conduct their activities in compliance with University policies and procedures and applicable law. Members of the University Community have an affirmative duty to disclose and seek guidance if they believe that another Member of the University Community or other person associated with or doing business with NYU is engaging in Wrongful Conduct. Indeed, it is the University's policy to encourage the communication of good-faith concerns and complaints of Wrongful Conduct.

It is also the University's policy to protect those who make such complaints from retaliation. No Member of the University Community who in good faith reports any Wrongful Conduct or suspected Wrongful Conduct or who cooperates in good faith with a University investigation of such a report will be subject to intimidation, harassment, discrimination, or other retaliation or, in the case of employees, adverse employment consequence.

This Policy provides an important – but not the only – avenue for Members of the University Community to raise concerns or make complaints. Depending on the nature of the matter, other avenues available to Members of the University Community may include going to Human Resources, the Office of Equal Opportunity, or availing themselves of processes addressing student and faculty concerns and complaints. (*See, e.g.,* <http://www.nyu.edu/life/student-life/student-communitystandards.html> and the Faculty Handbook.) In addition to these avenues, others may be available as specified under applicable laws, including laws applicable to employees of Federal contractors and grantees, or relating to Medicare and Medicaid. Members of the University Community are encouraged to consult the University's website <http://www.nyu.edu/about/policies-guidelines-compliance/policies-and-guidelines.html>).

Scope of this Policy

This policy applies to all Members of the University Community (defined below), including those Members at the University's portal campuses, Schools, Global Network University ("GNU") sites, administrative units, and Affiliates, except where an Affiliate or GNU site is specifically exempted.

NYU's Audit and Compliance Committee (or one or more of its members as delegated by the Audit and Compliance Committee) may exempt an Affiliate or GNU site based on a determination that the Affiliate or GNU site has an appropriate alternate policy and/or procedure and an exemption is advisable due to local law. Moreover, to the extent that this Policy is in any manner inconsistent with the laws of any jurisdiction where it is to be applied, this Policy will be applied to the fullest extent possible consistent with applicable law, with such modifications as may be necessary to carry out its purposes in compliance with local law.

Policy Adoption and Oversight

The Audit and Compliance Committee of the NYU Board of Trustees has oversight of the adoption of, implementation of, and compliance with this Policy. The Chief Global Compliance Officer, as the Responsible Officer for this Policy, will provide the Audit and Compliance Committee with periodic reports concerning the implementation of and compliance with this Policy and with such other reports as may be requested by the Audit and Compliance Committee.

Procedures

A. Reporting Wrongful Conduct

Any Member of the University Community who becomes aware of or suspects Wrongful Conduct should report such Wrongful Conduct as soon as possible to one or more of the persons listed below unless the person is the subject of the complaint or otherwise involved in the Wrongful Conduct:

- His or her supervisor;
- Chief Global Compliance Officer, the Office of Compliance and Risk Management ("OCRM"), or, in the case of matters related to NYU Abu Dhabi, the NYU Abu Dhabi Chief Compliance Officer or NYU Abu Dhabi Office of Compliance and Risk Management;
- General Counsel or the Office of General Counsel;
- Internal Audit;
- The site director in the case of a GNU site; or
- In the case of a complaint of Wrongful Conduct involving a University Trustee, Officer, or member of senior management, the Chair of the Audit and Compliance Committee of the Board, the Chief Global Compliance Officer, or the General Counsel.

Except where an employee is located in a foreign jurisdiction that has contrary rules regarding confidential or anonymous complaints, employees also may forward complaints on a confidential or anonymous basis through the Compliance and Risk Reporting telephone line or website (see nyu.edu/reportingline), e-mail or regular mail, to the attention of the Chief Global Compliance Officer. (For a complete description of the University's Compliance Program and Officers see <http://www.nyu.edu/about/policies-guidelines-compliance/compliance.html>.)

B. Response to Concerns or Complaints

Any person who receives a report of Wrongful Conduct will contact the Chief Global Compliance Officer; OCRM will assess each report on a preliminary basis to determine to what extent an investigation is required and will direct any subsequent investigation. Any person who receives a report of Wrongful Conduct involving the Chief Global Compliance Officer or OCRM will contact the General Counsel rather than the Chief Global Compliance Officer and the assessment of the report and subsequent investigation, if any, will be done by the Office of General Counsel.

All investigations will be conducted in a sensitive manner and information will be disclosed only as needed to facilitate the review of the investigation materials and as otherwise required by law. The person who makes the report is expected to cooperate as necessary in connection with any report and investigation. Any person who is the subject of a complaint may not be present at or participate in the deliberations or vote on the matter relating to such complaint, though he or she may present information as background or answer questions as requested beforehand.

Where complaints are reported on an anonymous basis, the anonymity will be maintained, subject to applicable law. In the case of complaints not made on an anonymous basis but where confidentiality is desired or appropriate, confidentiality will be maintained to the fullest extent possible, consistent with the need to conduct an adequate review and subject to applicable law. Prompt and appropriate corrective action will be taken as warranted by the University. OCRM (or the Office of General Counsel, as appropriate) will provide compliance oversight of any corrective action.

C. Special Procedures for Affiliates

Where an Affiliate or GNU site is exempted under this Policy, the procedures set forth under its own approved policy or set of procedures apply. Such policy or procedures must provide that the Affiliate or GNU site will inform the University's Chief Global Compliance Officer of any concern or complaint it receives under its policy. The Chief Global Compliance Officer will provide reports to the Audit and Compliance Committee on such matters on the same basis as complaints pertaining to the University. The University may inform an Affiliate, typically through its Chair or President, of concerns or complaints it receives under this Policy pertaining to a GNU site or to an Affiliate and may inform the University's Office of Global Programs of such concerns or complaints as applicable.

Where an Affiliate or GNU site is *not* exempted under this Policy, the procedures set forth under this Policy apply, except that:

- (1) in the case of complaints pertaining to a University portal campus, the Chief Global Compliance Officer will coordinate with the University's Office of General Counsel and the vice chancellor of the portal campus to determine whether and how to investigate such complaint;
- (2) in the case of complaints pertaining to a Global Affiliate or to a GNU site other than a portal campus, the Chief Global Compliance Officer (a) will coordinate with the University's Office of General Counsel and Office of Global Programs to determine whether and how to investigate such complaint, and (b) where the complaint pertains to a Global Affiliate, normally will consult with a designated representative of the Global Affiliate; and

- (3) in the case of complaints pertaining to Other Affiliates, the Chief Global Compliance Officer (a) will coordinate with the University's Office of General Counsel to determine whether and how to investigate such complaint, and (b) normally will consult with a designated representative of the Other Affiliate.

D. Reporting and Retention of Records of Complaints and Investigations

OCRM will maintain a log of all complaints, tracking their receipt, investigation, and resolution, and the Chief Global Compliance Officer will prepare and provide reports thereof for the University Compliance and Risk Steering Committee and the Audit and Compliance Committee. Copies of complaints and such log will be maintained in accordance with the University's document retention policy.

Policy Distribution

A copy of this Policy will be made available to all Members of the University Community on the University's policy website: <http://www.nyu.edu/about/policies-guidelines-compliance/policies-and-guidelines.html>.

Policy Definitions

"Affiliates" consist of those entities controlled, directly or indirectly, by the University through (a) ownership of more than 50% of the ownership interests in the entity or (b) the power to appoint or elect a majority of the organization's governing body (e.g., directors or trustees). For purposes of this policy, Affiliates include: (1) Portal Affiliates, which are Affiliates that principally operate or support a University portal campus; (2) Global Affiliates, which are Affiliates that principally operate or support a University non-U.S. site or activity of the University other than a portal campus; and (3) Other Affiliates, which are neither Portal Affiliates nor Global Affiliates.

"Members of the University Community" means trustees/directors, officers, employees, students, and volunteers.

"School" means each NYU school, college, and institute that functions similarly to a school or college (e.g., IFA, ISAW, Courant, and CUSP) and each NYU portal campus (e.g., New York, Abu Dhabi, and Shanghai).

The "University Compliance and Risk Steering Committee" consists of the following individuals or their designees: Provost, Executive Vice President, Chief Financial Officer, General Counsel, and Senior Vice Provost for Research. (See <http://www.nyu.edu/about/policies-guidelines-compliance/compliance/UCSCCharter.html>.)

"Wrongful Conduct" means any action or omission, or suspected action or omission, taken by or within the University that is illegal, fraudulent, or in violation of University policies and procedures. Wrongful Conduct includes, but is not limited to, violations of law including fraud, unauthorized use of University property or resources, fraudulent or dishonest financial reporting, bribery, kickbacks, and research or other academic fraud.

Related Policies

Code of Ethical Conduct

Compliance Complaint Policy for NYU in Buenos Aires
Compliance Complaint Policy for NYU in Florence
Compliance Complaint Policy for NYU in France
Compliance Complaint Policy for NYU La Pietra Corporation, S.A.
Compliance Complaint Policy for NYU in London
Compliance Complaint Policy for NYU in Madrid
Compliance Complaint Policy for NYU in Prague
Compliance Complaint Policy for NYU in Tel-Aviv Ltd. (PBC)
Reporting and Investigation of Potential Financial Misconduct