

September 30, 2017

Ms. Elizabeth Fischmann  
Associate General Counsel for Ethics  
Designated Agency Ethics Official  
U.S. Department of Health and Human Services  
Room 710-E, Hubert H. Humphrey Building  
200 Independence Avenue, SW  
Washington, DC 20201

Dear Ms. Fischmann:

The purpose of this letter is to describe the steps that I will take to avoid any actual or apparent conflict of interest in the event that I am appointed to the position of Director, National Cancer Institute (NCI), within the National Institutes of Health component of the U.S. Department of Health and Human Services.

As required by 18 U.S.C. § 208(a), I will not participate personally and substantially in any particular matter in which I know that I have a financial interest that will be directly and predictably affected by the matter, or in which I know that a person whose interests are imputed to me has a financial interest that will be directly and predictably affected by the matter, unless I first obtain a written waiver, pursuant to 18 U.S.C. § 208(b)(1), or qualify for a regulatory exemption, pursuant to 18 U.S.C. § 208(b)(2). I understand that the interests of the following persons are imputed to me: any spouse or minor child of mine; any general partner of a partnership in which I am a limited or general partner; any organization in which I serve as officer, director, trustee, general partner or employee; and any person or organization with which I am negotiating or have an arrangement concerning prospective employment.

I will divest of my entire interest in the following entities within 90 days of my appointment:

- G1 Therapeutics
- HealthSpan Diagnostics
- Unity Biotechnology

With regard to each of these entities, I will not personally and substantially participate in any particular matter that to my knowledge has a direct and predictable effect on the financial interests of the entity until I have divested it, unless I first obtain a waiver, pursuant to 18 U.S.C. § 208(b)(1), or qualify for a regulatory exemption, pursuant to 18 U.S.C. § 208(b)(2).

I understand that I may be eligible to obtain a Certificate of Divestiture for qualifying assets and that a Certificate of Divestiture is effective only if obtained prior to divestiture. Regardless of whether I receive a Certificate of Divestiture, I will ensure that all divestitures discussed in this agreement occur within the agreed upon timeframe(s) and that all proceeds are invested in non-conflicting assets.

I am identified by a non-federal entity as an inventor or developer of several technologies for which I may be entitled to royalty or other payments during my appointment as Director, NCI. Upon appointment, I will divest myself permanently of any such rights to receive payments. In addition,

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with regard to each technology, I will not personally and substantially participate in any particular matter that to my knowledge has a direct and predictable effect on the commercial value of it until I have divested of my royalty sharing rights, unless I first obtain a waiver, pursuant to 18 U.S.C. § 208(b)(1).

Upon appointment I will resign from my position as a member of the National Council on Aging.

Upon appointment, I will also resign from my positions with the following entities. For a period of one year after my resignation from each of these entities, I will not participate personally and substantially in any particular matter involving specific parties in which I know that any of these entities is a party or represents a party, unless I am first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d):

- The University of North Carolina (all components and campuses)
- HealthSpan Diagnostics
- St. Jude Children's Research Hospital
- Thomas Jefferson University (all components and campuses)
- University of Texas MD Anderson Cancer Center
- Unity Biotechnology
- Wake Forest University (all components and campuses)
- Damon Runyon Cancer Research Foundation
- Adenoid Cystic Carcinoma Research Foundation

In addition, because I terminated my positions with the following entities within the year immediately prior to my appointment, for a period of one year after my resignation from each, I will not participate personally and substantially in any particular matter involving specific parties in which I know that any of the following entities is a party or represents a party, unless I am first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d):

- G1 Therapeutics
- American Society of Clinical Investigation
- American Federation of Aging

During my appointment, I will obtain your prior approval for outside speaking, writing, and other activities, and will comply with the requirements you establish for any such approval and with the applicable standards of conduct for such activities and for travel reimbursement.

If I have a managed account or otherwise use the services of an investment professional during my appointment, I will ensure that the account manager or investment professional obtains my prior approval on a case-by-case basis for the purchase of any assets other than cash, cash equivalents, investment funds that qualify for the exemption at 5 C.F.R. § 2640.201(a), or obligations of the United States.

In order to avoid potential conflicts of interest during my appointment as Director, NCI, neither I, my spouse, nor any minor children of mine will acquire any direct financial interests in Substantially

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Affected Organizations, as that term is defined for purposes of the Supplemental Standards of Ethical Conduct for Employees of the Department of Health and Human Services at 5 C.F.R.

§ 5501.109(b)(10) or in entities involved, directly or through subsidiaries, in the following industries: (1) research, development, manufacture, distribution, or sale of pharmaceutical, biotechnology, or medical devices, equipment, preparations, treatment, or products; (2) veterinary products; (3) healthcare management or delivery; (4) health, disability, or workers compensation insurance or related services; (5) food and/or beverage production, processing or distribution; (6) communications media; (7) computer hardware, computer software, and related internet technologies; (8) wireless communications; (9) social sciences and economic research organizations; (10) energy or utilities; (11) commercial airlines, railroads, shiplines, and cargo carriers; or (12) sector mutual funds that concentrate their portfolios on one country other than the United States. In addition, we will not acquire any interests in sector mutual funds that concentrate in any of these sectors.

I understand that as an appointee I will be required to sign the Ethics Pledge (Exec. Order No. 13770) and that I will be bound by the requirements and restrictions therein in addition to the commitments I have made in this ethics agreement.

Finally, I will meet in person with you during the first week of my service in the position of Director, National Cancer Institute, in order to complete the initial ethics briefing required under 5 C.F.R. § 2638.305. Within 90 days of my confirmation, I will document my compliance with this ethics agreement by notifying you in writing when I have completed the steps described in this ethics agreement.

Sincerely,

A handwritten signature in black ink, appearing to read 'NES', followed by a long horizontal flourish.

Norman E. Sharpless, M.D.

October 18, 2017

MEMORANDUM FOR ELIZABETH J. FISCHMANN  
Designated Agency Ethics Official

SUBJECT: Notification of Commitment to Recuse

This memorandum is to provide you with written notification of the screening arrangement I have implemented to ensure that I comply with my obligation to recuse myself from certain matters with which I have a financial interest, or a personal or business relationship. These recusal obligations are set forth in the Ethics Agreement I signed on September 30, 2017.

**Pending Divestitures.** I have agreed to divest of my equity holdings in the following entities:

G1 Therapeutics  
HealthSpan  
Unity Biotechnology

With regard to each, I will not personally and substantially participate in any particular matter that I know has a direct and predictable effect on the financial interests of the entity until I have divested it, unless I first obtain a waiver, pursuant to 18 U.S.C. § 208(b)(1), or qualify for a regulatory exemption, pursuant to 18 U.S.C. § 208(b)(2). In particular, for so long as I own any interest in G1 Therapeutics valued in excess of \$15,000, I will **not** participate *in any way* in the scientific programs and operations of the NCI, including the National Cancer Program and other programs of the institute described at Title IV, Part C, Subpart 1 of the Public Health Service Act, 42 U.S.C. §§ 285-285a-9.

In addition, I am identified by a non-federal entity as an inventor or developer of several technologies for which I may be entitled to royalty or other payments during my appointment as Director, NCI. I have agreed to permanently divest of any such rights to receive payments. In addition, with regard to each technology, I will **not** personally and substantially participate in any particular matter that I know has a direct and predictable effect on the commercial value of it until I have divested of my royalty sharing rights, unless I first obtain a waiver, pursuant to 18 U.S.C. § 208(b)(1).

**Two-year Recusals.** Pursuant to the Executive Order entitled "Ethics Commitments by Executive Branch Appointees" (Executive Order 13770), I have been and will continue to be recused for a period of two years from the date of my appointment from any particular matter involving specific parties that is directly and substantially related to any of these entities,

including **any** meeting or other communication related to the programs and operations of the NCI, regulations and contracts:

G1 Therapeutics  
HealthSpan Diagnostics  
St. Jude Children's Research Hospital  
Thomas Jefferson University (all components and campuses)  
Unity Biotechnology  
Wake Forest University (all components and campuses)  
Damon Runyon Cancer Research Foundation  
American Society of Clinical Investigation  
Adenoid Cystic Carcinoma Research Foundation  
American Federation of Aging

Accordingly, even after I complete the required divestitures as discussed above, I will **not** participate **in any way** in the scientific programs and operations of the NCI, including the National Cancer Program and other programs of the institute described at Title IV, Part C, Subpart 1 of the Public Health Service Act, 42 U.S.C. §§ 285-285a-9, that relate to particular matters involving specific party matters, such as grants, contracts, audits, investigations, disputes, litigation, administrative appeals, and similar transactions or proceedings that I know involves any of these entities as an identified party, unless I first obtain a waiver pursuant to Section 3 of Executive Order 13770, and an authorization pursuant to 5 C.F.R. § 2635.502(d), as needed. In relation to grants and contracts, in particular, I understand my obligation to recuse extends, without limitation, to investigator-initiated applications submitted by any of these entities, the development of competitive supplements to be reserved for the NCI-designated Cancer Centers, the entirety of the decision process associated with Requests for Applications (RFAs) and Requests for Proposals (RFPs) in relation to which any of these entities compete, grant and contract extensions, and renewals. I will not participate directly or indirectly, formally or informally, in any aspect of the peer review process, the agency decision to make or deny an award, the administration of an award, or site visits or other reviews undertaken as part of the award oversight process where I know any of these entities are or represent a party, is a participant, or a contributor, either individually or as part of a group.

**One-year Recusals.** In addition, and although I will be permitted to participate as an intramural investigator in certain, specified research projects involving the University of North Carolina, I will **not** participate in any particular matter involving specific parties where I know any of the following entities are or represent a party, is a participant, or a contributor, either individually or as part of a group:

The University of North Carolina (all components and campuses)  
University of Texas MD Anderson Cancer Center

In relation to grants and contracts, in particular, I understand my obligation to recuse extends, without limitation, to investigator-initiated applications submitted by any of these entities, the



development of competitive supplements to be reserved for the NCI-designated Cancer Centers, the entirety of the decision process associated with Requests for Applications (RFAs) and Requests for Proposals (RFPs) in relation to which any of these entities compete, grant and contract extensions, and renewals. I will not participate directly or indirectly, formally or informally, in any aspect of the peer review process, the agency decision to make or deny an award, the administration of an award, or site visits or other reviews undertaken as part of the award oversight process unless I first obtain an authorization pursuant to 5 C.F.R. § 2635.502(d).

My recusal pertaining to these entities will remain for one year from the date of my resignation from my position with or receipt of payment from each entity and thus will end at the expiration of the period of my covered relationship with each of them.

**Consultation regarding invitation from entities on either one-year or two-year list.** In the event I am invited during the first year of my appointment to communicate with any of these entities: (1) about a particular matter of general applicability or a matter of broad policy; and (2) the meeting or event at which the communication would occur is open to all interested parties, I will consult with your office before accepting the invitation regarding the application of the impartiality standard set forth at 5 C.F.R. § 2635.502.

**NIH Requirements.** Finally, in order to comply with NIH-wide policy prohibiting employees from engaging in extramural duties involving their current extramural collaborators as well as those with whom they collaborated within the past three (3) years, regardless of the source of funds, I will not participate in funding decision processes (including the provision of advice or consultation to those involved in or responsible for the funding decisions) on:

- 1) Investigator-initiated applications submitted by any of my current collaborators or those with whom I have collaborated within the last three (3) years, or listing any of them as key personnel; and
- 2) RFAs and RFPs in response to which any of my current collaborators or those with whom I have collaborated within the last three (3) years, or listing any of them as key personnel, make a submission.

I will update my list of collaborators on file with the NIH Office of Extramural Research (OER), as well as this recusal statement for the benefit of those who will assist me in complying with this requirement, whenever a collaboration, as defined by NIH policy, begins or ends. The following individuals are my current collaborators and those with whom I have collaborated within the past three (3) years:

Nabeel	Bardeesy	(Massachusetts General Hospital)
Adam	Bass	(Dana Farber Cancer Institute)
Jim	Bear	(UNC)
Christian	Beauséjour	(Institut Reserche, Montreal)

Jonathon	Berg	(UNC)
John	Bisi	(G1 Therapeutics)
Jay	Bradner	(Novartis)
Christin	Burd	(Ohio State)
Sharon	Campbell	(UNC)
Judith	Campisi	(Buck Institute)
Diego	Castrillon	(UT Southwestern)
Joe	DeSimone	(UNC and Carbon, Inc.)
Glenn	Dranoff	(Novartis)
Jeff	Engelman	(Novartis)
Joeseeph	Eron	(UNC)
Yuri	Fedoriw	(UNC)
Satish	Gopal	(UNC)
Margaret	Gulley	(UNC)
Peter	Hammerman	(Novartis)
Jason	Haugh	(NC State)
D. Neil	Hayes	(University of Tennessee School of Medicine)
Shenghui	He	(UNC)
Ben	Humphreys	(Washington University)
Arti	Hurria	(City of Hope)
William	Kim	(UNC)
Carla	Kim	(Dana Farber Cancer Institute)
Andrew	Kung	(Memorial Sloane Kettering Cancer Center)
Ross	Levine	(Memorial Sloane Kettering Cancer Center)
Stergios	Moschos	(UNC)
Hyman	Muss	(UNC)
Joel	Parker	(UNC)
Nirali	Patel	(Quintiles)
Chuck	Perou	(UNC)
Jun	Qi	(Dana Farber Cancer Institute)
Patrick	Roberts	(G1 Therapeutics)
Richard	Samulski	(UNC)
Hanna	Sanoff	(UNC)
Jonathon	Serody	(UNC)
Geoff	Shapiro	(Dana Farber Cancer Institute)
Thomas	Shea	(UNC)
Carol	Shores	(UNC)
Jeremy	Simon	(UNC)
Lou	Staudt	(NCI)
Jay	Strum	(G1 Therapeutics)
Nancy	Thomas	(UNC)
Jeremy	Walston	(Johns Hopkins )

Kwok

Kin Wong (NYU)

William Wood (UNC)

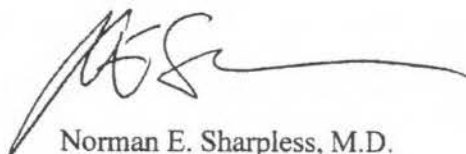
Daohong Zhou (University of Arkansas College of Pharmacy)

Brian Diekman (UNC)

Tim Elston (UNC)

In order to help ensure that I do not participate officially in these matters, I have taken or will take the following steps: (1) The NIH Deputy Director for Extramural Research (DDER) or the NIH Principal Deputy Director will handle any matter from which I must recuse that requires action; and (2) I have provided my immediate office staff, Special Assistants, the NCI Deputy Director, the NCI Executive Officer and the Directors of the NCI Office of Budget and Finance, the NCI Office of Government and Congressional Relations, the NCI Office of Grants and Administration, the Office of Extramural Finance and Information Analysis, and the NCI Division of Extramural Activities, as well as the NIH Chief of Staff and OER with a copy of this memorandum and have asked them to refer as appropriate, any matters covered by my commitment to recuse. My Deputy Director, in consultation with the Department's ethics officials and the NIH Principal Deputy Director or the NIH DDER will ensure any matter referred is handled in accordance with this memorandum.

In order to ensure that this commitment to recuse continues to be effective, I will take the following steps in the future: (1) I will revise and update this memorandum whenever that is warranted by changes in my financial interests or other changed circumstances, and provide you with a copy; and (2) I will advise everyone listed above of any such changes.



Norman E. Sharpless, M.D.

cc: Dr. Francis Collins  
Dr. Larry Tabak  
Dr. Mike Lauer  
Dr. Doug Lowy  
Dr. Paulette Gray  
Ms. Donna Siegle  
Ms. Anne Lubenow  
Ms. Mieko Togashi  
Ms. Maureen Johnson



## ETHICS PLEDGE

As a condition, and in consideration, of my employment in the United States Government in an appointee position invested with the public trust, I commit myself to the following obligations, which I understand are binding on me and are enforceable under law:

1. I will not, within 5 years after the termination of my employment as an appointee in any executive agency in which I am appointed to serve, engage in lobbying activities with respect to that agency.
2. If, upon my departure from the Government, I am covered by the post-employment restrictions on communicating with employees of my former executive agency set forth in section 207(c) of title 18, United States Code, I agree that I will abide by those restrictions.
3. In addition to abiding by the limitations of paragraphs 1 and 2, I also agree, upon leaving Government service, not to engage in lobbying activities with respect to any covered executive branch official or non-career Senior Executive Service appointee for the remainder of the Administration.
4. I will not, at any time after the termination of my employment in the United States Government, engage in any activity on behalf of any foreign government or foreign political party which, were it undertaken on January 20, 2017, would require me to register under the Foreign Agents Registration Act of 1938, as amended.
5. I will not accept gifts from registered lobbyists or lobbying organizations for the duration of my service as an appointee.
6. I will not for a period of 2 years from the date of my appointment participate in any particular matter involving specific parties that is directly and substantially related to my former employer or former clients, including regulations and contracts.
7. If I was a registered lobbyist within the 2 years before the date of my appointment, in addition to abiding by the limitations of paragraph 6, I will not for a period of 2 years after the date of my appointment participate in any particular matter on which I lobbied within the 2 years before the date of my appointment or participate in the specific issue area in which that particular matter falls.
8. I agree that any hiring or other employment decisions I make will be based on the candidate's qualifications, competence, and experience.
9. I acknowledge that the Executive Order entitled "Ethics Commitments by Executive Branch Appointees," issued by the President on January 28, 2017, which I have read before signing this document, defines certain terms applicable to the foregoing obligations and sets forth the methods for enforcing them. I expressly accept the provisions of that Executive Order as a part of this agreement and as binding on me. I understand that the obligations of this pledge are in addition to any statutory or other legal restrictions applicable to me by virtue of Government service.

  
\_\_\_\_\_  
Signature

10 / 18, 2017  
\_\_\_\_\_  
Date

NORMAN SANKOFSKY  
\_\_\_\_\_  
Print or type your full name (last, first, middle)