



CODE OF ETHICS

POLICY STATEMENT

The activities of The First of Long Island Corporation together with all affiliates and subsidiaries (collectively the “Company”) are affected by a multitude of laws and regulations, as well as its responsibilities to its shareholders, customers, employees, and the community in which it serves.

Since banking entails the safekeeping of customers’ money, there is no profession where honesty, integrity and high standards of conduct are more important. As bank employees and directors, we must each take a personal vow to conduct ourselves in a manner deserving of public trust and confidence.

This Code of Ethics embodies not only the legal and regulatory requirements, but also the moral and ethical standards by which all personnel must conduct themselves.

CONFIDENTIAL INFORMATION

The unauthorized use or release of confidential information during or after employment or board service with the Company is a breach of this *Code of Ethics*. Confidential information with respect to the Company, its customers, prospective customers, vendors, shareholders, and employees acquired during the course of business is to be used solely for Company purposes. Furthermore, such information is never to be discussed with or divulged to unauthorized persons.

Customers, vendors, shareholders, and employees expect the Company and its employees and directors to keep all information regarding their personal and business affairs in strict confidence at all times. Examples of confidential customer information include, but are not limited to, business relationships, loans, accounts, balances, and credit ratings. Other confidential information includes, but is not limited to, company plans, business activities, policies, objectives, goals, strategies, lists of clients, customers, vendors, employee records, memoranda, documents, manuals, reports, training materials, originals, or copies of records, regardless as to who created such records, and all other proprietary information. When an individual’s employment or board service with the Company ceases, said individual may not retain any confidential information.

Furthermore, confidential information available to only one department or affiliate of the Company may not be communicated to other affiliates or departments unless there is a legitimate business reason.

INTEGRITY OF ACCOUNTING AND FINANCIAL INFORMATION

The Company maintains the highest standards in preparing the accounting and financial information disclosed to the public. There should never be any information that is false, misleading or incomplete, or which would otherwise lead to mistrust by the public, inclusive of our customers or our shareholders. All accounting records shall be compiled accurately and in accordance with Generally Accepted Accounting Principles.

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No payments on behalf of the Company shall be approved or any transaction made with the intention that all or part of such payment will be used for any purpose other than that described by the documents supporting such. No funds, assets or liabilities of the Company shall be concealed or used for any unlawful or improper purpose.

In accordance with Section 406(a) of the Sarbanes-Oxley Act of 2002, the Company has adopted a *Code of Ethics for Senior Financial Officers*. All Senior Financial Officers of the Company are required to read, attest, and comply with the requirements established by the *Code of Ethics for Senior Financial Officers*. Senior financial officers include the Chief Executive Officer, Chief Financial Officer, Chief Risk Officer, Chief Accounting Officer, Controller, and persons performing similar functions.

In accordance with Section 301 of the Sarbanes-Oxley Act of 2002, which amended Section 10A of the Securities Exchange Act of 1934, the Audit Committee established procedures for the:

- Receipt, retention, and treatment of complaints received by the issuer regarding accounting, internal accounting controls or auditing matters; and
- Confidential, anonymous submission by employees of the issuer of concerns regarding questionable accounting or auditing matters.

Any employee or director, who has concerns regarding questionable accounting or auditing matters involving the Company, may follow the procedure prescribed in the section of this *Code of Ethics* entitled “REPORTING SUSPECTED MISCONDUCT AND COMPLAINTS.”

MONEY LAUNDERING AND TRANSACTION STRUCTURING

The First National Bank of Long Island (the “Bank”) may unknowingly be used to launder money derived from illegal or illicit activities. The intention behind these types of transactions is to hide ownership of the funds from the government. The Company makes every effort, via policies, procedures and monitoring, to resist being associated with money laundering or any other type of criminal activity.

Any employee who knowingly and willfully launders money or assists someone in laundering money is subject to substantial fines and/or imprisonment. In accordance with the Bank Secrecy Act (BSA), any employee who willfully structures a transaction or assists someone in structuring a transaction to avoid the currency reporting requirements of BSA is subject to substantial fines and imprisonment.

All employees are prohibited from engaging in money laundering and/or transaction structuring. All employees are required to report immediately all attempts to launder money, structure a transaction and/or all suspicious activities.

FINANCIAL ACCOUNTABILITY

The Company has numerous internal control policies and procedures in place. The Company expects all employees to be familiar with and operate within the established internal controls. The Company's internal and external auditors periodically audit internal control policies, procedures and compliance in order to assess the adequacy of these controls. All employees involved in these periodic assessments shall provide accurate information and shall complete internal control and disclosure control certifications in a timely manner.

INVESTOR RELATIONS

Institutional investors and securities analysts play a critical role in establishing the pricing and liquidity of the securities of The First of Long Island Corporation (the "Corporation"). All employees and directors should refer questions or information requests from the investment community to the Chair, President and Chief Executive Officer, or Chief Financial Officer to ensure the consistency and accuracy of the information presented.

INSIDER TRADING

The First of Long Island Corporation is a public company the common stock of which is traded on the NASDAQ Stock Market and registered under the Securities and Exchange Act of 1934. Pursuant to the Exchange Act, the Company files periodic reports and proxy statements with the Securities and Exchange Commission (the "SEC").

The purchase or sale of securities while aware of any material nonpublic information, or the disclosure of material nonpublic information to others who then trade in the Company's securities, is prohibited by the federal securities laws. Insider trading violations are pursued vigorously by the SEC and the U.S. Attorneys and are punished severely. While the regulatory authorities concentrate their efforts on the individuals who trade, or who tip inside information to others who trade, the federal securities laws also impose potential liability on companies and other "controlling persons" if they fail to take reasonable steps to prevent insider trading by company personnel. There are additional restrictions under the federal securities laws that apply to purchases and sales of the Company's securities by directors, officers and other employees of the Company and the Bank.

The Company's Board of Directors has adopted an Insider Trading Policy both to satisfy the Company's obligation to prevent insider trading and to help Company personnel avoid the severe consequences associated with violations of insider trading laws. The Insider Trading Policy is also intended to prevent even the appearance of improper conduct on the part of persons employed by or associated with the Company and to help insiders comply with the various reporting and other requirements under the federal securities laws.

Needless to say, a violation of law, or even the appearance of improper conduct, can tarnish the Company's and an individual's reputation and irreparably damage a career.

OUTSIDE ACTIVITY

Employees' and directors' activities must in no way interfere or conflict with the interest of the Company. No employee or director may engage in outside employment or activity, which may interfere with the time and attention that must be devoted to his or her duties at the Company or adversely affect the quality of the work he or she performs. Outside employment or activities may not compete or conflict with the activities of the Company, involve the use of Company equipment, supplies, or facilities, imply the Company's sponsorship or support, or adversely affect the Company's reputation.

All employees are to report in writing any outside employment including self-employment directly to the Human Resources Department. This reporting is to be made at the time of employment or within 30 days of beginning such outside employment.

Becoming a director, trustee or manager of a for-profit corporation, Limited Liability Company or other entity unaffiliated with the Company requires the prior approval of the Board of Directors. A request for such approval shall be submitted by the employee or director in writing to the Governance and Nominating Committee. Such request shall include the name, and address of the for-profit entity and a brief description of its business. The Governance and Nominating Committee may request that the employee or director submit such additional information it deems appropriate.

GUIDELINES FOR ACCEPTING GIFTS

The Bank Bribery Amendments Act of 1985 makes it a federal crime for any officer, director, employee, agent, or attorney of the Company to corruptly solicit, demand or accept for the benefit of any person anything of value from anyone in return for any business or service of the Company, intending to be influenced or rewarded, either before or after a transaction is discussed or consummated. Furthermore, the person who corruptly gives, offers, or promises something of value with the intent to influence that person is guilty of the same offense.

The following guidelines apply for the receipt of gifts and other items:

- It is improper for an employee or director to accept or solicit a gift in any form (cash, checks, gift certificates, money orders, securities, merchandise, etc.) from a customer or from any person seeking to do business with the Bank. In this context, a "gift" includes any type of gratuity, service, loan, fee compensation, etc.
- An employee should not accept a fee for performing an act that the Bank could have performed.
- An employee or director should not indirectly perform any act that these rules prohibit. For example, it is just as wrong to arrange for a family member to receive a gift as it is for the employee to accept the gift directly.

Specific exception to this prohibition is made if there is no, and there appears to be no, reasonable likelihood of improper influence in the performance of duties on behalf of the Company, and if personal benefit falls into one of the following categories:

- Gifts, gratuities, amenities, or favors based on obvious family or personal relationships (e.g., between the parents, children, or spouse of a bank official), where the circumstances make it clear that those relationships rather than the business of the Bank are the motivating factors;
- Employees and directors may periodically give or receive meals, refreshments, entertainment (e.g., golf outings, sporting events and cultural events), accommodations or travel arrangements, all of reasonable value, in the course of a meeting or other occasion, the purpose of which is to hold bona fide business discussions or to foster better business relations, provided that the expense would be paid for by the Bank as a reasonable business expense if not paid for by another party;
- Loans from other banks or financial institutions on customary terms to finance proper and usual activities of bank officials (e.g., home mortgage loans);
- Advertising or promotional material of reasonable value (e.g., pens, pencils, note pads, key chains, calendars, etc.);
- Discounts or rebates on merchandise or services that do not exceed those available to other customers;
- Gifts of reasonable value that are related to commonly recognized events or occasions (e.g., promotion, new job, wedding, retirement, holiday, or birthday); or
- Civic, charitable, educational or religious organization awards for recognition of service and accomplishment.

If an employee is offered or receives something of value from a customer or from any person seeking to do business with the Bank beyond what is normal and conventional or beyond what is authorized in the *Code of Ethics*, the employee must make full disclosure of the facts to his or her supervisor. Various ways exist to resolve the receipt of an inappropriate gift, depending on the inappropriateness thereof, and includes it being kept by the Company, rather than the employee or director, distributed to the staff or returned to its donor.

CONFLICT OF INTEREST

The Company's reputation for integrity is its most valuable asset and is directly affected by the conduct of its personnel. For this reason, employees and directors must not use their position for private gain, to advance personal interests, or obtain favors or benefits to themselves, members of their families, or any other individuals, corporations, or business entities.

A basic premise of this *Code of Ethics* is that each employee and director represent the Company and is obligated to act in the Company's best interest, and thereby in the best interests of its customers and shareholders, without regard to their personal or financial interests or activities. Employees and directors are expected to recognize and avoid those situations where personal or financial relationships might influence or appear to influence their judgment in matters affecting the Company.

Employees and directors should understand that a conflict of interest might arise when there is a mere opportunity for conflict to occur. Although employees or directors may not intend to create a conflict of interest, they must manage their affairs to avoid even the appearance of such conflict.

Employees and directors are not permitted to represent or exercise authority on behalf of the Company, grant direct or indirect credit accommodations or make credit recommendations with respect to: members of their families, any individual or organization lending money to or employing them or, to the best of their knowledge, members of their families, or any organization with which they or, to the best of their knowledge, members of their families are associated or in which a material financial interest is held.

An employee who is an officer of an organization should not be the direct recipient of account statements for such organization. Account statements should be mailed to the organization's office location.

If there is any question regarding a potential conflict of interest or the possible appearance of a conflict, the matter should be referred to the Chief Risk Officer or Chief Human Resources Officer, who will coordinate a resolution in accordance with this *Code of Ethics*.

OTHER AREAS OF RESPONSIBILITY

Personal Finance

Each employee and director are expected to manage his/her personal finances in a manner consistent with employment in a fiduciary institution, to avoid situations that might lead to a potential conflict of interest. Regulation O places certain limitations on insider indebtedness. Named Regulation O officers are expected to be familiar with the limitations and comply at all times while employed by the Company.

Employees and directors are expected to understand that any loan extended to them by a correspondent bank will be made, to the best of their knowledge, as an extension of credit on substantially the same terms, including interest rates and collateral, prevailing at the time for comparable transactions with other persons without more than normal risk of repayment or other unfavorable features. The Bank reserves the right to request support that proves compliance with this regulation from the employee and director. Employees and directors should reach out to Finance to confirm correspondent banks if there is any doubt.

Borrowing and lending between employees and directors is not permitted except for borrowing or lending that is of a short-term and incidental nature, involves a minimal amount of money (less than \$100), and creates no conflict of interest attributable to the borrowing/lending relationship.

Business Conduct

The activities of the Bank must always be in full compliance with applicable laws and regulations. In dealing with the Bank's internal or independent auditors and attorneys, complete candor is essential.

Political Activity

The Federal Elections Campaign Act prohibits a national bank from making political contributions in connection with federal, state, and local elections. Therefore, no employee or director may make any contributions or expenditures of the funds or other property of The First National Bank of Long Island in connection with any election, primary election, political convention, or caucus held to select candidates for any political office.

Relationship with the Media

The Company's relationship with the media is an important one that affects our reputation in the community. All employees and directors should refer questions or information requests from reporters and other media representatives to the Chair of the Board of Directors, President and Chief Executive Officer, Chief Financial Officer, Chief Risk Officer or Director of Marketing to ensure the consistency and accuracy of the information presented.

Use of Corporate Name and Letterhead

No employee or director may use the Company's name, logo, or letterhead for any purpose other than in the normal course of official company business, unless expressly approved in writing by the Chief Executive Officer, Chief Financial Officer or Director of Marketing.

Director Deportment

Directors realize that the public will continue to associate them with the Company after their retirement from the Board, particularly if they attend corporate or bank functions. Therefore, each director agrees that his or her promise of appropriate deportment continues after his/her retirement from the Board.

Additional Resources

In addition to the principles contained in this *Code of Ethics*, all employees are subject to a wide range of detailed rules of conduct contained in the Company's Employee Handbook which deals with the specifics of workplace behavior and other technical employment matters.

Although all employees and directors are not expected to know all the details of all these sections of this *Code of Ethics*, it is important to familiarize themselves with the law and regulations they need to know in performing their duties for the Company. They are expected to use good judgment and common sense in seeking to comply and to ask for advice when they are uncertain about what is required. The Bank holds information and training sessions to promote compliance with laws, regulations, policies and procedures and employees are expected to attend all training sessions that apply to them.

OBLIGATION TO REPORT SUSPECTED MISCONDUCT AND COMPLAINTS

All employees and directors, acting in good faith or upon reasonable belief, have an obligation to report promptly any circumstance or activity that you believe conflicts with this Code or the law inclusive of executive orders, judicial or administrative decisions, rulings, or orders. Prompt reporting is also an obligation of any knowledge or information about known or suspected misconduct or violation of the Company's policies, law, or any situation that could threaten the safety of employees, customers or vendors or the safety or integrity of Company funds, property, records, or operating systems as well as posing a substantial and specific danger to the public health or safety.

This *Code of Ethics* establishes the procedures and responsibilities for reporting and resolving instances of known or suspected misconduct and violations in order to: protect the assets of the Bank, ensure a coordinated approach toward resolution of misconduct and encourage compliance with Company policies and procedures and applicable federal and state laws and regulations.

Misconduct is any on the job activity performed by an employee that violates state and/or federal laws, or Company policy and procedure. Misconduct includes, but is not limited to the following:

- Financial, accounting, auditing, or internal control irregularities
- Fraud
- Bribery or other questionable business practices
- Information/Data security breach
- Discrimination or Harassment
- Embezzlement, theft, or misappropriation of funds
- Misuse, misapplication or mismanagement of funds or corporate assets
- Destroying, altering or falsification of company documents records or reports
- Conflicts of Interest
- Securities Matters
- Insider Trading
- Disclosure of proprietary or personal protected information
- Threats to personal safety for employees, customers, vendors, tenants, or others
- Potential non-compliance with legal requirements

REPORTING SUSPECTED MISCONDUCT OR VIOLATIONS

The normal process for an employee, former employee, or natural persons employed as independent contractors ("covered individual") to report any suspected wrongdoing is to contact their immediate supervisor, any higher level of management or any member of the Board of Directors, as appropriate. See Exhibit A to this *Code of Ethics* for contact information. If a covered individual reasonably believes that reporting such information to their immediate supervisor or higher levels of management or the Board of Directors would not sufficiently apprise the Company of the problem, or if they are uncomfortable for any reason, then the said employee is encouraged to report using either the Internet or the telephone **using the company identifier of 3542:**

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- Link: <https://irdirect.net/FLIC>
- Telephone: 800-916-7037

Issuer Direct is an independent company that provides an anonymous hotline and online portal reporting service 24 hours a day, 7 days a week. Information reported to Issuer Direct is reported via e-mail alert to the Chief Risk Officer, President and Chief Executive Officer, Chief Financial Officer, Chief Auditor, Chair of the Board of Directors, Chair of the Governance and Nominating Committee and Chair of the Audit Committee.

While it is preferable that a good faith effort to notify the Bank via the described methods is made, it is not absolutely required if the covered individual reasonably believes notification will result in the destruction of evidence, endangerment of a minor, imminent danger, physical harm, or where the covered individual reasonably believes that the employer is already aware of the activity and will not correct such conduct.

Covered individuals are also protected if they make a whistleblower report to any federal, state, or local department of an executive branch of government and any division, board, bureau, office, committee, or commission of any of the public bodies in addition to any elected governmental body, a court, a governmental agency, or law enforcement.

No employee or director may interfere or try to interfere with the right of another employee or director to report misconduct and may not retaliate against an employee, covered individual or director who has reported misconduct. Prohibited retaliation includes actions or threats to take such actions that would adversely impact a former employee's current or further employment and threatening to contact or contacting United States immigration authorities or otherwise reporting or threatening to report an employee's suspected citizenship or immigration status. If an employee, covered individual or director believes that retaliation or interference was threatened, attempted or occurred, he/she may file a complaint with the Chief Human Resources Officer, Chief Risk Officer, President and Chief Executive Officer, Chair of the Board of Directors, Chair of the Governance and Nominating Committee, or Chair of the Audit Committee, as appropriate.

The Governance and Nominating Committee has appointed the Chief Risk Officer to be responsible for coordinating the resolution of reported issues relating to the Code of Ethics and Code of Ethics for Senior Financial Officers. As appropriate, the Chief Risk Officer works with the Board of Directors, Senior Management, Human Resources, General Counsel, and any other outside professionals to resolve reports of suspected misconduct.

CODE OF ETHICS VIOLATIONS

Compliance with this *Code of Ethics* is a condition of employment or board service and any violations thereof may result in disciplinary action up to and including termination of employment or dismissal from the Board of Directors.

The Company reserves the right to seek all remedies available to restore monetary damages or harm to the Company from a violation of this *Code of Ethics*, as well as

referral of matters to appropriate legal and/or regulatory authorities for investigation and prosecution.

REQUESTS FOR WAIVERS AND CHANGES

The Governance and Nominating Committee shall have sole authority to grant waivers of the *Code of Ethics*. The Governance and Nominating Committee will not grant waivers except under extraordinary circumstances. Any waiver granted by the Governance and Nominating Committee and the reason(s) for the waiver will be publicly disclosed on a timely basis, when required by applicable law. In addition, any change or amendment to the *Code of Ethics* shall be publicly disclosed on a timely basis as well, when required by applicable law.

ACKNOWLEDGEMENT

Every employee and director are required to sign a statement that he/she has read this *Code of Ethics* and understands its provisions and agrees to abide by them. Employees and directors may be required to provide a periodic acknowledgement.