

SECTION: Board of Governors

DIRECTIVE: III-B-35

SUBJECT: Board - Confidentiality

AUTHORITY: Board of Governors

EFFECTIVE DATE			REVIEWED/REVISED DATE			POLICY	X	PROCEDURE	
MON	DAY	YEAR	MON	DAY	YEAR				
09	24	2012				Applies to: All Board members and non-board committee members			

PURPOSE

To ensure that confidential matters are not disclosed until disclosure is authorized by the board.

POLICY

The directors owe to the hospital a duty of confidence not to disclose or discuss with another person or entity, or to use for their own purpose, confidential information concerning the business and affairs of the hospital received in their capacity as directors, unless otherwise authorized by the board.

Every director shall ensure that no statement not authorized by the board is made by him or her to the press or public.

CONFIDENTIAL MATTERS

All matters that are the subject of closed sessions of the board are confidential until disclosed in an open session of the board.

All matters that are before the committee or task force of the board are confidential, unless they have been determined not to be confidential by the chair of the relevant committee or task force, or by the board.

All matters that are the subject of open sessions of the board are not confidential.

PROCEDURE FOR MAINTAINING MINUTES

Minutes of closed sessions of the board shall be recorded by the secretary or designate, or if the secretary or designate is not present, by the director designated by the chair of the board.

All minutes of closed sessions of the board shall be marked confidential and shall be handled in a secure manner.

All confidential minutes and materials of committee meetings and task forces of the board shall be marked confidential and shall be handled in a secure manner by all those authorized to produce and receive them. When members resign from or otherwise leave the Board all confidential documents are to be returned to the Administration Office.

Notwithstanding that information disclosed or matters dealt with in an open session are not confidential, no director shall make any statements to the press or the public in his capacity as a director unless such statement has been authorized by the board.