



**Policy Section 2: BOARD STRUCTURE AND RESPONSIBILITIES**

**Policy # 2.4**

**Policy Title: Confidentiality of Information**

**Date of Origin: October 2007**

**1. Purpose:** To detail Board Member responsibilities regarding confidential/sensitive information to which they may be privy in the course of their duties as Directors.

**2. Definitions:**

**2.1 Confidential Personal Information:**

2.1.1 information pertaining to any aspect of an individual's health records, medical condition, treatment, prescribed medications, prognosis etc.

2.1.2 information contained in an employee, participant or volunteer's personnel file including matters of conduct, job performance, attendance, etc.

2.1.3 information pertaining to an individual's financial affairs, home environment, domestic issues, etc.

**2.2 Personal Contact Information:** a person's home address, telephone number(s), email address, other social media contacts, etc.

**2.3 Confidential Business Information:** information pertaining to sensitive business activities including pending contracts, property sale or acquisition, personnel matters etc.

**2.4 Board Confidentiality:** the details of discussion/debate of agenda items during Board meetings and in-camera sessions.

**3. Detailed Policy Statement:**

Directors owe a duty of confidentiality to the Board and to The Flower Cart Group. Directors will not disclose information of a confidential nature to which they are privy by virtue of their position, except as required by law, while they are members of the Board of Directors or after their service has been completed.

#### **4. Implementation:**

- 4.1 Board Members will not divulge, by any means, the confidential personal information of a Flower Cart Group employee, participant, volunteer or Director to another individual or group unless required to do so by law.
- 4.2 Board Members will not provide the personal contact information of another Board member, Flower Cart Group employee, participant or volunteer, to a third party unless they have permission of that person to do so.
- 4.3 Board Members will not disclose to unauthorized persons or groups Flower Cart Group business information of a sensitive nature that may give unfair advantage to an outside party, compromise an on-going negotiation or place the Flower Cart Group in a disadvantageous position.
- 4.4 Materials, files, reports and other items used to support briefings, presentations, performance assessments, etc. and contain confidential information are to be handled and stored with due care.
- 4.5 Board Members will not divulge personal or financial information to a third party concerning charitable giving to The Flower Group.
- 4.6 To preserve and encourage free and open discussion by Directors at Board meetings, the details of debates are privileged and remain within the Boardroom or as otherwise agreed to by the Board.
- 4.7 In-camera discussions by the Board will be treated as confidential unless otherwise agreed to by the Board.

**5. Applicability:** Board of Directors

**6. Policy Authority:** Board of Directors

#### **7. Related Policies, Procedures and Documents**

Policy 2.2 - Board Members Code of Conduct

Policy 2.3 – Conflict of Interest

**8. Record of Amendments:**

<u>Revision #</u>	<u>Summary of Revision</u>	<u>Date Approved</u>
1.		September 2011
2.	Reformat and Updated	March 2017