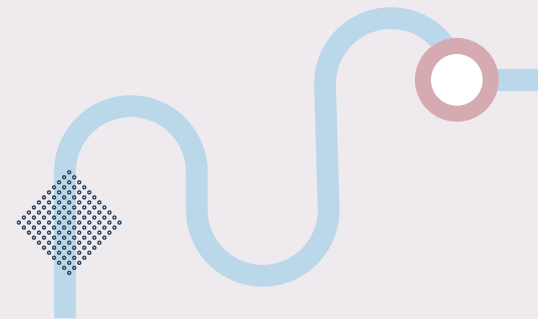


Board Confidentiality Policy



Centre Name	
Centre Address	

Policy Name	Board Confidentiality Policy
Policy Number	
Date Created	
Effective Date Adopted by the Board	
Version Number	
Date of Last Version	
Administrator Responsible	
Administrator Contact Information	

POLICY HISTORY

Version Number	Approved by	Revision Date	Author

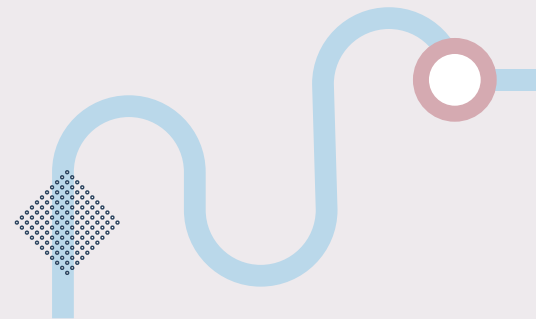
DOCUMENT CONTROL

Document Ref		Title	Board Confidentiality Policy
Version & Date		Author	
Directorate:		Approved by Management	
Reviewed		Change History	

You can fill this out on a screen using Adobe Reader [Download Here](#) or by printing.



Board Confidentiality Policy



Enter Centre Name Here

OVERVIEW

Board confidentiality is important. It encourages open and honest discussion at meetings. It facilitates the development of shared thinking, promotes vision and the implementation of an effective strategy. It protects information that is confidential, personal, or relates to employment, sensitive or legal matters. It provides assurance that the company's affairs are handled with professionalism.

Breaches in confidentiality may arise when private board discussions or confidential board information or documents are shared with people outside of the board room. To avoid any misunderstandings or appearance of wrongdoing on the part of board members, the procedures specified in this document should be followed, in order to avoid breaches in of board confidentiality.

PURPOSE

The purpose of this policy is to facilitate effective governance of _____ by ensuring board confidentiality is prioritised.

This Confidentiality Policy applies to all members of the board and its subcommittees.

Maintaining confidentiality will ensure adherence by board members of the following legal duty: Section 288 (1) of the 2014 Company's Acts - Duty not to use company property, information or opportunities for his / her or anyone else's benefit.

This duty is strictly interpreted with the general principle being that directors should account to the company for any personal gains made from the exploitation of an opportunity belonging to the company and should also not disclose any confidential information of the company to any third party unless expressly permitted by the company's constitution or if permitted by a shareholders' resolution.

Board and subcommittee members should be mindful that the principle of confidentiality applies to all information that:

1. Has not been made public by or with the organisation's authority.
2. Is or has been obtained during or in the course of a board / subcommittee member's involvement with the organisation.
3. Relates specifically to the organisation's business and any individuals, companies or entities with whom or which the organisation has dealings.

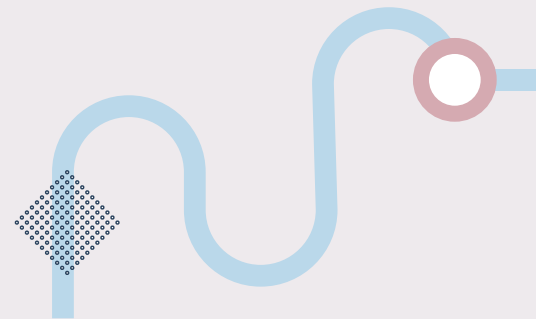
HANDLING CONFIDENTIAL MATTERS

Board members (or subcommittee members) should not release minutes, board papers or other board documents to any person without the prior agreement of the board.

All matters that are put before a subcommittee or task force of the board are to be treated as confidential matters unless such matters are determined by the chairperson of the subcommittee or task force not to be of a confidential nature.



Board Confidentiality Policy



Board documents are considered sensitive material. This includes all written communications to board member/s including monthly/quarterly reports, submissions, minutes, correspondences, sub-committee reports and copies of other supporting documentation made available to directors during their time in office.

Any person in attendance at board meetings who is not a director of the board but is authorised to be in attendance at board meetings or part thereof is obliged to observe this confidentiality policy. They must keep confidential all information obtained as a result of their participation at board meetings.

Personnel files are confidential. Access to the files of employees is limited to the chairperson.

Nothing contained in this policy is intended to prevent the board from seeking confidential legal, accounting, financial or other expert advice from independent professionals to assist the board in carrying out its functions.

The obligation to maintain confidentiality continues to apply even after a person has resigned from the board.

DECLARATION OF UNDERTAKING

"I have read and understand the Confidentiality Policy."

Name	
Signed	
Date	

This Declaration of Undertaking should be signed, dated, and returned to the Company Secretary / Chairperson within 14 days.

