CATEGORY: GOVERNANCE PROCESS	NUMBER: 2.16
TITLE: CONFIDENTIALITY	ORIGINATING DATE: JANUARY 23, 2008
SOURCE: BOARD	REVISION/REVIEW DATE: FEBRUARY 28, 2017
SIGNATURE:	

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. **This policy is consistent with *Personal Health Information Protection Act* (PHIPA) and other relevant legislation.**

This policy applies to all board and non-board committee members.

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

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

1. *In-Camera*/Closed Sessions
   The board may move *in camera*/closed or hold special meetings that are not open to the public where it determines it is in the best interest of the hospital to do so. The chair may order that the meeting move *in camera* or any director may request a matter be dealt with *in camera.* At this point, a vote will be taken and if a majority of the board decides the matter shall be dealt with *in camera*.

   The following matters will be dealt with *in camera*:
   - $ matters involving property
   - $ matters involving litigation
   - $ material contracts
   - $ human resource/personnel issues
   - $ professional staff appointments, re-appointments and credentialing issues
   - $ patient issues
   - $ any matter that the board determines should be the subject of an in camera session
   - $ privileging matters.

Procedure for Maintaining Minutes

- Notes of closed sessions of the board shall be recorded by the secretary or designate or if the secretary or designate is not present, by a director designated by the chair of the board.
- All notes of closed sessions of the board shall be marked confidential and shall be handled in a secure manner.
- All minutes of meetings of committees and task forces of the board shall be marked c onfidential and shall be handled in a secure manner.

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