

**FLEURIEU COMMUNITY FOUNDATION LTD**

**Guidelines and Procedures Title: Board Confidentiality**

<b>Date of Adoption:</b>	28 September 2012
<b>Dates Reviewed:</b>	30 June 2017
<b>Date of Next Review:</b>	30 June 2019

**GUIDELINES.**

**1. PURPOSE**

To clarify how the Fleurieu Community Foundation (FCF) Board of Directors and staff will regulate the release or retention of Board information and material.

**2. BACKGROUND**

The Fleurieu Community Foundation (FCF) is committed to openness, transparency and accountability in its governance and operations. FCF policies and procedures reflect the wish to release information it holds as far as this is consistent with the protection of individual privacy, the effective management of FCF business, and relevant legislation.

**3. PRINCIPLES**

These guidelines and procedures are based on the principle that there will be occasions on which certain FCF matters will need to be kept confidential in order to protect the privacy of individuals and/or safeguard the details of commercial proposals.

**4. DEFINITIONS**

We define confidentiality as "ensuring that information is accessible only to those authorized to have access."

Confidentiality is an important principle because it functions to impose a boundary on the amount of personal information and data that can be disclosed without consent.

Knowing that confidentiality practices are in place allows the person giving sensitive and personal information, to feel secure and that they can trust that their privacy is being protected.

**5. GUIDELINE DETAILS**

Confidential information received by a Director in the course of their directorial duties remains the property of the FCF and it is improper to disclose it, or allow it to be disclosed, unless that disclosure is required by law or has been authorised by the Chairperson or the person who provided the information.

Board members shall be authorised to release to any person any material other than confidential material obtained in the course of their service as a Board member where such release is

- (1) in accordance with the requirements of any applicable legislation, and
- (2) is consistent with FCF policies and guidelines.

This policy also applies to staff members who attend Board meetings.

**6. RESPONSIBILITY**

The Chairperson of the Board of Directors should ensure that Board materials are appropriately classified as 'confidential' or 'open to release'.

## PROCEDURES

### 7. PROCEDURE FEATURES

- Subject to legislative requirements and implicit obligations.
- All FCF Board members are obliged to protect confidential information from being publicly disclosed.
- The obligation to protect confidential information from disclosure continues even after the individual Board member is no longer serving on the Board.

### 8. OPERATING PROCEDURE

- The Board shall decide from time to time whether any or all of its agendas, minutes, or papers, or those of its sub-committees shall be considered confidential.
- Where no express decision has been recorded the assumption shall be that the material is not confidential.
- On those occasions and for those matters that the Board elects not to make information public, Board members shall respect the confidentiality of those documents and any Board deliberations on those matters.

In particular, Board members shall not:

- Disclose to any member of the public any confidential information acquired by virtue of their position as a Board member,
- Use any confidential information acquired by virtue of their position on the Board for their personal financial or other benefit or for that of any other person,
- Disclose to any member of the public any confidential information related to the interests of individuals, groups or organisations,
- Make statements to the media in the name of the Foundation except as specified in the Board's *Media Relations Policy* (to be developed), or
- Permit any unauthorised person to inspect or have access to any confidential documents or other information.

The Board shall decide from time to time whether any observers shall be permitted to attend any or all of its Board meetings. Where appropriate, observers may be excluded where confidential matters are to be considered.

Where appropriate, information identifying individuals may be removed by the Chairperson from material before its consideration by the Board.