



## **BOARD CONFIDENTIALITY POLICY**

### **I. PURPOSE**

The purpose of this Board Confidentiality Policy is to provide information and guidance to the Board of Directors of There With Care, and all of its affiliated chapters, concerning each Board Member's obligation to hold certain information confidential.

### **II. COMPLIANCE WITH STATE and FEDERAL LAW**

Each Director, by law, agrees to abide by a standard of conduct for Directors. Each Director shall discharge the Director's duties as a Director in good faith, consistent with the care an ordinarily prudent person, in a like position, would exercise under similar circumstances, and in a manner reasonably believed to be in the best interest of There With Care.

### **III. CONFIDENTIALITY**

Part of the fiduciary duty of care owed by a Director is the duty to protect the confidences of There With Care. The decision as to when and to whom confidential information is disclosed to others belongs to There With Care. Only those Directors authorized by There With Care to disclose confidential information may do so.

Directors shall maintain the confidentiality of all information entrusted to them by There With Care, or its members, affiliated chapters, or other business partners, except when disclosure is authorized by There With Care or legally required.

Confidential information includes information about There With Care or its affiliated chapters that has not been made generally available to the public. Confidential information may include information about There With Care, its plans or programs, financial information, all information discussed, presented, disclosed or distributed in board meetings.

It is necessary that the members of the Board function in an atmosphere of mutual trust and respect, permitting an honest and direct communication of concerns. Board Members must feel free to share what they think with one another without the concern that their statements may be repeated elsewhere to people who do not have the benefit of the full context of the discussion.

All Board Members shall refrain from discussing confidential information or other discussions or deliberations of the Board except as required by law or in the performance of their regular duties. If a Board Member believes that a particular item should be disclosed, that Board Member should raise the issue with the entire Board.

### **IV. EFFECTIVE TIME**

This Confidentiality Policy shall be effective immediately upon new Board Member approval by the Board of Directors.