

Manual:	Board of Directors	Number:	II-A-9
Section:	Board Effectiveness	Effective Date:	October 28, 2024
Committee:	People, Finance & Audit	Last Reviewed:	October 28, 2024
Pages:	68-70	Revision Date:	Fall 2027
Subject:	CONFIDENTIALITY, PRIVACY, AND SECURITY OF INFORMATION		

In accordance with the Corporate By-law, every director, officer, Professional Staff member, non-director Board committee member, employee, contractor, and agent of the Corporation will respect the confidentiality of matters:

- brought before the Board;
- brought before any Board committee;
- dealt with in the course of the employee's employment, contract for services, or agent's activities; or
- dealt with in the course of the Professional Staff member's activities in connection with the Corporation.

In compliance with the *Public Hospitals Act* and other relevant legislative requirements, the Board recognizes the importance of respecting and ensuring the confidentiality of all patient and employee-related information.

FIPPA

The Ontario *Freedom of Information and Protection Privacy Act* (“**FIPPA**”) applies to records in the custody and control of the Corporation. FIPPA allows anyone (e.g. patients, members of the public, media, political parties, etc.) to request “records” from the Corporation. All such requests are handled by the Corporation’s Privacy Office.

Under this legislation, a ‘record’ is broadly defined. It can include, but is not limited to, emails, paper documents, handwritten notes to electronic files, annotations from meeting packages created in the Board portal (“BoardEffect”) and saved to your desktop, as well as voicemails, or text messages. Additionally, it will include records created using a person device and/or a personal email account if they relate to Board activities. For example, records created by Directors as they prepare for meetings and collaborate with other board members through emails.

In response to a request for records under FIPPA, the Corporation may redact some information including, but not limited to, information that might endanger health and safety; information that could impact the Corporation’s relationships with business partners, or legal advice given to the Board.

Confidentiality

Every Director, officer, employee, physician, volunteer, and student of the Corporation will respect the confidentiality of matters brought before the Board, or before any Board committee and shall adhere to the Corporation's privacy and information security policies as required when engaging in board related activities.

All directors and non-director Board committee members must adhere to the by-laws and policies and procedures on privacy, security, and confidentiality of information including, without limitation, confidential information, release of patient information, release of information to the media, and personnel records.

Personal Information

The CEO is responsible for ensuring the protection of the personal information of patients and their families, Professional Staff members, employees, volunteers and students, and all corporate and business information. The CEO will take reasonable steps to ensure that such organizational policies are implemented consistent with legal requirements and enable the Corporation to handle such information in a secure and confidential manner.

Duties of Directors and Non-Director Committee Members

The following defines a Director's role and handling of confidential matters before the Board and ensures that confidential matters are not disclosed until disclosure is authorized by the Board. This policy also applies to all board and non-director board committee members.

1. 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.
2. Every Director and non-Director board committee member shall ensure that no statement not authorized by the Board is made by them to the press or public.
3. All matters that are the subject of closed sessions of the Board are confidential until disclosed in an open session of the Board.
4. All matters that are before a committee of the Board are confidential unless they have been determined not to be confidential by the Chair of the relevant committee or by the Board.
5. All matters that are the subject of open sessions of the Board are not considered confidential.
6. Minutes 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.
7. All minutes of closed sessions of the Board shall be marked confidential and shall be handled in a secure manner.

8. All minutes of meetings of committees of the Board shall be marked confidential and shall be handled in a secure manner.
9. Notwithstanding that information disclosed or matters dealt with in an open session of the Board are not confidential, no Director or non-Director committee member shall make any statement to the press or the public in their capacity as a director unless such statement has been authorized by the Board.