

Title:	CONFIDENTIALITY OF INFORMATION			 SOUTH BRUCE GREY HEALTH CENTRE CHESLEY DURHAM KINCARDINE WALKERTON
Category:	<i>Board Policy</i>	Issue Date:	<i>2007-06-27</i>	
Policy #:	<i>BOD-P18</i>	Revision Date:	<i>2026-04-01</i>	
Version:	<i>3.1</i>	Last Reviewed:	<i>2026-03-16</i>	
Owner:	<i>Board of Directors</i>	Pages:	<i>Page 1 of 3</i>	

STATEMENT

The directors (including “*ex-officio*” directors) owe to the Corporation 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 Corporation received in their capacity as directors unless otherwise authorized by the Board.

Every director shall ensure that no statement not authorized by the Board is made by him or her to the press or public.

APPLICATION

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

This policy should be read in conjunction with the Corporate By-law Article 10 and the Ontario Not for Profit Corporations Act (2010), Section 41

PROCEDURE

A. Confidential Matters

1. All matters that are the subject of closed sessions of the Board are confidential until disclosed in an open session of the Board.
2. 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.
3. All matters that are the subject of open sessions of the Board are not confidential.

B. Procedure for Maintaining Minutes

1. Minutes of in-camera 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 ~~Board~~ Chair.
2. All minutes of in-camera sessions of the Board shall be marked confidential and shall be handled in a secure manner.
3. All minutes of meetings of committees and task forces of the Board shall be marked “confidential” and shall be handled in a secure manner.
4. Notwithstanding that information disclosed or matters dealt with in an open session of the Board are not confidential, no director shall make any statement to the press or the public in his or her capacity as a director unless such statement has been authorized by the Board.

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Owner:	<i>Board of Directors</i>	Pages:	<i>Page 2 of 3</i>	

C. Acknowledgement Regarding Board Policy on Confidentiality

1. Each newly elected director will be required, at the time of joining the Board, to affirm their compliance with the Corporate *Confidentiality Agreement Policy HR-P07*.
2. Each director of the Board (including “ex-officio” directors) and non-Board committee members will be required to sign an Annual Declaration and Consent Form and thereby acknowledge compliance with this Confidentiality of Information Policy.

DEFINITIONS

“**Board**” - The Corporation’s board of directors.

“**CEO**” – President & Chief Executive Officer of the Corporation

“**Chair**” - the individual who is a director serving as chairperson of the Board.

“**CNE**” – Chief Nursing Executive of the Corporation

“**Corporate By-law**” — The Corporation’s corporate by-law.

“**Corporation**” - South Bruce Grey Health Centre

“**COS**” – Chief of Staff of the Corporation

“**Director**” — an individual elected or appointed to the Board.

“**Ex-officio**” directors – CEO, COS, CNE and President of the Medical Staff

REFERENCES

BOD-P01 Annual Declaration and Consent Form- Directors

BOD-P02 Annual Declaration and Consent Form- Non-Directors

Corporate By-law Article 10

Guide to Good Governance (Fourth Edition) Form 6.1

HR-P07 Human Resources Policy *Confidentiality Agreement*

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Owner:	<i>Board of Directors</i>	Pages:	<i>Page 3 of 3</i>	

VERSION HISTORY

Version	Review Date	Changes Made By	Brief Summary of Revisions Made
1.0	2007-06-27	Board of Directors	General update and inclusion of a joint Confidentiality Agreement with Grey Bruce Health Services, South Bruce Grey Health Centre, Hanover & District Hospital, Muskoka Algonquin Healthcare, and Orillia Soldiers' Memorial Hospital.
2.0	2024-03-06	By-law and Policy Review Sub-Committee	Revised to align with the OHA Guide to Good Governance (Third Edition) Form 6.1 and the SBGHC Corporate By-law Article 10.
3.0	2026-04-01	By-law and Policy Review Sub-Committee	Revised to align with the OHA Guide to Good Governance (Fourth Edition) Form 6.1. Added the requirement for newly elected directors to affirm their compliance with the Human Resources Policy HR-P07 Confidentiality Agreement.
3.1	May 29, 2026	By-Law and Policy Review Sub-Committee	Minor revisions to add the Policy number, new Policy Template header, footer and Version History. Updated the references. No changes made to the policy content.

APPENDIX