



Board of Directors Confidentiality Policy

Confidentiality

All TNP (hereafter referred to as the organization) Board of Directors (elected and appointed), staff, and employee/consultants are to assure that confidential information is not shared with individuals who could use this information in a manner that is inconsistent with the best interests of the organization.

Confidential information includes all non-public deliberations and other information that is sensitive and or confidential in nature. It is understood that the nature of managing the organization requires the Board of Directors, staff, and employee/consultants access to proprietary and confidential information. It is also understood that the freedom to openly and honestly discuss this information among those involved in managing the organization is essential and encouraged.

However, irreparable harm could occur to the organization should wrongful disclosure of proprietary and/or confidential information occur. Therefore, confidentiality shall be maintained by all Officers, Board of Directors, Staff, and Employee/Consultants of TNP. Those persons covered by this policy shall not make copies of, discuss, disclose, or otherwise disseminate, or assist or permit others to copy, discuss, disclose, or otherwise disseminate, any Confidential Information. The use of Confidential Information for any purpose whatsoever, except when authorized directly in connection with service to the organization, is prohibited. Confidential Information disseminated to those persons governed by this policy in either written or electronic form is the property of the organization and shall be returned or destroyed upon request. All persons governed by this policy should also assure that electronic access (via email server) to Confidential Information can not be accessed by persons other than the intended receiver.

This Confidentiality Policy does not prevent the disclosure of any such information that is considered public domain. Additionally, this policy does not prevent disclosure of Confidential Information when required by law (provided that notice is first given to the organization of the intention to disclose such information prior to making such disclosure).

Each violation shall be considered on a case-by-case basis. A violation of this Confidentiality Policy by persons subject to it shall be considered a violation of the bylaws and/or policies of the organization. The executive committee shall govern the handling of charges. Claims against the CEO shall be referred to the Executive Committee for appropriate action.



Possible Scope of Materials Considered to be Confidential

By way of example and not by way of limitation, “Confidential Information” shall include any of the following items other than at Open or public sessions:

- Proceedings, votes, discussions or actions of the TNP Board of Directors;
- Positions taken or votes cast by individual Officers or Board members;
- TNP plans and strategies;
- Confidential and proprietary information as well as non-public, commercially valuable or advantageous information of TNP business affiliates;
- Reports, views, advice or other communications given or made available to Officers, Board members, Staff, or Volunteers including communications during or in preparation for Executive Committee and BOD meetings;
- Candidates for awards (except the names of the winners of such awards, after they have been officially released by the organization);
- The qualifications, salary, or compensation of an organization employee, representative, agent or contractor and comments expressed at any Board of Directors meeting concerning the qualifications of an employee, representative, agent or contractor;
- The qualifications of an Officer, Board member, or a nominee for the organizations Board of Directors and comments expressed at any Executive Committee or Board of Directors meeting concerning the qualifications of an Officer, Board member or a nominee for the Board of Directors;
- Discussions concerning non-public aspects of litigation or lobbying, whether Federal, State, or local, before a court, legislature or administrative body, and whether relating to the organization;
- Research projects or research results being conducted or funded by the organization, except as published or released for publication;
- Election results (until the results have been officially released by the organization).
- Attorney advice

All TNP Officers, Board of Directors (elected and appointed), volunteers, employees/consultants, and staff will be required to annually sign the Confidentiality Policy and Corporate Integrities Policies Statement. The terms of the Confidentiality Policy will be in effect during the service of those governed by the policy and at all times thereafter.

Signing this policy acknowledges receipt and agreement to comply.