

A Pocono Country Place POA, Inc.

POLICY RESOLUTION: CONFIDENTIALITY POLICY **NO: A-001**
SUBJECT: Confidentiality Policy **PAGE: 1 of 3**
DATE APPROVED: March 20, 2010
DATE(S) REVISED:

Purpose: The purpose of this policy is to protect “confidential information” that is critical to the operation of A Pocono Country Place Property Owners Association (“APCPPOA”).

1. “Confidential Information” shall mean any information of any type or description provided or received by a Board Member or Officer in that individual's capacity as an officer or director of APCPPOA as well as all analyses, discussions and processing of such information. Confidential Information includes, but is not limited to, employment matters and employee review information, disciplinary action or recommendations with regard to any individual, employment agreements, legal documents under negotiation such as contracts, confidential legal opinions, litigation strategy and tactics, executive session discussions and minutes, and all other business information and records normally understood to be confidential or privileged information. The Board of Directors, by majority vote, may also deem additional information confidential. “Confidential Information” does not, however, include any information that would otherwise be publicly available or available without restriction for inspection by members on request.
2. Duty. Maintaining the security of confidential information is a duty of all Officers, Directors, committee members, employees, contractors and agents, regardless of whether the individual in question works directly with that information. During their service to APCPPOA, and at all times thereafter, said individuals must neither make known to any unauthorized third party, nor use for their own purpose, any of the confidential information obtained by them. Upon termination of their service to APCPPOA, they must immediately return to APCPPOA the original and all copies of any such information or materials. Individuals who have access to confidential information must ensure that the information, in whatever form it exists, is handled strictly in accordance with this policy and applicable legal and regulatory requirements regarding the safeguarding of confidential information.

3. Breach. Failure to maintain the confidentiality and security of this information shall be grounds for disciplinary action, including termination or removal by legal means. The duty of loyalty and confidentiality is essential to protect the interests and goals of APCPPOA and any violation of this policy will cause irreparable harm to APCPPOA. Therefore, in the event that this policy is violated, APCPPOA shall also be entitled to seek special, preliminary and permanent injunctive relief, as well as any other rights or remedies to which APCPPOA shall be entitled.

4. Meeting Procedures. Confidential information to be reviewed at meetings shall not be routinely distributed prior to meetings. If it is necessary to distribute confidential information prior to or at meetings, it shall not be reproduced, and the following additional precautions shall be observed:
 - a. the material shall be clearly marked as confidential;
 - b. distributed copies of the confidential information shall be numbered;
 - c. each numbered copy shall be retrieved later during the meeting at which it is reviewed;
 - d. all numbered copies shall be destroyed; and
 - e. the original shall be retained in a secure location.

5. Written Acknowledgement. All Officers, Directors and committee members who have access to confidential information shall execute the attached acknowledgement form.

ACKNOWLEDGEMENT FORM

As a condition of continuing my position with this organization and intending to be legally bound hereby, I confirm and agree to the following terms:

1. I have read the attached Confidentiality Policy and will comply with it.
2. I shall not use, disclose, publish or communicate any confidential information as defined in the policy to unauthorized persons without the prior majority vote of the Board of Directors.
3. If I violate the policy, I understand that I could be disciplined, including but not limited to being terminated or removed from my position with the organization. I also understand that APCPPOA shall be entitled to seek special, preliminary and permanent injunctive relief, as well as any other rights or remedies to which APCPPOA shall be entitled.

Signature

Date _____

Printed Name

Title