



Nondisclosure Policy

Background

The North Carolina Center for the Care of Huntington's Disease dba HD Reach is a non-profit organization whose mission is to provide access to care, education, and social assistance to patients and families affected by Huntington's disease in North Carolina.

HD Reach benefits from the participation of board members, committee members, employees, volunteers, agents, and advisors (called "Members"). In order to fulfill its mission, HD Reach has need of expertise in Huntington's disease evaluation, treatment, research, health care delivery, systems development, institutional collaboration, philanthropy, finance, and administration. The effort and skill of many individuals is necessary to operate a successful non-profit organization.

Definition of Confidential Information

In connection with the fulfillment of its mission, Members of HD Reach will have access to information about organizational structure, programs, policy development, donors, prospects, finances, and client information. This information is considered "Confidential Information", and is described in detail below.

HD Reach gathers demographic and clinical information from clients, patients, and their families. The information is gathered for the purpose of facilitating health care, health care delivery, research, education, and strategic program development. This information is considered "Confidential Information".

HD Reach gathers private information from donors and prospective donors for the purpose of resource development. This information is considered "Confidential Information". See the HD Reach Donor Confidentiality Policy and Donor Bill of Rights Policy.

HD Reach gathers information about prospective board members and committee members for recruitment purposes. This information is considered "Confidential Information".

Administrative and program data is considered "Confidential Information". It includes all data and information relating to the business and management of HD Reach, clinical program information, database structure or information, written materials, presentation materials, proprietary data, marketing and branding materials, policies and procedures, internal strategic planning documents, accounting and financial information, employee data, donor information, recruitment and prospect information, internal correspondence, and any working "in draft" documents.

“Confidential Information” will also include any information that has been disclosed by a second party to HD Reach and governed by a non-disclosure or confidentiality agreement.

Confidential Information will not include information that:

- is generally known in the industry of HD Reach;
- is now or subsequently becomes generally available to the public through no wrongful act of HD Reach;
- the Member rightfully had in its possession prior to receiving the Confidential Information” from HD Reach;
- is independently created by the Member without direct or indirect use of the Confidential Information;
- the member rightfully obtained from a third party who has the right to transfer or disclose it

Confidentiality Obligations

Members must acknowledge their understanding of the confidentiality policy in writing.

“Confidential Information” will remain the exclusive property of HD Reach and will only be used for the purpose of fulfilling its mission.

Members will not use the Confidential Information for any purpose that might be directly or indirectly detrimental to HD Reach or any of its affiliates or subsidiaries.

The obligations to ensure and protect the Confidentiality of restricted Confidential Information of HD Reach by Members will last indefinitely.

HD Reach will retain all Confidential Information at its usual place of business. Electronic information must be stored in a secure way, with a duplicate copy at an of site location. Further, the Confidential Information is not to be used, reproduced, transformed, or stored on a computer or devise that is accessible to persons to whom disclosure may not be made.

Disclosure of Confidential Information

Confidential client, patient or family information may only be disclosed in accordance with HIPPA regulations. See the HD Reach Notice of Privacy Practices for Protected Health Information.

Financial information about donor contributions will be released to the IRS in accordance with federal and state law.

Distribution of confidential organizational information to any outside organizations for purposed of collaboration or communication should be approved by the Committee Chair directly responsible for the released information, Chairman of the Board, or Board of Directors. Documentation of disclosure must be included in meeting minutes or electronic communications.

Breach of Confidentiality

If a Member loses or fails to maintain the confidentiality of any of the “Confidential Information” outlined in this Policy, the Member will immediately notify the Board Chair, President, or employee’s supervisor and take all reasonable steps necessary to retrieve the lost or improperly disclosed “Confidential Information”.

Return of Confidential Information

Members will keep track of all “Confidential Information” provided to it and the location of such information. HD Reach may at any time request the return of all “Confidential Information” from a Member.

Notices

In the event that a Member is required in a civil, criminal, or regulatory proceeding to disclose any part of the Confidential Information, the Member will give to the Board Chair or employee’s supervisor prompt notice of such request so that HD Reach may seek an appropriate remedy or alternatively to waive Member’s compliance with the provisions of this Agreement in regards to the request.

Ownership and Title

Nothing contained in this Policy will grant a Member, either expressly or implied, any right, title, interest, or license in or to the intellectual property of HD Reach.