

Confidentiality Policy

Date adopted: 4/2007	Review Date(s): Reviewed 6/2015	Approved by: Board
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PURPOSE

Board members must maintain the confidentiality of certain information to ensure full and frank discussion among Board members; facilitate effective Hospital operations; and protect the Hospital and its patients, affiliated health care professionals, and employees. The unauthorized disclosure of confidential information may seriously disrupt Hospital operations and expose the Hospital and individual Board members to liability. This policy is intended to protect the Hospital, Hospital personnel, and Hospital patients by ensuring that confidential information is protected consistent with applicable law.

POLICY

Consistent with applicable law and Board members' fiduciary duties, Board members will not use or disclose confidential information obtained in their official capacity concerning the Hospital or its patients, affiliated health care professionals, or patients unless such use or disclosure is authorized by the Board and applicable law.

PROCEDURES

1. **Confidential information.** For purposes of this policy, "confidential information" includes, but is not limited to:
 - a. Information concerning a patient's health, healthcare, or payment for healthcare;
 - b. Information concerning the credentialing, performance, evaluation, or discipline of medical staff members and other health care professionals affiliated with the Hospital;
 - c. Information concerning the employment, performance, evaluation, discipline, or personal life of Hospital employees;
 - d. Information concerning confidential, proprietary or strategic business operations of the Hospital, including but not limited to strategic or business plans, competitively-sensitive information, contract negotiations, trade secrets, etc.; keeping with mandates of Chapter 3, title 9 of the Idaho code.
 - e. Information concerning the Hospital's quality assurance or improvement activities, including but not limited to quality assurance investigations or studies, incident reports, peer review actions, risk management actions, etc.;
 - f. Information concerning the Hospital's actual or potential litigation, including threatened litigation, strategies and defenses, settlement plans, etc.

2. **Patient Information.** Confidential information concerning a patient's health, health care or payment is protected by the HIPAA privacy rules, 45 C.F.R. part 164, as well as state laws and regulations. Board members shall comply with such laws and regulations and



Confidentiality Policy

Hospital's privacy policies concerning the use or disclosure of patient information. See *Hospital's HIPAA Policy*.

3. **Open Meeting and Public Records Laws.** As public entities, the Hospital and the Board are subject to Idaho's Open Meeting and Public Record Laws, Idaho Code §§ 9-337 et seq. and 67-2340 et seq. However, these laws are subject to many limitations and restrictions, including but not limited to protection of information concerning patients, medical staff members, employees, sensitive business transactions, litigation, etc. In addition, these laws and associated protections generally apply to actions taken by the Board during public meetings, not information considered outside of public meetings or unauthorized disclosures by individual Board members acting outside the scope of their official duties as Board members. Board members will:
 - a. Be familiar with Idaho Open Meeting and Public Record Laws.
 - b. Exercise good judgment in disclosing or discussing otherwise confidential information in open session.
 - c. Use executive sessions to disclose necessary information that is exempt from the Open Meeting or Public Record Laws consistent with those laws (e.g., patient-specific information; employment or credentialing discussions; peer review issues; real property acquisitions; etc.).
 - d. Take such further action as is appropriate to protect confidential information that is exempt from the Open Meeting and Public Record Laws consistent with this policy.
4. **Executive Sessions.** All confidential information that is given or disclosed in executive session held pursuant to I.C. § 67-2345 is presumed to be confidential and protected by this policy until disclosed by the Board in open session.
5. **Open Sessions.** All information given or disclosed by the Board in open session is presumed not to be confidential.
6. **Committee Meetings.** All confidential information that is given or disclosed during committee meetings, where there is not a quorum of the Board present, shall be presumed to be confidential and protected by this policy unless the chairman of the committee determines that the information is not confidential.
7. **Minutes.** Minutes of Board meetings (including executive sessions) and committee meetings shall be maintained so as to protect confidential information consistent with applicable laws and statutes.
8. **Public Records and Information Requests.** If an individual Board member is requested to disclose confidential information, the Board member shall refer the request to the Board and/or the Administrator to ensure that a proper response is made by the authorized individual in accordance with the Hospital's policy and procedures for responding to information requests.
9. **Public Statements or Disclosures.** Board members shall not make any statement or disclose any confidential information to the press or the public on behalf of the Board or



Confidentiality Policy

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Hospital, or in his or her capacity as a Board member, unless such disclosure or statement has been authorized by the Board.

10. **Use of Information for Public Gain.** Board members shall not use or disclose confidential information gained from their official capacity to obtain a personal benefit. See I.C. § 18-1359.
11. **Continuing Application.** This policy shall apply during the Board member's term on the Board, and shall continue to apply to former Board members after the Board members' term of service ends. Board members shall continue to protect confidential information obtained in their capacity as a Board member even after they no longer serve on the Board.
12. **Violation.** The violation of this policy may expose the Hospital, the Board, and the individual Board member to criminal, civil, and administrative fines, penalties, and damages. To ensure compliance, enforce this policy, and minimize any damage resulting from an improper disclosure, the violation of this policy shall be grounds for appropriate sanctions against the Board member, including but not limited to suspension of the member's service on the Board; termination of Board membership; or removal from Board or committee assignments.
13. **Reporting.** Board members shall report improper disclosures in violation of this policy to the Board so that appropriate corrective action may be taken.
14. **Training.** Board members shall receive training concerning Board members' duty of confidentiality and this policy when they are appointed to the Board, and periodically as necessary thereafter.
15. **Certification.** As a condition to their service, Board members shall certify that they will comply with the Board's confidentiality policy in the attached form.

RESOURCES

Hospital HIPAA Policy

HIPAA Privacy Regulations, 45 C.F.R. part 164.

Idaho Open Meeting Law, I.C. § 67-2340 et seq.

Idaho Public Records Law, I.C. § 9-337 et seq.

Idaho Hospital District Law, I.C. § 39-1328.

Idaho Corrupt Influence Act, I.C. § 18-1359.

Office of Attorney General, Idaho Open Meeting Law Manual

Office of Attorney General, Idaho Public Records Law Manual

1. I hereby certify that I have received, read, and understand the Hospital's Board of Trustees Confidentiality Policy.
2. I acknowledge and agree to abide by the terms of the Confidentiality Policy.

Name of Board Member

Signature

Date