

# Confidentiality Provisions – JCU Council, Council “Committees”, Controlled Entity Directors and Nominee Directors of Non-Controlled Entities

## Application of Provisions

1. These provisions should be read in conjunction with Principle 2 within the Code of Conduct for the University Council and its Committees, and apply to:
  - (i) members of the James Cook University Council;
  - (ii) members of a “committee” being a Council committee, sub-committee, selection committee; working party, discussion group, Board or the like.
  - (iii) All directors of companies or like-named fiduciary officers of entities which are under JCU control;
  - (iv) JCU staff and members of Council in their capacity as directors or Board members of companies or entities which are not under JCU control where the University is the source of their appointment or the appointment is recognised as an approved University activity to the extent that they are in possession of information about matters discussed by Council or the Committee.

## Confidential Information

2. Information may be confidential, as falling within one or more of a number of categories including the following:
  - (i) information about the personal affairs of a person;
  - (ii) information received on condition of its being kept confidential;
  - (iii) commercial-in-confidence information which, if disseminated, might allow a recipient to receive an unfair commercial benefit;
  - (iv) information which, if revealed to a third person, might be used to the disadvantage of JCU;
  - (v) information defamatory of a person (which can legitimately be discussed by Council or a “Committee” but which if disseminated more widely could give rise to an action for damages for defamation);
  - (vi) information which is capable of harmful misinterpretation if divulged to a third person who is not aware of other contextual factors necessary for accurate understanding of the implications of the information.
3. The above categories are not exclusive.

## Provisions about Maintaining Confidentiality

4. Nothing in these provisions prevents the disclosure of confidential information where that disclosure is required or authorised by law.
5. Appropriate care must be taken to ensure the security of sensitive Council, “Committee” and other University documents, whether in paper or electronic form.
6. Confidential Council, Committee or University business should not be discussed in public places where there is a chance of the discussion being overheard.
7. Duplicate copies of records no longer required shall be disposed of in accordance with archive procedures or other arrangements as may be made by the Secretary to the Council or of the “Committee”.
8. Access to confidential records shall take place only subject to compliance with appropriate access procedures.
9. Information must be treated as being confidential information where:
  - (i) it falls within one or more of the categories in paragraph 2 above; or
  - (ii) the Chairperson of the Council or “Committee” at the meeting at which the information is provided or discussed, stipulates that the information shall be kept confidential and a majority of members of the Council or “Committee” present does not dissent from that stipulation; or
  - (iii) majority of members of the Council or “Committee” present at the meeting at which the information is provided and/or discussed is of the opinion that the information should be kept confidential.