



## **MEDINA COUNTY PORT AUTHORITY CONFIDENTIALITY POLICY AND PROCEDURES**

### **Policy:**

The Medina County Port Authority (Port) engages the business community for purposes of advancing economic development throughout Medina County and surrounding counties. The Port is given access to, or provided with, confidential information related to business practices, financial condition, business models and other types of trade practices, that, if publicly disclosed, could be detrimental to the Ports operations as well as that of a business client.

It is the Port's policy to protect confidential information and prevent its disclosure where such disclosure would be detrimental to the interests of the Port or business client.

### **Procedure:**

#### **1.0 Definitions**

- (A) "Improper means" includes theft, bribery, misrepresentation, breach or inducement of a breach of a duty to maintain confidentiality, or espionage through electronic or other means.
- (B) "Misappropriation" means any of the following:
  - (1) Acquisition of confidential information of another by a person who knows or has reason to know that the confidential information was acquired by improper means;
  - (2) Disclosure or use of confidential information of another without the express or implied consent of the other person by a person who did any of the following:
    - (a) Used improper means to acquire knowledge of the confidential information;
    - (b) At the time of disclosure or use, knew or had reason to know that the knowledge of the confidential information that the person acquired was derived from or through a person who had utilized improper means to acquire it, was acquired under circumstances giving rise to a duty to maintain its confidentiality or limit its use, or was derived from or through a person who owed a duty to the person seeking relief to maintain its confidentiality or limit its use;

- (c) Before a material change of their position, knew or had reason to know that it was a confidential information and that knowledge of it had been acquired by accident or mistake.
- (C) "Person" has the same meaning as in division (C) of section **1.59** of the Revised Code and includes governmental entities.
- (D) "Confidential Information" means information, including the whole or any portion or phase of any scientific or technical information, design, process, procedure, formula, pattern, compilation, program, device, method, technique, or improvement, or any business information or plans, financial information, or listing of names, addresses, or telephone numbers, that satisfies both of the following:
  - (1) It derives independent economic value, actual or potential, from not being generally known to, and not being readily ascertainable by proper means by, other persons who can obtain economic value from its disclosure or use.
  - (2) It is the subject of efforts that are reasonable under the circumstances to maintain its confidentiality.

## **2.0 Preservation Procedures**

- A) Board members, employees, contractors, business clients and any other person that has access to confidential information will be required to sign a Confidentiality Agreement.
- B) Confidential information will be stored securely and access to confidential information will be limited to only those with a "need to know" to prevent misappropriation of the confidential material through improper means.
- C) Circulation of confidential information will be as limited as is practical.
- D) Confidential information in hard copy form will be labeled as confidential where practical.
- E) Confidential information in electronic form may be communicated via electronic means, however; re-communication should be limited to the degree practical.
- F) Reasonable efforts under the circumstances will be taken to preserve the confidentiality of the information.
- G) The Confidentiality Policy and Procedures will be reviewed annually with board members, employees and contractors who regularly have access to, or may have access to, confidential information of the Port.

*Adopted October 2, 2013*