	LEVEL 2 INSTITUTE POLICY: CEO authors and approves and the PMI board monitors	No.:
		Date Approved: 01-01-2002
		Rev No.: 1
POLICY TITLE:	Confidentiality	Rev Date: 09-12-2002
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RESPONSIBILITY OF:	William G. Scarborough, General Counsel	
PREPARED BY:	Standards, Legal	APPROVED BY: Chief Executive Officer Executive Group

I. POLICY STATEMENT:

All organizations have a need for confidentiality in some of their business operations. These policy and procedures address how the Project Management Institute (PMI®) will manage, handle, and control confidentiality in the day-to-day business of the corporation. This policy applies to all PMI sponsored activities, including but not limited to project teams, groups, member advisory groups, Board committees or other committees or groups formed by the Institute (hereinafter referred to as "PMI Groups") Nothing in the policy is intended to limit staff's day-to-day responsibility as set forth in the PMI Employment Guide, job descriptions or other policies governing staff conduct nor is it intended to effect the responsibility of the Chief Executive Officer over the conduct of staff in performing any duty regarding the Institute.

II. PURPOSE:


PMI member and non-member volunteers and staff members, from time to time, are required to have access to and use confidential, sensitive and proprietary information or data. In such situations, confidentiality is in the best interests of the corporation, its components and members, since disclosure could injure individuals and organizations both inside and outside of PMI. In addition, disclosure could involve unfair business advantage, personnel action and other risks. Thus, PMI desires to establish clear, reasonable and fair standards for confidentiality applicable to PMI member and non-member volunteers and staff members for such matters.

III. DESIRED RESULTS/OBJECTIVES:

1. PMI members, non-members, and staff members will have a clear understanding of PMI's need for confidentiality in its operations.
2. PMI members, non-members, and staff members will understand the kind of information deemed confidential by PMI, how they can mark information confidential, how they should handle PMI confidential information, how they can appeal the designation of material marked confidential, and how breaches of confidentiality will be handled.
3. The PMI Confidentiality Policy will minimize the potential for confidential, sensitive and proprietary information or data to be compromised. Further, this policy will minimize the risk of PMI members, non-members, and staff members being accused of inappropriate activity or the appearance of impropriety.

IV. DEFINITIONS:

"Confidential Information." Any information, material or data that the organization considers and treats as confidential, sensitive or proprietary, and is not in the public realm through due process of PMI, as delineated on the confidentiality form, shall be defined as confidential, whether or not it is explicitly marked as such.

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Examples of Confidential Activities & Sources: Information that is confidential, sensitive or proprietary may result from various activities and sources. These may include but are not limited to:

1. Current and prospective membership and component records, including personal/business data
2. Employee personnel matters and actions, including personnel records with responsibilities, qualifications and compensation information as well as medical records or data that will be unduly invasive of personal privacy
3. Information generated by self-regulatory proceedings, such as ethics and professional conduct investigations, certification, standards-setting, accreditation or other business or governance enforcement
4. Opinions and other privileged information received from inside or outside legal counsel or other learned experts, including staff
5. Executive or Closed Session information, including minutes and notes of any PMI sponsored group
6. Monthly financial statements and quarterly executive financial summaries.
7. Certain business and financial discussions, agreements, and financial data. This includes HQ's multi-year program plans and budgets, information about programs, projects, products and services under development as well as data generated through confidential merger or acquisition processes, or other cooperative or partnership agreements
8. Trade secrets or confidential commercial information generated through the corporation's business endeavors, or shared with the corporation by outside business concerns on the condition of maintenance of confidentiality
9. Programs, products, and services being developed but not yet made public.


"PMI Group" is defined in the first paragraph of this policy.

"Group Leader" means the individual who is responsible for the operation of the PMI Group, as established in the applicable, PMI governing document, charter, job description or other delegation of authority by the appropriate PMI authority.

V. PERSONS AFFECTED:

PMI member and non-member volunteers and staff working on PMI Groups are bound by this Policy, including but not limited to: the PMI Board, Board Committees (as defined in Governance Policy 3.6), Member Advisory Groups (MAG), Project Action Teams (PATs), Awards Committees, Editorial Boards, Standards Program project teams, Certification Department item writing sessions, and open working sessions.

VI. DISSEMINATION:

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Internal: Staff

External: Volunteer members and public at large

VII. RESPONSIBILITIES:


Participation on a PMI Group constitutes acceptance of the terms of this Policy and its requirements. This policy does not grant or imply any license to individuals to use for their personal or business activities, any PMI proprietary information or intellectual property, regardless of whether it is deemed confidential under this policy.

VIII. PROCEDURES:

- Authority:** Where legitimate reasons exist for confidentiality, such as those materials enumerated by way of example in Section IV but not limited by those examples, the PMI Board, including its designee(s), the PMI Chair, the Chief Executive Officer, staff, and leaders of PMI Groups are authorized to formally designate information for which they are accountable as confidential.
- Disclosure:** Individuals, accountable under this policy, may not purposefully disclose confidential, sensitive or proprietary information within or outside the corporation, except to individuals known to be authorized to receive such information. Such individuals shall act with due care to avoid the inadvertent disclosure of such information to anyone else, and to avoid its use for personal gain or the advantage of other organizations or entities.
- Policy Usage:** Care must always be used to avoid overuse or misuse of this policy. The Institute requires a high-degree of openness to function properly, and with due regard for the interests of all of the Institute's global members. Care shall be exercised at all times in the designation and usage of confidential information.
- Appeal of Confidential Markings or Determinations:** Appeals from individuals and entities, requesting access to, or removal of the confidential status from, information classified as confidential by a PMI Headquarters sponsored group under this policy may be made in writing to the PMI Chief Executive Officer. The decisions, in response, of the Chief Executive Officer shall be final.

Appeals concerning information classified as confidential by the PMI Board of Directors or a Board Sponsored Group may be made in writing to the Chair, PMI Board of Directors, whose decision is final.

- Forms:** All individual PMI members, non-members, and staff members will sign a form acknowledging PMI's Confidentiality Policy as a condition of participation on any PMI Group. The current form is attached to this policy. It is anticipated that the standard form attached will apply in most cases, however, if a leader believes that modification would serve the interests of PMI to make their group more productive the form may be tailored with the explicit concurrence of the PMI General Counsel or the designated representative from the PMI Legal Department.
- File Retention:** The PMI Group Leader will forward the forms to the PMI Legal Department for retention in accordance with PMI's Records Retention Policy. The Legal Department will

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retain the forms during the life of the group and the forms will be archived when the group is disbanded.

7. Violations: Apparent violations of this policy will be forwarded to the appropriate individual as described in PMI's Policy on Complaint, Dispute, and Grievance Resolution and may be further referred to the Ethics Review Committee under PMI's Member Ethics Case Procedures.

- XI. RELATED POLICIES, SUPPORTING DOCUMENTATION AND/OR APPENDICES:**
Confidentiality Agreement Form; PMI Headquarters Policy on Conflict of Interest; PMI Records Retention Policy; PMI Policy on Complaint, Dispute, Grievance Resolution; PMI Members Ethics Case Procedures; and PMI Employment Guide.

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