

## **STATEMENT OF POLICY CONFIDENTIALITY OF CORPORATE RECORDS**

### 1. Purposes of the Policy.

- a. To preserve the history of the institution and its governance in the "Corporate Records" of Duke University (as defined in III.A. below), and thereby preserve the rich heritage of a renowned institution of higher education, research and health care.
- b. To maintain the integrity of the Corporate Records and confidences of the participants in the governance of Duke University.
- c. To provide for the preservation of the Corporate Records and at the same time allow for the scholarly pursuit of research.

### 2. Policy Requirements.

- a. Access to Corporate Records that have been in existence for less than fifty years at the time of the request shall be granted only by special permission granted in writing by the Board of Trustees of Duke University, upon recommendation by the Secretary of the Board of Trustees.
- b. Access to Corporate Records that have been in existence for at least fifty years at the time the request for information is received shall be available for scholarly research, provided that access to these records shall be granted only upon approval in writing by the Archivist of the University.
- c. Both 2.a. and 2.b. above are based on a February 1989 policy issued by the Board of Trustees stating, "Records which have been in existence for at least fifty years are available for scholarly research with the permission of the University Archivist. Access to records which have been in existence for less than fifty years shall be granted only by special permission, in writing, of the Board of Trustees."
- d. Notwithstanding the foregoing, access shall not be granted to Corporate Records or portions thereof that are prohibited from disclosure or the disclosure of which is otherwise restricted by statute, regulation, rule, contract, or other legal restriction, and including without limitation documents, materials and other information the disclosure of which is restricted by the Family Educational Rights and Privacy Act and the Health Insurance Portability and Accountability Act of 1996 and its implementing regulations, including the Standards for Privacy of Individually Identifiable Health Information (the "Privacy Rule") and the Security Standards for the Protection of Electronic PHI (the "Security Rule"), amended by the Health Information Technology for Economic and Clinical Health Act

("HITECH Act") and its implementing regulations, and as they may be further amended from time to time.

### 3. Implementation.

- a. For the purposes of this Policy, the "Corporate Records" are defined as the minutes of the Board of Trustees and the Executive Committee of the Board of Trustees; the minutes of the meetings of the standing and other committees of the Board of Trustees; the reports, studies, and related information that have been or will be presented to the Board of Trustees and its committees; the files of the Officers of the University that are directly related to the Board of Trustees and its Committees and related minutes and documentation as described hereinabove; and with respect to all of these items, none of which have been publicly distributed. For purposes of this Policy, "Officer(s) of the University" shall mean those Officers elected by the Board of Trustees as set forth in the Bylaws of the University.
- b. All active members and members-elect of the Board of Trustees shall have access to the Corporate Records.
- c. Non-Trustees who are currently serving on a Trustee committee shall have access to the Corporate Records relating to that committee.
- d. The Officers of the University shall have access to Corporate Records that relate to their participation in a meeting without permission of the Board, unless a document has been specifically restricted by the Board of Trustees. Anyone acting on behalf of one of the Officers of the University must have written permission from said Officer to access the records.
- e. The Board of Trustees can restrict access to the Corporate Records at any time to any member or members of the Board of Trustees and any Officer of the University.
- f. No one has the authority to grant access to the Corporate Records unless that access is provided for by this Policy.
- g. The Archivist of the University shall be bound by this Policy including the definition of "the Corporate Records" set forth in 3.a. above.

Revised by the Executive Committee of the Board of Trustees and effective on January 13, 2017.