



Board Confidentiality Policy

Pursuant to their fiduciary duties of loyalty and care, Directors of the Forum of Executive Women ("FOEW") are required to protect and hold confidential all non-public information obtained due to their directorship or committee position absent the express or implied permission of the Board of Directors to disclose such information. Accordingly, (i) no Director shall use Confidential Information for her own personal benefit or to benefit persons or entities outside the FOEW; and (ii) no Director shall disclose Confidential Information outside the FOEW, either during or after his or her service as a Director of the FOEW or as a committee chair, except with authorization of the Board of Directors or as may be otherwise required by law.

For purposes of this policy "Confidential Information" is all non-public information entrusted to or obtained by a Director by reason of her position as a Director of the FOEW or committee chair. It includes, but is not limited to, non-public information that might be harmful to the FOEW or its members, if disclosed, such as:

- non-public information about the FOEW's financial condition, prospects or plans, its committee initiatives or contemplated initiatives, its mentoring, leadership or other programs and sponsorship information, as well as information relating to the FOEW's initiatives or contemplated initiatives;
- non-public information concerning possible programs, events, initiatives or strategies, committee programs, nominees for director or officers of the FOEW or deliberations related thereto, reports or deliberations of the Board or any committee, information about the FOEW's members or potential members, mentees, or strategic alliance partners, which the FOEW is under an obligation to maintain as confidential; and
- non-public information about discussions and deliberations relating to business issues and decisions, between and among employees, officers, Directors, consultants and service providers.

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