

## CONFIDENTIALITY

All employees must safeguard confidential information obtained as a result of working for RAILS. This confidential information includes all information not generally known that could cause RAILS or any of its employees injury, embarrassment, or loss of reputation or goodwill if this information is disclosed to the general public. This information may include, but is not necessarily limited to, personal, patron information and/or technical information, trade secrets, and any material identified by RAILS as confidential.

Access to confidential information should be on a need to know basis and must be authorized by the RAILS Executive Director or Associate Executive Director. RAILS may seek all remedies available under the law for any threatened or actual unauthorized use or disclosure of confidential information. Any employee who is unsure about the confidentiality of any information should immediately seek the assistance of their immediate supervisor and/or Human Resources prior to disclosing such information.

Employees should use reasonable security measures with respect to confidential information, including but not limited to the following:

- Confidential information should not be disclosed to any third party except upon RAILS' prior written approval;
- No copies should be made of any confidential information except when necessary for RAILS business
- Employees may not use confidential information for their own benefit, nor for the benefit of any third party, without RAILS' prior written approval.

All confidential information shall remain the sole property of RAILS, and all copies must be returned to RAILS upon termination of employment or upon demand at any other time.

In some circumstances, there is immunity from liability for confidential disclosure of a trade secret confidential information to the government or in a court filing:

(1) Immunity. An individual shall not be held criminally or civilly liable under any federal or state trade secret law for the disclosure of a trade secret that—

(A) is made—

(i) in confidence to a federal, state or local government official, either directly or indirectly, or to an attorney; and

(ii) solely for the purpose of reporting or investigating a suspected violation of law; or

(B) is made in a complaint or other document filed in a lawsuit or other proceeding, if such filing is made under seal.

(2) Use of Trade Secret Information in Anti-Retaliation Lawsuit. An individual who files a lawsuit for retaliation by an employer for reporting a suspected violation of law may disclose the trade secret to the attorney of the individual and use the trade secret information in the court proceeding, if the individual—

(A) files any document containing the trade secret under seal; and

(B) does not disclose the trade secret, except pursuant to court order.

“Trade secret” means all forms and types of financial, business, scientific, technical, economic, or engineering information, including patterns, plans, compilations, program devices, formulas, designs, prototypes, methods, techniques, processes, procedures, programs, or codes, whether tangible or intangible, and whether or how stored, compiled, or memorialized physically, electronically, graphically, photographically, or in writing if—  
(A) RAILS has taken reasonable measures to keep such information secret; and  
(B) the information derives independent economic value, actual or potential, from not being generally known to, and not being readily ascertainable through proper means by, another person who can obtain economic value from the disclosure or use of the information