

**Gemini Science and Technology Advisory Committee Non-Disclosure Policy and  
Agreement  
7 February 2012**

**Purpose.** The goal of this policy is to protect the proprietary information of institutions and companies whose intellectual property is presented to the Gemini Science and Technology Advisory Committee (STAC) in confidence.

**Policy.** Members of the STAC shall not disclose, distribute, copy, make available, or discuss any material labeled or identified as "Proprietary" or "Confidential" with persons who are not members of the STAC, except as authorized in advance and in writing by the owner of the intellectual property in question.

**Procedures.** Gemini or the owners of proprietary information shall be responsible for ensuring that any proprietary or confidential information presented to the STAC is properly identified as such. The Gemini Director shall be responsible for notifying the owners of intellectual property that their materials will be presented to the STAC, and offer them the opportunity to identify information that should be treated as confidential or proprietary. In the case of written materials, each page, slide, or image shall have the words "confidential" or "proprietary" prominently displayed, including each page of separately bound volumes identified on the cover as "confidential". In the case of verbal presentations or discussions, the confidential or proprietary information shall be clearly identified as such during the course of the presentation. Unless the identification and labeling of confidential or proprietary information also includes the time period that the material must not be disclosed, the non-disclosure period is perpetual. Even if not identified as such, all financial information and information about competitive procurement efforts presented to the STAC shall be considered confidential unless explicitly stated otherwise.

Members shall make every reasonable effort to minimize the chances of inadvertent disclosure of confidential or proprietary information. This includes, but is not limited to:

- Not mentioning the material in conversation outside of committee meetings or discussions among STAC members.
- Destroying all copies (paper and electronic) of confidential or proprietary materials as soon as there is no longer any committee related purpose for retaining them.
- Never making any copies of confidential or proprietary materials.
- Never storing confidential or proprietary materials in places (including servers) where persons outside the committee could have any access to the materials.

Members shall promptly report known or suspected violations of this policy, including their own, to the STAC Chairperson.

If a committee member believes that confidential or proprietary information has already been publicly disclosed by others outside the STAC, she may ask that the STAC Chair request written permission from the owner of the proprietary information to discuss/disclose the material on the grounds that it is already public information, but shall not herself disclose it until written permission is received.

**Signature.** By signing a copy of this Non-disclosure Agreement, each STAC member promises to follow this Policy during their entire term on the STAC.

Signed: \_\_\_\_\_

Print Name: \_\_\_\_\_

Date: \_\_\_\_\_