****

**VOLUNTEER CONFIDENTIALITY AGREEMENT**

In connection with the performance of services requested by Project Management Institute-Nova Scotia (PMI NS) and in reliance on your statement that you are interested in pursuing a volunteer relationship, PMI NS may provide you with business, financial, legal, technical and other types of information and/or data, in written, electronic and verbal form, which are related to the operations of the Chapter. All such information is hereinafter referred to as ‘Proprietary Information’.

For the purposes of this Agreement ‘The Parties’ shall mean the undersigned ‘Volunteer’ and ‘PMI NS’.

In consideration for the disclosure and any negotiation concerning the proposed volunteer relationship, the Parties agree as follows:

1. To hold in confidence and not possess or use (except to perform the requested services) or disclose any Proprietary Information except information a party can document (a) is in the public domain through no fault of the disclosing party, (b) was properly known by the disclosing party, without restriction, prior to any disclosure, or (c) as may be required by law. The foregoing does not grant either party a license in or to any of the Proprietary Information of the other party.
2. If the relationship expires or is terminated, the parties will promptly return all Proprietary Information and all copies, extracts and other objects or items in which it may be contained or embodied.
3. Acknowledge and agree that due to the unique nature of the Proprietary Information, any breach of this Agreement would cause irreparable harm for which damages is not an adequate remedy and that the Parties shall therefore be entitled to equitable relief in addition to all other remedies available at law.
4. The terms of this Agreement will remain in effect with respect to any particular Proprietary Information until either party can document that it falls into one of the exceptions stated in Paragraph 1 above.
5. This Agreement is governed by the laws of the Canadian Federal Privacy Legislation - The Personal Information Protection and Electronic Documents Act (PIPEDA) and may be enforced in any provincial or federal court sitting in that province. Nothing in this Agreement may be modified or waived unless in writing, signed by a duly authorized representative of the Parties

Intending to be legally bound and duly authorized to enter into this Agreement, the parties:

**ACKNOWLEDGE AND AGREE** TO THIS\_\_\_\_\_\_DAY of\_\_\_\_\_, 2023

Volunteer Name: Volunteer Signature:

Board Member, PMI NS: Board Member’s Signature: