

Confidentiality and your employees

No company wants to lose its valuable sensitive information to a competitor, potentially creating negative client situations and compromising future growth. The vigilant protection of company information is an issue that needs to be discussed with employees during their employment and, more especially, as they are leaving your employ. What practical and legal steps can you take to guard your company's secrets?

Start at the beginning

The best time to have an employee agree to confidentiality obligations is right at the time of hire. Managers (or HR professionals) should have employees sign a confidentiality agreement unless they have already signed a document with confidentiality provisions during the interview process.

At times, it may also be desirable for a company to require stronger post-employment restrictions, such as non-compete obligations, on a key hire. In most states, non-compete agreements are fairly routine. For example, in California, the conventional wisdom is that enforceability is limited-which is generally true. There is, however, some belief for enforcing agreements that do not actually prevent that restricted employee from earning a living within his or her field.

What are trade secrets, really?

The core of confidentiality obligations is the protection of trade secrets. While many states have statutes to help protect trade secrets, specific confidentiality provisions in the terms and conditions of employment re-enforce those protections, calls them to the employee's attention, and binds the employee to them using the employee's signature.

A trade secret may consist of any



formula, pattern, device, or compilation of information which is used in one's business and which gives the employer an opportunity to obtain an advantage over its competition. Generally, a trade secret is a process, device, or information intended for continuous use in the operations of the business.

Trade secrets can include customer lists, pricing structures, business strategy, marketing plans, financial information, product development strategy, intellectual property, current and anticipated research and development, and inventions. Following are some questions that should clarify if you're not sure if some information, a device, or a formula constitutes a trade secret:

- Is the information known outside of the employer's business?
- Is the information known by employees and others involved in the business?
- What measures does the employer take to guard the secrecy of the information?
- What is the value of the information to the employer and to the competitors?
- What is the amount of effort or money expended by the company

in developing the information?

- How easily or readily could the information be obtained by a competitor through an independent source?

Note that trade secrets need not be technical in their nature. Market-related information and documents may be deemed to be trade secrets, and thus confidential.

Is a customer list a trade secret?

Though very important to every company, customer lists may or may not be considered a trade secret protected by confidentiality obligations. If the customer list contains specific customer information such as the key contact person, particular needs or requirements, or other information about customers that would be advantageous in the business but not publicly available, then such lists should be considered a trade secret and receive protection accordingly.

Some practical ways to protect corporate assets

Employers should disseminate to their employees a written trade secret policy that specifically identifies customer information, anticipated R&D projects, pricing, and other

similar items as trade secrets. Most trade secrets are documented in some fashion, whether in paper files or computer disks. Here are some suggestions for keeping trade secrets:

- If it's a trade secret, label it! Mark confidential documents with the words CONFIDENTIAL or TRADE SECRET. But be selective. If all documents or files are labelled secret, even those that are not, the label may lose its effectiveness.
- Do not distribute confidential documents beyond the pool of people who need to see them.
- Securely store your documents and protect them from inappropriate access and disasters such as fire.
- Back up your computer information, and keep the duplicate files secure.
- Shred documents before discarding them.
- Erase boards and destroy flip charts after meetings.
- Collect all excess documentation after meetings.

With the increasing use of e-mail, intranets, and portals, companies also need to set up appropriate policies for technology security, including hardware, software, and data. Using firewalls to protect Internet access, employing reputable encryption programs on email, restricting access to servers, and developing sophisticated database security protocols are all valuable steps in ensuring that electronic copies of trade secrets are not deliberately or inadvertently released. Proper virus protection is also crucial to assure that critical documents are not damaged or destroyed.

In the era of telecommuting, too, be aware of the substantial risks posed by employees who take work home or work at home regularly. Employers should address this situa-

tion specifically in their confidentiality agreements and employee policies. As recent headlines revealed, even highly secure organizations like the CIA can be embarrassed by employees (even directors) who work on confidential matters on their home computers-with Internet connections offering potential access to hackers around the world.

When an employee leaves the company

If a Separation Agreement is executed at the time an employee leaves the company, confidentiality provisions can be included in that document. As a starting point, the agreement can repeat the confidentiality obligations included in the Proprietary Information and Inventions Agreement that the employee signed when first employed. The same areas can be covered: trade secrets, non-solicitation (of the company's customers and of the company's employees), and non-compete (to the extent enforceable in your particular jurisdiction).

Confidentiality obligations can be modified to fit the particular circumstances of the employee's departure from the company.

If no separation agreement is signed at the time an employee leaves, only the confidentiality provisions previously agreed upon will apply, together with any statutory protections such as the general trade secrets protection and

the specific patent and copyright laws. In these cases, TriNet recommends that you at least remind the employee of these confidentiality provisions and of your company's intent to seek enforcement thereof in court, if necessary.

If you have questions

Preserving trade secrets is an essential part of doing business and staying ahead of the competition. Have employees with access to vital company information enter into written restrictive agreements with regard to confidentiality, non-solicitation, and non-competition. Keep in mind that such restrictions must be reasonable enough so that the employee's ability to earn a living and use his or her expertise with another employer is not unduly hindered. Also, confidentiality agreements should specifically mention what information or activity is considered "off limits."

Trinet.com



POSTGRADUATE INSTITUTE OF ENGLISH THE OPEN UNIVERSITY OF SRI LANKA POST OF DIRECTOR

Applications are invited from Sri Lankan citizens for the post of Director of the Postgraduate Institute of English, Open University of Sri Lanka up to 25/11/2010.

The prospective applicant should possess postgraduate qualifications (preferably a Ph.D. in a field related to English/English Language Teaching) and administrative experience. The successful candidate will be responsible for providing academic leadership while establishing working relations with other organizations within the University and other national and international academic institutes, with excellent interpersonal skills and an understanding of the institute's commitment to the community. Experience with teaching/learning in the Distance Education mode would be an advantage.

The Director, in terms of the Postgraduate Institute of English Ordinance, is a Full Time Officer, the Principal Executive Officer, the Principal Academic Officer and the Accounting Officer of the institute. The Director is an ex-officio member of the Board of Management, and an ex-officio member of the academic committees of the institute. The appointed Director shall hold office for a period of three years from the date of appointment or until the completion of the 65th year, whichever event occurs earlier.

The Postgraduate Institute of English was established in particular to foster and enhance English Language Teaching (ELT) and English Teacher Education (ETE). The institute envisages developing and transforming the capacity of English teachers and creating ELT practitioners who will help learners reach out to new modes of thinking and learning.

The Board of Management is seeking an individual with a sound academic background and an excellent record of research and management, with a vision to meet these challenges.

The Director is eligible to receive a salary on the scale of U - AC 5 - Rs. 50905 - 7 x 850; 12 x 900 - 67655 per month, and allowances applicable to the post. Those who are presently in the public service and drawing a salary exceeding the initial of the above salary scale will be placed at an equivalent salary point. If the applicant is a teacher as defined in the University Act No 16 of 1978, he/she will be paid an academic allowance of 25% of the salary.

- Other benefits
- * Transport will be provided from residence to workplace in terms of the approved government regulations.
 - * Entertainment Allowance of 10% of salary.
 - * University Provident Fund (UPF) contribution.
 - * Employees' Trust Fund (ETF) contribution.

The applicant may be required to present formally or informally his/her vision for the institute to the University Council and the following documents should accompany applications.

- A copy of the full curriculum vitae including the date of birth of the applicant
- A statement of vision for the development of the institute and a brief account of what the applicant proposes to achieve if appointed to the post of Director
- A letter from the employer indicating whether the applicant could be released in the event of his/her appointment to the post (This will apply to applicants from Higher Educational institutes other than the Open University of Sri Lanka, the Public Service, Corporations and Statutory Bodies.)

Applications should be sent under registered cover or by hand to the **Assistant Registrar, Postgraduate Institute of English, Open University of Sri Lanka, P.O. Box 21, Nawala, Nugegoda to reach her on or before 25th November, 2010.**

The name of the post should be indicated on the top left-hand corner of the envelop.

Applications that are incomplete or do not conform to any other requirements or received after the closing date will be rejected.

Director
Postgraduate Institute of English,
Open University of Sri Lanka,
P.O. Box 21,
Nawala, Nugegoda,
08th October, 2010

(Telephone 011-2881027).

Start planning for tomorrow before you quit work today

If you wait until the beginning of your work day to think about organization, you're already probably facing disorganization. Get some hints here how you can be proactive instead of reactive about staying organized.

Preplanning Next Day's Work

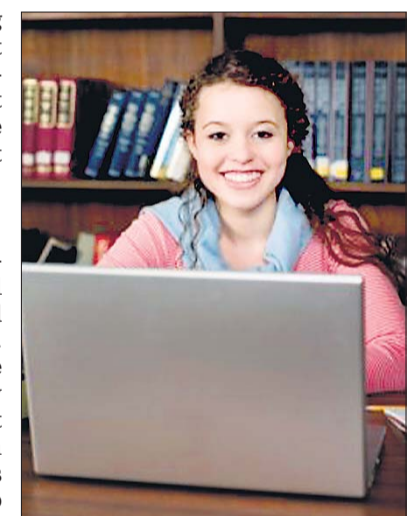
Start your new approach to getting organized by keeping a small legal pad 5" x 7" is a handy size and a pen or pencil next to the monitor. Head the top of the sheet with the next day, in other words, sitting by my monitor is a pad with the next day, for example, "Friday," written at the top. When a task that needs to be done the next day occurs to you, jot it down.

The reason for using a pad and pen instead of some kind of electronic memo keeper is ease of access. Human behaviour dictates that the more trouble to do something is, the less likely it will be done. Grabbing a pen or pencil to make a note is less trouble than stopping something productive you were doing in order to open some other programme, enter the task, save it, close it, and get back to work.

Another reason for using a manual method is it is quite possible you will think of something else that should be done the next day after the computer is turned off. When you are ready to quit for the day, go through the list. Any tasks that are no longer required cross them off. Then number the remaining items in priority order, 1, 2, 3, and so forth.

Using Planning Software Effectively

The above home office organization step does not mean that one abandons electronic resources. Microsoft Outlook includes several features that help with organizing



work flow. Other email software may do the same. In Outlook, clicking on the "Tasks" link opens a window listing current tasks with a box to enter new tasks. Use this feature for things that need to happen at some point in the near future.

The "To-Do Bar" can be kept open on Outlook to display more details about individual near term tasks. Another Outlook feature that will keep you on track with your organizational plan is the Calendar. Use this to enter not just appointments, but simple reminders, such as "Run backup software at 5:00 PM every Friday." These kinds of reminders are different from true work task lists. Setting the recurrent frequency in this example to be weekly starting with the coming Friday will instantly set up reminders that will pop up on your screen.

While most decent backup software includes an automatic scheduling option, the disadvantage to using it is that there may come times when you really do not want to run a backup at the scheduled time. By using the Calendar

option, you can choose to postpone the reminder to a future time.

This example of maximizing the use of scheduling options represents one of the cardinal points of organization. Everything like this that can be done once and takes care of future actions is better than having to think of regularly occurring tasks and set up reminders every time. It also means that you do not have to waste time thinking about this kind of thing at random times, which often will interrupt something more productive.

Organize Materials Needed Tomorrow Today

Another good approach to home office organization also can take place at the close of day. If space permits, get a desk accessory called an Incline File. This is a small metal holder for file folders with staggered upright slots on an inclined base. Office Depot has a model #393-138-096 that is perfect for the task. If that is too big, use a three-tier sorter box or even a mini-sorter. Don't use stacking desk trays because it is too easy for things to get buried in them.

Label several file folders with typical jobs that you do on a regular basis. If there is anything in the way of research notes, articles, fact sheets, etc. that will be needed for the list of tomorrow's tasks drop them tonight into the appropriate folder before leaving the work area. When you come to the associated task the next day, the needed material will be ready to use.

These simple proactive steps to getting organized and improving organizational skills in advance will pay off in time-saving and reduced frustration in the long run. -brighthub.com

CBL - defines...

Contd. from Page 1

- What are the parties that should be taken assistance from?

The Government, Private Sector and the Parents. What are the fields that we should draw attention to when generating jobs? Technical and Agricultural fields. There are job

opportunities in the fields of Tourism and Hotels as well. However this should run parallel with the economic development strategies of the country in achieving the overall objectives of the country as a developing nation.

- How do we get the assistance of the private sector when generating

Jobs?

Firstly, the government should work in cooperation with the private sector. Much of the red tape should be done away with. It is only then that we could direct the human resources of our country towards fulfilling its needs self sufficiently. Whatever we do we should make a point to do it in the proper way with diligence and dedication with no private agendas.