



Record Retention

Introduction and Purpose:

embrella recognizes the importance of maintaining a records management program, both as a matter of good governance and to ensure compliance with applicable legal and regulatory requirements. This Records Retention and Destruction Policy (“Policy”) and the Records Retention Schedule (“Retention Schedule”) set forth in [Appendix A](#), have been developed to ensure that all embrella staff members properly retain and dispose of embrella’s Records.

This Policy establishes requirements for the management of embrella’s Records, including the proper retention and disposal of such Records.

Scope:

This Policy applies to embrella staff, volunteers and directors. Staff, volunteers and directors are responsible for ensuring that all Records, regardless of location or format, are properly managed in accordance with this Policy.

Definitions:

- **Records** - Records covered by this Policy include all media that contains language (graphic, numeric or other information, such as photographs) created or received in the course of doing business. Records include hard copy documents as well as electronic media (such as voice messages and emails). The content of a Record determines how it should be retained, not its form (paper copies verses an email). Records include items stored in embrella facilities and resources (e.g., computers, laptops, company provided phones), as well as Records which may be saved offsite on staffs’ personal devices. Records for the purposes of this Policy should be interpreted liberally.
- **Retention Period** - The time period prescribed in the Retention Schedule for which a category of Records must be retained.
- **Retention Schedule** - A logical grouping of categories of Records that prescribes the time periods during which Records must be retained as required by law or regulation (see [Appendix A](#)).
- **Transient Records** - Records that have short-term business value are often created to move business operations forward on a short-term or daily basis, and/or for the convenience of staff, which are not required to be retained under the Retention Schedule. Examples of Transient Records include: Duplicates/copies of Records; Drafts (except for legal contracts); Social communications, etc.; and Generic Records such as correspondence, agendas, emails, notes, etc., which are not required to be retained under the Retention Schedule.

- **Retention Hold** - Upon notice of an anticipated or pending claim, lawsuit, government investigation, audit, inquiry or similar matter, **embrella** should suspend the destruction of Records (including Transient Records) relating to that matter and undertake the appropriate steps to isolate and safeguard the Records involved. Accordingly, the Records which are to be preserved from destruction are considered subject to a “Retention Hold.”

Policy requirements:

All **embrella** Records should be maintained in accordance with the Retention Schedule.

All Record destruction (including destruction of Transient Records) should be suspended upon notice of an anticipated or pending claim, lawsuit, government investigation, audit, inquiry or similar matter. The organization should undertake the appropriate steps to isolate and safeguard the Records related to the matter. Routine destruction should not be resumed without approval, in writing, of legal counsel.

Transient Records are not required to be retained for any prescribed period of time under the Records Retention Schedule and shall be destroyed when they no longer have business value to the holder of the record, unless subject to a Retention Hold. As a general rule, Transient Records shall be routinely destroyed in the normal course of business. Refer to the definition of “Transient Records” for examples of this record type.

Questions about this policy may be directed to any member of the **embrella** management team.

Roles and Responsibilities:

- **Staff, volunteers and directors** should seek to retain records in a manner that assures their availability, integrity, confidentiality, and reliability.
- **The CEO** should seek to ensure the Policy is communicated to all staff, the Policy is reviewed periodically and updated and reissued/communicated to staff and directors as appropriate, and notifications of an anticipated or pending claim, lawsuit, government investigation, audit, inquiry or similar matter is shared with all appropriate staff to the extent that is necessary to ensure all relevant Records are preserved from destruction.

Guidance / Best Practices:

- **Copies and Back-ups** - Unless otherwise prohibited by an anticipated or pending claim, lawsuit, government investigation, audit, inquiry or similar matter, regulatory or statutory requirements, or other business need, an original version of a record may be disposed of if its copy or replacement remains legible and readily available (e.g., scanning from paper to electronic form).

- **Departure/Termination** - Upon departure or termination from **embrella**, all electronic media (hard-drives, laptops, flash drives, etc.) should be immediately turned over to the CEO, or her designee.
- **Destruction of Records** - Proper destruction of paper Records can be achieved via recycling and/or shredding. Proper destruction of electronic Records can be achieved through overwriting and/or physical destruction of electronic media. In all cases, destruction should be achieved by a means that ensures permanency. Applicable data privacy laws may apply and should be followed. In particular, records that contain confidential or personal information of **embrella** or other persons should be destroyed so that the confidentiality of such information is preserved.
- **Notice to Volunteers** - This Policy should be communicated to volunteers in the onboarding process. Compliance with this Policy may be bolstered by including a footer in documents distributed to volunteers which are covered by the Retention Schedule that reminds volunteers of their responsibility to comply with this Policy. (An example may include: *This document was created for use by or on behalf of Embrella. (“embrella”) and accordingly should be stored and destroyed in compliance with the embrella Record Retention and Destruction Policy.*)

Appendix A

Item	Retention Period
CORPORATE	
Articles of Incorporation	Permanent
Bylaws and other policies	Permanent
Board of Directors meeting minutes, corporate resolutions, and any voting materials	Permanent
Annual corporate filings to secretary of state	Permanent
Conflict-of-interest disclosure forms	4 years
PERSONNEL AND PAYROLL	
Personnel files (demographic / compensation)	7 years
Personnel files (terminated staff)	7 years after departure/termination
Retirement and benefit plan Records	Permanent
Employee payroll and withholding Records, timesheet Records	7 years
Employee handbook, policies	6 years after superseded or obsolete
Employment applications	3 years
Employee benefits plans subject to ERISA (includes plan regarding health and dental insurance, 401K, long-term disability and Form 5500)	6 years from when the Record was required to be disclosed/filed
I-9 Employment eligibility forms	3 years after departure/termination
Volunteer and intern Records	3 years after departure
FINANCIAL RECORDS AND ACCOUNTING	
Accounting policies and procedures manual	5 years after superseded or obsolete
Accounts receivable and payable ledgers and schedules	7 years

Annual plans and budget	2 years
Audit reports	Permanent, paper copy required
Bank reconciliations	3 years
Bank statements, deposit and electronic fund transfers, canceled and voided checks	7 years
Donor Records	7 years
Depreciation schedules	Permanent
Electronic fund transfer documents	7 years
Employee expense reports	7 years
End of year trial balance	Permanent
Expense Records, expense analysis and expense distribution schedule	7 years
Financial statements (end of year)	Permanent
General ledger	Permanent
Investment Records/paperwork	7 years
Invoices (to customers, from vendors)	7 years
Time sheets	7 years
TAX RECORDS	
Tax filings and worksheets (IRS Form 990, IRS Form 1023, etc.)	Permanent
Filing fees paid to professionals	7 years
Payroll tax withholding	7 years
Earnings Records	7 years
Payroll tax returns	7 years
State unemployment tax Records	Permanent
IRS Determination Letter	Permanent

CONTRACTS AND RELATED RECORDS	
Contracts and original payment vouchers	8 years after expiration
Contract performance reports	7 years
Contracts and Agreements (Records related to obligations under contracts, leases, and other agreements between umbrella and outside parties, unless otherwise more specifically provided for)	Permanent, if in effect; 7 years after expiration
Routine correspondence, general inquiries, plans for meetings	Destroy when administrative needs have been met
Grant applications and copies of final reports submitted to funding organization (successful)	5 years after grant closed
Grant applications (unsuccessful)	3 years
Real estate documents (including loan and mortgage contracts and deeds)	Permanent
Warranties	7 years
Insurance - Appraisals, insurance policies and contracts (including expired), claims and applications, disbursements and denials	Permanent
SOLICITATION AND DONATION RECORDS	
Solicitations, donations, and gift acknowledgements	7 years
LEGAL PROCEEDINGS AND GOVERNMENT INVESTIGATIONS	
Claims (all documents, alleging violations of federal, state or local law or regulation)	6 years, or longer if claim is pending