

# THE AMERICAN ASSOCIATION OF NEUROPATHOLOGISTS INC.

## DOCUMENT RETENTION AND DESTRUCTION POLICY

### 1. Policy and Purposes

This Policy represents the policy of The American Association of Neuropathologists Inc. (the "Organization") with respect to the retention and destruction of documents and other records, both in hard copy and electronic media (which may merely be referred to as "documents" in this Policy). Purposes of the Policy include (a) retention and maintenance of documents necessary for the proper functioning of the Organization as well as to comply with applicable legal requirements; (b) destruction of documents which no longer need to be retained; and (c) guidance for the Executive Council, officers, staff and other constituencies with respect to their responsibilities concerning document retention and destruction. Notwithstanding the foregoing, the Organization reserves the right to revise or revoke this Policy at any time.

### 2. Administration

**2.1 Responsibilities of the Administrator.** The Organization's Secretary-Treasurer shall be the administrator ("Administrator") in charge of the administration of this Policy. The Administrator's responsibilities shall include supervising and coordinating the retention and destruction of documents pursuant to this Policy and particularly the Document Retention Schedule included below. The Administrator shall also be responsible for documenting the actions taken to maintain and/or destroy Organization documents and retaining such documentation. The Administrator may also modify the Document Retention Schedule from time to time as necessary to comply with law and/or to include additional or revised document categories as may be appropriate to reflect Organizational policies and procedures. The Administrator is also authorized to periodically review this Policy and Policy compliance with legal counsel and to report to the Executive Council as to compliance. The Administrator may also appoint one or more assistants to assist in carrying out the Administrator's responsibilities, with the Administrator, however, retaining ultimate responsibility for administration of this Policy.

**2.2 Responsibilities of Constituencies.** This Policy also relates to the responsibilities of members of the Executive Council, officers, staff, volunteers and outsiders with respect to maintaining and documenting the storage and destruction of the Organization's documents. The Administrator shall report to the Executive Council, which maintains the ultimate direction of management. The Organization's staff shall be familiar with this Policy, shall act in accordance therewith, and shall assist the Administrator, as requested, in implementing it. The responsibility of volunteers with respect to this Policy shall be to produce specifically identified documents upon request of management, if the volunteer still retains such documents. In that regard, after each project in which a volunteer has been involved, or each term which the volunteer has served, it shall be the responsibility of the Administrator to confirm whatever types of documents the volunteer retained and to request any such documents which the Administrator feels will be

necessary for retention by the Organization (not by the volunteer). Outsiders may include vendors or other service providers. Depending upon the sensitivity of the documents involved with the particular outsider relationship, the Organization, through the Administrator, shall share this Policy with the outsider, requesting compliance. In particular instances, the Administrator may require that the contract with the outsider specify the particular responsibilities of the outsider with respect to this Policy.

**3. Suspension of Document Destruction; Compliance.** The Organization becomes subject to a duty to preserve (or halt the destruction of) documents once litigation, an audit or a government investigation is reasonably anticipated. Further, federal law imposes criminal liability (with fines and/or imprisonment for not more than 20 years) upon whomever knowingly alters, destroys, mutilates, conceals, covers up, falsifies, or makes a false entry in any record, document, or tangible object with the intent to impede, obstruct, or influence the investigation or proper administration of any matter within the jurisdiction of any department or agency of the United States or in relation to or contemplation of any such matter or case. Therefore, if the Administrator becomes aware that litigation, a governmental audit or a government investigation has been instituted, or is reasonably anticipated or contemplated, the Administrator shall immediately order a halt to all document destruction under this Policy, communicating the order to all affected constituencies in writing. The Administrator may thereafter amend or rescind the order only after conferring with legal counsel. If any Executive Council member, officer or staff member becomes aware that litigation, a governmental audit or a government investigation has been instituted, or is reasonably anticipated or contemplated, with respect to the Organization, and they are not sure whether the Administrator is aware of it, they shall make the Administrator aware of it. Failure to comply with this Policy, including, particularly, disobeying any destruction halt order, could result in possible civil or criminal sanctions. In addition, for staff, it could lead to disciplinary action including possible termination.

**4. Electronic Documents; Document Integrity.** Documents in electronic format shall be maintained just as hard copy or paper documents are, in accordance with the Document Retention Schedule. Due to the fact that the integrity of electronic documents, whether with respect to the ease of alteration or deletion, or otherwise, may come into question, the Administrator shall attempt to establish standards for document integrity, including guidelines for handling electronic files, backup procedures, archiving of documents, and regular checkups of the reliability of the system; provided, that such standards shall only be implemented to the extent that they are reasonably attainable considering the resources and other priorities of the Organization.

**5. Privacy.** It shall be the responsibility of the Administrator, after consultation with counsel, to determine how privacy laws will apply to the Organization's documents from and with respect to employees and other constituencies; to establish reasonable procedures for compliance with such privacy laws; and to allow for their audit and review on a regular basis.

**6. Emergency Planning.** Documents shall be stored in a safe and accessible manner. Documents which are necessary for the continued operation of the Organization in the case of an emergency shall be regularly duplicated or backed up and maintained in an off-site location. The Administrator shall develop reasonable procedures for document retention in the case of an emergency.

**7. Document Creation and Generation.** The Administrator shall discuss with staff the ways in which documents are created or generated. With respect to each staff person or Organizational function, the Administrator shall attempt to determine whether documents are created which can be easily segregated from others, so that, when it comes time to destroy (or retain) those documents, they can be easily culled from the others for disposition. For example, on a staff-by-staff basis, are e-mails and other documents of a significantly non-sensitive nature so that they might be deleted, even in the face of a litigation hold with respect to other, more sensitive, documents? This dialogue may help in achieving a major purpose of the Policy -- to conserve resources -- by identifying document streams in a way that will allow the Policy to routinely provide for destruction of documents. Ideally, the Organization will create and archive documents in a way that can readily identify and destroy documents with similar expirations.

**8. Document Retention Schedule.**

<u>Document Type</u>	<u>Retention Period</u>
<b>Accounting and Finance</b> Accounts Payable Accounts Receivable Annual Financial Statements and Audit Reports Bank Statements, Reconciliations & Deposit Slips Canceled Checks – routine Canceled Checks – special, such as loan repayment Credit Card Receipts Employee/Business Expense Reports/Documents General Ledger Interim Financial Statements	7 years 7 years Permanent 7 years 7 years Permanent 3 years 7 years Permanent 7 Years
<b>Contributions/Gifts/Grants</b> Contribution Records Documents Evidencing Terms of Gifts Grant Records	Permanent Permanent 7 years after end of grant period
<b>Corporate and Exemption</b> Articles of Incorporation and Amendments Bylaws and Amendments Minute Books, including Board & Committee Minutes	Permanent Permanent Permanent

<p>Annual Reports to Attorney General &amp; Secretary of State</p> <p>Other Corporate Filings</p> <p>IRS Exemption Application (Form 1023 or 1024)</p> <p>IRS Exemption Determination Letter</p> <p>State Exemption Application (if applicable)</p> <p>State Exemption Determination Letter (if applicable)</p> <p>Licenses and Permits</p> <p>Employer Identification (EIN) Designation</p>	<p>Permanent</p> <p>Permanent</p> <p>Permanent</p> <p>Permanent</p> <p>Permanent</p> <p>Permanent</p> <p>Permanent</p>
<p><b>Correspondence and Internal Memoranda</b></p> <p>Hard copy correspondence and internal memoranda relating to a particular document otherwise addressed in this Schedule</p> <p>Hard copy correspondence and internal memoranda relating to routine matters with no lasting significance</p> <p>Correspondence and internal memoranda important to the Organization or having lasting significance</p>	<p>Should be retained for the same period as the document to which they relate</p> <p>2 years</p> <p>Permanent, subject to review</p>
<p><b>Electronic Mail (E-mail) to or from the Organization</b></p> <p>Electronic mail (e-mails) relating to a particular document otherwise addressed in this Schedule</p> <p>E-mails considered important to the Organization or of lasting significance should be printed and stored in a central repository</p> <p>E-mails not included in either of the above categories</p>	<p>Should be retained for the same period as the document to which they relate, but may be retained in hard copy form with the document to which they relate.</p> <p>Permanent, subject to review</p> <p>1 year</p>
<p><b>Electronically Stored Documents</b></p> <p>Electronically stored documents (e.g., in pdf, text or other electronic format) comprising or relating to a particular document otherwise addressed in this Schedule</p>	<p>Should be retained for the same period as the document which they comprise or to which they relate, but may be retained in hard copy form (unless the electronic aspect is of significance)</p>

Electronically stored documents considered important to the Organization or of lasting significance should be printed and stored in a central repository (unless the electronic aspect is of significance)	Permanent, subject to review
Electronically stored documents not included in either of the above categories	2 years
<b>Employment, Personnel and Pension</b> Personnel Records Employee contracts Retirement and pension records	10 yrs after employment ends 10 yrs after termination Permanent
<b>Insurance</b> Property, D&O, Workers' Compensation and General Liability Insurance Policies Insurance Claims Records	Permanent Permanent
<b>Legal and Contracts</b> Contracts, related correspondence and other supporting documentation Legal correspondence	10 years after termination Permanent
<b>Management and Miscellaneous</b> Strategic Plans Disaster Recovery Plan Policies and Procedures Manual	7 years after expiration 7 years after replacement Current version with revision history
<b>Property – Real, Personal and Intellectual</b> Property deeds and purchase/sale agreements Property Tax Real Property Leases Personal Property Leases Trademarks, Copyrights and Patents	Permanent Permanent Permanent 10 years after termination Permanent
<b>Tax</b> Tax exemption documents & correspondence IRS Rulings Annual information returns – federal & state Tax returns	Permanent Permanent Permanent Permanent