

Document Retention and Destruction Policy

Semper Fi Flo Foundation

1. Purpose

The purpose of this Document Retention and Destruction Policy is to ensure that Semper Fi Flo Foundation (“the Organization”), a Minnesota nonprofit corporation and tax-exempt organization under Internal Revenue Code §501(c)(3), maintains records in accordance with legal, regulatory, and operational requirements, and that documents are destroyed in a consistent, secure, and appropriate manner.

This policy is intended to:

- Promote compliance with applicable laws and regulations
 - Ensure records are available when needed
 - Protect confidential and sensitive information
 - Prevent premature or improper destruction of records
-

2. Scope

This policy applies to all records and documents created, received, or maintained by the Organization in any format, including:

- Paper records
- Electronic documents
- Emails and text messages related to Organization business
- Financial, administrative, and governance records

It applies to all board members, officers, committee members, staff, and volunteers acting on behalf of the Organization. Committees shall maintain records relevant to their activities and provide such records to the Secretary or Board upon request.

3. General Retention Principles

As Minnesota has no statute setting document-retention periods for nonprofits, we will rely on Federal tax law, statutes of limitations, federal and state requirements regarding which documents to retain as we establish appropriate retention timelines.

- Records should be stored in a manner that is **secure, accessible, and organized**.
- Confidential records shall be protected from unauthorized access.

- Records may be retained longer than the minimum periods if required due to ongoing business needs, audits, investigations, or legal matters.
-

4. Record Retention Schedule

The following retention periods apply unless otherwise required by law or directed by legal counsel:

A. Permanent Records to Retain Permanently

- Articles of Incorporation and amendments
 - Bylaws and amendments
 - Board and committee meeting minutes
 - IRS tax exempt determination letter
 - Conflict of Interest policy and signed annual disclosures
 - Board policies
 - Governance policy documents
 - Historical records of significant organizational events
-

B. Financial Records

- Annual financial statements: **permanent retention**
 - Annual IRS 990 filings: **permanent retention**
 - General ledgers and accounting records: **7 years**
 - Bank statements, canceled checks, deposit records: **7 years**
 - Invoices, receipts, and expense documentation: **7 years**
 - Grant applications and grant agreements: **7 years after closeout**
-

C. Contracts and Legal Records

- Executed contracts and agreements: **7 years after termination**
 - Insurance policies: **Permanent**
 - Insurance claims and reports: **7 years after resolution**
 - Legal correspondence and opinions: **Permanent or as advised by counsel**
-

D. Personnel and Volunteer Records

- Employment and contractor agreements: **7 years after termination**
- Volunteer records (applications, agreements): **3 years after separation**
- Background check documentation: **permanent retention.**

- Compensation and payroll records: **7 years**
-

E. Correspondence

- Routine correspondence and emails: **2 years**
 - Significant correspondence related to governance, contracts, or disputes: **7 years or permanent if material**
-

5. Electronic Records and Emails

- Electronic records and emails related to Organization business are subject to the same retention requirements as paper records.
 - Board members and volunteers using personal devices or email accounts for Organization business must ensure records are retained in accordance with this policy.
 - Electronic records must be securely deleted when destroyed.
-

6. Destruction of Records

Records may be destroyed once the applicable retention period has expired, provided:

- There is no pending or reasonably anticipated audit, investigation, litigation, or legal hold.
- Destruction is performed in a secure manner.

Acceptable destruction methods include:

- Shredding paper documents
- Permanently deleting electronic files
- Secure disposal of electronic storage devices

Confidential or sensitive information must be destroyed in a manner that prevents unauthorized access or reconstruction.

7. Legal Holds

Under Section 802 of the Sarbanes-Oxley Act, all organizations, including nonprofits, are prohibited from destroying or altering records when a federal investigation is underway or anticipated. If the Organization becomes aware of any actual or reasonably anticipated litigation, audit, investigation, or government inquiry, **all destruction of relevant records must immediately cease.**

Records subject to a legal hold must be preserved until the hold is lifted by legal counsel or the Board. This includes records related to grievances, disciplinary actions, or internal investigations conducted under the Organization's grievance policy.

8. Responsibility for Compliance

- The Board of Directors has ultimate oversight responsibility for compliance with this policy.
 - The Secretary shall be responsible for maintaining governance records, including meeting minutes, policies, and Board documents.
 - Meeting minutes shall document actions taken by the Board, including disclosures of conflicts of interest and recusals, but shall not include confidential personal, financial, or family details. Confidential disclosure forms and supporting documentation shall be maintained separately from meeting minutes.
 - The Treasurer shall be responsible for maintaining financial and tax records, including banking records, income and expense documentation, financial statements, and IRS filings.
 - The Board may designate additional officers or committees to assist with record retention as needed.
-

9. Policy Review and Amendments

This policy shall be reviewed periodically by the Board of Directors and updated as necessary to reflect changes in law, regulation, or organizational operations.

10. Prohibition on Improper Destruction

No document may be destroyed to conceal improper conduct, obstruct an investigation, or evade legal requirements. Violations of this policy may result in corrective action.

This policy is intended to be consistent with the Organization's Bylaws. In the event of a conflict, the Bylaws shall govern.