

# Records Management and Retention Policy

of the  
California Center for the Arts Escondido  
A California Nonprofit Public Benefit Corporation

## **ARTICLE I INTRODUCTION**

**Section 1** The California Center for the Arts Escondido (CCAEC)(Corporation) requires its directors, officers, employees, volunteers, agents and other personnel to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. The purpose of this Records Management and Retention Policy is to ensure that all Records (as defined in Section 3 of this Article) necessary for business and compliance reasons will be retained for a period of time that will reasonably assure their availability when needed, but for no period of time longer than reasonably necessary. This Policy is intended to supplement but not replace any state and federal laws governing the destruction of documents and records applicable to nonprofit and charitable organizations.

**Section 2** It is the policy of CCAEC to retain and manage all Records in accordance with uniform guidelines, practices, and procedures. All CCAEC directors, officers, employees, volunteers, agents and other personnel (all such persons are referred to in this Policy as “Corporation personnel”) shall manage, protect, and maintain all Records in accordance with the Records Retention Schedule (attached) and this Policy.

**Section 3** “Records” means all documents, files, or records created by any Corporation personnel while acting within the course and scope of his or her duties pertaining to Corporation business or operations, including but not limited to: computer records, electronic mail (“e-mail”), voice mail messages, handwritings, photographs, photocopies, or facsimile, regardless of the manner in which the record has been stored. Specific categories and types of Records are contained in the Retention Schedule.

**Section 4** All Records required to be retained to document Corporation’s legal compliance, or otherwise required by law, rule or regulation to be retained, shall be retained for the periods

required by law as described in the Retention Schedule. All Records required to be retained due to pending or threatened litigation or investigation shall be retained for so long as the litigation or investigation is active, plus any additional tail period as may be provided for in this Policy and the Retention Schedule.

## **ARTICLE II      SCOPE**

All Records pertaining to Corporation business maintained or created by any Corporation personnel, including any Records retained off Corporation property, are subject to the requirements of this Policy. The format of Records to be retained may vary, e.g., hard copy original, photocopy, facsimile, microfilm, microfiche, computer file, e-mail, computerized image. Regardless of the format selected, Records must be safeguarded and easily accessible.

In addition to paper Records, this Policy applies to all electronic Records, including Records created or maintained by Corporation personnel remotely, such as on home personal computers or laptops.

## **ARTICLE III      LEGAL HOLD**

**Section 1**      Retention procedures will be suspended when a Record or group of Records are placed on legal hold (“Legal Hold”). A Legal Hold requires preservation of appropriate Records under special circumstances, such as litigation, government investigations or consent decrees. In the event that Corporation’s Board of Directors or management learns of any claim that could reasonably give rise to litigation or government investigation, Corporation shall consult with legal counsel as to the need for a Legal Hold. In such case, Corporation in consultation with legal counsel will determine and identify what Records are required to be placed under a Legal Hold.

**Section 2**      Individual Corporation personnel will be notified if a Legal Hold is placed on Records for which the individual is responsible. The individual is then required to locate, index and protect the necessary Records. Any Record that is relevant to a Legal Hold must be retained and preserved. If the individual is unsure whether a Record is relevant to a Legal Hold, the individual should protect that Record until he or she receives clarification from his or her supervisor. **FAILURE TO COMPLY WITH A**

## LEGAL HOLD MAY RESULT IN SIGNIFICANT RISK, EXPOSURE OR LIABILITY TO CORPORATION.

**Section 3** A Legal Hold remains effective until it is released in writing by Corporation after consultation with legal counsel. Following the final resolution of the relevant litigation, government investigation or consent decree, Corporation will consult with legal counsel as to the release of the Legal Hold. After the individual receives written notice, the individual may return all Records relevant to the Legal Hold to their normal retention procedures.

### **ARTICLE IV ADMINISTRATION**

**Section 1** This Policy is to be administered by the Executive Director/Designee. Questions regarding this Policy should be directed to the Executive Director.

**Section 2** Guidelines for retention of Records are provided for in the Retention Schedule. Any changes to the Retention Schedule must be referred to the CCAE Governance Committee and approved by the Board of Trustees.

**Section 3** All Records shall be created, maintained and stored in a manner that complies with Corporation's Records storage, accessibility, and retrieval procedures.

**Section 4** Records kept on-site should be destroyed in accordance with the Retention Schedule. Records that are sent off-site shall be labeled with a destruction date.

At the end of each fiscal year the Executive Director/Designee will review a list of all Records that have reached the destruction date, and will confirm that the Records can be destroyed, to ensure Corporation's continued ability to produce Records for known investigations or litigation.

If Corporation uses an outside vendor for storage and/or destruction of Records, after approval for destruction, the Records storage vendor shall shred or otherwise destroy the noted Records and provide a certificate of destruction in accordance with this Policy.

Destruction of electronic Records shall utilize a method to ensure the electronic Records are completely destroyed and not retrievable from any storage media.

**Section 5** The CCAE Governance Committee shall meet to review and, if necessary, update this Policy to comport with changed business practices and systems and new or amended laws or regulations. Any changes to this Policy must be approved in writing by Corporation's Board of Trustees. Changes will be distributed to relevant Corporation personnel.

**Section 6** Failure to comply with this Policy may result in disciplinary action, up to and including termination of employment, volunteer, or board member status.