



RECORDS MANAGEMENT POLICY

Reasons for Policy

This *Records Management Policy* and the supporting *Records Retention Schedule* define the standards and guidelines within the Barth Syndrome Foundation (“BSF”) concerning the handling, care, retention, and disposal of BSF business records. Specifically, the objectives of this Policy are to:

- Enable BSF to meet its ethical, legal, regulatory, and operational responsibilities in handling its business records.
- Provide guidance and direction regarding the appropriate and expected management of BSF business records across all operational entities, regardless of the format of the record.
- Facilitate BSF’s business operations through easier access to business records.

Statement of Policy

It is BSF’s policy to retain its business records for the full retention period designated by the *Records Retention Schedule*.

This policy covers and applies to BSF’s Board of Directors and Staff (“BSF Party” or “BSF Parties”).

Records created, received, or maintained within a BSF department or by BSF Parties are “business records” and are the property of BSF and not the individual. As such, all business records shall be maintained in accordance with this Policy. All business records are the property of BSF and must be relinquished upon termination of employment.

As the inconsistent handling or disposal of business records can adversely affect BSF’s ability to meet its legal requirements, and operate efficiently, it is incumbent upon all BSF Parties to comply with this Policy in its entirety.



Failure to comply with this Policy is a serious matter. It is within BSF leadership's discretion to recommend disciplinary action as deemed appropriate, up to and including termination of employment. Disciplinary actions will be determined based on the circumstances and consequences of the non-compliance.

Application of Policy

This policy covers and applies to all BSF Parties. A BSF party need not be compensated by BSF to be subject to the terms of this policy. BSF strives to comply with the laws, rules, and regulations that govern it and with recognized compliance practices. All BSF Parties must comply with this policy, the *Records Retention Schedule*, and any litigation hold communications. Failure to do so may subject BSF and BSF Parties to serious civil and/or criminal liability.

A BSF Party that becomes aware of a violation of this policy should report it to the BSF Executive Director and/or the Chairperson of the BSF Board of Directors.

Defined Terms of Policy

Business Records - Additional Definitions and Exceptions:

Business Records are any recorded information in the possession, custody or control of a BSF Party that provides evidence of BSF's business-related activities, decisions, or transactions and must be retained according to ongoing business, legal, compliance, operational, and/or historic value. Business Records exist as both electronically-stored information and hard copy or paper files. It is not necessary for BSF Parties to retain duplicates of the Business Records.

Business Records can be in the form of any document, file, graphic, digital image, audio or video recording, handwritten note, calendar, email, information contained in computer databases, on any storage media, or in any filing system. BSF Parties have the same responsibility to manage business records that are in electronic form as they have to manage other hardcopy/physical records. It is not necessary for BSF Parties to retain duplicates of the Business Records.

Working Files: A working file consists of convenience materials pertaining to a business activity, decision, or transaction and is not a business record. Convenience materials are defined by any of the following characteristics:

- Do not yet reflect the official position of BSF (e.g., drafts)



- Are relevant only until they are superseded by fully executed, official documents
- Are created or retained solely for the convenience of an individual or work group, and are not the official copy of the record
- Contain duplicate copies of materials from the official file.

Unless subject to a document preservation notice (a “Legal Hold”) or so instructed for other reasons by BSF’s outside counsel, working files should be destroyed on a regular basis in accordance with the requirements of this Policy. All materials are discoverable if they are still available, even when they may otherwise have been destroyed in accordance with the Policy. Retaining personal collections of records in excess of prescribed retention periods is strongly discouraged. Working files in hardcopy form should not be sent to offsite storage.

Legal Holds - Suspension of Policy

Situations may arise that require an **immediate halt** to the normal disposition of records otherwise eligible for destruction or transfer. Requirements to preserve and protect records during or in anticipation of litigation, a formal investigation, or an audit **supersede** the *Records Retention Schedule*.

Should the need to preserve records for a matter occur, BSF will issue a Legal Hold notice. All records identified in the hold must be maintained until BSF Parties receive a Legal Hold Release notice from the Legal team. After release, normal records disposition subject to this *Policy* and the *Records Retention Schedule* should resume.

Scope, Governance and Accountability Under Policy

This *Records Management Policy* applies to all BSF Parties, and business records related to the business-related activities, decisions, or transactions of BSF must be retained pursuant to the *Records Retention Schedule*.

The *Records Retention Schedule* supports this Policy by defining the required time periods for retention of records. This Policy applies to all BSF records regardless of whether a record is specifically listed on the *Schedule*.

Outside Counsel



The primary responsibility for the content of this Policy, *Records Retention Schedule* and any revision thereto lies with BSF's outside counsel. Updates to this Policy will be published and distributed as necessary. BSF Parties are encouraged to communicate any questions, clarifications, needs for updates/additions or additional concerns with this Policy or schedule to BSF's outside counsel.

Executive Director

BSF's Executive Director, in consultation with outside counsel, is responsible for assisting BSF in complying with the *Records Management Policy* and *Records Retention Schedule*. This responsibility includes monitoring BSF's ongoing implementation of and compliance with this Policy.

In addition, the Executive Director is responsible for ensuring that departing BSF Parties appropriately transfer to another BSF Party or department, and/or delete electronic and physical records prior to departing BSF or department.

Specific responsibilities for the Executive Director include the following:

- Provide resident authority on records management matters.
- Consult with Board members and outside counsel in using the Records Retention Schedule and/or modifying it as needed.
- Implement and maintain records management procedures that will enable compliance with this Policy.
- Conduct periodic reviews of the overall records management program to ensure that it continues to meet business needs as well as legal/regulatory requirements. Manage destruction holds in the event of litigation or investigation.
- Secure destruction approvals from outside counsel and ensure that records are destroyed in accordance with records destruction procedures.

Individual Accountability Under Policy

BSF Parties are obligated to ensure that accurate and complete records within their



area of responsibility are created and managed in accordance with this Policy. At the conclusion of an administrative or research project, fiscal year, or other retention-triggering event, BSF Parties shall review any individual working files to evaluate whether they are business records requiring retention, and dispose of duplicates and interim drafts that are not required to be retained.

BSF Parties are required to comply with both domestic and foreign regulatory obligations related to personal identifying information (“Personal Data”) in official records and working files subject to the *Records Retention Schedule*. Where there is no need to retain Personal Data any longer, it is the responsibility of BSF Parties to ensure that the Personal Data is securely and permanently deleted or destroyed in accordance with this policy or that it is anonymized. This also applies to any back-ups or duplicate copies of the Personal Data. When BSF Parties have questions about whether Personal Data should be preserved or destroyed, such inquiries shall be directed to BSF’s outside counsel.

In addition, if stored electronic data requires special security in order to limit access for regulatory compliance, confidential matters, or other sensitive areas, it is incumbent upon the BSF Party to properly protect the data. Such actions include use of passwords, encryption, and/or requests for and use of secured folders on network drives, etc.

Destruction Eligibility and Approvals Under Policy

The proper management of business records includes the ultimate disposition of the record after legal, regulatory, and operational requirements of records retention have been met. In order to be considered eligible for destruction, records must have fulfilled the required retention period as prescribed in the *Records Retention Schedule* and must not be subject to an active Legal Hold.

Destruction of Working Files need not be formally documented by a BSF Party, but a BSF Party should confirm with the Executive Director that a Working File is not subject to any Litigation Hold prior to disposal.

Records Destruction Under Policy

Business records must be destroyed using a process that ensures the information cannot be recovered by any reasonable means. Printed documents should be



shredded, pulped or disposed of in any other environmentally sound manner that makes it impossible to reconstruct the document. Electronic records should be deleted along with all backup copies, if the *Records Retention Schedule* so provides.

If a third-party is engaged to perform records destruction activities, the individual engaging the third-party must ensure that corporate standards for records destruction are met.