[ORGANIZATION NAME] Document Retention and Destruction Policy

Replace every [bracket]. Delete the notes in italics before the board adopts it. Schedule A (the retention schedule) is the accompanying spreadsheet; adopt them together.

1. Purpose

This policy identifies the record retention responsibilities of the staff, volunteers, board members, and outside service providers of [ORGANIZATION NAME] (the Organization) for maintaining and documenting the storage and destruction of the Organization's documents and records. It is intended to ensure that records needed to comply with federal and state law, to substantiate the Organization's tax-exempt status and its filings with the Internal Revenue Service, to meet grant and contract requirements, and to conduct the Organization's business are kept for as long as they are needed, and that records no longer needed are destroyed on a schedule rather than by accident or in response to an inquiry.

Federal law makes it a crime to knowingly alter, destroy, mutilate, conceal, cover up, falsify, or make a false entry in a record with the intent to impede, obstruct, or influence the investigation or proper administration of any matter within the jurisdiction of a federal department or agency, or any bankruptcy case, or in relation to or contemplation of any such matter (18 U.S.C. section 1519), and to retaliate against a person for providing truthful information about a federal offense to law enforcement (18 U.S.C. section 1513(e)). This policy is designed so that no record is destroyed while it may be needed for an investigation, audit, claim, or legal proceeding.

2. Scope

This policy applies to all records of the Organization in every format: paper, electronic files, email, messaging platforms, databases, cloud storage, accounting and donor management systems, images, and recordings. It applies to records created or received by employees, volunteers, board and committee members, interns, and outside service providers (including bookkeeping, payroll, and tax preparation providers) in the course of the Organization's business.

3. Definitions

Record: recorded information, in any format, that documents a transaction, decision, activity, or obligation of the Organization.

Official record: the copy designated as the Organization's record of an item, kept in the location named in Section 5. Other copies are convenience copies and may be discarded when no longer useful, unless a hold is in effect.

Retention period: the length of time an official record must be kept, as set out in Schedule A, counted from the trigger date shown there.

Destruction: shredding or otherwise rendering paper records unreadable, and secure deletion of electronic records, including copies in backups where reasonably feasible.

Hold: a written instruction under Section 7 suspending destruction of specified records.

4. Responsibilities

The [Executive Director / Records Officer] is responsible for administering this policy, maintaining Schedule A, answering questions about it, and approving destruction.

The Secretary of the board keeps the official minutes, resolutions, written consents, adopted policies, and governance records.

The [Treasurer / Finance Director] and the Organization's bookkeeping and tax preparation providers keep the accounting, tax, payroll, and grant financial records described in Schedule A, in the systems and locations named in Section 5.

Every person covered by this policy is responsible for filing the records they create or receive into the Organization's record systems and for not destroying an official record except as this policy allows.

Outside service providers holding Organization records agree, by contract or engagement letter, to retain and return or destroy them in accordance with this policy and Schedule A.

5. Storage and electronic records

Official records are kept in the following locations: governance records in [location, e.g., the board portal and the corporate minute book]; accounting, tax, and payroll records in [accounting system and document storage]; donor records in [donor database]; personnel records in [HR system or locked file]; grant records in [location]. Records are stored so that they remain readable and retrievable for the full retention period, including when software or storage systems change. Electronic records are backed up on a regular schedule, and the reliability of backups is checked at least [annually]. Access to records containing personal, financial, or health information is limited to persons who need it.

Email and messages that document a transaction, decision, or obligation are records and are filed into the appropriate record system; the mailbox or messaging platform is not the official record location. Paper originals may be scanned and the scan kept as the official record if the image is complete and legible, except where law or a funder requires the original.

6. Retention schedule and destruction

Schedule A lists the classes of records the Organization keeps, the retention period for each, the date the period is counted from, and the legal or contractual authority. Where a law, regulation, grant agreement, contract, or insurance policy requires a longer period than Schedule A, the longer period applies. Where no period is listed and the requirement is unclear, the record is kept until the [Executive Director / Records Officer] determines the period after consulting the Organization's accountant or counsel.

When a retention period has expired, the record is destroyed within [90 days], provided that no hold applies. Destruction is recorded in the destruction log (Schedule A, sheet 3) showing the record class, the date range destroyed, the method, the date, the person who carried out the destruction, and the person who approved it, and confirming that the hold list was checked. Paper records are shredded; electronic records are securely deleted from active systems and, where reasonably feasible, from backups. Records containing personal information are destroyed in a manner that prevents reconstruction.

7. Suspension of destruction: investigation, audit, and litigation holds

If the Organization receives notice of, or reasonably anticipates, a government investigation or inquiry, an audit (including a grant or single audit), a subpoena or records request, a claim, or litigation, the [Executive Director], in consultation with the Board Chair and, where appropriate, counsel, issues a written hold identifying the matter and the records covered. From the moment a hold is anticipated, destruction of records that may be relevant stops, whether or not their retention period has expired. The hold is communicated to every person and provider holding covered records, entered in the hold log (Schedule A, sheet 2), and reviewed periodically. It is released only in writing when the matter is resolved and, for federal awards, when all litigation, claims, or audit findings involving the records have been resolved and final action taken. Outside service providers holding Organization records agree to notify the [Executive Director] promptly of any subpoena, records request, audit notice, or inquiry they receive concerning those records, and to suspend destruction on the same terms.

8. Compliance

Failure to comply with this policy, including the destruction of records in violation of Section 6 or 7, may result in disciplinary action up to and including termination of employment, removal from a volunteer or board position, or termination of a service contract, and may expose the individual to civil or criminal liability. Questions about whether a record may be destroyed are referred to the [Executive Director / Records Officer] before any action is taken.

9. Review

The board reviews this policy and Schedule A at least every [two] years and whenever the Organization begins receiving federal awards, adds employees, changes its state of operation, or changes its record systems. Changes to Schedule A that do not shorten a legal minimum may be approved by the [Executive Director] and reported to the board.

Adoption

This Document Retention and Destruction Policy, with Schedule A, was adopted by the Board of Directors of [ORGANIZATION NAME] on [DATE] by a vote of [__] in favor and [__] opposed, with [__] abstaining. It applies to the Organization as a whole and replaces any earlier retention policy.

_____________________________________ Date: ______________

[NAME], Secretary

Next scheduled review: [MONTH YEAR]

Editing notes (delete before adoption)

Form 990. Part VI line 14 asks whether the organization had a written document retention and destruction policy. Answer "Yes" only if the board (or a committee with delegated authority) adopted the policy by the end of *the tax year and it applies to the organization as a whole. Form 990-EZ has no governance section, but the Form 990-EZ instructions carry the same 3-year recordkeeping rule.*

Federal awards. 2 CFR 200.334 sets 3 years from submission of the final financial report, with the litigation, audit, and written-notice exceptions in the federal award row and the equipment and indirect cost rate exceptions as their own rows. Two further exceptions are not in Schedule A: records transferred to or maintained by the Federal agency (200.334(d)), and program income earned after the period of performance, which runs 3 years from the end of the fiscal year in which it is earned (200.334(e)); add a row if either applies. Agency or pass-through terms may not add other retention requirements, and access rights last as long as the records are retained (200.337(c)).

New York. No provision of the Not-for-Profit Corporation Law requires a written retention policy, but N-PCL section 621 requires correct and complete books and records of account and minutes of members, board, and executive committee, kept at the office, and gives members inspection rights. The Attorney General's internal-controls guidance lists an appropriate records retention policy among expected controls.

California. Corporations Code section 6320 requires adequate and correct books and records of account, minutes of members, board, and committees, and a membership record; directors have an absolute right to inspect (section 6334). Labor Code section 1174(d) requires payroll records for at least three years; Government Code section 12946 requires personnel and application records for four years; the EDD requires payroll tax records for four years; organizations registered with the Attorney General with gross revenue of $2,000,000 or more (excluding government funds the agency requires an accounting for) must have audited statements available within nine months of year end (Government Code section 12586(e)).

Other states and funders. Check the corporations code of the state of incorporation, state charitable registration rules, and every grant agreement and insurance policy. Have counsel read the policy once before adoption.

Schedule A — Record retention schedule

[ORGANIZATION NAME], adopted [DATE]. Where a law, grant, contract, or insurance policy requires longer, the longer period applies. Legal = statutory or regulatory minimum with the authority cited; Policy = the Organization's own longer period. Editable version: nonprofit-record-retention-schedule.xlsx (with hold log and destruction log sheets). Sources checked September 2026; template only, not legal advice.

#	Record class	Examples	Retain for	Counted from	Authority	Status	Notes
Corporate and governance (permanent)							
1	**Organizing documents**	Articles of incorporation and amendments; bylaws and amendments; Form 1023 or 1023-EZ with attachments; IRS determination letter; EIN notice; state tax-exemption letters	**Permanent**	—	IRS Publication 4221-PC, Record Retention Periods (application, determination letter, articles, bylaws listed as permanent); IRC 6104(d)(1)(A)(iii) and (d)(5) (application and IRS letters open to public inspection, no time limit)	Legal (public inspection) / Permanent	
2	**Board and committee minutes, resolutions, written consents; adopted policies with adoption dates**	Minutes of members, board, executive and other committees; conflict of interest disclosure statements; this policy	**Permanent**	—	IRS Publication 4221-PC (board minutes listed as permanent); N.Y. N-PCL 621(a); Cal. Corp. Code 6320(a)(2)	Legal (must be kept; no period stated) / Permanent recommended	Minutes must exist in written form or a form convertible to written form (N-PCL 621(a); Corp. Code 6320(b)).
3	**Annual information returns**	Form 990, 990-EZ, 990-N confirmations, 990-T, with all schedules; state returns (e.g., CA Form 199, RRF-1)	**Permanent (copies)**	—	IRC 6104(d)(2) and IRS public disclosure page: returns open to public inspection for 3 years from the due date including extensions, or from actual filing if later; a 501(c)(3)'s Form 990-T if filed after August 17, 2006; Form 990 instructions, Section J: keep copies of filed returns	Legal (3 years public) / Permanent recommended	The three most recent returns and the exemption application must be available for inspection at the principal office during business hours.
4	**Audited or reviewed financial statements, audit reports, management letters**	Auditor's report, financial statements, management letter, board acceptance	**Permanent**	—	Cal. Gov. Code 12586(e)(1): audited statements available for public inspection within 9 months of fiscal year end, in the manner prescribed for Form 990 by IRC 6104(d)	Legal (CA: available within 9 months, in the manner prescribed by IRC 6104(d); no expiry stated) / Permanent recommended	Applies in California to organizations registered with the Attorney General with gross revenue of $2,000,000 or more, excluding grants from and contracts with governmental entities that require an accounting of the funds.
Tax and accounting							
5	**Books of account and supporting documents**	General ledger, journals, trial balances, bank and investment statements, canceled checks, deposit records, invoices, paid bills, receipts, expense reports, grant applications and awards	**7 years (policy); legal minimum 3 years**	The later of the due date or the filing date of the return the record supports	Form 990 instructions, Section J (minimum 3 years); IRC 6501(a) (3 years), 6501(e)(1)(A) (6 years if more than 25% of gross income omitted), 6501(c)(1) and (c)(3) (no limit for a fraudulent return or no return); Treas. Reg. 1.6001-1(e) (retain as long as material)	Legal 3 / Policy 7	Organizations that file Form 990-N, or no return, must still keep records of activities, income, and expenses (IRS recordkeeping page). 7 years covers the 6-year window with a margin.
6	**Property and equipment records**	Purchase documents, improvements, depreciation	**Life of the asset, then 7 years after**	The year the property is disposed	IRS, How long should I keep records? (keep property records	Legal / Policy	Deeds and titles: permanent.

		schedules, disposal records; deeds and titles	**disposal (policy)**	of	until the period of limitations expires for the year of disposition); Form 990 instructions, Section J (basis records)		
7	**Employment tax records**	Forms 941 and 940, W-2 and W-3, W-4, payroll registers, tax deposit records, Forms 1099-NEC and 1099-MISC copies, W-9s, Form 945	**At least 4 years**	The date the tax becomes due or is paid, whichever is later	IRS, How long should I keep records? (item 7); IRS Employment tax recordkeeping page (list of records); Publication 15 (2026)	Legal 4	Records for qualified sick and family leave wages (leave after March 31, 2021) and employee retention credit wages (paid after June 30, 2021): at least 6 years (IRS Employment tax recordkeeping page).
Donors and gifts							
8	**Donor acknowledgment and disclosure records**	Copies of contemporaneous written acknowledgments ($250 or more), quid pro quo disclosure statements (payments over $75), gift logs, donor database exports	**7 years (policy)**	End of the year of the gift	IRS Publication 1771 (contents of the acknowledgment; no donee retention period prescribed); supports contribution revenue on the return (IRC 6501)	Policy 7	Publication 1771 imposes no penalty on the organization for failing to acknowledge a contribution of $250 or more (the donor loses the deduction), but failing to give the quid pro quo disclosure for a payment over $75 carries a penalty of $10 per contribution, up to $5,000 per fundraising event or mailing (IRC 6714). The copies prove the organization did its part.
9	**Noncash gift files over $5,000**	Form 8283 Section B (donee copy), appraisals received, Form 8282 filings	**7 years after disposition of the property (policy); Form 8283 Section B copy must be kept**	Date of disposition	Form 8282 instructions: keep a copy of Form 8283 Section B; file Form 8282 within 125 days of disposing of charitable deduction property within 3 years of receipt; penalty generally $50 per form	Legal / Policy 7	
10	**Restricted gift and endowment files**	Gift agreements, endowment terms, pledge agreements, bequest and estate correspondence, donor-imposed restriction records	**Permanent while the restriction exists, then 7 years (policy)**	Release or full expenditure of the restriction	Supports reporting of net assets with donor restrictions on Form 990 Part X and in audited statements under ASC 958-205	Policy	
Employment							
11	**Payroll and wage records (FLSA)**	Payroll records, employment contracts, collective bargaining agreements, sales and purchase records used for coverage	**7 years (policy); legal minimum 3 years**	Last date of entry (29 CFR 516.5); the California statute states no trigger date, so count from the last date of entry or the end of the pay period, whichever is later	29 CFR 516.5 (3 years from last date of entry); Cal. Labor Code 1174(d) (not less than 3 years); California EDD DE 44 (payroll tax records at least 4 years, see row 7; records of payments to service providers at least 8 years if the organization takes the position that it is not a subject employer)	Legal 3 (FLSA and Cal. Labor Code 1174(d)) / Policy 7	EDD payroll tax records run 4 years (row 7). Policy sets 7 years to align with employment tax and accounting records.

12	**Time and earnings records**	Time cards and sheets, work schedules, wage rate tables, records of additions to or deductions from wages	**7 years (policy); legal minimum 2 years**	Date of last entry	29 CFR 516.6	Legal 2 / Policy 7	Policy keeps them with payroll records for 7 years.
13	**Form I-9**	Form I-9 and copies of documents examined	**3 years after the date of hire or 1 year after the date employment ends, whichever is later**	Hire date / termination date	8 CFR 274a.2(b)(2)(i)(A)	Legal	USCIS recommends keeping I-9s in a separate file from personnel files; at least three business days' notice is given before a government inspection (8 CFR 274a.2(b)(2)(ii)).
14	**Personnel and hiring records**	Applications, resumes, job postings, promotion, demotion, transfer, training selection, layoff, recall, discharge records, test papers, physical examination results	**1 year federal (terminated employees: 1 year from termination); 4 years in California; until final disposition if a charge is filed**	Date of the record or personnel action	29 CFR 1602.14 (EEOC); 29 CFR 1627.3(b)(1) (ADEA); Cal. Gov. Code 12946(a) (4 years, SB 807, effective January 1, 2022)	Legal 1 / CA 4	Policy sets 4 years for every organization so California and federal rules are both met.
15	**Equal Pay Act wage-differential explanations**	Records explaining the basis for any wage differential between employees of the opposite sex in the same establishment	**2 years**	Date made	29 CFR 1620.32(c)	Legal 2	
16	**OSHA injury and illness records**	OSHA 300 Log, privacy case list, annual summary (300A), 301 incident reports	**5 years**	End of the calendar year the records cover	29 CFR 1904.33(a)	Legal 5	Only if the organization is required to keep OSHA logs.
Grants							
17	**Federal award records**	Financial records, supporting documentation, statistical records, subrecipient monitoring files, progress and financial reports	**3 years**	Submission of the final financial report (or the quarterly or annual financial report for awards renewed quarterly or annually)	2 CFR 200.334 (2024 revision, effective October 1, 2024); 2 CFR 200.337(c) (access rights last as long as the records are retained)	Legal 3	Retain until litigation, claims, or audit findings started before the 3 years ends are resolved; longer if the agency or pass-through entity notifies in writing (200.334(a), (b)).
18	**Federally funded property and equipment records**	Acquisition, use, inventory, and disposition records for equipment bought with federal funds	**3 years after final disposition**	Final disposition	2 CFR 200.334(c)	Legal 3	
19	**Indirect cost rate proposals and cost allocation plans**	Proposals, plans, supporting computations	**3 years**	Submission date (if submitted for negotiation); otherwise the end of the fiscal year covered	2 CFR 200.334(f)	Legal 3	

20	**Private foundation and other grant files**	Grant agreements, budgets, reports, correspondence	**7 years after the final report (policy), or longer if the agreement requires**	Final report	Grant agreement terms; IRS Publication 4221-PC (a grantor may require records be kept longer than the IRS requires)	Policy 7	
Contracts, insurance, property							
21	**Contracts and leases**	Vendor contracts, service agreements, leases, licenses, MOUs	**7 years after expiration or termination (policy)**	Expiration	Supports expenses and obligations reported on the return (IRC 6501); contract terms	Policy 7	
22	**Insurance policies and claims**	Policies (general liability, D&O, property, workers' compensation), certificates, claim files	**Permanent for policies (policy); claims 7 years after closure**	Policy expiration / claim closure	IRS, How long should I keep records? (insurers and creditors may require records longer than the IRS does)	Policy	Occurrence-based policies can be needed decades later.
State (California)							
23	**State tax and payroll records**	FTB return support, sales and use tax records, EDD payroll tax records	**4 years**	Filing date (FTB); as required by the regulation (CDTFA, EDD)	Cal. Rev. & Tax. Code 19057(a) (FTB may assess within four years after the return was filed); 18 CCR 1698(i) (sales and use tax records not less than four years); California EDD DE 44 (payroll records at least four years)	Legal 4	Policy keeps them 7 years with the federal tax records.
24	**Welfare exemption claims and Organizational Clearance Certificate**	Welfare exemption claim forms (BOE-267 first filing, BOE-267-A annual filing), supplemental affidavits, the BOE Organizational Clearance Certificate	**Permanent (policy)**	—	California BOE, Welfare and Veterans' Organization Exemption FAQs (claims filed annually with the county assessor, generally by February 15; the assessor may not grant a claim unless the organization holds a valid Organizational Clearance Certificate issued by the BOE). No statutory retention period.	Policy	