



Retention Policy

Article I Purpose

The purpose of this document retention policy is for Nordic Combined USA (the “Organization”) to enhance compliance with the applicable legal requirements and the Sarbanes-Oxley Act, and to promote the proper treatment of corporate records of the Organization.

Article II Policies

Section 1. General Guidelines.

Records should not be kept if they are no longer needed for the operation of the business or required by law. Unnecessary records should be eliminated from the files. The cost of maintaining records is an expense which can grow unreasonably if good housekeeping is not performed. A mass of records also makes it more difficult to find pertinent records.

From time to time, the Organization may establish retention or destruction policies or schedules for specific categories of records in order to ensure legal compliance, and also to accomplish other objectives, such as preserving intellectual property and cost management. Several categories of documents that warrant special consideration are identified below. While minimum retention periods are established, the retention of the documents identified below and of documents not included in the identified categories should be determined primarily by the application of the general guidelines affecting document retention, as well as the exception for litigation relevant documents and any other pertinent factors.

Records required to be maintained by the Organization at its principal office pursuant to the Code may be retained in written form or in digital form.

Section 2. Exception for Litigation or Investigation Relevant Documents.

The Organization expects all officers, directors, and employees to comply fully with any published records retention or destruction policies and schedules, provided that all officers, directors, and employees should note the following general exception to any stated destruction schedule. If you believe, or the Organization informs you, that Organization records are relevant

to any ongoing or anticipated (*e.g.*, a dispute that could result in litigation) litigation, proceeding or government investigation, then you must preserve those records until it is determined that the records are no longer needed. That exception supersedes any previously or subsequently established destruction schedule for those records.

Section 3. Minimum Retention Periods for Specific Categories.

- (a) Organizational Documents. Organizational records include the Organization's articles of incorporation, bylaws, Internal Revenue Service (the "IRS") Form 1023 (application for recognition of exemption under Section 501(c)(3) of the Internal Revenue Code) and IRS exemption determination letter. Organizational records should be retained permanently. IRS regulations require that the Form 1023 and the IRS determination letter be available for public inspection upon request. The Code requires that the Organization's articles of incorporation, bylaws and all amendments thereto currently in effect be maintained at its principal office.
- (b) Tax Records. Tax records include, but may not be limited to, documents concerning payroll, expenses, proof of contributions made by donors, accounting procedures, and other documents concerning the Organization's revenues. Tax records should be retained for at least seven years from the date of filing the applicable return. The IRS requires that the Organization's last three filed Form 990s be maintained at its principal office.
- (c) Employment Records/Personnel Records. State and federal statutes require the Organization to keep certain recruitment, employment and personnel information. The Organization should also keep personnel files that reflect performance reviews and any complaints brought against the Organization or individual employees under applicable state and federal statutes. The Organization should also keep in the employee's personnel file all final memoranda and correspondence reflecting performance reviews and actions taken by or against personnel. Employment applications should be retained for three years. Retirement and pension records should be kept permanently. Other employment and personnel records should be retained for seven years.
- (d) Board and Board Committee Materials. Meeting minutes should be permanently retained in the Organization's minute book. A record of all actions taken by the Organization's directors or members, or any designated body thereof, with or without a meeting, should be permanently retained. The Code requires that the Organization's meeting minutes and record of all actions for the past three years be maintained at its principal office. A clean copy of all other Board and Board Committee materials should be kept for no less than three years by the Organization.
- (e) Press Releases/Public Filings. The Organization should retain permanent copies of all press releases and publicly filed documents under the theory that the Organization should have its own copy to test the accuracy of any document a member of the public can theoretically produce against the Organization.
- (f) Legal Files. Legal counsel should be consulted to determine the retention period of particular documents, but legal documents should generally be maintained for a period of ten years.
- (g) Marketing and Sales Documents. The Organization should keep final copies of marketing and sales documents for the same period of time it keeps other corporate files, generally three years. An exception to the three-year policy may be sales invoices, contracts, leases,

licenses, and other legal documentation. These documents should be kept for at least three years beyond the life of the agreement.

- (h) Development/Intellectual Property and Trade Secrets. Development documents are often subject to intellectual property protection in their final form (*e.g.*, patents and copyrights). Records related to intellectual property (*e.g.*, patent applications and trademark and copyright registrations) should be retained permanently. The Organization should keep all documents designated as containing trade secret information for at least the life of the trade secret.
- (i) Contracts. Final, execution copies of all contracts entered into by the Organization should be retained. The Organization should retain copies of the final contracts for at least three years beyond the life of the agreement, and longer in the case of publicly filed contracts.
- (j) Correspondence. The Code requires that the Organization maintain at its principal office all formal notices or other communications to members for the last three years. Unless correspondence falls under another category listed elsewhere in this policy, correspondence should generally be saved for two years.
- (k) Banking and Accounting. Annual financial statements should be retained permanently. The Code requires that the Organization maintain at its principal office its financial statements for the last three years. Checks for important payments and purchases and depreciation schedules should be retained permanently. Any inventories of products, materials, and supplies and any invoices should be kept for seven years. Accounts payable ledgers and schedules should be kept for seven years. Bank reconciliations, bank statements, deposit slips and checks (unless for important payments and purchases) should be kept for three years.
- (l) Insurance. Expired insurance policies, insurance records, accident reports, claims, *etc.* should be kept permanently.
- (m) Audit Records. External audit reports should be kept permanently. Internal audit reports should be kept for three years.
- (n) Contributions/Grants. Contribution records and documents evidencing terms of gifts should be retained permanently. Records related to grants should be retained for seven years following the end of the grant period.
- (o) Membership. The Code requires that the Organization, if it is a membership organization, maintain at its principal office a record of its members, in a form that permits preparation of a list of names and addresses of all members, in alphabetical order by class, showing the number of votes each member is entitled to cast.
- (p) Directors and Officers. The Code requires that the Organization maintain at its principal office a list of the names and business addresses of its current directors and officers.

Section 4. Electronic Mail. E-mail that needs to be saved should be either:

- (i) Printed in hard copy and kept in the appropriate file; or
- (ii) Downloaded to a computer file and kept electronically or on disk as a separate file.

The retention period depends upon the subject matter of the e-mail, as covered elsewhere in this policy.

Section 5. Inspection.

The Code requires that the Organization, if it is a membership organization, grant members of the Organization the right to inspect and copy any of the records that are required to be maintained by the Code upon written demand and, in certain circumstances, upon a showing of proper and relevant purpose. Members may not use the member list for any commercial purpose or to solicit money or property (unless the money or property will be used to solicit votes of the members in connection with an election to be held by the Organization).

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