

ROSE FITZGERALD KENNEDY GREENWAY CONSERVANCY, INC.**DOCUMENT MANAGEMENT POLICY**

The records of the Rose Fitzgerald Kennedy Greenway Conservancy, Inc. (the “Conservancy”) are important assets of the Conservancy. This Document Management Policy (the “Policy”) seeks to ensure that the Conservancy retains complete and accurate records for as long as required by law and for as long as needed for the effective administration of the Conservancy. This Policy applies to all records. All employees have the responsibility to fully comply with this Policy.

DOCUMENT RETENTION

All employees of the Conservancy must comply with federal and state laws and ensure that records are available for the effective administration of the Conservancy, but must also keep the Conservancy’s inventory of records at a manageable level.

Generally, if there is no belief of potential litigation or investigation, a record may be destroyed after seven years unless a longer period is prescribed within one of the categories listed below. Thus, this Policy has a general record retention period of seven years. Examples of records that may be destroyed after seven years are correspondence and other records that are not mentioned in the list below.

Certain records, however, shall be routinely destroyed, such as drafts of Board Minutes (after the subsequent or final version is prepared, proposed resolutions and proposed agendas after they are incorporated into the approved minutes, drafts of policy statements or business or strategic plans after the subsequent or final version is prepared, and drafts of press releases after the subsequent or final version is prepared.

If any employee believes, or is informed, that there are records relevant to pending or potential litigation or a pending or potential investigation, then such person must preserve all such records and may not alter, conceal, or destroy such records until such person is informed that the records are no longer needed. This rule trumps all record retention periods.

The following documents shall be retained according to the corresponding time period. One copy of the records that fall under the categories listed below shall be retained at the offices of the Conservancy for the applicable time period.

- a) Corporate Documents: Corporate documents include but may not be limited to Articles of Organization, Bylaws, Corporate Governance Guidelines, other policies of the Conservancy, the Memorandum of Agreement by and between The Massachusetts Turnpike Authority, the City of Boston, the Commonwealth of Massachusetts, and the Conservancy, dated July 12, 2004, and a list of the names and business addresses of current directors and officers. These documents shall be retained permanently.

- b) Board and Committee Materials: Board and Committee meeting minutes, policies and resolutions shall be retained permanently.
- c) Records of Donations: Records of all donations shall be retained permanently.
- d) Donor Reports: Background information about donors and solicitation materials shall be retained for no less than seven years from the date they were created.
- e) Endowment/Investment Records: All endowment and investment records shall be retained for no less than seven years from the date they were created or such longer period, if any, that is required by state or federal law.
- f) Financial Statements: All financial statements shall be retained permanently.
- g) Tax Records: All tax records shall be retained permanently.
- h) Independent Auditor Reports: All independent auditor reports shall be retained permanently.
- i) Financial Records: The following financial records shall be retained as follows:
- Accounts payable ledger – 7 years
 - Bank reconciliations – 2 years
 - Bank statements – 3 years
 - Checks (for important payments and purchases) – permanently
 - Depreciation schedules – permanently
 - Deposit slips – 2 years
 - Expense reports – 7 years
 - Insurance records – permanently
 - Invoices (to customers, from vendors) – 7 years
 - Simple IRA records – permanently
- j) Policy Statements or Strategic Plans: All policy statements or strategic plans shall be retained permanently for no less than seven years from the date they were created or such longer period, if any, that is required by state or federal law.
- k) Employment/Termination Agreements: All employee employment and termination agreements shall be retained permanently.
- l) Employment Records/Personnel Records: All employee and payroll records and personnel files (including, but not limited to, attendance records, application forms, performance evaluations, promotion records, termination papers, I-9s, withholding information, exit interview material, bonus records, and payroll registers) shall be retained for at least seven years after termination of the employee or such longer period, if any, that is required by state or federal law.

- m) Grievances filed by directors, officers, or employees: All records relating to grievances filed by directors, officers, or employees with the Board of Directors, the Attorney General, or any other government agency and records relating to the resolution of such grievances shall also be retained for at least seven years after termination of the employee or such longer period, if any, that is required by state or federal law.
- n) Press Releases: Copies of all press releases shall be retained for at least seven years after termination of the employee or such longer period, if any, that is required by state or federal law.
- o) Legal Files: Records pertaining to litigation shall be retained permanently.
- p) Contracts: All contracts shall be retained for seven years after the term of the contract.
- q) Disclosure Statements: All disclosure statements of directors, officers, or employees filed with the Audit Committee pursuant to the Conflict of Interest Policy shall be retained for seven years from the date of such filing.
- r) Retention Periods Prescribed by Law: Any other document not specifically listed herein shall be kept according to any period of time required by law, if such prescribed period of time is more than this Policy's general record retention period of seven years.
- s) Electronic Mail: The retention period for e-mail sent or received by the Conservancy's employees in such capacity shall be dictated by the category listed above to which the substance of the e-mail pertains. E-mail that needs to be saved shall be either 1) printed in hard copy and kept in the appropriate file or 2) downloaded to a computer file and kept electronically or on a disk as a separate file.

Electronic documents will be retained as if they were paper documents. Therefore, any electronic files, including records of donations made online, that fall into one of the document types on the above schedule should be maintained for the indicated time period.

While minimum retention periods are suggested above, the retention period may be changed by the Board of Directors. The Executive Director will oversee the implementation and interpretation of the Document Management Policy. Any questions or concerns regarding the Document Management Policy should be directed to the Executive Director. The Executive Director shall review annually the usefulness of the Policy and shall review annually whether the Policy is being effectively implemented.

DOCUMENT ACCESSIBILITY

The records of the Conservancy will be made available to the public upon request, except for certain records identified below. Any person may request a copy of such records in writing. The person requesting the records may examine such records at the Conservancy during normal business hours. The Conservancy may charge reasonable costs for copies of records made. The

Conservancy shall respond to any requests for records within ten business days from the receipt of the request.

The following records of the Conservancy may not be made available to the public, unless disclosure is required by applicable provisions of the Massachusetts Public Records Law:

- a) Records required to be kept confidential by applicable laws;
- b) Records containing the minutes of Board or Committee meetings in executive session, except as required by law;
- c) Records related to fundraising strategy and efforts;
- d) Background records regarding particular donors or potential donors to the Conservancy, including financial or other personal information, and fundraising solicitation materials;
- e) Records related solely to internal personnel rules and practices where proper performance of necessary functions of the Conservancy requires such withholding;
- f) Personnel or medical information, and any other materials or data relating to a specifically named individual (including reviews, disciplines, complaints and dismissals).
- g) Memoranda or letters circulated internally or prepared by outside counsel relating to policy positions being developed by the Conservancy, and any drafts of policy positions under development.
- h) Litigation records (actual, potential or threatened) or other documents regarding legal matters;
- i) Attorney-client communications;
- j) Records related to the financial and auditing process, including any communication with the outside auditor (until the final report is made to the Board);
- k) Grievances filed by directors, officers or employees, including, but not limited to, all records relating to any whistleblower complaint or its resolution¹;
- l) Personal notebooks or materials prepared by a director, officer, or employee of the Conservancy and which are personal to him or her;

¹ However, all records relating to any whistleblower complaint or its resolution shall be made available to the Attorney General upon request.

- m) Commercial or financial information voluntarily provided to the Conservancy for use in developing a policy or for responding to a Request for Responses and upon a promise of confidentiality, but not including information submitted as required by law;
- n) Proposals and bids to enter into any contract or agreement and internal communications made in connection with any evaluation process for reviewing bids or proposals, prior to a decision to enter into negotiations with or to award a contract to, a particular person;
- o) Appraisals of real property or personal property leased, to be leased, acquired, to be acquired, disposed or to be disposed of until 1) a final agreement is entered into, 2) any litigation relative to the appraisal has been terminated, and 3) the time within which to commence litigation has expired;
- p) Records relating to security measures and emergency preparedness, threat or vulnerability assessments, or any other records relating to the safety or security of persons, structures or other infrastructures, the disclosure of which could jeopardize public safety; and
- q) Home address and telephone numbers of directors, officers, and employees of the Conservancy.

In addition to the records identified above that may not be made available to the public, the Board of Directors, by vote of two-thirds of the directors then in office, may vote to preclude particular records from being made available to the public if disclosure is not required by applicable provisions of the Massachusetts Public Records Law if such Directors determine that it is not in the best interest of the Conservancy to disclose such records.

The Executive Director, in consultation with legal counsel if necessary, shall make the determination as to whether a document is to be disclosed to the public in accordance with this Policy.