



## **SUNOVION PHARMACEUTICALS INC.**

### **CORPORATE POLICY**

<b>WORKING TITLE:</b> Records Management and Retention Policy		<b>POLICY: No. 1.15</b>	<b>Page 1 of 18</b>
<b>Supersedes:</b> Policy 6.01 (issued 4/21/09)	<b>Approval:</b> Corporate Policy Review Committee (CPRC)	<b>Date Issued:</b> January 5, 2012	<b>Effective Date:</b> April 16, 2012

#### **Section 1. INTRODUCTION:**

- 1.1 This Records Retention Policy ("Policy") establishes requirements related to the creation, security, retention, and responsible disposition of documents and other information at Sunovion Pharmaceuticals Inc. ("Sunovion" or the "Company") as part of its Records and Information Management Program ("RIM Program"). This Policy applies to all documents and information regardless of media or format. Through this Policy, the Company aspires to ensure compliance with all applicable legal, regulatory and business best practices with regard to record-keeping requirements.

#### **Section 2. SCOPE AND PURPOSE:**

##### **2.1 SCOPE**

- 2.1.1 This Policy, together with its related Standard Operating Procedures ("SOPs"), applies to all Sunovion operations in North America, including all divisions, subsidiaries, and legal entities located within the United States and Canada. This Policy should be read consistently with all local laws in areas where Sunovion does business. Where a local law differs from this Policy the local law shall control unless otherwise preempted by federal law.
- 2.1.2 This Policy applies to any documentary material regardless of form, including paper, and Electronic Records, which are created,

generated, received or maintained by the Company in connection with transacting its business in pursuance of legal or regulatory obligations ("Record")

- 2.1.3 In addition, this Policy applies to:
- All U.S. and Canadian based Company employees;
  - Vendors, firms and individuals acting on behalf of the Company (e.g., contractors and agents) who create, receive, manage, or use Company Records; and
  - All physical locations where Company Records are maintained.

## 2.2 PURPOSE

- 2.2.1 The purpose of this Policy is to establish a uniform, company-wide policy for the proper retention, storage, retrieval, and Disposition of Records within the Company's possession, custody, or control.
- 2.2.2 All Records are the property of Sunovion, unless otherwise provided by contract, and do not belong to individual Sunovion employees, regardless of subject matter, storage media, or location. Any Sunovion employee in possession of Records must return the Records to Sunovion upon request or when separating from Sunovion.
- 2.2.3 Sunovion reserves the right to access and review the content of any recorded information that has been created, stored, transmitted, or received using Sunovion property or other provided resources, regardless of their location, at any time.

## Section 3. DEFINITIONS:

### 3.1 DEFINITIONS

- 3.1.1 For Definitions relating to this Policy, please see Appendix A, below.

## Section 4. RESPONSIBILITIES:

- 4.1 Implementation of this Policy and the success of the RIM Program is a shared responsibility. Generally, duties are divided in the following manner:
- 4.1.1 The **RIM Steering Committee**, chaired by an executive member of the Legal Affairs Department, is responsible for the oversight and approval of the RIM Program.

- 4.1.2 The **Director of Records and Information Management** is responsible for continued development, implementation, training, audit and management of the RIM Program.
- 4.1.3 The **Legal Affairs Department** provides counsel and support of the RIM Program and related documents. The department also implements and monitors Holds whether Law, Tax, or Audit.
- 4.1.4 The **IT Department** is responsible for the establishment and technical execution of systems used for the creation, maintenance, preservation and Disposition of Electronic Records under this Policy and the Schedule.
- 4.1.5 The **Finance Department** is responsible for notifying the Legal Affairs Department of any Tax Holds or other financial Holds.
- 4.1.6 The **Compliance Department** is responsible for audit and compliance of the RIM Program in conjunction with the Director of Records and Information Management. In addition, Compliance is responsible for execution and tracking of Audit Holds (in cooperation with the Legal Affairs Department).
- 4.1.7 Designated **Executive Vice Presidents** are accountable for execution of RIM Program objectives by their direct and indirect reports within the department.
- 4.1.8 Designated **Records Coordinators** are responsible for the day-to-day records management activities at the departmental level, in addition to acting as a resource for the Director of Records and Information Management.
- 4.1.9 Sunovion **Employees** must understand and adhere to the Policy, Schedule, and associated SOPs.

4.4 Additional duties for each of the positions listed above can be found in **Appendix B**.

## **Section 5. GENERAL PROVISIONS:**

### **5.1 CREATION OF RECORDS**

- 5.1.1. Records are created in compliance with applicable legal, regulatory, and business best practices to document the Company's work product, procedures, transactions, and decisions. Employees, contractors, and agents of the company are responsible for appropriately documenting these business events. It is equally important that Records are systematically captured and indexed to ensure future access and retrieval. It is also important to note that many Records are submitted to government agencies to obtain permission to research and market products, and to demonstrate compliance with various applicable laws. All such Records must be

created and maintained in accordance with the rules under which they are submitted for government agency review.

## 5.2 ELECTRONIC RECORDS

- 5.2.1 All Electronic Records must be maintained on a reliable medium that permits the accurate reproduction of the Official Record for the full length of the retention period as stated in the Schedule. All retention periods for records submitted to government agencies are reflected in the Schedule.
- 5.2.2 In instances where identical paper and electronic versions of the same Record exist, the electronic version can be considered the Official Record if there does not exist a business, legal or regulatory requirement stating otherwise. Departments are responsible for documenting processes surrounding the use of Electronic Records as Official Records.
- 5.2.3 When a paper Record is electronically "scanned," resulting in the capture of an identical electronic version of the document, the paper Record may be Disposed unless otherwise noted in the Schedule and in instances where there does not exist a business, legal or regulatory requirement stating otherwise proper procedures, including the use of authorized scanning equipment and quality control, must be confirmed prior to the Disposition of the paper Record.
- 5.2.4 That all Sunovion employees, contractors and internal vendors shall be trained in the proper use of electronic systems of record as is appropriate to their position and role in the company.
- 5.2.5 Business functions are responsible for creating and implementing designated authoritative sources (a.k.a. Systems of Record) to store and manage Sunovion Records identified on the Schedule.
  - 5.2.5.1 Systems of Records must ensure that the basic records management principals are incorporated within the technology solution or within a documented process or both, if applicable.
  - 5.2.5.2 Email software such as Microsoft Outlook does not qualify as a valid System of Record under this policy. Individuals and departments that receive business records via email must ensure that record is sent to a designated System of Record.

## 5.3 RETENTION OF RECORDS

- 5.3.1 The RIM Program, as set forth in this Policy, is the only records retention program authorized by the Company. Records falling under this Policy must be retained according to the Schedule. The Schedule identifies categories of Records to be maintained, retention periods for each category of record.

- 5.3.2 Employees, with the support of the Records Coordinators, must adhere to all procedures as explained in this Policy, related SOP and/or departmental work instructions with respect to their Records.
- 5.3.3 All drafts, previous versions and duplicate Records of the Official Record are considered Non-Official Records, and should be promptly disposed of in accordance with the RIM Program.
- 5.3.4 Functional areas and departments are responsible for documenting and implementing relevant records management processes and/or technologies that capture the declaration, transmission, storage, and preservation of Sunovion Records.
- 5.3.5 Copies of Electronic Records made for Disaster Recovery Systems are not to be used for the purpose of creating an official record repository or archive. Additionally these records should not be retained longer than necessary to fulfill their intended purpose.

#### 5.4 SUSPENSION OF SCHEDULE AND HOLD NOTIFICATION

- 5.4.3 When any type of legal proceeding (such as litigation, arbitration, mediation, or investigation) or other such matter (e.g. finance, tax) is reasonably anticipated, the Schedule is to be suspended until further notice from the Legal Affairs Department.
- 5.4.4 To formally communicate the suspension of Retention Schedules, the Legal Affairs Department will issue a Document Preservation Notice ("Hold") describing the Records that must be preserved.
- 5.4.5 All Sunovion employees receiving the Hold notice must suspend the normal disposition of the Record until further notice.
- 5.4.6 Non-Official Records may also be subject to a Hold.

#### 5.5 ACCESS CONTROLS

- 5.5.1 Accessing, sharing and external transmission of Records is limited to authorized personnel who have a business need, including fulfillment of regulatory obligations. This applies to all Records, whether stored on-site or off-site. Storage conditions and handling procedures should be designed to protect Records from unauthorized access. Theft or misappropriation of Records, or giving access to another person who is not authorized to view Company Records, is forbidden.

#### 5.6 STORAGE OF HARD COPY RECORDS

- 5.6.1 Active Records that are utilized on a frequent basis are to be kept in a secure on-site location where necessary and authorized personnel can access the information

- 5.6.2 Inactive Records should be transferred to the Company's designated storage facility unless there is a regulatory or legal requirement calling for on-site storage. If copies of Inactive Records are retained by an employee, the employee should dispose of the information once the business need for these Records had expired, unless subject to a Hold. By no means should a copy of an Official Record be maintained longer than the Official Record itself.
- 5.6.3 Once stored off-site, Records should not be released except on an as needed basis or for Disposition pursuant to the RIM Program.

## 5.7 CONFIDENTIAL AND PRIVILEGED RECORDS

- 5.7.1 Confidential Records created, received, or maintained by the Company should be circulated within the Company, to authorized agents or designees of the Company, only where there is a sound business reason to do so or in fulfillment of a regulatory obligation.
- 5.7.2 It is also the Company's Policy to maintain in strict confidence personal and private customer and employee information. Customer and employee Records should not be disclosed or utilized for other than legitimate business purposes, unless there is specific authorization for the disclosure by the employee or customer as required by a regulatory request, subpoena, court order, or other legal requirement.
- 5.7.3 Some Company Records are subject to legal privileges (i.e., attorney-client privilege and work product doctrine). The Legal Affairs Department will work with Records Coordinators to identify and properly label relevant Records to ensure that any applicable privilege is maintained.
- 5.7.4 Unless given written permission from the Legal Affairs Department, no Employee should ever copy Confidential/Privileged Records scheduled for Disposition under the Schedule. Authorized copies of Confidential/Privileged Records must be properly Disposed of in accordance with this Policy as soon as the legal, compliance, audit, or business need has been satisfied.

## 5.8 BUSINESS CONTINUITY AND ARCHIVAL PRESERVATION

- 5.8.1 Business continuity and contingency measures are established to ensure that Records considered vital to the continued functioning of the Company are identified, protected, and recoverable when needed.
- 5.8.2 Records of continuing value to the Company must be measured in accordance with archival principals and best practices to ensure their availability and integrity over time. This may include processes for

storage at a designated storage facility or repository for permanent safekeeping.

## **5.9 BACKUP MEDIA**

- 5.9.1 Backup media, including tapes and other magnetic media, are created and maintained for disaster recovery purposes only. Backup media should not be considered an archive for Company Records or a means of records retention. Tapes and other magnetic media will be recycled on a regular scheduled basis unless subject to a Hold
- 5.9.2 Backup media containing voicemail messages are for disaster recovery purposes only and are not considered Official Records.

## **5.10 DISPOSITION OF RECORDS**

- 5.10.1 All Records subject to a retention period stated in the Schedule should be promptly Disposed of following the expiration of the established retention period. If for any reason there exists two different retention periods that apply to the same Record, the longer retention period should be followed.
- 5.10.2 Department Records must be reviewed annually to ensure proper Disposition of Records and timely destruction as provided by this Policy. Records subject to a Hold may not be Disposed of even if its retention period has expired.

## **Section 6. TRAINING:**

### **6.1 RIM POLICY, RETENTION, AND PROGRAM TRAINING**

- 6.1.1 The Director of Records and Information Management is responsible for ensuring that RIM Program training is made available to employees. The objective of training modules is to explain to employees the scope, purpose, and importance of the Company's RIM Program and how to comply with this Policy and the Retention Schedule.
- 6.1.2 Training will be administered as part of the on-boarding process for new employees. Refresher courses will be made available to all other employees on a periodic basis.
- 6.1.3 RIM training is mandatory for all permanent and contract employees.



## **Section 7. POLICY MAINTENANCE:**

### **7.1 COMPLIANCE**

- 7.1.1 Compliance with this Policy is mandatory for all employees and agents of the Company. Failure to comply with this Policy may result in disciplinary action up to and including termination.

### **7.2 AMENDMENT**

- 7.2.1 The Policy, Schedule, and related SOPs will be amended from time to time. These amendments will reflect relevant changes to legal, regulatory, and/or operational requirements for records management. Appropriate modifications to RIM Program policy will be formally proposed by the Director of Records and Information Management and approved by the RIM Steering Committee in accordance with Sunovion Corporate Policy 1.0, "Corporate Policy Review Committee (CPRC)".

### **7.3 AUDIT**

- 7.3.1 As part of the RIM Program, this Policy will be periodically audited by personnel from the Compliance Department. The Director of Records and Information Management and the RIM Steering Committee will receive a copy of the audit report along with recommendations for necessary corrective action.
- 7.3.2 Personnel from the Compliance Department may review any and all Records, processes, and technologies of interest in order to measure compliance with this Policy. In addition, all Company owned computers, electronic devices, portable media and/or electronic storage devices may be audited by authorized personnel to ensure compliance.

## **Section 8. REPORTING VIOLATIONS:**

### **8.1 REPORTING VIOLATIONS**

- 8.1.1 Reports concerning wrongful behavior, violations or suspected violations of this Policy may be submitted anonymously and confidentially through the Company's Compliance Hotline, below. Reports made through the Compliance Hotline will be treated as confidential and will take into consideration the circumstances of the alleged violation and the need to conduct a full and fair investigation.

- 8.1.2 Toll free telephone number. 866-886-1348



8.1.3 Via the internet at: [www.ethicspoint.com](http://www.ethicspoint.com)

8.1.4 Sunovion does not tolerate any form of retaliation or adverse action against any employee who submits a good faith report of misconduct. In addition to these protections, an employee may also avail themselves of the remedies afforded under federal and state law, including the federal "False Claims Act," 31 U.S.C. Sections 3729-3733, the Commonwealth of Massachusetts Whistleblower Protection Act, M.G.L 149, Chapter 185 and the New Jersey Conscientious Employee Protection Act, N.J. Stat. Ann. Section 34:19, Sections 1 to 8.

## APPENDIX A: Definitions

Active Records	Final and complete records that are routinely used, maintained, and relied upon to make decisions. (e.g., an executed final contract which has not terminated) This includes: copying, sharing, distribution, storage and retrieval.
Confidential Records	Records containing proprietary and non-public technical, financial or business information of the Company including, but not limited to : (a) information about products, customers, partners and business operations or strategies; (b) financial information and forecasts; or (c) employee information
Disaster Recover Backup	Backup media, including tapes and other magnetic media, created and maintained for disaster recovery/business continuity purposes. Disaster Recovery Backups will not be used for any archival purposes and should be recycled or disposed of every thirty days.
Disposition	A range of processes associated with implementing records retention, discarding, or transfer decisions which are documented in disposition authorities or other instruments. The act of Disposition is the elimination or deletion of records, beyond any possible reconstruction.
Electronic Records	Records generated and stored within Sunovion's mainframe business system or related business applications, including Email. Records recorded on electronic storage media, computer readable records. Any combination of text, graphics, data, audio, pictorial or other information representation in digital form that is created, modified, maintained, archived, retrieved or distributed by a computer system [(21CFR11.3(6)].
Email	Email is a method of communication. In general, Emails are an exchange of messages and information in real time with other users, locally and across networks. If an Email constitutes an Official Record, then that Email must be maintained in accordance with the Retention Schedule.

Hold	The procedure used to temporarily cease disposition of certain groups of records, even if they are eligible for disposition. A Hold can be a Legal, Tax or Audit Hold in nature.
Inactive Records	Official Records related to closed, completed, or concluded activities that must be retained to fulfill legal, regulatory, operational, or other retention requirements. These Records are maintained at the Company designated off-site storage location or appropriate electronic repository in accordance with the Retention Schedule.
Non-Official Records	Any Records that are not Official Records. Non-Official records do not further Company business needs if they are maintained. Non-Official Records need be kept only for the period of time in which they are active and useful. Non-Official Records include: personal records , exact duplicates of Official Records , transitory information, reference materials, catalogs and trade journals, working Files and casual (personal non-work related) correspondence.
Official Records	These are Records that document business activities which the Company has determined are necessary to be retained for business purposes or are required by law to be kept according to the Schedule. An official record represents the position of the Company at a given point in time. They are the final, true and complete version of the Company Record. Official Records may exist in any media format including paper, electronic, including email, audio/video or microfiche.
Record	Any documentary material regardless of physical form, including paper and Electronic Records, which are created, generated, received or maintained by the Company in connection with transacting its business or in pursuance of legal or regulatory obligations.
Records Coordinator	Employees who have the primary custodial responsibility for specific Records within a functional area. Records management obligations of the Records Coordinator outlined in Appendix B of this Policy may be delegated from time to time to employees under the Records Coordinator's

	supervision. Any such delegation must be communicated to the appropriate parties in Legal Affairs, the Records Manager and any other applicable departments.
Records and Information Management Policy	The document stating requirements related to the creation, security, retention, and responsible disposition of Sunovion Records as part of the RIM Program.
Retention Schedule or "Schedule"	A document that identifies and describes the types of records that the Company is required to retain, and for how long. The retention schedule also indicates which department is responsible for retaining Official Records (i.e., multiple departments should not retain the same official records). Regardless of the Retention Period stated in the Schedule, any Records subject to a Hold may not be destroyed unless and until an affirmative authorization of destruction is received from the Legal Affairs Department.
RIM	The acronym for Records and Information Management.
RIM Program	A comprehensive plan and set of requirements intended for the systematic control of the creation, maintenance, use, and disposition of physical and electronic Records that are created, generated or received by the Company in connection with transacting its business or in pursuance of legal or regulatory obligations. The RIM Program includes the planning, controlling, directing, organizing, training, promoting, and other managerial activities involved in records creation, maintenance, use, and disposition to achieve adequate and proper documentation of the recordkeeping policies, processes, and transactions at the Company.
SOP	The acronym for Standard Operating Procedure. A SOP is a written instruction describing the steps involved in performing a particular business operation. The aim of an SOP is to create uniform and consistent completion of the business operation described.
System of Record	An information system that provides life cycle management controls for electronic records (see also "Official Record")

Vital Records	<p>Records containing information required to re-establish or continue an organization in the event of a disaster; records containing unique and irreplaceable information necessary to recreate an organization's legal and financial position and preserve the rights of the organization and its employees, customers, shareholders and other constituent groups. Vital records include records whose informational value to the organization is so great, and the consequences of loss are so severe, that special protection is justified in order to reduce the risk of loss. [Robek, Brown, Stephens]</p>
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## APPENDIX B: Roles and Responsibilities

<b>Compliance Department</b>	<p>The Compliance and Ethics Department is responsible for monitoring and auditing all areas of the RIM Program, including Company-wide compliance with this Policy. Other responsibilities include:</p> <ul style="list-style-type: none"> <li>• On no less than an annual basis, confirm that Departmental Vice Presidents with records management responsibilities are executing RIM Program objectives within their department;</li> <li>• Create audit materials to track compliance with the RIM Program;</li> <li>• Notify Legal Affairs of any necessary Audit Holds, and following through with the execution and monitoring of such holds; and</li> </ul> <p>Perform periodic audits of the RIM Program, RIM Program Documents and supporting personnel to ensure effectiveness and efficiency.</p>
<b>Employees</b>	<p>All Employees are responsible for ensuring that Records within their area of assigned responsibility are properly identified, retained, stored, protected, and Disposed of in accordance with this Policy. Fulfillment of this responsibility includes, but is not limited to:</p> <ul style="list-style-type: none"> <li>• Having knowledge of the Policy, Retention Schedule, and related SOPs;</li> <li>• Knowing the identity of her/his Records Coordinator;</li> <li>• Properly maintaining Records, including Email;</li> <li>• Disposing of Non-Official Records which are no longer necessary for a business purpose unless subject to a Hold; Properly indexing and describing Records; Assisting Records Coordinators in the performance of their responsibilities;</li> <li>• Complying with all Law/Tax/Audit Holds affecting their department;</li> <li>• Notifying her/his supervisor or the Legal Affairs Department of any suspicious conduct that involves an alleged violation of the Policy, Retention Schedule, or related SOPs; and</li> <li>• Notifying the assigned Records Coordinator of any retention periods that should be changed or new items added to the Schedule.</li> </ul>
<b>Departmental Vice Presidents</b>	<p>Each designated Departmental Vice President shall:</p> <ul style="list-style-type: none"> <li>• Ensure that Records within the Department are created, used, maintained, and Disposed of in accordance with this Policy, unless subject to a Hold;</li> <li>• Designate Records Coordinators as necessary within their Department;</li> <li>• Coordinate with Legal Affairs, Compliance, Facilities, Corporate Services, and IT, as necessary, to establish procedures for the storage of Records (on-site and off-site) consistent with this Policy;</li> </ul>

	<ul style="list-style-type: none"> <li>• Communicate to all Employees under direct (or indirect) supervision of the issuance of a Hold , requiring the suspension of normal retention periods and the indefinite retention of a class of Records; and</li> <li>• Determine which Records within the Department are vital to business continuity and/or disaster recovery, and working with the IT Department to develop a plan for the preservation of those Records.</li> </ul>
<b>Finance Department</b>	Generally responsible for informing the Legal Affairs Department and RIM CRM of the imposition of a Tax or other Financial Hold or other efforts to preserve Company financial information beyond the proscribed retention period.
<b>IT Department</b>	<p>The IT Department shall:</p> <ul style="list-style-type: none"> <li>• Work with Legal Affairs, Compliance, Department Vice Presidents, the Records Manager, Record Coordinators and other personnel, as necessary, to establish technical procedures for the storage, maintenance, and destruction of electronic Records consistent with this Policy; and</li> <li>• Ensure that electronic Records are stored on reliable medium that is capable of generating an accurate reproduction of the Official Record and can maintain the Records' integrity for the accepted retention period.</li> </ul>
<b>Legal Affairs Department</b>	<p>Personnel within the Legal Affairs Department will assist the RIM Steering Committee with periodic review and approval of the Policy, Retention Schedule, and related SOPs. The department will also issue notices and releases of Law, Tax or Audit Holds to specific departments or Employees. Additional responsibilities are, but are not limited to:</p> <ul style="list-style-type: none"> <li>• Interpret this Policy and providing legal counsel relating to it;</li> <li>• Provide on-going training to Employees regarding their individual records management responsibilities and best practices for fulfilling those duties;</li> <li>• Monitor the Hold process (whether Law/Tax/Audit in nature) to ensure that Records are properly preserved; and</li> <li>• Work with Records Coordinators to identify and segregate Records that may be subject to privilege (e.g., attorney-client privilege and the work product doctrine).</li> </ul>
<b>Records Coordinators</b>	<p>Records Coordinators responsibilities are to:</p> <ul style="list-style-type: none"> <li>• Collect and maintain of Active Records so that they are readily retrievable;</li> <li>• Review departmental materials kept on-site at least once a year to separate Inactive Records from Active Records and make appropriate arrangements for the off-site storage of Inactive Records;</li> <li>• Work with the Records Manager and Legal Affairs Department to identify and segregate Records that may be subject to Law/Tax/Audit Hold;</li> </ul> <p>Work with IT to ensure that Records on electronic media are preserved and Disposed of in accordance with the retention requirements set forth in the Policy and the Retention Schedule.</p>



<b>Director of Records and Information Management</b>	<p>The RIM Certified Records Manager (“Records Manager”) is responsible for the execution of the Policy, Retention Schedule and all related SOPs. Other duties of the Records Manager include:</p> <ul style="list-style-type: none"> <li>• Manage individual components of the RIM Program to ensure Company-wide compliance;</li> <li>• Act as a clearing-house for all proposed changes to RIM Program Documents and presenting appropriate recommendations to the RIM Steering Committee for consideration;</li> <li>• Maintain the Records Retention Schedule to reflect current Company legal, regulatory, and business records management needs;</li> <li>• With the advice of the Legal Affairs Department, monitor the disposition of Inactive Records that are not subject to an active Hold;</li> <li>• Create records management training materials and educational resources for use at all levels of the Company and supervise the execution of related training modules;</li> <li>• Assist with the creation of RIM Program audit materials to support this Policy, in cooperation with the Human Resources, IT, Compliance Department and third-party vendors (as necessary); and</li> </ul> <p>Assist with the Hold process, under the direction of the Legal Affairs Department, when either threatened with or involved in an investigation, litigation or external audit.</p>
<b>RIM Steering Committee</b>	<p>The RIM Steering Committee is a cross-departmental body headed by a high-ranking counsel from the Legal Affairs Department responsible for general oversight of the development and implementation of the RIM Program. Other responsibilities include:</p> <ul style="list-style-type: none"> <li>• Set governance and policy objectives for the RIM Program;</li> <li>• Approve all proposed changes to this Policy, the Schedule and all related SOPs;</li> <li>• Approve all RIM Program educational and training materials intended for Company-wide distribution;</li> <li>• Meet regularly to review and resolve records retention issues; and</li> <li>• Review and approve new or replacement technology systems for records retention issues prior to implementation.</li> </ul>
<b>Legal Affairs Department</b>	<p>Personnel within the Legal Affairs Department will assist the RIM Steering Committee with periodic review and approval of the Policy, Schedule, and related SOPs. The department will also issue notices and releases of Law, Tax or Audit Holds to specific departments or Employees. Additional responsibilities include, but are not limited to:</p> <ul style="list-style-type: none"> <li>• Interpret this Policy and providing legal counsel relating to it;</li> <li>• Provide on-going training to Employees regarding their individual records management responsibilities and best practices for fulfilling those duties;</li> </ul>

	<ul style="list-style-type: none"> <li>• Monitor the Hold process (whether Law/Tax/Audit in nature) to ensure that Records are properly preserved; and</li> <li>• Work with Records Coordinators to identify and segregate Records that may be subject to privilege (e.g., attorney-client privilege and the work product doctrine).</li> </ul>
<b>Executive Vice Presidents</b>	<p>Each designated Executive Vice President shall be responsible for:</p> <ul style="list-style-type: none"> <li>• Ensure that Records within the Department are created, maintained, and destroyed in accordance with this Policy;</li> <li>• Designate Records Coordinators as necessary within their Department;</li> <li>• Complete an annual "Review-of-the-Files," to be completed no later than March 1 each year;</li> <li>• Coordinate with Legal Affairs, Compliance, Facilities, Corporate Services, and IT, as necessary, to establish procedures for the storage of Records (on-site and off-site) consistent with this Policy;</li> <li>• Communicate to all Employees under direct (or indirect) supervision of the issuance of a Hold , requiring the suspension of normal retention periods and the indefinite retention of a class of Records; and</li> <li>• Determine which Records within the Department are vital to business continuity and/or disaster recovery, and working with the IT Department to develop a plan for the preservation of those Records.</li> </ul>

## APPENDIX C: References

<b>[DOC #]</b>	North America Records Retention Schedule
<b>Policy 7.02</b>	Information Security Policy