

PART XV. RECORDS AND REPORTS

[§414D-301] Corporate records. (a) A corporation shall keep as permanent records minutes of all meetings of its members and board of directors, a record of all actions taken by the members or directors without a meeting, and a record of all actions taken by committees of the board of directors as authorized by section 414D-148(d).

(b) A corporation shall maintain appropriate accounting records.

(c) A corporation or its agent shall maintain a record of its members in a form that permits preparation of a list of the name and address of all members, in alphabetical order by class, showing the number of votes each member is entitled to cast.

(d) A corporation shall maintain its records in written form or in another form capable of conversion into written form within a reasonable time.

(e) A corporation shall keep a copy of the following records at its principal office:

(1) Articles or restated articles of incorporation and all amendments to them currently in effect;

(2) Bylaws or restated bylaws and all amendments to them currently in effect;

(3) Resolutions adopted by its board of directors relating to the characteristics, qualifications, rights, limitations, and obligations of members or any class or category of members;

(4) Minutes of all meetings of members and records of all actions approved by the members for the past three years;

(5) All written financial statements furnished for the past three years under section 414D-306;

(6) A list of the names and business or home addresses of its current directors and officers; and

(7) The most recent annual report delivered to the department director under section 414D-308. [L 2001, c 105, pt of §1]

§414D-302 Inspection of records by members. (a) Subject to sections 414D-301(e) and 414D-303(c), a member is entitled to inspect and copy, at a reasonable time and location specified by the corporation, any of the records of the corporation described in section 414D-301(e) if the member gives the corporation written notice or a written demand at least five business days before the date on which the member wishes to inspect and copy.

(b) A member is entitled to inspect and copy, at a reasonable time and reasonable location specified by the corporation, any of the following records of the corporation if the member meets the requirements of subsection (c) and gives the corporation written notice at least five business days before the date on which the member wishes to inspect and copy:

(1) Excerpts from any records required to be maintained under section 414D-301(a), to the extent not subject to inspection under subsection (a);

(2) Accounting records of the corporation; and

(3) Subject to sections 414D-109(b) and 414D-305, the membership list.

(c) A member may inspect and copy the records identified in subsection (b) only if:

(1) The member's demand is made in good faith and for a proper purpose;

(2) The member describes with reasonable particularity the purpose and the records the member desires to inspect; and

(3) The records are directly connected with this purpose.

(d) This section does not affect:

(1) The right of a member to inspect records:

(A) Under section 414D-109; or

(B) If the member is in litigation with the corporation to the same extent as any other litigant; or

(2) The power of a court, independently of this chapter, to compel the production of corporate records for examination. [L 2001, c 105, pt of §1; am L 2002, c 130, §68]

[§414D-303] Scope of inspection rights. (a) A member's agent or attorney shall have the same inspection and copying rights as the member the agent or attorney represents.

(b) The right to copy records under section 414D-302 includes, if reasonable, the right to receive copies made by photographic, xerographic, or other means.

(c) The corporation may impose a reasonable charge, covering the costs of labor and materials, for copies of any documents provided to the member. The charge may not exceed the estimated cost of production or reproduction of the records.

(d) The corporation may comply with a member's demand to inspect the record of members under section 414D-302(b) (3) by providing the member with a list of its members that was compiled no earlier than the date of the member's demand. [L 2001, c 105, pt of §1]

§414D-305 Limitations on use of membership list. Without consent of the board, a membership list or any part thereof shall not be obtained or used by any person for any purpose unrelated to a member's interest as a member. Without limiting the generality of the foregoing, without the consent of the board, a membership list or any part thereof shall not be:

(1) Used to solicit money or property unless the money or property will be used solely to solicit the votes of the members in an election to be held by the corporation;

(2) Used for any commercial purpose;

(3) Sold to or purchased by any person; or

(4) Published in whole or in part to the general public. [L 2001, c 105, pt of §1; am L 2002, c 130, §69]

[§414D-306] Financial statements for members. (a) A corporation upon written demand from a member shall furnish that member its latest annual financial statements, which may be consolidated or combined statements of the corporation and one or more of its subsidiaries or affiliates, as appropriate, that include a balance sheet as of the end of the fiscal year and statement of operations for that year. If financial statements are prepared for the corporation on the basis of generally accepted accounting principles, the annual financial statements must also be prepared on that basis.

(b) If annual financial statements are reported upon by a public accountant, the accountant's report must accompany them. If not, the statements must be accompanied by the statement of the president or the person responsible for the corporation's financial accounting records:

(1) Stating the president's or other person's reasonable belief as to whether the statements were prepared on the basis of generally accepted accounting principles and, if not, describing the basis of preparation; and

(2) Describing any respects in which the statements were not prepared on a basis of accounting consistent with the statements prepared for the preceding year. [L 2001, c 105, pt of §1]

ARTICLE XIII
BOOKS AND RECORDS

SECTION 13.1 Member's Right to inspection.

A) *Except for material that is private and/or confidential under the law*, the books and records of the Church, including the membership register, books of account, minutes of meetings of the congregation, the Board and of committees formed by the Board shall be made available for inspection by any member at any reasonable time and for a purpose reasonably related to the requesting party's interest as a member. The request must be made in good faith and for a proper purpose.

B) The Board may establish reasonable rules with respect to the procedure for requesting inspection of Church documents, including but not limited to, (i) notice to be given to the Church by the member desiring to make such inspection, (ii) the hours and days of the week when such an inspection may be made, and (iii) payment of the cost of reproducing copies of such documents requested by any member.

C) The Board shall follow Hawai'i Revised Statutes §414D-301 to 306, as amended, in setting the rules for inspection/copying of Church documents and for implementing said rules.

SECTION 13.2 Director's Right to Inspect. Every Director shall have the absolute right at any reasonable time to inspect all books, records and documents of the Church and any physical property owned or controlled by the Church. This right of inspection by a Director includes the right to have extracts and copies made of documents at the expense of the requesting Director.

CHURCH RECORDS BY CATEGORY

- I. GOVERNMENT REGULATED
 - A. Business Registration (reg. date and number)
 - B. Annual Filings
 - C. Federal Tax Registration (EIN Number)
 - D. Federal Tax Exemption Determination Letter
 - E. State Tax Registration (Withholding and GET Numbers)
- II. CHURCH GOVERNING DOCUMENTS
 - A. Articles of Incorporation/Charter and all Amendments
 - B. Bylaws, Restatements, and all Amendments
 - C. Policies And Procedures
- III. ASSETS
 - A. Bank Accounts (Statements)
 - B. Investments (Accounting and Statements)
 - C. Real Property Documentation (Acquisition/Disposition)
 - D. Personal Property Documentation (Acquisition/Disposition)
 - E. Accounts Receivable or Held in Trust
- IV. LIABILITIES
 - A. Credit Cards
 - B. Loans
 - C. Accounts Payable
- V. ACCOUNTING RECORDS (Ledgers, Deposit Receipts, Cancelled Checks, Supporting Docs for Deposits and Receipts, P/L, Balance Sheets, etc.)
- VI. TAX FILINGS – Federal 940
- VII. TAX FILINGS – State GET, WH, TAT
- VIII. GRANTS (Applications, Awards, Reports, Photos)
- IX. AUDITS
- X. CHURCH INSURANCE (Policies, Renewals, Claims, Correspondence, etc.)
- XI. LITIGATION – by case (pleadings and correspondence)
- XII. CONTRACTS – **CHURCH AS USER** (Utilities, Rentals, Goods And Services, etc.); *include correspondence and invoices.*
Sample File Label: Contracts – Lawn Maint. Services
- XIII. CONTRACTS – **CHURCH AS PROVIDER** (Short-Term and Long-Term Rental Agreements, Lease Agreements, License Agreements, Service Agreements, etc.) *include waivers, releases, indemnifications if separate documents.*
Sample File Label: Contracts – Hall Rentals (By Renter)
- XIV. PERSONNEL RECORDS – By Employee/Pastor [*confidential*].
- XV. BOARD OF TRUSTEES (List of Trustees, Agenda, Approved Minutes of Meetings including Attendance and Meeting Handouts)
- XVI. EACH BOARD COMMITTEE (List of Committee Members, Meeting Agenda and Approved Minutes, Written Reports)
- XVII. MEMBERSHIP MEETINGS (Membership Lists, Notices of Meetings Together with any Handouts, Attendance Sheets, Approved Minutes)
- XVIII. GENERAL CORRESPONDENCE – *not related to other topics*

RETENTION PERIODS FOR CHURCH DOCUMENTS

Type of Document	Recommended Retention (years)	Minimum Requirement
Accident Reports and Claims	7	
Accounts payable ledgers and schedules	7	
Accounts receivable ledgers	7	
Affirmative action plan	7	
Articles (including Charter) and Bylaws	Permanently	
Audit Reports	Permanently	
Bank deposit records	7	
Bank Reconciliations	7	
Bank statements	7	
Certificates of Insurance (from/to KNA)	7	
Chart of Accounts	Permanently	
Checks (for important payments and purchases)	Permanently	
Contracts (still in effect)	7 post contract termination	
Correspondence (general)	3	
Correspondence (legal and important matters)	Permanently	
Correspondence (w/ vendors)	2	
Correspondence (w/ member churches/associations)		
Donations	7	
Duplicate deposit slips	2	
Employment applications	3	
Expense Analyses/expense distribution schedules	7	
Financial statements, year end	Permanently	
General/private ledgers year and trial balance	Permanently	
Grant/Collaboration Files	7 from closing	
Grants (Unfunded)	1	
I-9 Forms (after termination)	1 after termination	
Incorporation and business registration records	Permanently	
Insurance records, current accident reports, claims, policies, etc.	Permanently	
Internal audit reports	3	
Inventories of products, materials and supplies	7	
Invoices (to customers/from vendors)	7	
Journals	Permanently	
Licenses	Permanently	
Minute books	Permanently	
Payroll records and summaries	7	
Personnel files (terminated employees)	7 after termination	
Purchase orders	7	
Tax returns and worksheets	Permanently	
Timesheets	7	
Trademark registrations and copyrights	Permanently	
Withholding tax statements	7	
Worker's compensation documents	10 after 1 st closure	

HAWAI'I ISLANDS CHURCH, UCC

RECORDS REQUEST FORM

Name _____

Address _____

Telephone _____ Email Address _____

This is a request to review records copy records review and copy records

Description of records (please be specific) _____

Time period for the records _____

Reason for the request _____

This request is made in good faith and for a proper purpose for which these records are directly connected. I understand that use of the requested documents is limited to the above-stated purpose. I agree to pay any costs associated with receiving copies of the requested documents.

Date _____ Signed _____

Print Name _____