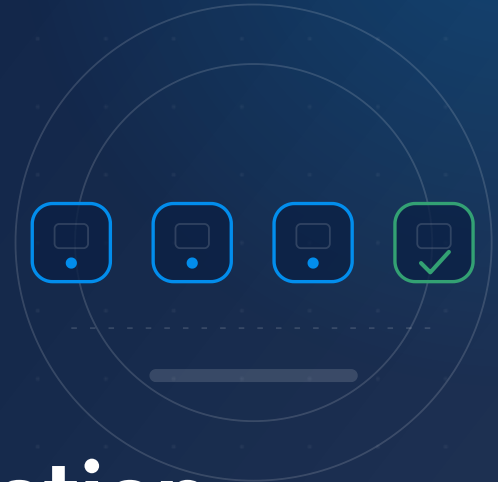




The Internal Investigation Workbook

One document to open, run, and close a defensible internal investigation.

Overview

This workbook supports the preservation duties addressed by FRCP 37(e) and the privilege principles set out in Upjohn Co. v. United States, 449 U.S. 383 (1981). Its structure follows Zubulake v. UBS Warburg, 220 F.R.D. 212 (S.D.N.Y. 2003), which requires a hold once litigation is reasonably anticipated. Complete Parts 1 and 2 the day the allegation arrives, Part 3 before any interview, and Parts 4 through 6 as the matter runs.

Before You Start, Match the Depth to the Allegation

Allegation Tier	What It Looks Like	Response Depth
Contained	A policy violation with no legal exposure	Parts 1, 2, and 5, with HR leading intake
Serious	Harassment, fraud, or retaliation claims	Every part in full, counsel directing the work
Critical	Executive conduct or regulatory exposure	Every part in full, outside counsel engaged early

Field	Entry
Matter name and number	
Date the allegation arrived	
Allegation summary and tier	
Investigation lead and supervising counsel	
Privilege label in use	
Confidentiality circle (every name)	
Target completion date	



BEFORE YOU BEGIN:

Open the dated decision record in Part 4 today, before anything else happens. The duty to preserve can attach the moment a credible allegation arrives.

Done	Step	Date and Notes
	Log the allegation and open the dated decision record	
	Define custodians, sources, and date range in writing	
	Suspend auto-deletion for every in-scope source	
	Apply silent, in-place holds before any interviews	
	Snapshot sources that cannot be held, and log the export	

WHY SILENCE MATTERS:

A hold notice tells the subject exactly what you are looking at, and can trigger the very deletion it exists to prevent. Notify custodians only when silence stops being defensible, and record that call in Part 4.

Part 3. The Preservation State Register

Source discovery happens custodian by custodian in the Custodian Interview Workbook. This register does the job that workbook does not: tracking the preservation state of every source group before those interviews happen, silently.

Source Group	Custodians Covered	Hold Type (In-Place / Snapshot / Pending)	Applied (Date)	Gap or Follow-Up
Email and mailboxes				
Chat and messaging platforms				
Cloud storage and file systems				
Devices, including personal				
Business systems and AI tools				

PERSONAL DEVICES:

Work data on a personal device can still sit within the company's possession, custody, or control under FRCP 34. Get written authorization scoped to the matter before extraction, and document what you chose not to collect.

THE CLOCK IS ALREADY RUNNING:

In Zubulake, the preservation duty attached while the matter was still an internal dispute, months before any filing. Your investigation is often itself the evidence that litigation was foreseeable. Under FRCP 37(e), lost evidence invites curative measures on prejudice and sanctions on intent. Hold chat tools on day one, and collect departing employees' devices before offboarding wipes them.

Part 4. The Decision Log

These are the ten decisions every investigation forces. Date each one as it is made, and log every later scope change or exclusion the same way.

Decision	Date	Made By	Basis
Open a formal investigation, or resolve at intake?			
Who sits inside the confidentiality circle?			
Notify the subject, or preserve silently for now?			
Keep it in-house, or engage outside counsel?			
Privilege posture (privileged memo, fact report, or both)?			
Collect the personal device, and on what written consent?			
Expand scope to added custodians (who approved)?			
When do interviews start relative to review?			
Notify the board, insurers, or a regulator (who, when)?			
Release the holds (what standard was met)?			

EVERY DECISION, DATED:

An undocumented exclusion reads as concealment later. The habit behind this workbook is one line long. Decide in advance, then document as you go.

Part 5. The Nine-Stage Checklist

Done	Stage	What Done Looks Like	Date
	Intake logged	Allegation, date, and severity in a dated decision record	
	Scope defined	Custodians, sources, and date range written before collection	
	Preservation applied	Silent in-place holds live; auto-deletion suspended in scope	
	Ephemeral sources handled	Chat and messaging apps preserved or exported on day one	
	Collection completed	Forensic copies taken; custody documented per the Chain of Custody Toolkit	
	Early assessment run	Data culled and analyzed before any interview is scheduled	
	Interviews sequenced	Witnesses outward-in, subject last, documents prepared	
	Findings evidenced	Every report finding tied to specific evidence identifiers	
	Remediation recorded	Actions, owners, and dates logged; loop closed in writing	

Part 6. Interviews and the Report

Run each individual session with the Custodian Interview Workbook; this part covers only what an investigation adds on top. Interview outward-in, ending with the subject, with documents sequenced for each session. Run early assessment first; you cannot recognize an evasive answer without the documents in hand. Notes stay on facts, never on fault, causation, or blame.

UPJOHN ADMONITION ELEMENTS (CONFIRM WORDING WITH COUNSEL):

Cover each element at the start of every interview and record that it was given. Counsel represents the company, not the individual. The conversation is privileged, and the privilege belongs to the company alone. The company may waive it and disclose the conversation, including to the government. The interviewee should keep the discussion confidential.

The report is the document a regulator, a board, and a plaintiffs' firm will each read. Its seven sections, in order: executive summary, allegation and origin, scope and limitations, methodology, findings tied to evidence identifiers, conclusions, and remediation with owners and dates.

TWO DOCUMENTS, TWO PURPOSES:

Separate the factual findings from the legal advice. The fact report may end up produced or shared with a regulator. The advice memo, written by counsel for the company, is the piece privilege is built to protect.

#	Finding	Evidence IDs	Basis

Run the Whole Investigation, Not Just the Paperwork

This workbook exists because manual investigations demand constant documentation. Venio generates most of this record automatically as the work happens. Silent preservation, early case assessment, review, and reporting run in one audited environment, with role-based access keeping the matter as small as the circle in Part 1. The same trail carries through unchanged if the matter becomes litigation. Book a Demo with Venio | veniosystems.com/demo

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SOURCES

1. References: Federal Rules of Civil Procedure, Rules 34 and 37, Cornell Law School Legal Information Institute. *Upjohn Co. v. United States*, 449 U.S. 383 (1981). *Zubulake v. UBS Warburg LLC*, 220 F.R.D. 212 (S.D.N.Y. 2003).