



BYLAWS

MISSION

NAMI Kansas is a state-wide organization of the National Alliance on Mental Illness – a self-help, membership association of individuals living with mental illness, their family members and friends, dedicated to improving the lives of those affected by mental illnesses. We provide leadership and work in partnership with local affiliates to ensure peer support, advocacy, and education.

ARTICLE I ORGANIZATION

Section 1. The name of this organization shall be NAMI Kansas, Inc.

Section 2. The territory of this organization shall be the State of Kansas.

Section 3. The roles of NAMI Kansas may be, among other things, to develop a mental illness agenda for Kansas, to conduct advocacy at state level within the legislative, executive and judicial branches, to monitor the activities and the budgets of state agencies, to encourage coordination of local advocacy, to support Affiliates by (i) organizing new Affiliates, (ii) providing state information and referral service, (iii) providing technical assistance to Affiliates, (iv) conducting state conferences, and to report on state issues to NAMI.

ARTICLE II BOARD OF DIRECTORS

Section 1 - Responsibilities. In addition to the responsibilities vested in them by these Bylaws, the Directors shall be vested with the responsibility to execute NAMI Kansas' Mission and the expressed consensus of the members.

It shall be the continuing responsibility of the Board of Directors to prescribe the organization's ends and to evaluate the overall function of the organization to ensure that its purposes are being adequately served.

As stewards of NAMI Kansas, each Board Member has a legal and moral responsibility as set forth in the Articles of Incorporation and other pertinent documents to ensure that the organization does the best work possible in pursuit of its goals.

Board Members shall speak with one voice when communicating the organization's work and values to the community.

Policies. The Board shall, by resolution, adopt policies, including but not limited to the following and may adopt such other policies as the Board deems appropriate: Conflict of Interest, Document

43 Retention and Destruction and Grievance policies.

44

45 Additional responsibilities may be articulated in a Board members' position description to be
46 adopted by the Board of Directors.

47

48 **Section 2 – Membership and Terms.** The Board of Directors shall consist of no fewer than 9
49 and no more than 15 members except as otherwise noted in these bylaws. The Board of Directors
50 shall each be NAMI Kansas members, of which at least sixty percent shall be persons who have
51 or have had mental illness, or family members thereof.

52

53 **2.1 – Terms.** Directors may serve no more than two consecutive full terms of three years each.
54 A member who has served 18 months or more of a three-year term shall be considered to have
55 served a full term. Any member who has served less than 18 months shall be eligible to be
56 elected to two additional three-year terms. A member who has served two consecutive terms
57 is eligible to be re-elected to the Board following a three-year absence from the Board. By
58 resolution or other means the Board of Directors shall ensure that no more than one-third of its
59 members' terms expire in the same year.

60

61 An additional one-year position on the Board of Directors shall be made available to the
62 Immediate Past President if he or she chooses to fill it. The President of the NAMI Kansas Peer
63 Leadership Council and the Chair of the NAMI Kansas Veterans and Military Council shall
64 be voting members of the Board of Directors.

65

66 There shall be no more than two Board Members from any local Affiliate or Support Group with
67 the exception of the Peer Leadership Council and Veterans Council representatives, the
68 Immediate Past President, and any members who may comprise the allowable forty (40) percent
69 who are not representative of individuals living with mental illness or their family members.

70

71 An individual who is elected to the Board and subsequently moves to an affiliate or support group
72 area which already has met its quota of Board representatives shall be allowed to serve the
73 remainder of their term. That individual shall only be eligible for re-election at the end of that term
74 if the quota for the affiliate or support group is not filled at that time.

75

76 **2.2 – Unexcused Absences.** Unexcused absences of more than two Board meetings in a calendar
77 year are grounds for potential dismissal from the Board. Any action of dismissal shall be taken
78 up by the full Board with input from the respective Board member prior to action. In the case of
79 an Executive Committee Member, this absentee rate is applicable to the total of Board and
80 Executive Committee meetings.

81

82 **2.3 – Vacancy.** A vacancy on the Board of Directors occurring during the year may be filled
83 by a majority vote of the Board Members attending any regular Board Meeting, except for the
84 period between the publication of the Board slate and the annual membership meeting. If the
85 remainder of the term filled is 18 months or more, regardless of whether elected by the Board or
86 at the annual meeting, the member serving shall be considered to have completed one term
87 toward the two consecutive terms permitted. If the remainder of the term filled is less than 18
88 months, the member shall remain eligible for election for two additional consecutive terms.

89

90 **2.4 – Removal.** Any Board member may be removed with or without cause whenever the Board
91 in its absolute discretion shall consider that the removal shall serve the best interests of the
92 corporation. Action to remove a Board member shall require a two-thirds vote of Board members
93 present and voting.

94
95 **Section 3 - Meetings.** The annual meeting of the Board of Directors shall be a regular meeting and
96 shall be held at the first Board meeting following the Annual Membership Meeting. The purpose of
97 the Board’s annual meeting is to elect officers, establish committees, and to conduct such other
98 business as may come before the Board. In addition to its annual meeting, the Board of Directors
99 and the Executive Committee may hold regularly scheduled and special meetings during the year.
100 The time and place of the meetings shall be determined by the President on written notice to the
101 members of the Board not later than ten (10) days before the date fixed for the meeting, with the
102 exception of special meetings which may be called by the President or any quorum of members of
103 the Board. Meetings of the Board may be convened via teleconference as needed. Meetings of the
104 Board of Directors are open. Guests may speak at the invitation of the Board but do not have a vote.
105 A quorum for the Board of Directors meetings shall be a simple majority of the current members
106 of the Board. The Board may act on items via a mail or electronic mail ballot. In such cases, action
107 to approve such items shall require a two-thirds majority. Actions taken by electronic or mail ballot
108 shall be recorded in the minutes of the subsequent meeting.

109
110 **Section 4 – Code of Conduct.** No member shall write or speak for NAMI Kansas, or represent
111 themselves as speaking for NAMI Kansas, except on previously approved Board policies, without
112 prior approval of the Board or Executive Committee. Board Members must disassociate the
113 organization from any personal political activities, and are prohibited from using the organization’s
114 name, property, or facilities in connection with any political activity.

115
116 **Section 5 – Conflicts of Interest.** Board Members must disclose business, family relationships and
117 other interests that create a potential conflict of interest. Board Members shall not participate in
118 Board decisions in which the member has a personal financial or other interest. Board Members
119 may provide professional services to the organization; however, Board Members shall not receive
120 compensation of any kind for such work.

121
122 **Section 6 – Nepotism.** NAMI Kansas shall not hire or contract with persons who are immediate
123 family members of Board Members without full disclosure to the Board and only with a majority
124 vote of the remaining Board members who are unrelated.

125
126 **Section 7 – Employment.** Board members are eligible for employment with NAMI Kansas only
127 after tendering their resignation as a member of the Board. Such employment is subject to the
128 compensation policy adopted by the Board. An employee of NAMI Kansas is eligible to become
129 a NAMI Kansas Board Member after a two-year hiatus from employment with the organization.

130
131
132
133
134
135 **ARTICLE III OFFICERS**

136
137
138
139
140
141
142
143
144
145
146
147
148
149
150
151
152
153
154
155
156
157
158
159
160
161
162
163
164
165
166
167
168
169
170
171
172
173
174
175
176
177
178
179
180
181

Section 1. The officers of the Board of Directors - President, Vice-President, Secretary and Treasurer - shall be elected by the Board of Directors at the first meeting following the Annual Membership Meeting. The current President shall preside over this meeting until new officers are installed.

Section 2 – Terms. Officers shall be elected to a term of two years. The President and Secretary shall be elected in odd years. The Vice-President and Treasurer shall be elected in even years. Any Board member may serve no more than two consecutive terms in the same office. Should an officer be unable to complete their full term, the Board shall fill the vacant office for the remainder of the two-year term in order to maintain a staggered election of officers.

Section 3 – Duties. The duties of the officers shall be as follows:

- A. President - The President shall preside at membership meetings and meetings of the Board of Directors, serve as ex-officio member of all committees except for the Nominating Committee, appoint committee chairs, unless otherwise provided for in these bylaws, and appoint other members of the Board to serve on committees, supervise the work of the Executive Director on behalf of the Board of Directors, and have such other powers and duties as may be prescribed by the Board of Directors from time to time.
- B. Vice President - The Vice President shall preside at all meetings in the absence of the President, shall be available to fill in for any officer vacancy, and shall have such other powers and duties as may be prescribed by the Board of Directors from time to time.
- C. Secretary - The Secretary shall ensure that the minutes and records of membership meetings and Board meetings are kept, and shall ensure that adequate notice is provided for membership and Board meetings, shall monitor all correspondence relating to the business of the Board of Directors, and shall have such other powers and duties as may be prescribed by the Board of Directors from time to time.
- D. Treasurer - The Treasurer shall ensure that a true and accurate accounting of the financial transactions of the organization is made and that reports of such transactions are presented promptly to the Executive Committee and the Board of Directors. The Treasurer shall have such other powers and duties as may be prescribed by the Board of Directors from time to time.

Section 4 – Removal. Any officer may be removed from his or her office with or without cause whenever the Board in its absolute discretion shall consider that the removal shall serve the best interests of the corporation. Action to remove an officer shall require a two-thirds vote of Board members present and voting.

Section 5 – Resignation. Any officer may resign at any time upon written notice to the Board.

ARTICLE IV COMMITTEES

182
183
184
185
186
187
188
189
190
191
192
193
194
195
196
197
198
199
200
201
202
203
204
205
206
207
208
209
210
211
212
213
214
215
216
217
218
219
220
221
222
223
224
225
226

Section 1 – Executive Committee. The elected officers and the Immediate Past President (subject to Section 2.1 of Article II) shall serve as an Executive Committee for the purpose of transacting such business as is authorized by the Board as a whole and shall meet as needed. If the Immediate Past President is not available, the Board may select an additional member from the Board to serve on the Executive Committee.

The Executive Committee shall provide leadership in the hiring of the Executive Director, in his/her support and continued employment, including an annual performance appraisal, and shall assist the Board in addressing performance issues and recommendations related to termination as needed. The Executive Director shall receive compensation in accordance with duties and with reasonable compensation for said position. The Board shall document all compensation decisions.

Powers. In the interim between meetings of the Board of Directors, the Executive Committee shall have and shall exercise all of the powers of the Board save and except the power to fill vacancies in the Board of Directors, to remove officers elected or appointed by the Board of Directors, to remove directors subject to Section 2.4 of this Article II, to dissolve the corporation, to arrange the sale of substantially all of its assets, or to amend the Articles of Incorporation or bylaws. Three of the regular members of the Executive Committee shall constitute a quorum. All actions shall require a majority vote of the members present. The Executive Committee shall keep minutes of all of its meetings and transactions, and such minutes, including the actions taken by Executive Committee shall be reported at each meeting of the Board of Directors for approval and ratification.

Section 2 – Finance Committee. The Board of Directors may establish a Finance Committee to be chaired by the Treasurer and to address issues and recommendations related to financial reports, agency budgets, and audit reports, and make reports as needed to the Board of Directors. The Committee chair may appoint additional committee members beyond those appointed by the President so long as they are active members of NAMI.

Section 3 –Development Committee. The Board of Directors may establish a Development Committee to be chaired by a member of the Board to lead the process for the Board’s involvement with strategic planning and in establishing a strategic vision for the organization, to help make the case for new resources, and to consider new program options and resources which are consistent with the mission of NAMI Kansas. The Committee chair may appoint additional committee members beyond those appointed by the President so long as they are active members of NAMI.

Section 4 – Governance Committee. The Board of Directors may establish a Governance Committee to be chaired by a member of the Board to consider recommended changes to the bylaws, to address issues related to Board membership, and to initiate an annual evaluation of the Board’s performance. The Committee chair may appoint additional committee members beyond those appointed by the President so long as they are active members of NAMI.

227 **Section 5 – Audit Committee.** The Board of Directors may establish an Audit Committee to
228 be chaired by a member of the Board and shall appoint persons to serve, whether they be
229 members of the Board of Directors or not, so long as they do not serve on the Finance
230 Committee. The Board shall adopt a policy which specifies the duties of the Audit Committee.
231 The Committee chair may appoint additional committee members beyond those appointed by the
232 President so long as they are active members of NAMI.

233
234 **Section 6 – Other Committees.** The Board of Directors may create such other committees as
235 it may deem appropriate and appoint to membership any persons, whether they be members
236 of the Board of Directors or not, and may fix and prescribe their rights, duties, power, and
237 authority. The Board shall require that the chair of any other committee be a member of the Board.
238 The chair of other committees may appoint additional committee members beyond those
239 appointed by the President so long as they are active members of NAMI.

240
241
242 **ARTICLE V MISCELLANEOUS FINANCIAL PROVISIONS**
243

244 **Section 1 – Checks, drafts, etc.** All checks, drafts or other orders for payment of money, notes
245 or other evidences of indebtedness, issued in the name of or payable to NAMI Kansas, shall
246 be signed or endorsed by such person or persons and in such manner as, from time to time,
247 shall be determined by resolution of the Board.

248
249 **Section 2 – Execution of contracts, deeds, etc.** Except as otherwise provided in these Bylaws,
250 the Board may authorize any officer or officers, including the Executive Director, agent or
251 agents, to enter into a contract or execute any instrument in the name of and on behalf of
252 NAMI Kansas, and such authority may be general or confined to specific instances; and unless
253 so authorized by the Board, no officer or agent shall have any power or authority to bind
254 NAMI Kansas by any contract or engagement or to pledge its credit or to render it liable
255 for any purpose in any amount. However, any deeds or other instruments conveying lands or
256 any interest therein shall be executed on behalf of NAMI Kansas by the President or Vice
257 President or by any agent or attorney so authorized under letter of attorney or other written
258 power which was executed on behalf of NAMI Kansas by the President or Vice President.

259
260 **Section 3 – Fiscal year.** The Board shall have the power to fix and change the fiscal year of
261 NAMI Kansas. Unless otherwise fixed by the Board, the calendar year shall be from July 1
262 through June 30.

263
264 **Section 4 – Liability and Indemnification.** NAMI Kansas shall secure directors’ and officers’
265 (D&O) liability insurance for the Board of Directors. Limits of coverage and limitations shall
266 be provided upon request.

267
268 NAMI Kansas shall provide indemnification by the corporation of any and all of its directors and
269 officers or former directors and officers against expenses actually and necessarily incurred by
270 them in connection with the defense of any action, suit, or proceeding in which they or any of
271 them are made parties or a party by reason of having been directors or officers of the corporation,
272 except in relations to matters as to which such director or officer or former director or officer

273 shall be adjudged in such action, suit, or proceeding to be liable for negligence or misconduct
274 in the performance of his or her duty and to such matters as shall be settled by agreement
275 predicated on the existence of such liability for negligence or misconduct.

276
277
278
279

280 **ARTICLE VI ELECTION OF THE BOARD OF DIRECTORS**

281

282 The Board of Directors shall appoint a nominating committee by May 15th of each year to be
283 composed of two members of the Board of Directors and three from the general membership,
284 including no less than one from the NAMI Kansas Peer Leadership Council. The Board of
285 Directors shall establish procedures for accepting nominations to the Board and for presenting a
286 slate of candidates to members.

287

288 Any member in good standing who seeks election to the Board and who has the support of their
289 affiliate or support group shall be listed on the slate of Board candidates, subject to the limitations
290 on representation of affiliates and support groups in Article II, Section 2.1 of these bylaws.

291

292 The Board of Directors shall be elected by members voting at the Annual Membership meeting.
293 Absentee ballots for members unable to attend the annual meeting may be provided according to
294 guidelines established by the Board of Directors. Those candidates receiving the highest number
295 of votes in the balloting shall fill the vacant Board positions. In the event of a tie vote during the
296 written balloting, a special run-off election shall be held before the conclusion of the annual
297 membership meeting.

298

299 All terms of office shall commence with the first meeting of the Board following the annual
300 membership meeting.

301

302 **ARTICLE VII AFFILIATES AND SUPPORT GROUPS**

303

304 **Section 1** – An Affiliate is a group of members whose application for affiliate status has been
305 approved by NAMI. Application to NAMI for Affiliate status requires endorsement from NAMI
306 Kansas. Failure or refusal to endorse favorably within 60 days of NAMI Kansas’ receipt of the
307 application shall, at the election of the applicant, be deemed to be a dispute to be resolved as
308 provided in Article XV.

309

310 For an Affiliate to remain in good standing, it must meet the standards for affiliation
311 established by NAMI.

312

313 Each NAMI Kansas affiliate shall be named consistently according to national guidelines and
314 with the approval of the Board of Directors.

315

316 The Board of Directors may also designate support groups as part of NAMI Kansas and may
317 establish guidelines for the operation and maintenance of those support groups.

318

319 Affiliates and support groups shall be independent of other agencies and advocacy groups not
320 affiliated with NAMI and NAMI Kansas, and shall not be governed by bylaws, articles of
321 incorporation, or boards of directors established by such other groups.

322
323 For each affiliate which is not separately incorporated and tax-exempt and for support groups
324 sanctioned by NAMI Kansas, the NAMI Kansas Board of Directors shall establish an advisory
325 board to handle routine operations pursuant to policies established by the NAMI Kansas Board of
326 Directors.

327
328 **Section 2 – Affiliate Council.** The NAMI Kansas Affiliate Council shall be composed of
329 representatives from local affiliates and support groups. It shall be structured according to
330 guidelines approved by the Board of Directors. The Affiliate Council shall meet in conjunction
331 with the annual membership meeting and at other times as needed. The Affiliate Council shall
332 consider such matters as it deems appropriate and shall make recommendations regarding policy
333 and other matters for consideration by the Board of Directors.

334
335

336 **ARTICLE VIII MEMBERSHIP**

337

338 **Section 1 –Members.** Members shall consist of persons who support the mission of NAMI
339 Kansas and who pay annual dues in accordance with Article IX.

340
341 Members are entitled to offer nominations for the Board slate or be nominated to serve on the
342 NAMI Kansas Board of Directors, as well as to vote on the slate of candidates for the Board as
343 provided under Article VI. Members are also entitled to vote on the adoption, amendment or
344 repeal of the bylaws as provided in Article XII.

345

346 Each member shall be associated with the local affiliate or support group of their choosing.

347

348 **Section 2 – Peer Leadership Council.** The NAMI Kansas Peer Leadership Council shall be
349 composed of individuals living with mental illness who are members of the organization. It
350 shall be structured according to guidelines proposed by the Peer Leadership Council and subject
351 to the approval of the Board of Directors. The Peer Leadership Council shall meet in conjunction
352 with the annual membership meeting and at other times as needed. The Peer Leadership Council
353 shall consider such matters as it deems appropriate and shall make recommendations
354 regarding policy and other matters for consideration by the Board of Directors.

355

356 **Section 3 – Veterans & Military Council.** The NAMI Kansas Veterans & Military Council
357 shall be composed of members of the organization who have military experience. It shall be
358 structured according to guidelines proposed by its members, subject to the approval of the Board
359 of Directors. The Veterans & Military Council shall meet as needed and shall consider such
360 matters as it deems appropriate and shall make recommendations regarding policy and other
361 matters for consideration by the Board of Directors.

362

363 **Section 4 – Annual Membership Meeting.** The annual membership meeting shall be
364 established by a resolution of the Board of Directors for a date, time and location between
365 September 15th and October 31st of each year. Written notice of the annual membership meeting
366 shall be provided to all members of record not less than 10 and not more than 60 days prior to
367 the meeting date.

368
369 The purpose of the annual membership meeting includes but is not limited to an opportunity to
370 vote for candidates for the Board of Directors and to adopt changes to the bylaws.

371
372 A quorum for the annual membership meeting shall be one or more members from at least a
373 majority of NAMI Kansas affiliates and support groups in good standing. Only members
374 present in person shall contribute to the quorum.

375

376 **ARTICLE IX DUES**

377
378 Dues for members shall be established by the Board of Directors consistent with the standardized
379 dues policy established by NAMI. The NAMI Kansas Board of Directors shall establish a
380 policy to ensure that a portion of the dues amount collected from individual members is returned
381 to the local affiliate or official support group designated for each member.

382

383 **ARTICLE X ADVISORY BOARD**

384
385 The Board of Directors may appoint a non-voting Advisory Board consisting of interested
386 persons from various areas of expertise to advise NAMI Kansas in all matters relating to its
387 purpose/mission.

388

389 **ARTICLE XI EXECUTIVE DIRECTOR**

390

391 An Executive Director may be employed by the Board of Directors and shall have general
392 direction of and supervision over the day-to-day affairs of NAMI Kansas. The Executive
393 Director is authorized to employ and terminate staff, enter into routine contracts, and obtain
394 legal consultation, subject to any additional limitations which may be adopted by the Board of
395 Directors. The Executive Director serves as an ex officio Member of the Board without vote and
396 shall not be counted in determining the total number of authorized directors. The Executive
397 Director shall exercise such authority and perform such duties as the Board of Directors, may
398 assign from time to time, in addition to the established duties outlined in the position description.

399

400 **Compensation.** The Board shall approve compensation arrangements for the Executive Director
401 based on information about compensation paid by comparable organizations for comparable
402 positions, current compensation surveys compiled by independent firms, or actual written
403 offers from similarly situated organizations. The Board shall approve compensation
404 arrangements prior to paying compensation. The Executive Director shall not be present in
405 the Board meeting during which his or her compensation is being discussed and for any vote
406 on the Executive Director's compensation.

407

408 The Board shall document in writing the date and terms of approved compensation arrangements
409 for the Executive Director. The Board shall record in writing the decision made by each
410 individual who decided or voted on compensation arrangements. The Board shall also record
411 in writing both the information on which it relied to base its decision and the information source.

412

413

414 **ARTICLE XII AMENDMENTS**

415

416 **Section 1. – Amendment Process by the Board of Directors.** The Board of Directors may,
417 by a two- thirds majority vote of the members present with a quorum, alter, amend or repeal
418 any part of these bylaws, adopt new bylaws, or replace them, with the following limitations:

419

- 420 • All proposals to amend, alter, repeal or replace any part of the bylaws must be mailed
- 421 to all current members of the organization for comment at least 90 days prior to any
- 422 regularly scheduled meeting of the Board when action on the proposed changes is to be
- 423 taken.
- 424 • The Board may not amend, alter, repeal or replace any part of the bylaws which has a
- 425 bearing on the rights of members.
- 426 • No provision of the bylaws to be amended or replaced shall be inconsistent with the
- 427 organization’s status as a not-for-profit corporation under the laws of the State of
- 428 Kansas or inconsistent with the organization’s tax status under the IRS Code.

429

430 **Section 2 – Amendment Process at the Annual Meeting.** At the annual membership meeting,
431 subject to Section 3 of this article, members may, by a two-thirds majority vote of the
432 members present and members voting with absentee ballots as provided for in Article VI,
433 assuming a quorum of members present, alter, amend or repeal any part of or all of these
434 bylaws, adopt new bylaws, or replace them, providing no provision of the bylaws to be amended
435 or replaced would be inconsistent with the organization’s status as a not-for-profit corporation
436 under the laws of the State of Kansas or inconsistent with the organization’s tax status under the
437 IRS Code.

438

439 **Section 3 - Notice Requirements.** All proposals to amend, alter, repeal or replace any part of the
440 bylaws at the annual meeting must be mailed to all members of record at least two weeks prior
441 to any membership meeting at which such changes would be considered.

442

443 **ARTICLE XIII NAME AND LOGO**

444

445 NAMI Kansas acknowledges that NAMI owns the copyright and/or trademark rights to the
446 name, acronym and logo of NAMI, and as such, controls any and all use of such intellectual
447 property. NAMI Kansas’ uses of the name and logo shall be in accordance with NAMI policy,
448 and if or when termination of the state charter occurs, the usage of this name, acronym and logo
449 shall cease.

450

451 **ARTICLE XIV PROCEDURES**

452

453 The membership and Board of Directors may separately adopt procedures, including but not
454 limited to Robert's Rules of Order, Revised, for the conduct of meetings of the membership
455 and/or Board of Directors.

456
457 **Waiver of notice.** Whenever any notice is required to be given to any director or member of
458 NAMI Kansas under the provisions of these Bylaws, under the provisions of the Articles of
459 Incorporation, or under the provisions of the General Corporation Code of the State of Kansas,
460 a written waiver of such notice, signed by the person or persons entitled to such notice, whether
461 before or after the time stated therein shall be deemed equivalent to the giving of such notice.
462 Attendance of any such person at a meeting shall constitute a waiver of notice of such meeting,
463 except where the person attends a meeting for the express purpose of objecting, at the beginning
464 of the meeting, to the transaction of any business because the meeting is not lawfully called or
465 convened.

466
467 **ARTICLE XV MEDIATION OF DISPUTES**
468

469 **Section 1 – Involving Members and Local Affiliates.** Disputes between member affiliates,
470 between established and proposed affiliates and their members shall be mediated by the
471 Executive Committee upon written request that such dispute exists from a member of the
472 established or proposed affiliate directed to the President of the NAMI Kansas Board of
473 Directors. The Executive Committee shall conduct a hearing within 60 days after the
474 President's receipt of written notice of the dispute. The President shall request the names of
475 persons authorized to act on behalf of the parties of the dispute.
476

477 All parties of the dispute may appear in person or may provide written testimony. The Executive
478 Committee shall make its ruling within seven (7) days of the hearing and shall notify in writing
479 all parties involved. In the event the dispute cannot be resolved by the Executive Committee
480 within ninety (90) days of the President's receipt of the written notice, the dispute, including
481 names of persons authorized to act on behalf of the parties of the dispute, shall be referred to the
482 NAMI Kansas Board for a final and binding resolution. This hearing shall occur within sixty
483 (60) days of referral of the dispute from the Executive Committee, and the ruling shall be
484 provided in written form to all parties involved.
485

486 **Section 2 – Involving NAMI Kansas.** Disputes between NAMI Kansas and its proposed and
487 established affiliates shall be mediated within ninety (90) days of written notice that such dispute
488 exists by a committee to be comprised of three persons selected by the NAMI Kansas Board who
489 are not members of the Board and by three persons selected by the affiliate or proposed affiliate
490 who are not allied with the affiliate or proposed affiliate. The hearing shall be conducted in the
491 same manner provided under Section 1 of this article. Failure of this committee to resolve the
492 dispute within the time provided shall result in referral to the national NAMI Board.
493

494 **ARTICLE XVI POLICY OF NON-DISCRIMINATION**
495

496 Neither NAMI Kansas nor any member affiliate shall discriminate against any person or group of

497 persons on the basis of disability, race, ethnicity, culture, language, geographic origin,
498 religion, faith, color, national origin, gender, age, marital status, sexual orientation, gender
499 expression, education, socio-economic status, or lived experience in the requirements for
500 membership, policies or actions.
501

502
503
504
505

ARTICLE XVII ASSETS UPON DISSOLUTION

506 Upon the dissolution of the corporation, after paying or making provision of the payment of
507 all of the liabilities of the corporation, the remaining assets of the corporation shall become
508 the property of the National Alliance on Mental Illness, Arlington, Virginia, provided said
509 organization is then qualified as an exempt organization under Section 501 (c)(3) of the Internal
510 Revenue Code. In the event the National Alliance on Mental Illness at the time of the distribution
511 of assets of this corporation is not in existence or is not then qualified as an exempt organization
512 under Section 501 (c)(3) of said Code, the Board of Directors shall dispose of all of the assets
513 of the corporation exclusively for the purposes of the corporation in such manner, or to such
514 organization or organizations organized and operated exclusively for charitable, educational,
515 religious or scientific purposes as shall at the time qualify as an exempt organization or
516 organizations under Section 501 (c)(3) of the Internal Revenue Code, as the Board of Directors
517 shall determine. Any of such assets not so disposed of shall be disposed of by a court of
518 competent jurisdiction, exclusively for such purposes. No part of the assets of the corporation
519 shall be distributed upon dissolution to any member of the corporation.
520

521 The above bylaws were revised and amended at the annual meeting of NAMI Kansas, on
522 October 13, 2018.