



**NAMI Missouri Board of Directors
Policy Manual**

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NAMI Missouri Policy for Audit Independence

NAMI Missouri contracts with an independent CPA firm selected annually based on nonprofit program audit experience, depth of service and bid price. Three bids are solicited and reviewed. If a contract awarding the audit covers more than one year it will contain a clause allowing NAMI Missouri to contract with another firm if services are unsatisfactory. No audit contract will exceed three years.

Approved by the NAMI Missouri Board of Directors 3/10/2012
Reapproved by the NAMI Missouri Board of Directors 3/21/2020

NAMI Missouri Document Retention Policy

In keeping with state contract, federal grant requirements and industry best practices, NAMI Missouri retains financial information, grant and state contract documents as outlined in the NAMI Missouri Accounting Policies and Procedures Manual, XVII. Record Retention.

Approved by the NAMI Missouri Board of Directors 3/10/2012
Revised by the NAMI Missouri Board of Directors 3/21/2020

NAMI Missouri Compensation Policy

NAMI Missouri Executive Director

The NAMI Missouri Executive Director is employed by the Board of Directors and reports to the President and serves at the direction of the NAMI Missouri Board. In setting compensation, the Board, through the Personnel Committee, will employ non-profit industry best practices and existing compensation surveys. The Board will document its compensation determination process. The communication between the Executive Director and the President of the NAMI Missouri Board of Directors should be open and as frequent as necessary for good governance.

NAMI Missouri Staff

Compensation for staff will be determined as outlined in the NAMI Missouri Employee Handbook, Compensation.

Approved 11/2/2012
Revised by the NAMI Missouri Board of Directors 3/21/2020

NAMI Missouri Diversity, Inclusion and Non-Discrimination Policy

No person will be excluded from the membership or services of NAMI Missouri due to race, color, ethnicity, religion, gender, sexual identity, or national origin. There will be no segregation of persons served on the basis of race, color, ethnicity, religion, gender, sexual identity or national origin.

NAMI's hiring practices and conditions of employment will be free of discrimination based on race, color, ethnicity, religion, gender, sexual identity or national origin. In the case of minorities, NAMI Missouri will make efforts to advertise employment opportunities through minority media in order to seek balance in applications received.

NAMI Missouri will not tolerate discrimination on the basis of race, color, religion, gender, sexual identify or national origin on its governing body.

Approved by NAMI MO Board of Directors 6/10/2012
Revised by the NAMI Missouri Board of Directors 3/20/2020

NAMI Missouri Confidentiality Policy

Confidentiality Statement

Confidentiality is a hallmark of professionalism. NAMI Missouri board members:

Ensure that all information that is confidential or privileged or that is not publicly available is not disclosed.

Ensure that all nonpublic information about other persons or firms acquired by NAMI Missouri personnel in dealing with outside firms on behalf of NAMI Missouri is treated as confidential and not disclosed, as stated in the Confidentiality Policy.

Confidentiality Policy

It is the policy of NAMI Missouri that board members of NAMI Missouri may not disclose, divulge, or make accessible confidential information belonging to, or obtained through their affiliation with NAMI Missouri to any person, including relatives, friends and business and professional associates, other than to persons who have a legitimate need for such information and to whom NAMI Missouri has authorized disclosure. Board members shall use confidential information solely for the purpose of performing services as a board member for NAMI Missouri. This policy is not intended to prevent disclosure where disclosure is required by law.

Board members must exercise good judgment and care at all times to avoid unauthorized or improper disclosures of confidential information. Conversations in public places, such as restaurants, elevators, and airplanes, should be limited to matters that do not pertain to information of a sensitive or confidential nature. In addition, board members should be sensitive to the risk of inadvertent disclosure and should for example, refrain from leaving confidential information on desks or otherwise in plain view and refrain from the use of speakerphones to discuss confidential information if the conversation could be heard by unauthorized persons.

At the end of a board member's term in office, he or she shall return, at the request of NAMI Missouri, all documents, papers, and other materials, regardless of medium, that may contain or be derived from confidential information in his or her possession.

Employees of NAMI Missouri are subject to the Confidentiality Agreement as stated in the Employee Handbook.

Approved by the Board of Directors 3/21/2020

NAMI Missouri Whistle Blower Policy

It is the policy of NAMI Missouri that employees or other public stakeholders have an open opportunity to bring to the attention of NAMI Missouri governance, allegations of wrongdoing or malfeasance on the part of NAMI Missouri staff, its officers, employees, and independent contractors. This includes but is not limited to violations of law, gross waste of NAMI Missouri funds or property, or abuse or neglect of fiduciary duty. Not by way of elimination but by way of explanation, these allegations will usually fall into the following categories:

- Commission of criminal offences
- Instances of regulatory non-compliance
- Issues of probity and propriety, e.g. fraud, theft, bribery, corruption and embezzlement

Retaliation towards those who report such allegations will not be tolerated. Those who retaliate, interfere with investigations, or destroy or conceal evidence will be subject to immediate disciplinary actions to the full extent of the law.

Employees who willfully file complaints based upon information known by the employee making the allegations to be false or misrepresented, will be subject to disciplinary action or other remedies of law.

Procedures for Whistle Blower Complaints and Complaints of Retaliation

The President of the NAMI Missouri Board shall receive allegations pursuant to the provisions of this policy. Reports of alleged wrongdoing, should be submitted in writing, and include a verifiable name, address, and telephone number of the reporter to the President of the NAMI Missouri Board. Reports or allegations submitted anonymously may or may not be investigated.

The President of the NAMI Missouri Board or his/her designee will conduct an investigation of the complaint. Referrals shall be made to the appropriate law enforcement agencies when there is reason to believe that a crime may have been committed.

Investigations will be conducted promptly and a written report with investigative findings and conclusions shall be sent to the NAMI Missouri Board of Directors within ninety (90) days of the date on which the allegations were received.

An employee or applicant who believes that retaliation prohibited by this policy has occurred must, within 60 (60) days after the alleged prohibited action has taken place, file a complaint with the President of the NAMI Missouri Board.

Approved March 10, 2012

Revised by the NAMI Missouri Board of Directors 3/21/2020

NAMI Missouri Code of Ethics Policy

In establishing policy for and on behalf of NAMI Missouri's members, I understand I am a custodian in trust of the assets of the organization. Therefore, as a board member of NAMI Missouri, I acknowledge and commit that I will observe the highest standard of ethics and conduct as I devote my best efforts, skills and resources in the interest of NAMI Missouri. To do otherwise would be a breach of the trust bestowed upon me.

Guiding Principles

- 1) Hold paramount the safety, health, and welfare of the public in the performance of professional duties.
- 2) Act in such a manner as to uphold and enhance person and professional honor, integrity, and dignity of the organization.
- 3) Treat with respect and consideration all persons, regardless of race, religion, gender, abilities, age, sexual identity, and national origin.
- 4) Engage in carrying out NAMI's mission in a profession manner.
- 5) Collaborate with and support other members, professionals and colleague organizations in carrying out NAMI's mission.
- 6) To build professional reputations on the merit of services.

Board Member Standards

- 1) Become familiar with and committed to the major responsibilities of a governing board
 - a. setting mission and purposes
 - b. ensuring adequate resources, donation and other income
 - c. appointing and supporting the chief executive
 - d. monitoring chief executive performance
 - e. arranging for strategic planning
 - f. reviewing educational and public service programs
 - g. ensuring adequate resources
 - h. ensuring good management and fiscal accountability
 - i. serving as the organization ambassadors of good will
 - j. serve as a court of appeals
 - k. reviewing the Board performance
 - l. preserving institutional independence
 - m. relating to the community
- 2) To carefully prepare for, regularly attend, and actively participate in board meetings and committee assignments.
- 3) To devote time to gain in-depth understanding of how NAMI functions - its uniqueness, strengths, needs and place in the nonprofit industry.
- 4) To voice opinion according to one's own convictions and support the Board's majority vote decisions.
- 5) To maintain the confidential nature of board deliberations.
- 6) To comply with the board's conflict-of-interest policy.
- 7) To refrain from actions that may reflect negatively on the board or organization and to resign if such actions or involvement develops.
- 8) To make decisions based on the benefit of the organization as a whole and not limited to the benefit of one geographic area or segment of the organization.
- 9) To honor the board's role in policy-making and avoid involvement in day-to-day administration policy and activities.

- 10) To support NAMI Missouri's fund-raising efforts through personal giving in accordance with one's means (to both annual funds and capital drives), and to share in the solicitation of donations.
- 11) Unless otherwise assigned the board president and executive director serve as spokespersons for the organization. As part of my duties, I understand I represent the organization and board informally and formally to other organizations, societies, governmental officials, and business representatives. My actions may affect the board and organization's credibility and reputation. I will strive to preserve and enhance the good reputation of the organization and will avoid behavior which might damage its image.

I have read and I accept NAMI Missouri's Code of Ethics for Board Members.

Signature of Board Member

Date

Approved by NAMI Missouri Board of Directors 3/10/2012
Revised by the NAMI Missouri Board of Directors 3/21/2020

NAMI Missouri Board of Directors Conflict-of-Interest Policy

(to be retained by the Board Member)

PURPOSE

Conflicts can arise from many ordinary and appropriate activities; the existence of a conflict does not imply wrongdoing on anyone's part. But when conflicts do arise, they must be recognized and disclosed, and then eliminated or appropriately managed. Some relationships may create an appearance of conflict. Those too, are important to eliminate or manage so that we may maintain public confidence in the integrity of our activities.

A conflict of interest transaction is a transaction in which a director of the corporations has a material or financial interest. Members of the Board of Directors of NAMI Missouri shall conduct themselves in a manner in which conflicts of interest are avoided.

Directors must disclose the relationship to any individual or organization which might benefit from a board decision. Any director with a conflict should not participate in the decision in which the conflict exists. He/she may abstain from participating in the vote: refrain from entering into discussion prior to the vote or absent him/her self from the room during the discussion and the vote.

Disclosure procedure:

Directors must view and sign the NAMI Missouri conflict of interest policy statement annually or in the case of new/re-elected directors, when his/her term begins.

Directors disclose conflicts by completing the NAMI Missouri Board of Directors Conflict of Interest Form.

AREAS IN WHICH CONFLICT MAY ARISE

Conflicts of interest may arise in the relations of directors, officers, and management employees with any of the following third parties:

- Persons and firms supplying goods and services to NAMI
- Persons and firms from whom NAMI leases property and equipment
- Persons and firms with whom NAMI is dealing or planning to deal in connection with the gift, purchase or sale of real estate, securities, or other property
- Competing or affinity organizations
- Donors and others supporting NAMI
- Agencies, organizations, and associates that affect the operations of NAMI
- Family members, friends, and other employees

NATURE OF CONFLICTING INTEREST

A material conflicting interest may be defined as an interest, direct or indirect, with any persons and firms mentioned above. Such an interest might arise through:

- Owning stock or holding debt or other proprietary interests in any third party dealing with NAMI
- Holding office, serving on the board, participating in management, or being otherwise employed (or formerly employed) in any third party dealing with NAMI
- Receiving remuneration for services with respect to individual transactions involving NAMI
- Using NAMI's time, personnel, equipment, supplies, or good will for other than NAMI approved activities, programs, and purposes
- Receiving personal gifts or loans from third parties dealing with NAMI. Receipt of any gift is disapproved except gifts of nominal value that could not be refused without discourtesy. No personal gift of money should ever be accepted.

Updated December 6, 2012

Updated April 6, 2013

Revised by the NAMI Missouri Board of Directors 3/21/2020

NAMI Missouri Board of Directors Conflict of Interest Form
(to be retained by NAMI Missouri)

Name: _____

Address: _____

Phone: _____

Email: _____

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Under this policy, do you have any potential or perceived conflicts of interest to disclose?

- No, I have no potential or perceived conflicts of interest to disclose.**
- Yes, I have the following potential or perceived conflicts of interest to disclose:**

- I have read and understand NAMI's conflict-of-interest policy and agree to be bound by it. I will promptly inform the Board president of any material change that develops in the information contained in the foregoing statement.**

Signature: _____ Date: _____

Interim Review: Board members are required to review this disclosure to NAMI Missouri to provide any relevant updates.

Signature: _____ Date: _____ No Changes
 Changes Noted

Signature: _____ Date: _____ No Changes
 Changes Noted

Additional Reviews (as needed between annual update):

Signature: _____ Date: _____ No Changes
 Changes Noted

Signature: _____ Date: _____ No Changes
 Changes Noted

Updated December 6, 2012
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Agreement Form

I have read and agree to abide by all policies contained in the NAMI Missouri Board of Directors Policy Manual.

Signature

Date

Print Name