

Bylaws of the
KANSAS ASSOCIATION FOR BEHAVIOR ANALYSIS
An Affiliate Chapter of the
ASSOCIATION FOR BEHAVIOR ANALYSIS INTERNATIONAL

Association's Notes

KansABA's web site is www.kansaba.org.

Bylaws of the
KANSAS ASSOCIATION FOR BEHAVIOR ANALYSIS

An Affiliate Chapter of the
ASSOCIATION FOR BEHAVIOR ANALYSIS: INTERNATIONAL

ARTICLE I: NAME

1. The name of this organization shall be the Kansas Association for Behavior Analysis (or KansABA), an affiliated chapter of the Association for Behavior Analysis International (ABAI). Throughout the Bylaws, the organization shall be referred to as KansABA.

ARTICLE II: MISSION

1. KansABA's mission is to (a) advance the science and practice of behavior analysis, as well as its education and training; (b) address issues relevant to the science, practice, education, and training in behavior analysis; (c) maintain disciplinary, professional, and ethical standards in the science, practice, education, and training in behavior analysis; and (d) recruit and enhance interest in behavior analysis throughout the State of Kansas and the Kansas City metropolitan area -- Clay, Jackson, and Platte counties)

ARTICLE III: MEMBERSHIP

1. KansABA shall have four categories of Members -- Full, Student, Affiliate, and Adjunct - and others as established by KansABA's Executive Council. The members in each category are entitled to the rights and privileges of the Association as appropriate to their membership category.
 - a. The category of Full Members shall meet the requirements for Full membership in ABAI, but KansABA's Full Members need not be members of ABAI. They shall possess the minimum of a master's degree in behavior analysis, psychology, or a related discipline, and demonstrate competence in either the experimental analysis of behavior or applied behavior analysis
 - i. Applicants may be required to demonstrate competence in the experimental analysis of behavior by submitting evidence that their training included a minimum of one year's supervised laboratory research and that their graduate project, thesis, or dissertation was an empirical investigation based in the experimental analysis of behavior.
 - ii. Applicants may be required to demonstrate competence in the applied behavior analysis by providing evidence that their training included a minimum of one year's supervised practicum in applied behavior analysis,

and that their graduate project, thesis, or dissertation was an empirical investigation based in applied behavior analysis.

- iii. Applicants whose formal training does not include the above experiences may be required to demonstrate their competence in behavior analysis by submitting evidence of two or more years supervised experience in the experimental analysis of behavior or applied behavior analysis, or evidence of having made significant contributions to knowledge in behavior analysis as evidenced by research publications or any such other means as may be determined by the Membership Board.
 - iv. Anyone not meeting the qualifications stated in this Article III, Section 2 (i-iii) may petition for Full Member status by submitting all pertinent information to the Association's Membership Board.
 - v. A Full Member shall have the right to vote for the President-Elect and for the Full Member Representative-Elect to the Executive Council.
- b. The category of Student Members shall meet the requirements for Student membership in ABAI, but KansABA's Student Members need not be members of ABAI. They shall be enrolled in an undergraduate or graduate academic degree program, internship, or resident program in the State of Kansas relevant to a career in behavior analysis. Applications for Student Member status may be required to submit proof of enrollment in an academic degree program, internship, or residency program. A Student Member shall have the right to vote for the President-Elect and for the Student Representative-Elect to the Executive Council.
 - c. The class of Affiliate Members shall be citizens of the State of Kansas or the Kansas City Metropolitan area (Clay, Jackson, and Platte counties) who express an interest in the science or practice of behavior analysis or its education and training. An Affiliate Member shall have the right to vote for the President-Elect and for the Affiliate Representative-Elect to the Executive Council.
 - d. Supporting Members shall be citizens of states other than Kansas, the Kansas City metropolitan area, or countries other than the United States who express an interest in the science or practice of behavior analysis or its education and training. A Supporting Member shall not have voting privileges.
- 2. A person who is eligible for membership in KansABA, and who wishes to become a member must submit a completed application form, containing such information as the Executive Committee may approve, and pay annual membership dues established by the Executive Council. Applicants may also be required to submit such additional information, including transcripts, diplomas, references, and other documents, as the Executive Council may require, to verify that they meet the requirements for membership.

3. Each Member shall be a Member for a term commencing on the date he or she is approved for membership and continuing until the end of the fiscal year -- December 31. Membership shall be renewed for the period from January 1 through December 31 of any year, if the Member pays the dues for his or her membership category for that year.
4. Members who have not paid their dues by the date of KansABA's annual conference shall not be allowed to vote on any KansABA business at that meeting.
5. There shall be a Business Meeting held at the annual conference.
 - a. The presence of not fewer than twenty KansABA members (Full, Student, or Affiliate Members) or ten percent of KansABA's membership, whichever number is smaller, shall constitute a quorum and shall be necessary to vote on all matters brought before a meeting of the Members.
6. For the purpose of determining Members entitled to notice of, to vote on, or to express consent or dissent from a proposal without a meeting, or for the purpose of determining Members entitled to allotment of a right, or for the purpose of any other action, the Executive Council may fix, in advance, a date as the date-of-record for any such determination. If a Member is entitled to notice of and to vote on an issue, such Member shall not be permitted to vote at the Business Meeting unless such Member's dues have been paid prior to the Business Meeting.
7. Any Member desiring to resign shall either refrain from paying dues or submit a written resignation to the Secretary. Membership may be reinstated by paying the dues for the year in which reinstatement is requested.
8. After appropriate notice and hearing, the Executive Council may suspend or expel any member for cause by a majority vote.
9. On written request to the Secretary and by a majority vote, the Executive Council may reinstate a former member on such terms as the Executive Council may deem appropriate.

ARTICLE IV: EXECUTIVE COUNCIL

1. Except as specifically provided in KansABA's Bylaws, all rights, powers, duties, and responsibilities relative to the management and control of KansABA's property, activities, and affairs are vested in the Executive Council. In addition to the power and authority expressly conferred upon it by these Bylaws, the Executive Council may take any lawful action on behalf of KansABA that is not required to be taken by some other party by municipal, state, or federal law or by these Bylaws.
2. The Executive Council shall consist, at minimum, of four elected officers – a President, a Full Member Representative, a Student Member Representative, and an Affiliate Member Representative. A Secretary and Treasurer, who are not members of the Executive

Council, but who are Members of the Association, will attend the meetings of the Executive Council.

- a. No KansABA Presidents, Full Member Representatives, Student Representatives, or Affiliate Representatives may succeed themselves in office as long as at least two other nominees run for the same office.
3. There shall be a President who shall be a Full Member of KansABA elected by the Full, Student, and Affiliate Members of KansABA. The President shall hold office for three years and shall vote on behalf of KansABA's interests on all issues before the Executive Council.
 - a. Every two years, the Full, Student, and Affiliate Members shall elect an incoming President-Elect, who shall assume that office at the conclusion of the Business Meeting at the annual conference in the year of his or her election, and succeed to the office of President at the conclusion of the three year's term at the Business Meeting at the conference. The President-Elect shall attend the meetings of the Executive Council held in conjunction with the conference, but shall have no voting privileges. After serving as President, this Officer shall become KansABA's Past-President and may attend the meetings of the Executive Council, but shall have no voting privileges.
 4. There shall be at least one Full Member Representative to the Executive Council who shall be a Full Member of KansABA elected only by Full Members of KansABA. The Full Member Representative shall hold office for three years and shall vote on behalf of the Full Members' interests on all issues before the Executive Council.
 - a. Every two years, the Full Members shall elect an incoming Full Member Representative-Elect, who shall assume that office at the conclusion of the Business Meeting at the annual conference in the year of his or her election, and succeed to the office of Full Member Representative at the conclusion of the three year's term at the Business Meeting at the conference. The Full Member Representative-Elect shall attend the meetings of the Executive Council held in conjunction with the conference, but shall have no voting privileges. After serving as Full Member Representative, this Officer shall become KansABA's Past-Full Member Representative and may attend the meetings of the Executive Council, but shall have no voting privileges.
 5. There shall be at least one Student Representative to the Executive Council who shall be a Student Member of KansABA elected only by Student Members of KansABA. The Student Representative shall hold office for two years and shall vote on behalf of Student Members' interests on all issues before the Executive Council.
 - a. Each year, the Student Members shall elect a Student Representative-Elect, who shall assume that office at the conclusion of the Business Meeting at the

annual conference in the year of his or her election, and succeed to the office of Student Representative at the conclusion of the two year's term at the Business Meeting at the conference. The Student Representative-Elect shall attend the meetings of the Executive Council held in conjunction with the conference, but shall have no voting privileges. After serving as Student Representative, this Officer shall become KansABA's Past-Student Representative and may attend the meetings of the Executive Council, but shall have no voting privileges.

6. There shall be at least one Affiliate Representative to the Executive Council who shall be an Affiliate Member of KansABA elected only by Affiliate Members of KansABA. The Affiliate Representative shall hold office for three years and shall vote on behalf of the Affiliate Members' interests on all issues before the Executive Council.
 - a. Every two years the Affiliate Members shall elect an Affiliate Representative-Elect, who shall assume that office at the conclusion of the Business Meeting at the annual conference in the year of his or her election, and succeed to the office of Affiliate Representative at the conclusion of the three year's term at the Business Meeting at the conference. The Affiliate Representative-Elect shall attend the meetings of the Executive Council held in conjunction with the conference, but shall have no voting privileges. After serving as Affiliate representative, this Officer shall become KansABA's Past-Affiliate Representative and may attend the meetings of the Executive Council, but shall have no voting privileges.

7. Beginning with KansABA's first Business Meeting, the appointed President, Full Member Representative, Student Representative, and Affiliate Representative shall serve no more than a two- or three-year term of office before they are succeeded by the first President-Elect, Student Representative-Elect, and Affiliate Representative-Elect. All subsequent Presidents and Full, Student, and Affiliate Representatives shall serve two- or three-year terms of office.
 - a. Within three years after KansABA's first Business Meeting, the Full, Student, and Affiliate Members shall elect all successive Officers of KansABA, who shall be Full, Student, and Affiliate Members of KansABA. The elected Officers shall assume their offices on the Executive Council immediately following the Business Meeting at the annual conference.
 - b. Within three years of KansABA's first business meeting, the proportional membership in KansABA's Full, Student, and Affiliate Members shall be assessed, and the number of Full, Student, and Affiliate Representatives to the Executive Council shall be adjusted to reflect those proportions. The means for determining proportional representation shall be decided by the Executive Council.

scheduled election. In the interests of diversity, special consideration will be given to the appointment of a member of an underrepresented group who is a member of the Association if none of the elected members of the existing Executive Council is a member of an underrepresented group.

13. The President, one Full Member, one Student Representative, and one Affiliate Member, and a majority of the total number of Officers of the Executive Council, shall constitute a quorum for the transaction of business. In the absence of a quorum, a majority of the Officers present may reschedule the meeting. Notice of the rescheduled meeting shall be given pursuant to the terms of these Bylaws.
14. The vote of a majority of the Officers of the Executive Council present at a meeting at which a quorum is present shall be the act of the Executive Council unless a greater vote is required by these Bylaws. Each Officer present shall have one vote.
15. In consultation with the Secretary and Treasurer, the Executive Council shall set the Association's annual membership fees.

ARTICLE V: OFFICERS

1. The Officers of KansABA shall consist of, at least, the President, a Full Member Representative, a Student Representative, and an Affiliate Member Representative. If additional representatives are added to the Executive Council, as required for proportionate representation, they too shall become Officers of KansABA.
2. All Officers shall be Full, Student, or Affiliate Student Members of KansABA.
3. Each year, the Full, Student, and Affiliate Members of KansABA shall elect a President-Elect, who assumes that office at the conclusion of the Business Meeting at the annual conference in the year of his or her election. The President holds office for one year and succeeds to the office of Past-President at the conclusion of the following year's Business Meeting at the conference. The Past-President holds office for one year, and completes his or her term when the new Past-President succeeds to this office at the conclusion of the Business Meeting at the next conference.
 - a. The incoming President may present a Presidential Address at the conference, but shall at least chair the opening ceremonies. The President shall preside at all Executive Council Meetings and the Business Meeting during his or her presidential year. The President shall exercise general supervision over the affairs of KansABA.
 - b. If the President is unable to preside over a meeting, that responsibility shall fall to the Past-President. If he or she is unable to preside, the President-Elect shall assume the responsibility.

ARTICLE VI: SECRETARY AND TREASURER

1. The Secretary and Treasurer shall be appointed, initially, to a term of three years, by the beginning of the Business Meeting at KansABA's first annual conference. All subsequent appointments shall be made by the Executive Council and shall also be for terms of three years. All subsequent Secretaries and Treasurers shall take office at the conclusion of the Business Meeting at the conference in the year of his or her appointment. The Secretary's and Treasurer's appointment may be renewed as deemed appropriate by the Executive Council. During the year prior to assuming office, the next Secretary and Treasurer shall attend all of the Executive Council meetings.
 - a. The Secretary shall keep KansABA's records, conduct official correspondence, serve ex officio as a member of all committees as deemed necessary by the Executive Council, issue programs of meetings, receive applications for membership, and give notice of all inductions into membership. The Secretary is also responsible for counting the nomination and election ballots, as well as the ballots in any referenda submitted to the voting membership.
 - b. The Secretary shall act as the general executive officer of KansABA in consultation with and under the direction of the President and the other Officers of the Executive Council. He or she shall bring to the attention of the Executive Council and KansABA's Members such matters as are deemed necessary for the appropriate operation of the organization.
 - c. The Treasurer shall have the responsibility for all of KansABA's funds and shall have authority to disburse these funds for purposes authorized by the Executive Council. The Treasurer shall keep a record of all money received and all disbursements made, and submit an annual report of KansABA's financial status to the Members at the annual Business Meeting.

ARTICLE VII: CONFERENCE

1. A conference shall be held in a place and at a time determined by the Executive Council. The purpose of the conference shall be to advance behavior analysis as a science and a practice and its education and training and to disseminate research findings through formal sessions and such other program activities as the Executive Council and the Members shall deem appropriate (e.g., workshops).
2. In consultation with the Secretary and Treasurer, the Executive Council shall set the Association's conference registration fees.
3. In determining where the annual conference may be held, the Executive Council shall be bound by the following:

- a. KansABA shall convene only in cities whose sidewalks and streets are accessible to people with physical handicaps in those areas in which the conference hotels, restaurants, and related facilities are located, and to which travel arrangements are also accessible.
- b. KansABA shall schedule activities and accommodations in those hotels, restaurants, and related facilities whose entrances, corridors, and rooms are accessible to people with physical handicaps.

ARTICLE VIII: NOMINATIONS AND ELECTIONS

1. Each year, the Secretary shall mail to all Full Members a nomination ballot for the President-Elect and the Full Member-Elect. Each Full Member may propose up to two names for each office.
 - a. The Secretary and/or a person designated by the President shall count the nomination ballots and list the names of the Full Members who have received the largest number of nominations for both offices.
 - d. From this list, the Secretary shall ask those members receiving the largest number of nominations for each office if they are willing to stand for election, and shall proceed through the list in the order of the nomination count until at least two candidates have been obtained for each office.
 - c. After the list of candidates has been determined, the Secretary shall send to all Full Members, whose membership dues are paid, a ballot listing the nominees to be voted on in alphabetical order for each office, along with their brief biographical sketches.
3. Each year, the Secretary shall mail to all Affiliate Members a nomination ballot for the Affiliate Representative to Council. Each Affiliate may propose two names for this office.
 - a. The Secretary and/or a person designated by the President shall count the nomination ballots and list the names of the Affiliate Members who have received the largest number of nominations for this office.
 - b. From this list, the Secretary shall ask those members receiving the largest number of nominations for this office if they are willing to stand for election and shall proceed through the list in the order of the nomination count until at least two candidates have been obtained.
 - c. After the list of candidates has been determined, the Secretary shall send to all Affiliate Members, whose membership dues are paid, a ballot listing the nominees to be voted on in alphabetical order, along with their brief biographical sketches.

4. Each year, the Secretary shall mail to all Student Members a nomination ballot for the Student Representative to Council. Each Student may propose two names for this office.
 - a. The Secretary and/or a person designated by the President shall count the nomination ballots and list the names of the Student Members who have received the largest number of nominations for the office.
 - b. From the list, the Secretary shall ask the members receiving the largest number of nominations for this office if they are willing to stand for election and shall proceed through the list in the order of the nomination count until at least two candidates have been obtained.
 - c. After the list of candidates has been determined, the Secretary shall send to all Student Members, whose membership dues are paid, a ballot listing the nominees to be voted on in alphabetical order, along with their brief biographical sketches.
5. The President-Elect, Full Member-Elect, Student Representative-Elect, and Affiliate Representative-Elect shall be elected by a plurality of the votes cast in an election. Any ties will be broken by a vote of all the Officers on the Executive Council, plus the Past-President in case of another tie.

ARTICLE IX: STATEMENTS OF THE POSITION OF THE ASSOCIATION

1. Statements of the Association's official position on professional, social, and other issues shall be approved by a vote of the Full Members in accordance with procedures adopted by the Executive Council.
 - a. Thereafter, dissemination of such Position Statements shall be considered official only if made by an Officer of KansABA and, in the event of publication, if accompanied by a statement of endorsement as a KansABA Affiliate Chapter Position Statement.
2. Position Statements of the Executive Council may be issued by the Executive Council. These Statements shall be prepared by the Executive Council in accordance with the procedures adopted by that Executive Council.
 - a. Thereafter, dissemination of such Position Statements shall be considered official only if made by an Officer of KansABA and, in the event of publication, if accompanied by a statement of endorsement as a KansABA Executive Council Position Statement.
3. The Association explicitly disclaims any implication of ABAI endorsement of any KansABA Position Statement it might adopt unless such Statement has been formally approved by ABAI through the mechanisms described in ABAI Articles IX-1 and IX-2.

ARTICLE X: BOARDS, COMMITTEES, TASK FORCES, AND ADVISORY GROUPS

1. The Executive Council shall create those Boards, Committees, Task Forces, and Advisory Groups that are deemed necessary to accomplish the purposes of the organization. The goals and performance objectives of each Board, Committee, Task Force, and Advisory Group shall be defined by KansABA's Executive Council in written form. The products of any Board, Committee, or Task Force must have explicit review and endorsement by the Executive Council. Each Board, Committee, and Task Force shall be subject to those limitations that Kansas law imposes on Boards, Committees, and Task Forces.
2. The Coordinator of each Board shall be appointed by the Executive Council for a term of no more than three years.
 - a. The Coordinator of each Board shall be responsible for the functions of any Committees under its purview.
 - b. The budget of each Board shall be determined by Executive Council.
3. The Chair of each Committee under each Board shall be appointed by the Executive Council in consultation with the Board Coordinator for a term of no more than three years. The Chair of each Committee shall serve as a member of the parent Board.
4. Task Forces may be appointed by the President or the Executive Council to fill specific, short-term needs of the Association. The normal life of each Task Force shall be one year. At the recommendation of the Executive Council, however, a Task Force might be granted successive one-year extensions.
6. KansABA shall have a Professional Advisory Board from which the Executive Council draws recommendations and guidance. The Board shall be appointed by vote of the Executive Council, and serve at its pleasure. To assure full representation from across the State of Kansas, the Professional Advisory Board members shall, as much as possible, be drawn from all regions in the State (e.g., Hutchinson, Kansas City, Lawrence, Manhattan, Parsons, Topeka, Wichita) and from diverse, but related professional and special interest groups (e.g., corrections, community mental health, education, clinical psychology, the law).

ARTICLE XI: SPECIAL INTEREST GROUPS

1. KansABA members may create Special Interest Groups (SIGs) as befit their range of interests in the science and practice of behavior analysis and its education and training.
2. KansABA assists its SIGs with recruitment, promotion, and dissemination; publishes SIG news and announcements on the KansABA website and in its conference program; hosts SIG business meetings at the KansABA conferences; co-sponsors continuing education events; and maintains links between the SIG's and KansABA's websites.

3. KansABA SIGs may be formed by minimally five KansABA full members. They do not have to become SIG members.

4. Applications must include

b. A completed application form

c. Proposed by-laws

The e-mailed signature lines of five founding SIG members, accompanied by the message: “I support the formation of a KansABA SIG for [the name of the interest].”

These are submitted at any time to webmaster@kansaba.org. They are reviewed at KansABA’s Executive Council’s next in-person meeting, usually within two months

5. KansABA allows its SIGs flexibility in their by-laws and governance, but has requirements for every SIG:

a. Each SIG has interests distinctly different than those of other KansABA SIGs

b. SIG officers promote basic principles of good governance, due diligence, and care in the oversight and management of its operations

c. SIGs cannot affiliate formally with other organizations. The SIGs are created by KansABA members for KansABA members, with whom they share common missions, interests, and policies. Affiliating with other organizations may send conflicting messages about their and KansABA’s missions, interests, and policies

7. SIGs cannot be for-profit organizations. SIGS may apply for nonprofit status with the U.S. Internal Revenue Service (e.g., 501(c)(3) or 501(c)(6) status). For suggestions about financial management, see ABAI’s Frequently Asked Questions about its special interest groups.

8. SIG application forms and By-Laws templates are available from KansABA’s secretary.

ARTICLE XII: ETHICS

1. KansABA expects its members to uphold the highest standards of personal and professional behavior in the conduct of their work and the advancement of behavior analysis (see J. S. Bailey & M. Burch [2016]. *Ethics for Behavior Analysts* [3rd ed.]. New York: Routledge). KansABA embraces the diversity of professions within its membership, thus KansABA members should adhere to the ethical standards that have been defined for their professions. Examples include, but are not limited to the American Psychological Association’s Ethical Principles of Psychologists and Code of Conduct, the Association for Clinical Researchers’ Code of Ethics, the Association for Institutional Research’s Code of Ethics, the Behavior Analyst Certification Board’s Professional and

Ethical Compliance Code, the National Association of School Psychologists' Professional Conduct Manual, the National Association of Social Workers' Code of Ethics, and the National Education Association's Code of Ethics of the Education Profession.

ARTICLE XIII: DIVERSITY

1. KansABA seeks to be an organization comprised of people of different ages, races, nationalities, ethnic groups, sexual orientations, genders, classes, religions, abilities, and educational levels. KansABA opposes unfair discrimination.

ARTICLE XIV: FISCAL YEAR

1. The Association's fiscal year shall close at the conclusion of its annual conference.

ARTICLE XV: AMENDMENTS

1. Amendments or changes to these Bylaws may be proposed by the Executive Council or by a majority vote of the Full Members at the annual Business Meeting. The proposed amendments or changes shall then be submitted to the Full Members for approval. The Secretary shall send to all Full Members, whose membership dues are paid, a ballot describing the proposed amendments or changes. To be approved, an amendment or change requires the affirmative vote of two thirds of the Full Members that vote.

ARTICLE XVI: INDEMNIFICATION OF OFFICERS, DIRECTORS, AND STUDENT REPRESENTATIVE, EMPLOYEES, AND AGENTS

1. At the discretion of the Executive Council, KansABA may indemnify in full or in part any person who was or is a party to, or is threatened to be made a party to, any threatened, pending or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative and whether formal or informal by reason of the fact that he or she is or was an Officer of the Executive Council, the Secretary or Treasurer of KansABA, an employee or agent of KansABA, or is or was serving at the request of KansABA as an Officer, Secretary or Treasurer, or employee or agent of another corporation, business corporation, partnership, joint venture, trust, or other enterprise, whether for profit or not for profit, against expenses, including attorney's fees, judgments, penalties, fines, and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit, or proceeding if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the Association or its members and, with respect to any criminal action or proceeding, if he or she had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or upon a plea of *nolo contendere* or its equivalent, shall not of itself create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in or not opposed to the best interests of KansABA or its members and, with respect to any

criminal action or proceeding, had reasonable cause to believe that the conduct was unlawful.

2. At the discretion of the Executive Council, KansABA may indemnify in full or in part any person who was or is a party to, or is threatened to be made a party to, any threatened, pending, or completed action, suit or proceeding by or in the right of KansABA to procure a judgment in its favor by reason of the fact that he or she is or was a Officer of the Executive Council, the Secretary or Treasurer of KansABA, an employee or agent of KansABA, or is or was serving at the request of KansABA as an officer, Secretary or Treasurer, or employee, or agent of another corporation, business corporation, partnership, joint venture, trust, or other, enterprise, whether for profit or not for profit, against expenses, including attorney's fees, judgments, penalties, fines, and amounts paid in settlement, actually and reasonably incurred by him or her in connection with the action, suit, or proceeding if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of KansABA or its members and, with respect to any criminal action or proceeding, had reasonable cause to believe that the conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or upon a plea of *nolo contendere* or its equivalent, shall not of itself create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in or not opposed to the best interests of KansABA or its members and, with respect to any criminal action or proceeding, had reasonable cause to believe that the conduct was unlawful.