

VALLEY EMMAUS COMMUNITY BYLAWS

-- FINAL DRAFT --

ARTICLE 1. NAME

The name of this Community shall be The Valley Emmaus Community, hereinafter referred to as the Community.

ARTICLE II. PURPOSE

Section 1. The purpose of the Community shall be to inspire, challenge, and equip church members for Christian action in their homes, churches, places of work, and the world community through the Emmaus experience.

Section 2. The Community is affiliated with The Upper Room Emmaus Ministries Office, Nashville, Tennessee, hereinafter referred to as the Program. The policies and procedures of the Community shall be in harmony with the policies and procedures of the Program, with the Program taking precedence if there is disagreement.

ARTICLE III. MEMBERSHIP

Section 1. All persons who have completed an Emmaus Ministry event sponsored by an Upper Room Emmaus Community shall be members of the Community.

Section 2. Persons who have completed a recognized Upper Room Emmaus Ministry event or Via de Cristo, Tres Dias, Kairos Prison Ministries, Episcopal Cursillo or Presbyterian Pilgrimage, may become members by participating in the activities of the Community and asking the secretary or registrar of the Community to include their names on the mailing list.

ARTICLE IV. BOARD OF DIRECTORS

Section 1. Purpose

Direction of the Community shall be vested in a Board of Directors.

Section 2. Composition

- a) Lay persons – Persons who have completed attendance at a recognized Emmaus event and are active in local reunion groups, the Community and their church are eligible for election to the Board.
- b) Clergy – Persons who are qualified in accordance with the “Clergy Criteria for Emmaus Ministry Events” as set forth in the current program “Policies and Procedures Manual” and have served as Spiritual Director

on an Emmaus event are eligible for election to the Board as a Community Spiritual Director and Assistant Spiritual Directors.

- c) The Board will consist of a minimum of nine (9) elected lay members, the prior year's Lay Director, the Community Spiritual Director and Assistant Spiritual Directors.

Section 3. Terms of Office

- a) Laypersons on the board shall be elected by the Community members for three (3)-year terms in three (3) classes, each class having at least three (3) elected members.
- b) Lay board members typically cannot succeed themselves in consecutive terms, a term being three (3) years. In unique situations succession of consecutive terms can be overruled by the board by a two-third (2/3) vote.
- c) Clergy on the board shall be nominated by the clergy members serving on the Board and are elected by the Board.
- d) The Board shall elect from the clergy membership of the Community a Spiritual Director to serve a one-year term, and that person may be elected to succeed him/herself. All other clergy members of the Community shall serve as Assistant Spiritual Directors.
- e) Terms of office shall begin January 1 and shall terminate December 31, except for officers who shall serve until election of new officers in January as provided in Article V.

Section 4. Election of Board Members

Lay board members are elected by the Community.

- a) The Nominating Committee shall submit to the board a slate of nominees from which to elect three or more board members, not to exceed five.
- b) The ballot shall be provided to the Community members in the most effective way possible and shall be available no later than October 15 of each year.
- c) Ballots are to be received by the board no later than November 15 of each year.
- d) Election is by majority vote of the ballots cast.
- e) The immediate past chair of the board shall serve on the board one (1) additional year as a non-voting member.
- f) The board may elect persons, upon nomination by the chair, to fill a vacant term until the next regular election for that term. Such persons are eligible for election to a full term by the Community at such regular election.

ARTICLE V. OFFICERS OF THE BOARD

Section 1. Officers

Officers shall be the Lay Director (Chair), Assistant Lay Director, Community Spiritual Director, Assistant Spiritual Director, Secretary, Treasurer and Assistant Treasurer; and in case of absences will chair meetings in this order. The Assistant Lay Director must be eligible to serve an additional year on the board and serve as the chair if elected to that post. Officers may accept responsibility for a work area in addition to an elected position on the board.

Section 2. Election of Officers

Officers shall be elected annually by the Board of Directors at the January meeting for a one (1)-year term of office effective with the close of the January meeting.

Section 3. Spiritual Director

The Community Spiritual Director shall be selected annually by the Board of Directors. Term of office shall begin January 1. The Spiritual Director may be replaced during the term by a majority vote of the board.

ARTICLE VI. DUTIES OF OFFICERS

Section 1. The Lay Director shall:

- a) Be the chief administrative officer of the Board and Community.
- b) Call all meetings and preside over such meetings.
- c) Be responsible and responsive to the Board for all administrative decisions made on behalf of the Board. Maintain the programmatic intent and integrity of the Program.
- d) See to the setting of the next Board meeting, including the first Board meeting of the next term after the Lay Director steps down.
- e) See to the election of the next Board, as provided by these Bylaws.
- f) See to the ratification of any Bylaws and amendments thereto by the Community.
- g) Be the Community Coordinator of the Emmaus Leadership Training Seminar schedules and attend Leadership
- h) Training Sessions at least once a year.
- i) Perform such other duties as directed by the Board.
- j) The Lay Director will be an ex-officio member of all committees.

Section 2. The Assistant Lay Director shall:

- a) Assist the Lay Director in preparation for possible service as Lay Director.
- b) Preside at Board meetings and shall serve as a member ex-officio of all committees in the absence of, or at the pleasure of, the Lay Director.
- c) Maintain control of the Community Storage facility and its contents.
- d) Maintain the programmatic intent and integrity of the Program.
- e) Attend Leadership Training Sessions every three years.
- f) Perform such other duties as directed by the Lay Director.

Section 3. The Secretary shall:

- a) Keep and distribute the minutes of Board and Community meetings and maintain record of Board members' attendance and leaves of absence.
- b) Preside at Board meetings in the absence of the Lay Director, Assistant Lay Director, Community Spiritual Director, and any Assistant Spiritual Directors.
- c) Maintain the programmatic intent and integrity of the Program.
- d) Perform such other duties as directed by the Lay Director.

Section 4. The Treasurer shall:

- a) Maintain financial records, financial reporting, receipt and distribution of funds, and safekeeping of
- b) Community financial assets and records in accordance with generally accepted accounting principles.
- c) Submit a detailed financial report at each regular Board meeting.
- d) Submit annual financial reports to the Community Board and overseeing church for audit and review no later than January 31 of each year.
- e) Preside at Board meetings in the absence of the Lay Director, Assistant Lay Director, Community Spiritual Director, any Assistant Spiritual Directors, and Secretary.
- f) Maintain the programmatic intent and integrity of the Program.
- g) Train the Assistant Treasurer in preparation for possible succession.
- h) Chair the Finance Committee.
- i) Perform such other duties as directed by the Lay Director.

Section 5. The Assistant Treasurer shall:

Assist the Treasurer and assume the duties in the Treasurer's absence.

Section 6. The Community Spiritual Director shall:

- a) Be the theological and spiritual leader of the Board and Community, including ensuring worship and communion occur at Board and Community events.
- b) Maintain a list of qualified clergy who are eligible to serve on Emmaus Ministry Events.
- c) Communicate relevant information to Emmaus Event Spiritual Directors and Assistant Spiritual Directors.
- d) Maintain the spiritual intent and integrity of the Program.
- e) Be a coordinator of Emmaus leadership training events. The Spiritual Director will be an ex-officio member of all committees.

Section 7. The Assistant Spiritual Directors shall:

Assist the Community Spiritual Director and assume the duties in the Community Spiritual Director's absence.

Section 8. The Community Board Representative shall:

- a) Serve as outlined in the Bylaws and Policies and Procedures of the program as an active representative from the Community to the program Board of Directors.
- b) Notify the Community Lay Director of need to call special Board meetings, as necessary.
- c) Council and oversee Emmaus Event Board Representatives to ensure the integrity of each Emmaus event is maintained according to the guidelines set by the Program.
- d) Maintain the spiritual intent and integrity of the Program. Responsible for community and leadership training.

ARTICLE VII. MEETINGS

Section 1. The board shall meet monthly in regular meetings unless otherwise ordered by a two-thirds (2/3) vote of the board in a regular meeting.

Section 2. Quorum

A quorum consists of 51% of the total Lay and Clergy membership of the board and is required to conduct business.

Section 3. Special Meetings

Special board meetings may be called by the chair or when requested in writing by a majority of members of the board.

ARTICLE VIII. COMMITTEES

Standing Committees may be established as deemed needed by the Board. Such committees may include Gatherings, Registration, Transportation, Facility Set-Up/Breakdown, Agape Acts, Group Reunions/Follow-Up, Kitchen, Literature/Clothing, Team Selection, Newsletter, Other Ministries, Music/Entertainment, Candlelight/Sponsors' Hour, and Community Training.

ARTICLE IX. EMMAUS EVENTS

Section 1. The Community shall follow the guidelines of The Upper Room Emmaus Ministries programs in the presentation of any Emmaus Ministries event.

Section 2. The Board of Directors shall have general oversight in all matters relating to the local Emmaus Ministries Community.

Section 3. The Board of Directors shall choose an event Lay Director for each Community Emmaus Ministries event.

Section 4. The Board of Directors shall choose an event Spiritual Director as recommended by the Community Spiritual Director for each Community Emmaus Ministries event.

Section 5. The board shall establish a Team Selection Committee. The Team Selection Committee shall consist of a board member who serves as chair, the Community Spiritual Director, the event Spiritual Director, the event Lay Director, and three (3) [or four (4)] members of the Emmaus Community who have broad awareness of the Community membership and a solid understanding of team needs. Community members are appointed by the board chair.

ARTICLE X. AMENDMENTS TO BYLAWS

Section 1. Proposed amendments may be presented to the board by any member of the Community one (1) month in advance for consideration by the board.

Section 2. If the amendments are voted in the affirmative by a two-thirds (2/3) vote of the board, they will be circulated to the membership through the Community newsletter and if no petitions signed by at least twenty-five (25) Community members objecting to the new amendments are received, the amendments will be considered adopted. Any objections must be received within sixty (60) days of the mailing of the notification. If an objection petition is received, the amendment will be considered void.

Section 3. If the board then wishes to submit the amendment to the entire Community for a vote, it may do so. A majority or plurality of votes cast by the membership will decide the matter.

ARTICLE XI. RATIFICATION

The bylaws take effect immediately upon certification of the board that a majority of the ballot of the Community approves them. The bylaws shall be posted to the community website.

Adopted, certified and ratified by the Community and Board on _____

Signed by:

Lay Director

Spiritual Director

Secretary