

**BY LAWS**  
OF  
THE UPPER ROOM EMMAUS OF SOUTHSIDE VIRGINIA

Revised 2005

**Article I Name**

The name of this community shall be The Upper Room Emmaus of Southside Virginia, hereinafter referred to as the Community.

**Article II Purpose**

The purpose of the Community shall be to follow Jesus as our example and 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.

**Article III Affiliation**

This Community is affiliated with the Upper Room Emmaus movement, The Upper Room, PO Box 189, Nashville, Tennessee 37202-0819.

**Article IV Membership**

SECTION 1.

All persons who have completed a weekend experience of the Walk to Emmaus sponsored by The Upper Room Emmaus of Southside Virginia shall be members of the Community.

SECTION 2.

Persons who have completed a Walk to Emmaus, Chrysalis, Kairos, or other Cursillo based weekends may become members by participating in the activities of the Community and asking the secretary and treasurer of the Community to include their names on the mailing list.

**Article V Board of Directors**

SECTION 1. ORIENTATION

Board of Directors shall provide a special orientation and bonding opportunity at the beginning of the term of office.

## SECTION 2. POWERS AND DUTIES

- A. To provide overall policy direction on issues affecting Emmaus.
- B. To disseminate policy statements and information to the Community on issues emanating from the National Emmaus movement.
- C. To provide a spokesperson to National Emmaus.
- D. To support and facilitate the activities of Emmaus as it seeks to accomplish the purposes reflected in Article II.
- E. To encourage and facilitate cooperation between Emmaus and local Christian churches.
- F. To maintain general oversight in all matters relating to the conduct of the local "Walk to Emmaus."

## SECTION 3. MEMBERSHIP

- A. The Board will consist of fifteen (15) elected members, twelve (12) lay and three (3) clergy, the Spiritual Director and Past Lay Director. Board members shall be active members of the Southside Emmaus Community. Prior to nomination and election, Board members shall be encouraged to attend an Emmaus leadership workshop and shall be encouraged to serve on at least one (1) local Emmaus team.

## SECTION 4. METHOD OF ELECTION

The Board of Directors shall appoint a Nominating Committee of three (3) persons for a one (1) year term. This Committee shall be announced at the January Board meeting. The Nominating Committee shall be responsible for the organization and conduct of the Board election at the October gathering and shall attempt to ensure fair and equal Community representation on the Board as well as a blend of sexes, age groups, denominational affiliations and geographic distribution. The mechanics of the election process shall include the following.

- A. Nominations shall be submitted for qualified persons no later than the August gathering. The Nominating Committee shall examine the nominations and ascertain that the nomination is valid based on the Board membership requirements in Section 3. Nominations from the floor at the are not acceptable.
- B. The Nominating Committee should place in nomination a list of nominees larger than the number of vacancies.
- C. The Nominating Committee shall advertise the slate of nominees and the time of election at October gathering in the September newsletter.
- D. The Nominating Committee shall not endorse any nominees for the Board, nor shall they advocate the defeat of any candidate.
- E. All members of the Emmaus Community are eligible to vote. The election shall be conducted by written ballot. An absentee ballot shall be published in the September newsletter, giving a full list of nominees and instructions for voting, including an announcement of a closing date for absentee ballots to be received by mail. Other special instructions pertaining to the election shall be published in the September newsletter.

## SECTION 5. TERM OF OFFICE

- A. Lay and clergy persons on the Board shall be elected by the Community members to serve a three (3) year term.
- B. The term of office shall begin January 1 and terminate December 31. All who serve a three (3) year term on the Board must remain off at least two (2) years before being eligible for subsequent nomination. One third (1/3) of the Board-four (4) lay and one (1) clergy-shall be elected each year at the October gathering.
- C. New members are expected to attend the November and December Board meetings prior to their terms of office for orientation.

## SECTION 6. OFFICERS

- A. Officers shall be the Lay Director, Assistant Lay Director, Secretary, and Treasurer; and in case of absences will chair meetings in this order. Officers can accept responsibility of an appointed position in addition to an elected position on the Board.
- B. Lay Director. The Lay director shall be a lay member of the Board, and shall preside at Board meetings and be the spokesperson for the Board. An individual may not serve consecutive years as Lay Director. Those Board members eligible for election as Lay Director are those individuals who have served on the Board one (1) year. The Lay Director shall not team during his/her term of office.
- C. Assistant Lay Director. The Assistant Lay Director shall perform the duties of the Lay Director in his/her absence. The Assistant Lay Director should be eligible to serve an additional one-year term on the Board, and may serve as the Lay Director in the subsequent year if elected to that post.
- D. Secretary. The Secretary will take minutes of all Board meetings and see that they are distributed to Board members in a timely fashion. The Board secretary will handle correspondence duties as necessary.
- E. Treasurer. The Treasurer will handle the finances of the Community, and keep the Board apprised of the financial situation and bank balances of the Community, and submit a report at each Board meeting. The Treasurer may be appointed by the Board, from the community, as a non-voting member.
- F. Clergy members of the Board will be responsible for the observance of Holy Communion at the monthly gatherings, Weekend Sponsor's Hour, Weekend Candlelight Ceremonies, Weekend Closing Celebrations and any other Community gathering.

## SECTION 7. SPIRITUAL DIRECTORS

The Community Spiritual Director of the Community shall be selected by the Board of Directors annually. The term of office shall begin with the close of the December meeting. The Spiritual Director can be one (1) of the three (3) clergy persons elected to the classes or chosen separately in addition to those clergy persons in the classes. The Spiritual Director may be replaced during the term of office by ten (10) affirmative votes.

## SECTION 8. APPOINTED POSITIONS

The Board of Directors shall appoint responsible persons from members of the board, or volunteers from the Community, to fill appointed positions as required including, but not limited to, the following:

- A. Music Director. Shall lead or be responsible for music and singing at all Community functions.
- B. Newsletter Editor. Prepares, edits, and mails the monthly Emmaus Newsletter, as well as any special mailing; maintains the newsletter mailing list; and maintains the newsletter historical files.
- C. Registrar. Distributes blank applications to the Community, and receives and processes all completed pilgrim and team applications under established guidelines for acceptance; provides team applications to the next Weekend Lay Director; calls meeting of the Pilgrim Selection Committee to select the individuals who will be accepted for a weekend; sends when their pilgrims have been accepted; sends corrected lists of pilgrims and addresses to the team on the weekend for inclusion in Fourth Day packets; keeps the Newsletter Editor informed of applicants accepted for a weekend; sends application deposits to Treasurer and forwards copies of applications to Weekend Lay Director prior to the start of each Emmaus weekend.
- D. Supply Coordinator. Tallies items used on weekends; orders all materials from the Upper Room and other suppliers as necessary.
- E. Community Agape Chairperson. Gathers Community agape and delivers to an Assistant Lay Director before the weekend; receives all agape requests from other communities and coordinates the filling of those requests; sends out request for agape to other communities and delivers outside agape to an Assistant Lay Director prior to the weekend.
- F. General and Snack Agape Coordinator. Gets placemats, joy flags, agape bags, and cross holders made for the weekend; delivers to an Assistant Lay Director before the weekend; makes sure that snacks are provided for each weekend.
- G. Prayer Vigil Coordinator. Makes prayer wheel and gets Community to sign up; then forwards to the Weekend Board Representative.
- H. Sponsors' Hour Coordinator. Makes sure everything is set up for Sponsor's Hour.
- I. Candlelight Coordinator. Organizes Community for candlelight and coordinates with an Assistant Lay Director for the arrival of the pilgrims.
- J. Behind-the-Scenes Chairperson. Assures that all Emmaus materials are on-site prior to beginning of weekend; assures that all Emmaus materials are removed from the weekend site and returned to storage; arranges for group picture to be taken and distributed for those attending the weekend; serves as contact person for Assistant Lay Director during weekend.
- K. Weekend Board Representative. Serves as the Board representative on Emmaus Walks; reports back to the Board subsequent to the Emmaus Walk. The Board pays the walk fee for the designated representative.

- L. Fourth Day Packets Chairperson. Maintains papers to be put in Fourth Day packets; responsible for filling packets and delivering to Assistant Lay Director before the weekend.
- M. Gathering Program Chairperson. Arranges for devotions and Fourth Day speakers for monthly gatherings; sets up for gathering; puts out song books and Emmaus sign, sets up communion table (cloth, chalice, etc.), is responsible for cleanup for all gatherings; is responsible for up-keep and ordering of paper products for gatherings.
- N. Day of Deeper Understanding Coordinator. Organizes and sets up for the Day of Deeper Understanding; decorates, arranges speakers, music, and program.
- O. Historian. Keeps a scrapbook of news items and pictures of weekend pilgrims, of weekend themes, and of list of pilgrims.
- P. Community Membership Chairperson. Maintains list of new members of the Community and provides it to others in the Community; maintains list of reunion groups, including meeting times, members, and meeting places to assist sponsors in finding a reunion group for their pilgrims; conducts the gathering when the Lay Director and Assistant Lay Director are absent; provides Newsletter Editor with names and addresses of new members of the Community.
- Q. Mission Coordinator. Keeps Community informed of outreach opportunities through Kairos, Epiphany, Chrysalis, and other mission programs; coordinates with Fourth Day Packets Chairperson and the Community Lay Director of the inclusion of teaming applications, prayer vigil lists, and agape opportunities in the Fourth Day Packets; shares announcements at gatherings; and shares in the Day of Deeper Understanding program.

#### SECTION 9. ELECTION OF OFFICERS

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

#### SECTION 10. BOARD MEETINGS

- A. Regular Meetings. The Board shall meet monthly in regular meeting unless otherwise ordered by a two-thirds (2/3) vote of the Board in a regular meeting.
- B. Special Meetings. Special Board meetings may be called by the Lay Director upon his/her own initiative or when requested in writing by ten (10) members of the Board.
- C. Closed Meetings. The Board may hold a closed meeting, if it is judged necessary in matters requiring privacy or special discretion.
- D. Quorum. Two-thirds (2/3) of members of the current Board at a duly called meeting shall constitute a quorum.
- E. Voting. Each authorized member of the Board shall have one (1) vote. To be able to vote, a member must be present at the meeting when Board action is taken.

- F. Regular Board meetings are open to all members of the Community; however, only Board members are allowed to make motions and to vote.

#### SECTION 11. VACANCIES ON THE BOARD

The Board may elect persons, upon nomination by the Lay Director, to fill vacancies of the unexpired term. Such persons are eligible for election by the Community at the regular election.

#### SECTION 12. REMOVAL OF A BOARD MEMBER

Board members may be removed for cause by an affirmative vote of ten (10) members of the Board. The Board member must be given written notice at least thirty (30) days prior to the Board meeting when the vote is taken.

#### SECTION 13. UNEXCUSED ABSENCES

Three (3) unexcused absences per year from the Board of Directors meetings will constitute self-withdrawal from the Board. Each withdrawal will be considered on its own merits by the Board.

#### SECTION 14. COMPENSATION

Board members shall serve without compensation; however, members may be reimbursed for expenses incurred in the conduct of official Board business, provided the expense is approved in advance by the Board.

### **Article VI. Standing Committees**

The following standing committees are established.

- A. Weekend Lay Director Selection Committee. If possible, Weekend Lay Directors should be selected and invited twelve (12) months in advance of the prospective weekend. The Weekend Lay Director Selection Committee shall consist of: Community Lay Director, Community Spiritual Director, immediate past two (2) Weekend Lay Directors, and two (2) at-large members, as appointed by the Board.
- B. Team Selection Committee. If possible, teams should be selected a minimum of four (4) months in advance of the prospective weekends. The Team Selection Committee shall consist of: Community Lay Director, Community Spiritual Director or other clergy Board member, next two (2) Weekend Lay Director(s), and two (2) at-large members, as appointed by the Board.
- C. Pilgrim Selection Committee. If possible, pilgrims should be selected a minimum of two (2) months in advance of the prospective weekends. The Pilgrim Selection Committee shall consist of: Community Lay Director, Community Spiritual Director or other clergy Board member, Registrar, Community Membership Chairperson; current men's and women's Weekend Lay Directors, and two (2) at-large members, appointed by the Board. The Pilgrim Selection Committee shall call the sponsor saying pilgrim is being called and call pilgrim to ask if he/she can attend walk;

and call sponsor saying if pilgrim has accepted. This list of acceptances shall be given to the Registrar. The Registrar shall send letters of instruction to the sponsors.

## **Article VII. Walk to Emmaus**

### **SECTION I.**

The Community shall **use** the guidelines of The Upper Room Walk to Emmaus program in the formation of the three-day (72 hour) experience “Walk to Emmaus”.

### **SECTION 2.**

The Board of Directors shall have general oversight in all matters relating to the Community Walk to Emmaus weekends through the Board Representative.

## **Article VIII. Amendments**

Proposed amendments must be presented to the Board one (1) month in advance and approved by a two-thirds (2/3) vote for presentation to the Community. Proposed amendments presented to the Community will be voted on at a regular gathering or a called meeting of the membership no sooner than one (1) month after being advertised in the newsletter. A two-thirds (2/3) majority of those voting shall be required to adopt an amendment.

## **Article IX. Indemnification**

The Upper Room Emmaus of Southside Virginia shall indemnify and save harmless any and each and every office, director, or former officer or director against any and all liability, loss, damages, costs or expenses which may be incurred, suffered, or be required to pay by reason of being or having been an office or director, except in relation to matters as to which such officer or director shall be adjudged in any action, suits, or proceeding, to be liable for gross negligence or willful misconduct in the performance of duty. Such indemnification shall not be deemed exclusive of any other rights to which those indemnified hereby may be entitled under any agreement, by vote of the Board of Directors, statutes, or otherwise.

## **Article X. Ratification**

The By Laws are to take effect immediately upon certification of the Board that a majority of the mail ballot of the Community approves them.