

Fox Valley Walk to Emmaus Community

By-Laws

Ratified **November 27, 2020**



Article I – Name

The name of this community shall be The Fox Valley Walk to Emmaus Community, a non-profit corporation under the laws of the State of Wisconsin. The Fox Valley Walk to Emmaus Community is also “the Community” in this document.

Article II – Purpose

Section 1 To inspire, challenge, and equip church members for Christian action in their homes, churches, place of work and communities, through the Emmaus experience.

Section 2 The community is affiliated with the International Emmaus Program of Upper Room Ministries, Nashville, Tennessee, and shall operate in accordance with its guidelines and directives as documented in the Letter of Agreement.

Section 3 The community, which was incorporated January 23, 2006, chartered by the state of Wisconsin on January 30, 2007, issued a Tax I.D. number on October 12, 2006, and will operate in compliance with its 501 (c)3 status as granted by the US Internal Revenue Service on December 2, 2009.

Article III – Membership

Participants of FVWTE Weekend experience are community members at the completion of their walk.

Other persons who have completed a weekend experience of the Walk to Emmaus, Chrysalis, or other Upper Room sanctioned Fourth Day experience are eligible to become members of the Fox Valley Walk to Emmaus Community by:

- requesting membership in writing to the Community Lay Director,
- providing verification of that participation from their Fourth Day community, &
- participating in the activities of the Community.

Article IV - Board of Directors

Section 1 Purpose

The direction of the community shall be vested in a Board of Directors here in to referred to as the Board

Section 2 Composition

The Board shall consist of not less than twelve (12) lay members elected by the community. Two additional Board members shall be clergy to act as Community Spiritual Director and Community Assistant Spiritual Director. (See Article IV, Section 4, F)

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Section 3 - Terms of Office

- A) Elected lay Board members shall serve for a three (3) year term. The Board will be arranged into three (3) classes, each class having a minimum of four (4) members. A new class will be elected each year, with the oldest class rotating off.
- B) Lay Board Members may succeed themselves in one (1) consecutive three (3) year term.
- C) Terms of office shall begin July 1st and shall end June 30th.
- D) If a Board Lay Member cannot complete their term, the remaining portion of that term will be served by a Lay Member as elected by the Board (Article IV, Section 4, E). That elected term shall not count against that Lay Member's two (2) consecutive three (3) year terms, as stated in part B of this Section.
- E) Clergy shall serve a two (2) year term, rotating off opposite years. They may serve no more than two (2) consecutive terms.
- F) If a Board Clergy Member cannot complete their term, the remaining portion of that term will be served by a Clergy Member appointed by the Community Spiritual Director after notification of the Board.

Section 4 - Election of Board Members

- A) Lay Board Members are elected by the community.
- B) The nominating committee shall submit to the Board a slate of lay candidates whose number exceeds the number of Board openings by at least 20%.
- C) The slate of nominees for the ballot shall be provided to the Community members as part of the newsletter and will also be available at the Gatherings. The ballot shall be provided as above no later than March 31st.
- D) Ballots are to be received by the board post-marked no later than April 30th. Election is by majority vote of the ballots cast.
- E) The Board may elect a person 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.
- F) Clergy board members are appointed by the recommendation of the Community Spiritual Director after notification of the Board.

Article V - Officers of the Board

Section 1 – Lay Officers

Officers shall be the Community Lay Director, Assistant Community Lay Director, Secretary, and Treasurer. In case of absences, board meetings will be chaired in this

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order. The responsibilities of each officer are outlined in Appendix A: BOD Responsibilities.

Section 2 - Election of Officers

Officers shall be elected annually from among the Board of Directors Lay Members. The Officers will be elected no later than the June Board Meeting for a one (1) year term of office. Their term of office will begin July 1 and end on June 30th of each year.

Section 3 – Community Spiritual Director and Assistant Community Spiritual Director

The Community Spiritual Director shall be selected annually by the Board no later than the June meeting. The term of office shall begin July 1st.

The Community Assistant Spiritual Director shall be selected annually by the Board no later than the June meeting. The term of office shall begin July 1st.

Article VI. Meetings

Section 1 - The Board of Directors shall meet monthly. The Board may opt to not meet on those months scheduled with Walks.

Section 2 - Quorum

The members of the Board of Directors present at the Board meeting shall constitute a quorum.

Section 3 - Special Meetings

Special Board meetings may be called by the Community Lay Director, or when requested in writing by at least ten (10) members of the Board.

In the event that the Board needs to conduct business, requiring a vote, prior to the next scheduled Board meeting, such business may be conducted online. The documentation of that meeting shall be incorporated into the minutes of the next Board meeting.

Section 4 – Conduct of Meetings

Robert's Rules of Order will be followed in the conduct of business meetings and serve as a guide for any parliamentary procedures.

Article VII – Committees

Section 1

- A) The incoming Community Lay Director, in conjunction with the outgoing Community Lay Director, shall appoint Lay Board Members to chair the committees of the BOD. Committee appointments should take place no later than June 30th of each year. Each respective committee chair will have a detailed description of their responsibilities (see Appendix A: BOD Responsibilities).

Each chairperson of a committee will enlist a group of Community members in pursuance of committee responsibilities so as to build progressive leadership for the Community. See Appendix B for Committee Detail Descriptions.

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- B) The Community Lay Director shall be an ex-officio member of all standing committees. The Community Assistant Lay Director shall act as an ex-officio member of those committees as appointed by CLD.
- C) The Community Lay Director may, with the Board's approval, appoint special committees as the Board may deem necessary.

Article VIII - Walk to Emmaus

- Section 1** The Community will conduct the three (3) day (72-hour) experience according to the model as presented in The Upper Room Specific Positions Manual and the Upper Room 3 Day Schedule, as revised in 2018, and will remain consistent with any future revisions that may be published by The Upper Room.
- Section 2** The Board will sign the annual Letter of Agreement provided by the International Director of Walk to Emmaus. In so doing, the Board accepts responsibility for the Community as specified in the agreement.
- Section 3** The Community Lay Director will bring forward names of qualified candidates to act as Walk Lay Director for Board approval for each Community Walk to Emmaus Weekend.
- Section 4** The Community Spiritual Director will bring forward names of qualified candidates to act as Walk Spiritual Director for Board approval for each Community Walk to Emmaus Weekend.

Article IX – Amendments

- Section 1** Proposed amendments may be presented to the Board by any member of the Community one (1) month in advance of consideration by the board.
- Section 2** If an amendment is voted in the affirmative by two-thirds of the Board of Directors, it will be adopted and circulated to the membership through the Community newsletter or Community website. The Community may object to an amendment to the by-laws by submitting a petition to that effect signed by at least twenty-five (25) % of community membership. The calculation of the number of signatures required to meet the twenty-five (25) % minimum will be based on the most recent membership database. Any objection petitions must be received within sixty (60) days of the mailing of the notification. If an objection petition signed by twenty-five (25) % of the community members is received, the amendment will be considered void.
- Section 3** The Board will conduct review of the By-Laws every 3 years. Following review, amendments will be processed as specified in Section 2. The document will be updated accordingly and the date of publication changed to reflect the currency of the document.