

**BYLAWS**  
**Lexington Emmaus Community**  
**Lexington, Kentucky**

**ARTICLE I. NAME**

The name of this community shall be the Lexington Emmaus Community of Lexington, Kentucky, hereinafter referred to as the Community.

**ARTICLE II. PURPOSE**

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

Section 2. This Community is affiliated with the International Emmaus Movement, The Upper Room, Nashville, Tennessee.

**ARTICLE III. MEMBERSHIP**

Section 1. All persons who have completed a weekend experience of the Walk to Emmaus or a Chrysalis Flight sponsored by the Community shall be members of the Community.

Section 2. Persons who have completed a Walk to Emmaus, Cursillo, or other similar 3-day experience may become members by participating in the activities of the Lexington Community and asking the secretary of the Community to include their names in 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.* The Board shall consist of a maximum of eighteen (18) members. Up to Seventeen (17) members shall be elected from the community, three of whom must be clergy. The Spiritual Director and the immediate-past Community Lay Director shall be members according to Sections 4 and 5.

Section 3 *Officers.* Officers shall be Lay Director of the Community (the chairperson of the board), Vice-Lay Director, Secretary, and Treasurer; and in case of absences will chair the meetings in this order.

Section 4. *Spiritual Director.* The Spiritual Director of the Community shall be selected by the Board of Directors annually. Term of office shall begin January 1.

Section 5. *Past Community Lay Director.* The immediate past Community Lay Director will serve on the Board of Directors one (1) additional year or the normal term of class, whichever is longer.

Section 6. *Board Members Terms of Office.*

a) Board members shall be elected annually in three (3) classes consisting of five or six (5 or 6) members each, four or five (4 or 5) lay persons and one (1) clergy, and serving three-year (3) terms. The size of the next year's class shall be determined by the Board at its July meeting.

b) Lay board members cannot succeed themselves in consecutive terms, with the exception of the provision stated in Section 8.

c) Board member's terms of office shall begin January 1, and shall terminate December 31.

Section 7. *Election of officers.* Officers shall be elected annually by the incoming Board of Directors immediately before adjournment at the December meeting for a one-year (1) term of office effective January 1. Officers may succeed themselves. The Community Lay Director may only serve two (2) consecutive years.

Section 8. *Vacancies on the Board.* The Board may elect persons, upon nomination by the Community Lay Director, to fill the term of the vacancy. Such persons are eligible for election by the Community to another term at the regular annual election at the expiration of the appointed term.

Section 9. *Removal of Board Members.* After all other reasonable and spiritual alternatives have been attempted, members of the Board may be removed due to conduct unbecoming or consistent failure to perform their duties. Removal requires a 3/4 majority. Thirty (30) days advance notice to the member to be considered for removal is required. Consideration of the removal shall be deferred for no more than one regularly scheduled board meeting at the request of the member being considered for removal.

Section 10. *Meetings.* The Board shall meet monthly in regular meetings unless otherwise ordered by a two-thirds (2/3) vote of the Board at a regular meeting.

Section 11. *Special meetings.*

a) Special Board meetings may be called by the Community Lay Director, and shall be called when requested by a quorum of the Board.

b) Electronic meetings of the board, including but not limited to telephonic and e-mail, may be conducted by the Community Lay Director. These meetings do not require the simultaneous participation of the Board members. Special rules for voting shall be observed for these meetings. See Section 12 below.

Section 12. *Quorum and Voting.*

a) At least one-half (1/2) or greater of the members of the Board of Directors at a duly called meeting shall constitute a quorum. All counting of votes at a duly called meeting shall be conducted in the presence of the board excepting board members who excuse themselves.

b) Voting by a telephone poll or e-mail poll conducted by the Community Lay Director shall require responses from three-quarters (3/4) of the Board. In the case of a telephone poll, Board members shall

be allowed 24 hours from first being called to respond. In the case of an e-mail poll, Board members shall be allowed 72 hours from the transmission of the e-mail to respond. A simple majority is required for a vote to pass in either case.

## **ARTICLE V. COMMITTEES**

Section 1. *Standing Committees.* Following the election of officers, the incoming Board of Directors shall, at the December meeting, annually name Board members to chair the following standing committees: Gatherings/Kitchen, Registration/Financial Secretary, Treasurer, Facilities/Storage, Supplies, Agape, Community Shepherd, Literature, Newsletter, Music/Entertainment, Sponsor's Hour/Candlelight, Records (Secretary), Team Selection, Chrysalis, and Leadership Training.

The Team Selection Committee is to be chaired by the past Community Lay Director of the Board.

Section 2. *Ex-officio Member.* The Community Lay Director shall be an ex-officio member of all standing committees.

Section 3. *Nominating Committee.* The Community Lay Director shall appoint a nominating committee at the July Board meeting consisting of the Community Lay Director, the Spiritual Director and at least two (2) other Board members.

The nominating committee shall search out eligible candidates from the community and prepare a list of candidates for approval by the Board at its September meeting. The nominating committee will nominate a Spiritual Director to the Board for its approval at its September meeting. The nominating committee shall automatically accept up to 5 nominations from any Board Member.

## **ARTICLE VI. WALK TO EMMAUS**

Section 1. *International Emmaus Movement.* The Community shall follow the guidelines of the International Emmaus movement in the formation of the three-day (72 hours) experience known as "Walk to Emmaus."

Section 2. *Authoritative Responsibility.* The Board of Directors shall have full authority in all matters relating to the Community's Emmaus Walks.

Section 3. *Walk Lay Directors.* The Board of Directors shall choose the Lay Director for each Lexington Community Walk to Emmaus. The person chosen to be the Lay Director must serve as the Lay Director in Training on the prior Walk. Any deviation from this procedure requires a majority vote of the Board of Directors.

Section 4. *Walk Spiritual Director.* The Spiritual Director for each Lexington Community Walk to Emmaus shall be selected by the Spiritual Director of the Community in consultation with the Board of Directors.

## **ARTICLE VII. AMENDMENTS**

Section 1. *Proposed Amendments.* Proposed amendments may be presented to the Board by any member of the Board one (1) month in advance of the consideration by the Board. After Board

consideration, the proposed amendment shall be circulated in the newsletter to the Lexington Community, with a vote to be conducted at the gathering specified in the Newsletter. Those who cannot attend the specified gathering should request absentee ballots as instructed in the Newsletter.

Section 2. *Adoption.* For an amendment to be adopted, it must receive a three-fourths (3/4) affirmative vote of the Board and a simple majority vote of those votes cast at the gathering plus any absentee ballots. Counting of absentee ballots shall be done by the Community Lay Director and at least two (2) other members of the Board.

Section 3. *Quorum.* When the sum of the absentee ballots received and the number of community members present at the meeting equals or exceeds 50 a quorum shall be considered constituted.

#### **ARTICLE VIII. RATIFICATION**

These Bylaws are to take effect immediately upon adoption.

*Adopted and certified by the Board of Directors, July 1994.*

*Revised November 1998*

*Revised October, 2002*

*Revised January, 2008*