

BIG COUNTRY EMMAUS COMMUNITY
BYLAWS
(Amended)

These Bylaws govern the affairs of Big Country Emmaus Community, a Texas nonprofit corporation, (Hereinafter called the "Community") and are adopted to further the purposes for which the Community was formed, as stated in its Articles of Incorporation.

Article One - Name

The name of the Community is Big Country Emmaus Community.

Article Two - Purpose

- 2.1 The purpose of the Community shall be to inspire, challenge and equip persons for Christian action in their homes, churches, places of work, and the world through the Emmaus experience.
- 2.2 The Community is affiliated with the International Emmaus Program of Upper Room Ministries, Nashville, Tennessee.

Article Three - Membership

- 3.1 All persons who have completed a weekend experience of the Walk to Emmaus sponsored by the Community shall be members of the Community.
- 3.2 Persons who have completed a Walk to Emmaus, Cursillo, Tres Dias, Journey of Chrysalis weekend sponsored by a Community other than Big Country Emmaus Community may become members of the Community by participating in the activities of the Community.

Article Four - Board of Directors

- 4.1 Purpose. Direction of the Community shall be vested in a Board of Directors (the "Board").

- 4.2 Composition. The Board shall consist of twelve (12) lay persons elected in the manner set forth in Section 4.5 of these Bylaws, and three (3) members of the Clergy appointed in the manner set forth in Section 4.6 of these Bylaws. To the extent reasonably possible, the Board must be diverse in denominational and congregational membership (including nondenominational membership), gender and race.
- 4.3 Qualification. Only members of the Community who have completed a Walk to Emmaus, Journey, Cursillo, or Tres Dias weekend as a member of an "inside" or "conference room" team may be members (including ExOfficio members) of the Board.
- 4.4 Terms of Office
- A. Lay Persons of the Board shall be elected by the Community members, in the manner set forth in Section 4.5 of these Bylaws, for three (3) year terms in three (3) classes, each class having four (4) members consisting of two (2) men and two (2) women.
 - B. Except as specifically provided in these Bylaws, lay members of the Board cannot succeed themselves in consecutive terms, a term being three (3) years.
 - C. Clergy members of the Board shall be appointed by the Community Spiritual Director, subject to the approval of the Board, in the manner set forth in Section 4.6 of these Bylaws. Each Clergy member of the Board shall serve a three (3) year term. Except as specifically provided in these Bylaws, clergy members of the Board cannot succeed themselves in consecutive terms.
 - D. Ex-Officio members of the Board, as set forth in Section 4.8 of these Bylaws, shall serve only one (1) year terms. Except as specifically provided in these Bylaws, Ex-Officio members of the Board cannot succeed themselves in consecutive terms.
 - E. Terms of office shall begin January 1st and shall terminate December 31st; provided however, that newly elected Board members may attend any regular or special meeting of the Board in

the calendar year in which they are elected, and shall be authorized to participate and vote in any election of officers of the Board which may be held at such meeting or meetings.

4.5 Election of Lay Board Members. Lay members of the Board shall be elected by the members of the Community in the manner set forth in this Section.

- A. The Board shall have a nominating committee each year, consisting of the four (4) lay Board members whose terms expire in that particular year, plus the Assistant Lay Director. No later than the September meeting of the Board, the nominating committee shall submit to the Board a slate of at least four (4) men and four (4) women who are eligible for Board membership, as nominees for the Board. Unless a nominee fails to meet the qualifications set forth in Section 4.3 of these Bylaws, a nominee may only be rejected upon a two-thirds (2/3) majority vote of the Board. Any rejected nominee must be replaced upon the ballot by another person of the same gender by majority vote of the Board at the September Board meeting.
- B. At a minimum, Ballots shall be made available to Community members at the October and November Community meetings as well as in the Big Country Emmaus Community website (Bigcountryemmaus.org). The Board may devise such other methods of disseminating ballots to Community members as the Board deems appropriate, in addition to the minimum requirements stated above.
- C. Ballots shall group the four (4) male and four (4) female nominees separately, and conspicuously state (i) that each voter may vote for two (2) men and two (2) women on each ballot, (ii) that a vote may be cast either by mailing the ballot, postmarked no later than the date of the November Community meeting, to an address stated thereon, or by placing the ballot in a designated ballot box which

will be furnished at the October and November Community meetings; (iii) that the ballot must be signed to be effective, and (iv) that each Community member may cast only one (1) ballot.

- D. A Community member may cast only one (1) ballot, and the ballot must be signed to be effective. If a Community member votes more than once, none of the ballots cast by that person may be counted. Furthermore, any mailed ballot not placed in a proper ballot box at the October or November Community meetings, shall not be counted.
- E. All votes cast shall be placed in the custody of the Community Spiritual Director until they are counted.
- F. Any dispute or question regarding the validity of a ballot or the interpretation of a ballot shall be resolved by majority vote of the Executive Committee.
- G. Votes shall be counted at the November Board meeting, in open session of the Board. The Community Spiritual Director and the Secretary of the Board shall preside over the vote counting.

4.6 Appointment of Clergy Board Members. The Community Spiritual Director, after being selected by the Board in accordance with Section 5.3 of these Bylaws, shall appoint a member of the clergy, who meets the qualifications set forth in Section 4.3 of these Bylaws, to replace the clergy Board Member whose term expires at the end of the year in which the Community Spiritual Director is selected. Such appointment is made prior to the January Board meeting, and is subject to approval of the Board at the January Board meeting. Any vote of the Board not to accept the Community Spiritual Director's nomination must be by a two-thirds (2/3) majority.

4.7 Ex-Officio Board Members. Ex-Officio members of the Board shall consist of the Community Chrysalis Lay Director and the Community Chrysalis Spiritual Director. In addition, if the Community Lay Director's normal three-year term ends the year in which he or she is the Community Lay

Director, then he or she shall remain on the Board one (1) additional year, as an Ex-Officio member of the Board. The Community Chrysalis Lay Director and Community Chrysalis Spiritual Director shall meet the qualifications set forth in Section 4.3 of these Bylaws and shall be named by the Board's Chrysalis committee prior to the Board's January meeting, subject to approval by the Board at the January meeting. Any vote of the Board not to accept the persons named by the Chrysalis committee as Chrysalis Lay Director or Chrysalis Spiritual Director must be by a two-thirds (2/3) majority. For all purposes under the provisions of these Bylaws, Ex-Officio Board members shall be considered full members of the Board.

- 4.8 Filling Vacant Terms. The Board will contact the runner-up from the Class of the Board Member withdrawing from the Board, to fill a vacant term until the next regular election for that term. The vacant term of an elected lay member of the Board may only be filled by a qualified person of the same gender as the person being replaced. Any lay person elected by the Board to fill a vacant term is eligible for election by the Community to a full three

(3) year term at the expiration of the vacant term.

- 4.9 Removal of a Board Member. Any Board member who misses three (3) consecutive regular monthly Board meetings, or who misses four (4) regular Board meetings in any six (6) month period, is subject to removal from the Board upon a two-thirds (2/3) majority vote at any regular Board meeting. Any vacancy created by such removal shall be filled in accordance with Section 4.8 of these Bylaws.

Article Five - Officers of the Board

Officers. Officers shall consist of one (1) Community Lay Director, one (1) Assistant Lay Director, one (1) Secretary and one (1) Treasurer. The Assistant Community Lay Director must be eligible to serve an additional year on the Board and serve as the Community Lay Director if elected to that post. To the extent possible, the Treasurer must have significant knowledge, training or

experience in bookkeeping, financial and/or accounting matters. Any officer can accept responsibility for a work area in addition to his or her elected position on the Board.

- 5.2 Election. Officers shall be elected annually by the Board to serve one (1) year terms beginning January 1st of each year. The Board may conduct such elections at such time or times as deemed prudent by the Board. The Secretary and Treasurer of the Board may succeed themselves in consecutive one (1) year terms. A person may serve only one (1) term as Community Lay Director or Assistant Community Lay Director, except as provided in Section 5.4.
- 5.3 Spiritual Director. The Community Spiritual Director shall be selected annually by the Board, no later than the December Board meeting, from the clergy Board members whose terms are not expiring in the year of selection. The Community Spiritual Director's term of office shall be one (1) year, and shall begin January 1st. Except as permitted in Section 5.4, the Community Spiritual Director cannot succeed himself or herself in said office.
- 5.4 Vacancies. The Board may fill any vacant, unexpired term of an Officer or of the Community Spiritual Director. Any officer named to fill a vacant term may succeed him or herself in said position if elected in accordance with these Bylaws and if otherwise eligible.

Article Six - Meetings

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

- 6.2 Special Meetings. Special meetings of the Board may be called by the Community Lay Director or when requested in writing by at least ten (10) members of the Board. All Board members must receive at least five (5) days' written notice of any special meeting. Any special meeting at which all Board members have not received at least five (5) days' written notice is ineffective unless all Board members are in attendance at the meeting or unless those not in attendance have, prior to the date of the meeting, signed and delivered written

waivers of notice to the Secretary of the Board. Actual attendance at any special meeting shall constitute waiver of notice.

6.3 Voting. Each Board member, including Ex-Officio members, shall have one (1) vote. A Board member must be present at a regular meeting or duly-called special meeting in order to vote. No votes may be cast by proxy. Except as stated in these Bylaws, or as required by law, decisions of the Board will be on the basis of a majority vote.

6.4 Quorum. Ten (10) members of the Board, including Ex-Officio members, present at the beginning of a regular or duly called special meeting shall constitute a quorum. Board members present at a regular or duly called special meeting at which a quorum is initially present may continue to transact business even if enough directors leave the meeting so that less than a quorum remains; however, in such instances no action may be approved without the affirmative vote of at least six (6) members of the Board. If a quorum is never present at any time during a meeting, no action may be taken by the Board members present, other than to adjourn the meeting.

Article Seven - Committees

Executive Committee. The officers of the Board, Community Lay Director, Assistant Lay Director, Secretary and Treasurer and the Community Spiritual Director shall constitute an Executive Committee charged with conducting the day-to-day activities of the Community, subject to such restrictions and supervision as directed by the Board.

7.2 Standing Committees. The Board shall name Board members to chair a Chrysalis Committee, a Team Selection Committee, and such other standing committees as the Board, from time-to-time, may establish. No standing committee shall have any authority to act except as specifically designated and empowered by the Board.

7.3 Ex-Officio Member. The Community Lay Director will be an Ex-Officio member of all Standing Committees.

Article Eight - Walk to Emmaus

- 8.1 Guidelines. The Community shall follow the guidelines of The Upper Room Walk to Emmaus program in the presentation of the three-day (72 hour) experience Walk to Emmaus, as those guidelines currently exist or as they may be modified in the future.
- 8.2 Oversight. The Board shall have general oversight in all matters relating to the Community and the presentation of the Walk to Emmaus experience.
- 8.3 Lay Directors. The Board of Directors shall choose a Lay Director for each Community Walk, Journey and Chrysalis Weekend. The Lay Director shall be chosen on the basis of all criteria stated in the "Handbook on Emmaus".
- 8.4 Spiritual Directors. The Community Spiritual Director nominates potential clergy following criteria stated in the "Handbook on Emmaus" to the Team Selection Committee. The Team Selection Committee prioritizes a list of clergy from the registered clergy list and forwards to the Community Board. The Walk Lay Director then selects the Walk Spiritual Director from the approved list of Clergy.
- 8.5 Attendees. Each attendee will be placed on the Walk/Chrysalis list on a "first come, first served" basis. Deadline for application to be received by the Registrar: Saturday prior to the Walk.
- A. No Walk or Chrysalis shall have more than 36 attendees.
 - B. At the Registrar's discretion a letter will be sent to Pilgrims who have moved their Walk three (3) times to determine placement on another Walk.
 - C. Chrysalis Flights will be held in June and July for High School age youth 14 – 18, or just completed Senior Year of High School.
- 8.5 Team Formation. All Team Members must have attended a Walk to Emmaus or Chrysalis Event prior to serving on a Big Country Emmaus Team. Attendance may be through any recognized Emmaus Community.
- A. No Team member shall serve on a Team more than one (1) time per calendar year; exceptions: Clergy, Board Members, Music Team Members and Chrysalis Team Members. Clergy and Board Members

may serve as Walk Board Representative and/or a Team Member in one calendar year.

- B. Lay Director may bring 5 names with requested positions as suggestions to Team Selection committee.
- C. Lay Director may have a Past Lay Director if desired. This person should be in a mentor position prior to the Walk and may fill a Team role at the Lay Director's discretion.
- D. Lay Director will assign Laity Talks and Spiritual Director will assign Grace Talks.
- E. Music Team members do not give talks. Only in an on-site emergency should the Board Representative be asked to give a Talk.
- F. All Clergy must have an application on file and approved by the Emmaus Board before working an Emmaus event. All clergy will be required to preview their talk no later than the third team meeting.
- G. It is not mandatory to place a copy of Talks in the Prayer Room. No one outside of the Conference Room team and Pilgrims may stand outside or inside the conference room and listen to Talks. Talks may not be broadcast outside the Conference Room.
- H. Team Members do not wear their Emmaus lanyard until all attendees have received their lanyard during the cross ceremony on Sunday; exception: Support Team may wear their Emmaus lanyard during Send-Off activities.

8.7 Funding. The Walk/Chrysalis Fee for Team and Attendees shall be set by the Board of Directors annually. The fee will be posted on the Big Country Emmaus Community website (Bigcountryemmaus.org) and announced at Community Gatherings.

- A. Clergy and Board Rep will be required to pay for the first Walk worked each calendar year. Subsequent events will be at no charge to the Board/Clergy Member; however, they may choose to pay the fee if desired.

- B. Scholarships are available, based upon need. Scholarships are limited to 50% of Walk fee. As funds are available, scholarships will be provided for Pilgrims, Team Members and Clergy.
- i. The Registrar will accept scholarship requests for Attendees and forward to the Board Lay Director and Spiritual Director for approval.
 - ii. The Event Lay Director and Spiritual Director will accept Team Member scholarship requests and upon their approval, forward to the Board Lay Director and Spiritual Director. Team scholarship grants shall be shared with the Team Board Representative.
 - iii. The Big Country Emmaus Community Treasurer shall be notified by the Registrar and Board Representative of all Scholarship approvals so that appropriate funds may be allocated.
- C. Team Walk fees should be paid by the Wednesday before the Walk. No person is allowed to serve on a Walk if the Walk fee is not paid prior to the Walk.
- D. All Walk Team Members are required to purchase a Team Manual if they do not already have one. The price for Team Manual will be the same as Upper Room supply cost.
- E. There will be a charge for the purchase of a replacement nametag, lanyard and cross. The Big Country Emmaus Registrar will accept payment for these items.
- F. Team gifts for Pilgrims are discouraged and will not be compulsory. Any tokens given to Pilgrims should be given in the form of Table or Pillow Agape.
- G. \$250.00 has been allocated for each Walk's Lay Director's budget. \$75.00 has been allocated for each Walk's Spiritual Director's budget for Communion Supplies. Agape Storage Room personnel or Walk

Archangel have a \$50.00 budget to be used to replace necessary items not found in the storage room.

- 8.8 Music Team Responsibilities. The Music Chief and Team, with input from the Walk Lay Director, shall provide all music during the Walk. The Music Chief and Team will lead the Worship time for the Community Meeting in the month subsequent to the Walk.

Article Nine -Amendments

- 9.1 Amendments. Proposed amendments to these Bylaws must be presented to the Board at least one (1) month in advance of consideration by the Board, and may be considered only at a regular monthly Board meeting. If voted in the affirmative, the proposed amendments must be made available to the Community one (1) month in advance of the next Community meeting. At the Community meeting the Community will vote on the ratification of the proposals. These Bylaws and amendments may be suspended by a two-thirds (2/3) vote of the Community members present and voting. With an affirmative vote, the amendments may be considered adopted.

I, the undersigned Secretary of the Big Country Emmaus Community, acknowledge that the forgoing Bylaws, as amended, were adopted at a regular monthly meeting of the Board of Director of the Community, on the 7th day of May, 2024, to be effective immediately.

Signed this the 7th day of May, 2024.

Secretary, Big Country Emmaus Community

Nicole Steph

(Secretary's Printed Name)

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I, the undersigned Secretary of the Big Country Emmaus Community, acknowledge that the forgoing Bylaws, as amended, were adopted at a regular monthly meeting of the Board of Director of the Community, on the 2nd day of July, 2024, to be effective immediately.

Signed this the 2nd day of July, 2024.


Secretary, Big Country Emmaus Community

Nicole Steph
(Secretary's Printed Name)