

**BYLAWS**  
**of the**  
**NEW-ARK AREA EMMAUS COMMUNITY**  
**AS AMENDED SEPTEMBER 29, 2022**

**ARTICLE I. NAME**

The name of this community shall be **The New-Ark Area Emmaus Community**, 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 the world community and to bring others into a relationship with Jesus Christ through the Emmaus experience.
- Section 2.** The Community is affiliated with The Upper Room, Emmaus Ministries Office, Nashville, Tennessee, and the First United Methodist Church (FUMC), Newark, Ohio, the host church.
- Section 3.** a. The Community is established for tax purposes as the New-Ark Area Emmaus Community and is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- b. Upon the dissolution of the Community, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE III. MEMBERSHIP**

- Section 1.** All persons who have completed an Emmaus Ministries event sponsored by the New-Ark Area Emmaus Community shall be members of the Community.
- Section 2.** Persons who have completed any other recognized three-day movement experience may become members by participating in the activities of the New-Ark Area Emmaus Community, and by registering their contact information with the Community.

**ARTICLE IV. BOARD OF DIRECTORS**

**Section 1. Purpose**

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

**Section 2. Composition**

- a. The Board will consist of a minimum of nine (9) lay members, one (1) conditional representative of FUMC, and up to two (2) Community Spiritual Directors.

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1. In order to maintain open and timely communications with FUMC, if one of the following Board members – Community Lay Director, Leadership Director, or Past Community Lay Director – is not a member of FUMC, then a Community member who is a member of FUMC and who has Emmaus Ministry event Lay Director experience will be appointed by the Board to serve as the FUMC representative.
- b. Two lay members may be elected to serve in a single Board position (except the positions of Leadership Director, Community Lay Director, and Past Community Lay Director); such persons will be considered to be a single voting member and will share a single vote on the Board.

**Section 3. Responsibilities**

- a. Handles legalities, including the relationship to The Upper Room Emmaus Ministries Office (Covenant Letter, etc.), finances, insurance, corporate identity, IRS and government paperwork across all ministries.
- b. Sets policies for all Community leadership and committees to follow.
- c. Ensures all Emmaus Ministries events offered by the Community operate according to The Upper Room models.

The management of other matters falls under the care of the Ministry Area or Standing Committee leadership.

**Section 4. Board Positions**

Community Lay Director  
Leadership Director  
Past Community Lay Director  
FUMC Representative (*conditional – See Article IV, Section 2.a.1.*)  
Community Spiritual Director(s)  
Secretary  
Treasurer  
Communications Chair  
Fourth Day Chair  
Walk to Emmaus Ministry Chair  
Face to Face Ministry Chair

**Section 5. Terms of Office**

- a. Members of the Board shall be approved annually in three classes each consisting of approximately one-third (1/3) of the members and serving three (3) year terms.
  1. The conditional representative of FUMC will serve for one (1) to three (3) years, or until a Leadership Director is chosen who is a member of FUMC, whichever comes first.
- b. A lay member shall not be elected to serve consecutive three-year terms. A member whose term has ended shall be eligible for reelection after a waiting period of one year. This waiting period may be waived by the Board if they wish to nominate a Board member, currently serving in another capacity, as a candidate for the next Leadership Director.

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- c. Community Spiritual Directors shall be approved by the Board annually. A Community Spiritual Director may be replaced following a voluntary resignation or after being removed during the term by a two-thirds (2/3) affirmative vote of the Board.
- d. There is no restriction on the number of consecutive terms that a Community Spiritual Director may serve.
- e. All terms of office shall begin January 1 and shall terminate December 31.
- f. Any person who fills an unexpired term of less than 24 months of a Board member vacancy may serve one more full term of office.

**Section 6. Election of the Leadership Director**

- a. The New-Ark Area Emmaus community promotes progressive servanthood. The Leadership Director shall be elected annually by the Community. Once the Leadership Director has served one year in this position, he/she shall then immediately serve one year as Community Lay Director followed immediately by service of one year as Past Community Lay Director.
- b. The current Leadership Director shall guide the Board in the selection of one or two nominees for election to Leadership Director for the next year: Any nominee must have served as an Emmaus Ministry event Lay Director. The submitted nominee(s) will then be approved by the Board.
- c. Upon approval by the Board, the names of the nominee(s) shall be announced by email and on any social media accounts during October and November and at the October and November Gatherings; a vote by marked ballot shall be conducted at the November Gathering.
- d. Election to this position is by majority vote of the ballots cast. The votes shall be counted by the Secretary and Treasurer. The Community Lay Director shall cast a ballot, but that ballot shall only be counted in the event of a tie.
- e. The Past Community Lay Director will have voice on Board matters but shall only vote in the event of a tie.

**Section 5. Selection of Other Board Members**

- a. New Board members are approved by the currently seated Board.
- b. The current Leadership Director shall solicit nominations of Community members for each of the Board positions being vacated at the end of the current year. The Leadership Director will ensure that, in addition to the incoming Leadership Director, the following positions have served as an Emmaus Ministry event Lay Director: Walk to Emmaus Ministry Chair, Face to Face Ministry Chair, and Fourth Day Chair.
- c. The Leadership Director shall present the list of nominees or a single candidate if a position becomes vacant prior to the natural expiration of the office's term to the Board for consideration; the Board shall then approve the slate of recommended nominees.
- d. Election is by majority vote of the Board members voting.

**ARTICLE V. OFFICERS OF THE BOARD**

Officers shall be the Community Lay Director, Leadership Director, Secretary and Treasurer, serving as the Board Chair, Vice-Chair, Secretary and Treasurer respectively. In case of absences, meetings may be chaired by an alternate following this same order.

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**ARTICLE VI. 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**

Six (6) voting members of the Board present at a duly called meeting shall constitute a quorum.

**Section 3. Special Meetings**

Special Board meetings may be called by the Community Lay Director upon his/her own initiative or when requested in writing by two-thirds (2/3) of the Board.

**ARTICLE VII. STANDING COMMITTEES**

**Section 1.** The Communications Chair, Fourth Day Chair, Walk to Emmaus Ministry Chair, and Face to Face Ministry Chair shall each oversee a committee. The members of these committees shall be selected by the committee chair and then approved by a majority vote of the Board.

**Section 2.** The following suggested Community-related positions will support the Fourth Day work area: Group Reunions/Share Groups, Sponsorship, Gatherings, Training and Retreats, Music, Worship, and Prayer. Each of these positions may in turn form sub-committees to assist in the execution of their responsibilities.

**Section 3.** The following suggested Ministry-related positions will support both the Walk to Emmaus Ministry and the Face to Face Ministry: Registration, Kitchen, Agape, Logistics, and Prayer Vigil. Each of these positions may in turn form sub-committees to assist in the execution of their responsibilities.

**Section 4.** A Supply committee will support both the Fourth Day work area and the Ministry-related positions.

**Section 5.** The Community Lay Director will be an ex-officio member of all standing committees.

**ARTICLE VIII. EMMAUS MINISTRIES EVENTS**

**Section 1.** The Community shall follow the guidelines of The Upper Room Emmaus Ministries programs in the presentation and execution of any Emmaus Ministries events as provided in the annual Letter of Agreement between the Community and the Upper Room Emmaus Ministries Office.

**Section 2.** The Board shall have general oversight in all matters relating to the Community.

**Section 3.** The Board shall choose an Event Lay Director for each Community Emmaus Ministries event. The Event Lay Director for a Walk to Emmaus event shall be nominated by the Walk to Emmaus Ministry Chair, and the Event Lay Director for a Face to Face Encounter event shall be nominated by the Face to Face Ministry Chair.

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**Section 4.** The Event Spiritual Director for each Community Emmaus Ministry event shall be selected by the Community Spiritual Director(s) after consultation with the Board.

**Section 5.** For each Community Emmaus Ministry event, the Board shall establish a Team Selection Committee consisting of the Walk to Emmaus or Face to Face Ministry Chair (who serves as the Selection Committee chair), the Leadership Director, the Community Lay Director, the Past Community Lay Director and the selected Event Lay Director, Spiritual Director, and Board Representative.

**ARTICLE IX. AMENDMENTS**

**Section 1. Proposed Amendments**

Proposed amendments to the Bylaws of the New-Ark Area Emmaus Community may be presented to the Board by any member of the Board one (1) month in advance of consideration by the Board. After Board consideration and approval, the proposed amendment shall be circulated to the New-Ark Area Community along with a ballot and a specified deadline by when the ballots must be received by the Board.

**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 ballots cast by the Community.

**ARTICLE X. RATIFICATION**

The Bylaws are to take effect immediately upon Board certification that a majority of the Community ballots are cast in the affirmative.

These Amended Bylaws are adopted and approved by the Community Board of Directors and a majority of the Community members this 29<sup>th</sup> day of September, 2022.

\_\_\_\_\_  
Signature of Community Lay Director

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Date

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Signature of Community Spiritual Director

\_\_\_\_\_  
Date

\_\_\_\_\_  
Signature of Community Spiritual Director

\_\_\_\_\_  
Date