

**NEW HORIZON EMMAUS COMMUNITY, INC.
BY-LAWS**

ARTICLE I - NAME AND OFFICES

Section A. Name. The name of the community shall be the NEW HORIZON EMMAUS COMMUNITY, INC., hereinafter referred to as the “community”.

Section B. Principal Office. The principal office of the Corporation in the State of Texas shall be located in the City of Littlefield, Lamb County, Texas. The Corporation may have such other offices, either within or without the State of Texas, as the Board of Directors may determine or as the affairs of the Corporation may require from time to time.

Section C. Registered Office and Registered Agent. The Corporation shall have and continuously maintain in the State of Texas a registered office, and a registered agent whose office is identical with such registered offices, as required by the Texas Non-Profit Corporation Act. The registered office may be, but need not be, identical with the principal office of the in the State of Texas, and the address of the registered office may be changed from time to time by the Board of Directors.

ARTICLE II – OBJECTIVE

Section A. The “Community” is formed exclusively for religious purposes with the following objectives:

1. To hold “Walks to Emmaus” that will inspire, challenge, and equip those attending to have a closer walk with our Lord and Savior, Jesus Christ, each day.
2. To develop, inspire, challenge, and equip Christians for Christian action in their homes, churches, and communities through the Emmaus experience.
3. To provide a community through which this initial commitment and experience can be maintained, strengthened, and enhanced.
4. To provide monthly gatherings and weekly reunion groups that will encourage and Emmaus lifestyle based on piety, study and action.

ARTICLE III – JURISDICTION

Section A. The “Community” is affiliated with the International Emmaus Movement, as defined in our Letter of Agreement with The Upper Room, a division of The General Board of Discipleship, The United Methodist Church, Nashville, Tennessee. It shall, in an area of the South Plains of Texas, strive to involve all of those people who participated in a “Walk to Emmaus” in the life and work of the “Community”.

ARTICLE IV – MEMBERSHIP

Section A. All persons who have completed a “Walk to Emmaus” may become a member of the “Community”.

Section B. All other persons who have completed a, Chrysalis, Cursillo, Kairos, Acts or other three day movement program approved by the Board of Directors on a cases by case basis, may become a member, by participating in the activities of the “Community”.

Section C. The Board of Directors may grant honorary membership to those persons who have a strong Christian commitment, but because of health and/or age cannot participate in the life and work of the “Community”.

ARTICLE V – BOARD OF DIRECTORS

Section A. Direction of the “Community” shall be vested in the elected Lay Director, the elected Spiritual Director, and in the fifteen (15) members of the elected Board of Directors by classes, along with the past Lay Director and the past Spiritual Director, hereafter referred to as the “Board”.

Section B. The Steering Committee shall, in a timely manner, nominate, for election by the community body, the first “Board”, consisting of three (3) classes, as well as a Community Lay Director and a Community Spiritual Director. Each class shall consist of five (5) persons, four (4) lay persons and one (1) clergy, as defined in Article V Section D.

Section C. The newly elected Board shall establish rotation of the classes by a drawing held to determine which class shall have a one (1) year term, which class shall have a two (2) year term, and which class shall have a three (3) year term. The class which shall be determined to have a one year term would be eligible for renomination and reelection for a new three year term at the end of the first year or annual term.

- Section D. New members of the “Board” shall be elected by the Emmaus community at its November monthly gathering and election shall be determined by a majority or plurality of votes actually cast. Members of the “Board” shall be elected in classes consisting of five (5) persons, four (4) lay persons, one (1) clergy, to serve a three (3) year term. Each class shall consist of at least one (1) person who has served as a Walk Lay Director. Every effort shall be made to maintain as much diversity as possible in the representation of the entire Community by the sitting board and the nominees. (Qualifications for Board membership Sections A, B, C Article VI)
- Section E. The “Board” may elect persons, upon nomination by the nomination committee, to fill and vacancies until the next regular election. Those filling more than half of an unexpired term may not succeed themselves in another three (3) year term. Each full term of office shall begin January 1 and end December 31.
- Section F. The election of the Community Lay Director and the Community Spiritual Director shall be held at the November Board meeting. Each term of office shall begin January 1 and terminate December 31 each year. Every effort shall be made by the newly elected Community Lay Director and Community Spiritual Director to follow in the spirit of the Emmaus Handbook, and the Responsibilities, presented in the Handbook for each position. The Lay Director and Spiritual Director shall not succeed themselves, but shall remain on the “Board” as immediate Past Lay and Past Spiritual Directors for one (1) year, with full voice and vote.
- Section G. “Board” members cannot succeed themselves in consecutive three (3) year terms as elected members of the Board, as described in Sections A and D of Article V. A period of three (3) years must pass before they may be reelected.
- Section H. A “Board” member missing three (3) consecutive meetings will be subject to a review with the board. In the event the board position is indeed vacated, replacement of member shall be in accordance with Section E of Article V.
- Section I. The “Board” shall convene at least monthly prior to the community gathering and those members present shall constitute a quorum.
- Section J. The Board of Directors present at the meeting, constitute “the” quorum for the transaction of business by the Board of Directors. Voting by proxy will not be allowed at meetings of the Board of Directors. Directors may only vote in person. The affairs of the Corporation will be managed by its Board of Directors. Any action required by law to be taken at a meeting of the Board of Directors, may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all Directors. (See Art.VII Duties of the Board)

- Section K. All checks, drafts, orders for payment of money in the name of the Corporation shall be signed by such officer or officers and in such a manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instrument shall be signed by the Treasurer and countersigned by the President of the Corporation.
- Section L. All funds of the Corporation shall be deposited from time to time to credit of the Corporation in such banks or in such depositories as the Board of Directors may select.
- Section M. The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest or devise for the general purposes or for any special purpose of the Corporation.
- Section N. Wherever any notice is required to be given under the Texas Non-Profit Corporation Act or under the provisions of the Articles of Incorporation or the By-Laws of the Corporation, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the getting of such notice.

ARTICLE VI – QUALIFICATION FOR THE “BOARD”

- Section A. Each member shall have served in the capacity of a Walk to Emmaus conference room team member.
- Section B. Each member shall be an active member in a local church; and a Reunion Group or such a group that is comparable in its purpose of helping one maintain his or her spiritual journey; and the Emmaus Community.
- Section C. The members of the “Board” shall never consist of more than two (2) from any one (1) church congregation, nor more than one (1) member from any household serving at one time. Every effort shall be made to maintain the greatest possible diversity among board members.

ARTICLE VII – DUTIES OF THE “BOARD”

- Section A. The Community Lay Director is to be the chief administrative officer, and the Community Spiritual Director is to be the chief advisor. The Regular Monthly meetings of the Board of Directors may be held without notice, and will usually be held on the third (3) Thursday evening of each month. Any special meetings of the Board of directors may be held upon telephonic notice (fax, phone or e-mail), of the members of the Board of Directors.

Places for special meetings, of the Board of directors, is left to the discretion of the Chairman of the Board. Every effort shall be made to transact any voting business at any board meeting. Should an action by the board require a special meeting that makes board attendance impossible, all telephonic records (fax, phone, or e-mail), of said action will be entered into the minutes of the next board meeting.

Section B. The “Board” shall, at the January “Board” elect for a one (1) year term meeting an Assistant Lay Director and Assistant Spiritual Director from the “Board”. In addition the “Board” shall elect a Secretary, Treasurer, and Registrar(s), as well as other officers and committee chairs and committee members as needed. If these are elected from other than the “Board”, they shall participate on the “Board” with full voice, but without vote.

Section C. The “Board” shall set the dates and places, and shall select the Lay Director and the Spiritual Director for each Emmaus Walk from the recommendations of the Nominations Committee. Lay Directors can have some input as to the Spiritual Director selection for a “Walk”. Lay Directors opting for this input in the selection process will do so with the Team Selection Committee, and in accordance with the standards and qualifications set forth in Art VIII Section B.(Walk Spiritual Director Requirements)

Section D. The “Board”, shall at the January meeting, elect a Team Selection Committee to serve on (1) year which shall consist of a Chairperson and six (6) members. The Chairperson and two (2) members shall be elected from the “Board”, three (3) members shall be elected from the community and the seventh member shall be the current Community Spiritual Director.

1. The Team Selection Committee shall develop and present for “Board” approval, team selection guidelines, in accordance with the Emmaus Handbook and the needs of the local community. Periodical review of the guidelines will be necessary to insure that they continue to meet the needs of the local community. All changes shall require “Board” approval and should always be moving toward the standards of the of the Emmaus Handbook.
2. The team Selection Committee shall, in consultation with the Walk Lay Director and Walk Spiritual Director, develop a list of possible team members for the Walk Lay Director to select from. (See Emmaus Handbook)

Section E. The “Board” shall, at the January meeting, elect five (5) members to serve as the Nominations Committee. With three (3) members from the board and two (2) from the Community.

1. The Nominations Committee shall, at the September meeting of the “Board”, submit for consideration of the “Board” nominations for Community Lay Director, Community Spiritual Director, and one (1) class of board members that consist of a minimum of two (2) nominations for each “Board” position in accordance with Section D of Article V. The “Board” shall prayerfully consider said nominations prior to the “Board” vote at the October board meeting. The Nominations Chairperson, after “Board” approval, shall submit said nominations to the Community at the October community gathering. Community elections will be held at the November community gathering in accordance with Section F of Article V. Nominations may be submitted from the members of the Community for election to the “Board” from the floor at the time of election with considerations given to Article VI “Qualifications for the Board”. They must be made in such a manner that they will be a nomination to specifically challenge for a specific position.
2. The Nominations Committee shall submit to the Community lay Director nominations for vacancies on the “Board” in accordance with Section E of Article V.
3. The Nominations Committee shall nominate and present to the “Board”, for final approval, a list of potential Walk Lay Directors. The Nominations committee shall, from this “Board” approved list, make final nominations for Walk Lay Director based on gender and the availability of individual nominees for scheduled walk dates.

ARTICLE VIII – REQUIREMENTS FOR LAY AND SPIRITUAL DIRECTOR FOR THE EMMAUS WALKS

Section A. Walk Lay Director

1. They shall have attended a Walk to Emmaus and be active members in a local church and support the Emmaus lifestyle of living a life in grace through piety, study and action.

2. They shall be an active participant in a Reunion Group and the local Emmaus Community.
3. They shall have served on at least three (3) conference room teams on previous Walks to Emmaus in the capacity of table leader or assistant table leader and one walk as an assistant lay director. (Ref: Emmaus Handbook Progressive Servanthood)
4. They shall have given at least two (2) different talks on previous Walks to Emmaus.
5. They shall be willing to conduct Emmaus weekends as set out in the Lay Director's manual, available from the Upper Room in Nashville, and under the authority of the "Board". Every effort shall be made to follow in the spirit set forth in the Emmaus Handbook. (Chapters on Team Selection and Team Responsibilities)

Section B. Walk Spiritual Director

1. They shall have attended a Walk to Emmaus and be active members in a local church and support the Emmaus lifestyle of living a life in grace through piety, study and action.
2. They shall be recognized as clergy in the eyes of the church, shall be authorized by his or her denomination to administer Holy Communion in the setting of the Walk, and should have completed the theological and pastoral education required of clergy persons in their denomination.
3. They shall have participated in at least three (3) previous Walks to Emmaus as an Assistant Spiritual Director.
4. They shall be willing to conduct the Emmaus weekend as set out in the Spiritual Director's manual, available from the upper Room in Nashville, and under the authority of the "Board". Every effort shall be made to follow in the spirit set forth in the Emmaus Handbook. (Chapters on Team Selection, Team Responsibilities, and Clergy Qualifications)

ARTICLE IX – REQUIREMENTS FOR WALK TO EMMAUS TEAM MEMBERS

Section A. They shall include the following:

1. They shall have attended a Walk to Emmaus, Chrysalis, Kairos, and be at least twenty-one (21) years of age.
2. They shall be an active member of a local church, active in a Reunion Group or a group that is comparable in its purpose of helping one maintain his or her spiritual journey, and the Emmaus community and support the Emmaus lifestyle of living a life in grace through piety, study and action.
3. They shall possess a servant's heart and be willing to accept whatever responsibility for the success of the Walk that is assigned by the Lay or Spiritual Director. (Emmaus Handbook – Progressive Servanthood)

ARTICLE X – RULES OF ORDER

Section A. Robert's Rules of Order, the latest edition, shall be recognized as the authority governing the meetings of the Community, the "Board" and all committees, in all instances wherein its provisions do not conflict with these By-Laws or the Emmaus Handbook.

ARTICLE XI - AMENDMENTS

Section A. Proposed amendments may be presented to the "Board" by any member of the "Board" one (1) month prior to consideration by the "Board". If amendments are voted in the affirmative by a three-fourths (3/4) vote they will be circulated to the membership by the Community Newsletter and if no petitions signed by at least twenty-five (25) community members objecting to the amendments will be considered adopted. Any objections must be received within thirty (30) days of the mailing of the notification. If an objection petition is received the amendment will be considered voided. If the "Board" then wishes to submit the amendment to the entire Community for a vote it may do so. A majority of plurality of votes cast by the membership will decide the matter.

ARTICLE XII – RATIFICATION

Section A. These By-Laws are to take effect immediately upon certification of the Board of Directors that a simple majority of the Community present at a regularly scheduled monthly community gathering approves them.

The above and foregoing By-Laws of New horizon Emmaus Community, Inc. were unanimously adopted by all the Directors present at the monthly meeting of the Directors held at WHAT TOWN, Texas, on the XXth day of WHAT MONTH, 2007.

NEW HORIZON EMMAUS COMMUNITY, INC.

By: _____
XXXXXXXX, Community Lay Director

WAIVER OF NOTICE AND CONSENT THERETO
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