

FOURTH RESTATED

**ARTICLES OF ASSOCIATION AND BYLAWS OF  
CONCHO COUNTRY EMMAUS COMMUNITY**

**PREAMBLE**

These Fourth Restated Articles and Bylaws of Concho Country Emmaus Community (“Articles and Bylaws”) are adopted by its members in full and complete substitution of the “Third Restated Articles and Bylaws,” with some modifications, effective October 7, 2025, as amended on the same date. This adoption follows a review process mandated by Section VIII (A) of the Third Restated Articles and Bylaws. Prior to this, the community adopted the “Third Restated Articles and Bylaws” to replace the “Second Restated Articles and Bylaws,” which became effective on October 4, 2016, and was amended on November 1, 2016, following a review process as required by Section VIII (A) of the Second Restated Articles and Bylaws. The “Second Restated Articles and Bylaws” replaced the “First Restated Articles and Bylaws,” adopted effective August 3, 2010, following a review initiated in September 2008, and replaced the original “2003 Articles and Bylaws,” which were effective July 1, 2003, and amended on November 2, 2004. The adoption of these Fourth Restated Articles and Bylaws was delayed, and the review process was extended accordingly. Going forward, however, the community will return to the standard five-year review cycle in accordance with the requirements of Section VIII (A) of the Third Restated Articles and Bylaws.

**ARTICLE I. NAME AND ORGANIZATIONAL FORM**

Section A. Name. The name of this association shall be Concho Country Emmaus Community (hereinafter “CCEC”).

Section B. Organization. CCEC is and shall be a Texas unincorporated, non-profit association. CCEC shall be organized exclusively for religious purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

Section C. Affiliations. CCEC is affiliated with the International Emmaus Program of Upper Room Ministries (“Upper Room”), Nashville, Tennessee. In these Bylaws, the term “community” may have the same meaning as “Fourth Day.”

**ARTICLE II. PURPOSE OF THE ORGANIZATION**

The purpose of CCEC shall be as follows: (1) to inspire, challenge, and equip church members for Christian action in their homes, churches, places of work, and communities through the Walk to Emmaus, Chrysalis Flight, Journey to the Table, and Face-to-Face experiences; (2) to utilize and follow the procedures and guidelines established by The Upper Room Handbook on Emmaus (hereinafter “UR Handbook”), as it presently exists or as it may hereafter be amended; and (3) to integrate returning pilgrims from a three-day weekend into active participation in their local churches, into reunion groups, and into Fourth Day gatherings.

### ARTICLE III. MEMBERS

Section A. All persons who have completed a weekend experience of the Walk to Emmaus (hereinafter sometimes "Walk") or Chrysalis Weekend conducted by CCEC are members (hereinafter "members") of CCEC.

Section B. Persons who have completed a Chrysalis Weekend, Cursillo Weekend, Tres Dias, Search, or Walk to Emmaus in another community are also eligible to become members of CCEC by the following: (1) participating in the activities of CCEC, and (2) completing a new member form and giving it to any Emmaus Board Member of CCEC so that their names may be added to CCEC's community database.

Section C. Voting Rights of Members. All persons who meet the qualifications set forth in Sections A and B above are voting members of CCEC.

### ARTICLE IV. BOARD OF DIRECTORS

Section A. Purpose of the Board. The governance and direction of CCEC shall be vested in the Board of Directors ("Board"). The Board will govern primarily by the formation of broad policy. The Board shall have general oversight in all matters relating to CCEC's Emmaus Walks and Chrysalis Flights, subject to the provisions of the Upper Room rules and policies. The Board shall have the rights and obligations of Directors of CCEC as provided in these Articles and Bylaws.

Section B. Composition of the Board of Directors. The Board will consist of the following Directors:

1. Twelve (12) lay members as voting members; three (3) clergy as voting members;
2. One (1) Community Lay Director (hereinafter referred to as "CLD") as a voting member;
3. Two (2) liaisons appointed by the Concho Country Chrysalis Community (hereinafter referred to as "CCCC") (only one of whom shall be a voting member);
4. One (1) Community Board Representative as a voting member; and
5. One (1) Registrar as a voting member.

Section C. Terms of Office. The terms of office for the Board of Directors are as follows:

1. Lay members shall serve a three (3) year term. The lay members shall be grouped into three classes of four Directors each. One class of Directors shall stand for election each year. Lay members must be non-clergy and members of CCEC and may succeed themselves in consecutive terms with board approval.

2. Clergy members shall serve a three-year term. The Community Spiritual Director (CSD) will be one of the three clergy on the board and serve a one-year term. The Board shall approve the CSD each year.

3. The Community Lay Director (hereinafter referred to as "CLD") shall serve a one-year term as CLD and, prior to assuming the role of CLD, should serve as Community Lay Director in Training (hereinafter referred to as "CLDIT") for at least six (6) months. In the event the CLD is, at the time of his/her election, serving as a lay member of the board, the CLD shall continue to be a lay member of the board. The CLD shall serve a one-year term from June 1 to May 31.

4. The Community Board Representative (hereinafter referred to as "CBR") must be a member of CCEC and is elected for a four-year term beginning on June 1 and ending on May 31, four years thereafter. The CBR may serve one consecutive term with board or community approval. Due to the overwhelming responsibility of this position, this position may require an additional person to assist the CBR, which would be at his/her request and a current board member.

5. The immediate past Chairperson of the Board may serve for one additional year as a Director, regardless of whether the normal three-year term of the class in which the Chairperson was elected has expired.

6. Unless otherwise provided, the term of office for lay members and clergy members shall begin immediately upon their election in May and shall terminate upon the election of their successor(s).

#### Section D. Election of Board Members.

1. Lay Members. Four (4) lay members shall be elected by the Board of Directors at the regular May meeting of the board each year. The nominating committee shall prepare and present to the board, no later than the regular April board meeting, a list of potential nominees for lay members. Community members may submit potential nominees to the nominating committee for consideration; these nominations must be submitted orally or in writing to the Secretary of CCEC prior to or at the April board meeting. The board shall, upon consideration of the nominees from both the board and the community, elect four (4) lay members to replace the outgoing lay members at a special board meeting immediately following the April community gathering.

2. Clergy Members. To be eligible for service on the board, clergy members, including the CSD, must meet the qualifications as defined in the UR Handbook and be members of CCEC. One clergy member will be elected by the Board of Directors at the regular April meeting from a list provided by the current CSD. With input from the CSD, the board will approve a new CSD for the coming year. Clergy members and the CSD shall be nominated and elected in April by the board in the same manner and at the same time as lay members, with one (1) being elected each year.

3. Community Lay Director. To a practical extent, the CLD shall be elected by the board approximately three (3) months prior to the regular meeting of members in April, from nominations submitted by the nominating committee, other board members, and the existing CLD. The person

so elected shall serve as a Community Lay Director in Training (CLDIT) until June 1, at which time that elected person shall become the CLD and replace the incumbent CLD.

4. Community Board Representative. The CBR shall be elected by the board at the regular board meeting in February of the year when the term of the incumbent terminates. First consideration may be given to current board members.

Section E. Experience Requirements. To be eligible for nomination as a Director, the member must have served on an Emmaus or Chrysalis team, must be active in a reunion group, and at least five (5) of the fifteen (15) lay and clergy members must have been a Lay or Spiritual Director on a Walk to Emmaus, a Chrysalis Flight, or a Chrysalis Journey. To preserve the ecumenical nature of CCEC, it is recommended that a variety of congregations and denominations be represented on the board.

Section F. Vacancies. Directors may resign from the board by submitting a letter to the Chairperson. The Chairperson may nominate persons to fill vacancies on the board and entertain nominations from the board, and the board shall then elect persons to fill vacancies until the regular term of the replaced Directors expires. The board, following such an election, should still meet the requirements of Article IV, above. Directors elected to fill vacancies are eligible for election for a full term by CCEC at the expiration of the partial term they have served.

Section G. Removal. Any Director may be removed from that position, with or without cause, by an affirmative vote of two-thirds (2/3) of the then-sitting Directors. A Director who is the subject of a motion to remove shall be entitled to vote on the matter, if said Director has voting rights.

Section H. Appointment of CCCC Liaisons. The board shall appoint two (2) of its Directors, who have previously served on a Flight, as liaisons to the CCCC board. This appointment shall be made at the regular meeting of Directors in June unless the Chairperson directs otherwise.

Section I. Regular Board Meetings. The board shall meet on the first Tuesday of every month, at least one hour prior to the CCEC Fourth Day gathering. Meetings shall take place at 5:20 p.m. in the same facility where the Fourth Day gathering will be held.

Section J. Special Meetings. Special meetings of the board may be held as determined and called by either the Chairperson, the Vice Chairperson, or at the request of at least three (3) Directors. Notice by e-mail shall be given to each Director at least five (5) days prior to the meeting. The notice must, at a minimum, state the date, time, place, and type of meeting, as well as the matters to be considered at the special meeting.

Section K. Quorum Requirements and Voting Rights. Attendance of a regular or special board meeting by a majority of the current Directors shall constitute a quorum. Each Director, unless otherwise provided for in these Articles and Bylaws, shall have one vote. Directors may cast votes in person or by text or email to the Chairperson or Secretary. A majority vote shall be sufficient to pass a measure unless otherwise provided by these Bylaws.

Section L. Website. The board may approve a website or other social media platform for CCEC. If a website or other social media site is maintained for CCEC, the board has oversight authority over said website or social media site and may, by majority vote, vote to dissolve or remove such website and/or change the publisher or webmaster of such site. The Chairperson will nominate a person and/or persons to be webmaster for a website or social media site, if any are to be utilized, and such nomination will be voted upon by the board.

Section M. Fourth Day Gatherings. The board has general oversight of all matters relating to CCEC, including the monthly Fourth Day Gatherings, and is responsible for nominating and electing a CLD and a CSD to preside over such gatherings. Fourth Day Gatherings will generally follow the guidelines outlined in the Upper Room Handbook.

Section N. Chrysalis Board of Directors. The CCEC Board will communicate regularly and provide guidance and assistance to the Concho Country Chrysalis Board of Directors. The Chrysalis Board of Directors shall follow the CCEC Bylaws and adhere to the policies of the Upper Room, being responsible for the execution of all aspects of the Concho Country Chrysalis Community.

## **ARTICLE V. OFFICERS**

Section A. Designation of Officers. The officers (hereinafter “officers”) of CCEC and their job descriptions are as follows:

1. Chairperson of the Board of Directors (“Chairperson”):

- (a) Presides at all meetings of the board;
- (b) Develops the board meeting agenda;
- (c) Serves as an ex-officio (voting member) of all committees;
- (d) Serves as an ex-officio (voting member) one (1) year after leaving office;
- (e) Calls special meetings of the board when necessary;
- (f) Serves as the board contact person for communications with facilities (“walk venues”) at which Walks will be conducted, e.g., Christ the King Retreat Center (hereinafter referred to as “CKRC”);
- (g) Schedules Walks to Emmaus with the proper person at walk venues;
- (h) Provides, if applicable, information for CCEC’s website or social media site; and
- (i) Appoints a nominating committee each year and persons to other committees that might be created by the board.

2. Vice Chairperson of the Board of Directors:

- (a) Presides over board meetings when the Chairperson is unable or unwilling to do so;
- (b) Assists the Chairperson with responsibilities as reasonably requested;
- (c) Prepares to serve as Chairperson in the following year, unless the board approves otherwise by a majority vote at the April election or the nominee indicates at the April election that he/she no longer wishes to serve as Chairperson;
- (d) If nominated for this position, the candidate should confirm their willingness to serve as Chairperson the next year, as the Vice Chairperson role serves as a training period for future Chairpersons.

3. Secretary:

- (a) Records, or designates individuals to record, the minutes of meetings for the board and members;
- (b) Presides over board meetings in the absence of the Chairperson and Vice Chairperson;
- (c) Provides written communications on behalf of CCEC as needed;
- (d) Maintains CCEC records in bound volume(s), including the current and past versions (which shall be clearly labeled) of the CCEC Articles and Bylaws, including amendments, minutes of member and board meetings, written reports from committees, and formal correspondence of CCEC;
- (e) Supplies, when applicable, information for use on the CCEC website;
- (f) Provides copies of documents from CCEC records as required.

4. Treasurer:

- (a) Collects, disburses, and records receipts, deposits, and disbursements of CCEC funds;
- (b) Presides at CCEC board meetings in the absence of the Chairperson, Vice Chairperson, and Secretary;
- (c) Prepares and submits a monthly written "Treasurer's Report" to the board, which shall include the balance of cash on hand and any outstanding debts owed by CCEC;
- (d) Provides copies of the Treasurer's Report as needed;

(e) Serves as the contact person for disbursements to childcare providers, Lay Directors, appropriate members, scholarships, and other entities as instructed by the board;

(f) Receives applications for CCEC Walk scholarships, reviews and approves them in the manner provided by the board, and performs such other duties as the board may reasonably require;

(g) Receives and distributes CCEC mail to the appropriate persons;

(h) Two (2) approved signatures are required for all checks over \$500.00.

#### 5. Treasurer-Elect:

(a) Performs the functions and duties of the treasurer in the event he/she is unable or unwilling to do so;

(b) Assists the treasurer with such matters as the treasurer may reasonably request;

(c) Will train to be and serve as treasurer the next year, unless not approved to be treasurer by the board by a majority vote at the April election, or unless he/she provides notice at the April election that he/she no longer wishes to serve as treasurer;

(d) If nominated for this position, the nominee should consider whether he/she is willing to serve as treasurer the next year, as the "treasurer-elect" year is a training year for the treasurer position.

#### 6. Community Spiritual Director ("CSD"):

(a) Acts as the spiritual leader of the community, helping both the board and the community stay focused on Jesus Christ, the purpose of the Emmaus movement, and emphasizing prayer throughout all decisions and activities;

(b) Organizes and conducts the Fourth Day gatherings with the CLD;

(c) Provides, if applicable, information for use on the CCEC website or social media sites;

(d) Implements procedures approved by the board regarding the worship portion of Fourth Day gathering activities;

(e) Maintains a current clergy roster, including those qualified to serve in various clergy capacities;

(f) Assists in the selection of SDs and ASDs for each Walk;

(g) Provides orientation as needed for spiritual directors and attends the annual Lay Director training.

7. Community Lay Director (“CLD”):

(a) CCEC expressly opts to separate the functions of the Chairperson of the Board and the CLD, as discussed in The Board of Directors, a pamphlet copyrighted by Upper Room Books. As such, the CLD will not serve as Chairperson;

(b) The Community Lay Director (CLD) serves as the CLD in Training (CLDIT), beginning with his/her election three (3) months prior to assuming the CLD position. The CLD shall not be a member of the board unless already serving as a lay member of the board;

(c) The CLD/CSD organizes and conducts the Fourth Day gatherings (e.g., prepares communion elements and confirms servers selected by the Fourth Day speaker), except in the month of July when Chrysalis leads this gathering, and Chrysalis receives the offering;

(d) The CLD presides at the Fourth Day gathering;

(e) The CLD arranges for the “Fourth Day Talk” and the music team for the Fourth Day gatherings;

(f) The CLD works with the Chairperson to make arrangements for facilities for any meetings involving all members;

(g) The CLD makes arrangements for childcare during the Fourth Day gatherings;

(h) The CLD provides, if applicable, information for use on the CCEC website;

(i) The CLD trains the CLDIT by including him/her in activities and decisions necessary to serve as the CLD.

8. Community Board Representative (CBR): The CBR is responsible for the following duties:

(a) Submits preferred dates and locations for CCEC’s Walks, specifically at Christ the King Retreat Center, for the board’s consideration and approval;

(b) Schedules and oversees local Upper Room Leadership Development Events (LDE), lay director training, local board representative training, community board representative training, and walk support training;

(c) Confirms that lay directors of Walks, board representatives, and walk support team coordinators complete the required training within 18 months of the scheduled Walk;

- (d) Represents opinions and viewpoints to the CCEC board, even over his/her own opinions;
- (e) May write articles, if applicable, for the CCEC newsletter, website, or social media sites;
- (f) Serves as chairperson of the team selection committee;
- (g) Ensures that CCEC is on the mailing list of Upper Room Ministries, Nashville, Tennessee, for updates and supplements on Emmaus and Chrysalis manuals, materials, policies, and procedures, and is responsible for forwarding these manuals and materials to all clergy members.

9. Registrar:

- (a) The Registrar's term in office shall be three years, beginning June 1st after being elected in May;
- (b) As needed, a Registrar in Training shall be appointed by the Board of Directors to assist the current Registrar;
- (c) The Registrar shall be responsible for receiving all applications for CCEC walks and obtaining approval of the same from the Treasurer, in the manner required by the Board. The Registrar shall review all applications to ensure they are complete, bear all required signatures, and that all fees are collected;
- (d) If an application is incomplete or does not bear the required signatures or if all fees are not collected at the time of receipt, the Registrar shall contact the Lay Director (or their designee) to correct these deficiencies. The application will not be considered for the walk until all issues are resolved;
- (e) The Registrar may receive application fees but shall, upon receipt, immediately submit them to the Treasurer;
- (f) The Registrar shall also inform the Lay Director and Community Board Representative of pilgrims attending the walk and provide updates as necessary.

Section B. Selection of Officers.

1. Officer Positions That Must Be Chosen from Incumbent Directors. Except for the Community Spiritual Director, Community Lay Director, and Community Board Representative, officers must be chosen from the then-sitting Board of Directors.

2. Holding of Multiple Offices. Unless the board passes a resolution to the contrary, no officer may be elected to or serve in more than one office at a time.

Section C. Election of Officers. Except for the CLD and the CBR, all officers, including the Chairperson and Vice Chairperson, shall be elected by the board in May, after the regular board meeting in May has adjourned. The newly elected board, including the existing Chairperson, will reconvene after the Fourth Day gathering of members in May (or immediately after the regular May meeting if there is no Fourth Day gathering that evening) to elect a new Chairperson. Once elected, the new Chairperson will preside, and all other officers will be elected by the newly elected board. These officers shall hold office until their successors are elected or they are removed.

Section D. Removal. Officers may be removed from office, with or without cause, by a two-third (2/3) vote of the members present and voting at the member meeting where a motion to remove is submitted.

Section E. Vacancies of Officer. Unless otherwise provided in these Articles and Bylaws, the Chairperson shall nominate persons to serve the unexpired term of any vacant officer position, and the board shall vote on such nominations.

## **ARTICLE VI. COMMITTEES**

Section A. Creation and Purpose. The board may, from time to time, create committees as it deems appropriate to support CCEC's Walks, maintain the spiritual vitality and fellowship of CCEC, and enhance the administration of CCEC and its board.

Section B. Standing Committees. Unless the board passes a resolution to the contrary, CCEC will establish the following as standing committees of the board, with all members appointed by the Chairperson:

1. Nominating Committee. This committee shall consist of Directors appointed by the Chairperson, who shall also appoint a Director to chair the committee. The duties of this committee include presenting nominees for election to the Board of Directors, CLD, CSD, LD, CBR, Board Representatives, and other positions as reasonably required by the board. The committee will submit its list of potential nominations for Directors and CSD at the regular April board meeting. It will also submit potential nominees for the CLD for the board's consideration at the November meeting. Nominees for Walk LD and SD are needed at least eighteen (18) months in advance, and nominees for CBR are required every three (3) years in December.

2. Team Selection Committee. This committee shall be divided into a women's team selection committee and a men's team selection committee, performing duties as outlined in the UR Handbook. Appointed in August by the Chairperson, it will meet as needed to select team members for upcoming Walks. It will not select LDs, SDs, or board representatives. The Chairperson, with input from the board, will appoint members; the CBR shall chair this committee. The SD, the LD for the team being selected, and his/her board representative will also be members. Remaining members of each committee will include women for the women's committee and men for the men's committee. Each committee shall also include three (3) or four (4) non-board members (lay

directors and past board members are eligible) who have a broad awareness of Emmaus fourth-day membership and a solid understanding of team needs.

3. Fourth Day Gathering Committee. Chaired by the CLD, members are selected by the CLD. This committee assists the CLD with music, speakers, sound system, overhead presentation, song lyrics, etc., for gatherings.

4. Group Reunion Committee. This committee encourages new pilgrims and members to join reunion groups and helps members find suitable groups.

5. Database Committee. Responsible for maintaining a database of all persons who have attended a Walk, updating it after each Walk to reflect relevant data, and tracking team member participation.

6. Progressive Servanthood Committee. Appointed by the Chairperson, this committee maintains and updates a list of men and women recommended as potential future lay directors. It provides recommendations to the team selection committee about persons on the list who should be on future teams in specific capacities to help qualify them as lay directors. Once qualified, it then recommends candidates to the nominating committee for possible lay director roles.

7. Communication Committee. This committee sends reminders of upcoming meetings to CCEC members via email, Facebook, and the CCEC website.

8. Executive Committee. This committee meets at the discretion of the Chairperson and consists of the Chairperson, Past Chairperson, Chairperson-Elect, Secretary, Treasurer, Community Board Representative, Community Spiritual Director, and Registrar. Its primary function is to discuss items prior to the regular monthly meetings of the board of directors.

## **ARTICLE VII. CCEC—WALKS TO EMMAUS**

Section A. International Emmaus Movement Guidelines. CCEC shall follow the guidelines of the International Emmaus Movement in the formation of the three-day (72-hour) experience, known as “Walk to Emmaus,” as set forth in the most current edition of the UR Handbook. Additionally, the SD, Board Representative, and LD for a particular Walk shall complete all required training provided by Upper Room and CCEC. This ensures a proven format and a consistent experience that should be trustworthy from weekend to weekend, wherever Emmaus is being offered.

Section B. Board Oversight. The board shall have general oversight of all matters related to CCEC’s Walks and Chrysalis Flights. The board shall set the dates and locations for each Walk and Chrysalis Flight, following the guidelines of the Upper Room Handbook.

Section C. Clergy Credentials and Selection of Walk Lay Directors.

1. All clergy participating in the Walk to Emmaus program within the Concho Country Emmaus Community must possess valid and current credentials (e.g., ordination, commissioning, or equivalent standing) as recognized by their respective church or denomination.
2. It is the responsibility of each participating clergy member to maintain their credentials in good standing with their respective church or denomination. The Concho Country Emmaus Community reserves the right to request verification of credentials.
3. Participation in the Walk to Emmaus program by the Concho Country Emmaus Community, including our collaboration with The Upper Room, does not constitute an endorsement or granting of clergy credentials. All credentialing remains the sole responsibility of the participating clergy member's respective religious body.
4. Participating clergy must be in good standing with the Concho Country Emmaus Community and adhere to all guidelines and procedures outlined by the Walk to Emmaus program and the Concho Country Emmaus Community Bylaws. Approval to serve as clergy, whether as a Spiritual Director (SD) or Assistant Spiritual Director (ASD), is at the discretion of (or based on the recommendation of) the Board, specifically the clergy members serving on the Board.
5. A Spiritual Director (SD) of a walk cannot unilaterally remove a clergy or team member, as the Board holds the authority to vote on and approve all Walk teams. However, the SD may submit a recommendation to the Board regarding a clergy or team member's status.

Section D. Selection of Walk Lay Directors. The board shall select lay directors for CCEC Walks after receiving a list of nominees from the nominating committee, consisting of men and women from the progressive servanthood list who are eligible or can be timely qualified to serve as lay directors prior to the pertinent walk. The Chairperson shall (1) contact the recommended lay director to ascertain his/her willingness to accept the assignment and (2) notify the CBR of the LD's acceptance. To the extent practical, Walk Lay Directors shall be approved at least twelve months in advance.

Section E. Selection of Walk Spiritual Directors. The CSD, after consultation with the Chairperson, will provide the lay director for a future walk with a list of eligible clergy from which to select a Walk Spiritual Director. This list is from the website database entitled "Eligible Walk Spiritual Directors." The lay director will notify the Chairperson of his/her choice. The Chairperson shall then (1) contact the recommended Spiritual Director to ascertain his/her willingness to accept the assignment and (2) notify the CBR of the SD's acceptance. To the extent practical, Walk Spiritual Directors shall be approved by the board at least twelve months in advance. Once approved, the Walk Spiritual Director will select the Assistant Spiritual Directors (ASDs) for the walk from an approved list provided by the CSD, available on the website database entitled "Eligible Assistant Spiritual Directors" (hereinafter referred to as ASDs). The SD should select the ASDs as soon as practical after the team is selected and shall provide the names of the ASDs to the Chairperson and CBR at that time for board approval.

Section F. Experience and Attributes of Walk Lay Directors and Walk Spiritual Directors:

1. The Walk Lay Director shall, at a minimum, have served once as a table leader and once as an assistant table leader on a Walk; served at least twice as an assistant lay director on a Walk; participated in at least one full Walk support team; and have delivered at least two different Emmaus talks. Walk Spiritual Directors shall have participated as a member of a clergy team on at least two (2) Emmaus Weekends, Journey to the Tables, Chrysalis Flights, and/or Face-to-Face Encounters, and shall have delivered at least two talks on an Emmaus Weekend, Journey to the Table, Chrysalis Flights, and/or Face-to-Face Encounter.
2. Walk Lay Directors should be actively involved in their church, a reunion group or accountability group, and Fourth Day gatherings whenever possible.
3. Walk Lay Directors and Walk Spiritual Directors shall be willing to conduct the Walk as outlined in the lay and spiritual directors' manuals available from the Upper Room in Nashville. They shall also be willing to follow board guidelines, with further guidance and support from other Emmaus publications.
4. Walk Lay Directors and Walk Spiritual Directors shall be committed to the task of directing a Walk and eager to organize, carry out, and successfully complete the weekend.
5. CCEC should strive to limit the service of Walk Spiritual Directors and Assistant Walk Spiritual Directors to no more than two (2) Emmaus Weekends, Journey to the Tables, Chrysalis Flights, and/or Face-to-Face Encounters per year.
6. To provide all Lay Members the opportunity to participate and progress in their path of progressive servanthood, Lay Members are eligible to serve on the Conference Room Team for one Emmaus Walk per year. The Board may grant exceptions in unusual circumstances. All members are welcome to participate in as many outside Walk Support Teams as requested.

Section G. Board Member and CSD Service on a Conference Room Team. A board member serving on the conference room team in a capacity other than as a board representative is not prohibited, but such service should be rare and not normal practice. The Community Spiritual Director may serve on a CRT when needed. A board member is not prohibited from serving on the WST.

**ARTICLE VIII. REVIEW AND AMENDMENTS TO ARTICLES OF ASSOCIATION AND BYLAWS**

Section A. Five-Year Review. Pursuant to the UR Handbook, these bylaws shall be reviewed every five (5) years, beginning in 2025, in a manner from time to time prescribed by the board during each review cycle.

Section B. Submission of Proposed Amendments. Proposed amendments to these Articles and Bylaws may be presented to the board by any member at least one (1) month in advance of the consideration by the board. Such proposed amendments must then be approved by a majority vote

of the Directors attending a duly convened meeting of the board, prior to submission to the members for adoption.

Section C. Adoption by Members. No amendment to these Articles and Bylaws shall be effective unless approved by the board as outlined above and adopted by a two-thirds (2/3) vote of the members present and voting at the member meeting where such an amendment is submitted.

Section D. Suspension of Bylaws. These Articles and Bylaws may be suspended by a two-thirds (2/3) vote of the members present and voting at a regular or special meeting.

#### **ARTICLE IX. ROBERT'S RULES OF ORDER**

Robert's Rules of Order, latest edition, shall be recognized as the authority governing the meetings of the members, the board, and committees, in all instances where its provisions do not conflict with these Articles and Bylaws.

#### **ARTICLE X. RESOLUTION OF DISPUTES**

The Bible commands members, as Christians, to make every effort to live in peace and to resolve disputes with each other in private or within the Christian church (Matt. 18:15-20; 1 Cor. 6:1-8). Therefore, in any dispute relating to the activities of the members or CCEC, all parties are to cooperate in good faith to resolve the dispute using all forms of "alternative dispute resolution" consistent with Christian principles.

#### **ARTICLE XI. DISSOLUTION**

Section A. Dissolution Procedures. The following procedures shall be followed to effect a dissolution of CCEC:

1. A written petition signed by (a) twenty-five (25) members or (b) ten percent (10%) of the members with voting rights, whichever is less, must be presented to the Secretary requesting the dissolution of CCEC. This petition must specify, with particularity, the reasons for dissolution, a proposed plan for payment of CCEC's liabilities, and a proposed distribution of remaining assets upon winding up of CCEC. The Secretary shall promptly deliver the petition to the Chairperson of the Board, and the board shall consider the petition. Within four (4) months of delivery of the petition to the Secretary, the board shall, by formal motion and vote, make recommendations to the members of CCEC regarding whether the petition for dissolution should be approved. Notice ("members' notice") of the petition and the board's recommendations shall be given to the members by (a) posting on the CCEC webpage for at least thirty (30) days prior to the regular meeting of the members at which the matter will be considered and acted upon, and (b) announcing and making the same available in writing at the regular meeting of the members held immediately preceding the meeting at which the matter will be considered and acted upon. Following the members' notice, the members shall consider and act upon the petition no earlier than the completion of the notice and no later than three (3) months from the completion of the notice.

2. In the alternative to the procedures set forth above, the board, by resolution approved by at least two-thirds (2/3) of the then-sitting Directors, may recommend the dissolution of CCEC to the members. This recommendation shall set forth, with particularity, the reasons for dissolution, a proposed plan for payment of CCEC's liabilities, and a proposed distribution of remaining assets upon winding up CCEC. Notice ("members' notice") of the resolution shall be given to the members by (a) posting on the CCEC webpage for at least thirty (30) days prior to the regular Fourth Day gathering of the members at which the matter will be considered and acted upon, and (b) announcing and making the same available in writing at the regular Fourth Day gathering of the members held immediately preceding the gathering at which the matter will be considered and acted upon. Following the members' notice, the members shall consider and act upon the resolution no earlier than the completion of the notice and no later than three (3) months from the completion of the notice.

3. Upon completion of the procedures set forth above, CCEC shall be dissolved upon an affirmative vote for dissolution by two-thirds (2/3) of the members with voting rights attending the meeting at which the matter is considered.

Section B. Winding Up. Upon the dissolution of CCEC, the Board of Directors shall, after paying or making provision for the payment of all liabilities of CCEC, dispose of all the assets of CCEC to organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes that, at the time, qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law), as provided in the petition or resolution for dissolution. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of CCEC is located, to such organization or organizations as the court shall determine, which are organized and operated exclusively for such purposes.

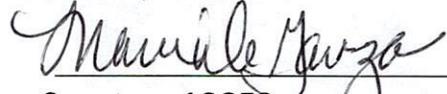
## ARTICLE XII. REPLACEMENT OF PRIOR BYLAWS

These Articles and Bylaws shall, upon the effective date noted below, completely replace all prior and existing Bylaws, Articles, or other organizational documents of CCEC.

Approved by the Board on October 7, 2025, and presented to the members of CCEC, with approval on October 7, 2025, to become effective on October 7, 2025.

  
Chair of the Board

7 Oct 2025

  
Secretary of CCEC