

Journey to Damascus

By-Laws

April 8, 2016

Revised: 04/08/2016

Managed By:

Journey to Damascus Board of Trustees

Abstract

This document identifies Journey to Damascus (hereinafter “JTD” or “ Journey to Damascus”) By-Laws by which the JTD community is governed. For questions, please contact the Chair of the Board of Trustees.

Table of Contents

1	Introduction.....	4
1.1	Mission Statement.....	4
1.2	Authority.....	4
1.3	Document Change Management.....	4
1.4	Acronyms & Glossary.....	5
1.5	Supporting Documentation.....	5
1.6	Name.....	5
1.7	Date of Acceptance.....	5
2	By-Laws	6 Error! Bookmark not defined.
2.1	General.....	6
2.2	Community Qualifications for Membership.....	6
2.3	The Board Of Trustees.....	6
2.3.1	Rationale for the formation of Board of Trustees.....	6
2.3.2	General Powers.....	7
2.3.3	Appointment, Number, Tenure, and Qualification. (Trustees).....	8
2.3.4	Meetings. (Trustees).....	9
2.3.5	Voting Means & Delegation. (Trustees).....	10
2.3.6	Notice.....	10
2.3.7	General Resignations, Vacancies & Removals. (Trustees).....	10
2.3.8	Officers And Duties. (Trustees).....	11
2.3.9	Assets (Trustees).....	Error! Bookmark not defined. 3
2.3.10	Financial Matters (Trustees).....	133
2.3.11	Indemnification (Trustees).....	144
2.3.12	Miscellaneous (Trustees).....	144
2.3.13	Documentation Amendments (Trustees).....	144
2.4	Community Board of Directors.....	155
2.4.1	Purpose.....	155
2.4.2	Duties.....	15
2.4.3	Appointment, Number, Tenure, and Qualification.....	16
2.4.4	Meetings.....	177
2.4.5	Voting Means & Delegation.....	17
2.4.6	Notice.....	17
2.4.7	General Resignations, Vacancies & Removals.....	17
2.4.8	Officers and Duties.....	17
2.4.9	Board Appointments.....	19

2.4.10	Assets	21
2.4.11	Financial Matters	21
2.4.12	Indemnification	21
2.4.13	Miscellaneous	21
2.4.14	Documentation Amendments.....	21

1 Introduction

This revision of the By-Laws and Lay Director's manual was undertaken to resolve some inconsistencies which had developed, clarify some confusing entries, eliminate duplications, reorganize it for easier use and make it more applicable for use by different communities.

1.1 Mission Statement

The mission of Journey to Damascus is to inspire, challenge and equip the Christian Laity to witness for Christ on a daily basis. This will be accomplished in ecumenical fashion through Journey to Damascus Weekend and the Fourth Day activities.

1.2 Authority

The Journey to Damascus was originally formed as a ministry in the Diocese of Corpus Christi, and, as such, the Journey to Damascus operates with the approval and under the authority of the Ordinary of the Diocese of Corpus Christi.

The Board of Trustees shall have general authority in all matters relating to Journey to Damascus by representation of each Community.

1.3 Document Change Management

This is a managed document, and as thus, all revisions made to this document are listed below in chronological order.

Date Completed	Version	Description	Author(s)
09/11/2008	0.1	Initial Draft Modification	K. Conner
06/16/2009	1.0	Board of Trustees Approved	K. Conner
07/24/2009	1.1	Changed Logo	K. Conner
04/27/2010	1.2	Amended Documentation Amendments to include further details on submittal process and document management steps.	K. Conner
05/2010	2.0	Board Approved with outstanding question regarding what to do with Leadership Agreements.	K. Conner
06/18/2012	2.1	Added past president to officers and duties; corrected President duties. Added Spiritual Director's Duties.	K. Conner
5/17/2013	2.2	Amended 2.4.3 - LD qualifications per BOT decision at meeting on same date.	K. Conner
04/08/2016	3.0	Overall review and revisions	BOT

1.4 Acronyms & Glossary

Term	Definition
JTD	Journey to Damascus
SD	Spiritual Director

1.5 Supporting Documentation

The following documents can be referenced in conjunction with these By-Laws:

- Journey to Damascus Launch Protocol & Expansion Agreement
- Journey to Damascus Database Management Requirements
- Journey to Damascus Community Weekend Leadership Agreement
- Journey to Damascus Board of Directors Committee Responsibilities

1.6 Name

The name of this community is "Journey to Damascus." It may be referenced as "Journey to Damascus," "Journey," and/or "JTD."

1.7 Date of Acceptance

These revised By-Laws are effective upon the approval of the JTD Board of Trustees on April 8, 2016.

2 By-Laws

2.1 General

The initial principal office of the Corporation in the State of Texas shall be located at 5620 Gollihar Rd., Corpus Christi, TX 78412. The Corporation may have such other offices, either within or without the State of Texas, as the Board of Trustees may determine or as the affairs of the Corporation may require from time to time. 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 office as required by the Texas Non-Profit Corporation Act. The registered office may be, but does not need to be, identical with the principal office in the State of Texas, and the address of the principal office and the registered office may be changed from time to time by the Board of Trustees.

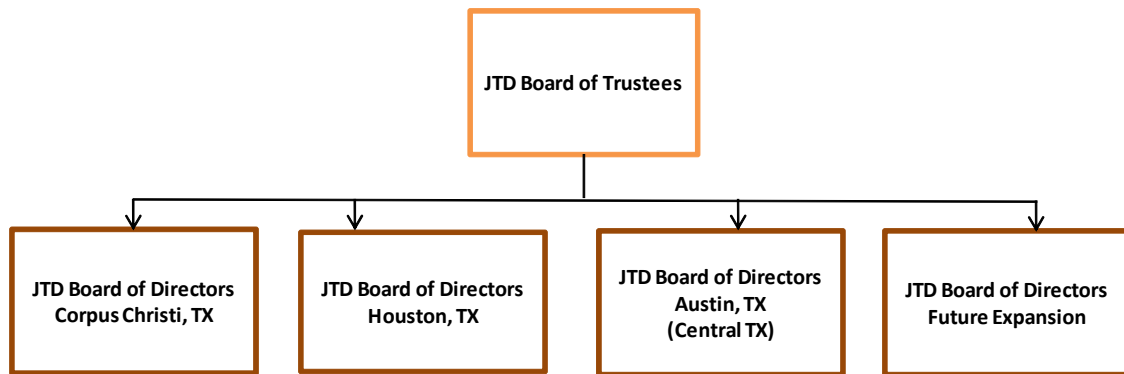
2.2 Community Qualifications for Membership

Persons who have completed Journey to Damascus, Walk to Emmaus, Chrysalis, Cursillo, Tres Dias or similar three-day movement, either here or in another Community, may become members of this Community by participating in Journey to Damascus activities and asking that their names be added to the mailing list maintained by the Community.

2.3 The Board Of Trustees

2.3.1 Rationale for the formation of Board of Trustees

The original Journey to Damascus Board was, and continues to be, located in Corpus Christi, Texas; it has acted as the governing board for Journey to Damascus. With the successful expansion of the movement into Houston and potentially other cities, the overseeing and aiding of these communities in addition to managing the Corpus Christi community has become a greater and greater challenge. In addition, Journey to Damascus Houston Community felt isolated with limited input to the organization. Therefore, at Journey to Damascus Board of Corpus Christi retreat in the fall of 2007, which included the president of The Journey to Damascus Board of Houston, it was decided to create a governing or advisory Board. Subsequent evaluation seemed to indicate that creating a Board of Trustees would provide an acceptable solution.



2.3.2 General Powers.

The Board of Trustees shall be empowered to:

- Make any and all regulations, rules, policies, user agreements, terms of use, and other such decisions as may be necessary for the continued functioning of the organization not inconsistent with these By-Laws.
- Uphold the Magisterial teachings of the Roman Catholic Church.
- Ensure practices and protocols in all Journey to Damascus communities remains consistent with the current By-Laws, Policies and Manuals of Journey to Damascus.
- Obtain and maintain a copyright and/or trademark for the name Journey to Damascus Movement so as to restrict its use to those communities who want to be affiliated and thus maintain the integrity of the program.
- Supervise an annual Lay Director (LD) Training. (All LDs and Board Reps must attend a training session within 12 months prior to Journey to Damascus weekend they are to direct. It is strongly recommended that ALDs attend a training session.)
- Supervise annual Community Board Training Retreat(s).
- Require that each Journey to Damascus Community sign Journey to Damascus Expansion Agreement. (See the Launch Protocol and Expansion Agreement document)
- Maintain a Journey to Damascus database.
- Aid new communities using the "Protocol Starting a new Journey to Damascus Community" and the "Journey to Damascus Expansion Agreement."
- Allow responsible inquiring groups to have copies of our documentation.
- Establish, maintain and utilize a process for reviewing suggested changes in the By-Laws or manual proposed by the Community Boards in order to accept or reject the suggested changes and notify that Community of the decision.

- Provide each Community with an electronic and hard copy of the By-Laws and LD manual on an annual basis in addition to changes as they occur.
- Establish a Planning calendar and update it as needed.

2.3.3 Appointment, Number, Tenure, and Qualification. (Trustees)

- The number of Trustees shall be at least seven (7), nor more than fifteen (15).
- Each fully functioning community will be represented by two Trustees nominated by their respective Community Board and approved by the Ordinary or his delegate to represent their home diocese on the Board of Trustees (attached is an example of a nomination and approval letter for use by a diocese). Such Community Representative Trustees shall serve a term of two (2) years, and may serve a maximum of two (2) consecutive terms; however, no limit on lifetime terms shall be imposed.
- At-Large Trustees (persons elected who do not represent a particular Community) shall serve for a term of three (3) years, and may serve a maximum of two (2) consecutive terms; however, no limit on lifetime terms shall be imposed. The number of At-Large Trustees shall be the same number as Communities.
- Each Trustee shall hold office until their term is expired and until their successor shall have been elected or until their earlier resignation, removal from office, or death.
- The sitting Board of Trustees reserves the right to ask the respective Community Board to replace a representative of their community serving as a trustee.
- The Spiritual Director will be a priest who will be selected in cooperation with the Bishop of Corpus Christi, Texas.
- Trustees must be members of Journey to Damascus Community. (They may have attended a Walk to Emmaus, Chrysalis, Cursillo, or Tres Dias weekend, either here or in another Community, and have asked that their names be added to the mailing list maintained by Journey to Damascus community.)
- Trustees should be actively involved in Journey to Damascus activities.
- Trustees may be members of a Community Board, but are not required to be members of a Community Board.
- The terms of the Trustees shall be staggered, so that the terms of less than one-half of the Trustees expire in each year.
- Trustees may not be compensated for their roles as Trustees. They may be allowed expenses, by resolution of the Board, for attending meetings, if necessary. No Trustee shall be employed or otherwise receive compensation from the Corporation for their duties as Trustees.

2.3.4 Meetings. (Trustees)

- To meet monthly at a place and on a day designated by the Board of Trustees unless otherwise ordered by a two-thirds (2/3) vote of the Board in a regular meeting. Meetings may be held by electronic means such as telephone as long as a quorum of all Directors are able to participate fully in any discussions with all the other members of the Board.
- A quorum shall consist of a majority of the Trustees.
- Community Representative Trustees are responsible for providing an update of their community at each meeting, either verbally or in writing.
- A resolution signed by all the Trustees shall have the same force as if it were passed at a duly called meeting of the Board of Trustees and shall be included in the corporate records.
- **Procedure.**
 - The meeting will be held under Robert's Rules of Order.
 - An agenda is to be mailed or e-mailed to all members at least one week prior to the meetings.
 - If a Trustee will be unable to attend a meeting, the absence shall be reported to the Chair at least five days prior to the meeting. If no Community Representative Trustee will be in attendance for a community, one of the Community Representative Trustees shall submit a written report to the Chair at least three days prior to the meeting.
 - The roll call results of any issue voted on by phone/e-mail will be presented at the next scheduled board meeting listing each Trustee and how they voted.
 - Any consent resolution which has not received affirmative votes from the majority of the board members or has not received negative votes from the majority of the board members shall be presented for a vote at the next board meeting.
- **Special Meetings. (Trustees)**
 - Calling.
 - Special meetings of the Board of Trustees may be called by the Chair of the Board, by the Vice-Chair or by any two Trustees.
 - The person or persons who call a special meeting of the Board of Trustees may fix the place for holding such special meeting with facilities so all attending Trustees are able to participate fully in any discussions with all the other members of the Board including using electronic means.
 - Notice.
 - Notice of any special meeting shall be given at least ten (10) days before the meeting by written notice delivered personally, or by email, chat room, or fax to each Trustee at his/her business address.
 - In the case of emergency, the Chair of the Board of Trustees or the Vice-Chair of the Corporation shall prescribe a shorter notice to be given personally or by communicating to each Trustee at his email address, residence or business address in like manner.

2.3.5 Voting Means & Delegation. (Trustees)

- Voting on all matters, including the election of Trustees and officers, may be conducted by mail, electronic mail, facsimile transmission, chat software, video conferencing, or other similar verifiable means.
- Proxy voting shall not be allowed.
- Any action required or permitted to be taken by the Board of Trustees under these By-Laws or any provision of law may be delegated by the Board to the Chair, to any committee of the Board or to any community.

2.3.6 Notice.

Whenever any notice is required by the By-Laws, it shall be deemed to be sufficient if mailed via first class mail to the last known address of the intended recipient or to the last known email address of the member.

2.3.7 General Resignations, Vacancies & Removals. (Trustees)

- Any Trustee of the organization may resign at any time by giving written notice to any officer of the Board of Trustees.
- Any such resignation shall take effect at the time specified therein, or, if the time is not specified therein, upon its acceptance by the Board of Trustees.
- Any vacancy occurring in the Board of Trustees may be filled by the affirmative vote of a majority of the remaining Trustees.
- A Trustee elected to fill a vacancy shall hold office only until the next annual meeting of Trustees and until their successor shall be elected.
- Absences. Board members who miss three consecutive meetings (not to include special meetings), or more than 50% of the meetings already held during the member's tenure, shall be considered to have vacated their position on the Board and shall be replaced.
- Any Trustee may be removed by a majority vote of the full membership of the Board.
- Any officer elected or appointed by the Board of Trustees may be removed by the Board of Trustees whenever in its judgment the best interests of the Corporation would be served thereby; however, such removal shall be without prejudice to the contract rights, if any, of the officer so removed.

2.3.8 Officers And Duties. (Trustees)

Number.

The Board of Trustees shall elect from among its members a Chair and Vice Chair. The Board of Trustees shall also elect an Executive Secretary and Treasurer, who do not need to be trustees.

Term, Removal, Vacancies & Resignations.

- These officers shall be elected for one-year terms of office by majority vote of the Board and may be re-elected at the expiration of their term.
- Any officer or agent elected or appointed by the Board of Trustees may be removed by the Board of Trustees whenever, in its judgment, the best interests of the Corporation would be served thereby.
- A vacancy, however occurring, in any office may be filled by the Board of Trustees for the unexpired portion of the term.
- Any officer of the Corporation may resign at any time by giving written notice to any officer of the Board of Trustees. Any such resignation shall take effect at the time specified therein, or, if the time is not specified therein, upon its acceptance by the Board of Trustees. The resigning officer may elect to continue to serve as a Trustee.

Chair.

- The Chair shall, when present, preside at all meetings of the Board of Trustees.
- The Chair shall have general supervision of the affairs of the Corporation and shall make reports to the Board of Trustees at meetings and other times as necessary to keep Trustees informed of Corporation activities.
- The Chair may sign, with the Executive Secretary or any other proper officer of the Corporation thereunto authorized by the Board of Trustees, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Trustees has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Trustees or by these By-Laws to some other officer or agent of the Corporation, or shall be required by law to be otherwise signed or executed. The Chair shall in general perform all duties as from time to time may be assigned to them by the Board of Trustees.

Vice Chair.

- The Vice Chair shall perform the duties and have the powers of the Chair when the Chair is absent or unable to perform their duties. Other duties of the Vice Chair may be designated by the Board of Trustees or the Chair.
- The Vice Chair will serve as Chair after his/her term as Vice Chair. The elected Vice Chair shall rotate between an At-Large Trustee and a Community Representative Trustee.
- The Vice Chair will be the:
 - Logistics Officer and may select one or more individuals to serve on their team from the Damascus/Emmaus/Cursillo community and at Lay Director Training will provide each

Lay Director with:

- Crosses
 - Prayer books
 - Team manuals for each team.
 - Certain other supplies for each Journey to Damascus weekend
- Document Manager and may select one or more individuals to serve on their team from the Damascus/Emmaus/Cursillo community
- This committee will be responsible for maintaining, copying and providing manuals and documentation for the Teams, along with including revisions as approved by the Board of Trustees.
 - This committee will provide additional copies of the documentation in whole or in part upon request of LDs, SDs or Board members. Forms such as pilgrim applications will be available on demand. The copies may either be hard copy or electronic media.
 - The committee will place orders for printed materials no later than six (6) weeks prior to LD training.
- **Executive Secretary.**
- The Executive Secretary shall keep accurate records of all Corporation meetings; ensure that all notices are duly given in accordance with the provisions of these By-Laws or as required by law; maintain corporate records and perform all duties of the office of the Executive Secretary and such other duties as may be assigned by the Chair or the Board of Trustees.
 - After acceptance of the complete revision of these By-Laws and LD manual, the Executive Secretary will subsequently maintain a separate list of all motions which affect the content of the By-Laws and LD manual to include:
 - The date motion was voted on.
 - The exact wording of the motion.
 - If the motion modified or changed material in the By-Laws or LD manual, a copy of that material will be put in the record along with the new motion.
 - Whenever possible, the rationale for the change should be included.
 - The changes will be inserted prior to new manuals being printed and a new list of changes started.
 - The old list will be maintained in a separate file for possible review at a later date.
 - When a change is passed that could affect pending Journey to Damascus weekends, a copy of the change will be mailed to that LD.
- **Treasurer.**
- The Treasurer shall have charge and custody of, and be responsible for, all funds and securities of the Board of Trustees.
 - Receive receipts for monies payable to, and give receipts for monies due from, any source whatsoever, and deposit all such monies in the name of the Corporation in such banks, trust companies, or other depositories as shall be selected in accordance with the provisions of these By-Laws.

- Review the financial operations of the organization and advise, along with the Executive Secretary, on financial matters, including audits.
 - Make financial reports to the Board of Trustees at regular and special meetings
 - Perform such other duties as assigned by the Chair or the Board of Trustees.
- Committees**
- The Board of Trustees shall create Committees as deemed necessary by the Board of Trustee. Each designated Committee shall dissipate when all tasks assigned by the Board of Trustees are completed by the Committee.
 - Committees may include, as committee members, persons from the Community and other professionals who are not Board members, provided the membership of the Committee is approved by the Board.

2.3.9 Assets (Trustees)

- Dedication of Assets.** The property of this Corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this Corporation shall ever inure to the benefit of any Trustee, officer or members thereof or to the benefit of any private individual.
- Distribution of Assets.** Upon the dissolution or winding-up of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation shall be distributed to a nonprofit fund, foundation, or Foundation corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under 501(c)(3) of the Internal Revenue Code of 1954, or corresponding provisions of subsequent federal tax laws.

2.3.10 Financial Matters (Trustees)

- The Board of Trustees will establish costs for materials and services they provide and assess each Community a pro-rated amount based each Community's yearly number of Journey to Damascus weekends.
- Each Journey to Damascus Community will agree to annual audits and audits on demand from the Board of Trustees and will use bookkeeping procedures and programs as specified by the Board of Trustees.
- Contracts.** The Board of Trustees may authorize any officer or officers, agent or agents to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, unless otherwise restricted by law. Such authority may be general or confined to specific instances.
- Loans.** No loans shall be contracted on behalf of the Corporation and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Trustees. Such authority may be general or confined to specific instances.

- **Bank accounts.** Bank accounts are to be established so that signatures of two officers are required for all checks over five hundred dollars (\$500.00).
- **Checks, Drafts, Etc.** All checks, drafts, or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Corporation, shall be signed by such officer or officers, agent or agents of the Corporation and in such manner as shall from time to time be determined by resolution of the Board of Trustees.
- **Deposits.** All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, or other depositories as the Board of Trustees may select.
- **Expenses.** The Board of Trustees may authorize any officer or officers, agent or agents of the Corporation, in addition to the officers so authorized by these By-Laws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to specific instances. All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation, shall be signed by such officer or officers, agent or agents of the Corporation and in such manner as shall from time to time be determined by resolution of the Board of Trustees.

2.3.11 Indemnification (Trustees)

The Corporation shall indemnify any Trustee or officer or any former Trustee or officer to the full extent permitted by law.

2.3.12 Miscellaneous (Trustees)

- **Fiscal Year.** The fiscal year of the Corporation shall be Jan. 1 – Dec. 31 of each year. The accounts of the Corporation shall be audited annually by a Certified Public Accountant.
- **Delivery of Notices.** Whenever any notice is required by the By-Laws, it shall be deemed to be sufficient if mailed via first class mail to the last known address of the intended recipient or to the last known email address of the member. Such notice may be waived in writing by the intended recipient.

2.3.13 Documentation Amendments (Trustees)

- **By-law Modification.** These By-Laws may be altered, amended or repealed and new By-Laws may be adopted by a majority of the entire Board of Trustees at any regular meeting or special meeting, provided that at least ten days written notice is given of intention to alter, amend or repeal or to adopt new By-Laws at such meeting.
- Proposed amendments or modifications to the documentation or Lay Director manual must be voted in the affirmative by a three fourths (3/4) vote of the Board and then forwarded to the Board of Trustees for their approval.

- Proposed amendments or modifications to the documentation or Lay Director manual if urgently required and not felt to be of great significance, may be implemented directly and notice of such modification promptly sent to the Board of Trustees for review and possible incorporation into the next year’s manual either for adoption by the entire community or as an amendment for a specific community based on the uniqueness of the environment or culture. If there is any question of significance, one of the Trustees is to be contacted prior to instituting the change. All other changes should be sent to the Board of Trustees with an explanation for the requested change.
- Upon acceptance of a proposed amendment or modification to the By-Laws or any part of the manual documentation by the Board of Trustees and/or a given Community Board of Directors, an appointed person shall modify the appropriate document(s) accordingly and shall make note of the changes within the document’s Document Change Management section for historical purposes.

2.4 Community Board of Directors

In large part, the By-Laws by which each Community Board of Directors operates is parallel to those of the Board of Trustees with the following By-Laws superseding.

2.4.1 Purpose

The purpose of the Community Board of Directors is to serve their community and, through prayerful discernment, carry on the work of Journey to Damascus.

2.4.2 Duties

See also Board of Trustees – Duties.

- Uphold the Magisterial teachings of the Roman Catholic Church on JTD weekends.
- Conduct JTD weekends and Fourth Day activities using the guidelines and protocols as established and maintained by the Board of Trustees
- Manage its own finances using the guidelines and protocols as established and maintained by the Board of Trustees.
- Honor the terms of the “Journey to Damascus Expansion Agreement”
- Manage its own registration using the guidelines and protocols as established and maintained by the Board of Trustees.
- Review the team member list as provided by Nominating/Team Selection Committee during executive session for approval. The Board may delay approval of the team if it deems the Team Selection Committee needs to make changes and then resubmit it at the next Directors meeting.
- On an annual basis, create a calendar for the coming year and update as needed.

- Conduct an Annual Meeting each year at a place and on a day designated by the Board of Directors, for the purpose of electing Directors and for the transaction of such other business as may come before the meeting.
- Secure from Board Representative and Lay Director for each JTD weekend a signed Leadership Agreement.

2.4.3 Appointment, Number, Tenure, and Qualification.

- The Nominating/Team Selection Committee will present to the Board a roster of potential board members four months prior to the annual Community meeting. The Board, through discussion and voting, will produce a provisional slate of nominees who will then be contacted to see if they are willing to serve. Additional nominees will be contacted until a full slate has been developed which will include:
 - Four new Director Positions.
 - Any Director Position that had become vacant whether or not a temporary replacement had been appointed.
 - One Community Trustee Position if a vacancy will occur.
- Nominations from the floor will be accepted.
- Each Board member position (except the Spiritual Director) will be elected by gaining a majority vote of the community present at the annual meeting.
- There are to be a minimum of 12 Directors.
- Directors will serve a term of three (3) years.
 - If a Director is Vice President in the final year of his/her three-year term, that director will be allowed to remain on the board for another two years serving one year as President and one year as past President.
- The Spiritual Director will be a priest who will be selected in cooperation with the Bishop of the community's Diocese.
 - If any problems arise between the Spiritual Director and the Board of Directors, both parties will report the concerns to the Secretary of Pastoral Services.
 - If the problem is not resolved, the Spiritual Director may be removed during his term by a simple majority of the Board members.
- Board members must be a member of the local Journey to Damascus community.
- The term of office starts on June 1 and ends on May 31, or as the local Journey to Damascus community decides.
- Board members may serve a maximum of two (2) consecutive terms; however, no limit on lifetime terms shall be imposed.
- Community Trustees**
 - Each community will have at least two representatives serving as Trustees on the Board of Trustees.

- The terms of the two Trustees shall be staggered, so that the term of only one expires in a particular year.
 - The two Trustees should not have identical terms of office so that there will not be two new trustees appointed at the same time.
 - Trustees will serve a term of two (2) years and may serve a maximum of two (2) consecutive terms.
 - If not a Community Board Member, the Trustee representing that particular Community shall serve on that Community Board as an ex-officio member.
- Current Board members are eligible to be nominated for LD positions. Pending LDs are eligible to be nominated to be on the Board.
 - Past LDs are automatically considered for Board positions.

2.4.4 Meetings.

See Board of Trustees – Meetings.

2.4.5 Voting Means & Delegation.

See Board of Trustees – Voting Means & Delegation.

2.4.6 Notice.

See Board of Trustees – Notice.

2.4.7 General Resignations, Vacancies & Removals.

See Board of Trustees – General Resignations, Vacancies & Removals.

2.4.8 Officers and Duties

- Election of Board Officers
 - The Nominating/Team Selection Committee will also provide a slate for the Board of Director Officers for the coming year (excluding the President). Additional nominations may be made by any Board Member.
 - Each board member position (except the Spiritual Director and President) will be elected by gaining a majority vote of the Board.
 - Voting is to be carried out by secret ballots which will be tallied by the current President and Vice-President.
- The term of office will be for one year and they may be re-elected at the expiration of their term with the exception of the President and Vice President.

- The officers of the board will consist of:
 - President.
 - Vice President.
 - Secretary.
 - Treasurer.
 - Spiritual Director (The Spiritual Director may nominate one or two assistant spiritual directors for Board approval).
 - Past President.

- President.
 - The President, in conjunction with the Spiritual Director, shall convene, preside at, prepare agendas for all meetings, promote the spirit of unity and invoke the Holy Spirit at all meetings.
 - The President shall serve as an ex-officio member of all standing committees with voting rights.

- Vice President.
 - The Vice President shall preside when the President is absent and otherwise assist the President.
 - The Vice President will serve as President after his/her term as Vice President.

- Secretary.
 - The Secretary shall record all meetings of the Board and distribute minutes of the meetings as soon as possible following the meeting.
 - Handle all communications to and from the Board.
 - Send applications and brochures as requested.
 - Write thank you letters for all scholarship monies that come in.
 - Check for mail, voice mail and email at least twice a week and handle as needed or forward to the appropriate person. (This duty may be handled by the registrar under the supervision of the Secretary, if the registrar agrees.
 - Maintain a log for policy changes made during board meetings. The Secretary will assign a policy number for each policy change. Policy number will have the last two numbers of the calendar year followed by a two-digit number in order starting with 01 at the beginning of each year. In addition to the exact wording of the policy, there should also be an explanation for change. These are to be forwarded directly to the Chairperson of the Board of Trustees for their approval.
 - Arranged for and confirm site reservations for the monthly Board meetings making sure site access is available if necessary by obtaining a key.

- Treasurer.
 - The Treasurer shall have charge and custody of and be responsible for all funds and securities of the Community.
 - Receive receipts for monies due to, and give receipts for monies payable from, any source whatsoever, and deposit all such monies in the name of the Community in such banks, trust companies, or other depositories as shall be selected in accordance with the provisions of these By-Laws.
 - Make financial reports to the Board of Trustees as requested by the Board of Trustees

- Spiritual Directors.
 - The Spiritual Director will be a priest who will be selected in cooperation with the Bishop of Corpus Christi as needed.
 - If any problems arise between the Spiritual Director and the Board of Directors, both parties will report the concerns to the Secretary of Pastoral Services.
 - If the problem is not resolved, the Spiritual Director may be removed during his term by a simple majority of the Board members.
 - The Community Spiritual Director shall work with the local Board of Directors and select a spiritual direction team at the same time Journey team selection takes place.
 - There shall be at least one woman as an assistant spiritual director on every Women's JTD weekend.
 - There shall be at least one member of the spiritual direction team in attendance at every team meeting.

- Past President
 - The past president shall be a member of the Board of Directors who has completed a three (3) year term on the Board of Directors, or an appointment filling a vacancy, and has served in the capacity of President of the Board of Directors in his/her final term.
 - The Past President shall have completed his/hers eligibility to serve as a member of the BOD.
 - The Past President shall be an ex-officio member of the Board of Directors with voting rights.
 - The Past President's term of office is one (1) year.

2.4.9 Board Appointments

- Committees
 - The Board will appoint the chairperson and additional individuals as listed below each June for the following committees.
 - Nominating/Team Selection Committee Chairperson
 - Fourth Day Committee Chairperson
 - Registrar Committee Chairperson
 - Scholarship Committee Chairperson (must be a member of the Board)

- Music Committee Chairperson
 - Public Relations Committee Chairperson
 - Website & Database Chairperson
 - Document/Historian Committee Chairperson
 - Candlelight & Closing Committee Chairperson.
- Committee Responsibilities are defined within the Journey to Damascus Board of Directors Committee Responsibilities document.
 - The appointees will assume their responsibilities concurrent with the election of Journey to Damascus Board members. (Committee descriptions and duties are detailed in the Board of Directors – Committee Responsibilities of this manual.)
 - Appointees do not have to be Board members but do have to be members of Journey to Damascus Community.
- Journey Lay Director
- From a list of eligible candidates the Board will select individuals who will be invited to a discernment process. The candidates will be informed that if they wish to be considered for Lay Director they must attend the discernment and the scheduled Lay Director training session.
 - Selection will be accomplished by a discernment process to occur after the May Board meeting and prior to May 31st.
 - Qualifications
 - Prospective LD's must have served in three different team positions including the following:
 - Assistant table leader/Table leader, one or the other but not both are required,
 - Angel/Cha,
 - Assistant Lay Director and
 - Lay Director in Training.
 - The candidate shall have given two (2) different weekend talks (Afterglow 4th day and Love & Unity not included).
 - Agree to sign the Journey To Damascus Weekend Leadership Agreement.
 - Agree to attend a Lay Director training.
 - Lay Directors should be Catholic.
 - Exceptions to the above requirements may be made at the discretion of the Board.
- Spiritual Director
- The Spiritual Director on the Board shall appoint a Journey Spiritual Director for each Journey to Damascus weekend, for approval by the Board.
 - Prospective Spiritual Directors for a weekend should have served as an assistant Spiritual Director on a prior weekend.
 - Prospective Spiritual Directors should have given a talk on a prior weekend.

Assistant Spiritual Director

The Spiritual Director and/or Assistant Spiritual Director on the Board shall nominate Assistant Spiritual Directors for each Journey to Damascus weekend, for approval by the Board.

Journey Board Representative

- The Board of Directors shall appoint a Journey Board Representative for each Journey to Damascus weekend. The selection will take place at Board meeting prior to LD Training or at an earlier date if the Board so chooses.
- Qualifications
 - Prospective Board Reps to be active in the Community and have sufficient team experience to be quite knowledgeable about the weekend.
 - Prospective Board Reps have to agree to attend the Lay Director training with their LD and to attend all team and St. Elsewhere meetings. No Exceptions.
 - Prospective Board Reps must have served as a Lay Director on a Journey to Damascus weekend or served a complete 3-year term as a Member of the Board of Directors.
 - Prospective Board Reps have to agree to sign the Journey To Damascus Weekend Leadership Agreement and carry out all the duties of the Board Rep as detailed later in this manual.

2.4.10 Assets

See Board of Trustees - Assets

2.4.11 Financial Matters

See Board of Trustees – Financial Matters

2.4.12 Indemnification

See Board of Trustees - Indemnification

2.4.13 Miscellaneous

See Board of Trustees - Miscellaneous

2.4.14 Documentation Amendments

See Board of Trustees – Documentation Amendments