

BYLAWS
BOONE MEMORIAL PRESBYTERIAN CHURCH
Caldwell, Idaho
(Revised: September 24, 2023)

The congregation of Boone Memorial Presbyterian Church of Caldwell, Idaho, which was organized as a church by the Presbytery of Boise on February 19, 1888, and incorporated (as First Presbyterian Church) by the State of Idaho on October 4, 1939, does hereby enact the following bylaws as containing the principles of its future government.¹

ARTICLE I

Ecclesiastical Connection

Section 1. This church is a particular congregation of the Presbyterian Church (USA) and is subject to the guidance and direction of the General Assembly, the Synod, and the Presbytery of jurisdiction.

Section 2. The principal office for the transaction of business of this church (including its corporate affairs) shall be at 406 S. 14th Avenue, Caldwell, ID, or as it is commonly known, at 14th and Dearborn, Caldwell, ID 83605.

ARTICLE II

Constitution

For its government and discipline, this church accepts the “Constitution of the Presbyterian Church (USA)”, and such additions as may be enacted by that denomination from time to time, together with those orders that come to this church from the Presbytery of Boise and the Synod of the Pacific.

ARTICLE III

The Church Session

Section 1. In accordance with the Constitution of the Presbyterian Church (USA), all the boards and organizations of this church are responsible to the Session.

Section 2. The Session shall also be charged with all other duties as outlined in the Constitution of the Presbyterian Church (United States of America).

Section 3. The spiritual affairs, government, and discipline of this church will be controlled and directed by a Session, consisting of approximately nine elders (no fewer than six) who must be

¹ On June 13, 1948, the church building was dedicated Boone Memorial Presbyterian Church.

members of this church, and the Pastor as moderator. In the pastor's absence, the Presbytery may appoint one of its clergy members as moderator (with the approval of the pastor).

Section 4. The Session shall be divided into three classes of equal numbers (approximately three elders in each class). Each class shall serve on the Session for three years, and the terms shall expire when the new incoming class is installed in January. Elders may serve up to two consecutive three-year terms and shall not be eligible for re-election for at least one year after expiration of the second full term.

Section 5. If a vacancy occurs in the Session for any reason (including unexpired terms, death, resignation, or removal) a special election to fill the vacancy may be called. But if no special election is called, the vacancy shall be filled at the following Annual Congregational Meeting.

Section 6. The Session shall hold regular monthly meetings and must meet at least 10 times per year. A quorum shall consist of the Pastor or other presiding officer and one-third of the currently serving elders. Session Standing Committees shall meet as often as necessary, but no fewer than four times each year. Special Session meetings may be called by the moderator upon notice to all members. They shall also be called upon the request of any two or more currently serving elders or upon the direction of Presbytery.

Section 7. Session meetings shall be held in person whenever possible (including special called meetings of Session). Under normal circumstances, elders may join meetings virtually with the pastor's approval so long as there is a quorum gathering in person. Under extraordinary circumstances (such as it being unsafe to meet in person) meetings may be entirely conducted virtually. The moderator will be responsible for determining whether conditions qualify as "extraordinary". Elders attending meetings virtually must be able to establish a reliable audio connection. A quorum must have a video connection, and it is preferred for all elders.

Section 8. The elders elected to the membership of the Session shall also be elected to be Trustees for the Corporation. They shall appoint a President and Vice-president from their membership to represent the Corporation. The currently serving Treasurer and Clerk of Session shall be appointed as the Treasurer and Secretary of the Corporation (see sections 10 & 11).

Section 9. The Session will be responsible for the temporal affairs of the church. They shall appoint standing committees to oversee and direct these affairs, approve committee membership, and review each committee's functions on an annual basis. These committees should oversee budgeting, finance, fundraising, administration, mission, worship, personnel, and others according to the needs and desires of the church. Each committee shall be chaired by a currently serving elder. Membership of each committee shall consist of at least two additional persons, who may or may not be current members of the church.

Section 10. The Session shall elect a Clerk of Session for a term of one year. The Clerk of Session must be an Elder and does not need to be serving on current Session. The Clerk of Session can serve consecutive one-year terms without a break with Session approval.

Section 11. The Treasurer is responsible to the Pastor, Session, and in cooperation with the Resource Committee. They shall be responsible for all funds going in and out of the church. They may be assisted in this task by the Office Coordinator or other individuals as approved by Session. The

Treasurer shall continue in this position so long as the job performance is satisfactory to the Pastor, Session, and Finance Committee.

Section 12. The Chair of the Deacons shall serve ex officio as a liaison to the Session. They shall have voice but not vote at all meetings. If the Chair is unable to attend a meeting, they may appoint a currently serving Deacon to serve as liaison in their place.

ARTICLE IV

The Deacons

Section 1. The office of Deacon is one of sympathy, caring, witnessing, and service. The Board of Deacons shall have the responsibility to minister to those in need, to the sick, to the friendless, and to any who may be in distress. The Board shall assume such duties, not limited to the foregoing, as may be delegated to it by the Session.

Section 2. The Board of Deacons shall consist of at least six positions. Each position may be shared by two people. A chair shall be elected from the Board, who shall also serve as liaison to Session. The Board may also elect from its membership a vice-chair, secretary, and treasurer as needed. A quorum for the transaction of business shall be one-half of its membership.

Section 3. The Deacons shall be divided evenly into three classes (a minimum of two Deacons per class). Each class shall serve three years. The classes shall be so arranged that the terms of one class shall expire at each annual meeting. Deacons may serve up to two consecutive three-year terms and shall not be eligible for re-election until at least one year after the expiration of the second full term.

Section 4. The Board shall hold Stated Meetings. Special meetings shall be held whenever requested by two of its members, by the Session, or by the Pastor. The Board shall keep a record of its proceedings and shall share such records with Session upon request.

Section 5. Virtual meetings are to be held in the same way and under the same circumstances as provided for Session (see Article III Section 7).

Section 6. Vacancies on the Board are to be filled in the same way as provided for the filling of vacancies in the Session (see Article III Section 5), or by temporary appointments by the Session until the next Annual Meeting.

ARTICLE V

Congregational Meetings

Section 1. There shall be one Stated Meeting of the Congregation each year. The Annual Meeting shall be held during the month of September at a time and place specified by the Session for the purposes of electing Elders and Deacons, reviewing the budget for the ensuing calendar year, approving the pastor's terms of call, selecting of members of the nominating committee, and transacting any and all business that may properly come before it. Notice of this meeting shall be

given from the pulpit during public worship on the two preceding Sundays and shall be communicated as widely as possible.

Section 2. The Annual Meeting shall be divided into two parts: The Congregational Meeting and the Corporation Meeting.

Section 2a. During the Congregational Meeting, the Pastor shall preside, and the Clerk of Session shall act as secretary. During the discussion of the Pastor's Terms of Call, the Chair of the Personnel Committee shall preside in the pastor's place. If there is no Pastor, or if the Pastor and the Session agree they should not preside, then a minister of the Presbytery shall be invited by the Session to preside. The invitation shall be cleared through the Committee on Ministry (COM) of the Boise Presbytery.

Section 2b. Upon the conclusion of the Congregational Meeting, the President of the Corporation shall immediately convene the Corporation Meeting. Its presiding officer shall be the President of the Corporation, or in their absence, the Vice-President of the Corporation. The business of the Corporation shall consist of designating the Session to act as the Corporate Board of Directors until the next Annual Meeting and informing the congregation of the Corporation's elected officials.

Section 3. Special Meetings of the Congregation may be called by the Session or by the Presbytery. Such calls shall clearly state the purpose of such meetings, and no other matter save that specified in the call may be considered.

Section 4. Public notice of the time, place, and purpose of all meetings of the Congregation shall conform to the rules for calling the Annual Meeting.

Section 5. A quorum for the transaction of business at all Congregational Meetings shall consist of a minimum of one-tenth of the membership.

Section 6. All current members of this church shall be entitled to vote in the election of Pastors, Elders, and Deacons. The qualification of voters shall be established by the records of the church.

Section 7. All meetings shall be conducted according to the most recent version of Robert's Rules of Order.

Section 9. The minutes of all Congregational Meetings and Corporation Meetings shall be kept by the Clerk of the Session. Before they are committed to permanent form, the minutes and records shall be approved by the Session.

ARTICLE VII

The Nominating Committee

Section 1. Nominations for all elected offices of the church shall be made by the Nominating Committee. The Nominating Committee shall be chosen annually and serve from Annual Meeting to Annual Meeting. The Committee shall be composed as follows: (a) One member of the Session

serving as Chair (b) The outgoing officers whose terms will be expiring (normally 4-5 officers). One of these officers may serve as Chair. (c) At least one, but no more than three selected by the congregation at the Annual Congregation Meeting. These selected by the congregation shall not be in active service on the Session or Deacons. (d) The Pastor will be an ex-officio member of the Nominating Committee.

Section 2. All nominees for the office of Elder or Deacon shall meet all qualifications set forth in the Constitution of the Presbyterian Church (USA).

Section 3. The Nominating Committee shall be constituted at the Annual Congregational Meeting to serve one year beginning with the conclusion of that meeting.

Section 4. The Nominating Committee shall present one eligible person for each office (or two, if a chaired Deacon position) to be filled. Public notice of the names of nominees shall be given at least one week prior to election. Additional nominations may be made from the floor. Any person nominated shall have given consent to be nominated.

Section 5. Elected Elder/Trustees and Deacons shall be installed (and ordained, if required) in a regular Sunday morning worship as soon as possible, no later than the last Sunday in January. A term of service shall begin at the first stated meeting of the respective bodies in the new year (service may be “pending ordination/installation”, if necessary).

Section 6. For good cause, an Elder or Deacon may resign from office with the consent of the Session. Membership on the Session or Board of Deacons terminates automatically upon termination of membership. Vacancies shall be filled by the nominating committee and approved by the congregation.

Section 7. When an Elder or Deacon has been absent from three successive meetings of his Board without excuse, the Congregation may, upon recommendation of that Board, declare the position vacant and elect another person to fill the unexpired term.

Section 8. Elders and Deacons shall be selected for election regardless of age, gender, national origin, race, sexual orientation, or marital status, but shall be active members of the church who are committed to Jesus Christ.

ARTICLE VIII

Amendments

Amendments to these bylaws, not in conflict with the Constitution of the denomination and the laws of the State of Idaho, may be made at any Congregational meeting by a simple majority of those present, or by the written assent of two-thirds of the members of the church to such amendments. At least three voting members of the church must approve of any amendments before they are put before the congregation for a vote. A notice of such meetings and the proposed amendments must be given on the two preceding Sundays. These bylaws shall become operative immediately upon adoptions.

HISTORY OF BYLAW AMENDMENTS & CHANGES
BOONE MEMORIAL PRESBYTERIAN CHURCH
(Based on dates recorded in Bylaws—may be some gaps)

- Organized as a church by the Presbytery of Boise, February 19, 1888.
- Incorporated as First Presbyterian Church by the State of Idaho, October 4, 1939.
- Dedicated as Boone Memorial Presbyterian Church, June 13, 1948.
- Revised January 1980.
- Revised February 1984.
- Revised November 27, 1988.
- Revised November 24, 2002.
- Revised January 31, 2010.
- Revised January 29, 2012.
- Revised November 15, 2020.
- Revised September 24, 2023