



# Evangelical Lutheran Church in America

God's work. Our hands.

## CONSTITUTION, BYLAWS, AND CONTINUING RESOLUTIONS

of the

**Indiana–Kentucky Synod of the Evangelical Lutheran Church in America**

November 2023

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## INTRODUCTION to the *Constitution for Synods*

The *Constitution for Synods*, like the other governing documents of this church, reflects the theology and polity of this church as it organizes itself to preach the gospel of Jesus Christ, share the sacraments, reach out to the neighbor with good news, and share the love of God in the world. Each expression of this church — churchwide, synod and congregation — is held together in a relationship of interdependence that encourages each to respond to its context. These documents also demonstrate our commitment to seeing ourselves with others as part of the one, holy, catholic, and apostolic Church. As such, the *Constitution for Synods* is deeply rooted in Scripture, the Lutheran Confessions, and the history of this church and its predecessors.

The *Constitution for Synods* was adopted by the Constituting Convention of the Evangelical Lutheran Church in America, as required by the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*. This current edition of the *Constitution for Synods* contains changes adopted by all churchwide assemblies, including the fifteenth Churchwide Assembly in 2019. It is consistent with the requirements of the governing documents of the ELCA's churchwide organization, and it provides organizational flexibility to recognize local context.

► **Required provisions:** Sections of the *Constitution for Synods* marked by a dagger [†] are required provisions. These sections, including constitutional provisions and bylaws, must be used without alteration or amendment of the text in any manner (i.e., neither additions nor deletions are permissible). In accordance with provision †S18.11, amendments to required provisions in the *Constitution for Synods* passed by the Churchwide Assembly are automatically incorporated into the constitutions of individual synods upon formal certification by the secretary of this church. Because the secretary has provided such certification following the 2019 Churchwide Assembly, required provisions marked by a dagger [†] have been incorporated into synod constitutions.

► **Codification explanation:** The *Constitution for Synods*, like the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America* and the *Model Constitution for Congregations*, is organized into chapters by general subject matter and codified as (a) constitutional provisions, (b) bylaws, and (c) continuing resolutions. Each provision is preceded by a capital “S.” If a provision is mandatory, it will be preceded by a dagger, “†S.”

- a. Constitutional provisions are codified with two sets of numbers, preceded by an “S”: the chapter number, followed by a period and a two-digit number. A period follows the two-digit number. Thus, one required constitutional provision related to “Conferences, Clusters, Coalitions, Area Subdivisions, and Networks” in Chapter 12 is codified as “†S12.01.” In accordance with Chapter 18, titled “Amendments, Bylaws, and Continuing Resolutions,” there are three types of constitutional provisions in each synod’s constitution:
  1. Required constitutional provisions adopted by the Churchwide Assembly are designated by a dagger “†”, as discussed above (†S18.11.);
  2. Recommended constitutional provisions adopted by the Churchwide Assembly may be adopted by majority vote at one meeting of the Synod Assembly (†S18.12.);
  3. Other constitutional provisions, including different versions of the recommended provisions referred to in the previous paragraph, may be initiated in and adopted by individual synods, but such provisions may not conflict with the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*. Such synod constitutional amendments are adopted and become effective in accordance with †S18.13.
- b. Bylaws follow constitutional provisions to which they apply. They are not intended to be organized in a separate document at the end of the constitutional provisions. Bylaws are codified with three sets of numbers: the chapter number (preceded by an “S”), the related constitutional provision number, and a two-digit number. There are periods after the chapter number, after the reference to the constitutional provision, and after the bylaw number. Thus, a bylaw relating to synod networks would be codified as “S12.01.01.” Although the *Constitution for Synods* contains some required bylaws, there is not a model set of bylaws or continuing resolutions because bylaws and continuing resolutions normally relate to specific practices and details of each synod’s organization, operation, and life. Thus, each synod has discretion and may develop its own bylaws and continuing resolutions, including bylaws and continuing resolutions under required constitutional provisions, but no such bylaw or continuing resolution may conflict with constitutional provisions in the *Constitution for Synods*, mandatory synod bylaws, or with the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*. Bylaws are adopted and amended in accordance with Chapter 18. Newly adopted bylaws or amendments to bylaws shall be reported to the secretary of this church.

- c. Continuing resolutions are intended to provide descriptions of operational patterns and practices or of the ongoing responsibilities of committees or other units within the organizational structure of the synod. They follow the relevant constitutional provision or bylaw to which they refer. Continuing resolutions also are codified with three sets of numbers, except that the third set is preceded by a capital letter. Thus, a continuing resolution describing the contents of a Synod Council report to the Synod Assembly in Chapter 10 might be numbered “S10.03.A19.” The initial numbers “S10.03” indicate that the continuing resolution relates to the designated constitutional provision, which in this case states that the functions of the Synod Council include providing a report to the regular meeting of the Synod Assembly. The final letter and numbers “A19” designate that this is the first continuing resolution “A” and the year that it was adopted, in this example 2019. Continuing resolutions are adopted and amended in accordance with Chapter 18. Unlike constitutional provisions and bylaws, continuing resolutions may be adopted either at a legally called and conducted meeting of the Synod Assembly (by a majority vote) or by the Synod Council (by a two-thirds vote). New continuing resolutions or amendments to existing continuing resolutions shall be reported to the secretary of this church.

► **Missing numbers:** You will notice that certain numbers are missing from the numbering sequence in some chapters. These omissions are intentional. For example, in some chapters the number “.10.” and multiples thereof have been reserved for possible use as section headings in future editions.

► **Selection of options:** Alternatives are provided in some places within the *Constitution for Synods*. Alternatives are noted by brackets or blank lines. For example, constitutional provision †S8.51. allows synods to choose the length of terms for the vice president, secretary, and treasurer. The appropriate number of years should be filled in by each synod. In addition, †S8.51.c. provides that the treasurer may be elected by the Synod Assembly or appointed by the Synod Council. Each synod should select one of those options.

► **References to church:** In the governing documents, “Church” with a capital letter refers to the one, holy, catholic, and apostolic Church. The words “church” or “this church” in lower case letters refer to the Evangelical Lutheran Church in America.

► **Consultation and concluding comments:** In order to assist synods, the Office of the Secretary is available for consultation, both about potential amendments to the *Constitution for Synods* and about the review process for congregational constitutions. The important task of amending a constitution is challenging. It is, however, an essential endeavor that merits thoughtful work. In addressing the synod’s constitutional responsibilities, may God grant you and your colleagues wisdom, discernment, and commitment to the unity of this church in faithful witness to our Lord and Savior, Jesus Christ.

Secretary Wm Chris Boerger  
Evangelical Lutheran Church in America  
August 10, 2019

# INDIANA–KENTUCKY SYNOD, ELCA

## Constitution, Bylaws, and Continuing Resolutions<sup>1</sup>

### Chapter 1.

#### NAME AND INCORPORATION

- †S1.01. The name of this synod, as determined by the Churchwide Assembly, shall be the Indiana-Kentucky Synod of the Evangelical Lutheran Church in America.
- †S1.02. For the purposes of this constitution and the accompanying bylaws, the Indiana-Kentucky Synod of the Evangelical Lutheran Church in America is hereafter designated as “this synod” or “the synod.”
- †S1.11. This synod shall be incorporated. Amendments to the articles of incorporation of this synod shall be submitted to the Church Council for ratification before filing.
- †S1.21. The seal of this synod is a cross with three united flames emanating from the base of the cross and three entwined circles beside the cross. The name of this synod and the year of its constituting convention form the circular outer edge of the seal.

### Chapter 2.

#### STATUS

- †S2.01. This synod possesses the powers conferred upon it, and accepts the duties and responsibilities assigned to it, in the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*, which are recognized as having governing force in the life of this synod.
- †S2.02. The name Evangelical Lutheran Church in America (ELCA or “this church”) as used herein refers in general references to this whole church, including its three expressions: congregations, synods, and the churchwide organization. The name Evangelical Lutheran Church in America is also the name of the corporation of the churchwide organization to which specific references may be made herein.
- †S2.03. No provision of this constitution shall be inconsistent with the constitution and bylaws of this church.

### Chapter 3.

#### TERRITORY

- †S3.01. The territory of this synod, as determined by the Churchwide Assembly, shall be the Commonwealth of Kentucky and the State of Indiana.
- †S3.02. “Determined by the Churchwide Assembly,” as stipulated by †S3.01., is understood to include the reported changes in synod relationship made by any congregation in a border area agreed under ELCA bylaws 10.01.01. and 10.01.03.

### Chapter 4.

#### CONFESSION OF FAITH

- †S4.01. This synod confesses the Triune God, Father, Son, and Holy Spirit.

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<sup>1</sup> † required provision

Sn.nn.—constitution provision

Sn.nn.nn.—bylaw resolution

Sn.nn.Ayy.—continuing resolution

- †S4.02. This synod confesses Jesus Christ as Lord and Savior and the Gospel as the power of God for the salvation of all who believe.
- a. Jesus Christ is the Word of God incarnate, through whom everything was made and through whose life, death, and resurrection God fashions a new creation.
  - b. The proclamation of God’s message to us as both Law and Gospel is the Word of God, revealing judgment and mercy through word and deed, beginning with the Word in creation, continuing in the history of Israel, and centering in all its fullness in the person and work of Jesus Christ.
  - c. The canonical Scriptures of the Old and New Testaments are the written Word of God. Inspired by God’s Spirit speaking through their authors, they record and announce God’s revelation centering in Jesus Christ. Through them God’s Spirit speaks to us to create and sustain Christian faith and fellowship for service in the world.
- †S4.03. This synod accepts the canonical Scriptures of the Old and New Testaments as the inspired Word of God and the authoritative source and norm of its proclamation, faith, and life.
- †S4.04. This synod accepts the Apostles’, Nicene, and Athanasian Creeds as true declarations of the faith of this synod.
- †S4.05. This synod accepts the Unaltered Augsburg Confession as a true witness to the Gospel, acknowledging as one with it in faith and doctrine all churches that likewise accept the teachings of the Unaltered Augsburg Confession.
- †S4.06. This synod accepts the other confessional writings in the Book of Concord, namely, the Apology of the Augsburg Confession, the Smalcald Articles and the Treatise, the Small Catechism, the Large Catechism, and the Formula of Concord, as further valid interpretations of the faith of the Church.
- †S4.07. This synod confesses the Gospel, recorded in the Holy Scripture and confessed in the ecumenical creeds and Lutheran confessional writings, as the power of God to create and sustain the Church for God’s mission in the world.

## **Chapter 5.**

### **NATURE OF THE CHURCH**

- †S5.01. All power in the Church belongs to our Lord Jesus Christ, its head. All actions of this synod are to be carried out under his rule and authority.
- †S5.02. This church confesses the one, holy, catholic, and apostolic Church and is resolved to serve Christian unity throughout the world.
- †S5.03. The Church exists both as an inclusive fellowship and as local congregations gathered for worship and Christian service. Congregations find their fulfillment in the universal community of the Church, and the universal Church exists in and through congregations. This church, therefore, derives its character and powers both from the sanction and representation of its congregations and from its inherent nature as an expression of the broader fellowship of the faithful. In length, it acknowledges itself to be in the historic continuity of the communion of saints; in breadth, it expresses the fellowship of believers and congregations in our day.
- †S5.04. This church, inspired and led by the Holy Spirit, participates in The Lutheran World Federation as a global communion of churches, engaging in faithful witness to the gospel of Jesus Christ and in service for the sake of God’s mission in the world.

## Chapter 6.

### STATEMENT OF PURPOSE

- †S6.01. The Church is a people created by God in Christ, empowered by the Holy Spirit, called and sent to bear witness to God’s creative, redeeming, and sanctifying activity in the world.
- †S6.02. To participate in God’s mission, this synod as a part of the Church shall:
- a. Proclaim God’s saving Gospel of justification by grace for Christ’s sake through faith alone, according to the apostolic witness in the Holy Scripture, preserving and transmitting the Gospel faithfully to future generations.
  - b. Carry out Christ’s Great Commission by reaching out to all people to bring them to faith in Christ and by doing all ministry with a global awareness consistent with the understanding of God as Creator, Redeemer, and Sanctifier of all.
  - c. Serve in response to God’s love to meet human needs, caring for the sick and the aged, advocating dignity, justice, and equity for all people, working for peace and reconciliation among the nations, caring for the marginalized, embracing and welcoming racially and ethnically diverse populations, and standing in solidarity with the poor and oppressed and committing itself to their needs.
  - d. Worship God in proclamation of the Word and administration of the sacraments and through lives of prayer, praise, thanksgiving, witness, and service.
  - e. Nurture its members in the Word of God so as to grow in faith and hope and love, to see daily life as the primary setting for the exercise of their Christian calling, and to use the gifts of the Spirit for their life together and for their calling in the world.
  - f. Manifest the unity given to the people of God by living together in the love of Christ and by joining with other Christians in prayer and action to express and preserve the unity which the Spirit gives.
- †S6.03. This synod, in cooperation with the churchwide organization, shall bear primary responsibility for the oversight of the life and mission of this church in its territory. In fulfillment of this role and consistent with policies and procedures of this church, the synod shall:
- a. Provide for pastoral care of congregations and rostered ministers in the synod;
  - b. Plan for, facilitate, and nurture the mission of this church through congregations;
  - c. Strengthen interdependent relationships among congregations, synods, and the churchwide organization, and foster relationships with agencies and institutions affiliated with or related to this church as well as ecumenical partners.
  - d. Interpret the work of this church to congregations and to the public on the territory of the synod.
- †S6.03.01. The responsibilities of the synod include the following:
- a. providing for pastoral care of congregations, ministers of Word and Sacrament, and ministers of Word and Service in the synod, including:
    - 1) approving candidates for rostered ministry in cooperation with the appropriate seminaries of this church, which may be done through multi-synod committees;
    - 2) authorizing ordinations and ordaining rostered ministers on behalf of this church;
    - 3) consulting in the call process for rostered ministers.
  - b. providing for leadership recruitment, preparation, and support in accordance with churchwide standards and policies, including:
    - 1) nurturing and supporting congregations and lay leaders;
    - 2) seeking and recruiting qualified candidates for the rostered ministries of this church;
    - 3) making provision for pastoral care, call review, and guidance;

- 4) encouraging and supporting persons on the rosters of this church in stewardship of their abilities, care of self, and pursuit of continuing education to undergird their effectiveness of service; and
- 5) supporting recruitment of leaders for this church's colleges, universities, seminaries, and social ministry organizations.
- c. providing for discipline of congregations, ministers of Word and Sacrament, and ministers of Word and Service; as well as for termination of call, appointment, adjudication, and appeals consistent with Chapter 20 of this church's constitution.
- d. providing for archives in conjunction with other synods.

**†S6.03.02.**

In planning for, facilitating, and nurturing the mission of this church through congregations, the responsibilities of the synod include the following:

- a. developing of new ministries, redevelopment of existing ministries, and support and assistance in the conclusion, if necessary, of a particular ministry;
- b. leading and encouraging of congregations in their evangelism efforts;
- c. assisting members of its congregations in carrying out their ministries in the world;
- d. encouraging congregations to respond to human need, work for justice and peace, care for the sick and the suffering, and participate responsibly in society;
- e. providing resources for congregational life;
- f. grouping congregations in conferences, clusters, coalitions, or other area subdivisions for mission purposes.

**†S6.03.03.**

In strengthening interdependent relationships among congregations, synods, and the churchwide organization, and in fostering relationships with agencies and institutions affiliated with or related to this church as well as with ecumenical partners, the responsibilities of the synod include the following:

- a. promoting interdependent relationships among congregations, synods, and the churchwide organization, and entering into relationships with other synods in the region;
- b. fostering organizations for youth, women, and men, and organizations for language or ethnic communities;
- c. developing relationships with social ministry organizations and ministries, participating in their mission planning, and providing supportive funding;
- d. supporting relationships with and providing supportive funding on behalf of colleges, universities, and campus ministries;
- e. maintaining relationships with and providing supportive funding on behalf of seminaries and continuing education centers;
- f. fostering supporting relationships with camps and other outdoor ministries;
- g. fostering supporting relationships with preschools, elementary schools, and secondary schools operated by congregations of the synod;
- h. fostering relationships with ecumenical and global companions;
- i. cooperating with other synods and the churchwide organization in creating, using, and supporting regions to carry out those functions of the synod which can best be done cooperatively with other synods and the churchwide organization.

**†S6.03.04.**

In interpreting the work of this church on the territory of the synod, the responsibilities of the synod include the following:

- a. encouraging financial support for the work of this church by individuals and congregations;
- b. participating in churchwide programs;
- c. interpreting social statements in a manner consistent with the interpretation given by the churchwide unit or office which assisted in the development of the statement, and suggestion of social study issues;
- d. providing ecumenical guidance and encouragement.



- †S6.04. Except as otherwise provided in this constitution and bylaws, the Synod Council shall establish processes that will ensure that at least 60 percent of the members of the synod assemblies, councils, committees, boards, and other organizational units shall be laypersons; and that, as nearly as possible, at least 45 percent of the lay members of assemblies, councils, committees, boards, or other organizational units shall be women and, as nearly as possible, at least 45 percent shall be men; and that, where possible, the representation of rostered ministers shall include both men and women. This synod shall establish processes that will enable it to reach a minimum goal that 10 percent of its assemblies, councils, committees, boards, or other organizational units be persons of color and/or persons whose primary language is other than English.
- †S6.04.01. It is the goal of this synod that at least 10 percent of the voting members of the Synod Assembly, Synod Council, committees, and organizational units of this synod be youth and young adults. The Synod Council shall establish a plan for implementing this goal. For purposes of the constitution, bylaws, and continuing resolutions of this synod, the term “youth” means a voting member of a congregation who has not reached the age of 18 at the time of election or appointment for service. The term “young adult” means a voting member of a congregation between the ages of 18 and 30 at the time of election or appointment for service.
- †S6.05. Each assembly, council, committee, board, commission, task force, or other body of this synod or any synod units shall be conclusively presumed to have been properly constituted, and neither the method of selection nor the composition of any such assembly, council, committee, board, commission, task force, or other body may be challenged in a court of law by any person or be used as the basis of a challenge in a court of law to the validity or effect of any action taken or authorized by any such assembly, council, committee, board, commission, task force, or other body.
- †S6.06. References herein to the nature of the relationship between the three expressions of this church—congregations, synods, and the churchwide organization—as being interdependent or as being in a partnership relationship describe the mutual responsibility of these expressions in God’s mission and the fulfillment of the purposes of this church as described in this chapter, and do not imply or describe the creation of partnerships, co-ventures, agencies, or other legal relationships recognized in civil law.

## **Chapter 7.**

### **SYNOD ASSEMBLY**

- †S7.01. This synod shall have a Synod Assembly, which shall be its highest legislative authority. The powers of the Synod Assembly are limited only by the provisions in the Articles of Incorporation, this constitution and bylaws, the assembly’s own resolutions, and the constitutions and bylaws of the Evangelical Lutheran Church in America.
- S7.02.** Duties of the Synod Assembly. The Synod Assembly shall:
- a. Gather, inform, edify, inspire, and empower the people of the synod.
  - b. Give direction to the life and mission of this church on the territory of the synod.
  - c. Speak publicly to the world, calling for peace and justice, and proclaim God’s love for the world.
  - d. Make visible the unity and inclusiveness of the synod, in the celebration of the Eucharist.
  - e. Establish program goals and adopt budgets for this synod.
  - f. Receive reports from synod officers.
  - g. Receive reports from Synod Council.
  - h. Review the work of the synod committees, and for this purpose require and receive reports from them and act on business proposed by them.

- i. Elect officers, Synod Council members, members of the Consultation Committee and Committee on Discipline, board members, voting members to the Churchwide Assembly, and other persons as provided in the constitution or bylaws.
- j. Fulfill other functions as required in the constitution and bylaws.
- k. Conduct such other business as necessary to further the purposes and functions of the synod.

†S7.11. A regular meeting of the Synod Assembly shall be held at least triennially.

S7.11.01. The time and place of the Indiana-Kentucky Synod Assembly shall be determined by the Synod Council. The time and place for the next regular assembly normally shall be announced six months prior to the assembly.

S7.12. Special meetings of the Synod Assembly may be called by the bishop with the consent of the Synod Council, and shall be called by the bishop at the request of one-fifth of the voting members of the Synod Assembly.

- a. The notice of each special meeting shall define the purpose for which it is to be held. The scope of actions to be taken at such a special meeting shall be limited to the subject matter(s) described in the notice.
- b. If the special meeting of the Synod Assembly is required for the purpose of electing a successor bishop because of death, resignation, or inability to serve, the special meeting shall be called by the Synod Council after consultation with the presiding bishop of the Evangelical Lutheran Church in America.

S7.13. Notice of the time and place of all meetings of the Synod Assembly shall be given by the secretary of this synod.

S7.13.01. Notification. At least 120 days before each meeting of the Synod Assembly, the secretary shall 1) notify the congregations of this synod by mail, 2) place notices in the official synod publication, and 3) provide registration forms and assembly information for the members. At least 15 days before a special meeting of the Synod Assembly, the secretary shall take the same measures.

S7.13.02. Reports. Reports of committees, task forces, and institutions of the synod and synod units of the auxiliaries of the church shall be submitted to the secretary at least 90 days before each meeting of the Synod Assembly. All reports shall be made on the calendar year. The secretary shall send out a bulletin of reports to all members of the Synod Assembly at least 30 days before each regular meeting of the Synod Assembly.

S7.14. One-half of the members of the Synod Assembly shall constitute a quorum.

†S7.21. The membership of the Synod Assembly, of which at least 60 percent of the voting membership shall be composed of laypersons, shall be constituted as follows:

- a. All rostered ministers under call on the roster of this synod shall be voting members of the Synod Assembly.
- b. A minimum of one lay member elected by each congregation with fewer than 175 baptized members and a minimum of two lay members elected by each congregation with 175 or more baptized members related to this synod, typically one of whom shall be a man and one of whom shall be a woman, shall be voting members. The Synod Council shall establish a formula to provide additional lay representation from congregations on the basis of the number of baptized members in the congregation. The Synod Council shall seek to ensure that, as nearly as possible, at least 45 percent of the lay members of the assembly shall be women and, as nearly as possible, at least 45 percent shall be men.
- c. Voting membership shall include the officers of this synod.

S7.21.A21. Lay voting members of the Synod Assembly shall be elected in compliance with the following formula:

- a. Each congregation shall elect two lay voting members (one man and one woman) for the Synod Assembly.

- b. One additional lay voting member shall be elected by congregations having between 351 and 700 baptized members.
- c. Two additional lay voting members shall be elected by congregations having between 701 and 1,000 baptized members (one man and one woman).
- d. Three additional lay voting members shall be elected by congregations having between 1,001 and 1,500 baptized members (men or women to balance representation).
- e. Four additional lay voting members shall be elected by congregations having more than 1,501 baptized members (men or women to balance representation).
- f. Congregations may send one additional lay voting member who is a person of color or person whose primary language is other than English.
- g. Congregations may send one additional lay voting member who is a youth.
- h. Congregations may send one additional young adult .
- i. The number of lay voting members of the Synod Assembly elected by each congregation shall be determined by the number of baptized members reported in the most recent congregation report on file with this synod.

**S7.21.01.** Voting members shall begin serving with the opening of a regular Synod Assembly and shall continue serving until voting members are seated at the next regular Synod Assembly.

†**S7.21.02.** If a special Synod Assembly is called and voting members at the previous assembly are unable to serve as voting members, where permitted by state law, the congregation through the Congregation Council may elect new members who shall continue to serve until the next regular Synod Assembly.

**S7.22.** This synod may establish processes that permit retired rostered ministers, or those granted disability status, or on leave from call, on the roster of the synod to serve as voting members of the Synod Assembly, consistent with †S7.21.c. If the synod does not establish processes to permit the rostered ministers specified above to serve as voting members, they shall have voice but not vote in the meetings of the Synod Assembly.

**S7.22.01.** Retired Rostered Ministers. Retired rostered ministers on the roster of this synod shall have voice and vote at meetings of the Synod Assembly unless including retired rostered ministers as voting members of Synod Assembly results in falling short of †S7.21.'s required proportion of lay voting. If retired rostered ministers are excluded from serving as voting members of Synod Assembly, they shall have voice but not vote.

†**S7.23.** The presiding bishop of the Evangelical Lutheran Church in America and such other official representatives of the churchwide organization as may be designated by the presiding bishop shall have voice but not vote in the meetings of the Synod Assembly. Like privileges shall be accorded to those additional persons whom the Synod Assembly or the Synod Council shall from time to time designate.

**S7.24.** Ministers under call on the rosters of this synod shall remain as members of the Synod Assembly so long as they remain under call and so long as their names appear on the rosters of this synod. Lay members of the Synod Assembly representing congregations shall continue as such until replaced by the election of new members or until they have been disqualified by termination of membership. Normally, congregations will hold elections prior to each regular meeting of the Synod Assembly.

**S7.24.01.** Lay members. Each congregation shall elect its regular and alternate members of Synod Assembly and report the names and addresses of its members to the secretary of synod at least 90 days prior to the Synod Assembly. Those members shall serve a term which shall end when the congregation next elects members of the Synod Assembly. They are eligible for re-election.

- S7.24.A93.** Voice. The presidents of the Synod Lutheran Youth Organization, the Synod Lutheran Men in Mission, and the Synod Women of the ELCA, and the chairperson of each Synod Conference shall be given the privilege of voice at the Synod Assembly.
- †**S7.25.** Except as otherwise provided in this constitution or in the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*, each voting member of the Synod Assembly shall be a voting member of a congregation of this synod.
- S7.26.** This synod may establish processes through the Synod Council that permit representatives of authorized worshipping communities of the synod, which have been authorized under ELCA bylaw 10.01.04., to serve as voting members of the Synod Assembly, consistent with †S7.21.
- S7.26.A21.** Representatives of mission settings formed with the intent of becoming recognized congregations and synod-authorized worshipping communities of this synod, which have been authorized under ELCA bylaw 10.02.03., may serve as voting members of the Synod Assembly, consistent with †S7.21. and S7.21.A21.
- S7.27.** This synod may establish processes through the Synod Council to grant a minister of Word and Sacrament from a church body with which a relationship of full communion has been declared and established by the Churchwide Assembly of the Evangelical Lutheran Church in America the privilege of both voice and vote in the Synod Assembly during the period of that minister's service in a congregation of this church.
- S7.27.A.23.** Ministers of Word and Sacrament from a church body with which a relationship of full communion has been declared and established by the Churchwide Assembly of the Evangelical Lutheran Church in America who have been authorized by the synod bishop to serve in a congregation of this church have the privilege of voice and vote as members of the Synod Assembly during the period of that minister's service in a congregation of this church.
- S7.28.** Duly elected voting members of the Synod Council who are not otherwise voting members of the Synod Assembly under †S7.21. shall be granted the privilege of both voice and vote as members of the Synod Assembly.
- †**S7.31.** Proxy and absentee voting shall not be permitted in the transaction of any business of the Synod Assembly.
- S7.32.** *Robert's Rules of Order*, latest edition, shall govern parliamentary procedure of the Synod Assembly.
- S7.32.A21.** This synod may permit participation in a meeting of the Synod Assembly by or through the use of any means of communication by which all members participating may simultaneously hear each other during the meeting, including electronically and by telephone conference, under the following procedures:
- a. The Synod Council shall determine whether to allow remote participation in a meeting of the Synod Assembly.
  - b. The Synod Council shall supply the means by which those entitled to participate in the meeting may do so in a manner by which they may speak, listen, and vote on the business before the meeting, guided by the Holy Spirit.
  - c. The Synod Council shall adopt Rules of the Assembly to govern a meeting of the Synod Assembly for which remote participation is permitted, which shall govern until the Synod Assembly adopts its own Rules of the Assembly.
  - d. The notice of the meeting of the Synod Assembly shall include notice that participation by electronic means will be permitted.
  - e. At least 30 days before the meeting of the Synod Assembly, the secretary shall provide voting members with instructions on how to participate remotely and the Rules of the Assembly as adopted by the Synod Council.

- S7.33.** “Ex officio” as used herein means membership with full rights of voice and vote unless otherwise expressly limited.
- S7.40.** **Synod Assembly Committees**
- S7.41.** The Synod Assembly may have committees as authorized by the Synod Assembly or as provided in this synod’s constitution, bylaws, or continuing resolutions. The Synod Council shall appoint members and chairs of Synod Assembly committees.
- S7.41.01.** Elections Committee. The Elections Committee shall prepare, distribute, collect, and count ballots of all elections and shall announce the results to the Synod Assembly.
- S7.41.02.** Committee on Minutes. The Committee on Minutes shall review and approve minutes of the Synod Assembly. The secretary shall submit the minutes to the Synod Council and to the next regular meeting of the Synod Assembly and shall deposit the minutes in the archives.
- S7.41.03.** Reference and Counsel Committee. The Reference and Counsel Committee shall review all items submitted that are not germane to items contained in the stated agenda of the assembly.
- S7.41.A21.** All original main motions must be submitted in writing as resolutions and referred to the Reference and Counsel Committee upon submission. Resolutions to be considered by the Synod Assembly may be proposed through any of the following procedures:
- a. Congregations, conferences, ministeriums, synod committees, synod boards, and members of the Synod Assembly may submit resolutions at least 45 days before the Synod Assembly.
  - b. Conference Assemblies may submit resolutions at least 15 days before the Synod Assembly.
  - c. Resolutions submitted by all others must be supported by the signatures of at least 50 voting members of the Synod Assembly.
- S7.41.B21.** The secretary shall include all resolutions submitted at least 45 days before the Synod Assembly in the Bulletin of Reports.
- S7.41.C21.** The Reference and Counsel Committee may recommend the Synod Assembly take any of the following actions on resolutions:
- a. approval
  - b. referral to the Synod Council or a committee or other ministry of this synod
  - c. approval of a substitute motion
  - d. defeat
  - e. no recommendation
- S7.41.D22.** Reference and Counsel Committee Duties and Powers.
- a. The Reference and Counsel Committee shall ensure all resolutions are presented in the proper form and may make modifications to resolutions to comply with the required form without proposing a substitute.
  - b. The Reference and Counsel Committee may group together in a single recommendation resolutions on the same or similar subjects. A resolution on the same subject as a recommendation already on the agenda of the assembly, such as a memorial, will not be submitted to the assembly for separate action by the Reference and Counsel Committee.
  - c. The Reference and Counsel Committee shall present resolutions and the committee’s recommendations in an order conducive to the Synod Assembly’s consideration.
  - d. When the Reference and Counsel Committee recommends approval of a substitute, the submitted resolution is presented as an original main motion, and the committee’s proposed substitute is a substitute motion.

- e. Before presenting recommendations to the Synod Assembly, the Reference and Counsel Committee shall report the committee's recommendations to the person or a representative of the body that submitted each resolution.

**S7.41.04.** Credentials Committee. The Credentials Committee shall assist the secretary in the accreditation and registration of Synod Assembly members and report to the Synod Assembly on attendance.

## **Chapter 8. OFFICERS**

†**S8.01.** The officers of this synod shall be a bishop, a vice president, a secretary, and a treasurer.

### **S8.10. Bishop**

†**S8.11.** The bishop shall be elected by the Synod Assembly. The bishop shall be a minister of Word and Sacrament of the Evangelical Lutheran Church in America.

**S8.11.01.** When authorized by the Synod Council in order to address special circumstances, the synod bishop may be compensated as an employee or contractor for specified services to another expression of this church. Such an arrangement may be terminated by the Synod Assembly or Synod Council if determined to be detrimental to the function of the office or if the special circumstances no longer apply.

†**S8.12.** As this synod's pastor, the bishop shall:

- a. Preach, teach, and administer the sacraments in accord with the Confession of Faith of this church.
- b. Have primary responsibility for the ministry of Word and Sacrament in this synod and its congregations, providing pastoral care and leadership for this synod, its congregations, its ministers of Word and Sacrament, and its ministers of Word and Service.
- c. Exercise solely this church's power to ordain (or provide for the ordination by another synod bishop of) approved candidates who have received and accepted a properly issued, duly attested letter of call for the office of ministry of Word and Sacrament (and as provided in the bylaws of the Evangelical Lutheran Church in America).
- d. Ordain (or provide for the ordination of) approved candidates who have received and accepted a properly issued, duly attested letter of call for service as ministers of Word and Service of this church.
- e. Attest letters of call for persons called to serve congregations in the synod, letters of call for persons called by the Synod Council, and letters of call for persons on the rosters of this synod called by the Church Council.
- f. Install (or provide for the installation of) rostered ministers whose calls the bishop has attested.
- g. Exercise leadership in the mission of this church and in so doing:
  - 1) Interpret and advocate the mission and theology of the whole church;
  - 2) Lead in fostering support for and commitment to the mission of this church within this synod;
  - 3) Coordinate the use of the resources available to this synod as it seeks to promote the health of this church's life and witness in the areas served by this synod;
  - 4) Submit a report to each regular meeting of the Synod Assembly concerning the synod's life and work; and
  - 5) Advise and counsel this synod's related institutions and organizations.
- h. Practice leadership in strengthening the unity of the Church and in so doing:

- 1) Exercise oversight of the preaching, teaching, and administration of the sacraments within this synod in accord with the Confession of Faith of this church;
  - 2) Be responsible for administering the constitutionally established processes for the resolution of controversies and for the discipline of rostered ministers and congregations of this synod;
  - 3) Be the chief ecumenical officer of this synod;
  - 4) Be a member of the Conference of Bishops and consult regularly with other synod bishops;
  - 5) Foster awareness of other churches throughout the Lutheran world communion and, where appropriate, engage in contact with leaders of those churches;
  - 6) Cultivate communion in faith and mission with appropriate Christian judicatory leaders functioning within the territory of this synod; and
  - 7) Be *ex officio* a member of the Churchwide Assembly.
- i. Oversee and administer the work of this synod and in so doing:
- 1) Serve as the president of the synod corporation and be the chief executive and administrative officer of this synod, who is authorized and empowered, in the name of this synod, to sign deeds or other instruments and to affix the seal of this synod;
  - 2) Preside at all meetings of the Synod Assembly and provide for the preparation of the agenda for the Synod Assembly, Synod Council, and the council's Executive Committee;
  - 3) Ensure that the constitution and bylaws of the synod and of the churchwide organization are duly observed within this synod, and that the actions of the synod in conformity therewith are carried into effect;
  - 4) direct and guide the work of the other officers;
  - 5) exercise supervision over the work of all synod staff members;
  - 6) Appoint all committees for which provision is not otherwise made;
  - 7) Be a member of all committees and any other organizational units of the synod, except as otherwise provided in this constitution;
  - 8) Provide for preparation and maintenance of synod rosters containing the names and addresses of all rostered ministers of this synod and a record of the calls under which they are serving or the date on which their retired or disability status took effect;
  - 9) Annually bring to the attention of the Synod Council the names of all rostered ministers on leave from call or engaged in approved graduate study in conformity with the constitution, bylaws, and continuing resolutions of this church and pursuant to prior action of this synod through the Synod Council;
  - 10) Provide for prompt reporting to the secretary of this church of:
    - a) additions to and subtractions from the rosters of this synod;
    - b) the issuance of certificates of transfer for rostered ministers in good standing who have received and accepted a properly issued, duly attested, regular letter of call under the jurisdiction of another synod; and
    - c) the entrance of the names of such persons for whom proper certificates of transfer have been received;
  - 11) Provide for preparation and maintenance of a roster of the congregations of this synod and the names of the laypersons who have been elected to represent them; and
  - 12) Appoint a statistician of the synod, who shall secure the reports of the congregations and make the reports available to the secretary of this church for

collation, analysis, and distribution of the statistical summaries to this synod and the other synods of this church.

†S8.13. The synod bishop may appoint an attorney, admitted to the bar within the territory of the synod or the state where the synod is located, to be Synod Attorney. The appointment must be approved by the Synod Council and reported to the Synod Assembly and to the secretary of this church. The appointment continues until resignation or until a successor is appointed. The Synod Attorney provides legal advice and counsel to the synod officers and the Synod Council. The Synod Attorney is expected to be familiar with the governing documents and policies of the synod and, as necessary, to attend meetings of the Synod Council. The Synod Attorney serves without salary but may be retained and compensated for specific legal services requested by the synod.

S8.14. The synod bishop may have such assistants as this synod shall from time to time authorize.

S8.14.01. Assistants. Assistants to the bishop shall be elected by the Synod Council on nomination by the bishop. Assistants shall serve until a new bishop takes office, except that they may be recalled or dismissed on proper notice by action of the Synod Council.

†S8.15. The presiding bishop of this church, or the appointee of the presiding bishop, shall install into office, in accord with the policy and approved rite of this church, each newly elected synod bishop.

†S8.16. **Conflicts of Interest**

†S8.16.01. The following procedures shall govern matters of potential conflicts of interest for synod bishops:

- a. Whenever a synod bishop determines that a matter of the kind described in †S8.16.01.b. may require the bishop's determination or action with respect to a related individual as defined in †S8.16.01.c., the synod bishop shall withdraw from personal involvement in such matter and shall so notify the presiding bishop. The presiding bishop shall then appoint another synod bishop from the same region to handle the matter to conclusion. In dealing with such matter, the appointed bishop shall exercise all of the functions and authority to the same extent as if the appointed bishop were the elected bishop of the withdrawing bishop's synod.
- b. Matters include any proceedings under Chapter 20, proceedings under provisions 7.46. and 7.75. of the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America* (†S14.18. and †S14.43.), candidacy, reinstatement, and similar matters where determinations or actions by the synod bishop could change, limit, restrict, approve, authorize, or deny the related individual's ministry on one of the official rosters of this church.
- c. A related individual is one who, with respect to the synod bishop, is a spouse, parent, son, daughter, sibling, uncle, aunt, niece, nephew, grandparent, grandchild, including corresponding members of blended families and in-laws (parent, son, daughter, or sibling of a spouse, spouse of a sibling, or the parent or sibling of the spouse of a sibling).

S8.20. **Vice President**

†S8.21. The vice president shall be elected by the Synod Assembly. The vice president shall be a layperson. The vice president shall be a voting member of a congregation of this synod. The vice president shall not receive a salary for the performance of the duties of the office.

S8.22. The vice president shall chair the Synod Council.

S8.22.01. The vice president shall be an ex officio synod delegate to the Churchwide Assembly.



**S8.30. Secretary**

†S8.31. The secretary shall be elected by the Synod Assembly. The secretary shall be a voting member of a congregation of this synod. The secretary may be either a layperson or a rostered minister.

†S8.32. The secretary shall:

- a. Keep the minutes of all meetings of the Synod Assembly and Synod Council, be responsible for distribution of such minutes, and perform such other duties as this synod may from time to time direct.
- b. Be authorized and empowered, in the name of this synod, to attest all instruments which require the same, and which are signed and sealed by the bishop.
- c. In consultation with the bishop, classify and arrange all important papers and documents and deposit them in the archives of this synod.
- d. Submit to the secretary of this church at least nine months before each regular Churchwide Assembly a certified list of the voting members elected by the Synod Assembly.

S8.32.01. The secretary shall be an ex officio synod delegate to the Churchwide Assembly.

**S8.40. Treasurer**

†S8.41. The treasurer may be elected by the Synod Assembly or may be appointed by the Synod Council. The treasurer shall be a voting member of a congregation of this synod. The treasurer may be either a layperson or a rostered minister.

S8.42. The treasurer shall provide and be accountable for:

- a. Management of the monies and accounts of this synod, its deeds, mortgages, contracts, evidences of claims and revenues, and trust funds, holding the same at all times subject to the order of this synod.
- b. Investment of funds upon the authorization of the Synod Council.
- c. Receipt and acknowledgment of offerings, contributions, and bequests made to this synod, collecting interest and income from its invested funds, and paying regular appropriations and orders on the several accounts as approved and directed by the Synod Council. The treasurer shall transmit each month to the treasurer of the Evangelical Lutheran Church in America the funds received by this synod for the general work of this church.
- d. Maintenance of a regular account with each congregation of its mission support giving to this synod and informing the congregation, at least quarterly, of the status of this account.
- e. Rendering at each regular meeting of the Synod Assembly a full, detailed, and duly audited report of receipts and disbursements in the several accounts of this synod for the preceding fiscal year, together with the tabulation, for record and publication in the minutes, of the contributions from the congregations.
- f. Obtaining a fidelity bond in the amount determined by the Synod Council for persons handling synod funds, which bond shall be in the custody of the secretary. The premium for the bond shall be paid by this synod. Fidelity coverage provided by the Evangelical Lutheran Church in America shall be deemed a fulfillment of this requirement.

S8.42.01. The treasurer shall be an ex officio synod delegate to the Churchwide Assembly.

**S8.50. General Provisions**

†S8.51. The terms of office of the officers of this synod shall be as follows:

- a. The bishop of this synod shall be elected to a term of six years and may be re-elected.

- b. The vice president and secretary of this synod shall be elected to a term of four years and may be re-elected. The officer shall serve until a successor takes office.
- c. The treasurer of this synod shall be appointed to a term of four years and may be reappointed. The treasurer shall serve until a successor takes office.

†S8.52. The terms of the officers shall begin on the first day of the third month following election or, in special circumstances, at a time designated by the Synod Council.

†S8.53. Each officer shall be a voting member in a congregation of this synod, except that the bishop need not be a member of a congregation of this synod at the time of election.

†S8.54. Should the bishop die, resign, or be unable to serve, the vice president, after consultation with the presiding bishop of the Evangelical Lutheran Church in America, shall convene the Synod Council to arrange for the appropriate care of the responsibilities of the bishop until an election of a new bishop can be held or, in the case of temporary disability, until the bishop is able to serve again. Such arrangements may include the appointment by the Synod Council of an interim bishop, who during the vacancy or period of disability shall possess all of the powers and authority of a regularly elected bishop. The term of the successor bishop, elected by the next Synod Assembly or a special meeting of the Synod Assembly called for the purpose of election, shall be six years with the subsequent election to take place at the Synod Assembly closest to the expiration of such a term and with the starting date of a successor term to be governed by constitutional provision S8.52.

S8.55. Should the vice president, secretary, or treasurer die, resign, or be unable to serve, the bishop, with the approval of the Executive Committee of the Synod Council, shall arrange for the appropriate care of the responsibilities of the officer until an election of a new officer can be held or, in the case of temporary disability, until the officer is able to serve again. The term of the successor officer, elected by the next Synod Assembly, shall be for the remainder of the officer's term. If the treasurer is appointed by the Synod Council, the Synod Council shall appoint a new treasurer for the remainder of the term.

†S8.56. The Executive Committee of the Synod Council shall determine whether an officer is unable to serve; the officer may appeal the decision of the Executive Committee by requesting a hearing before the Synod Council. A meeting to determine the ability of an officer to serve shall be called upon the request of at least three members of the Executive Committee and prior written notice of the meeting shall be given to the officer in question at least 10 calendar days prior to the meeting.

†S8.57. The recall or dismissal of an officer and the vacating of office may be effected for willful disregard or violation of the constitutions, bylaws, and continuing resolutions of this church; for such physical or mental disability as renders the officer incapable of performing the duties of office; or for such conduct as would subject the officer to disciplinary action as a rostered minister or as a member of a congregation of this church.

a. Proceedings for the recall or dismissal of a synod bishop shall be instituted by written petition by:

- 1) the Synod Council on an affirmative vote of at least two-thirds of its elected members present and voting;
- 2) the Synod Assembly on an affirmative vote of at least two-thirds of its members present and voting;
- 3) at least 10 synod bishops; or
- 4) the presiding bishop of this church.

b. Proceedings for the recall or dismissal of an officer of a synod, other than the synod bishop, shall be instituted by written petition by:

- 1) the Synod Council on an affirmative vote of at least two-thirds of its elected members present and voting;

- 2) the Synod Assembly on an affirmative vote of at least two-thirds of its members present and voting; or
  - 3) the synod bishop.
- c. The petition shall be filed with the chair of the Committee on Appeals (in care of the secretary of the Evangelical Lutheran Church in America, 8765 West Higgins Road, Chicago, Illinois 60631) and shall set forth the specific charge or charges.
  - d. Upon the filing of a written petition, the Executive Committee of the Synod Council may temporarily suspend the officer from service in the synod without prejudice, but with continuation of compensation, including benefits, if the officer is a salaried employee of the synod.
  - e. In the case of alleged physical or mental incapacity of an officer of the synod, the procedures outlined in †S8.56. shall be followed, and such officer shall comply with the decision of the Synod Council. If such officer fails or refuses to comply, the Synod Council may proceed to petition for recall or dismissal as follows:
    - 1) the Synod Council will submit a written report of their findings and the basis of their decision to the Committee on Appeals.
    - 2) the Committee on Appeals, exclusive of any members who are disqualified, shall review the findings and decision of the Synod Council and by an affirmative vote of at least two-thirds of those present and voting may adopt the findings and grant the petition.
  - f. If the synod officer is a minister of Word and Sacrament, grounds for recall or dismissal include those set forth in ELCA bylaw 20.22.01. and as defined under the process described in ELCA constitutional provisions 20.21. and 20.22. as grounds for discipline. If the officer is a minister of Word and Service, grounds for recall or dismissal include those set forth in ELCA bylaw 20.23.01. and as defined under the process described in ELCA constitutional provisions 20.21. and 20.22. as grounds for discipline.
  - g. If the officer is a layperson, grounds for recall or dismissal include those set forth in ELCA bylaw 20.41.01. as grounds for discipline.
  - h. If the case of alleged willful disregard or violation of the constitutions, bylaws, and continuing resolutions or of alleged conduct as would subject the officer to disciplinary action, the following procedures shall apply:
    - 1) the petition shall be referred to the Committee on Appeals, which shall function as the discipline hearing committee that shall conduct a hearing in accordance with the rules provided for in ELCA bylaw 20.22.14. except to the extent that those rules are in conflict with the provisions of this bylaw; and
    - 2) the members of the Committee on Appeals, other than those who are disqualified, may grant the petition by an affirmative vote of at least two-thirds of those present and voting.
  - i. Written notice of a decision by the Committee on Appeals that the charges have been sustained shall be given to the affected officer and to the Synod Council, and the office shall be vacated.

†S8.58.

If the bishop is to be temporarily absent from the synod for an extended period not to exceed 90 days, the bishop, after consultation with the presiding bishop and with the consent of the Synod Council, may appoint as acting bishop for such period a minister of Word and Sacrament of this church. Except as limited by action of the Synod Council, an acting bishop shall possess all of the powers and authority of a regularly elected bishop other than authority to ordain or to authorize the ordination of properly approved candidates for ordination.

## **Chapter 9.**

### **NOMINATIONS AND ELECTIONS**

- †S9.01. The Synod Assembly shall elect such officers of this synod and such other persons as the constitution and bylaws may require, according to procedures set forth in the bylaws. The Synod Assembly shall elect members of the Churchwide Assembly in accordance with bylaw 12.41.11. of the constitution and bylaws of the Evangelical Lutheran Church in America.
- †S9.02. In all elections by the Synod Assembly, other than for the bishop, a majority of the legal votes cast shall be necessary for election.
- S9.03. There shall be a Nominating Committee consisting of at least six members to serve for each regular meeting of the Synod Assembly. Additional nominations may be made from the floor for all elections for which nominations are made by the Nominating Committee.
- S9.03.01. The Nominating Committee shall consist of the synod secretary, who shall serve as chair, and one member from each conference.
- S9.03.A21. The Nominating Committee shall nominate qualified persons for the elections by the Synod Assembly for all positions for which nominations are not otherwise provided.
- a. At least 120 days before each regular meeting of the Synod Assembly, the committee shall publish a list of positions for which the committee will make nominations and provide a mechanism by which suggestions for nominations or individuals' willingness to serve can be communicated to the committee.
  - b. The committee shall also receive the names of any proposed nominee from any agency or institution to whom the Synod Assembly shall elect a board member.
  - c. At least 30 days before the commencement of the Synod Assembly, the committee shall transmit to the synod secretary its nominees and publish its nominees in all publications of this synod.
  - d. The committee shall be responsible to determine what biographical information is appropriate for distribution for voting members of the Synod Assembly, to obtain this material from nominees, including those nominated from the floor, and to distribute it to all voting members of the Synod Assembly.
- S9.03.B21. Nominations for Churchwide Assembly. The committee shall present nominees of voting members to each Churchwide Assembly only those nominated by the conferences.
- a. †S6.04. shall be the standard for determining the lay/rostered, man/woman, and percentage of persons of color and/or persons whose primary language is other than English.
  - b. Each conference shall nominate two laypersons for each seat assigned to the conference for election by the Synod Assembly. After taking into account the number of lay officers who shall serve as voting members, the committee shall assign one lay delegate seat to each conference, except:
    - 1) where the total number of voting members to be elected is more than the number of conferences, the extra voting member seat shall be assigned to the conference on a rotating basis, and
    - 2) where the total number of voting members to be elected is less than the number of conferences, the voting members shall be assigned to the conferences on a rotating basis.
  - c. Each conference shall nominate for election by the Synod Assembly two rostered ministers for each seat assigned to the conference for voting members to the Churchwide Assembly. The committee shall assign the rostered ministers to the conferences on a rotating basis.

- d. The rotating basis used by the committee shall provide the conferences with the opportunity of nominating the same layperson or rostered minister for two successive churchwide assemblies.
- e. If necessary so that this synod may comply with †S6.04., the committee shall ask two conferences each to nominate two persons of color and/or persons whose primary language is other than English.
- f. The committee shall report to the secretary its determination as to the assignment of seats for the Churchwide Assembly voting members no later than January 30 of each year in which elections are to be conducted at the Synod Assembly.

**S9.03.C21.** Those persons nominated to serve as voting members of the Churchwide Assembly but who are not elected shall be designated as alternates.

**S9.04.** The bishop shall be elected by the Synod Assembly by ecclesiastical ballot. Three-fourths of the votes cast shall be necessary for election on the first ballot. If no one is elected, the first ballot shall be considered the nominating ballot. Three-fourths of the votes cast on the second ballot shall be necessary for election. The third ballot shall be limited to the seven persons (plus ties) who received the greatest number of votes on the second ballot, and two-thirds of the votes cast shall be necessary for election. The fourth ballot shall be limited to the three persons (plus ties) who receive the greatest number of votes on the third ballot, and 60 percent of the votes cast shall be necessary for election. On subsequent ballots a majority of the votes cast shall be necessary for election. These ballots shall be limited to the two persons (plus ties) that receive the greatest number of votes on the previous ballot.

**S9.04.01.** There shall be a process to prepare voting members to participate in the ecclesiastical ballot when a bishop is to be elected.

- a. In September preceding the expiration of the bishop's term, the vice president shall request from every congregation a list of the gifts deemed important for the holder of the Office of Bishop and matters of priority to be dealt with by the bishop during the bishop's upcoming term of office. The vice president shall gather these responses and publish them to all congregations no later than January of the calendar year in which the election of a bishop shall take place. The form that the vice president shall use to solicit the responses of each congregation shall be approved in advance by the Synod Council.
- b. Contemporaneously with publishing the results of (a) above, the vice president shall solicit from each conference council and each conference ministerium names of individuals who are eligible for election to the Office of Bishop who shall be identified by such conference council or ministerium for consideration for nomination to the Office of Bishop on the first ballot. Such identification shall be completed no later than March 1 of the year in which an election shall take place. Such identification is not a nominating process, and any individual whose name is identified must be nominated pursuant to S9.04.
- c. The vice president shall provide to each person whose name has been identified a biographical form, which form shall be approved in advance by the Synod Council. The form shall include questions designed to assist voting members in determining (1) what gifts the potential nominee has which would assist in performing the tasks of the Office of Bishop and (2) the top priorities the potential candidate believes need to be dealt with during the next term of the bishop. These biographical forms shall be returned at least 60 days before the assembly at which the election of a bishop shall take place..
- d. The vice president shall distribute the biographical forms to all voting members of the Synod Assembly. The vice president shall determine the manner in which the

forms shall be distributed. Such distribution must take place at least 14 days before the assembly at which the election of a bishop shall take place.

- e. Those individuals receiving the ten highest number of votes (plus ties) on the first ballot (nominating ballot) shall be requested to complete a biographical information sheet if they have not done so already, and such sheets shall be provided to the voting members of the Synod Assembly at least two hours prior to the distribution of the second ballot.
- f. If a bishop is to be elected at a special meeting of the Synod Assembly, the Synod Council shall determine the deadlines for the procedure set out in this bylaw.

**S9.05.** The Nominating Committee shall nominate at least one person for vice president; additional nominations may be made from the floor.

**S9.06.** The Synod Council shall nominate at least one person for secretary; additional nominations may be made from the floor.

**S9.07.** If the treasurer is elected, the Synod Council shall nominate at least one person for treasurer; additional nominations may be made from the floor.

**S9.08.** In all elections, except for the bishop, the names of the persons receiving the highest number of votes, but not elected by a majority of the votes cast on a preceding ballot, shall be entered on the next ballot to the number of two for each position unfilled.

**S9.09.** The result of each ballot in every election shall be announced in detail to the assembly.

**†S9.10.** When notified by the secretary of this church, on behalf of the Nominating Committee of the Churchwide Assembly, the Synod Assembly shall nominate two persons in the specified categories for possible election by the Churchwide Assembly to the Church Council.

**†S9.12.** Background checks and screening shall be required and completed for persons nominated as synod officers prior to their election, if possible, or as soon as practical after their election. The specific procedures and timing of background checks and screening shall be determined by the Synod Council.

## **Chapter 10.**

### **SYNOD COUNCIL**

**†S10.01.** The Synod Council, consisting of the four officers of the synod, 10 to 24 other members, and at least one youth and at least one young adult, shall be elected by the Synod Assembly.

- a. Each person elected to the Synod Council shall be a voting member of a congregation of this synod, with the exception of ministers on a roster of this synod who reside outside the territory of this synod. The process for election and the term of office when not otherwise provided shall be specified in the bylaws. A member of the Church Council of the Evangelical Lutheran Church in America, unless otherwise elected as a voting member of the Synod Council, may serve as an advisory member of the Synod Council with voice but not vote.
- b. The term of office of members of the Synod Council, with the exception of the officers and the youth member, shall be three years.

**†S10.02.** The Synod Council shall be the board of directors of this synod and shall serve as its interim legislative authority between meetings of the Synod Assembly. It may make decisions that are not in conflict with actions taken by the Synod Assembly or that are not precluded by provisions of this constitution or the constitution and bylaws of the Evangelical Lutheran Church in America.

**S10.03.** The functions of the Synod Council shall be to:

- a. Exercise trusteeship responsibilities on behalf of this synod.
- b. Recommend program goals and budgets to the regular meetings of the Synod Assembly.

- c. Carry out the resolutions of the Synod Assembly, and oversee the execution of program goals and the financial affairs of the synod.
- d. Provide for an annual review of the roster of Ministers of Word and Sacrament and the roster of Ministers of Word and Service and of other official rosters, receive and act upon appropriate recommendations regarding those persons whose status is subject to reconsideration and action under the constitution and bylaws of the Evangelical Lutheran Church in America, and make a report to the Synod Assembly of the Synod Council's actions in this regard.
- e. Issue letters of call to rostered ministers as authorized by Chapter 7 of the constitution and bylaws of the Evangelical Lutheran Church in America.
- f. Fill vacancies until the next regular meeting of the Synod Assembly, except as may otherwise be provided in the constitution or bylaws of this synod, and determine the fact of the incapacity of an officer of this synod.
- g. Report its actions to the regular meeting of the Synod Assembly.
- h. Perform such other functions as are set forth in the bylaws of this synod, or as may be delegated to it by the Synod Assembly.

**S10.04.** Any proposal to appropriate funds, whether by amendment to the budget or otherwise, which is presented to a meeting of the Synod Assembly without the approval of the Synod Council, shall require a two-thirds vote for adoption.

**S10.05.** No elected member of the Synod Council shall receive compensation for such service, but may receive reimbursement for expenses.

**S10.06.** If a member of the Synod Council ceases to meet the requirements of the position to which she or he was elected or is absent from three successive regular meetings of the Synod Council without cause, the office filled by such member shall at once become vacant.

**S10.07.** The composition of the Synod Council, the number of its members, and the manner of their selection, as well as the organization of the Synod Council, its additional duties and responsibilities, and the number of meetings to be held each year shall be as set forth in the bylaws.

**S10.07.01.** Membership. Membership of the Synod Council shall be the officers of this synod, nine rostered ministers, and at least ten lay members.

**S10.07.02.** Terms. The terms of Synod Council members who are not officers of this synod shall begin at the end of the meeting of the Synod Assembly at which they are elected. Members of Synod Council shall be installed before the conclusion of the meeting.

**S10.07.03.** Vacancies. If a vacancy occurs between elections, the Synod Council shall elect an eligible individual to serve until the next election, when the Synod Assembly shall elect an eligible individual to serve the balance of the term.

**S10.07.04.** Election of at-large rostered ministers to Synod Council. Rostered ministers shall be elected to the Synod Council as follows:

- a. They shall be elected by the Synod Assembly.
- b. They shall be elected at large.
- c. At least one at-large member of Synod Council must be a minister of Word and Sacrament, and at least one at-large member must be a minister of Word and Service.
- d. They shall serve a term of three years or until their successors are elected and may be re-elected. They shall serve no more than two terms consecutively.

**S10.07.05.** Election of lay members. Lay members shall be elected as follows:

- a. They shall be elected by the Synod Assembly. Nominations shall be provided by the Conferences and there shall be no nominations from the Synod Assembly nor from the Nominating Committee.
- b. Each conference shall be entitled to one member of the Synod Council, who must be a member of a congregation in the conference while serving.

- c. Each member shall serve a term of three years or until their successors are elected and may be re-elected, except that the seat shall alternate between a woman and a man every six years.
- S10.07.06.** Persons of Color. If elections for members of Synod Council do not elect two persons of color and/or persons whose primary language is other than English, the Synod Council, at its first meeting following each regular meeting of the Synod Assembly, shall elect to the Synod Council up to two laypersons to ensure that there are two persons of color and/or persons whose primary language is other than English on the Synod Council. These members shall serve until the first regular meeting of the Synod Assembly after they have served two years on the Synod Council and may be re-elected. They shall serve no more than two terms consecutively.
- S10.07.07.** Youth Member. The youth member shall be elected at large by the Synod Assembly for a two-year term. The youth member shall be a voting member of a congregation of this synod, and shall not have attained the age of 18 at the time of the election.
- S10.07.08.** Young Adult member. The young adult member shall be elected at large by the Synod Assembly for a three-year term and may be re-elected. The young adult member may serve no more than two terms consecutively. The young adult member shall be a voting member of a congregation of this synod and shall be between the ages of 18 and 30 at the time of the election.
- S10.07.09.** Additional duties. In addition to duties listed in the constitution of this synod, the Synod Council shall:
- a. Approve and oversee special appeals for funds within this synod and appoint appropriate task forces to coordinate them.
  - b. Determine the formula by which congregations shall be apportioned members of the Synod Assembly as required by †S7.21.
  - c. Supervise review of proposed changes in congregational constitutions.
  - d. Each biennium, the Synod Council shall designate the chair of the Committee on Discipline from among the members of the Committee on Discipline elected by the Synod Assembly.
  - e. Recommend to each congregation of this synod a mission support commitment that would enable the work of this synod and encourage congregations to fulfill their commitments.
  - f. Appoint Synod Assembly Committees, upon nomination by the bishop.
- S10.07.10.** Meetings. The Synod Council shall meet at least four times a year. Meetings shall be called by the bishop. If the bishop is unable to call a meeting, the vice-president shall call a meeting.
- S10.07.11.** Women's organization representative. The president of the synod Women of the ELCA or her representative shall have the privilege of voice at meetings of the Synod Council.
- S10.07.12.** Men's organization representative. The president of the synod Lutheran Men in Mission or his representative shall have the privilege of voice at meetings of the Synod Council.
- S10.07.13.** Youth organization representative. The president of the synod Lutheran Youth Organization or his or her representative shall have the privilege of voice at meetings of the Synod Council.
- S10.08.** *Robert's Rules of Order*, latest edition, shall govern parliamentary procedure of all meetings of the Synod Council.
- S10.08.01.** To the extent permitted by state law, meetings of the Synod Council and its committees may be held electronically or by telephone conference, and notice of all meetings may be provided electronically.



- S10.10. Synod Council Committees**
- S10.11.** The Synod Council shall establish committees and appoint such persons as necessary to carry out the functions assigned to the Synod Council. Synod Council committees shall include at least one member of Synod Council. Synod Council shall appoint all members of Synod Council committees. Synod Council committees shall report to the Synod Council. The description of Synod Council committees shall be stated in the bylaws.
- S10.11.01.** The following provisions govern the Executive Committee of the Synod Council:
- a. The Executive Committee shall perform those functions of the Synod Council assigned to it by the Synod Council, including acting for the Synod Council between meetings of the council.
  - b. The Executive Committee shall consist of seven members of the Synod Council: the synod bishop, the vice president, the secretary, the treasurer, one rostered minister, one lay woman, and one lay man. The Synod Council shall elect members other than officers to serve for one year or until their successors are elected. These members may be reelected.
- S10.11.A21.** The Executive Committee shall have the following duties and powers:
- a. recommending action to the Synod Council;
  - b. reviewing reports to the Synod Council;
  - c. providing advice and counsel for the officers;
  - d. reviewing the work of the officers; and
  - e. demonstrating concern for the spiritual, emotional, and physical well-being of the officers and staff of this synod.
- S10.11.02.** There shall be a Finance Committee, governed by the following provisions:
- a. The Finance Committee shall consist of the Treasurer, at least one other member of the Synod Council, and as many other members as Synod Council appoints.
  - b. The Finance Committee shall assist the Synod Council with its oversight of synod finances.
  - c. Members of the Finance Committee shall serve a five-year term and may serve two consecutive terms.
  - d. Finance Committee members shall not be paid employees of this synod.
- S10.11.03.** There shall be a Constitutions Committee, governed by the following provisions:
- a. The Constitutions Committee shall consist of the secretary, at least one other member of the Synod Council, and as many other members as Synod Council appoints.
  - b. The Constitutions Committee shall review congregations' constitutions for approval or disapproval as required in this church's governing documents.
  - c. Before presentation for adoption by the Synod Assembly or Synod Council, the Constitutions Committee shall review all amendments to this synod's constitution, bylaws, and continuing resolutions proposed under †S18.13., †S18.21., or †S18.31.

## **Chapter 11. COMMITTEES**

- †S11.01.** There shall be an Executive Committee, a Consultation Committee, a Committee on Discipline, a Mutual Ministry Committee, an Audit Committee, and such other committees as this synod may from time to time determine. The duties and functions of such committees, or any other organizational units created by this synod, and the composition and organizational structure of such units, shall be as set forth in this constitution or in the bylaws or continuing resolutions, and shall be subject to any applicable provisions or requirements of the constitution and bylaws of the Evangelical Lutheran Church in America.
- †S11.02.** The Consultation Committee of this synod shall consist of at least six persons and not more than 12 persons, of whom half shall be rostered ministers and half shall be

laypersons, who shall each be elected by the Synod Assembly for a term of six years without consecutive re-election. The functions of the Consultation Committee are set forth in Chapter 20 of the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America* and in Chapter 17 of this constitution. The size of the Consultation Committee, in accord with this provision, shall be defined in this synod's bylaws.

†S11.03. The Committee on Discipline of this synod shall consist of 12 persons, of whom six shall be rostered ministers and six shall be laypersons, who shall each be elected by the Synod Assembly for a term of six years without consecutive re-election.

a. The functions of the Committee on Discipline of this synod are set forth in Chapter 20 of the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*.

b. The Synod Council shall fill vacancies on the Committee on Discipline for any unexpired term.

†S11.04. The Mutual Ministry Committee shall be appointed by the Executive Committee of the Synod Council to provide support and counsel to the bishop.

†S11.05. The Audit Committee of this synod shall consist of three to six persons, none of whom is a member of the synod staff. Up to half of the committee members may be Synod Council members. The Audit Committee members shall be elected by the Synod Council for a term of three years and be eligible for re-election to a second consecutive three-year term. The terms of the Audit Committee members shall be staggered. The Audit Committee shall be responsible for assisting the Synod Council in fulfilling its general oversight of the synod's accounting, financial reporting, internal control systems, and external audit processes as provided in †S15.31.

## **S11.10. General Provisions**

†S11.11. This synod shall in its bylaws or by continuing resolution establish a process to ensure that the members of its committees and other organizational units will be persons possessing the necessary knowledge and competence to be effective members of such units, and to meet the requirements of †S6.04. With the exception of ministers on the rosters of this synod who reside outside the territory of this synod, each member of a committee of this synod, or any other organizational unit created by this synod, shall be a voting member of a congregation of this synod.

S11.12. Unless this synod's constitution, bylaws, or continuing resolutions provide otherwise, the following provisions apply to all committees:

a. The Synod Council shall appoint committee members and their chairs, upon nomination by the synod bishop.

b. Committees shall consist of three to fifteen members as designated by the Synod Council.

c. Committee members shall serve terms of three years or until their successors are appointed with about one-third of the terms expiring each year.

d. Committee chairs shall serve one-year terms and may be reappointed.

e. If a member of a committee ceases to meet the requirements of the position to which she or he was elected or is absent from three successive regular meetings of the committee without cause, the office filled by such member shall at once become vacant.

g. Appointments made to fill a vacancy or to expand a committee may be made by the Synod Council for the balance of a term.

h. Committees shall meet at least once a year. The appointed chairs of all committees shall convene their meetings.

- i. Committees shall relate to their counterparts in the ELCA and in the region, as appropriate.
- j. Committees shall report to the Synod Council after each committee meeting, except that Synod Assembly committees need only report to the Synod Council when called for by the Synod Council or this synod's constitution, bylaws, or continuing resolutions.
- k. Committees shall submit a written report describing its activities and, when appropriate, recommending action to each regular meeting of the Synod Assembly.

**S11.12.01.** There shall be a Candidacy Committee to act on behalf of the ELCA in the candidacy process for the rosters of the ELCA. The Candidacy Committee shall use churchwide standards, requirements, and expectations for discerning and determining the readiness of persons to enter the candidacy process and to begin theological education, for endorsing candidates for a specific roster of this church, and in the approval process for determining an individual's qualifications and readiness to serve in rostered ministry. The Candidacy Committee shall provide guidance, encouragement, and support for candidates throughout the candidacy process.

**S11.12.A21.** Membership of the Candidacy Committee shall be composed of at least six members as follows:

- a. The Synod Council shall establish the size of the Candidacy Committee based on the number of candidates for which the committee is normally responsible, with a ratio of one committee member for every five candidates as the standard.
- b. At least 45 percent of the Candidacy Committee shall be laypersons, and at least 45 percent shall be rostered ministers.
- c. The synod bishop or the bishop's designate and the chair of the committee shall be voting members of the committee.
- d. Members shall be appointed for a term of five years and may serve no more than two terms consecutively.
- e. Terms of members shall be staggered so that no more than one-third of committee members' terms end in a given year.

**S11.12.B21.** There shall be a Global Mission Committee consisting of at least six members appointed by the Synod Council. The committee shall do the following:

- a. Work with conferences and congregations and at meetings of the Synod Assembly to promote awareness and encourage support for the global mission of the church.
- b. Be the liaison of this synod with ELCA Global Mission.
- c. With the Office of the Bishop and the ELCA Global Mission staff, the Global Mission Committee will coordinate and provide oversight to international Companion Synod relationships.

**S11.12.C21.** There shall be a Leadership Support Committee consisting of at least six members appointed by the Synod Council. The committee shall do the following:

- a. Plan and convene an annual gathering for rostered professional leaders to provide continuing education, mutual conversation and encouragement, and an opportunity for conversation with the synod bishop and the synod staff regarding the mission of the synod.
- b. Develop ways to support retired rostered persons, including convening synod and/or regional gatherings to explore existing needs and resources for such persons, and seeking ways in which talents and experience can be further utilized in the life of the synod and its congregations.
- c. Encourage continuing education among rostered persons and administer the funds of the synod that are available for continuing education grants,
- d. Support persons in their first call through the First Call Theological Education program of the ELCA.

- e. Be in conversation with those rostered persons in specialized ministries to offer support and collegiality.

**S11.12.03.** Task forces. The Synod Council and synod committees may appoint task forces, which shall report to the body that appointed it. The appointing body shall adopt in writing the task force's specific purposes and a date by which the task force will be dissolved unless the appointing body reappoints the task force. The appointing body shall include the task force's purpose and deadline in the appointing body's minutes.

## **Chapter 12.**

### **CONFERENCES, CLUSTERS, COALITIONS, AREA SUBDIVISIONS, AND NETWORKS**

†**S12.01.** This synod may establish conferences, clusters, coalitions, area subdivisions, and networks as appropriate within its territory and in collaboration with other synods and entities, as specified in the bylaws and continuing resolutions. The purpose of such groupings shall be to foster interdependent relationships for missional purposes among congregations, synods, the churchwide organization, and other affiliates.

**S12.01.01.** Conferences. This synod shall be divided into ten conferences, consisting of congregations clustered around geographic areas of service and communication. The Synod Council shall determine with which conference congregations are aligned. Alignment of congregations with conferences shall be included in the report of the Synod Assembly.

**S12.01.02.** Purposes. The Conference shall:

- a. Plan programs to strengthen the church's ministries of proclamation, worship, learning, youth work, witness, service, stewardship, and advocacy within the congregations.
- b. Foster shared ministries within the conference, and through coalitions or clusters.
- c. Facilitate communication.
- d. Plan and implement meetings, retreats, fellowship events, study, and training;
- e. Be involved in the process of allocating human and financial resources.
- f. Develop relationships with other religious and secular organizations dedicated to advocating justice and providing services to meet human needs.
- g. Sponsor other functions that will strengthen the mission of the church.
- h. Nominate a lay member of the Synod Council as assigned by the Synod Nominating Committee.
- i. Present nominees for Churchwide Assembly delegates as assigned by the Synod Nominating Committee for election by the Synod Assembly (S11.01.03d).

**S12.01.03.** Treasury. Conferences may have treasuries, and may solicit funds within their conference to carry out their purposes.

**S12.01.04.** Conference Assembly. Conferences shall meet in assembly at least once a year. Conference Assemblies shall set goals and priorities for the conference, and shall elect officers.

**S12.01.05.** Representation. Representation in the Conference Assembly shall be:

- a. All members of the ministeriums within the conference.
- b. Lay members from each congregation, as determined by the synod constitution for the Synod Assembly. Where practicable, lay members to the Synod Assembly shall be members of the Conference Assembly.
- c. Members of the Synod Council from the conference.

**S12.01.06.** Officers. Conferences shall have the following officers: a chairperson, a secretary, and a dean. They may have a treasurer.

- a. The chairperson, who shall be lay, shall be elected by the Conference Assembly.

- b. The secretary and the treasurer (if any) shall be elected by the Conference Assembly. Both positions may be served by the same person.
- c. The dean of the ministerium shall be appointed by the Synod Council.
- d. An attempt shall be made to include male and female leadership.
- e. Officers shall be elected to two-year terms, and may serve no more than two terms consecutively.
- f. Election of the chairperson shall be held at the first meeting of the Conference Assembly after the annual meeting of the Synod Assembly in odd-numbered years.
- g. Elections of secretary and treasurer shall be held at the first meeting of the Conference Assembly after the annual meeting of the Synod Assembly in even-numbered years.
- h. The officers shall consult prior to a Conference Assembly to set the agenda for that meeting.
- i. Should the chairperson, secretary, or treasurer die, resign, or be unable to serve, the dean, with the approval of the Conference Council, shall arrange for the appropriate care of the responsibilities of the officer until the Conference Assembly for the election of the new officer is to be held or until the officer is able to serve again.

**S12.01.07.**

Chairperson. The chairperson shall

- 1. Council, and other conferences of this synod;
- 2. initiate regular gatherings of rostered ministers for the purposes of worship, ~~and~~ community building, ongoing growth and development in ministry, and exploration of shared mission and ministry;
- 3. initiate occasions of welcome and orientation for newly arrived rostered ministers and farewells for rostered ministers leaving the conference;
- 4. with permission and as appropriate, communicate in timely fashion the ministerium's pastoral-care concerns and celebrations to the chaplain for the ministerium and the Office of the Bishop;
- 5. facilitate communication among the ministerium members;
- 6. preside at the election of the chaplain for the ministerium; and
- 7. meet with the bishop or the bishop's designee and deans of other conferences for communication, reflection, development, and mutual support at least three times a year and as called for by the bishop or the bishop's designee.

**S12.01.08.**

Secretary. The secretary shall:

- a. Supervise the keeping of records of the Conference Council and Conference Assembly.
- b. Be responsible for the communications of the Conference Council and Conference Assembly.
- c. Perform such other duties as the Conference Assembly may assign.

**S12.01.09.**

Treasurer. If there is a treasurer, the treasurer shall be responsible for the finances of the conference.

**S12.01.10.**

Conference Council.

- a. The conference shall determine the size of the Conference Council; it shall have no fewer than three members, who shall be the officers of the conference, and no more than fifteen.
- b. Every reasonable attempt shall be made to see that for members other than the officers, lay/rostered and man/woman ratios meet the synod standards.
- c. The Conference Council shall have the authority to call meetings of the Conference Assembly.
- d. Members of the Synod Council shall maintain a liaison between their conferences and the Synod Council.

- e. The bishop or assistant to the bishop shall have the privilege of voice at meetings of the Conference Council.

**S12.01.11.**

**Ministeriums.**

- a. **Membership.** The ministerium includes all active or retired rostered ministers who are members of or who are serving congregations within the conference. Other ministers may participate in the life of a particular conference upon approval by the ministerium.
- b. **Purposes.** The ministerium shall be responsible for:
  - 1. The spiritual nurture of its members.
  - 2. Support and encouragement of its members.
  - 3. Developing fellowship and community among its members.
  - 4. Encouraging and facilitating continuing education.
- c. **Dean.** The dean of the ministerium in each conference supports the ministry of this synod and the ELCA and facilitates collegial relations among rostered ministers. The dean must be a member of the ministerium. The dean may be reimbursed from synod funds for expenses related to the responsibilities of the dean as approved by the bishop or the bishop's designee. The dean's responsibilities are as follows: be a liaison between conference rostered ministers and the Office of the Bishop, the Synod the ministerium. The dean serves a three-year term and may be appointed to serve no more than six years in any eight-year period. The term of each dean lasts from June 1 until a successor takes office. If a dean does not serve a full term, the Synod Council appoints a dean to serve the remainder of the term. The Synod Council will stagger the terms of deans in three groups.
- d. **Selection and terms of deans.** The Synod Council appoints each dean upon recommendation by the bishop, whose recommendations will take into consideration consultations with convene and conduct the meetings of the Conference Assembly and of the Conference Council. In the absence of the chairperson, the dean shall convene and conduct meetings.
- e. **Chaplain for the Ministerium.** Each ministerium may elect a Chaplain. The chaplain serves a three-year term and is eligible for reelection. The chaplain, in consultation with the dean, the Office of the Bishop, and the Synod Council, fosters pastoral care among the rostered ministers of the conference and their families.
- f. **Meetings.** The ministerium shall meet regularly, as called by the dean.

**Chapter 13.**

**CONGREGATIONS**

**†S13.01.**

Each congregation, except those certified as congregations of the Evangelical Lutheran Church in America by the uniting churches, prior to being listed in the roster of congregations of this synod, shall adopt the *Model Constitution for Congregations* or one acceptable to this synod that is not in contradiction to the constitution and bylaws of the Evangelical Lutheran Church in America.

- a. **New congregations.** A congregation newly formed by this church and any congregation seeking recognition and reception by this church shall:
  - 1) Accept the criteria for recognition and reception as a congregation of this church, fulfill the functions of the congregation, and accept the governance provisions as provided in Chapter 9 of the constitution and bylaws of this church.
  - 2) Adopt governing documents that include fully and without alterations the Preamble, Chapter 1, where applicable, and all required provisions of Chapters 2, 3, 4, 5, 6, 7, 8, 9, 15, 16, 17, 18, and 19 in the *Model Constitution for Congregations* consistent with requirements of the constitutions, bylaws, and

continuing resolutions of this church. Bylaws and continuing resolutions, appropriate for inclusion in these chapters and not in conflict with these required provisions in the *Model Constitution for Congregations*, the constitution of this synod, or the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*, may be adopted as described in Chapters 16 and 18 of the *Model Constitution for Congregations*.

3) Accept the commitments expected of all congregations of this church as stated in \*C6.01., \*C6.02., and \*C6.03. of the *Model Constitution for Congregations*.

- b. **Congregations from another church body.** If a congregation is a member of another church body, the leadership of the congregation first should consult with the appropriate authorities of that church body before taking action to leave its current church body. After such consultation, leaders of the congregation should contact the ELCA synod bishop or staff where the congregation is located. The synod bishop or synod staff where the transferring or independent congregation is located shall confer with the congregation to assure its understanding and acceptance of commitment to and affiliation with this church.
- c. **Recognition and reception.** Recognition and reception into this church of transferring or independent congregations by the Evangelical Lutheran Church in America is based on the judgment of the synod and action by the synod through the Synod Council and Synod Assembly. The synod bishop shall provide for prompt reporting of such additions to the secretary of this church for addition to the roster of congregations.

†S13.02. It shall be the responsibility of each congregation of this synod to elect from among its voting members laypersons to serve as members of the Synod Assembly as well as persons to represent it at meetings of any conference, cluster, coalition, or other area subdivision of which it is a member. Normatively, congregations should hold elections prior to each regular meeting of the Synod Assembly. The number of persons to be elected by each congregation and other qualifications shall be as prescribed in guidelines established by this synod.

S13.03. When a congregation wishes to amend a particular provision of its governing documents, the provision so amended must be consistent with the governing documents of this church.

- a. All proposed changes in the constitution of incorporation documents of a congregation will be referred to the Synod Council. The Synod Council must approve or disapprove of the proposed changes and must notify the congregation of its decision.
- b. The synod should recognize that congregations may organize themselves in a manner they deem most appropriate.
- c. The synod will develop, maintain, and make available criteria on which the synod Council will evaluate congregations' constitutions.

S13.11. When a rostered minister of this church resigns, the Congregation Council shall receive the letter of resignation, report it to the congregation, and at once notify the bishop of this synod.

S13.12. A congregation under financial obligation to its former rostered minister shall make satisfactory settlement of the obligation before calling a successor.

†S13.20. A congregation considering a relocation shall confer with the bishop of the synod in which it is territorially located and the appropriate unit of the churchwide organization before any steps are taken leading to such action. The approval of the Synod Council shall be received before any such action is effected.

†S13.21. A congregation considering development of an additional site to be used regularly for worship shall confer with the bishop of the synod in which it is territorially located and

the appropriate unit of the churchwide organization before any steps are taken leading to such action.

†S13.22. Each congregation of the Evangelical Lutheran Church in America within the territory of this synod, except those which are in partnership with the Slovak Zion Synod, shall establish and maintain a relationship with this synod.

†S13.23. Provision 9.71. of the constitution of this church shall govern the relationship of this synod and a congregation of this synod regarding the property of the congregation. This synod may transfer or convey property to a congregation of the synod, subject to restrictions accepted by the congregation, including provision that if the Synod Council, in its sole and exclusive discretion, determines (1) that the property is not being used to serve the mission and ministry needs of this church, or (2) that the congregation has transferred, encumbered, mortgaged, or in any way burdened or impaired any right, title, or interest in the property without the prior approval of the Synod Council, then title to the property shall revert to the synod, and the congregation, upon written demand, shall reconvey the property to the synod.

†S13.24. The Synod Council, itself or through trustees appointed by it, may take charge and control of the property of a congregation of this synod to hold, manage, and convey the same on behalf of this synod, if any of the following apply:

- a. The congregation has disbanded, ceased to worship, or otherwise ceased to exist as a congregation.
- b. The congregation has abandoned its property.
- c. The remaining members of the congregation decide that it is no longer possible to function as a congregation or that they are unable to provide required governance.
- d. The Synod Council determines that the membership of a congregation has become so scattered or so diminished in numbers that it cannot provide required governance or that it has become impractical for the congregation to fulfill the purposes for which it was organized.
- e. The Synod Council determines that it is necessary for this synod to protect and preserve the congregation's property from waste and deterioration.

The congregation shall have the right to appeal any such decision to the next Synod Assembly.

S13.25. This synod may temporarily assume administration of a congregation upon its request or with its concurrence. Such synod administration shall continue only so long as necessary to complete the purposes for which it was requested by the congregation or until the congregation withdraws consent to continued administration.

S13.26. Termination of a congregation's relationship with the Evangelical Lutheran Church in America in accordance with constitutional provisions shall act as termination of the congregation's relationship with this synod.

### S13.30. **Discipline**

†S13.31. Congregations and members of congregations are subject to discipline in accordance with the provisions of Chapter 20 of the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*. The synod's involvement in and responsibility for such disciplinary processes shall be as set forth in that chapter.

### S13.40. **Synod-authorized Worshiping Communities**

S13.41. Authorized worshiping communities, acknowledged under criteria, policies, and procedures approved by the Church Council of the Evangelical Lutheran Church in America, shall accept and adhere to the Confession of Faith and Statement of Purpose of



this church, shall be served by leadership under the criteria of this church, and shall be subject to the discipline of this church.

## **Chapter 14.**

### **ROSTERED MINISTERS**

#### **S14.10. Ministers of Word and Sacrament**

†S14.11. The time and place of the ordination of those persons properly called to ministry in this synod shall be authorized by the bishop of this synod.

†S14.12. Consistent with the faith and practice of the Evangelical Lutheran Church in America,

a. Every minister of Word and Sacrament shall:

- 1) preach the Word;
- 2) administer the sacraments;
- 3) conduct public worship;
- 4) provide pastoral care;
- 5) seek out and encourage qualified persons to prepare for the ministry of the Gospel;
- 6) impart knowledge of this church and its wider ministry through available channels of effective communication;
- 7) witness to the Kingdom of God in the community, in the nation and abroad; and
- 8) speak publicly to the world in solidarity with the poor and oppressed, advocating dignity, justice, and equity for all people, working for peace and reconciliation among the nations, caring for the marginalized, and embracing and welcoming racially and ethnically diverse populations.

b. Each pastor with a congregational call shall, within the congregation:

- 1) offer instruction, confirm, marry, visit the sick and distressed, and bury the dead;
- 2) relate to all schools and organizations of the congregation;
- 3) install regularly elected members of the Congregation Council;
- 4) with the council, administer discipline;
- 5) endeavor to increase the support given by the congregation to the work of the churchwide organization and of this synod; and
- 6) encourage adherence to covenantal relationship with this church as expressed in the *Constitutions, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*.

**S14.13.** The pastor (a) shall keep accurate parochial records of all baptisms, confirmations, marriages, burials, communicants, members received, members dismissed, or members excluded from the congregation, (b) shall submit a summary of such statistics annually to this synod, and (c) shall become a member of the congregation upon receipt and acceptance of the letter of call. In a parish of multiple congregations, the pastor shall hold membership in one of the congregations.

**S14.14.** Whenever members of a congregation move to such a distance that regular attendance at its services becomes impractical, it shall be the duty of the pastor to commend them to the pastoral care of a congregation nearer to their place of residence.

**S14.15.** Each minister of Word and Sacrament on the roster of this synod shall submit a report of his or her ministry to the bishop of the synod at least 90 days prior to each regular meeting of the Synod Assembly.

†S14.16. When a congregation of this church desires to call a pastor or a candidate for the ministry of Word and Sacrament of this church:

- a. Each congregation of this synod shall consult the bishop of this synod before taking any steps leading to the extending of a call to a prospective pastor.
- b. For issuance of a letter of call to a pastor or candidate by a congregation of this synod in accord with ELCA constitutional provision 7.41., a two-thirds vote shall be required of voting members of the congregation present and voting at a meeting regularly called for the purpose of issuing such a call.
- c. When the congregation has voted to issue a call to a prospective pastor, the letter of call shall be submitted to the bishop of this synod for the bishop's signature.

**§14.17.**

No minister of Word and Sacrament shall accept a call without first conferring with the bishop of this synod. A minister of Word and Sacrament shall respond with an answer to acceptance or declination to a letter of call within 30 days of receipt of such a call. With the approval of the bishop of this synod and the president of the Congregation Council of the congregation issuing the call, additional time may be granted to respond to a letter of call.

**†§14.18.**

The provisions for termination of the mutual relationship between a minister of Word and Sacrament and a congregation shall be as follows:

- a. The call of a congregation, when accepted by a pastor, shall constitute a continuing mutual relationship and commitment which shall be terminated only by the pastor's death or, following consultation with the synod bishop, for any of the following reasons:
  - 1) mutual agreement to terminate the call or the completion of a call for a specific term;
  - 2) resignation of the pastor, which shall become effective, unless otherwise agreed, no later than 30 days after the date on which it was submitted;
  - 3) inability to conduct the pastoral office effectively in that congregation in view of local conditions;
  - 4) inability to conduct the pastoral office effectively in view of disability or incapacity of the pastor;
  - 5) suspension of the pastor through discipline for more than three months;
  - 6) resignation or removal of the pastor from the roster of Ministers of Word and Sacrament of this church;
  - 7) termination of the relationship between this church and the congregation;
  - 8) dissolution of the congregation or the termination of a parish arrangement; or
  - 9) suspension of the congregation through discipline for more than six months.
- b. When allegations of disability or incapacity of the pastor under paragraph a.4) above, or ineffective conduct of the pastoral office under paragraph a.3) above, have come to the attention of the bishop of this synod,
  - 1) the bishop, who has sole discretion, may investigate such conditions personally together with a committee of two rostered ministers and one layperson, or
  - 2) when such allegations have been brought to the synod's attention by an official recital of allegations by the Congregation Council or by a petition signed by at least one-third of the voting members of the congregation, the bishop personally shall investigate such conditions together with a committee of two rostered ministers and one layperson.
- c. In case of alleged disability or incapacity under paragraph a.4) above, the bishop's committee shall obtain and document competent medical opinion concerning the pastor's condition. When a disability or incapacity is evident to the committee, the bishop of this synod may declare the pastorate vacant. When the pastorate is declared vacant, the Synod Council shall list the pastor on the roster of Ministers of Word and Sacrament with disability status. Upon resumption of the ability to conduct the office

effectively, the bishop shall take steps to enable the pastor to resume the ministry, either in the congregation last served or in another appropriate call.

- d. In the case of alleged local difficulties that imperil the effective functioning of the congregation under paragraph a.3) above, the bishop's committee shall endeavor to hear from all concerned persons, after which the bishop together with the committee shall present their recommendations first to the pastor and then to the congregation. The recommendations of the bishop's committee must address whether the pastor's call should come to an end and, if so, may suggest appropriate severance arrangements. The committee may also propose other actions that should be undertaken by the congregation and by the pastor, if appropriate. If the pastor and congregation agree to carry out such recommendations, no further action need be taken by the synod.
- e. If either party fails to assent to the recommendations of the bishop's committee concerning the pastor's call, the congregation may dismiss the pastor only at a legally called meeting after consultation with the bishop, either (a) by a two-thirds vote of the voting members present and voting where the bishop and the committee did not recommend termination of the call, or (b) by a majority vote of the voting members present and voting where the bishop and the committee recommended termination of the call.
- f. If, in the course of proceedings described in paragraph c. or paragraph d. above, the bishop's committee concludes that there may be grounds for disciplinary action, the committee shall make recommendations concerning disciplinary action in accordance with the provisions of this church's constitution, bylaws, and continuing resolutions.

†S14.19. Ministers of Word and Sacrament shall respect the integrity of the ministry of congregations which they do not serve and shall not exercise ministerial functions therein unless invited to do so by the pastor, or if there is no duly called pastor, then by the interim pastor in consultation with the Congregation Council.

†S14.21. The records of all baptisms, confirmations, marriages, burials, communicants, members received, members transferred or dismissed, members who have become inactive, or members excluded from the congregation shall be kept accurately and permanently. They shall remain the property of each congregation. At the time of the closure of a congregation, such records shall be sent to the regional archives. The secretary of the congregation shall attest to the bishop of this synod that such records have been placed in the secretary's hands in good order by a departing pastor before:

- a. installation in another call, or
- b. approval of a request for change in roster status.

†S14.22. The pastor shall make satisfactory settlement of all financial obligations to a former congregation before:

- a. installation in another call, or
- b. approval of a request for change in roster status.

†S14.23. During service to a congregation, an interim pastor shall have the rights and duties in the congregation of a regularly called pastor. The interim pastor may delegate the same in part to an interim supply pastor with the consent of the bishop of this synod. The interim pastor and any rostered minister who may assist shall refrain from exerting influence in the selection of a pastor. Upon completion of service, the interim pastor shall certify to the bishop of this synod that the congregation records, for the period for which the interim pastor was responsible, are in order.

†S14.24. With the approval of the synod bishop expressed in writing, which sets forth a clear statement of the purpose to be served by such a departure from the normal rule of permanency of the call as expressed in †S14.18., a congregation may call a pastor for a specific term. Details of such calls shall be in writing setting forth the purpose and

conditions involved. Prior to the completion of a term, the bishop of this synod or a representative of the bishop shall meet with the pastor and representatives of the congregation for a review of the call. Such call may also be terminated before its expiration in accordance with the provisions of †S14.18.

**S14.25.** All ministers of Word and Sacrament under a call shall attend meetings of the Synod Assembly, and the pastors of congregations shall also attend the meetings of the conference, cluster, coalition, or other area subdivision to which the congregation belongs.

**†S14.30. Ministers of Word and Service**

**†S14.31.** The time and place of the ordination of those persons properly called to ministry in this synod shall be authorized by the bishop of this synod.

**†S14.32.** Consistent with the faith and practice of the Evangelical Lutheran Church in America, every Minister of Word and Service shall:

- a. Be rooted in the Word of God, for proclamation and service;
- b. Advocate a prophetic diakonia that commits itself to risk-taking and innovative service on the frontiers of the Church's outreach, giving particular attention to the suffering places in God's world;
- c. Speak publicly to the world in solidarity with the poor and oppressed, advocating dignity, justice, and equity for all people, working for peace and reconciliation among the nations, caring for the marginalized, and embracing and welcoming racially and ethnically diverse populations;
- d. Equip the baptized for ministry in God's world that affirms the gifts of all people;
- e. Encourage mutual relationships that invite participation and accompaniment of others in God's mission;
- f. Practice stewardship that respects God's gift of time, talents, and resources;
- g. Be grounded in a gathered community for ongoing diaconal formation;
- h. Share knowledge of this church and its wider ministry of the gospel, and advocate for the work of all expressions of this church; and
- i. Identify and encourage qualified persons to prepare for ministry of the gospel.

**S14.33.** The minister of Word and Service shall become a member of the congregation upon receipt and acceptance of the letter of call. In a parish of multiple congregations, the minister of Word and Service shall hold membership in one of the congregations.

**S14.34.** Each minister of Word and Service on the roster of this synod shall submit a report of his or her ministry to the bishop of the synod at least 90 days prior to each regular meeting of the Synod Assembly.

**†S14.41.** When a congregation of this church desires to call a minister of Word and Service or a candidate for the ministry of Word and Service of this church:

- a. Each congregation of this synod shall consult the bishop of this synod before taking any steps leading to the extending of a call to a prospective minister of Word and Service.
- b. For issuance of a letter of call to a minister of Word and Service or candidate by a congregation of this synod in accord with ELCA constitutional provision 7.71., a two-thirds vote shall be required of members of the congregation present and voting at a meeting regularly called for the purpose of issuing such a call.
- c. When the congregation has voted to issue a call to a prospective minister of Word and Service, the letter of call shall be submitted to the bishop of this synod for the bishop's signature.

**S14.42.** No minister of Word and Service shall accept a call without first conferring with the bishop of this synod. A minister of Word and Service shall respond with an answer of

acceptance or declination to a letter of call within 30 days of receipt of such call. In exceptional circumstances with the approval of the bishop of this synod and the president of the Congregation Council of the congregation issuing the call, an additional 15 days may be granted to respond to a letter of call.

†S14.43.

The provisions for termination of the mutual relationship between a minister of Word and Service and a congregation shall be as follows:

- a. The call of a congregation, when accepted by a minister of Word and Service, shall constitute a continuing mutual relationship and commitment which shall be terminated only by the deacon's death or, following consultation with the synod bishop, for any of the following reasons:
  - 1) mutual agreement to terminate the call or the completion of a call for a specific term;
  - 2) resignation of the minister of Word and Service, which shall become effective, unless otherwise agreed, no later than 30 days after the date on which it was submitted;
  - 3) inability to conduct the office effectively in that congregation in view of local conditions;
  - 4) inability to conduct the office effectively in view of disability or incapacity of the minister of Word and Service;
  - 5) suspension of the minister of Word and Service through discipline for more than three months;
  - 6) resignation or removal of the minister of Word and Service from the roster of Ministers of Word and Service of this church;
  - 7) termination of the relationship between this church and the congregation;
  - 8) dissolution of the congregation or the termination of a parish arrangement; or
  - 9) suspension of the congregation through discipline for more than six months.
- b. When allegations of disability or incapacity of the minister of Word and Service under paragraph a.4) above, or ineffective conduct of the ministry of Word and Service under paragraph a.3) above, have come to the attention of the bishop of this synod,
  - 1) the bishop, who has sole discretion, may investigate such conditions personally together with a committee of two rostered ministers and one layperson, or
  - 2) when such allegations have been brought to the synod's attention by an official recital of allegations by the Congregation Council or by a petition signed by at least one-third of the voting members of the congregation, the bishop personally shall investigate such conditions together with a committee of two rostered ministers and one layperson.
- c. In case of alleged disability or incapacity under paragraph a.4) above, the bishop's committee shall obtain and document competent medical opinion concerning the minister of Word and Service's condition. When a disability or incapacity is evident to the committee, the bishop of this synod may declare the position vacant. When the position is declared vacant, the Synod Council shall list the deacon on the roster of Ministers of Word and Service with disability status. Upon resumption of the ability to conduct the office effectively, the bishop shall take steps to enable the minister of Word and Service to resume the ministry, either in the congregation last served or in another appropriate call.
- d. In the case of alleged local difficulties that imperil the effective functioning of the congregation under paragraph a.3) above, the bishop's committee shall endeavor to hear from all concerned persons, after which the bishop together with the committee shall present their recommendations first to the minister of Word and Service and then to the congregation. The recommendations of the bishop's committee address

whether the minister of Word and Service's call should come to an end and, if so, may suggest appropriate severance arrangements. The committee may also propose other actions that should be undertaken by the congregation and by the minister of Word and Service, if appropriate. If the minister of Word and Service and congregation agree to carry out such recommendations, no further action need be taken by the synod.

- e. If either party fails to assent to the recommendations of the bishop's committee concerning the minister of Word and Service's call, the congregation may dismiss the minister of Word and Service only at a legally called meeting after consultation with the bishop, either (a) by a two-thirds vote of the voting members present and voting where the bishop and the committee did not recommend termination of the call, or (b) by a majority vote of the voting members present and voting where the bishop and the committee recommended termination of the call.
- f. If, in the course of proceedings described in paragraph c. or paragraph d. above, the bishop's committee concludes that there may be grounds for disciplinary action, the committee shall make recommendations concerning disciplinary action in accordance with the provisions of this church's constitution, bylaws, and continuing resolutions.

†S14.44. Ministers of Word and Service shall respect the integrity of the ministry of congregations which they do not serve and shall not exercise ministerial functions therein unless invited to do so by the Congregation Council.

†S14.45. The minister of Word and Service shall make satisfactory settlement of all financial obligations to a former congregation before:

- a. installation in another call, or
- b. approval of a request for change in roster status.

†S14.46. With the approval of the synod bishop expressed in writing, which sets forth a clear statement of the purpose to be served by such a departure from the normal rule of permanency of the call as expressed in †S14.43., a congregation may call a minister of Word and Service for a specific term. Details of such calls shall be in writing setting forth the purpose and conditions involved. Prior to the completion of a term, the bishop of this synod or a representative of the bishop shall meet with the minister of Word and Service and representatives of the congregation for a review of the call. Such call may also be terminated before its expiration in accordance with the provisions of †S14.43.

S14.47. All ministers of Word and Service under a call shall attend meetings of the Synod Assembly, and the ministers of Word and Service of congregations shall also attend the meetings of the conference, cluster, coalition, or other area subdivision to which the congregation belongs.

## **Chapter 15.**

### **FINANCIAL MATTERS**

†S15.01. The fiscal year of this synod shall be February 1 through January 31.

†S15.11. Since the congregations, synods, and churchwide organization are interdependent expressions that share in God's mission, all share in the responsibility to develop, implement, and strengthen the financial support of the whole church. The gifts and offerings of the members of the Evangelical Lutheran Church in America are given to support all parts of this church; thus the unity of this church should be evidenced in determining each part's share of the gifts and offerings. Therefore:

- a. The mission of this church beyond the congregation is to be supported by such a proportionate share of each congregation's annual budget as each congregation determines. This synod shall develop guidelines for determining "proportionate share," and shall consult with congregational leaders to assist each congregation in making its determination.

- b. This synod shall receive the proportionate share of the mission support from its congregations, and shall transmit that percentage or amount of each congregation's mission support as determined in consultation with the churchwide organization and approved by the Synod Assembly as part of its budget consideration.
- c. Should the Synod Assembly not approve the proportionate share of mission support determined in consultation with the churchwide organization, a new consultation with the churchwide organization shall take place. The Synod Council is authorized to amend the budget adopted by the Synod Assembly to reflect the results of this consultation.

- †S15.12. The annual budget of this synod shall reflect the entire range of its own activities and its commitment to supportive funding with other synods and the churchwide organization.
- S15.13. The Synod Council shall authorize expenditures within the budget for the fiscal year. Expenditure authorizations shall be subject to revision, in light of changing conditions, by a two-thirds vote of the Synod Council.
- S15.14. Except when such procedure would jeopardize current operations, a reserve amounting to no more than 16 percent of the sum of the amounts scheduled in the next year's budget for regular distribution to synod causes shall be carried forward annually for disbursement in the following year in the interest of making possible a more even flow of income to such causes. The exact number of dollars to be held in reserve shall be determined by the Synod Council.
- S15.21. No appeal to congregations of this or any other synod of the Evangelical Lutheran Church in America for the raising of funds shall be conducted by congregations or organizations related to or affiliated with this synod without the consent of the Synod Assembly or the Synod Council.
- †S15.31. This synod shall arrange to have an annual audit of its financial records conducted by a certified public accountant firm recommended by the synod Audit Committee and approved by the Synod Council. The audited annual financial report shall be submitted by this synod to the churchwide Office of the Treasurer and to the congregations of this synod.
- †S15.32. This synod shall maintain adequate, continuous insurance coverage in accordance with standards recommended by the churchwide organization. Insurance programs offered or endorsed by the churchwide organization shall be deemed to fulfill this obligation.

## **Chapter 16.**

### **INDEMNIFICATION**

- †S16.01. Subject to the limitations and duties imposed by law, each person who is or was made or threatened to be made a party to any proceeding by reason of the present or former capacity of that person as a Synod Council member, officer, employee, or committee member of this synod shall be indemnified against all costs and expenses incurred by that person in connection with the proceeding. Indemnification of any person by reason of that person's capacity as a director, officer, employee, or committee member of any other organization, regardless of its form or relationship to this synod, is subject to the provisions of †S16.02.
  - a. The term "proceeding" means a threatened, pending, or completed lawsuit, whether civil or criminal, an administrative or investigative matter, arbitration, mediation, alternative dispute resolution, or any other similar legal or governmental action. Except as otherwise required by law, the term "proceeding" does not include (a) any action by this synod against the individual seeking indemnification, or (b) subject to †S16.04., a disciplinary hearing or related process described in Chapter 20 of the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*.

b. The term “indemnification” includes reimbursement and advances of costs and expenses for judgments, penalties, fines, settlements, excise taxes, reasonable attorneys’ fees, disbursements, and similar required expenditures.

- †S16.02. Whenever a person who, while a Synod Council member, officer, committee member, or employee of this synod, is or was serving at the request of this synod as (or whose duties in that position involve or involved service in the capacity of) a director, officer, partner, trustee, employee, or agent of another organization, is or was made or threatened to be made a party to a proceeding by reason of such capacity, then such person shall be entitled to indemnification only if (a) the Synod Council has established a process for determining whether a person serving in the capacity described in this section shall be entitled to indemnification in any specific case, and (b) that process has been applied in making a specific determination that such person is entitled to indemnification.
- †S16.03. This synod may purchase and maintain insurance on behalf of itself or any person entitled to indemnification pursuant to this chapter against any liability asserted against and incurred by this synod or by such other person in or arising from a capacity described in †S16.01. or †S16.02.
- †S16.04. When written charges against a rostered minister of this church are made in disciplinary proceedings under Chapter 20 of the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America* by the synod bishop or when written charges against a congregation are made in disciplinary proceedings by the Synod Council or the synod bishop, and the discipline hearing committee determines that no discipline shall be imposed, then if such determination is not reversed or set aside on appeal, indemnification shall be made by the synod to the accused for reasonable attorney’s fees and other reasonable expenses related to the defense of the charges. The determination of the reasonableness of such fees and expenses shall be made by the Synod Council.

## **Chapter 17.**

### **CONSULTATION AND ADJUDICATION**

- †S17.01. The synod bishop and the Executive Committee of the Synod Council shall be available to give counsel when disputes arise within this synod.
- †S17.02. The synod bishop and the Executive Committee of the Synod Council shall receive expressions of concern from rostered ministers of this church, congregations, and organizations within this synod; provide a forum in which the parties concerned can seek to work out matters causing distress or conflict; and make appropriate recommendations for their resolution. When a concern relates directly to the synod bishop, the synod vice president will lead the Executive Committee’s efforts at resolving the matter. When the matter at issue cannot be resolved in this manner, applicable procedures for investigation, decision, appeal, and adjudication shall be followed. Allegations or charges that could lead to the discipline of a rostered minister of this church shall not be addressed by the Executive Committee but shall be resolved through the disciplinary process set forth in the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*.
- †S17.03. When there is disagreement between or among congregations of this synod on a substantive issue that cannot be resolved by the parties, the council of an affected congregation may petition the synod bishop for a consultation after informing the other affected congregation(s) of its intent to do so. If this consultation fails to resolve the issue, the bishop shall refer the matter to the Consultation Committee of the synod, which shall undertake efforts to find an appropriate solution. If the Consultation Committee’s efforts fail to resolve the issue(s), the entire matter shall be referred to the Synod Council



for adjudication by whatever process the council deems necessary. The decision of the Synod Council shall be final.

- †S17.04. When conferences, clusters, coalitions, or area subdivisions of this synod have a disagreement on a substantive issue that they cannot resolve, the aggrieved party or parties may petition the synod bishop and the Executive Committee of the Synod Council requesting a consultation after informing the other affected parties of their intent to do so. In this case the decision of the Executive Committee shall prevail, except that, upon the motion of a member of the Synod Council, the decision shall be referred to the Synod Council for final action.

†S17.10. **Adjudication in a Congregation**

- †S17.11. When there is disagreement between or among factions within a congregation on a substantive issue which cannot be resolved by the parties, members of the congregation may petition the synod bishop for consultation after informing the president of the Congregation Council of their intent to do so. The synod bishop shall seek a timely resolution of the dispute. If the issue relates directly to the pastor, the bishop may begin the process in †S14.18.d. In all other matters, if the bishop's consultation fails to resolve the issue, the bishop shall refer the matter to the Consultation Committee of the synod, which shall undertake efforts to find an appropriate solution. If the Consultation Committee's efforts fail to resolve the dispute, the entire matter shall be referred to the Synod Council for adjudication by whatever process the council deems necessary. The Synod Council's decision shall be final.

**Chapter 18.**

**AMENDMENTS, BYLAWS, & CONTINUING RESOLUTIONS.**

†S18.10. **Amendments to Constitution**

- †S18.11. Certain sections of this constitution incorporate and record therein required provisions of the constitution and bylaws of this church. If such provisions are amended by the Churchwide Assembly, corresponding amendments shall be introduced at once into this constitution by the secretary of this synod upon receipt of formal certification thereof from the secretary of the Evangelical Lutheran Church in America.

- †S18.12. Whenever the secretary of the Evangelical Lutheran Church in America officially informs this synod that the Churchwide Assembly has amended the *Constitution for Synods*, this constitution may be amended to reflect any such amendment by a majority vote at any subsequent meeting of the Synod Assembly without presentation at a prior Synod Assembly. An amendment that is identical to a provision of the *Constitution for Synods* shall be deemed to have been ratified upon its adoption by this synod. The Church Council, through the secretary of this church, shall be given prompt notification of its adoption.

- †S18.13. Other amendments to this constitution may be adopted by this synod through either of the following procedures:

- a. Introduced with the support of at least 50 voting members and having been approved by a two-thirds vote of the voting members present and voting at a regular meeting of the Synod Assembly, an amendment may be adopted unchanged by a two-thirds vote at the next regular meeting of the Synod Assembly.
- b. The Synod Council may propose an amendment, with notice to be sent to the congregations of this synod at least six months prior to the next regular meeting of the Synod Assembly. Such an amendment shall require for adoption a two-thirds vote of the voting members present and voting at such a regular meeting of the Synod Assembly.

All such amendments shall become effective upon ratification by the Churchwide Assembly or by the Church Council.

†S18.20.     **Amendments to Bylaws**

†S18.21.     This synod may adopt bylaws not in conflict with this constitution or with the constitution and bylaws of the churchwide organization. This synod may amend its bylaws at any meeting of the Synod Assembly by a two-thirds vote of voting members of the assembly present and voting. Newly adopted bylaws and amendments to existing bylaws shall be reported to the secretary of this church.

†S18.30.     **Amendments to Continuing Resolutions**

†S18.31.     This synod may adopt continuing resolutions not in conflict with this constitution or its bylaws or the constitution, bylaws, and continuing resolutions of the churchwide organization. Such continuing resolutions may be adopted or amended by a majority vote of the Synod Assembly or by a two-thirds vote of the Synod Council. Newly adopted continuing resolutions and amendments to existing continuing resolutions shall be reported to the secretary of this church.