

Southeastern Minnesota Synod
Evangelical Lutheran Church in America
Constitution, Bylaws and Continuing Resolutions
May 2012

Introduction

Placement together of those constitutional provisions, bylaws, and continuing resolutions that pertain to the same matter is recommended.

Each is separately codified, but all are preceded by the letter, "S," denoting that they are part of the synodical constitution.

- a. Constitutional provisions are codified by two sets of numbers, as in S9.08. or S10.01.
- b. A bylaw related to S9.08. would be codified as S9.08.01., and to S10.01. as S10.01.01. A bylaw under a required provision would not carry the dagger, "†", that designates a required constitutional provision.
- c. Continuing resolutions also are codified by three sets of numbers, except that the third set is preceded by a capital letter. Thus, a continuing resolution might be numbered S10. to designate the chapter; S10.07. to designate the subject matter within the chapter; and the third set might be numbered A95. in the codification S10.07.A95. to indicate by the "A" that it is the first continuing resolution regarding that subject and by the "95" that it was adopted in 1995.

Types of constitutional provisions

Three types of constitutional provisions are found within each synod's constitution.

- a. Required provisions are designated by a dagger, "†". Such required provisions:
 - (1) may only be adopted or amended by the Churchwide Assembly;
 - (2) may not be altered or amended by the Synod Assembly; and
 - (3) are to be introduced "at once" into the synod's constitution upon notification of the amendment or adoption of the provision. (†S18.11.).
- b. Recommended provisions are provided in this Constitution for Synods, as approved by the Churchwide Assembly. Such recommended provisions may be adopted by majority vote at one meeting of the Synod Assembly (†S18.12.).
- c. Other provisions may be initiated in and adopted by each respective synod (†S18.13.), but such provisions may not conflict with required constitutional provisions or with churchwide constitutional provisions and bylaws. Synodical constitutional amendments become effective upon ratification by the Church Council or Churchwide Assembly.

Chapter 1. Name and Incorporation

- †S1.01. The name of this synod shall be Southeastern Minnesota Synod of the Evangelical Lutheran Church in America.
- †S1.02. For the purposes of this constitution and the accompanying bylaws, the Southeastern Minnesota 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.
- †S1.21.01. This synod shall have a seal.



The seal shall consist of the five rivers flowing to the tree of life surrounded by the name of the synod and the initials of the Evangelical Lutheran Church in America.

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* (ELCA or "this church"), 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 counties of Blue Earth, Dodge, Faribault, Fillmore, Freeborn, Goodhue, Houston, LeSueur, Mower, Olmsted, Rice, Steele, Wabasha, Waseca, and Winona in the state of Minnesota.
- †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 10.01.11. and 10.02.02.

Chapter 4. Confession of Faith

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

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 and justice for all people, working for peace and reconciliation among the nations, and standing with the poor and powerless, 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.

To fulfill these purposes, this synod, in partnership with the churchwide organization, shall bear primary responsibility for the oversight of the life and mission of this church in the territory of this synod. In fulfillment of this role, this synod shall:

- a. Provide for the pastoral care of congregations, ordained ministers, associates in ministry, deaconesses, and diaconal ministers of this church in this synod, including:
 - 1) approving candidates for the ordained ministry in cooperation with the appropriate seminaries of this church, which may be done through multi-synodical committees;
 - 2) authorizing ordinations and ordaining on behalf of this church;
 - 3) approving associates in ministry, deaconesses, and diaconal ministers of this church, which may be done through multi-synodical committees;
 - 4) authorizing the commissioning of associates in ministry, the consecration of deaconesses, and the consecration of diaconal ministers of this church; and
 - 5) consulting in the calling process for ordained ministers, associates in ministry, deaconesses, and diaconal ministers.
- b. Provide 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 or appointment 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 under gird their effectiveness of service; and
- 5) supporting recruitment of leaders for this church's colleges, universities, seminaries, and social ministry organizations.
- c. Provide for discipline of congregations, ordained ministers, and persons on the official lay rosters; as well as for termination of call, appointment, adjudication, and appeals consistent with the procedures ~~established by this church~~ in Chapter 20 of the ELCA constitution ~~and bylaws~~ **of the churchwide organization.**
 - d. Foster organizations for youth, women, and men, and organizations for language or ethnic communities.
 - e. Plan for the mission of this church in this synod, initiating and developing policy, and implementing programs, consistent with churchwide policy, including:
 - 1) ecumenical guidance and encouragement;
 - 2) development of new ministries, redevelopment of existing ministries, and support and assistance in the conclusion, if necessary, of a particular ministry;
 - 3) leadership and encouragement of congregations in their evangelism efforts;
 - 4) development of relationships to and participation in planning for the mission of social ministry organizations and ministries;
 - 5) encouragement of financial support for the work of this church by individuals and congregations;
 - 6) provision for resources for congregational life;
 - 7) assistance to the members of its congregations in carrying out their ministries in the world; and
 - 8) interpretation of social statements in a manner consistent with the interpretation given by the churchwide unit which assisted in the development of the statement, and suggestion of social study issues through
 - (a) Synod Assembly memorials to the Churchwide Assembly or
 - (b) resolutions for referral from the Synod Assembly through the Synod Council to the Church Council and
 - (c) Synod Council resolutions addressed to the Church Council or for referral to a unit of the churchwide organization through the Church Council's Executive Committee.
 - f. Promote interdependent relationships among congregations, synods, and the churchwide organization, and enter into partnership with other synods in the region.
 - g. Participate in churchwide programs and develop support for the ministry of the churchwide organization.
 - h. Foster the grouping of congregations in conferences, clusters, coalitions, or other area subdivisions for mission purposes.
 - i. Support relationships with and provide partnership funding on behalf of colleges, universities, and campus ministries
 - j. Foster relationships with and provide partnership funding on behalf of social ministry organizations.
 - k. Maintain relationships with and provide partnership funding on behalf of

seminaries and continuing education centers.

- l. Foster supporting relationships with camps and other outdoor ministries.
- m. Foster supporting relationships with preschools, elementary schools, and secondary schools operated by congregations of this synod.
- n. Interpret the work of this church to congregations and to the public.
- o. Respond to human need, work for justice and peace, care for the sick and the suffering, and participate responsibly in society.
- p. Provide for archives in conjunction with other synods.
- q. Cooperate with other synods and the churchwide organization in creating, using, and supporting regions to carry out those functions of this synod which can best be done cooperatively with other synods and the churchwide organization.
- r. 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 and according to procedures specified in the bylaws of this constitution.

S6.03.01. The vice president shall serve as a voting member of the churchwide assembly, if available to serve.

†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, 50 percent of the lay members of assemblies, councils, committees, boards, or other organizational units shall be female and 50 percent shall be male; and that, where possible, the representation of ordained ministers shall be both male and female. 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.A01. *It is the goal of this synod that 10 percent of the membership of synod assemblies, councils, committees, boards, and/or other organizational units be persons of color and/or persons whose primary language is other than English.*

†S6.04.B09. *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 reach 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 synodical 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.
- †S7.11. A regular meeting of the Synod Assembly shall be held at least biennially.
- S7.11.01. The Synod Assembly shall meet annually.
- 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 ~~in cooperation with the Synod Council~~.
- S7.12.01. Such notice of a special meeting shall be sent to congregations and ministers of this synod at least 45 days prior to the special meeting of the Synod Assembly.
- S7.12.02. The only business to be discussed at the special meeting of the Synod Assembly shall be that business stated in the notice.
- S7.13. Notice of the time and place of all meetings of the Synod Assembly shall be given by the secretary of this synod.
- S7.14. One-half of the members of the Synod Assembly shall constitute a quorum.
- S7.15. The Synod Executive Committee shall determine the time and place for each Synod Assembly and be responsible for preparation of its proposed agenda and program.
- †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 ordained ministers under call on the roster of this synod in attendance at this Synod Assembly shall be voting members.
 - b. All associates in ministry, deaconesses of the Evangelical Lutheran Church in America, and diaconal ministers, under call, on the official lay rosters of this synod shall have both voice and vote as lay voting members in the Synod Assembly, in addition to the voting membership of lay members of congregations provided in item †S7.21.c.
 - c. 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, normally one of whom shall be male and one of whom shall be female, 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, 50 percent of the lay members of the assembly shall be female and 50 percent shall be male. Additional members from each congregation normally shall be equally divided between male and female.

d. Voting membership shall include the officers of this synod.

- S7.21.01. All retired ordained ministers, retired associates in ministry, retired deaconesses, and retired diaconal ministers on the rosters of this synod shall elect 10 percent of their numbers to be voting members; all others shall be advisory members with voice but not vote.
- S7.21.02. One lay conference officer shall be a voting member of the Synod Assembly.
- S7.21.03. Any non-rostered lay Synod Minister on the bishop's executive staff in the Southeastern Minnesota Synod shall be a voting member of the Synod Assembly, provided that such an individual is also a voting member of a congregation of this synod.
- S7.21.04. A Synodically Authorized Worshipping Community, authorized by the synod council, may elect two lay members of the worshipping community who shall serve as voting members.
- S7.21.05. A Synodically Authorized Lay Minister serving a Synodically Authorized Worshipping Community shall be a voting member.
- S7.22. The synod may establish processes that permit retired ordained ministers, retired associates in ministry, retired deaconesses, and retired diaconal ministers on the roster of this synod to serve as voting members of the Synod Assembly, consistent with †S7.21.c. above. The synod may establish processes that permit ordained ministers, associates in ministry, deaconesses, and diaconal ministers who are on leave from call, or those designated as disabled, on the roster of the synod to serve as voting members of the Synod Assembly, consistent with †S7.21.c. above. If the synod does not establish processes to permit the rostered leaders specified above to serve as voting members, they shall have voice but not vote in the meetings of the Synod Assembly.
- S7.23. The presiding bishop of the Evangelical Lutheran Church in America and such other official representatives of this church as may be designated from time to time by the Church Council shall also 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. Ordained ministers under call on the roster 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 roster of ordained ministers of this synod. Associates in ministry, deaconesses of the Evangelical Lutheran Church in America, and diaconal ministers of this church serving under call on the roster 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 official lay roster 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.
- †S7.25. 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 mission settings formed with the intent of becoming recognized congregations and authorized worshiping communities of the synod which have been authorized under ELCA bylaw 10.02.03., to serve as voting members of the Synod Assembly, consistent with †S7.21.
- S7.27. This synod may establish processes through the Synod Council to grant an ordained minister 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 ordained 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 this synod.
- S7.32. Robert=s Rules of Order, latest edition, shall govern parliamentary procedure of the Synod Assembly, unless otherwise ordered by the assembly.
- S7.33. "Ex-officio" as used herein means membership with full rights of voice and vote unless otherwise expressly limited.
- S7.34. Committees of the Synod Assembly
- S7.34.01. Committee on Reference and Counsel.
- S7.34.02. There shall be a Committee on Reference and Counsel, consisting of six members, appointed by the Synod Executive Committee, for staggered terms of three years. This committee shall receive, review, edit, and present resolutions to the Synod Assembly.
- S7.34.A10. *Resolutions for consideration by the annual Southeastern Minnesota Synod Assembly may be submitted as follows:*
- (1) by majority vote of a congregation of the synod at a regular or special meeting of the congregation;*
 - (2) by approval by a two-thirds vote of a congregation council;*
 - (3) by majority vote of a committee of the Southeastern Minnesota Synod;*
 - (4) by majority vote of a conference assembly;*
 - (5) by a group of at least ten members of congregations of the Southeastern Minnesota Synod elected to serve as voting members of the forthcoming synod assembly; or*
 - (6) by a group of at least ten clergy voting members under call, sitting lay Synod Council members or other non-elected voting members at the time of the forthcoming synod assembly.*
- Minutes showing adoption of such proposed resolutions from a meeting of a*

congregation, Congregation Council, committee of the synod, or conference assembly must accompany the submitted resolution. The signatures, typed names, and telephone numbers must be provided by voting members (of the forthcoming synod assembly) submitting a resolution.

S7.34.B08. Resolutions for consideration by the annual Southeastern Minnesota Synod Assembly shall be received by the synod's Committee on Reference and Counsel by March 15 of the year of the assembly or three days after the conference assemblies, whichever is later. The committee shall review each resolution, and background information on the subject of the resolution, and may include a recommendation "to adopt" or "to decline" in the preassembly report. The committee may include a recommendation to give voting members elected to serve at the assembly adequate time to consider the resolution.

S7.34.C05. The Synod Assembly may allow an exception to the submission deadline of S7.34.B05 provided:

(a) any late resolution shall be submitted to the Committee on Reference and Counsel by 3:00 p.m. on the first day of the Synod Assembly, and

(b) the Synod Assembly, by motion passed by majority vote, specifically orders that such late resolution be placed on the Synod Assembly agenda.

S7.34.03. Election Committee.

S7.34.04. An Election Committee consisting of one person chosen from among the voting members from each conference shall be appointed by the Synod Executive Committee to prepare and have charge of the ballots, supervise the election, keep an accurate roster of voters, and announce results to the Synod Assembly.

S7.34.05. Credentials Committee.

S7.34.06. There shall be a Committee on Credentials appointed by the Synod Executive Committee from registered voting members to that Synod Assembly to act on applications and examine credentials of Synod Assembly voting members. Every congregation shall submit the credentials of its lay voting members to the Credentials Committee at least 30 days prior to the opening of a Synod Assembly.

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 pastor who is an ordained minister of the Evangelical Lutheran Church in America.

†S8.12. As this synod's pastor, the bishop shall be an ordained minister of Word and Sacrament who 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 ordained ministers, and its other rostered leaders.
- c. Exercise solely this church's power to ordain (or provide for the ordination by another synodical bishop of) approved candidates who have received and accepted a properly issued, duly attested letter of call for the office of ordained ministry (and as provided in the bylaws of the Evangelical

- Lutheran Church in America.)
- d. Commission (or provide for the commissioning of) approved candidates who have received and accepted a properly issued, duly attested letter of call for service as associates in ministry; consecrate (or provide for the consecration of) approved candidates who have received and accepted a properly issued, duly attested letter of call for service as deaconesses; and consecrate (or provide for the consecration of) approved candidates who have received and accepted a properly issued, duly attested letter of call for service as diaconal ministers 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):
 - 1) the pastors of all congregations of this synod;
 - 2) ordained ministers called to extra parish service within this **synod church**; and
 - 3) persons serving in the other rostered ministries within this synod.
 - 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 ordained ministers, other rostered leaders, and congregations of this synod;
 - 3) Be the chief ecumenical officer of this synod;
 - 4) Consult regularly with other synodical bishops and the Conference of 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) Exercise supervision over the work of the other officers;
- 5) Coordinate the work of all synodical 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 synodical rosters containing:
 - a) the names and addresses of all ordained ministers of this synod and a record of the calls under which they are serving or the date on which they become retired or disabled; and
 - b) the names and addresses of all other rostered persons of this synod and a record of the positions to which they have been called or the date on which they become retired or disabled.
- 9) Annually bring to the attention of the Synod Council the names of all rostered persons on leave from call or engaged in approved graduate study in conformity with the constitution, ~~and~~ 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 and the register of congregations;
 - b) the issuance of certificates of transfer, for rostered persons 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 register 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 parochial 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.

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

†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 synodical bishop.

†S8.16. Conflicts of Interest

- †S8.16.01. The following procedures shall govern matters of potential conflicts of interest for synodical bishops:
- a. Whenever a synodical bishop determines that a matter of the kind described in †S8.16.01.b. may require his or her determination or action with respect to a related individual as defined in †S8.16.01.c., the synodical bishop shall withdraw from personal involvement in such matter and shall so notify the presiding bishop. The presiding bishop shall then appoint another synodical 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 provision 7.46. of the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America* (†S14.13.), candidacy, reinstatement, and similar matters where determinations or actions by the synodical 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 synodical bishop, is a spouse, parent, son, daughter, sibling, uncle, aunt, niece, nephew, grandparent, grandchild, or in-law (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.
- S8.23. In the event of the death, resignation, or disability of the bishop, 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 conduct of the duties of the bishop until a new bishop shall be elected or, in the case of temporary disability, until the bishop resumes full performance of the duties of the office.
- 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 an ordained minister.
- †S8.32. The secretary shall:
- a. Keep the minutes of all meetings of the Synod Assembly and Synod Council, be responsible for the printing and 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.
- S8.40. Treasurer
- †S8.41. The treasurer ~~shall~~ **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 an ordained 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 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.
- S8.50. General Provisions
- †S8.51.
 - a. The bishop of this synod shall be elected to a term of six years and may be reelected.
 - b. The vice president **and** secretary ~~and treasurer~~ of this synod shall be elected to a term of four years and may be reelected.
 - c. **The treasurer of this synod shall be elected to a four year term and may be reelected.**
- S8.51.01.
 - a. The bishop of this synod shall be elected to a term of six years and may be reelected once (a maximum of twelve years.)
 - b. The vice president **and** secretary, ~~and treasurer~~ of this synod shall be elected to a term of four years and may be reelected twice (a maximum of twelve years.)
 - c. **The treasurer of this synod shall be elected to a four year term and may be reelected or reappointed twice (a maximum of twelve years.)**
- 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 four years.
- †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 ten calendar days prior to the meeting.
- †S8.57. The recall or dismissal of an officer may be effected in accordance with the procedure established by the Committee on Appeals of the Evangelical Lutheran Church in America.
- +S8.58. If the bishop is to be temporarily absent from the synod for an extended period, the bishop, with the consent of the Synod Council, may appoint as acting bishop for such period an ordained minister 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 the procedures set forth in the bylaws.
- †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.
- S9.02.01. Members of the Synod Council and its Standing Committees who have served less than one-half of a term shall be eligible for election to two full terms to be served consecutively upon the conclusion of the partial term.
- S9.03. The Synod Nominating Committee consisting of five members shall be nominated

- by the Conference Deans and elected by the Synod Council to serve for one three year term. The Synod=s Vice President shall be the chairperson of the Committee.
- S9.04. The bishop shall be elected by the Synod Assembly by ecclesiastical ballot. Three-fourths of the legal 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 legal 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 legal votes on the second ballot, and two-thirds of the legal votes cast shall be necessary for election. The fourth ballot shall be limited to the four persons (plus ties) who receive the greatest number of legal votes on the third ballot, and 60 percent of the legal votes cast shall be necessary for election. On subsequent ballots a majority of the legal votes cast shall be necessary for election. These ballots shall be limited to the two persons (plus ties) who receive the greatest number of legal votes on the previous ballot.
- S9.04.01. Biographical data shall be distributed to assembly voters on each of the candidates prior to the third ballot.
- S9.04.02. Nominees shall be given the opportunity to address the assembly voters prior to the fourth ballot.
- S9.05. The **Synod** Nominating Committee shall nominate at least ~~two~~ **one** persons for vice president; additional nominations may be made from the floor.
- S9.06. The Synod Council shall nominate ~~two~~ **one** persons for secretary; additional nominations may be made from the floor.
- S9.07. The Synod Council shall nominate ~~two~~ **one** persons 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 legal votes, but not elected by the majority of the legal votes cast on a preceding ballot, shall be entered on the next ballot to the number of two for each vacancy unfilled. On any ballot when only two names appear, a majority of the legal votes cast shall be necessary for election.
- S9.09. The result of each ballot in every election shall be announced in detail to the assembly.
- †S9.12. Background checks and screening shall be required and completed for persons nominated as synodical 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.
- S9.13. The **Synod** Nominating Committee shall nominate persons for election by the Synod Assembly to the boards of agencies and institutions of the church according to their respective constitutions.
- S9.14. The ~~Synod=s Lutheran Youth Organization~~ **Synod Nominating Committee** shall nominate person(s) for election by the Synod Assembly to serve as youth member(s) of the Synod Council.
- S9.15. The Synod Council shall elect or appoint representatives to the steering committee of its region.
- S9.16. The **Synod** Nominating Committee shall nominate seven persons for the Committee on the Election of a Bishop who shall be elected by the Synod Assembly.

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 ordained ministers on the roster of this synod who reside outside the territory of the 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 two years.
- S10.01.A10. *The Synod Council shall consist of the four members of the Congregational Renewal Table, the four members of the Mission Support Table, the four members of the New Ministries Table, the Synod officers, at least one youth member, and advisory members. The twelve table members of the Council shall be nominated by the Synod Nominating Committee and elected by the Synod Assembly.*
- S10.01.B99. *Should a member die, resign, or be unable to serve, the Synod Nominating Committee shall nominate a replacement to the Synod Council for election until the next Synod Assembly.*
- †S10.01.01. The Synod Council shall meet at least two times annually. Special meetings may be called by any three members of the Synod Council, or by the Bishop of the synod. In the case of the bishop's death, incapacity to serve, or removal, a special meeting may be called by the vice president. A majority of the members of the Synod Council shall constitute a quorum.
- †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 which are not in conflict with actions taken by the Synod Assembly or which 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.
 - d. Provide for an annual review of the roster of ordained ministers 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 ordained ministers and letters of call to associates in ministry, deaconesses of the Evangelical Lutheran Church in America, and diaconal 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. Elect synod ministers if and when such positions are created by this synod in assembly.
- i. Approve the salaries of synod staff in accordance with the budget adopted by the Synod Assembly.
- j. Provide for the appointment of representatives of the governing boards of those agencies and institutions whose representatives are not elected by the Synod Assembly.
- k. Provide for an annual examination of all investments and securities held by the synod for report and/or recommendations of action to the Synod Assembly.
- l. 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.

S10.06. If a member of the Synod Council ceases ~~to be a member in good standing on the roster of this synod, if an ordained minister, or to be a voting member of a congregation of this synod, if a layperson,~~ **meet the requirements of the position to which she or he was elected** 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. 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.

Chapter 11. Commissions, Committees, Boards, and Task Forces

†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 and shall be subject to any applicable provisions or requirements of the constitution and bylaws and continuing resolutions of the Evangelical Lutheran Church in America.

S11.01.A99. The Synod Council shall organize teams and task forces to accomplish specific work to be defined by the entity to which the team or task force directly reports.

S11.01.B99. The Nominating Committee shall nominate members of each team and the Synod Assembly shall elect the members of each team.

S11.01.C99. The Nominating Committee shall nominate the members of each team to serve

and the Synod Assembly shall elect.

- S11.01.D99. *The term of office of a team member begins at the close of the Synod Assembly.*
- S11.01.E99. *No person shall serve more than one elected synod office, team, or committee membership concurrently.*
- †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 ordained ministers and half shall be laypersons, who shall each be elected by the Synod Assembly for a term of six years without consecutive reelection. 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 ordained ministers and six shall be laypersons, who shall each be elected by the Synod Assembly for a term of six years without consecutive reelection.
- 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 terms of committee members shall be staggered so that the terms of four committee members (two clergy and two lay) expire every two years.
 - c. 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 are members 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 HS15.31.
- S11.06. Executive Committee of the Synod Council
- S11.06.01. There shall be an Executive Committee consisting of the four synod officers and two persons elected annually by the Synod Council from its own membership.
- S11.06.02. The Executive Committee shall:
- a. Prepare an annual budget for the synod which is to be submitted to the Synod Council for recommendation to the Synod Assembly, or, in the event there is no assembly, to the Synod Council for consideration and adoption.
 - b. Assist the bishop in planning, promoting, and coordinating the activities of the synod.
 - c. Determine time and place for the Synod Assembly, after consultation with the secretary and the presiding bishop of the Evangelical Lutheran Church in America.
 - d. Appoint five members from the Consultation Committee to a special consultation committee to investigate and make recommendations regarding any disputes within the synod.

- e. Perform such other functions as are set forth in the bylaws of the synod, or as may be delegated to it by the Synod Council.

- S11.07. Synod Council Tables
- S11.07.A10. *There shall be tables that will be responsible to the Synod Council*
- S11.07.B10. *There shall be a New Ministries Table. This table shall deal with the following: oversee and assist new and emerging ministries, identify areas for new ministries, coordinate strategies for financial support for new and emerging ministries, support leaders identified and/or engaged in new ministries. The table shall be made up of four members elected for two year terms by the Synod Assembly. Members may serve two terms.*
- S11.07.C10. *There shall be a Congregational Renewal Table. This table shall deal with the following: promote healthy, growing, mission-minded congregations, encourage and support the clustering of congregations for evangelism, service, ministry and mission, facilitate the renewal of congregations through mentoring and resourcing. The table shall be made up of four members elected for two year terms by the Synod Assembly. Members may serve two terms.*
- S11.07.E10. *There shall be a Mission Support Table. This table shall deal with the following: strengthen and promote stewardship education, encourage growing congregational support, interpret the mission of the Evangelical Lutheran Church in America within the synod, support the work of planned giving for the synod's endowment fund. The table shall be made up of four members elected for two year terms by the Synod Assembly. Members may serve two terms.*
- S11.07.F10. *Should a member of a Synod table die, resign, or be unable to serve, the Synod Nominating Committee shall nominate the table member's replacement and the Synod Council shall appoint the replacement until the next Synod Assembly election.*
- S11.08. There shall be committees responsible to the Office of the Bishop.
- S11.08.01. There shall be a Committee on Candidacy which shall deal with the following: entrance, endorsement, and approval interviews, as well as affirmation and support of candidates. It shall be made up of at least six members including at least one representative from each of the five conferences and at least one member at-large. ~~The conference representative shall be nominated by each conference at its annual meeting and elected by the Synod Council. The Synod Leadership Development Committee shall nominate laypeople, to be elected by the Synod Council. Members shall be elected for a term of 5 years and may serve two consecutive terms.~~ **The Synod Council will approve a nomination process to fill vacancies on the committee and will elect members so nominated. Members shall be elected for a term of 5 years and may serve two consecutive terms.**
- S11.09. Committee on the Election of a Bishop
- S11.09.01. There shall be a Committee on the Election of a Bishop composed of seven members, including one representative from each of the five conferences and two members at-large. Length of terms shall be six years.
- S11.09.02. This committee:
- a. shall inform congregations and pastors in the synod of the election and process and provide necessary forms by November 1 of the year preceding the election.
 - b. shall forward all candidates' names nominated by congregations and biographical data to each conference assembly for consideration. Each

conference assembly shall then recommend up to three of these candidates= names for further consideration by the committee.

- c. may select up to three candidates to be added to those of the conference assemblies= recommendations to help insure a broader slate.
- d. may select up to nine candidates and invite the candidates to participate in a maximum of three candidate forums to be held throughout the synod prior to the Synod Assembly, provided there is more than one candidate.

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 ~~teams~~ **tables**, 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 ordained ministers on the roster of this synod who reside outside the territory of this synod, each member of a board or committee of this synod, or any other organizational unit created by this synod, shall be a voting member of a congregation of this synod.

S11.13.

Task Forces

S11.13.A99.

A Task Force is a temporary unit of the synod which is assigned responsibility for an identified portion of the program of this synod. Such assignment may be made by the Synod Assembly, by the Synod Council, or by a Synod Team. Normally its term of existence is defined by the unit which establishes it. It is subject to annual review by the initiating unit. Membership is determined by the initiating unit.

S11.14.

There shall be a Mission Endowment Fund.

S11.14.01

Mission Endowment Committee Membership

- a. The committee shall consist of six elected members and the bishop. ~~Except as herein limited, the term of each member shall be three years. Upon adoption of this resolution by the Synod Council, it shall elect six members to the committee: two for a term of three years; two for a term of two years; and two for a term of one year. Thereafter,~~ After each Synod Assembly, the Synod Council shall elect the necessary number for a term of three years. No member shall serve more than two consecutive terms. After a lapse of one year, former committee members may be reelected. The Synod Council may appoint other advisory members to the committee.
- b. The committee shall meet at least twice yearly, or more frequently as deemed by it in the best interest of the fund.
- c. A quorum shall consist of four members. When only four members are present a unanimous vote shall be required to carry any motion or resolution.
- d. The committee shall elect from its membership a chairperson, recording secretary and financial secretary. The chairperson, or member designated by the chairperson, shall preside at all committee meetings.
- e. The recording secretary of the committee shall maintain complete and accurate minutes of all meetings and supply a copy thereof to each member of the committee. Each member shall keep a complete copy of minutes to be delivered to his or her successor. The recording secretary shall also supply a copy of the minutes to the synod council.
- f. The financial secretary of the committee shall work with the synod's treasurer in maintaining and coordinating complete and accurate accounts

for the fund. The books shall be audited annually by a certified public accountant.

- g. The committee shall report on a twice yearly basis to the synod council and, at each annual meeting or assembly of the synod, shall render a full and complete audited account of the administration of the fund during the preceding year.
- h. The committee may request other members of the synod to serve as advisory members and, at the expense of fund income, may provide for such professional counseling on investments or legal matters as it deems to be in the best interest of the fund.

S11.14.02. Members of the committee shall not be liable for any losses which may be incurred upon the investments of the assets of the fund except to the extent such losses shall have been caused by bad faith or gross negligence. No member shall be personally liable as long as he or she acts in good faith and with ordinary prudence. Each member shall be liable only for his or her own willful misconduct or omissions, and shall not be liable for the acts or omissions of any other member. No member shall engage in any self dealing or transactions with the fund in which the member has direct or indirect financial interest and shall at all times refrain from any conduct in which his or her personal interests would conflict with the interest of the fund.

S11.14.03. Recommendations to hold, sell, exchange, rent, lease, transfer, convert, invest, reinvest and in all other respects to manage and control the assets of the fund, including stocks, bonds, debentures, mortgages, notes or other securities, as in their judgment and discretion they deem wise and prudent, are to be made by the committee, with subsequent execution by the delegated member of the committee.

S11.14.04. Define Principal and Income
The committee shall determine what is principal and income according to accepted accounting procedures.

S11.14.05. Distribution of Income

- a. Restricted income shall be distributed according to the wishes of the donor.
- b. Unrestricted assets from the fund shall be distributed annually and at such other times as deemed necessary or feasible to accomplish the purposes of enhancing the mission:
 1. For outreach into the community and synod, including, but not limited to, new ministry starts and congregational revitalization.
 2. For missions of the Evangelical Lutheran Church in America in this continent and worldwide, including, but not limited to, companion synods of Colombia and Tanzania.
 3. For professional leadership to include rostered personnel continuing education, sabbaticals, professional church workers' continuing education, lay school of theology and seminary debt retirement.
 4. For causes and programs which at the discretion of the committee are consistent with the fund purpose of enhancing the mission outreach of the Southeastern Minnesota Synod. Programs for support shall be recommended by the committee and approved by the synod council according to committee guidelines.

- c. Disbursement of income from the fund need not occur annually in the event causes and programs have not been approved by the committee sufficient to utilize total income available, or if in the judgment of the committee total annual disbursement of income is not recommended.

S11.14.06.

Distribution of Principal

When, in the opinion of the committee, circumstances are so dire and of such an emergency nature that the future of the synod is at stake, and that the only recourse seems to be the use of the fund principal, the committee may, upon a two-thirds majority vote, recommend such authorizing action to the Executive Committee of Synod Council.

Chapter 12.

Conferences, Clusters And Coalitions, Or Other Area Subdivisions

†S12.01.

This synod shall ~~may~~ establish conferences, clusters, coalitions, ~~or other area subdivisions,~~ **and networks as appropriate** within its territory **and in collaboration with other synods, and partners** 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 partners.** ~~institutions, and synodical and churchwide units for mission purposes.~~

S12.01.01.

BLUE EARTH RIVER CONFERENCE

Albert Lea: Ascension, Concordia (Pickerel Lake), Bear Lake Concordia, East Freeborn, First, Grace, Salem, Trinity

Alden: Mansfield, Redeemer

Amboy: Jackson Lake

Austin: Trondhjem

Blue Earth: East Chain, Trinity

Bricelyn: Bricelyn, North Blue Earth, South Blue Earth

Clarks Grove: Central Freeborn

Conger: St. Paul

Delavan: Faith

Elmore: Shiloh

~~Emmons: Emmons~~

Fairmont: Grace

Frost: Bethany, United

Geneva: Community

Glenville: Deer Creek Valley, First, ~~Round Prairie~~

Hartland: Cross of Glory, West Freeborn

Hayward: Hayward

Kiester: Our Savior's, Trinity

Myrtle: Bethlehem

Oakland: Moscow, Oakland

Twin Lakes: Lunder

Walters: United

Wells: Good Shepherd

Scarville, Iowa: Bethel

CANNON RIVER CONFERENCE

Cannon Falls: First English, St. Ansgar, Spring Garden, Urland ~~Wangen Prairie~~

Dennison: Dennison, Vang
Faribault: Christ, First English, Our Savior's
Goodhue: St. Luke
Kenyon: Dale, First, Gol, Hegre, Holden, Moland
Lake City: First
Lonsdale: Trondhjem
Nerstrand: Grace
Northfield: Bethel, St. John's, St. Olaf College, St. Peter's
Pine Island: St. Paul's
Red Wing: First, St. Paul's, United
Wabasha: Faith
Wanamingo: Minneola, Trinity, Wanamingo
Webster: Solor
Welch: Cannon River, Cross of Christ, Vasa
West Concord: Trinity
Zumbrota: Lands, Stordahl, United Redeemer

MINNESOTA RIVER CONFERENCE

Blooming Prairie: Trinity
Cleveland: Our Savior
Eagle Lake: Epiphany
Ellendale: ~~First~~, Pontoppidan
German Lake: St. Paul
Good Thunder: Redeemer
Hope: First
Janesville: Faith
Lake Crystal: Zion
LeCenter: St. Paul
Lemond: Zion
LeSueur: First
Mankato: Bethlehem, Christ the King, Grace
North Mankato: Messiah
Mapleton: Medo, St. John
Meriden: St. Paul's
Montgomery: St. John
New Richland: LeSueur River, St. Peter, Trinity, Vista
Otisco: St. Peter
Owatonna: Aurora, Our Savior, St. John, Trinity
Rapidan: Calvary
Waseca: Grace, North Waseca, St. John

ROOT RIVER CONFERENCE

Canton: Henrytown
Chatfield: Chatfield, Pilot Mound
Chester, Iowa: Saetersdal
Fountain: Fountain, Root Prairie
Granger: St. Matthew
Harmony: Greenfield, St. Paul

Houston: Cedar Valley, Cross of Christ, ~~Looney Valley~~
 Lanesboro: Bethlehem, North Prairie, Union Prairie
 Lewiston: St. Paul's
 Mabel: Garness Trinity, Mabel First, Scheie
 Peterson: Arendahl, Elstad, Grace, Highland Prairie
 Preston: Christ
 Rushford: ~~Rushford~~ Trinity Fellowship SAWC
 St. Charles: Faith
 Spring Grove: Trinity
 Spring Valley: Our Savior
 Whalan: Highland First, Whalan
 Winona: Central, Faith
 Wykoff: Immanuel

ZUMBRO RIVER CONFERENCE

Adams: Little Cedar, Marshall
 Austin: Grace, Our Savior's, Red Oak Grove, St. Olaf
 Blooming Prairie: First
 Byron: Christ, East St. Olaf, West St. Olaf
 Dodge Center: Faith
 Elkton: St. John
 Eyota: Peace
 Grand Meadow: Bear Creek, Grand Meadow
 Hayfield: Trinity
 Kasson: ~~South Zumbro~~, St. John's
 LeRoy: LeRoy
 Lyle: Mona, Our Savior, Six Mile Grove
 Ostrander: Trinity
 Plainview: Good Shepherd
 Rochester: Bethel, Gloria Dei, Good Shepherd, Hosanna, Mount Olive, Our Savior,
 People of Hope, Zumbro, **Sudanese Dinka Community SAWC**
 Sargeant: Evanger
 Stewartville: Zion
 Waltham: St. Michael

- S12.01.02. Conferences have responsibility for:
- a. joint worship, inspiration, and study;
 - b. offering resources for congregational ministry;
 - c. fulfilling legislative responsibilities in the selection of representatives to synod councils, boards, or committees.
- S12.01.03. Conference Program Planning Group:
 The conference may establish a program planning group which has responsibility for planning the meetings and work of the conference. Membership of a program planning group may include conference officers, synod board/committee representatives of the conference, and consultants called to meet for a specific purpose. Such a group may also include representatives of synod auxiliaries.
- S12.01.04. Each conference will normally meet at least once a year.
- S12.01.05. Each conference shall elect a dean, a secretary, and other officers as necessary who shall serve no more than two full two-year terms consecutively. Either lay or

clergy may be elected to these positions.

S12.01.06. Deans: A dean shall be elected by the conference and be responsible for presiding over conference meetings, attending the meetings of the Conference of Deans, and assisting the bishop with providing pastoral care and leadership to the congregations and rostered personnel of the synod.

S12.01.07. Conference of Deans: The deans shall meet at least once a year with the bishop to coordinate the work and meetings of the conferences and consult on issues to be brought to the attention of the conferences. ~~A representative of the Conference of Deans shall be an advisory member of the Synod Council.~~

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 register of congregations of this synod, shall adopt the *Model Constitution for Congregations* or one acceptable to this synod, which 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 ELCA constitution and bylaws.
 - 2) Adopt governing documents that include fully and without alterations the Preamble, Chapter 1, where applicable, and all required provisions of Chapter 2, 3, 4, 5, 6, 7, 8, 9, 15, 16, 17, 18, and 19 in the *Model Constitution for Congregations* consistent with requirements of ~~this constitution and the constitution~~ 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 the Evangelical Lutheran Church in America 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 leaders 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 make contact with the ELCA synod bishop or staff where the congregation is located.
- 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 register of congregations.

- †S13.02. It shall be the responsibility of each congregation of this synod annually to choose 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. The number of persons to be elected by each congregation and other qualifications shall be as prescribed in guidelines established by this synod.
- S13.11. When a pastor or when an associate in ministry, deaconess, or diaconal minister 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 pastor or associate in ministry, deaconess, or diaconal minister shall make satisfactory settlement of the obligation before calling a successor.
- †S13.19. A congregation considering a relocation shall confer with the bishop of the synod in which it is territorially located and the appropriate program 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.
- †S13.20. 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 program unit of the churchwide organization before any steps are taken leading to such action.
- S13.21. The alignment of congregations in pastoral charges, and all alterations in any alignment, shall be subject to approval by the Synod Assembly or by the Synod Council.
- †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 ELCA constitution 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. If any congregation of this synod has disbanded, or if the members of a congregation agree that it is no longer possible for it to function as such, or if it is the opinion of the Synod Council that the membership of a congregation has become so scattered or so diminished in numbers as to make it impractical for such a congregation to fulfill the purposes for which it was organized or that it is necessary for this synod to protect the congregation's property from waste and deterioration, the Synod Council, itself or through trustees appointed by it, may take charge and control of the property of the congregation to hold, manage, and convey the same on behalf of this synod. The congregation shall have the right to appeal the decision to the Synod Assembly.

- S13.25. This synod may temporarily assume administration of a congregation upon its request or with its concurrence.
- S13.30. Discipline
- †S13.31. Congregations and members of congregations are subject to discipline in accordance with the provisions of Chapter 20 of the ELCA constitution and bylaws.
- S13.32. Congregations may select names of potential candidates for the office of bishop and submit them to the Committee on the Election of the Bishop prior to February 1 of the year in which an election will be held with biographical data of up to 75 words for each name using the forms provided.
- S13.40. Synodically 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. Ordained Ministers and Lay Rostered Ministers

- †S14.01. The time and place of the ordination of those persons properly called to congregations or extra parish service of this synod shall be authorized by the bishop of this synod.
- †S14.02. Consistent with the faith and practice of the Evangelical Lutheran Church in America,
- a. Every ordained minister shall:
 - 1)preach the Word;
 - 2)administer the sacraments;
 - 3)conduct public worship;
 - 4)provide pastoral care; and
 - 5)speak publicly to the world in solidarity with the poor and oppressed, calling for justice and proclaiming God's love for the world.
 - b. Each ordained minister with a congregational call shall, within the congregation:
 - 1)offer instruction, confirm, marry, visit the sick and distressed, and bury the dead;
 - 2)supervise all schools and organizations of the congregation;
 - 3)install regularly elected members of the Congregation Council; and
 - 4)with the council, administer discipline.
 - c. Every pastor shall:
 - 1)strive to extend the Kingdom of God in the community, in the nation, and abroad;
 - 2)seek out and encourage qualified persons to prepare for the ministry of the Gospel;
 - 3)impart knowledge of this church and its wider ministry through distribution of its periodicals and other publications; and
 - 4)endeavor to increase the support given by the congregation to the work of the Evangelical Lutheran Church in America churchwide organization and of this Evangelical Lutheran Church in America synod.

- S14.03. 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.
- S14.04. 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, upon their consent, to the pastoral care of a Lutheran congregation nearer to their place of residence.
- S14.05. Each ordained minister 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.
- †S14.11. When a congregation of this church desires to call a pastor or a candidate for the pastoral office in the ordained ministry 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 pastoral candidate by a congregation of this synod in accord with ELCA constitutional provision 7.41., a two-thirds majority ballot 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 pastor, the letter of call shall be submitted to the bishop of this synod for the bishop's signature.
- S14.12. No ordained minister shall accept a call without first conferring with the bishop of this synod. An ordained minister shall respond with an answer of acceptance or declination to a letter of call within thirty days of receipt of such call. In exceptional circumstances with the approval of the bishop of this synod and the chair of the Congregation Council of the congregation issuing the call, an additional fifteen days may be granted to respond to a letter of call.
- †S14.13. a. The call of a congregation, when accepted by a pastor, shall constitute a continuing mutual relationship and commitment which, except in the case of the death of the pastor, shall be terminated only following consultation with the synodical bishop and for 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, 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, without reflection on the competence or the moral and spiritual character of the pastor;
 - 4) the physical or mental incapacity of the pastor;
 - 5) disqualification of the pastor through discipline on grounds of doctrine, morality, or continued neglect of duty;

6) the dissolution of the congregation or the termination of a parish arrangement; or

7) suspension of the congregation as a result of discipline proceedings.

- b. When allegations of physical or mental incapacity of the pastor or ineffective conduct of the pastoral office have come to the attention of the bishop of this synod, the bishop in his or her sole discretion may, or when such allegations have been brought to this 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 shall, investigate such conditions personally in company with a committee of two ordained ministers and one layperson.
- c. In case of alleged physical or mental incapacity competent medical testimony shall be obtained. When such disability is evident, the bishop of this synod with the advice of the committee shall declare the pastorate vacant. Upon the restoration of a disabled pastor to health, the bishop of this synod shall take steps to enable the pastor to resume the ministry, either in the congregation last served or in another field of labor.
- d. In the case of alleged local difficulties that imperil the effective functioning of the congregation, all concerned persons shall be heard, after which the bishop of this synod together with the committee described in HS14.13.b. shall decide on the course of action to be recommended to the pastor and the congregation. If they agree to carry out such recommendations, no further action shall be taken by this synod. If either party fails to assent, the congregation may dismiss the pastor at a legally called meeting after consultation with the bishop, either (a) by a two-thirds majority 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 simple majority vote of the voting members present and voting where the bishop and the committee recommended termination of the call.
- e. If, in the course of proceedings described in †S14.13.d, the committee concludes that there may be grounds for disciplinary action, the committee shall make recommendations concerning disciplinary action to the synodical bishop who may bring charges, in accordance with the provisions of the constitution and bylaws of the Evangelical Lutheran Church in America and the constitution of this synod.
- f. If, following the appointment of the committee described in †S14.13.b. or d., it should become apparent that the pastoral office cannot be conducted effectively in the congregation(s) being served by the ordained minister due to local conditions, the bishop of this synod may temporarily suspend the pastor from service in the congregation(s) without prejudice and with pay provided through a joint synodical and churchwide fund and with housing provided by the congregation(s).

†S14.14. Ordained ministers 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.

†S14.15. The parochial 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. ~~of each congregation shall be kept in a separate book which shall remain its property.~~ The secretary of the congregation shall attest to the bishop of this synod that such records have been placed in his or her hands in good order by a departing pastor before:

- a. installation in another field of labor, or
- b. the issuance of a certificate of dismissal or transfer.

†S14.16. The pastor shall make satisfactory settlement of all financial obligations to a former congregation before:

- a. installation in another field of labor, or
- b. the issuance of a certificate of dismissal or transfer.

†S14.17. 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 ordained ministers 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 parochial records, for the period for which the interim pastor was responsible, are in order.

†S14.18. With the approval of the synodical 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 †S14.13., 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 provision of †S14.13.

S14.21. All ordained ministers 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. Official Rosters of Laypersons

†S14.31. The provisions in the churchwide documents and such provisions as may be developed by the Division for Ministry governing associates in ministry, deaconesses, and diaconal ministers of this church shall apply in this synod.

- a. When a congregation of this synod desires to call an associate in ministry, deaconess, or diaconal minister or a candidate for these official rosters of laypersons of this church:

- 1) Such a congregation of this synod shall consult the synodical bishop before taking any steps leading to extending such a call.
- 2) Issuance of such a letter of call shall be in accord with criteria, policies, and procedures developed by the Division for Ministry, reviewed by the Conference of Bishops, and adopted by the Church Council of the Evangelical Lutheran Church in America.
- 3) When the congregation has voted to issue a call to an associate in ministry, deaconess, or diaconal minister, the letter of call shall be submitted to the bishop of this synod for the bishop's signature.

- b. An associate in ministry, deaconess, or diaconal minister shall confer with the bishop of this synod before accepting a call within this synod.
- c. The call of a congregation, when accepted by an associate in ministry, deaconess, or diaconal minister, shall constitute a continuing mutual relationship and commitment which, except in the case of the death of the individual, shall be terminated only following consultation with the synodical bishop in accordance with policy developed by the Division for Ministry, reviewed by the Conference of Bishops, and adopted by the Church Council of the Evangelical Lutheran Church in America.
- d. Associates in ministry, deaconesses, and diaconal ministers on the roster of this synod who are serving under call shall attend meetings of the Synod Assembly.

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 units that share responsibly in God's mission, all share in the responsibility to develop, implement, and strengthen the financial support program 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 and thus partnership in 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 of each congregation's mission support as determined by the Churchwide Assembly to the treasurer of the Evangelical Lutheran Church in America.
- †S15.12. The annual budget of this synod shall reflect the entire range of its own activities and its commitment to partnership funding with other synods and the churchwide organization. Unless an exception is granted upon the request of this synod by the Church Council, each budget shall include the percentage of congregational mission support assigned to it by the Churchwide Assembly.
- S15.13. On the basis of estimated income, 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 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 synodical 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. The financial reports shall be in the format approved from time to time by the Office of the Treasurer.

HS15.32. 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.~~ Except as otherwise provided in this constitution, indemnification of any person who is or was made or threatened to be made a party to any proceeding is prohibited. For purposes of this chapter, the term, "proceeding," means a threatened, pending, or completed civil, criminal, administrative, arbitration, or investigative proceeding, including a proceeding in the right of this synod or any other organization. ~~Except as otherwise required by law, (a) the term, "proceeding," does not include a proceeding by this synod and (b) indemnification for expenses incurred in a disciplinary hearing or other proceeding described in Chapter 20 of the Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America shall be permitted only as provided in~~ †S16.05. For purposes of this chapter, the term, "indemnification," includes advances of expenses.

~~†S16.02.~~ To the full extent permitted from time to time **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 judgments, penalties, fines, settlements, excise taxes, and reasonable attorney's fees and disbursements **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 provision of section

~~†S16.03.~~ **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 reimbursements and advances of costs and expenses for judgments, penalties, fines, settlements, excise taxes, reasonable attorneys' fee, disbursements, and similar required expenditures.

- ~~†S16.03.~~
†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 (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 ~~not~~ be entitled to indemnification ~~unless~~ 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.
- ~~†S16.04.~~
†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 section ~~†S16.02. or section †S16.03~~ **†S16.01 or section †S16.02.**
- ~~†S16.05.~~
†S16.04. When in ~~proceedings under Chapter 20 of the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*~~ written charges against an ordained minister or a layperson on an official roster 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 synodical bishop or **when** written charges against a congregation are made **in disciplinary proceedings** by the Synod Council or the synodical bishop, and the discipline hearing committee determines that no discipline shall be imposed, ~~and then if~~ such determination is not reversed or set aside ~~if an~~ **on** appeal is taken, then 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 decided by the Synod Council.

Chapter 17. Adjudication

- †S17.01.** The synodical bishop and the Executive Committee of the Synod Council shall be available to give counsel when disputes arise within this synod.
- †S17.02.** The synodical bishop and the Executive Committee of the Synod Council shall receive expressions of concern from ordained ministers, associates in ministry or other persons on the official lay rosters 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 the matter at issue cannot be resolved in this manner, the prescribed procedures for investigation, decision, appeal, and adjudication shall be followed. Allegations or charges that could lead to the discipline of an ordained minister or a person on the official lay rosters 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 among units of this synod on a substantive issue that cannot be resolved by the parties, the aggrieved party or parties may appeal to the synodical bishop and the Executive Committee of the Synod Council for a consultation. If this consultation fails to resolve the issue, a petition may be

addressed by the parties to the Synod Council requesting it to arbitrate the issue. The decision of the Synod Council shall be final.

†S17.04. When a component or beneficiary of a synod has a disagreement on a substantive issue that it cannot resolve it may address an appeal to the synodical bishop and the Executive Committee of the Synod Council. 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 among factions within a congregation on a substantive issue that cannot be resolved by the parties, members of a congregation shall have access to the synodical bishop for consultation after informing the chair of the Congregation Council of their intent. If the consultation fails to resolve the issue(s), the Consultation Committee of this synod shall consider the matter. If the Consultation Committee of this synod shall fail to resolve the issue(s), the matter shall be referred to the Synod Council, whose decision shall be final.

Chapter 18. Amendments, Bylaws, and 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 ~~this church~~ **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 simple 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. An amendment may be adopted by a two-thirds vote at a regular meeting of the Synod Assembly after having been presented in writing at the previous regular meeting of the Synod Assembly over the signatures of at least 100 members and having been approved by a two-thirds vote of the voting members present and voting at such a 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 nor with the constitution and bylaws of ~~this church~~ **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 ~~and~~ bylaws, **and continuing resolutions** of ~~this church~~ **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.