

# **New England Synod Constitution and Bylaws**

## **June 2017**

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**Codification explanation:** provisions of the constitution, bylaws, and continuing resolutions that pertain to the same matter are placed together for clarity and use.

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 plus sign, "+", 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 plus sign, "+". 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.

## **New England Synod Constitution and Bylaws**

+ = Required provisions

### **Chapter 1. Name and Incorporation**

**+S1.01.** The name of this synod, as determined by the Churchwide Assembly, shall be the New England Synod of the Evangelical Lutheran Church in America.

**+S1.02.** For the purposes of this constitution and the accompanying bylaws, the New England Synod of The Evangelical Lutheran Church in America is hereafter designated as “this synod” or “the synod.”

**+S1.11.** This synod shall be incorporated. Amendments to the articles of incorporation of this synod shall be submitted to the Church Council for ratification before filing.

**+S1.21.** The seal of the New England Synod is the seal of the Evangelical Lutheran Church in America with the words “New England Synod” imprinted thereon.

### **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 states of Connecticut, Maine, Massachusetts, New Hampshire, Rhode Island and Vermont, and the counties of Clinton, Essex and Franklin of the State of New York.

**S3.01.01.** The Synod shall maintain a principal office within its territory at a location determined by the Synod Council, and may maintain such additional offices as the Synod Council may from time to time determine.

**+S3.02.** Determined by the Churchwide Assembly, as stipulated by +S3.01., is understood to include the reported changes in synod relationship made by any congregation in a border area agreed under ELCA bylaws 10.01.+01 and 10.02.02.

### **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 Scriptures and confessed in the ecumenical creeds and Lutheran confessional writings, as the power of God to create and sustain the Church for God's mission in the world.

### **Chapter 5. Nature of The Church**

**+S5.01.** All power in the Church belongs to our Lord Jesus Christ, its head. All actions of this synod are to be carried out under his rule and authority.

**+S5.02.** This Church confesses the one, holy, catholic, and apostolic Church and is resolved to serve Christian Unity throughout the world.

**+S5.03.** The Church exists both as an inclusive fellowship and as local congregations gathered for worship and Christian service. Congregations find their fulfillment in the universal community of the Church, and the universal Church exists in and through congregations. This church, therefore, derives its character and powers both from the sanction and representation of its congregations and from its inherent nature as an expression of the broader fellowship of the faithful. In length, it acknowledges itself to be in the historic continuity of the communion of saints; in breadth, it expresses the fellowship of believers and congregations in our day.

**†S5.04.** This church, inspired and led by the Holy Spirit, participates in the Lutheran World Federation as a global communion of churches, engaging in faithful witness to the gospel of Jesus Christ and in service for the sake of God's mission in the world.

### **Chapter 6. Statement of Purpose**

**+S6.01.** The Church is a people created by God in Christ, empowered by the Holy Spirit, called and sent to bear witness to God's creative, redeeming, and sanctifying activity in the world.

**+S6.02.** To participate in God's mission, this synod as a part of the Church shall:

- a. Proclaim God's saving Gospel of justification by grace for Christ's sake through faith alone, according to the apostolic witness in the Holy Scripture, preserving and transmitting the Gospel faithfully to future generations.
- b. Carry out Christ's Great Commission by reaching out to all people to bring them to faith in Christ and by doing all ministry with a global awareness consistent with the understanding of God as Creator, Redeemer, and Sanctifier of all.
- c. Serve in response to God's love to meet human needs, caring for the sick and the aged, advocating dignity 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.** Each synod, in partnership with the churchwide organization, shall bear primary responsibility for the oversight of the life and mission of this church in its territory. In fulfillment of this role and consistent with policies and procedures of this church, the synod shall:

- a. Provide for pastoral care of congregations and rostered ministers in the synod;
- b. Plan for, facilitate, and nurture the mission of this church through congregations;
- c. Strengthen interdependent relationships among congregations, synods, and the churchwide organization, and foster relationships with agencies and institutions affiliated with or related to this church as well as ecumenical partners.
- d. Interpret the work of this church to congregations and to the public on the territory of the synod.

**+S6.03.01.** In providing for pastoral care of congregations and rostered ministers in the synod, the responsibilities of the synod include the following:

- a. providing for pastoral care of congregations, ministers of Word and Sacrament, ministers of Word and Service in the synod, including:

- 1) approving candidates for the ministry of Word and Sacrament in cooperation with the appropriate seminaries of this church, which may be done through multi-synodical committees;
  - 2) authorizing ordinations and ordaining ministers of Word and Sacrament on behalf of this church;
  - 3) approving ministers of Word and Service, which may be done through multi-synodical committees;
  - 4) authorizing the consecrations and consecrating ministers of Word and Service of this church; and
  - 5) consulting in the call process for rostered ministers.
- b. providing for leadership recruitment, preparation, and support in accordance with churchwide standards and policies, including:
    - 1) nurturing and supporting congregations and lay leaders;
    - 2) seeking and recruiting qualified candidates for the rostered ministries of this church;
    - 3) making provision for pastoral care, call review, and guidance;
    - 4) encouraging and supporting persons on the rosters of this church in stewardship of their abilities, care of self, and pursuit of continuing education to undergird their effectiveness of service; and
    - 5) supporting recruitment of leaders for this church's colleges, universities, seminaries, and social ministry organizations.
  - c. providing for discipline of congregations, ministers of Word and Sacrament, and ministers of Word and Service; as well as for termination of call, appointment, adjudication, and appeals consistent with Chapter 20 of this church's constitution.
  - d. providing for archives in conjunction with other synods.

**+S6.03.02.** In planning for, facilitating, and nurturing the mission of this church through congregations, the responsibilities of the synod include the following:

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

**+S6.03.03.** In strengthening interdependent relationships among congregations, synods, and the churchwide organization, and in fostering relationships with agencies and institutions affiliated with or related to this church as well as with ecumenical partners, the responsibilities of the synod include the following:

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

**+S6.03.04.** In interpreting the work of this church on the territory of the synod, the responsibilities of the synod include the following:

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

**+S.6.04.** Except as otherwise provided in this constitution and bylaws, the Synod Council shall establish processes that will ensure that at least 60% of the members of the synod assemblies, councils, committees, boards, and other organizational units shall be laypersons; and that, as nearly as possible, 50% of the lay members of assemblies, councils, committees, boards, or other organizational units shall be female and 50% shall be male; and that, where possible, the representation of ministers of Word and Sacrament shall be both male and female. This synod shall establish processes that will enable it to reach a minimum goal that 10% of its assemblies, councils, committees, boards, or other organizational units be persons of color and/or persons whose primary language is other than English.

**+S6.04.01.** It is the goal of this Synod that 10% of the membership of the Synod Assemblies, councils, committees, boards and/or other organizational units be persons of color and/or persons whose primary language is other than English.

**+S6.04.02.** It is the goal of this synod that at least 10 percent of the voting members of the Synod Assembly, Synod Council, committees, and organizational units of this synod be youth and young adults. The Synod Council shall establish a plan for implementing this goal. For purposes of the constitution, bylaws, and continuing resolutions of this synod, the term "youth" means a voting member of a congregation who has not reached the age of 18 at the time of election or appointment for service. The term "young adult" means a voting member of a congregation between the ages of 18 and 30 at the time of election or appointment for service.

**+S6.05.** Each assembly, council, committee, board, commission, task force, or other body of this synod or any 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.** The 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 triennially.

**S7.11.01.** The time and place of the New England Synod Assembly shall be determined by the Synod Council. The time and place for the next regular assembly normally shall be announced 12 months prior to the assembly. The Assembly may meet regularly in each year at a specific time and place within the territory of this synod as shall be determined by the Synod Council.

**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 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 ELCA.

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

**S7.13.01.** The Secretary shall give written notice of the specific time and place of the regular meeting of the Synod

Assembly to all voting members, both clergy, lay and lay officers of the synod, and to all other persons identified in +S7.21.b of the Constitution of the Synod by not later than one month before the time designated for the regular meeting of the Synod Assembly. Like notice shall be provided in the event of a special meeting of the Synod Assembly convened in accordance with S7.12 of the Constitution of the Synod.

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

+**S7.21.** The membership of the Synod Assembly, of which at least 60% of the voting membership shall be composed of lay persons, shall be constituted as follows:

- a. All ministers of Word and Sacrament under call on the roster of the synod in attendance at the Synod Assembly shall be voting members.
- b. All minister of Word and Service, under call, on the rosters of this synod shall be 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, shall be voting members. The Synod Council shall establish a formula to provide additional lay representation from congregations on the basis of 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.
- d. Voting membership shall include the officers of this synod.

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

**S7.21.02.** As soon after the convening of any regular or special meeting of the Synod Assembly as is practicable and before any vote may be taken, the Secretary shall compile a list of all voting members in attendance, which list shall be available for examination and challenge by any voting member, and shall certify to the Assembly the number of voting members in attendance in each of the following categories:

1. Ministers of Word and Sacrament under call on the roster of this synod;
2. Ministers of Word and Service under call on the roster of this synod;
3. Retired ministers that are voting members;
4. Lay voting members chosen by the congregations;
5. Lay officers of the synod.
6. Ministers of Word and Sacrament and Ministers of Word and Service on the roster of this synod who are on leave from call due to disability and who are employed part time by a New England Synod congregation.

The Synod Assembly, exclusive of any persons whose status as a voting member is being challenged, shall decide any challenges. The Secretary of the synod shall also record the names, and report the number of, those present with voice but no vote and may report the number of other persons in attendance.

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

**S7.22.01.** Each retired minister of Word and Sacrament and retired minister of Word and Service on the roster of the Synod shall be entitled to be a voting member of the Synod Assembly. To insure that the lay voting membership of the Synod Assembly meets the minimum percentage specified in +S7.21 of the Synod Constitution, the Synod Council shall extend additional lay voting member invitations to congregations as necessary, in accordance with +S7.21c.

**S7.22.02.** Each congregation shall choose its lay members of the Synod Assembly in conformance with +S.7.21c and +S.13.02 of the Constitution of the Synod, and should strive for diversity and encourage congregations to select voting members to Assembly who reflect the Synod's goals of inclusiveness. Each congregation shall provide the names of its lay voting members to the Secretary of the synod by not later than one month before each regular meeting 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 have voice but not vote in the meetings of the Synod Assembly. Like privileges shall be accorded to those additional persons whom the Synod Assembly or the Synod Council shall from time to time designate.

**S7.24** Ministers under call on the rosters of this synod shall remain as members of the Synod Assembly so long as they remain under call and so long as their names appear on the rosters of this synod. Lay members of the Synod

Assembly representing congregations shall continue as such until replaced by the seating 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 congregations under development 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 a minister of Word and Sacrament from a church body with which a relationship of full communion has been declared and established by the Churchwide Assembly of the Evangelical Lutheran Church in America the privilege of both voice and vote in the Synod Assembly during the period of that minister's service in a congregation of this church.

**S7.28.** 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.

**S7.33.** "Ex-officio" as used herein means membership with full rights of voice and vote unless otherwise expressly limited.

## **Chapter 8. Officers**

**+S8.01.** The officers of the synod shall be a bishop, a vice-president, a secretary and a treasurer.

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

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

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

- a. Preach, teach, and administer the sacraments in accord with the Confession of Faith of this church.
- b. Have primary responsibility for the ministry of Word and Sacrament in this synod and its congregations, providing pastoral care and leadership for this synod, its congregations, its ministers of Word and Sacrament, and its Ministers of Word and Service.
- c. Exercise solely this church's power to ordain (or provide for the ordination by another synodical bishop of) approved candidates who have received and accepted a properly issued, duly attested letter of call for the office of ministry of Word and Sacrament (and as provided in the bylaws of the Evangelical Lutheran Church in America).
- d. 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 ministers of Word and Service.
- e. Attest letters of call for persons called to serve congregations in this synod, letters of call for persons called by the Synod Council, and letters of call for persons on the rosters of this synod called by the Church Council.
- f. Install (or provide for the installation of) rostered ministers whose calls the bishop has attested.
- g. Exercise leadership in the mission of this church and in so doing:
  - 1) Interpret and advocate the mission and theology of the whole church;
  - 2) Lead in fostering support for and commitment to the mission of this church within this synod;
  - 3) Coordinate the use of the resources available to the synod as it seeks to promote the health of this church's life and witness in the areas served by the synod;
  - 4) Submit a report to each regular meeting of the Synod Assembly concerning this synod's life and work; and
  - 5) Advise and counsel this synod's related institutions and organizations.
- h. Practice leadership in strengthening the unity of the church and in so doing:
  - 1) Exercise oversight of the preaching, teaching, and administration of the sacraments within this synod in accord with the Confession of Faith of this church;
  - 2) Be responsible for administering the constitutionally established processes for the resolution of controversies and for the discipline of rostered ministers and congregations of this synod;
  - 3) Be the chief ecumenical officer of this synod;
  - 4) 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 this synod, except as otherwise provided in this constitution;
  - 8) Provide for preparation and maintenance of synodical rosters containing the names and addresses of all rostered ministers of this synod and a record of the calls under which they are serving or the date on which they become retired or disabled
  - 9) Annually bring to the attention of the Synod Council the names of all rostered ministers on leave from call or engaged in approved graduate study in conformity with the constitution and bylaws of this church and pursuant to prior action of this synod through the Synod Council.
  - 10) Provide 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 ministers in good standing who have received and accepted a properly issued, duly attested, regular letter of call under the jurisdiction of another synod; and;
    - c) the entrance of the names of such persons for whom proper certificates of transfer have been received;
  - 11) Provide for preparation and maintenance of a register of the congregations of this synod and the names of 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.

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

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

**S8.14.01** Assistants to the officers or staff officials, if and when such positions are created by the Synod Assembly, shall be elected by the Synod Council on nomination by the officer concerned. Such persons may be recalled or dismissed on proper notice by action of the Synod Council, which shall set the term of office and other terms and conditions of employment. No such person shall be eligible for membership on the Synod Council. The Synod Council may prescribe such other personnel policies and procedures regarding the employment of other staff as it may from time to time see fit.

**+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, including corresponding members of blended families, and in-laws (parent, son, daughter, or sibling of a spouse, spouse of a sibling, or the parent or sibling of the spouse of a sibling).

#### **S8.20. The 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. The 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 minister of Word and Sacrament.

+S8.32. The secretary shall:

- a. Keep the minutes of all meetings of the Synod Assembly and the 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 or other officer authorized by the Synod Council.
- 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. The Treasurer**

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

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.** The terms of office of the officers of this synod shall be:

- 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 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.

**S8.52.** The terms of the officers shall begin on the first day of the third month following election.

**+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 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, shall arrange for the appropriate care of the responsibilities of the office 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 successor officer, elected by the next Synod Assembly, shall complete the unexpired term of the officer being replaced. If the treasurer is appointed by the Synod Council, the Synod Council shall appoint a new treasurer to a 4 year term.

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

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

- a. Proceedings for the recall or dismissal of a synodical bishop shall be instituted by written petition by:
  - 1) the Synod Council on an affirmative vote of at least two-thirds of its elected members present and voting;
  - 2) the Synod Assembly on an affirmative vote of at least two-thirds of its members present and voting;
  - 3) at least 10 synodical bishops; or
  - 4) the presiding bishop of this church.
- b. Proceedings for the recall or dismissal of an officer of a synod, other than the synodical bishop, shall be instituted by written petition by:
  - 1) the Synod Council on an affirmative vote of at least two-thirds of its elected members present and voting;
  - 2) the Synod Assembly on an affirmative vote of at least two-thirds of its members present and voting;

or

3) the synodical bishop.

c. The petition shall be filed with the chair of the Committee on Appeals (in care of the secretary of the Evangelical Lutheran Church in America, 8765 West Higgins Road, Chicago, Illinois 60631) and shall set forth the specific charge or charges.

d. Upon the filing of a written petition, the Executive Committee of the Synod Council may temporarily suspend the officer from service in the synod without prejudice, but with continuation of compensation, including benefits, if the officer is a salaried employee of the synod.

e. In the case of alleged physical or mental incapacity of an officer of the synod, the procedures outlined in †S8.56. shall be followed, and such officer shall comply with the decision of the Synod Council. If such officer fails or refuses to comply, the Synod Council may proceed to petition for recall or dismissal as follows:

1) the Synod Council will submit a written report of their findings and the basis of their decision to the Committee on Appeals.

2) the Committee on Appeals, other than those who are disqualified, shall review the findings and decision of the Synod Council and by an affirmative vote of at least two-thirds of those present and voting may adopt the findings and grant the petition.

f. If the synod officer is a minister of Word and Sacrament, grounds for recall or dismissal include those set forth in ELCA bylaw 20.21.01. and as defined under the process described in ELCA constitutional provisions 20.20. and 20.21. as grounds for discipline. If the officer is a minister of Word and Service, grounds for recall or dismissal include those set forth in ELCA bylaw 20.22.01. and as defined under the process described in ELCA constitutional provisions 20.20. and 20.21. as grounds for discipline.

g. If the officer is a layperson, grounds for recall or dismissal include those set forth in ELCA bylaw 20.41.01. as grounds for discipline.

h. If the case of alleged willful disregard or violation of the constitutions, bylaws, and continuing resolutions or of alleged conduct as would subject the officer to disciplinary action, the following procedures shall apply:

1) the petition shall be referred to the Committee on Appeals, which shall function as the discipline hearing committee that shall conduct a hearing in accordance with the rules provided for in ELCA bylaw 20.21.16. except to the extent that those rules are in conflict with the provisions of this bylaw; and

2) the members of the Committee on Appeals, other than those who are disqualified, may grant the petition by an affirmative vote of at least two-thirds of those present and voting.

i. Written notice of a decision by the Committee on Appeals that the charges have been sustained shall be given to the affected officer and to the Synod Council, and the office shall be vacated.

**+S8.58.** If the bishop is to be temporarily absent from the synod for an extended period, the bishop, with the consent of the Synod Council, may appoint as acting bishop for such period a minister of Word and Sacrament of this church. Except as limited by action of the Synod Council, an acting bishop shall possess all of the powers and authority of a regularly elected bishop other than authority to ordain or to authorize the ordination of properly approved candidates for ordination.

**S8.59.** The Bishop and such other officer or officers as may from time to time be authorized by the Synod Council to do so are authorized and empowered in the name of the synod to sign deeds and other instruments and to affix the seal of the synod.

### **Chapter 9. Nominations and Elections**

**+S9.01** The Synod Assembly shall elect such officers of this synod and such other persons as the constitution and bylaws may require, according to procedures set forth in the bylaws. The Synod Assembly shall elect members of the Churchwide Assembly in accordance with bylaw 12.41.11. of the constitution and bylaws of the Evangelical Lutheran Church in America.

**S9.01.01.** In the nomination and election process the following general considerations shall be observed:

a. It shall be the responsibility of the Synod Council to assure that this synod maintains its commitment to inclusive representation.

b. In all processes of nomination, election and appointment it shall be a primary concern that membership of all organizational units be composed of persons who possess the necessary knowledge, expertise and experience to be effective members of such units and, insofar as is possible, meet the requirements of inclusiveness and reflect the geographic spread of synod boundaries.

- c. All persons elected to any position, whether nominated by the Nominating Committee or not, shall strive to represent this synod and not just a particular constituency.
- d. Each nominee for an elected or appointed position shall be a member in good standing of a congregation of this synod.

**S9.01.02.** The procedure for election of the officers of this synod shall be as set forth in Chapter 8 of this constitution. The order of election shall be for the positions of Bishop, Vice-President, Secretary, Treasurer. The results of each ballot in every election shall be announced in detail to the Synod Assembly. The officers other than Bishop may be elected simultaneously.

**S9.01.03.** Members of the Synod Council (other than those whose membership is ex officio) shall be elected by the Synod Assembly upon presentation by the Nominating Committee of one or more nominees for each position open for election. In addition to the directives set forth in the Synod's Constitution and Synod Bylaws, the following general provisions shall be observed:

- a. For each election, the Synod Council shall determine how the Synod's commitment to inclusive representation will affect the next election to the Synod Council.
- b. Insofar as is possible, the category of geographic representation shall be ensured by the nomination and election to the Synod Council of at least one member representing each state within the territory. (Parishes not located in New England but related to the New England Synod shall be assigned to one of the New England States for purposes of this bylaw.)
- c. The Nominating Committee shall nominate persons who fulfill the categories assigned by the Synod Council.
- d. Additional nominations may be made from the floor provided that each floor nomination be presented as an alternate to the specific category of nominee named by the Nominating Committee. All nominations from the floor shall be supported by five voting members.
- e. In the materials provided in advance to each member of the Synod Assembly, the Nominating Committee shall set forth the criteria applicable to each category which must be met by persons nominated from the floor; prior consent of such nominees must be obtained and pertinent biographical material supplied.
- f. With the exception of the youth member's two year term, elections of Synod Council members shall be for one four year term, with one consecutive reelection allowed, and with one half of the members elected each biennium.
- g. Members of the Synod Council who have served less than one half of a term shall be eligible for reelection to two full terms served consecutively upon the conclusion of the partial term.
- h. In the event of an interim vacancy of the Synod Council, the Synod Council may appoint a member to serve for the balance of the term.
- i. A member of the Synod Council who relocates within the Synod may continue to serve out the term for which he/she was elected.

**S9.01.04.** Voting members to the biennial Churchwide Assembly shall be elected by the Synod Assembly to the number allotted in notification by the Secretary of the Church, and in accordance with the formula established by the Synod Council.

- a. The Nominating Committee shall submit a slate of one or more nominees for each voting member allowed.
- b. The general considerations and processes as reflected above in bylaw S9.01.01 and bylaw S9.01.03d shall be observed except that a minister of Word and Sacrament on the roster of this synod who is not on call to the Churchwide staff would be eligible for election.
- c. A majority of the votes cast on any ballot shall elect.
- d. Alternates shall be chosen on the basis of the number of votes received.
- e. Should an elected voting member be unable to be in attendance at the Churchwide Assembly, and no elected alternate is available, the Bishop of the Synod may appoint a substitute.

**S9.01.05.** In the matter of boards of institutions, associations, auxiliaries and such other relational entities on which the Synod has representation, the Synod Council upon consultation with such entity, shall nominate candidates or appoint representatives.

**S9.01.06.** In the matter of other organizational sub-units, the Synod Council, upon recommendations from such sub-units, shall elect or appoint or make provision for a process to elect or appoint persons to serve on such organizational sub-units which shall be accountable to the Synod Council through established channels.

**+S9.02** In all elections by the Synod Assembly, other than for the Bishop, a majority of the legal votes cast shall be necessary for election.

**S9.03** There shall be a Nominating Committee consisting of not fewer than five members who shall be appointed by the Synod Council to serve for each meeting of the Synod Assembly whenever necessary. Additional nominations

may be made from the floor for all elections for which nominations are made by the Nominating Committee.

**S9.03.01.** In designating the members of the Nominating Committee, the Synod Council shall give due regard to geographic distribution of its members throughout the territory of the synod, to approximately equal representation by males and females among its members and to inclusion of persons of color and persons whose primary language is other than English.

**S9.03.02.** The Synod Council shall designate the membership of the Nominating Committee at least four months before the next regular meeting of the Synod Assembly and the Bishop shall convene the first meeting of the Nominating Committee so designated on a date at least four months before such meeting of the Synod Assembly. The Nominating Committee shall select its own chairperson and secretary and shall so conduct its doing as to complete its report by not later than two months before the next regular meeting of the Synod Assembly.

**S9.03.03.** Not less than four months before a regular meeting of the Synod Assembly, the Secretary of the synod shall publish in appropriate synodical media, and shall distribute to each congregation, a list of all positions for which elections will be held and for which the Nominating Committee has responsibility for nominating. The list shall include the duties and functions of each position and other pertinent information, such as the times, places and frequency of meetings which incumbents may be expected to attend, and shall invite the submission of names of candidates for nomination for such positions, together with appropriate biographical information. The Nominating Committee shall receive such submissions and may invite additional submissions. The Nominating Committee, in a separate meeting (or meetings), shall nominate persons for the positions from the names submitted.

**S9.03.04.** The report of the Nominating Committee shall be submitted directly to the members of the Synod Assembly at least one month before its regular meeting. The Nominating Committee shall fulfill the duties imposed upon it by this chapter and chapters 8, 10 and 11 of this constitution.

**S9.04.** The Bishop shall be elected by the Synod Assembly by ecclesiastical ballot. Seventy-five percent 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. Seventy-five percent 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 three persons (plus ties) who receive the greatest number of legal votes on the third ballot, and sixty percent of the legal votes cast shall be necessary for election. On subsequent ballots a majority of 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.

**S9.05.** The Synod Council shall nominate at least one person for Vice-President; additional nominations may be made from the floor.

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

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

**S9.08.** In all elections, except for the bishop, the names of the persons receiving the highest number of legal votes, but not elected by a 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.

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

**S9.11.** The Synod Council shall elect or appoint representatives to the steering committee of its region.

+**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.

## **Chapter 10. Synod Council**

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

- a. Each person elected to the Synod Council shall be a voting member of a congregation of this synod, with the exception of ministers on the roster of this synod who reside outside the territory of this synod. The process for election and the term of office when not otherwise provided shall be specified in the bylaws. A member of the Church Council of the Evangelical Lutheran Church in America from this synod, 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 four years.

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

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

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

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

**S10.05.** No elected member of the Synod Council shall receive compensation for such service.

**S10.06.** If a member of the Synod Council ceases to be a member in good standing on a roster of this synod, if a minister of Word and Sacrament, or to be a voting member of a congregation of this synod, if a layperson, 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.** The Synod Council shall consist of the four officers of the synod, twenty other members plus one youth member. (For purposes of this bylaw, "youth" shall be understood to mean a person who is 14 through 17 years of age or entering grades 10 through 12 at the time of his or her election.)

**S10.07.02.** The Synod Council shall have such powers, duties and responsibilities as are vested in it by the constitution and bylaws of this synod, or by resolution of the Synod Assembly.

**S10.07.03.** The Synod Council shall meet at least quarterly at such specific times and places as it shall determine (or, if it fails to fix the time and place of its meetings, as the Vice-President of the synod, in consultation with the Bishop, shall determine) and may meet at additional times as it shall determine or upon the call of the Bishop or Vice-President. Reasonable written notice of the time, date and place of each meeting of the Synod Council shall be provided to its members by the Secretary of the Synod.

**S10.07.04.** 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. Committees**

**+S11.01.** There shall be an Executive Committee, a Consultation Committee, a Committee on Discipline, a Mutual Ministry Committee, an Audit Committee, and such other committees as this synod may from time to time determine. The duties and functions of such committees, or any other organizational units created by this synod, and the composition and organizational structure of such units, shall be as set forth in this constitution or in the bylaws or continuing resolutions, and shall be subject to any applicable provisions or requirements of the constitution and bylaws of the Evangelical Lutheran Church in America.

**S11.01.A02.** In addition to those units specified elsewhere in this constitution and bylaws, this synod shall have the following units:

### **a. Committees of the Synod Council**

1. Finance Committee – this unit shall assist and advise the synod council and synod officers to accomplish their fiduciary responsibilities. To fulfill these responsibilities, this unit shall:
  - a) Propose financial, accounting, insurance, property management, investment and money management policies for review and action by the synod council.
  - b) provide for the implementation of policies adopted by the synod council.
  - c) recommend to the synod council a certified public accounting firm to audit the financial records of the synod.
  - d) provide and manage insurance (exclusive of life and health) programs of the synod
  - e) provide legal documents pertaining to the financial and property management matters of the synod.
  - f) serve as the audit committee
2. Synod Assembly Committee – this unit shall have overall responsibility for the synod assembly. In consultation with the bishop, officers, and synod council the committee plans and oversees the agenda, programs, committees and logistics of the Synod Assembly. To fulfill these responsibilities this unit shall:
  - a) recommend the date, duration and location of the assembly,
  - b) determine and make contractual arrangement to reserve the facilities for both the assembly proceedings and the Eucharist/Ordination service.
  - c) develop the theme, objectives, agenda and overall program for the assembly.
  - d) recommend key participants, speakers, presenters, and Eucharist preacher
  - e) determine the overall assembly program, including workshops, evening program, Bishop's/Ordinands reception, etc.
  - f) prepare and monitor an income and expense budget.
  - g) review the assembly Rules of Organization and Procedures annually.
  - h) review procedures for resolutions, nominations and ballots annually.

### **b. Congregational Support and Mission Teams**

The synod shall have teams to support congregation ministry and mission, as needed, including, but not limited to: Evangelism, Global Mission, Faith Learning, Stewardship, Worship, Campus Ministry, Candidacy, Outreach, Multi-cultural Ministry, Ecumenical Network.

**S11.01.01.** The Executive Committee shall consist of the four officers of the synod and three other persons designated by the Synod Council, who shall be members of the Synod Council who shall serve at the pleasure of the Synod Council for terms of two years and who may be redesignated for additional terms without limitation. The Bishop, or in the Bishop's absence, the Vice-President, shall preside at meetings of the Executive Committee. The Executive Committee shall meet at the call of the Bishop or the Vice-President or at the request of a majority of its members. The Executive Committee may exercise all of the authority of the Synod Council between its meetings. It may make decisions which are not in conflict with actions taken by the Synod Council, Synod Assembly or which are precluded by provisions of this constitution and bylaws or the constitution and bylaws of the Evangelical Lutheran Church in America.

**S11.01.02.** There shall be such additional divisions, departments, commissions or committees as the Synod Council shall from time to time create, whose membership, terms and functions shall be as determined by the Synod Council.

**+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 ministers of Word and Sacrament and half shall be lay persons, 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.

**S11.02.01.** The Consultation Committee shall be composed of 6 persons.

**+S11.03.** The Committee on Discipline of this synod shall consist of 12 persons of whom six shall be ministers of Word and Sacrament and six shall be lay persons, 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. 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.

**S11.04.01.** There shall be a Mutual Ministry Committee consisting of not fewer than three members and not more



than five members who shall be appointed by the Executive Committee upon consultation with the bishop. Members of the Mutual Ministry Committee shall serve terms of two years and may be reappointed without limitation. The Mutual Ministry Committee shall elect its own chairperson and shall meet at the request of the bishop, at the call of its chairperson or upon the request of a majority of its members. The function of the Mutual Ministry Committee shall be to provide support and counsel to the bishop, his or her assistants and staff.

**+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 +S15.31. The actual audit is done by an outside firm.

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

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

## **Chapter 12.**

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

**+S12.01.** This synod may establish conferences, clusters, coalitions, area subdivisions, and networks as appropriate within its territory and in collaboration with other synods and 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.

#### **S12.01.01. Conferences**

- a. The Synod Council shall establish territorial sub-units designated conferences
- b. The primary role of the conference shall be to give congregations and their individual members a sense of belonging beyond the congregation. To fulfill this role, conferences shall be allowed to structure themselves and operate flexibly based upon conference needs.

In assessing conference needs, the conference leadership should be aware that there are at least three distinct groups with individual needs to be served by the conferences:

1. Ministers of Word and Sacrament;
2. Congregation leadership and staff;
3. Congregation membership

Conferences may best serve congregations and the synod in the following ways.

1. Identifying new ministry sites for the New England Synod.
  2. Review funding requests to the ELCA by local hunger organizations.
  3. Provide a forum to address state-wide legislative issues.
  4. Support new ministries by seeking mission opportunities in their own communities.
  5. Study ELCA social statements.
  6. Hold pre-assembly caucuses.
  7. Support the distinctive identity of Lutherans in New England.
  8. Provide joint worship opportunities.
  9. Provide training opportunities for lay leadership.
  10. Provide focus on issues, i.e. stewardship.
  11. Facilitate the sharing of joys and sorrows by ministers of Word and Sacrament, lay leaders, and congregations.
  12. Identify other needs or challenges within the territory of the conference.
  13. Provide support for ministers of Word and Sacrament and ministers of Word and Service.
  14. To provide continuing education for all.
- c. Each congregation shall be entitled to representation at all general meetings of the conference to which it belongs by its clergy and two lay voting members, one of whom shall be female and one of whom shall be

- male.
- d. The conference shall conduct a general meeting at least biennially for the election of a chairperson and conference council, and for such other business as it may determine.
  - e. Adhering to the principles of inclusiveness, to the extent possible, each conference shall elect a Conference Council of not fewer than five persons, and a Chair of the Conference Council, who shall be a layperson. The conference chairperson shall be elected to a two year term.
  - f. The chairperson and conference council may designate other persons or committees to assist in carrying out the activities and programs of the conference.
  - g. The conference may prescribe its own rules of procedure.
  - h. In the event a conference becomes inactive, the Bishop may appoint a convener who shall convene a general meeting for the reactivation of the conference.
  - i. In consultation with the bishop of this synod, the conference shall elect a dean who shall be a rostered pastor of the conference, and a minister of Word and Sacrament on the roster of the Evangelical Lutheran Church in America or an ordained pastor from a denomination in full communion with the Evangelical Lutheran Church in America who is currently serving an ELCA congregation in the conference. The term shall be two years. The dean shall be an ex-officio member of the conference council. The dean shall serve as an extension of the bishop's office at the bishop's discretion. The dean's oversight and administration shall be among the rostered ministers and their families for fellowship and support. Duties of the Dean may more definitively be outlined by the conference assembly with the approval of the Bishop. If the ecumenical partner pastor serving as dean ceases serving a congregation in the conference, that pastor shall also cease to serve as the dean.

#### **S12.01.02. Clusters and Coalitions**

There may be clusters or coalitions of congregations within a conference or crossing conference boundaries, which may be occasioned by close proximity or location, cooperative venture, coordinated study or program or use of resources, common problem solving or the like. They may be varied in composition (Evangelical Lutheran Church in America, pan-Lutheran, ecumenical) and flexible both in reason for and time length of clustering or coalition.

#### **S12.01.A17 Institutions and Agencies**

##### **a. Seminaries of the Church**

The New England Synod accepts and sustains a supporting relationship to The United Lutheran Seminary as a seminary of the church, assigned in accordance with section 7.31.05 of the Evangelical Lutheran Church in America Constitution.

The Synod shall be represented on the Board of Directors of each seminary in accordance with the Constitution and Bylaws of the seminary by director(s) nominated by the Synod Council in consultation with the seminary's president.

Financial support of this seminary shall be included in the budgets proposed for adoption by the Synod Assembly.

##### **b. Ascentria Care Alliance**

The New England Synod accepts and sustains a supporting relationship for the ministry of Ascentria Care Alliance. The synod shall be represented on the Board of Directors in accordance with the Constitution and Bylaws of Ascentria Care Alliance by members nominated by the Synod Council in consultation with the President of Ascentria Care Alliance.

### **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 provisions of Chapters 2, 3, 4, 5, 6, 7, 8, 9, 15, 16, 17, 18 and 19 in the Model Constitution for Congregations consistent with requirements of the constitution, 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 Chapter 16 and 18 of the Model Constitution for Congregations.

3. Accept the commitments expected of all congregations of the ELCA as stated in \*C6.01., \*C6.02., and \*C6.03., of 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 lay persons 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 rostered 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 rostered minister shall make satisfactory settlement of the obligation before calling a successor. Notwithstanding the foregoing, a successor may be called with the approval of the bishop when the bishop determines that extenuating factors justifying the call exist.

**+S13.19.** A congregation considering a relocation shall confer with the bishop of the synod in which it is territorially located and the appropriate unit of the churchwide organization before any steps are taken leading to such action. The approval of the Synod Council shall be received before any such action is effected.

**+S13.20.** 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 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.** The 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 Evangelical Lutheran Church in America constitution and bylaws.

## **Chapter 14. Rostered Ministers**

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

+**S14.11** The time and place of the ordination of those persons properly called to congregations or service of this synod shall be authorized by the bishop of this synod.

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

- a. Every minister of Word and Sacrament shall:
  - 1) preach the Word;
  - 2) administer the sacraments;
  - 3) conduct public worship;
  - 4) provide pastoral care; and
  - 5) seek out and encourage qualified persons to prepare for the ministry of the Gospel
  - 6) impart knowledge of this church and its wider ministry through distribution of its communications and publications
  - 7) witness to the Kingdom of God in the community, in the nation and abroad; and
  - 8) speak publicly to the world in solidarity with the poor and oppressed, calling for justice and proclaiming God's love for the world.
- b. Each pastor with a congregational call shall, within the congregation:
  - 1) offer instruction, confirm, marry, visit the sick and distressed, and bury the dead;
  - 2) relate to all schools and organizations of the congregation;
  - 3) install regularly elected members of the Congregation Council; and
  - 4) with the council administer discipline.
  - 5) endeavor to increase the support given by the congregation to the work of the Evangelical Lutheran Church in America and of this synod.

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

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

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

+**S14.16.** When a congregation of this church desires to call a pastor or a candidate for the pastoral office in the ministry of Word and Sacrament of this church:

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

**S14.17.** No minister of Word and Sacrament shall accept a call without first conferring with the bishop of this synod. A minister of Word and Sacrament shall respond with an answer 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.

+**S14.18.** The provisions for termination of the mutual relationship between a minister Word and Sacrament and congregation shall be as follows:

- a. The call of a congregation, when accepted by a pastor, shall constitute a continuing mutual relationship and commitment which shall be terminated only by death or, 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, no later than 30 days after the date on which it was submitted;
  - 3) inability to conduct the pastoral office effectively in that congregation in view of local conditions;

- 4) physical disability or mental incapacity of the pastor;
- 5) suspension of the pastor through discipline for more than three months;
- 6) resignation or removal of the pastor from the roster of ministers of Word and Sacrament of this church;
- 7) termination of the relationship between this church and the congregation;
- 8) the dissolution of the congregation or the termination of a parish arrangement; or
- 9) suspension of the congregation through as a result of discipline proceedings for more than six months.

b. When allegations of physical disability or mental incapacity of the pastor under paragraph a.4) above, or ineffective conduct of the pastoral office under paragraph a.3) above, have come to the attention of the bishop of this synod,

- 1) the bishop in his or her sole discretion may investigate such conditions personally together with a committee of two rostered ministers and one layperson, or
- 2) when such allegations have been brought to the synod's attention by an official recital of allegations by the congregation council or by a petition signed by at least one-third of the voting members of the congregation, the bishop personally shall investigate such conditions together with a committee of two rostered ministers and one layperson.

c. In case of alleged physical disability or mental incapacity under paragraph a.4) above, the bishop's committee shall obtain and document competent medical opinion concerning the pastor's condition. When a disability or incapacity is evident to the committee, the bishop of this synod may declare the pastorate vacant. When a pastorate is declared vacant, the Synod Council shall list the pastor on the roster of ministers of Word and Sacrament as disabled. Upon removal of the disability and restoration of the pastor to health, the bishop shall take steps to enable the pastor to resume the ministry, either in the congregation last served or in another appropriate call.

d. In the case of alleged local difficulties that imperil the effective functioning of the congregation under paragraph a.3) above, the bishop's committee shall endeavor to hear from, all concerned persons, after which the bishop together with the committee shall present their recommendations first to the pastor and then to the congregation. The recommendations of the bishop's committee must address whether the pastor's call should come to an end and, if so, may suggest appropriate severance arrangements. The committee may also propose other actions that should be undertaken by the congregation and by the pastor, if appropriate. If the pastor and congregation agree to carry out such recommendations, no further action need be taken by the synod.

e. If either party fails to assent to the recommendations of the bishop's committee concerning the pastor's call, the congregation may dismiss the pastor only at a legally called meeting after consultation with the bishop, either (a) by a two-thirds vote of the voting members present and voting where the bishop and the committee did not recommend termination of the call, or (b) by a majority vote of the voting members present and voting where the bishop and the committee recommended termination of the call.

f. If, in the course of proceedings described in paragraph c. or paragraph d. above the bishop's committee concludes that there may be grounds for disciplinary action, the committee shall make recommendations concerning disciplinary action in accordance with the provisions of this church's constitution, bylaws, and continuing resolutions.

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

**+S14.21.** The 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. 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 call, or
- b. approval of a request for change in roster status.

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

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

Notwithstanding the foregoing, a departing pastor may be installed in another field of labor or issued a certificate of dismissal or transfer with the approval of the bishop when the bishop determines that extenuating

factors justifying such action exist.

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

**+S14.24.** 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 +S14.18, a congregation may call a pastor for a specific term. Details of such calls shall be in writing setting forth the purpose and conditions involved. Prior to the completion of a term, the bishop of this synod or a representative of the bishop shall meet with the pastor and representatives of the congregation for a review of the call. Such call may also be terminated before its expiration in accordance with the provisions of +S14.18.

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

#### **S14.30. Ministers of Word and Servies**

**+S14.31.** The time and place of the consecration of those persons properly called to congregations or non-congregational service of this synod shall be authorized by the bishop of this synod.

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

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

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

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

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

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

**S14.42.** No minister of Word and Service shall accept a call without first conferring with the bishop of this synod. A minister of Word and Service shall respond with an answer of acceptance or declination to a letter of call within 30 days of receipt of such call. In exceptional circumstances with the approval of the bishop of this synod and the chair of the Congregation Council of the congregation issuing the call, an additional 15 days may be granted to respond to a letter of call.

**†S14.43.** a. The call of a congregation, when accepted by a minister of Word and Service, shall constitute a continuing mutual relationship and commitment which shall be terminated only by death or, following consultation with the synodical bishop, 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 minister of Word and Service, which shall become effective, unless otherwise agreed, no later than 30 days after the date on which it was submitted;
- 3) inability to conduct the office effectively in that congregation in view of local conditions;
- 4) physical disability or mental incapacity of the minister of Word and Service;
- 5) suspension of the minister of Word and Service through discipline for more than three months;
- 6) resignation or removal of the minister of Word and Service from the roster of ministers of Word and Service of this church;
- 7) termination of the relationship between this church and the congregation;
- 8) dissolution of the congregation or the termination of a parish arrangement; or
- 9) suspension of the congregation through discipline for more than six months.

b. When allegations of physical disability or mental incapacity of the minister of Word and Service under paragraph a.4) above, or ineffective conduct of the ministry of Word and Service under paragraph a.3) above, have come to the attention of the bishop of this synod,

- 1) the bishop in his or her sole discretion may investigate such conditions personally together with a committee of two rostered ministers and one layperson, or
- 2) when such allegations have been brought to the synod's attention by an official recital of allegations by the Congregation Council or by a petition signed by at least one-third of the voting members of the congregation, the bishop personally shall investigate such conditions together with a committee of two rostered ministers and one layperson.

c. In case of alleged physical disability or mental incapacity under paragraph a.4) above, the bishop's committee shall obtain and document competent medical opinion concerning the minister of Word and Service's condition. When a disability or incapacity is evident to the committee, the bishop of this synod may declare the position vacant and the minister of Word and Service shall be listed on the roster of ministers of Word and Service as disabled. Upon removal of the disability and restoration of the minister of Word and Service to health, the bishop shall take steps to enable the minister of Word and Service to resume the ministry, either in the congregation last served or in another appropriate call.

d. In the case of alleged local difficulties that imperil the effective functioning of the congregation under paragraph a.3) above, the bishop's committee shall endeavor to hear from all concerned persons, after which the bishop together with the committee shall present their recommendations first to the minister of Word and Service and then to the congregation. The recommendations of the bishop's committee address whether the minister of Word and Service's call should come to an end and, if so, may suggest appropriate severance arrangements. The committee may also propose other actions that should be undertaken by the congregation and by the minister of Word and Service, if appropriate. If the minister of Word and Service and congregation agree to carry out such recommendations, no further action need be taken by the synod.

e. If either party fails to assent to the recommendations of the bishop's committee concerning the minister of Word and Service's call, the congregation may dismiss the minister of Word and Service only at a legally called meeting after consultation with the bishop, either (a) by a two-thirds vote of the voting members present and voting where the bishop and the committee did not recommend termination of the call, or (b) by a majority vote of the voting members present and voting where the bishop and the committee recommended termination of the call.

f. If, in the course of proceedings described in paragraph c. or paragraph d. above, the bishop's committee concludes that there may be grounds for disciplinary action, the committee shall make recommendations concerning disciplinary action in accordance with the provisions of this church's constitution, bylaws, and continuing resolutions.

†S14.44. Ministers of Word and Service shall respect the integrity of the ministry of congregations which they do not

serve and shall not exercise ministerial functions therein unless invited to do so by the Congregation Council.

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

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

†S14.46. With the approval of the 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 †S14.43., a congregation may call a minister of Word and Service for a specific term. Details of such calls

shall be in writing setting forth the purpose and conditions involved. Prior to the completion of a term, the bishop of this synod or a representative of the bishop shall meet with the minister of Word and Service and representatives of the congregation for a review of the call. Such call may also be terminated before its expiration in accordance with the provisions of †S14.43.

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

## **Chapter 15. Financial Matters**

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

**+S15.11.** Since the congregations, synods, and churchwide organization are interdependent 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 Evangelical Lutheran Church in America are given to support all parts of the 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 or amount of each congregation's mission support as determined in consultation with the churchwide organization and approved by the Synod Assembly as part of its budget consideration.
- c. Should the Synod Assembly not approve the proportionate share of mission support determined in consultation with the churchwide organization, a new consultation with the churchwide organization shall take place. The Synod Council is authorized to amend the budget adopted by the Synod Assembly to reflect the results of this consultation.

**+S15.12.** The annual budget of this synod shall reflect the entire range of its own activities and its commitment to partnership funding with other synods and the churchwide organization.

**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.** A cash flow reserve may be carried forward annually for disbursement in the following year. This reserve may not exceed 15% of the next year's synodical budgeted operating and program expenses.

**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 the synod. The financial reports shall be in the format approved from time to time by the churchwide Office of the Treasurer.

**+S15.32.** This synod shall maintain adequate, continuous insurance coverage in accordance with standards recommended by the churchwide organization. Insurance programs offered or endorsed by the churchwide organization shall be deemed to fulfill this obligation.



## **Chapter 16.**

### **INDEMNIFICATION**

- +S16.01.** Subject to the limitations and duties imposed by law, each person who is or was made or threatened to be made a party to any proceeding by reason of the present or former capacity of that person as a Synod Council member, officer, employee, or committee member of this synod shall be indemnified against all costs and expenses incurred by that person in connection with the proceeding. Indemnification of any person by reason of that person's capacity as a director, officer, employee, or committee member of any other organization, regardless of its form or relationship to this synod, is subject to the provisions of section +S16.02.
- a. The term "proceeding" means a threatened, pending, or completed lawsuit, whether civil or criminal, an administrative or investigative matter, arbitration, mediation, alternative dispute resolution, or any other similar legal or governmental action. Except as otherwise required by law, the term "proceeding" does not include (a) any action by this synod against the individual seeking indemnification, or (b) subject to +S16.04., a disciplinary hearing or related process described in Chapter 20 of the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*.
  - b. The term "indemnification" includes reimbursement and advances of costs and expenses for judgments, penalties, fines, settlements, excise taxes, reasonable attorneys' fees, disbursements, and similar required expenditures.
- +S16.02.** Whenever a person who, while a Synod Council member, officer, committee member, or employee of this synod, is or was serving at the request of this synod as (or whose duties in that position involve or involved service in the capacity of) a director, officer, partner, trustee, employee, or agent of another organization, is or was made or threatened to be made a party to a proceeding by reason of such capacity, then such person shall be entitled to indemnification only if (a) the Synod Council has established a process for determining whether a person serving in the capacity described in this section shall be entitled to indemnification in any specific case, and (b) that process has been applied in making a specific determination that such person is entitled to indemnification.
- +S16.03.** This synod may purchase and maintain insurance on behalf of itself or any person entitled to indemnification pursuant to this chapter against any liability asserted against and incurred by this synod or by such other person in or arising from a capacity described in section +S16.01. or section +S16.02.
- +S16.04.** When written charges against a rostered minister of 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, then if such determination is not reversed or set aside on appeal, indemnification shall be made by the synod to the accused for reasonable attorney's fees and other reasonable expenses related to the defense of the charges. The determination of the reasonableness of such fees and expenses shall be 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 rostered ministers of this church, congregations, and organizations within this synod; provide a forum in which the parties concerned can seek to work out matters causing distress or conflict; and make appropriate recommendations for their resolution. When 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 a rostered minister of this church, shall not be addressed by the Executive Committee but shall be resolved through the disciplinary process set forth in the Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America.
- +S17.03.** When there is disagreement 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 Congregational 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 provisions of the constitution and bylaws of this church. If such provisions are amended by this church, corresponding amendments shall be introduced at once into this constitution by the secretary of the synod upon receipt of formal certification thereof from the secretary of the Evangelical Lutheran Church in America.

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

**+S18.13.** Other amendments to this constitution may be adopted by the 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 25 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 the next 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 the churchwide organization. This synod may amend its bylaws at any meeting of the Synod Assembly by a two-thirds vote of voting members of the assembly present and voting. Newly adopted bylaws and amendments to existing bylaws shall be reported to the secretary of this church.

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

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

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Revised 6/02 Synod Assembly  
Revised 6/04 Synod Assembly  
Revised 6/06 Synod Assembly  
Revised 6/09 Synod Assembly  
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Revised 8/16 (ELCA Assembly)  
Revised 6/17 Synod Assembly