

CONSTITUTION AND BYLAWS
Northeastern Pennsylvania Synod,
Evangelical Lutheran Church in America

(including changes adopted by the 2009 Churchwide Assembly)

* Items marked with an asterisk are mandated by the ELCA. (See *S18.11. and *S18.12. of this Constitution.)
The Constitution is printed in **boldface** type; the Bylaws (indicated by the initials BL) are in lightface type.

Chapter 1
NAME AND INCORPORATION

- *S1.01. **The name of this Synod shall be the Northeastern Pennsylvania Synod of the Evangelical Lutheran Church in America.**
- *S1.02. **For the purposes of this constitution and the accompanying bylaws, the Northeastern Pennsylvania Synod of the Evangelical Lutheran Church in America is hereafter designated as “this Synod” or “the Synod.”**
- *S1.11. **This Synod shall be incorporated. Amendments to the articles of incorporation of this Synod shall be submitted to the Church Council for ratification before filing.**
- *S1.21. **The seal of this Synod is two concentric circles surrounding the words “Incorporated - 1987.” Within the concentric circles is the legend “Northeastern Pennsylvania Synod - Evangelical Lutheran Church in America.”**

Chapter 2
STATUS

- *S2.01. **This Synod possesses the powers conferred upon it, and accepts the duties and responsibilities assigned to it, in the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America* (ELCA or “this church”), which are recognized as having governing force in the life of this Synod.**
- *S2.02. **No provision of this constitution shall be inconsistent with the constitution and bylaws of this church.**

Chapter 3
TERRITORY

- *S3.01. **The territory of this Synod, as determined by the Churchwide Assembly, shall be the counties of Berks, Bradford, Carbon, Lackawanna, Lehigh, Luzerne, Monroe, Northampton, Pike, Schuylkill, Sullivan, Susquehanna, Wayne, and Wyoming in the Commonwealth of Pennsylvania.**
- *S3.02. **“Determined by the Churchwide Assembly,” as stipulated by *S3.01., is understood to include the reported changes in synod relationship made by any congregation in a border area agreed under ELCA Bylaws 10.01.11. and 10.02.02.**

Chapter 4
CONFESSION OF FAITH

- *S4.01. **This Synod confesses the Triune God, Father, Son, and Holy Spirit.**

- *S4.02. This Synod confesses Jesus Christ as Lord and Savior and the Gospel as the power of God for the salvation of all who believe.
 - a. Jesus Christ is the Word of God incarnate, through whom everything was made and through whose life, death, and resurrection God fashions a new creation.
 - b. The proclamation of God's message to us as both Law and Gospel is the Word of God, revealing judgment and mercy through word and deed, beginning with the Word in creation, continuing in the history of Israel, and centering in all its fullness in the person and work of Jesus Christ.
 - c. The canonical Scriptures of the Old and New Testaments are the written Word of God. Inspired by God's Spirit speaking through their authors, they record and announce God's revelation centering in Jesus Christ. Through them God's Spirit speaks to us to create and sustain Christian faith and fellowship for service in the world.
- *S4.03. This Synod accepts the canonical Scriptures of the Old and New Testaments as the inspired Word of God and the authoritative source and norm of its proclamation, faith, and life.
- *S4.04. This Synod accepts the Apostles', Nicene, and Athanasian Creeds as true declarations of the faith of this Synod.
- *S4.05. This Synod accepts the Unaltered Augsburg Confession as a true witness to the Gospel, acknowledging as one with it in faith and doctrine all churches that likewise accept the teachings of the Unaltered Augsburg Confession.
- *S4.06. This Synod accepts the other confessional writings in the Book of Concord, namely, the Apology of the Augsburg Confession, the Smalcald Articles and the Treatise, the Small Catechism, the Large Catechism, and the Formula of Concord, as further valid interpretations of the faith of the Church.
- *S4.07. This Synod confesses the Gospel, recorded in the Holy 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. The Church exists both as an inclusive fellowship and as local congregations gathered for worship and Christian service. Congregations find their fulfillment in the universal community of the Church, and the universal Church exists in and through congregations. This church, therefore, derives its character and powers both from the sanction and representation of its congregations and from its inherent nature as an expression of the broader fellowship of the faithful. In length, it acknowledges itself to be in the historic continuity of the communion of saints; in breadth, it expresses the fellowship of believers and congregations in our day.

Chapter 6 STATEMENT OF PURPOSE

- *S6.01. The Church is a people created by God in Christ, empowered by the Holy Spirit, called and sent to bear witness to God's creative, redeeming, and sanctifying activity in the world.
- *S6.02. To participate in God's mission, this Synod as a part of the Church shall:

- a. Proclaim God's saving Gospel of justification by grace for Christ's sake through faith alone, according to the apostolic witness in the Holy Scriptures, preserving and transmitting the Gospel faithfully to future generations.
- b. Carry out Christ's Great Commission by reaching out to all people to bring them to faith in Christ and by doing all ministry with a global awareness consistent with the understanding of God as Creator, Redeemer, and Sanctifier of all.
- c. Serve in response to God's love to meet human needs, caring for the sick and the aged, advocating dignity and justice for all people, working for peace and reconciliation among the nations, and standing with the poor and powerless, and committing itself to their needs.
- d. Worship God in proclamation of the Word and administration of the Sacraments and through lives of prayer, praise, thanksgiving, witness, and service.
- e. Nurture its members in the Word of God so as to grow in faith and hope and love, to see daily life as the primary setting for the exercise of their Christian calling, and to use the gifts of the Spirit for their life together and for their calling in the world.
- f. Manifest the unity given to the people of God by living together in the love of Christ and by joining with other Christians in prayer and action to express and preserve the unity which the Spirit gives.

***S6.03.** To fulfill these purposes, this Synod, in partnership with the churchwide organization, shall bear primary responsibility for the oversight of the life and mission of this church in the territory of this Synod. In fulfillment of this role, this Synod shall:

- a. Provide for the pastoral care of congregations, ordained ministers, associates in ministry, deaconesses, and diaconal ministers of this church in this Synod, including:

- 1) approving candidates for the ordained ministry in cooperation with the appropriate seminaries of this church, which may be done through multi-synodical committees;
- 2) authorizing ordinations and ordaining on behalf of this church;
- *S6.03.a.** 3) approving associates in ministry, deaconesses, and diaconal ministers of this church, which may be done through multi-synodical committees;
- 4) authorizing the commissioning of associates in ministry, the consecration of deaconesses, and the consecration of diaconal ministers of this church; and
- 5) consulting in the calling process for ordained ministers, associates in ministry, deaconesses, and diaconal ministers.

- BLS6.03.a.** 5) The Candidacy Committee shall examine the qualifications of candidates for ordination, for reception from other Lutheran church bodies, for commissioning as associates in ministry, and for consecration as deaconesses of the Evangelical Lutheran Church in America or diaconal ministers, and shall present recommendations concerning applicants approved by the Committee to the Synod Assembly, or in exceptional circumstances to the Synod Council, for final action.

- b. Provide for leadership recruitment, preparation, and support in accordance with churchwide standards and policies, including:

- 1) nurturing and supporting congregations and lay leaders;
- 2) seeking and recruiting qualified candidates for the rostered ministries of this church;
- 3) making provision for pastoral care, call or appointment review, and guidance;
- 4) encouraging and supporting persons on the rosters of this church in stewardship of their abilities, care of self, and pursuit of continuing education to undergird their effectiveness of service; and
- 5) supporting recruitment of leaders for this church's colleges, universities, seminaries, and social ministry organizations.

- c. Provide for discipline of congregations, ordained ministers, and persons on the official lay rosters; as well as for termination of call, appointment, adjudication, and appeals consistent with the procedures established by this church in Chapter 20 of the ELCA Constitution and Bylaws.

- d. **Foster organizations for youth, women, and men, and organizations for language or ethnic communities.**
- e. **Plan for the mission of this church in this Synod, initiating and developing policy and implementing programs, consistent with churchwide policy, including:**
 - 1) **ecumenical guidance and encouragement;**
 - 2) **development of new ministries, redevelopment of existing ministries, and support and assistance in the conclusion, if necessary, of a particular ministry;**
 - 3) **leadership and encouragement of congregations in their evangelism efforts;**
 - 4) **development of relationships to and participation in planning for the mission of social ministry organizations and ministries;**
 - 5) **encouragement of financial support for the work of this church by individuals and congregations;**
 - 6) **provision for resources for congregational life;**
 - 7) **assistance to the members of its congregations in carrying out their ministries in the world; and**
 - 8) **interpretation of social statements in a manner consistent with the interpretation given by the churchwide unit which assisted in the development of the statement, and suggestion of social study issues through (a) Synod Assembly memorials to the Churchwide Assembly or (b) resolutions for referral from the Synod Assembly through the Synod Council to the Church Council and (c) Synod Council resolutions addressed to the Church Council or for referral to a unit of the churchwide organization through the Church Council's Executive Committee.**
- f. **Promote interdependent relationships among congregations, synods, and the churchwide organization, and enter into partnership with other synods in the Region.**
- g. **Participate in churchwide programs and develop support for the ministry of the churchwide organization.**
- h. **Foster the grouping of congregations in conferences, clusters, coalitions, or other area subdivisions for mission purposes.**
- i. **Support relationships with and provide partnership funding on behalf of colleges, universities, and campus ministries.**
- BLS6.03. i. Muhlenberg College shall nominate to the Synod Council persons for positions on its Board of Directors. The Synod Council shall elect the requisite number from such nominees as directors.
- *S6.03. j. Foster relationships with and provide partnership funding on behalf of social ministry organizations.**
- k. Maintain relationships with and provide partnership funding on behalf of seminaries and continuing education centers.**
- BLS6.03. k. The Lutheran Theological Seminary at Philadelphia shall propose at least one nominee to the Synod Nominating Committee for each position to be filled on the seminary's governing board. The Nominating Committee shall present nominees to the Synod Assembly for election to the seminary board.
- *S6.03. l. Foster supporting relationships with camps and other outdoor ministries.**
- BLS6.03. l. The Eastern Pennsylvania Lutheran Camp Corporation shall propose to the Synod Nominating Committee nominees for positions on the camp's Board of Directors. Election shall be by the Synod Council.
- *S6.03. m. Foster supporting relationships with preschools, elementary schools, and secondary schools operated by congregations of this Synod.**
- n. Interpret the work of this church to congregations and to the public.**
- o. Respond to human need, work for justice and peace, care for the sick and the suffering, and participate responsibly in society.**
- p. Provide for archives in conjunction with other synods.**
- q. Cooperate with other synods and the churchwide organization in creating, using, and supporting Regions to carry out those functions of this Synod which can best be done cooperatively with other synods and the churchwide organization.**
- r. Elect members of the Churchwide Assembly in accordance with Bylaw 12.41.11. of the constitution and bylaws of the Evangelical Lutheran Church in America and according to procedures specified in the bylaws of this constitution.**

- *S6.04.** 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 ordained ministers 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.B09.** It is the goal of this synod that at least 10 percent of the voting members of the Synod Assembly, Synod Council, committees, and organizational units of this synod be youth and young adults. The Synod Council shall establish a plan for implementing this goal. For purposes of the constitution, bylaws, and continuing resolutions of this synod, the term “youth” means a voting member of a congregation who has not 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.

Chapter 7
SYNOD ASSEMBLY

- *S7.01.** This Synod shall have a Synod Assembly, which shall be its highest legislative authority. The powers of the Synod Assembly are limited only by the provisions in the Articles of Incorporation, this constitution and bylaws, the Assembly's own resolutions, and the constitutions and bylaws of the Evangelical Lutheran Church in America.
- *S7.11.** A regular meeting of the Synod Assembly shall be held at least biennially.
- BLS7.11. A regular meeting of the Synod Assembly shall be held annually.
- S7.12.**
- a. 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-tenth of the voting members of the Synod Assembly. The notice of each special meeting shall define the purpose for which it is to be held. The scope of actions to be taken at such a special meeting shall be limited to the subject matter(s) described in the notice.
 - b. If the special meeting of the Synod Assembly is required for the purpose of electing a successor Bishop because of death, resignation, or inability to serve, the special meeting shall be called by the Presiding Bishop of the ELCA in cooperation with the Synod Council.
- S7.13.** Notice of the time and place of all meetings of the Synod Assembly shall be given by the Secretary of this Synod.
- BLS7.13. Notice for a regular meeting of the Synod Assembly shall be given not less than four weeks preceding the meeting, and for a special meeting of the Synod Assembly not less than two weeks preceding the meeting.
- S7.14.** One-third of the 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 laypersons, shall be constituted as follows:

- a. All ordained ministers under call on the roster of this Synod in attendance at the Synod Assembly shall be voting members.
 - b. All associates in ministry, deaconesses of the Evangelical Lutheran Church in America, and diaconal ministers, under call, on the official lay rosters of this Synod shall have both voice and vote as lay voting members in the Synod Assembly, in addition to the voting membership of lay members of congregations provided in item *S7.21.c.
 - c. A minimum of one lay member elected by each congregation with fewer than 175 baptized members and a minimum of two lay members elected by each congregation with 175 or more baptized members related to this Synod, normally one of whom shall be male and one of whom shall be female, shall be voting members. The Synod Council shall establish a formula to provide additional lay representation from congregations on the basis of the number of baptized members in the congregation. The Synod Council shall seek to ensure that, as nearly as possible, 50 percent of the lay members of the Assembly shall be female and 50 percent shall be male. Additional members from each congregation normally shall be equally divided between male and female.
- BLS7.21. c. A congregation having more than 1,000 persons who are on the roll of baptized members shall be entitled to an additional lay voting member for each additional 1,000 such members, or major fraction thereof.
- *S7.21. d. **Voting membership shall include the officers of this Synod.**
- S7.22. a. All retired ordained ministers on the roster of this Synod who register for the Synod Assembly, and all retired associates in ministry, deaconesses of the Evangelical Lutheran Church in America, and diaconal ministers on the lay roster or rosters of this Synod who register for the Synod Assembly shall be voting members of the Assembly, consistent with the provision that 60% of the voting membership shall be laypersons.
- b. All ordained ministers on the roster of this Synod who are on leave from call and who register for the Synod Assembly, and all associates in ministry, deaconesses of the Evangelical Lutheran Church in America, and diaconal ministers on the lay roster or rosters of this Synod who are on leave from call and who register for the Synod Assembly shall be voting members of the Assembly, consistent with the provision that 60% of the voting membership shall be laypersons.
- S7.23. The Presiding Bishop of the ELCA and such other official representatives of this church as may be designated from time to time by the Church Council shall also have voice but not vote in the meetings of the Synod Assembly. Like privileges shall be accorded to those additional persons whom the Synod Assembly shall from time to time designate.
- S7.24. Lay members of the Synod Assembly representing congregations shall continue as such until replaced by the election of new members or until they have been disqualified by termination of membership in that congregation. Normally, congregations will hold elections prior to each regular meeting of the Synod Assembly.
- *S7.25. Except as otherwise provided in this constitution or in the *Constitution, Bylaws, and Continuing resolutions of the Evangelical Lutheran Church in America*, each voting member of the Synod Assembly shall be a voting member of a congregation of this Synod.
- S7.26. This Synod may establish processes through the Synod Council that permit representatives of mission settings formed with the intent of becoming chartered congregations and authorized worshiping communities of the Synod, under ELCA Bylaw 10.02.03., to serve as voting members of the Synod Assembly, consistent with *S7.21. Authorized worshiping communities, acknowledged under criteria and procedures of the ELCA Division for Outreach and the Church Council of the Evangelical Lutheran Church in America, shall accept and adhere to the Confession of Faith and Statement of Purpose of this church, shall be served by leadership under the criteria of this church, and shall be subject to the discipline of this church.

- S7.27** 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, except as otherwise provided in the constitution or bylaws of the church or the constitution or bylaws of this Synod.
- S7.33.** "Ex-officio" as used herein means membership with full rights of voice and vote unless otherwise expressly limited.
- S7.41.** Holy Communion shall be celebrated at each regular Synod Assembly.
- S7.42.** All appointments for the conduct of general religious services or public meetings shall be made by the Bishop.
- S7.43.** The Secretary shall send out a Bulletin of Reports to all ordained ministers, and to all associates in ministry, deaconesses of the Evangelical Lutheran Church in America, and diaconal ministers on the lay rosters of this Synod, and to the lay voting members of the Assembly elected by the congregations at least fifteen days before each regular Synod Assembly.
- S7.44.** The Synod Council shall prepare the proposed agenda and program for each meeting of the Synod Assembly and shall determine the time and place for each meeting of the Assembly.
- S7.45.** A special meeting of the Synod Assembly shall transact only such business as is related to the purpose stated in the call.
- S7.51.** There shall be a Committee of Reference and Counsel, whose duties shall be (a) to recommend special orders for the hearing of special representatives or for consideration of items of business; (b) to grant or deny permission to distribute printed or otherwise duplicated material not issuing from the office of the Secretary; (c) to consider and present memorials from Mission Districts and congregations and to make recommendation thereon; (d) to receive and present all motions and resolutions of a general character, not germane to any pending question or report, and to make recommendation thereon to the Assembly; (e) to give such assistance as may be requested by the Bishop in the course of the Assembly.
- S7.52.** All reports published in the Bulletin of Reports shall be received by the Synod Assembly without further action.
- S7.61.** The minutes of each Synod Assembly shall be submitted meeting by meeting by the Secretary to a Committee on Minutes, which shall examine the same and make recommendations thereon to the Assembly. Approval of the minutes of any meeting of the final day of the Assembly shall be the responsibility of the officers of the Synod.
- S7.62.** The Bishop and the Secretary shall, after making any necessary corrections therein, certify two copies of the printed minutes of each Synod Assembly as the official protocol of said Assembly and shall submit the same to the next regular Assembly for approval and deposit in the archives.

Chapter 8 OFFICERS

- *S8.01.** The officers of this Synod shall be a Bishop, a Vice President, a Secretary, and a Treasurer.
- S8.10.** Bishop

- *S8.11. The Bishop shall be elected by the Synod Assembly. The Bishop shall be a pastor who is an ordained minister of the Evangelical Lutheran Church in America.**
- *S8.12. As this Synod's pastor, the Bishop shall be an ordained minister of Word and Sacrament who shall:**
- a. Preach, teach, and administer the Sacraments in accord with the Confession of Faith of this church.**
 - b. Have primary responsibility for the ministry of Word and Sacrament in this Synod and its congregations, providing pastoral care and leadership for this Synod, its congregations, its ordained ministers, and its other rostered leaders.**
- BLS8.12. b. A fund to be known as the Bishop's Fund shall be administered by the Bishop, at whose discretion aid shall be granted to ordained ministers and other rostered leaders, and their families in time of special need. The Bishop shall submit an accounting annually for audit by the Certified Public Accountant named by the Synod Council to audit the accounts of this Synod
- *S8.12. c. Exercise solely this church's power to ordain (or provide for the ordination by another synodical bishop of) approved candidates who have received and accepted a properly issued, duly attested letter of call for the office of ordained ministry (and as provided in the bylaws of the Evangelical Lutheran Church of America.)**
- d. Commission (or provide for the commissioning of) approved candidates who have received and accepted a properly issued, duly attested letter of call for service as associates in ministry; consecrate (or provide for the consecration of) approved candidates who have received and accepted a properly issued, duly attested letter of call for service as deaconesses; and consecrate (or provide for the consecration of) approved candidates who have received and accepted a properly issued, duly attested letter of call for service as diaconal ministers of this church.**
 - e. Attest letters of call for persons called to serve congregations in 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):**
 - 1) the pastors of all congregations of this Synod;**
 - 2) ordained ministers called to extra-parish service within this church; and**
 - 3) persons serving in the other rostered ministries within this Synod**
 - g. Exercise leadership in the mission of this church and in so doing:**
 - 1) Interpret and advocate the mission and theology of the whole church;**
 - 2) Lead in fostering support for and commitment to the mission of this church within this Synod;**
 - 3) Coordinate the use of the resources available to this Synod as it seeks to promote the health of this church's life and witness in the areas served by this Synod;**
 - 4) Submit a report to each regular meeting of the Synod Assembly concerning the Synod's life and work; and**
 - 5) Advise and counsel this Synod's related institutions and organizations.**
 - h. Practice leadership in strengthening the unity of the Church and in so doing:**
 - 1) Exercise oversight of the preaching, teaching, and administration of the sacraments within this Synod in accord with the Confession of Faith of this church;**
 - 2) Be responsible for administering the constitutionally established processes for the resolution of controversies and for the discipline of ordained ministers, other rostered leaders, and congregations of this Synod;**
 - 3) Be the chief ecumenical officer of this Synod;**
 - 4) Consult regularly with other synodical bishops and the Conference of Bishops;**
 - 5) Foster awareness of other churches throughout the Lutheran world communion and, where appropriate, engage in contact with leaders of those churches;**

- 6) Cultivate communion in faith and mission with appropriate Christian judicatory leaders functioning within the territory of this Synod; and
- 7) Be ex-officio a member of the Churchwide Assembly.

i. **Oversee and administer the work of this Synod and in so doing:**

- 1) **Serve as the president of the Synod corporation and be the chief executive and administrative officer of this Synod, who is authorized and empowered, in the name of this Synod, to sign deeds or other instruments and to affix the seal of this Synod;**
- 2) **Preside at all meetings of the Synod Assembly and provide for the preparation of the agenda for the Synod Assembly, Synod Council, and the council's Executive Committee;**
- 3) **Ensure that the Constitution and Bylaws of the Synod and of the churchwide organization are duly observed within this Synod, and that the actions of the Synod in conformity therewith are carried into effect;**
- 4) **Exercise supervision over the work of the other officers;**
- 5) **Coordinate the work of all synodical staff members;**
- 6) **Appoint all committees for which provision is not otherwise made;**
- 7) **Be a member of all committees and any other organizational units of the Synod, except as otherwise provided in this Constitution;**
- 8) **Provide for preparation and maintenance of synodical rosters containing:**
 - a) **the names and addresses of all ordained ministers of this Synod and a record of the calls under which they are serving or the date on which they become retired or disabled; and**
 - b) **the names and addresses of all other rostered persons of this synod and a record of the positions to which they have been called or the date on which they become retired or disabled;**
- 9) **Annually bring to the attention of the Synod Council the names of all rostered persons on leave from call or engaged in approved graduate study in conformity with the constitution and bylaws of this church and pursuant to prior action of this Synod through the Synod Council;**
- 10) **Provide for prompt reporting to the secretary of this church of:**
 - a) **additions to and subtractions from the rosters of this Synod and the register of congregations;**
 - b) **the issuance of certificates of transfer for rostered persons in good standing who have received and accepted a properly issued, duly attested, regular letter of call under the jurisdiction of another synod; and**
 - c) **the entrance of the names of such persons for whom proper certificates of transfer have been received;**
- 11) **Provide for preparation and maintenance of a register of the congregations of this Synod and the names of the laypersons who have been elected to represent them; and**
- 12) **Appoint a statistician of the Synod, who shall secure the parochial reports of the congregations and make the reports available to the secretary of this church for collation, analysis, and distribution of the statistical summaries to this Synod and the other synods of this church.**

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

***S8.15. The Presiding Bishop of this church, or the appointee of the Bishop, shall install into office, in accord with the policy and approved rite of this church, each newly elected Synod Bishop.**

***S8.16 Conflicts of Interest**

***S8.16.01** The following procedures shall govern matters of potential conflicts of interest for 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 the church.
- c. A related individual is one who, with respect to the synodical bishop, is a spouse, parent, son, daughter, sibling, uncle, aunt, niece, nephew, grandparent, grandchild, or in-law (parent, son, daughter, or sibling of a spouse, spouse of a sibling, or the parent or sibling of the spouse of a sibling.)

S8.20. Vice President

***S8.21. The Vice President shall be elected by the Synod Assembly. The Vice President shall be a layperson. The Vice President shall be a voting member of a congregation of this Synod. The Vice President shall not receive a salary for the performance of the duties of the office.**

S8.22. The Vice President shall chair the Synod Council.

S8.23. In the event of the death, disability, or resignation of the Bishop, the Vice President 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.

S8.24. The Vice President shall be ex-officio a member of all Ministry Teams and committees of this Synod.

S8.25. The Vice President shall be ex-officio a member of the Churchwide Assembly.

S8.30. Secretary

***S8.31. The Secretary shall be elected by the Synod Assembly. The Secretary shall be a voting member of a congregation of this Synod. The Secretary may be either a layperson or an ordained minister.**

***S8.32. The Secretary shall:**

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

S8.40. Treasurer

***S8.41. The Treasurer shall be elected by the Synod Assembly. The Treasurer shall be a voting member of a congregation of this Synod. The Treasurer may be either a layperson or an ordained minister.**

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

- a. Management of the monies and accounts of this Synod, its deeds, mortgages, contracts, evidences of claims and revenues, and trust funds, holding the same at all times subject to the order of this Synod.**

BLS8.42. Whenever it becomes necessary to satisfy of record any mortgage or mortgages, any judgment or judgments, owned or held by this Synod, the Treasurer shall be the attorney-in-fact thereof, and is duly authorized and empowered as such attorney-in-fact in the name of this Synod to satisfy of record such mortgages or judgments upon receiving full payment of the amounts due upon the same, or such compromise thereof as may have been approved by the Synod Council. The Treasurer is further empowered to assign and transfer any policies of insurance or other collateral that may be held by this Synod for such other loans or judgments.

S8.42. b. Investment of funds upon the authorization of the Synod Council.

BLS8.42. b. All investments or funds belonging to this Synod shall be held or registered as to principal in the name of this Synod, or in a nominee registration, and shall be made only by and with the consent of the Synod Council or its Finance Committee. All investments may be sold, assigned, transferred, and changed upon the direction of the Synod Council or its Finance Committee, duly evidenced by written order, and authority is hereby given to the Bishop or Treasurer to execute and deliver any and all assignments, powers of attorney, transfers, and other assurances in the law necessary to make effective the sale and assignment of such securities.

- S8.42. 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 ELCA the funds received by the 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 tabulations, for record and publication in the *Minutes*, of the contributions from the congregations.**
- f. Giving of corporate surety in the amount determined by the Synod Council, which shall be in the custody of the Secretary, and the premium therefore shall be paid by this Synod. Fidelity coverage provided by the ELCA 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, Secretary, and Treasurer of this Synod shall be elected to a term of four years and may be reelected.**

BLS8.51. The Vice President may be elected for a maximum of two consecutive terms.

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

- S8.55.** Should the Vice President, the Secretary, or the Treasurer die, resign, or be unable to serve, the Bishop, with the approval of the Executive Committee of the Synod Council, shall arrange for the appropriate care of the responsibilities of the officer until an election of a new officer can be held or, in the case of temporary disability, until the officer is able to serve again. The term of the successor officer, elected by the next Synod Assembly, shall be four years.
- *S8.56.** The Executive Committee of the Synod Council shall determine whether an officer is unable to serve; the officer may appeal the decision of the Executive Committee by requesting a hearing before the Synod Council. A meeting [of the Synod Council] to determine the ability of an officer to serve shall be called upon the request of at least three members of the Executive Committee and prior written notice of the meeting shall be given to the officer in question at least ten calendar days prior to the meeting.
- *S8.57.** The recall or dismissal of an officer may be effected in accordance with the procedure established by the Committee on Appeals of the Evangelical Lutheran Church in America.
- *S8.58.** If the bishop is to be temporarily absent from the synod for an extended period, the bishop, with the consent of the Synod Council, may appoint as acting bishop for such period an ordained minister of this church. Except as limited by action of the Synod Council, an acting bishop shall possess all of the powers and authority of a regularly elected bishop other than authority to ordain or to authorize the ordination of properly approved candidates for ordination.

Chapter 9 NOMINATIONS AND ELECTIONS

- S9.01.** The Synod Assembly shall elect such officers of this Synod and such other persons as the constitution and bylaws may require, according to procedures set forth in the bylaws.
- S9.01.A08.** The Synod Council Executive Committee shall provide for background checks for persons nominated for synodical office prior to the Synod Assembly at which the election will take place or as soon as possible after the Synod Assembly for newly elected officers nominated from the floor who were not identified as nominees prior to the assembly. The process shall be as follows:
- a.** Prior to the Synod Assembly appropriate notice of the background check requirement and protocol will be provided to voting members, potential nominees, and others as directed by the Synod Council.
 - b.** Nominees and newly elected officers are required to provide written consent to a background check and all information necessary to complete a background check, which should be completed prior to the Synod Assembly with respect to nominees and prior to installation for newly elected officers, if possible.
 - c.** The Synod Council's Executive Committee shall designate one Executive Committee or Synod Council member to obtain the background checks.
 - d.** All background checks for nominees and newly elected officers will entail a criminal background check. A financial background check will be completed for nominees for treasurer. The Executive Committee shall decide whether additional types of background checks are appropriate for each officer position.
 - e.** The background check results shall be provided to that nominee or elected officer and to the Synod Council's Executive Committee, which shall then take action as deemed appropriate. Further disclosure of the results may be determined by the Executive Committee.
 - f.** The Executive Committee may adopt other procedures or protocols as are necessary to provide for background checks for nominees and newly elected synodical officers and shall report such actions to the Synod Council.
- *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.
- BLS9.02.** Voting members to the Churchwide Assembly shall be elected in three groups as follows:
- a.** Group A shall consist of the Bishop and a number of voting members equal to the number of Mission Districts of this Synod. Each Mission District shall nominate for election in this group an

- ordained minister or a layperson according to an appropriate pattern established by the Synod Council. The persons so nominated and the Bishop shall be elected en bloc as voting members.
- b. Group B shall consist of voting members who are persons of color or whose primary language is other than English, nominated by the Synod Council in an appropriate number to conform to the goals of this Synod as set forth in a Continuing Resolution.
 - c. Group C shall consist of the rest of the total number of voting members allocated to this Synod by the ELCA in appropriate categories. Nominations for each category may be made by the Nominating Committee, or by any ordained minister of this Synod, or by any congregation acting through its lay voting members, or from the Assembly floor. The Secretary shall mail nominating forms no later than 15 weeks before the Synod Assembly. The forms must be returned no later than 8 weeks before the first day of the Synod Assembly. The Nominating Committee shall nominate at least twice the number of voting members assigned to each category of this group. Nominees who have previously served as voting members to a Churchwide Assembly shall be identified by an asterisk.
 - d. If a voting member elected in any of the groups cannot serve, then that voting member shall be replaced by an alternate voting member from the same category. The Bishop of this Synod, at any time prior to the closing of the Churchwide Assembly roll, shall be empowered to appoint a substitute in the event no alternates are available. All voting members shall be members of this Synod.

- S9.03. There shall be a Nominating Committee appointed by the Synod Council for each regular meeting of the Synod Assembly. Additional nominations may be made from the floor for all elections for which nominations are made by the Nominating Committee.**
- S9.04. The Bishop shall be elected by the Synod Assembly by ecclesiastical ballot. Three-fourths of the legal votes cast shall be necessary for election on the first ballot. If no one is elected, the first ballot shall be considered the nominating ballot. Three-fourths of the legal votes cast on the second ballot shall be necessary for election. The third ballot shall be limited to the seven persons (plus ties) who receive the greatest number of legal votes on the second ballot who are willing to serve, 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 60 percent of the legal votes cast shall be necessary for election. On subsequent ballots a majority of the legal votes cast shall be necessary for election. These ballots shall be limited to the two persons (plus ties) who receive the greatest number of legal votes on the previous ballot.**
- (See also Continuing Resolution 33)*
- S9.05. The Nominating Committee shall nominate at least three persons 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. 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 persons receiving the highest number of 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 (plus ties) for each vacancy unfilled. No ballot for an ineligible person shall be counted as a vote cast in any election. 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 in the following manner: total number of ballots cast, number of disqualified ballots, number of votes required for election, number of ballots cast for each candidate.**

- S9.11.** The Synod Council shall elect or appoint representative(s) 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.** a. The Synod Council consisting of the four officers of this Synod, 10 to 24 other members, and at least one youth and at least one young adult, shall be elected by the Synod Assembly. Each person elected to the Synod Council shall be a voting member of a congregation of this Synod, with the exception of ordained ministers on the roster of this Synod who reside outside the territory of 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 three years.
- *S10.02.** The Synod Council shall be the board of directors of this Synod and shall serve as its interim legislative authority between meetings of the Synod Assembly. It may make decisions which are not in conflict with actions taken by the Synod Assembly or which are not precluded by provisions of this constitution and bylaws or the constitution and bylaws of the ELCA.
- S10.03.** The functions of the Synod Council shall be to:
- a. Exercise trusteeship responsibilities on behalf of this Synod.
 - b. Recommend program goals and budgets to the regular meetings of the Synod Assembly.
 - c. Carry out the resolutions of the Synod Assembly.
 - d. Provide for an annual review of the roster of ordained ministers and of other official rosters, receive and act upon appropriate recommendations regarding those persons whose status is subject to action under the Constitution, Bylaws, and Continuing resolutions of the Evangelical Lutheran Church in America, and make a complete report to the Synod Assembly of the Synod Council's actions in this regard.
 - e. Issue letters of call to ordained ministers, associates in ministry, deaconesses of the Evangelical Lutheran Church in America, and diaconal ministers as authorized in Chapter 7 of the Constitution and Bylaws of the Evangelical Lutheran Church in America.
 - f. Fill vacancies until the next regular meeting of the Synod Assembly except as may otherwise be provided in the constitution or bylaws of this Synod, and determine the fact of the incapacity of an officer of this Synod.
 - g. Report its actions to the regular meeting of the Synod Assembly.
 - h. Pass upon the propriety of the constitutions of the several congregations of this Synod.
 - i. 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.

- BLS10.03.** The Synod Council shall:
- a. Determine the time and place for each meeting of the Synod Assembly and propose its agenda and program.
 - b. Elect staff officials upon nomination of the Bishop.
 - c. Set the salaries of officers and staff officials of this Synod.
 - d. Institute and oversee a system of personnel practices applicable to all Synod officers, staff officials, and other employees.

- e. Elect the representatives of this Synod who are to serve, in addition to the Bishop ex-officio, on the governing bodies of the interchurch agencies to which this Synod is related.
- f. Select persons from the required category in filling vacancies.
- g. Have the power to borrow money on such property as this Synod may own or hereafter acquire and to execute mortgages, bonds and warrants, or other instruments of indebtedness for the same.
- h. Provide for an annual physical examination of all investments and securities held by this Synod.

- 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, nor shall simultaneously be a Mission District Dean.**
- S10.06. If a member of the Synod Council ceases to be a member in good standing on a roster of this Synod, if an ordained minister, an associate in ministry, a deaconess of the Evangelical Lutheran Church in America, or a diaconal minister; or ceases to be a voting member of a congregation of this Synod, if a layperson, or is absent without excuse from two successive regular meetings of the Synod Council, the office filled by such member shall at once become vacant.**
- S10.07. The composition of the Synod Council, the number of its members, the manner of their selection, and its additional duties and responsibilities shall be set forth in the Bylaws.**

BLS10.07. The Synod Council shall consist of the four officers of this Synod, two youth, and twenty other members. The twenty other members of the Synod Council shall be elected to terms of three years, as follows: (1) one person by each Mission District. These shall be divided into categories of clergy, lay male, and lay female. (2) the remaining members of the Council shall be elected by the Synod Assembly. These shall include categories of clergy, lay male, and lay female. The clergy category shall include a female. At least two elected members shall be persons of color and/or persons whose primary language is other than English. The Nominating Committee shall implement the method of allocation. Council members may serve two consecutive terms. The youth members shall be elected by the Synod Assembly to a two-year term upon nomination by the Nominating Committee, and there shall be one male and one female youth member, elected in alternating years. The terms of the youth members and of the twenty other members of the Synod Council shall begin at the close of the annual Synod Assembly.

Chapter 11 COMMITTEES AND MINISTRY TEAMS OF THIS SYNOD

- *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.**
- BLS11.01.a. The Executive Committee of the Synod Council shall be composed of the four officers of the Synod and the chairs of the committees of the Synod Council. The officers of the Synod shall likewise serve as the officers of the Executive Committee with the Vice President as the presiding officer.
- b. The provisions of the ELCA Bylaws 20.21.01 through 20.21.24, inclusive, are incorporated herein by reference with respect to the consultation and discipline procedure of ordained ministers.
- *S11.02. The Consultation Committee of this Synod shall consist of at least six persons and not more than 12 persons, of whom half shall be ordained ministers and half shall be laypersons, who shall each be elected by the Synod Assembly for a term of six years without consecutive reelection. The functions of the Consultation Committee are set forth in Chapter 20 of the Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in**

America and in Chapter 17 of this constitution. The size of the Consultation Committee, in accord with this provision, shall be defined in this synod's bylaws.

BLS11.02.01 The Consultation Committee of this synod shall consist of six persons.

***S11.03. The Committee on Discipline of this Synod shall consist of 12 persons of whom six shall be ordained ministers and six shall be laypersons, who shall each be elected by the Synod Assembly for a term of six years without consecutive reelection.**

- a. **The functions of the Committee on Discipline of this Synod are set forth in Chapter 20 of the *Constitution, Bylaws, and Continuing resolutions of the Evangelical Lutheran Church in America*.**
- b. **The terms of committee members shall be staggered so that the terms of four committee members (two clergy and two lay) expire every two years.**
- c. **The Synod Council shall fill vacancies on the Committee on Discipline for any unexpired term**

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

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

S11.06. This Synod shall have program, support, and coordinating ministry teams, committees, and task forces as designated or provided for in the Bylaws.

BLS11.07. There shall be four Ministry Teams: Worship and Spirituality, Witness and Service, Connection Building and Leadership Development.

- a. Each Ministry team shall consist of up to twelve members.
- b. Nine members of each Team shall be elected by the Synod Council upon nomination by the bishop, with attention to male/female, clergy/lay and geographical distribution and concern for inclusiveness as described in the Continuing Resolution on inclusiveness.
- c. Up to three members of each Team with particular expertise or interests may be appointed by the Team to serve for an unspecified term not to exceed two years.
- d. Team members elected by the Synod Council shall serve terms of three years and may serve no more than two consecutive terms.
 - 1) Unexpired terms shall be filled by the Synod Council upon nomination by the bishop.
 - 2) Members of the Teams shall take office at the time of the first Synod Council meeting after the annual Synod Assembly, unless they have been named to fill unexpired terms, in which case they shall take office immediately.
 - 3) Following adoption of this bylaw, the initial members of the Ministry Teams shall be elected to terms such that one-third of the terms shall expire in 2002, one-third in 2003, and one-third in 2004. Thereafter this bylaw shall cease to be in effect and the terms of Team members shall be as stated in BLS11.
- e. It shall be the duty of each Ministry Team to oversee the development of programs which will further the achievement of the outcomes and priorities established by the Synod Council and the Synod Assembly. The Ministry Teams shall also carry out further tasks that may be assigned by the Synod Council.

- 1) The Connection Building Team shall also oversee implementation and communication responsibilities as agreed upon through involvement in Region 7 (the "Northeast Region") and with the churchwide ministries of the Evangelical Lutheran Church in America.
 - 2) The Witness and Service Team, in consultation with the Evangelical Lutheran Church in America Division for Outreach, shall be responsible for coordination and review of Division for Outreach support of ministries in this Synod.
- f. The Ministry Teams shall appoint task groups as necessary to carry out programs in their areas of concern and shall assure the necessary coordination and communication among these committees.
- 1) The number and nature of task groups shall be determined by the Ministry Teams.
 - 2) Members of the task groups need not be members of the Teams.
 - 3) Members of task groups shall normally serve for no more than three years.
 - 4) The duties of each task group shall be assigned by the Ministry Team which appoints it.
 - 5) Each task group shall report to its Ministry Team regularly and at least annually.
- g. The Ministry Teams shall meet at least four times during the year.
- h. Each Ministry Team shall recommend to the Synod Council an annual budget for that Team's area of concern. In preparing this budget recommendation, it will consult with its task groups concerning the needs and plans in each area of its concern. It shall also include in its budget request an amount for new programs that the Team will identify and fund during the budget year.
- i. The Ministry Teams will each elect a chair and a secretary, who shall serve terms of one year and be eligible for reelection.
- 1) The election shall be held at the Team's first meeting following the Synod Assembly.
 - 2) The chair shall preside at Team meetings. The Ministry Teams will each elect a chair and a secretary, who shall serve terms of one year and
 - 3) The secretary shall keep accurate minutes of all meetings, preserving these minutes for the Synod archives.
- j. The Teams shall report regularly and at least annually to the Synod Council and annually to the Synod Assembly.
- BLS11.08.a. There may be support committees to provide for the other ministry functions of this Synod and to assure the availability of resources to meet these needs.
- b. With the exception of the Committee of Deans, the Consultation Committee, and the Committee on Discipline, support committees will be appointed by the Synod Council on nomination by the Bishop, and their duties shall be determined by the Synod Council.
- BLS11.09.a. There shall be a Cabinet composed of the Bishop and Vice President of the Synod, the chairs of the Ministry Teams and the staff persons relating to the Ministry Teams. The function of the Cabinet shall be to provide coordination and communication among the Teams.
- b. The Cabinet shall meet at least four times each year and shall report to the Synod Council after each Cabinet meeting.

S11.10. General Provisions

S11.11. With the exception of ordained ministers on the roster 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.

BLS11.11.If a member of any Ministry Team, task group, committee, or Mission District Council ceases to be a member in good standing on a roster of this Synod, if an ordained minister, an associate in ministry, a deaconess of the Evangelical Lutheran Church in America, or a diaconal minister; or ceases to be a voting member of a congregation of this Synod, if a layperson, or is absent without excuse from two successive regular meetings, the office filled by such a member shall at once become vacant.

Chapter 12 MISSION DISTRICTS

***S12.01. This Synod shall establish conferences, clusters, coalitions, or other area subdivisions within its territory as specified in the Bylaws. The purpose of such groupings shall be to foster**

interdependent relationships among congregations, institutions, and synodical and churchwide units for mission purposes.

- BLS12.01.a. This Synod shall be divided into Mission Districts, as follows: Bethlehem-Easton, East Berks, Hazleton-Lehigh, Lehigh, Northern Lehigh Valley, Pocono, Schuylkill, Scranton-Wilkes-Barre, and West Berks.
- b. Mission Districts shall be agents of the Church's mission on their respective territories. They shall study, plan, and implement ministries, challenging all congregations on their territories to participate fully in the life and mission of the Church.
 - c. Requests by individual congregations for assignment to a different Mission District shall be acted upon by the Synod Council.
 - d. Each Mission District shall have an Assembly, which shall meet at least annually.
 - 1) The Mission District Assembly shall consist of the following rostered persons under call to congregations: pastors, associates in ministry, deaconesses of the Evangelical Lutheran Church in America and diaconal ministers, and the same number and category of lay representatives as each congregation has to the Synod Assembly. The executive of each Church-affiliated institution or agency on the District territory shall designate two representatives to the Mission District Assembly, one of whom shall be a layperson. The status of "official visitor" shall be given to ordained ministers, to associates in ministry, to deaconesses of the Evangelical Lutheran Church in America, and to diaconal ministers, living on the territory of the Mission District, who are either retired or are engaged in extra-parish service. The Mission District Assembly shall also consist of those persons of a church body with which a relationship of full communion has been declared and established by a Churchwide Assembly of the Evangelical Lutheran Church in America who serve a congregation on the Mission District territory.
 - 2) The Mission District Assembly shall elect a Dean from among the clergy of the Mission District, a secretary, and such other persons as may be assigned by this Synod's constitution and bylaws. They shall serve terms of three years, and shall serve no more than two terms consecutively.
 - 3) The Dean shall be elected by ecclesiastical ballot, and a majority of the votes cast shall be necessary for election. If no one is elected on the first ballot, it shall be considered the nominating ballot, and the second ballot shall be limited to the five persons (plus ties) who receive the greatest number of votes on the first ballot. If no one is elected on the second ballot, the third ballot shall be limited to the two persons (plus ties) who receive the greatest number of votes on the second ballot.
 - 4) The secretary of the Mission District shall be elected from nominees proposed either by the Mission District's Nominating Committee or from the floor of the Mission District Assembly, and a majority of the votes cast shall be necessary for election. If no one is elected on the first ballot, the second ballot shall be limited to the two persons (plus ties) who receive the greatest number of votes on the first ballot. This same procedure shall be followed for other elections by the Mission District Assembly.
 - 5) The terms of the Dean and the secretary of the Mission District shall begin at the close of the Mission District Assembly at which they are elected.
 - 6) The Mission District Assembly may adopt an annual program budget for the Mission District. Major alterations from the budget recommended by the Mission District Council shall require approval of the Synod Council.
 - e. There shall be a Mission District Council, which shall meet regularly to direct and coordinate the program of the Mission District.
 - 1) The Mission District Council shall consist of the Dean, the secretary, representatives elected by the Mission District to the Synod Council, plus at least three other persons to be elected by the Mission District Assembly. They shall serve terms of three years, and shall serve no more than two terms consecutively.
 - 2) It shall be the responsibility of the Mission District Council, in consultation with the Synod staff person assigned to the Mission District, to coordinate the work of the Mission District, to identify

- areas of need and concern, to establish priorities for action, and to implement programs approved for action.
- 3) The Mission District Council shall elect a layperson from among its membership to serve as chair. The chair shall serve a term of one year and may be reelected.
 - 4) The Mission District Council may elect a person to serve as treasurer. The treasurer shall serve a term of one year, and shall serve no more than six consecutive terms.
 - 5) If a vacancy occurs in the office of Dean, the Mission District Council, in consultation with the Bishop, shall elect an interim Dean to serve until the next regular or special Mission District Assembly.
 - 6) The Mission District Council may propose an annual program budget to the Mission District Assembly, after seeking and receiving from the Synod Council approval for the budget.
 - 7) The Mission District Council shall appoint a nominating committee, which shall present nominees to the Mission District Assembly.
 - 8) The Mission District Council may appoint such committees as it deems necessary to carry out the work of the Mission District.
 - 9) The Mission District Council shall report annually to the Synod Council and Synod Assembly on behalf of the Mission District.
 - 10) The secretary of each Mission District shall provide the Bishop, and other persons whom the Bishop may designate, with copies of all Mission District Assembly and Mission District Council minutes.
- f. The Mission District Council may authorize and oversee such clusters or coalitions of congregations as it deems helpful in carrying out the work of the Mission District.
- 1) Clusters or coalitions are groups of congregations reflecting close ties with each other because of geographic or socioeconomic considerations.
 - 2) The purpose of clusters or coalitions is to carry the work of the Mission District to the local community, to provide mutual support for congregations facing similar challenges, and to bring to the attention of the Mission District unique needs in a local area.
- g. The Dean will serve as an advisor to the Bishop, and will assist in representing this Synod and the Mission District at important events in congregations and communities.
- 1) The Dean shall preside at the meetings of the Mission District Assembly.
 - 2) The Dean will work in conjunction with the Synod staff person assigned to the Mission District. The Dean may be assigned further responsibilities by the Bishop of this Synod or by the Synod Council.
 - 3) The Dean will report annually to the Mission District Assembly.
- h. Mission Districts, through the Mission District Assembly, may adopt Bylaws that are not in conflict with the constitution or bylaws of this Synod and/or the Evangelical Lutheran Church in America. Bylaws adopted by the Mission District shall go into effect following approval by the Synod Council.
- i. Mission Districts may solicit funds from congregations on their territories only with the approval of the Synod Council.

Chapter 13 CONGREGATIONS

***S13.01. Each congregation, except those certified as congregations of the Evangelical Lutheran Church in America by the uniting churches, prior to being listed in the register of congregations of this Synod, shall adopt the Model Constitution for Congregations or one acceptable to this Synod, which is not in contradiction to the constitution and bylaws of the Evangelical Lutheran Church in America.**

- a. **New Congregations. A congregation newly formed by this church and any congregation seeking recognition and reception by this church shall:**

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

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

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

S13.11. When a pastor, an associate in ministry, a deaconess, or diaconal minister resigns a call, the Congregation Council shall receive the letter of resignation, report it to the congregation, and at once notify the Bishop of this Synod.

S13.12. A congregation under financial obligation to its former pastor, associate in ministry, deaconesses, or diaconal minister shall make satisfactory settlement of the obligation before calling a successor.

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

***S13.20.** A congregation considering development of an additional site to be used regularly for worship shall confer with the bishop of the synod in which it is territorially located and the appropriate program unit of the churchwide organization before any steps are taken leading to such action.

S13.21. The alignment of congregations in pastoral charges, the location or relocation of a congregation's building, and the merger, consolidation, or dissolution of a congregation in any alignment, shall require the approval of the Synod Assembly or the Synod Council.

BLS13.21. The term "pastoral charge" shall mean the basic unit of pastoral care in charge of at least one pastor. The word "congregation" shall mean the basic unit into which are organized persons baptized in the faith confessed in the laws of the church. A pastoral charge may include one or more congregations. When a pastoral charge contains only one congregation it may be referred to interchangeably by either term.

- *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 in the opinion of the Synod Council the membership of a congregation has become so scattered or so diminished that it is necessary for this Synod to protect the congregation's property from waste and deterioration, the Synod Council, itself or through trustees appointed by it, may take charge and control of the property of the congregation to hold, manage, and convey the same on behalf of this Synod. The congregation shall have the right to appeal the decision to the Synod Assembly.
- S13.25.** This Synod may temporarily assume administration of a congregation upon its request or with its concurrence.
- S13.30.** Discipline
- *S13.31.** Congregations and members of congregations are subject to discipline in accordance with the provisions of Chapter 20 of the ELCA constitution and bylaws.
- BLS13.31.** The provisions of the ELCA constitution 20.11. through 20.16., inclusive, and of the ELCA bylaws 20.31.01. through 20.31.05., inclusive, with respect to congregations are incorporated herein by reference. The provisions of the ELCA constitution 20.11. through 20.16., inclusive, and of the ELCA bylaws 20.41.01. through 20.41.05., inclusive, with respect to members of the congregations are incorporated herein by reference.

Chapter 14
ORDAINED MINISTERS AND LAY ROSTERED MINISTERS

- *S14.01.** The time and place of the ordination of those persons properly called to congregations or extra-parish service of this Synod shall be authorized by the Bishop of this Synod.
- *S14.02.** Consistent with the faith and practice of the Evangelical Lutheran Church in America,
 - a.** Every ordained minister shall:
 - 1) preach the Word;
 - 2) administer the Sacraments;
 - 3) conduct public worship;
 - 4) provide pastoral care; and
 - 5) speak publicly to the world in solidarity with the poor and oppressed, calling for justice and proclaiming God's love for the world.
 - b.** Each ordained minister with a congregational call shall, within the congregation:
 - 1) offer instruction, confirm, solemnize marriages, visit the sick and distressed, and bury the dead;
 - 2) supervise all schools and organizations of the congregation;
 - 3) install regularly elected members of the Congregation Council; and

4) with the Council administer discipline.

c. Every pastor shall:

- 1) strive to extend the Kingdom of God in the community, in the nation, and abroad;
- 2) seek out and encourage qualified persons to prepare for the ministry of the Gospel;
- 3) impart knowledge of this church and its wider ministry through distribution of its periodicals and other publications; and
- 4) endeavor to increase the support given by the congregation to the work of the ELCA churchwide organization and of this ELCA Synod.

S14.03. The pastor shall keep accurate parochial records of all baptisms, confirmations, marriages, burials, communicants, members received, and members dismissed or members excluded from the congregation, and shall submit a summary of such statistics annually to this Synod.

S14.04. Whenever members of a congregation move to such a distance that regular attendance at its services becomes impractical, it shall be the duty of the pastor to commend them, upon their consent, to the pastoral care of a Lutheran congregation nearer to their place of residence.

S14.05. Each ordained minister on the roster of this Synod shall submit a report of his or her ministry to the Bishop of the Synod at least 90 days prior to each regular meeting of the Synod Assembly.

S14.06. The pastor shall become a member of the congregation that has extended the letter of call. In a pastoral charge of multiple congregations, the pastor shall hold membership in one of the congregations.

***S14.11.** When a congregation of this church desires to call a pastor or a candidate for the pastoral office in the ordained ministry of this church:

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

BLS14.11.a. At the time of pastoral vacancy, an interim pastor shall be appointed by the Bishop with the consent of the Congregation Council or Councils of the vacant pastoral charge.

b. When a pastoral vacancy occurs, each Congregation Council affected shall immediately notify in writing the Bishop of this Synod and the Dean of the Mission District. The Bishop shall call a conference to be attended by the Bishop or an appointed deputy, the Dean of the Mission District, and the Congregation Council.

c. Nominations for the filling of pastoral vacancies must be made to the pastoral call committee of the pastoral charge through and with the approval of the Bishop, and without that approval no nominee shall at any time be considered. In the consideration of candidates for the vacancy, names may be suggested to the Bishop by the Congregation Council or by the Dean of the Mission District.

d. When the Congregation Council has decided to recommend to the pastoral charge for its call as pastor a particular nominee, duly suggested and approved, an election shall be conducted under the supervision of the Bishop or a deputy appointed for the purpose. Balloting shall be limited at any Congregation Meeting to a single nomination, presented by the Congregation Council with at least two-thirds of its members concurring. In multiple-congregation pastoral charges a majority vote in each congregation and a two-thirds majority of the total shall be sufficient to elect.

S14.12. No ordained minister shall accept a call without first conferring with the Bishop of this Synod. An ordained minister shall respond with a letter 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, additional time may be granted to respond to a letter of call.

- *S14.13. a.** The call of a congregation, when accepted by a pastor, shall constitute a continuing mutual relationship and commitment which, except in the case of the death of the pastor, shall be terminated only following consultation with the synodical Bishop and for the following reasons:
- 1) mutual agreement to terminate the call or the completion of a call for a specific term;
 - 2) resignation of the pastor, which shall become effective, unless otherwise agreed, 30 days after the date on which it was submitted;
 - 3) inability to conduct the pastoral office effectively in that congregation in view of local conditions, without reflection on the competence or the moral and spiritual character of the pastor;
 - 4) the physical or mental incapacity of the pastor;
 - 5) disqualification of the pastor through discipline on grounds of doctrine, morality, or continued neglect of duty;
 - 6) the dissolution of the congregation or the termination of a parish arrangement; or
 - 7) suspension of the congregation as a result of discipline proceedings.
- b.** When allegations of physical or mental incapacity of the pastor or ineffective conduct of the pastoral office have come to the attention of the Bishop of this Synod, the Bishop in his or her sole discretion may, or when such allegations have been brought to this Synod's attention by an official recital of allegations by the Congregation Council or by a petition signed by at least one-third of the voting members of the congregation, the Bishop shall, investigate such conditions personally in company with a committee of two ordained ministers and one layperson.
- c.** In case of alleged physical or mental incapacity, competent medical testimony shall be obtained. When such disability is evident, the Bishop of the Synod with the advice of the committee shall declare the pastorate vacant. Upon the restoration of a disabled pastor to health, the Bishop of this Synod shall take steps to enable the pastor to resume the ministry, either in the congregation last served or in another field of labor.
- d.** In the case of alleged local difficulties that imperil the effective functioning of the congregation, all concerned persons shall be heard, after which the Bishop of this Synod together with the committee described in *S14.13.b. shall decide on the course of action to be recommended to the pastor and the congregation. If they agree to carry out such recommendations, no further action shall be taken by this Synod. If either party fails to assent, the congregation may dismiss the pastor at a legally called meeting after consultation with the Bishop, either (a) by a two-thirds majority vote of the voting members present and voting where the bishop and the committee did not recommend termination of the call, or (b) by a simple majority vote of the voting members present and voting where the bishop and the committee recommended termination of the call.
- e.** If, in the course of proceedings described in *S14.13.d., the committee concludes that there are grounds for disciplinary action, the committee shall make recommendations concerning disciplinary action to the synodical Bishop who may bring charges, in accordance with the provisions of the constitution and bylaws of the Evangelical Lutheran Church in America and the constitution of this synod.
- f.** If, following the appointment of the committee described in *S14.13.b. or d., it should become apparent that the pastoral office cannot be conducted effectively in the congregation(s) being served by the ordained minister due to local conditions, the Bishop of this Synod may temporarily suspend the pastor from service in the congregation(s) without prejudice and with pay provided through a joint synodical and churchwide fund and with housing provided by the congregation(s).
- *S14.14.** Ordained ministers shall respect the integrity of the ministry of congregations which they do not serve and shall not exercise ministerial functions therein unless invited to do so by the pastor, or, if there is no duly called pastor, then by the interim pastor in consultation with the Congregation Council.

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

- a. Installation in another field of labor, or
- b. The issuance of a certificate of dismissal or transfer.

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

- a. Installation in another field of labor, or
- b. The issuance of a certificate of dismissal or transfer.

* S14.17. During service to a congregation, an interim pastor shall have the rights and duties in the congregation of a regularly called pastor. The interim pastor may delegate the same in part to an interim supply pastor with the consent of the Bishop of this Synod. The interim pastor and any ordained ministers who may assist shall refrain from exerting influence in the selection of a pastor. Upon completion of service, the interim pastor shall certify to the Bishop of this Synod that the parochial records, for the period for which the interim pastor was responsible, are in order.

* S14.18. With the approval of the synodical Bishop expressed in writing, which sets forth a clear statement of the purpose to be served by such a departure from the normal rule of permanency of the call as expressed in *S14.13., a congregation may call a pastor for a specific term of years. 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 *S14.13.

S14.21. All ordained ministers under a call shall attend meetings of the Synod Assembly, and pastors of congregations shall also attend meetings of the Mission District to which the congregation belongs.

S14.40. Official Rosters of Laypersons

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

- a. When a congregation of this Synod desires to call an associate in ministry, deaconess, or diaconal minister or a candidate for these official rosters of laypersons of this church:
 - 1) Such a congregation of this Synod shall consult the synodical Bishop before taking any steps leading to extending such a call.
 - 2) Issuance of such a letter of call shall be in accord with criteria, policies, and procedures developed by the Division for Ministry, reviewed by the Conference of Bishops, and adopted by the Church Council of the Evangelical Lutheran Church in America.
 - 3) When the congregation has voted to issue a call to an associate in ministry, deaconess, or diaconal minister, the letter of call shall be submitted to the Bishop of this Synod for the Bishop's signature.
- b. An associate in ministry, deaconess, or diaconal minister shall confer with the Bishop of this Synod before accepting a call within this Synod.
- c. The call of a congregation, when accepted by an associate in ministry, deaconess, or diaconal minister, shall constitute a continuing mutual relationship and commitment which, except in the case of the death of the individual, shall be terminated only following consultation with the synodical Bishop in accordance with policy developed by the Division

for Ministry, reviewed by the Conference of Bishops, and adopted by the Church Council of the Evangelical Lutheran Church in America.

- d. Associates in ministry, deaconesses, and diaconal ministers on the roster of this Synod who are serving under call shall attend meetings of the Synod Assembly.

Chapter 15 FINANCIAL MATTERS

- *S15.01.** The fiscal year of this Synod shall be February 1 through January 31.
- *S15.11.** Since the congregations, synods, and churchwide organization are interdependent units that share responsibly in God's mission, all share in the responsibility to develop, implement, and strengthen the financial support program of the whole Church. The gifts and offerings of the members of the Evangelical Lutheran Church in America are given to support all parts of this church, and thus partnership in this church should be evidenced in determining each part's share of the gifts and offerings. Therefore:
- a. The mission of this church beyond the congregation is to be supported by such a proportionate share of each congregation's annual budget as each congregation determines. This Synod shall develop guidelines for determining "proportionate share," and shall consult with congregational leaders to assist each congregation in making its determination.
 - b. This Synod shall receive the proportionate share of the mission support from its congregations, and shall transmit that percentage of each congregation's mission support as determined by the Churchwide Assembly to the treasurer of the Evangelical Lutheran Church in America.
- *S15.12.** The annual budget of this Synod shall reflect the entire range of its own activities and its commitment to partnership funding with other synods and the churchwide organization. Unless an exception is granted by the Church Council, upon the request of this Synod, each budget shall include the percentage of congregational mission support assigned to it by the Churchwide Assembly.
- S15.13.** On the basis of estimated income, the Synod Council shall authorize expenditures within the budget for the fiscal year. Expenditure authorizations shall be subject to revision, in light of changing conditions, by the Synod Council.
- S15.14.** Except when such procedure would jeopardize current operations, a reserve amounting to no more than 16% of the sum of the amounts scheduled in the next year's budget for regular distribution to Synodical causes shall be carried forward annually for disbursement in the following year in the interest of making possible a more even flow of income to such causes. The exact number of dollars to be held in reserve shall be determined by the Synod Council.
- S15.21.** No appeal to congregations of this or any other synod of the Evangelical Lutheran Church in America for the raising of funds shall be conducted by congregations or organizations related to or affiliated with this Synod without the consent of the Synod Assembly or the Synod Council.
- *S15.31.** This Synod shall arrange to have an annual audit of its financial records conducted by a certified public accountant firm recommended by the synod Audit Committee and approved by the Synod Council. The audited annual financial report shall be submitted by this Synod to the churchwide Office for Finance and to the congregations of this Synod. The financial reports shall be in the format approved from time to time by the Office of the Treasurer.
- *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.** Except as otherwise provided in this constitution, indemnification of any person who is or was made or threatened to be made a party to any proceeding is prohibited. For purposes of this chapter, the term, “proceeding,” means a threatened, pending, or completed civil, criminal, administrative, arbitration, or investigative proceeding, including a proceeding in the right of this Synod or any other organization. Except as otherwise required by law, (a) the term, “proceeding,” does not include a proceeding by this Synod and (b) indemnification for expenses incurred in a disciplinary hearing described in Chapter 20 of the *Constitution, Bylaws, and Continuing resolutions of the Evangelical Lutheran Church in America* shall be permitted only as provided in *S16.05. For purposes of this chapter, the term, “indemnification,” includes advances of expenses.
- *S16.02.** To the full extent permitted from time to time by law, each person who is or was made or threatened to be made a party to any proceeding by reason of the present or former capacity of that person as a Synod Council member, officer, employee, or committee member of this Synod shall be indemnified against judgments, penalties, fines, settlements, excise taxes, and reasonable attorney's fees and disbursements 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 *S16.03.
- *S16.03.** 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 not be entitled to indemnification unless
- a. the Synod Council has established a process for determining whether a person serving in the capacity described in this section shall be entitled to indemnification in any specific case, and
 - b. that process has been applied in making a specific determination that such person is entitled to indemnification.
- *S16.04.** This Synod may purchase and maintain insurance on behalf of itself or any person entitled to indemnification pursuant to this chapter against any liability asserted against and incurred by this Synod or by such other person in or arising from a capacity described in section *S16.02. or section *S16.03.
- *S16.05.** When in proceedings under Chapter 20 of the *Constitution, Bylaws, and Continuing resolutions of the Evangelical Lutheran Church in America* written charges against an ordained minister or a layperson on an official roster of this church are made by the synodical Bishop or written charges against a congregation are made by the Synod Council or the synodical Bishop, and the discipline hearing committee determines that no discipline shall be imposed, and such determination is not reversed or set aside if an appeal is taken, then indemnification shall be made by the Synod to the accused for reasonable attorney's fees and other reasonable expenses related to the defense of the charges. The determination of the reasonableness of such fees and expenses shall be decided by the Synod Council.

Chapter 17 ADJUDICATION

- *S17.01.** The synodical Bishop and the Executive Committee of the Synod Council shall be available to give counsel when disputes arise within this Synod.
- *S17.02.** The synodical Bishop and the Executive Committee of the Synod Council shall receive expressions of concern from ordained ministers, associates in ministry or other persons on the official lay rosters of the church, congregations, and organizations within this Synod; provide a forum in which the parties concerned can seek to work out matters causing distress or conflict; and make appropriate recommendations for their resolution. When the matter at issue cannot be

resolved in this manner, the prescribed procedures for investigation, decision, appeal, and adjudication shall be followed. Allegations or charges that could lead to the discipline of an ordained minister or a person on the official lay roster of this church shall not be addressed by the Executive Committee but shall be resolved through the disciplinary process set forth in the constitution, bylaws, and continuing resolutions of the Evangelical Lutheran Church in America.

- *S17.03. When there is disagreement among units of this Synod on a substantive issue that cannot be resolved by the parties, the aggrieved party or parties may appeal to the synodical Bishop and the Executive Committee of the Synod Council for a consultation. If this consultation fails to resolve the issue, a petition may be addressed by the parties to the Synod Council requesting it to arbitrate the issue. The decision of the Synod Council shall be final.
- *S17.04. When a component or beneficiary of a Synod has a disagreement on a substantive issue that it cannot resolve, it may address an appeal to the synodical Bishop and the Executive Committee of the Synod Council. In this case the decision of the Executive Committee shall prevail, except that upon the motion of a member of the Synod Council, the decision shall be referred to the Synod Council for final action.
- *S17.10. Adjudication in a Congregation
- *S17.11. When there is disagreement among factions within a congregation on a substantive issue that cannot be resolved by the parties, members of a congregation shall have access to the synodical Bishop for consultation after informing the chair of the Congregation Council of their intent. If the consultation fails to resolve the issue(s), the Consultation Committee of this Synod shall consider the matter. If the Consultation Committee of this Synod shall fail to resolve the issue(s), the matter shall be referred to the Synod Council, whose decision shall be final.

Chapter 18 AMENDMENTS, BYLAWS, AND CONTINUING RESOLUTIONS

- *S18.10. Amendments to Constitution
- *S18.11. Certain sections of this constitution incorporate and record therein required provisions of the constitution and bylaws of this church. If such provisions are amended by this church, corresponding amendments shall be introduced at once into this Constitution by the Secretary of this Synod upon receipt of formal certification thereof from the Secretary of the Evangelical Lutheran Church in America.
- *S18.12. Whenever the Secretary of the Evangelical Lutheran Church in America officially informs this Synod that the Churchwide Assembly has amended the *Constitution for Synods*, this constitution may be amended to reflect any such amendment by a simple majority vote at any subsequent meeting of the Synod Assembly without presentation at a prior Synod Assembly. An amendment that is identical to a provision of the *Constitution for Synods* shall be deemed to have been ratified upon its adoption by this Synod. The Church Council, through the Secretary of this church, shall be given prompt notification of its adoption.
- *S18.13. Other amendments to this constitution may be adopted by this Synod through either of the following procedures:
 - a. An amendment may be adopted by a two-thirds vote at a regular meeting of the Synod Assembly after having been presented in writing at the previous regular meeting of the Synod Assembly over the signatures of at least 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 such a regular meeting of the Synod Assembly. All such amendments shall become effective upon ratification by the Churchwide Assembly or by the Church Council.

***S18.20. Amendments to Bylaws**

***S18.21. This Synod may adopt Bylaws not in conflict with this constitution nor with the constitution and bylaws of this church. 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 or bylaws of this church. 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.**