

MINUTES

COMMISSION ON HANDBOOK St. Louis Crowne Plaza Airport Hotel December 16–17, 2011

11. Call to Order/Opening Devotion

Chairman Gordon Tresch called the meeting of the commission to order with all members present except Walter Rosin, whose arrival was temporarily delayed by travel difficulties, and Wilbert Sohns, who was unable to attend due to a schedule conflict (Commission on Constitutional Matters Vice-Chairman Philip Esala attended in his stead). Marvin Temme served as devotion leader for the meeting.

12. Introduction of Electronic Resources

Chief Administrative Officer Ron Schultz distributed flash drives to the members of the commission containing Synod historical documents, including LCMS *Handbooks* (1924–2010), Synod convention *Proceedings* (1917–present), Commission on Constitutional Matters minutes (1947–2010), and Board of Directors minutes (1920–2011). He acquainted the members of the commission with the use of flash drives and demonstrated their electronic search capabilities.

He also introduced the electronic website (portal) that will be used to house the commission's documents, noting its location (coh.lcms.org), layout, and content, and providing each member of the commission with information to allow access to the portal. One document housed on the portal, to be maintained by the secretary of the commission, will identify and track the status of issues addressed by the commission during the triennium. After discussion and additional suggestions, the commission expressed its appreciation for these resources.

13. Bylaws 7.1ff re Amendments to Bylaws (11-003)

A resolution drafted by Richard Nuffer in response to 2010 Overture 8-80, referred to the commission in Omnibus Resolution A (2010 *Proceedings*, p. 173), was discussed at length. After several changes were made to the resolution by consensus, the following final version of the resolution was formally introduced and adopted by the commission for submission as an overture to the 2013 Synod convention.

Overture to the 2013 LCMS Convention

To Amend Bylaws Chapter 7 “Amendments to Bylaws”

WHEREAS, The 2010 convention of the Synod created a Commission on Handbook (Bylaws 3.9.4ff); and

WHEREAS, Bylaw 3.9.4.2 (a) assigns duties to the Commission on Handbook relating to proposed amendments to the Bylaws of the Synod that are not included in current Bylaws 7.1.1 and 7.1.2; and

WHEREAS, To eliminate confusion, the differing duties of the Commission on Constitutional Matters and the Commission on Handbook with respect to bylaw amendments should be made clear; therefore be it

Resolved, That Bylaws 7.1.1 and 7.1.2 be amended as follows:

PRESENT/PROPOSED WORDING

- 7.1 Amendments to the Bylaws may be made using one of two procedures, provided they are not contrary to the Constitution of the Synod.
- 7.1.1 Amendments may be made by conventions of the Synod.
- (a) They shall be presented in writing to a convention of the Synod.
 - (b) They shall be specified as bylaw amendments and considered by a convention floor committee.
 - (c) They shall be examined by the Commission on Constitutional Matters prior to presentation to the convention to determine that they are not in conflict as to content with the Constitution and Bylaws of the Synod.
 - (d) They shall be examined by the Commission on Handbook prior to presentation to the convention to determine that they are in agreement in language (terminology) with the current Handbook.
 - (e) They shall be adopted by the affirmative vote of a majority of the delegates present and voting.
- 7.1.2 In exceptional circumstances and upon the express direction of a convention of the Synod, amendments may be made by a two-thirds majority of the Board of Directors.
- (a) Such amendments to the Bylaws shall be necessary to implement resolutions adopted by a convention of the Synod.
 - (b) Such amendments shall be drafted by the Secretary of the Synod and shall be reviewed by the Commission on Constitutional Matters and the Commission on Handbook.

14. 2010 Resolutions 8-30B and 8-32B (11-002)

At its July 7–8, 2011 meeting, the commission discussed its responsibilities detailed in 2010 Resolutions 8-30B and 8-32B and asked its chairman to write a letter to the President of the Synod expressing the commission’s willingness to assist however possible in meeting the expectations of the convention resolutions. Chairman Tresch reported on his communication with the President’s Office, it being understood that the commission’s responsibilities must necessarily wait until the synodwide studies required by the resolutions have been completed.

15. Use of Unclear Terminology in the Bylaws (11-004)

The commission discussed a number of issues regarding unclear terminology in the *Handbook*. A document noting the varied uses of the word “agency” obtained from the Commission on Constitutional Matters was noted and will be placed on the commission’s Internet portal (copy attached to the protocol copy of these minutes) for future attention.

16. 2010 Handbook Revisions (11-001)

Upon review of specific bylaws in the 2010 *Handbook* identified by the Secretary of the Synod, the commission agreed to the following editorial changes to those bylaws, to be applied as soon as possible to the electronic version of the *Handbook* available on the Internet and to the printed version of the *Handbook* when next published:

- In Bylaw 4.2.1 (b), the parenthetical reference to “Bylaws 3.1.6.2–3.1.6.2.5” should only read “Bylaw 3.1.6.2,” as this single reference stands alone in the 2010 *Handbook*.

- In Bylaw 4.4.5 (a), the two references to “pastors and teachers” should be changed in both cases to read “ordained and commissioned ministers” for consistency with other usage of these terms throughout the *Handbook*.
- In Bylaw 5.2.2 (c), paragraph (d) should be reformatted to line up with the other alphabetized paragraphs.
- In the Index section at the back of the *Handbook*, the reference to “National Mission, Board of” should be changed to read “National Mission, Board for.”

17. Issues Submitted by the Commission on Constitutional Matters

In the course of carrying out its responsibilities, the Commission on Constitutional Matters has created a list of possible areas of concern for the Commission on Handbook’s attention and possible action. The commission gave consideration to each item on the list and responded as follows:

- A. Formation of Electoral Circuits (11-008): Current Bylaw 3.1.2 is unclear regarding how districts are to make the determination to combine adjacent visitation circuits to create an electoral circuit. A motion to replace the current wording “...as shall be determined by each district...” with the wording “...as shall be determined by the district board of directors...” was introduced and carried. The secretary of the commission will develop a proposed resolution to this effect for consideration by the commission at its next meeting for submission as an overture to the 2013 convention of the Synod.
- B. Regional District Vice-President Elections (11-010): An increase of interest in regional representation of district vice-presidents has prompted the question whether such elections, if conducted within the regions, should be ratified by the district convention in the same manner as is the case with circuit counselor elections (Bylaw 5.2.2 [g]). The commission also took into consideration the practice of the Synod for its regional vice-president elections (Bylaw 3.12.2.5). The secretary of the commission was asked to draft a resolution that will mirror the circuit counselor ratification requirement, for consideration by the commission at its next meeting.
- C. Regional District Board of Directors Elections(11-011): An increase of interest in regional representation on district boards of directors, has prompted the question whether such elections, if conducted within the regions, should be ratified by the district convention in the same manner as is the case with circuit counselor elections (Bylaw 5.2.2[g]). The commission took into consideration the practice of the Synod for its regional board of directors elections (Bylaw 3.12.2.5). The secretary of the commission was asked to draft a resolution to mirror the bylaw governing circuit counselor ratification, for consideration by the commission at its next meeting.
- D. Revision of Congregations’ Constitutions and Bylaws (11-012): Confusion exists regarding the implementation of Bylaw 2.4.1(d) after congregations have submitted their constitutions and bylaws to district constitution committees for review. Possible amended wording was discussed: “When a member congregation intends to revise its constitution or bylaws, or adopt a new constitution or bylaws, it shall, as a condition of good standing as a member of the Synod, submit its proposed changes and not implement revisions to its constitution and bylaws until they have been approved by the district board of directors. Upon approval of the district board of directors, the congregation shall formally adopt the revisions and is entitled to continue to function as a member of the Synod in good standing under the new or changed constitution or bylaws.” Richard Nuffer was asked to take such wording into consideration in preparing a draft resolution to address this issue, to be considered by the commission at its next meeting,.
- E. Circuit Counselor Nominations and Elections (11-013): Questions exist regarding the intent of Bylaws 4.3.1, 5.2.2 (c), and 5.2.3.2 (a) governing circuit counselor nominations, including how the nominations process is intended to work and whether circuit counselors must be pastors or members of circuit congregations in order to hold office as counselor for a circuit. It was agreed

that the chairman should write a letter to the Council of Presidents requesting input before giving this issue further consideration.

- F. Representation at Circuit Forums (11-014): Uncertainty exists in Bylaws 5.3.2 and 5.2.2 (c) regarding the non-pastoral congregational representative to circuit forums, *i.e.*, whether this person must be a layperson. It was noted that such clarification should also take into consideration Bylaw 3.1.2.1 and CCM Opinion 06-2483. No action was taken.
- G. Visitation Circuits Forums v. Electoral Circuit Meetings (11-015): Terminology used in current Bylaws 5.3.3 and 3.1.2 regarding visitation circuit forums and electoral circuit meetings is confusing. Walter Rosin was asked to provide a draft that will provide clarification. After a review of recent CCM opinions 11-2617 (“Congregation Representation at Circuit Forums”) and 11-2618 (“Congregation Representation at District Conventions”), the commission concluded that it would take no action on the specific issue of whether multi-congregation parishes with more than one pastor should be allowed more than one pastoral representative at circuit forums, as is currently the case for lay representatives (Bylaw 3.1.2.1 [c]).
- H. Required Background Checks for LCEF Board Candidates (11-016): The nominations/elections process during the 2010 convention was complicated by the requirement of background checks for candidates for positions on the Board of Directors of the Lutheran Church Extension Fund. The commission discussed possible changes to Bylaws 3.12.3.5 (c) and 3.12.3.6 (c), noting also the same concern when there are nominations from the floor of the convention (Bylaw 3.12.3.7). Ron Schultz was asked to bring suggested bylaw change wording to the commission’s next meeting.
- I. Stewardship Board/Committee Requirement (11-017): The Bylaw section 4.6 requirement that each district must elect or appoint a committee or board for stewardship was discussed in light of recent Synod structural changes. Al Marcis was asked to propose a solution for consideration at the next commission meeting that will honor the Synod’s interest in continuing the spirit of the bylaw section but not necessarily requiring a board or committee structure.
- J. Inconsistency of Term Limits (11-018): The commission determined not to take action on concerns that have been raised by the LCMS Foundation regarding its current bylaw term limit requirement (three three-year terms), given the known fact that the Foundation intends to address this concern to the 2013 LCMS convention.
- K. LCMS Synodwide Corporations’ Concerns re Board Member Removal Liability Issues (11-019): The inclusion of synodwide corporate entities under the Synod’s new bylaws for removal of board members (Bylaws 1.5.7–1.5.7.2) has raised liability concerns on the part of one or more of those entities. Because of the known fact that the entities themselves will be addressing this concern to the next Synod convention, the commission determined to take no action on this issue.
- L. Staggered Terms of Office for New Mission Boards (11-020): Amid the changes made by the 2010 convention to the structure of the Synod by eliminating program boards and some commissions and creating new Boards for National and International Mission and a Commission on Handbook, no thought was given to staggering the terms of the new board members, an issue raised by the mission boards. The secretary of the commission was asked to create a bylaw change proposal for submission to the 2013 convention action that will provide a remedy in time for 2016 elections and appointments.
- M. CCM Synod Governance Concerns (11-021): The commission discussed the referral by the Commission on Constitutional Matters (CCM) of Synod governance concerns referenced in CCM Opinion 11-2600. After a comprehensive introduction of the matter by CCM representative Phil Esala and after extensive discussion of commission members’ recollection and understanding of the decisions made by the convention, it was agreed that the chair should write a letter to the chairman of the CCM requesting more specificity relating to what issues of governance are being referred for Commission on Handbook consideration.

- N. Definition of “Visitation Circuit” (11-022): The commission discussed whether the definition for a visitation circuit should be expanded to describe what it is and describe its function. Ron Schultz will do a search and study of this term and provide his findings to the commission at its next meeting.
- O. Question of Expanding Representation at Circuit Forums (11-023): The CCM suggested that the commission give consideration to expanding the representation of multiple-congregation parishes at circuit forums (Bylaw 5.2.2[c]) in light of the discussion under CCM Opinion 11-2617. The commission noted that it has already responded to this question under 11-015 above.
- P. Nomination and Election of Regional District Vice-Presidents by the Regions (11-024): The CCM asked the commission to consider questions associated with the nomination and election of regional district vice-presidents. The commission noted that these questions will be addressed under 11-010 and 11-011 above.

18. Adjournment and Closing Prayer

With all business on the agenda of the meeting having been addressed, and after brief discussion of a process for determining dates for future meetings, a motion to adjourn the meeting was introduced and carried and the meeting was closed with prayer.

Raymond L. Hartwig, *Secretary*