

MINUTES

COMMISSION ON CONSTITUTIONAL MATTERS Crowne Plaza, St. Louis May 7–8, 2011

35. Call to Order, Opening Devotion, and Review of Agenda

Chairman Wilbert Sohns called the meeting to order and called on Dan Lorenz for an opening devotion. He based his devotion on the account of the Emmaus disciples (Luke 24), reading excerpts from sermons by Martin Luther and offering devotional thoughts from personal experiences. He also provided a devotion appropriate for Mother's Day to open the second day's session and served as chaplain for the meeting.

Chairman Sohns called attention to the agenda for the meeting, to which several minor additions were made.

36. LCMS Foundation Governing Documents (10-2586)

The commission reviewed the Articles of Incorporation and Bylaws of the LCMS Foundation, received December 10, 2010. The Foundation's cover letter described the most recent changes made: "to move away from the concept of Partner Members and to state that all synodical corporations and agencies are automatically members of the corporation." The commission instructed its secretary to convey its apology to the Foundation for not providing this review in a more timely manner. Upon review in light of the 2010 *Handbook* of the Synod, the commission called attention to the following recommendations for changes to be made to the Articles of Incorporation and Bylaws of the LCMS Foundation.

Articles of Incorporation (marked version):

- On page 2, the paragraph marked "THIRD," the sentence should include, as a more accurate description of agreement with the Synod, mention of the "purpose, function, and assigned areas of responsibility" (Synod Bylaw 3.6.1) of the Synod in addition to the "principles" that are mentioned.
- Somewhere in this document, perhaps in the paragraph marked "SEVENTH" on page 3, the provision should be included that every member of the Board of Trustees must be a member of a congregation that is a member of the Synod, in compliance with Synod Bylaw 3.6.1.7 (a),
- On page 4, near the center of the paragraph marked "EIGHTH," the proposed wording "except that a two-thirds (2/3) majority vote of the delegates representing The Lutheran Church—Missouri Synod present at such meeting and a two-thirds (2/3) majority vote of the delegates of all other Members represented at such meeting" does not comply with Synod Bylaw 3.6.1.7 (c) which requires "a two-thirds affirmative vote of its members, if any, who are appointed by the Board of Directors of the Synod." The required two-thirds vote must, therefore, be of all of such members, not just those present at the meeting.

Bylaws (marked version):

- On page 1, the commission suggests the addition of a preamble paragraph to underscore the relationship of the Foundation's Bylaws with the Bylaws of the Synod.

- On page 1, the new wording of Section 1 under ARTICLE I regarding voting members should more closely reflect Synod Bylaw 3.6.5.2.
- On page 2, under ARTICLE II, Section 1, the listing of the composition of the Board of Trustees requires updating, replacing mention of the chairman of the Board for District and Congregational Services with “the chairman of the Board for National Mission or his representative from that board”; also deleting “Vice-President-Finance/Treasurer/” from the title for the Chief Financial Officer of the Synod.
- On page 2, under ARTICLE II, Section 2, the mention of members serving “a maximum of four three-year terms” requires change to comply with Synod Bylaw 3.2.4.2 which calls for “three successive appointed or elected three-year terms.” In the same paragraph, the second to the last sentence regarding removal of trustees must now incorporate or reflect newly adopted Synod Bylaw 1.5.7 governing removal of individual members from boards or commissions.
- On page 4, under ARTICLE II, Section 7, the first sentence should include mention of the “Bylaws of the Synod,” to read “as are granted by statute, by law, by the Bylaws of the Synod, and by the Articles of Incorporation.” Likewise at the end of paragraph (g) under Section 7, mention of the Bylaws of the Synod should be added, to read, “pursuant to the provisions of the Articles of Incorporation and Bylaws, and subject to the Bylaws of the Synod.”
- On page 6, under ARTICLE V, Section 2 should include mention of Synod Bylaw 1.5.4, the end of the second sentence therefore to read, “in accordance with the provisions of Synod Bylaw 1.5.4 and with the following provisions.”
- On page 7, under ARTICLE VI, the sentence in the middle of the paragraph speaking of “a two-thirds (2/3) majority vote of the delegates of The Lutheran Church—Missouri Synod” should not include the comment “present at the meeting” as Synod Bylaw 3.6.1.7 speaks of the total number of such delegates and not just those who are present. In addition, the paragraph should include mention, when amendments to the Foundation’s Bylaws are being considered, that they must be reviewed by the Synod’s Board of Directors and Commission on Constitutional Matters (Synod Bylaw 3.6.1.6 [a]).

37. Review of Commission on Theology and Church Relations “Policy Guidelines” (10-2588)

The commission reviewed the “Policy Guidelines” of the Commission on Theology and Church Relations as submitted by the commission’s Executive Director, Dr. Joel Lehenbauer, with a May 10, 2010 letter in which Dr. Lehenbauer noted that the guidelines were approved by his commission at its April 23, 2010 meeting. The commission instructed its secretary to convey its apology to the Commission on Theology and Church Relations for not providing this review in a more timely manner. Upon its review in light of the 2010 *Handbook* of the Synod, the commission called attention to the following recommendations for changes to be made.

- On page 1, under Section I, “What is the CTCR?” it would be helpful to reference Synod Bylaw 3.9.5 and incorporate its content.
- On pages 1–3, the bylaw references should be changed to reflect changes in the 2010 *Handbook* of the Synod, *i.e.*, 3.9.6.1ff. having now become 3.9.5.1ff.
- On page 3, the new paragraph (c) added by the 2010 convention to Bylaw 3.9.5.2.2 should be included in the quotation of the bylaw, the existing final paragraph becoming paragraph “(d).”
- On page 4, the first sub-heading under Section IV, “CTCR Committee Structure,” might better be changed from “Basic Proposal” to “Basic Structure” or some such to describe more accurately the content of the paragraph.
- On pages 5ff., under “General Principles,” reference should be made to Synod Bylaws 1.4.5, 1.4.6, 1.5.3ff. and their content noted to assure compliance with the Synod’s expectations.

- On page 8, mention of “Section 8” in the final paragraph does not appear to correlate with any portion of the document as submitted.
- On page 13, the first two footnotes require updating to reflect use of and changes made to the 2010 *Handbook* of the Synod.

38. Revision of Bylaw Section 2.17 Standard Operating Procedures Manual

In accordance with Bylaw 2.17.9.3, the commission reviewed a final draft revision of its *Standard Operating Procedures Manual* to accompany Bylaw section 2.17 and incorporated final changes. This final version having also been reviewed by a committee of the Council of Presidents and its concurrence having been obtained, this document (attached to these minutes) replaces the former version of the Bylaw Section 2.17 *Standard Operating Procedures Manual*.

39. Supervision of Doctrine and Practice of Pastors and Congregations of the Synod (11-2589)

In a letter dated April 4, 2011, a pastor of the Synod submitted several series of questions pertaining to organizations of congregations within the Synod; the ecclesiastical supervisory duties of the President, vice-presidents, and district presidents of the Synod; and several former related opinions of the Commission on Constitutional Matters. In accordance with Bylaw 3.9.2.2 (b) expectations, the commission has invited input from involved officers and agencies of the Synod before providing its response.

40. Review of Draft of Policy Manual for Colloquy into the Pastoral Ministry (11-2590)

With a letter dated April 21, 2011, the chairman of the Colloquy Committee for Pastoral Ministry provided a draft copy of his committee’s new policy manual and application form for review by the commission according to Bylaw 3.9.2.2.3. The commission, after reviewing the documents, offered the following recommendations for changes to be made.

Bylaws and Policies Document

- On page 3, the reference line should also include (in addition to Bylaw 3.10.2) Bylaws 3.10.2.2; 2.7.2; 2.8.1; 2.8.2; and 2.9.1)
- On page 4, the “Definition” paragraph contains inaccuracies in terminology that are then reflected and will need to be corrected throughout the documents. It should read: “A colloquy in its simplest form is a conversation, in this case, a theological and moral conversation held to examine certain applicants, to declare them qualified for a first call (or not), and certify them for placement in the pastoral ministry in The Lutheran Church—Missouri Synod.”
- On page 4, the reference to the executive in the second line of the “Interview Panels” paragraph should read “executive for pastoral education.”
- On page 7, a typographical error in the third line of paragraph “2)” should be corrected to read “completed.”
- On page 7, in paragraph “3),” the terminology will need to be corrected to read “the applicant should be declared qualified (or not) for a pastoral call in The Lutheran Church—Missouri Synod upon completion of the colloquy process.”
- On page 7, the final phrase of paragraph “4)” would better read “reasons for seeking admission to the Synod’s ministerium by colloquy.”

- On page 8, in paragraph “(2)” under “Public Notice,” the final phrase will need to be corrected to read “before the applicant may be finally declared qualified (or not) and certified for placement in the pastoral ministry in The Lutheran Church—Missouri Synod.”
- On page 9, under “Certification and Placement,” the first line of paragraph “(1)” should be changed to read “(1) declare qualified and certify for placement those applicants who have satisfactorily completed....”
- On page 9, under “Certification and Placement,” the first line of the second paragraph should be changed to read “Every applicant whom the colloquy committee declares qualified and certifies for placement in the pastoral ministry....”
- On page 11 (*Appendix Two*), mention should be made of Bylaws 2.10.1–2.10.4 which govern the process for placement of candidates into the pastoral ministry.
- On page 11, the first bullet should be changed to read: “A colloquy candidate has been declared qualified for pastoral ministry and certified for placement by the Colloquy Committee for Pastoral Ministry of the Synod.” Inclusion on the Synod’s roster must await placement.
- On page 11, the second bullet should be changed to read: “A letter has been received by the district president and the colloquy candidate informing that the colloquy committee has declared qualified and certified the candidate for placement.
- On page 13 (*Appendix Three*), the second bullet should be changed to read: “A copy of the letter that states that the candidate has met all requirements and was declared qualified and certified for pastoral ministry on a particular date.”
- On page 13, the first bullet of the second paragraph should be changed to read: “Candidate has completed requirements and was declared qualified and certified for pastoral ministry.”
- On page 13’s “Reminder” paragraph, the commission suggests a more informative approach: “Note: Commissioned minister calls (teacher, DCE, DCO, etc.) go directly to the placement office of the Concordia university or college by which such individual has been colloquized.

Application Document

- On page 1, the language in paragraph “(3)” the last phrase should read: “should be declared qualified and certified for a pastoral call.” Mention should also be made of Bylaws 3.10.2; 3.10.2.2; 2.7.2; 2.8.1; 2.8.2; and 2.9.1.
- On page 2, the second line of paragraph “(7)” contains a typographical error. The word “much” should read “must.”
- On page 7, under “Miscellaneous Information,” the first line should read: “Before recommending that a person be declared qualified and certified for the public ministry,....”
- On page 9, the third question should read: “Why are you seeking admission to the ministerium through the colloquy program?”

41. Applicability of Dispute Resolution Process (11-2591)

In a letter received May 6, 2011, a congregation of the Synod asked a series of questions regarding the exceptions paragraphs of the Synod’s dispute resolution process (Bylaw 1.10.3). After discussion and in accordance with Bylaw 3.9.2.2 (b) expectations, the commission will notify involved officers and/or agencies of the Synod and invite them to submit in writing information regarding the matters at issue. It was agreed that the commission will provide input to the Secretary of the Synod regarding the content of the letters to be sent.

42. Issues Related to Election of President of Synod (11-2592)

In a memorandum dated May 8, 2011, the Secretary of the Synod submitted a series of questions related to the Bylaw 3.12.2.3 requirement that the lists of delegates attending the prior year's district conventions are to be used to establish the voting list for the election of the President of the Synod. The commission placed this request on the docket for its next meeting.

43. Pending Matters

The secretary offered brief comment on a number of matters that continue to await further attention by the commission:

- CHI Policy Manual (08-2523) – Concordia Historical Institute continues to be aware of its need to develop a policy manual and has a committee assigned to this task.
- Oklahoma District Bylaws (08-2536) – Conversations with the president of the district indicate that the district is working diligently to complete its work on its Bylaws in time for review by the commission prior to the district's 2012 convention.
- Article VI and Heterodox Congregations (09-2544) – The CTCR has informed the CCM that it has placed this question on its active agenda. Given the CTCR's February 2, 2010 opinion on a related matter, however, which provides indication of its response to the questions at hand, the CCM decided to proceed with its own research of the matter in preparation for its formal response.
- North Dakota District Bylaws (09-2549) – Conversations with the president of the district indicate that the district is working diligently to complete its work on its Bylaws in time for review by the commission prior to the district's 2012 convention.
- CU Ann Arbor Bylaws (09-2552) – No response has been received to the secretary's most recent letter to the school administration and legal counsel.

44. Other Matters

The commission spent the remainder of its meeting time with the following list of topics of interest to the commission:

- Chairman Sohns received agenda items to take to the initial meeting of the Commission on Handbook, July 7–8, 2011.
- Secretary Hartwig shared materials describing latest administration conceptualizations of the revamped structure of the Synod with its two mission boards and two mission offices. He was asked to communicate the commission's observations to the President's staff.
- Chairman Sohns will communicate with district officers and boards and other agencies via letter, calling their attention to their need to update Articles of Incorporation and Bylaws following the Synod's 2010 convention, stressing the need for districts to communicate proposed changes to the Commission on Constitutional Matters prior to submission to district conventions. The letter will also include a revised version of the commission's document, "Frequently Noted Concerns and Aberrations" attached to these minutes.
- Secretary Hartwig will draft materials for inclusion on the reconfigured Synod website and obtain input from the commission before they are posted. The commission discussed the content of the site and the links to be included.
- Secretary Hartwig distributed a chart prepared by his office showing the status of required reviews of agency documents by the commission. It was suggested that a column be added showing the date of the most recent review and that the document be provided electronically to the members of the commission.

- Secretary Hartwig reported that his office’s files of agency documents will benefit from the commission’s current methodical approach to document review, as the files are less than complete at the present time.
- Secretary Hartwig reported on his early efforts to prepare for the 2013 Synod convention and the challenges involved in the new regional and presidential nominations and elections. Effort will be made to alert the congregations of the Synod to the heightened significance that this process will add to congregations’ selections of delegates to district conventions. Effort is also being made to remind the districts of the bylaw changes made by the 2010 convention regarding visitation circuits, which now have no numerical requirements. If districts do change the alignment of their visitation circuits, they will need to remember that the numerical requirements for electoral circuits have not changed.
- Secretary Hartwig was asked to alert the Concordia University System and the boards of regents of the seminaries of their need to update their policy manuals for dispute resolution under Bylaws 3.10.4.7.9 and 3.10.5.6.9 to reflect the bylaw changes made by the 2010 convention.
- Secretary Hartwig reported that the members of the commission will be furnished periodically with updated flash drives of Synod documents for their research purposes.
- The commission determined not to review and revise its “Guidelines for Constitutions and Bylaws of Lutheran Congregations” at this time.
- At the request of Secretary Hartwig, the commission discussed his role of administrator of the Synod’s dispute resolution process under certain circumstances.

45. Meeting Dates

The commission established the dates for its next two meetings, both to be held in St. Louis:

- September 3–4, 2011
- November 12–13, 2011

46. Adjournment and Closing Prayer

With all business to come before the commission having been addressed and meeting time having expired, the meeting was closed with prayer.


Raymond L. Hartwig, *Secretary*