

**MINUTES**  
**COMMISSION ON HANDBOOK**  
**Internet Conference (Zoom.us)**  
**August 5, 2024**

**37. Opening Prayer and Adoption of Agenda**

With all voting members present and all advisory members present except for CAO Loc, Chairman Schurb opened with a devotion from the previous Sunday's Old Testament reading, Exodus 16:2–15, and then introduced the agenda, as reflected below, which had been shared by email. The commission adopted the agenda, as follows:

**38. Auxiliary Nonprofit Language (23-005; Bylaw 6.1.2.1 [e])**

During preparation of the 2023 *Handbook*, an inexactness of language was noted in Bylaw 6.1.2.1 (e) regarding the expected nonprofit status of Synod auxiliaries.

It was moved and **adopted** to adjust the language, in a non-substantive change, as follows:

- 6.1.2.1 An organization desiring to be recognized as an auxiliary of the Synod shall satisfy the following requirements:

...

- (e) Be ~~classified-recognized~~ by the Internal Revenue Service as a ~~501(e)(3) corporation~~ as tax exempt under Section 501(c)(3) of the Internal Revenue Code.

It was noted that the language would remove the appearance of a requirement of incorporation. The Secretary was directed to incorporate the change into the next *Handbook* edition.

**39. Eligibility for Initial Membership and Qualification for First Call (19-025; Bylaw sections 2.6–8; CCM Op. 22-2977)**

The commission reviewed a revised working draft prepared by the Secretary, as suggested in the previous meeting, intended to make Bylaw 2.7.2 read more smoothly and to connect, in the two subcases, the authority and responsibility conferred more closely with those responsible for carrying it out. The revised proposal, involving Bylaw sections 2.6–8, is as follows:

**2.6 Individual Membership**

- 2.6.1 “Ministers of the Gospel,” designated by the Synod as “ministers of religion—ordained” (ordained ministers) or “ministers of religion—commissioned” (commissioned ministers), are eligible for membership in the Synod.
- 2.6.1.1 The roster of commissioned ministers shall admit eligible teachers, directors of Christian education, directors of Christian outreach, directors of family life ministry, directors of parish music, deaconesses, parish assistants, and directors of church ministries.
- 2.6.2 Individuals who have been declared qualified for a first call and assigned first calls in accordance with Bylaw sections 2.7–2.9 shall, by the rites of both ordination or commissioning and installation in accordance with Bylaw section 2.10, become members of the Synod.
- The following is relocated from subsection 2.7:*
- ~~2.7.5~~ A pastor emeritus from another church body, after having completed an approved colloquy program of the Synod, may be placed on the roster of the Synod without call by action of the Council of Presidents on the basis of policies adopted by the Council of Presidents.

(a) Such placement shall be acknowledged by a rite of recognition in a worship service preferably of the congregation of the Synod where he holds membership.

(b) Such rite is to be authorized by the district president.

2.6.34 There is no inherent right to membership in the Synod, and the decision as to qualification for a first call and the assignment of first calls shall be at the sole discretion of the Synod.

2.6.45 Transfers of an individual member to or from the roster of a partner church shall be conducted according to the operating agreement established between the Synod and that partner church, and as further implemented in policies of the Council of Presidents. A former member of the Synod who, having transferred to a partner church, applies for re-rostering with the Synod shall, provided the member remained continuously in good standing on the roster of a partner church, and insofar as agreements and policies allow, be handled by transfer and shall not require reinstatement (Bylaw section 2.18).

## **2.7 Eligibility for Individual Membership**

### **Declaration of Qualification and Recommendation for First Call**

~~2.7.1~~ Prior to the effective date of the first call to service in the church, as assigned by the Council of Presidents as the Board of Assignments, as provided in Bylaw section 2.9, each candidate shall be declared qualified and recommended for a first call (and, thereby, for initial membership in the Synod), as described in Bylaw section 2.8, by the following:-

~~2.7.1~~ (a) ~~A graduate~~ For each candidate graduating or receiving a certificate by satisfactory completion of an authorized ministry-qualifying program of an educational institution, seminary, college, or university of the Synod, ~~must be declared qualified for a first call and recommended by the faculty of the respective educational institution of the Synod before the effective date of the first call to service in the church, as assigned by the Council of Presidents acting as the Board of Assignments as provided in Bylaw section 2.9 shall have the authority and responsibility to declare qualified and recommend.~~

~~2.7.2~~ (b) ~~Candidates~~ For each candidate who ~~have~~ has satisfactorily completed an approved colloquy program of the Synod for the ordained or commissioned ministry, ~~must be declared qualified for a first call and be recommended by the appropriate colloquy committee (see Bylaws 3.10.2ff. and 3.10.3ff.) or, subject to the policies of the Colloquy Committee for Commissioned Ministry and within programs for which its respective institution is currently affirmed by the Synod, the faculty of the facilitating educational institution of the Synod before the effective date of the first call to service in the church as assigned by the Board of Assignments as provided in Bylaw section 2.9 shall have the authority and responsibility to declare qualified and recommend.~~

~~2.7.3~~ Candidates who have satisfactorily completed an approved educational program of the Synod for the ordained or commissioned ministry involving extensive use of distance learning and/or a mentoring system ~~must be declared qualified for a first call and recommended by the faculty of one of the seminaries, colleges, or universities of the Synod before the effective date of the first call to service in the church, as assigned by the Board of Assignments as provided in Bylaw section 2.9.~~

*The following are relocated from subsection 2.8:*

2.8.32 For purposes of declaring candidates qualified for placement and recommending them for membership in the Synod, the Synod considers a “faculty” to be defined as follows:

(a) ~~Seminaries~~ with regard to candidates for the ordained ministry: all full-time seminary faculty members who are in good standing on the Synod's roster of ordained ministers.

(b) ~~Colleges and universities~~ with regard to candidates for commissioned ministry: all full-time faculty members who are in good standing as individual members of the Synod or are members in good standing of a member congregation of The Lutheran Church—Missouri Synod.

2.87.43 The faculty of a Synod college or university may declare qualified and recommend candidates for first calls only while affirmed by the Concordia University System, and only with regard to programs leading to candidacy for commissioned ministry (Bylaw 2.6.1.1) for which the college or university is specifically and currently affirmed by Concordia University System.

2.87.43.1 A graduate of such a program that was affirmed by Concordia University System at the time of matriculation but no longer affirmed or no longer in existence at the time of qualification for a first call may apply to the Colloquy Committee for Commissioned Ministry for examination, any necessary remediation, and certification. The institution offering such a program shall share records with the Colloquy Committee as necessary to assess the candidate's preparation and fitness for commissioned ministry.

2.7.4 Graduates of one of the colleges, universities, or seminaries of the Synod who desire to continue their professional studies after they have completed the prescribed ~~undergraduate~~ curriculum, or who for any other valid reason are not ready for first calls to service in the church, shall continue to be eligible for unqualified recommendation for first calls as long as they can be recommended by the faculty of the educational institution of the Synod from which they have graduated. The respective faculty shall annually ascertain through personal interviews with the candidate or through satisfactory testimonials that each candidate so classified is still qualified for recommendation for a first call to serve in the church.

## 2.8 Qualification for First Call

2.8.1 Candidates shall be declared qualified for first calls by those with authority and responsibility to do so under Bylaw 2.7.1.

(a) They are those who before the effective date of the first calls will have satisfactorily completed the prescribed courses of studies and will have received diplomas or certificates from their respective seminaries of the Synod or in Synod-affirmed programs of colleges or universities of the Synod or have fulfilled the requisites of a colloquy or other approved education program of the Synod leading to qualification for ordained or commissioned ministry (~~Bylaws 2.7.2 and 2.7.3~~).

(b) In addition, they must have indicated complete dedication to the ministry and evidenced a readiness for service in the church.

(c) Finally, to be declared qualified and recommended by the faculties or colloquy committees for their specific types of service in the church, the appropriate faculty or colloquy committee must be satisfied that the individual will meet all attendant personal, professional, and ~~the~~ theological requirements ~~of those who hold the office of ministry to which the individual aspires.~~

(d) In addition, an academic year of supervised internship (vicarage) is required of all seminary students before graduation, ordinarily in the second year before graduation.

2.8.2 ~~It shall be the responsibility of colloquy committees or, subject to the policies of the Colloquy Committee for Commissioned Ministry and within programs for which their~~

~~respective institutions are currently affirmed by the Synod, the faculties of Synod colleges and universities to declare colloquy candidates qualified for first calls.~~

This was determined to be a non-substantive change. It was adopted and the Secretary was directed to incorporate it into the next *Handbook* draft.

**40. Review of Doctrinal Review Bylaws (23-003; Bylaw section 1.9, subsection 3.9.3; CCM Op. 23-3014, 23-3010, 23-3004, 17-2869; 2023 Overture L9-51)**

The commission reviewed the Secretary's work, suggested at the previous meeting, to begin to clarify the relation between pre- and post-publication appeal and the standards therefor by relocating Bylaws 3.9.3.2.1–2 to Bylaw section 1.9. The commission reviewed and approved this change in concept, as follows:

## **1.9 Doctrinal Review**

### ***Definition***

- 1.9.1 Doctrinal review is the exercise of the Synod's responsibility to determine that every doctrinal statement made in its or any of its agencies' or auxiliaries' materials is in accord with the Scriptures and the Lutheran Confessions.

### ***Material Subject to Doctrinal Review***

- 1.9.1.1 The following materials are subject to doctrinal review:
- (a) All official periodicals and journals of the Synod as well as any material with doctrinal content issued publicly by boards, commissions, or other subordinate groups of the Synod except as stipulated in these Bylaws shall be subject to doctrinal review.
  - (b) The right to produce study documents and exploratory material plainly designated as such and published by boards, commissions, or other subordinate groups of the Synod is recognized, and such material is not required to be submitted to the doctrinal review process. Publication of such study material that is not submitted for doctrinal review shall always include this notice on or immediately following the title page: "This material is being released for study and discussion purposes, and the author(s) is(are) solely responsible for its contents. It has not been submitted to the process for doctrinal review stipulated in the Bylaws of The Lutheran Church—Missouri Synod and does not necessarily reflect the theology of the Lutheran Confessions or the doctrinal position of The Lutheran Church—Missouri Synod."
  - (c) Each district is accountable to the Synod through its respective president and board of directors for the content of all of its published materials.
  - (d) Each of the Synod's schools is accountable to the Synod through its respective president and board of regents for the content of its professional journals and all of its published materials that are not the official publications of the Synod (Bylaw 3.4.3.7). The editorial boards of such publications shall serve as their own doctrinal reviewers.
  - (e) Auxiliary organizations recognized by the Synod shall be held directly accountable for their material. However, in accord with his office as defined in Constitution Art. XI B 1, the President of the Synod shall require doctrinal review.
  - (f) In the case of broadcasts over the Synod's radio station by other than staff members, individuals must be held responsible for their own material since it is not feasible to apply the process of doctrinal review to such broadcasts.

(g) Official reports of the boards, commissions, task forces, and committees of the Synod prepared in response to directives from the Synod shall not be subject to doctrinal review.

### ***Procedure***

1.9.2 Before materials stipulated in Bylaw 1.9.1 are published, they shall be submitted to (a) doctrinal reviewer(s). Reviewers shall make a careful evaluation of the doctrinal content of all items submitted. Materials are to be reviewed in a prompt manner and completed in no longer than four weeks. Exceptions shall be arranged by mutual agreement between the reviewer(s) and the originating entity.

(a) The primary responsibility for doctrinal supervision and review lies with the President of the Synod (Constitution Art. XI B 1).

(1) Each board, commission, and other subordinate group of the Synod shall advise the President of the Synod of the number and desired competency of doctrinal reviewers needed by it and may suggest a list of qualified persons. The President shall appoint reviewers for each group according to its needs. They shall be broadly representative of the ministry of the Synod.

(2) Reviewers shall be appointed for renewable three-year terms. An appointment may be terminated prior to the completion of the appointed term if the reviewer is unable or unwilling to carry out the reviewing tasks assigned. In the event of such termination, the President of the Synod shall appoint another reviewer to complete the unexpired term.

(b) Each agency of the Synod, synodwide corporate entity, or auxiliary shall establish procedures that will ensure that its material as specified in Bylaw section 1.9 will be submitted for doctrinal review to one of the reviewers referred to in Bylaw 1.9.2 (a).

(c) Since time requirements vary according to the type of material being reviewed, the procedure in each case shall be worked out to the mutual satisfaction of the sponsoring group and the doctrinal reviewer(s).

(d) The identity of authors and reviewers shall not be disclosed without the approval of the President. Consultation may at times be advisable, however, where clarification is necessary.

(e) The reviewer's primary concern is that items submitted to him be in agreement in their doctrinal content with the Scriptures and the Lutheran Confessions.

(f) The reviewer(s) shall also be concerned that the items submitted do not contain statements that are inadequate, misleading, ambiguous, or lacking in doctrinal clarity.

(g) The reviewer(s) shall further be concerned that resolutions of the Synod be honored and upheld and that positions deviating from the doctrinal resolutions of the Synod be clearly identified as such.

(h) When the author is also a reviewer, his material shall be assigned to another reviewer. In order to avoid any conflict of interest, no author shall be involved in any way in the selection or assignment of reviewer(s) for his or her own work.

(i) The reviewer may request that specific material assigned to him also be reviewed by another reviewer.

(j) Where changes appear to be necessary, the reviewer(s) shall submit a thorough and clearly written documented critique that shall be made available to the author, the sponsoring group, and the publisher. The documentation provided by the

reviewer(s) shall provide a thorough and detailed explanation, with all appropriate biblical and confessional references used to support the opinion offered.

(k) The author shall consider the critique and make necessary revisions until there is agreement between the author and the reviewer(s).

(l) Should any problem arise between an author, the reviewer(s), the publisher, or any other party involved with respect to the material submitted for review, the sponsoring group shall endeavor to resolve it to the satisfaction of the reviewer(s). If it cannot do so, the problem shall be submitted to the Commission on Doctrinal Review which shall follow the appeals procedure and criteria stated in Bylaw ~~3.9.3.2.1~~1.9.4.

1.9.3 After publication, any challenge to material that is subject to doctrinal review, no matter which process is used as listed in Bylaw 1.9.2, shall be handled according to the procedure and criteria specified in Bylaw ~~3.9.3.2.2~~1.9.5.

*The following are relocated from Bylaw subsection 3.9.3:*

#### *Appeals Prior to Publication*

~~3.9.3.2.1~~1.9.4 Appeals regarding materials not yet published may be initiated by an author, the sponsoring group, or an executive staff member of that group and submitted to the chairman of the Commission on Doctrinal Review (Bylaws 3.9.3–3.9.3.2).

(a) Within seven business days after receipt of an appeal, the chairman of the Commission on Doctrinal Review shall inform all concerned and shall appoint three members of the commission to serve as a review panel and shall designate one as its chairman. A panel member shall disqualify himself on the basis of any kind of personal involvement in the issue.

(b) The review panel shall provide a copy of the appeal to the author and the sponsoring group and invite them to provide a response to the appeal. All parties to the appeal shall be given 14 days to provide their response.

(c) To aid objectivity, the identity of author and review panel shall ordinarily not be disclosed. However, consultation may at times be necessary for clarification.

(d) In making its recommendation, the panel shall decide within 30 days whether the item in question

- (1) is suitable for publication; or
- (2) may be published after alteration; or
- (3) may be published as a study document; or
- (4) shall be denied publication.

(e) The decision of the panel shall be determined by a majority vote and shall be final so far as the Commission on Doctrinal Review is concerned. A report together with the panel's minutes shall be submitted to the chairman of the Commission on Doctrinal Review.

(f) The chairman of the commission shall report the decision within seven business days to the author, the original reviewer(s), the sponsoring group, and the President of the Synod.

#### *Appeals Following Publication*

~~3.9.3.2.2~~1.9.5 A challenge to the doctrinal review certification of a published item may be initiated by any member of the Synod and shall be submitted in writing via mail or personal delivery to the chairman of the Commission on Doctrinal Review (Bylaws 3.9.3–3.9.3.2).

- (a) In order for the Commission on Doctrinal Review to consider a challenge, the challenger is obliged to provide specific references demonstrating how the published item is not in agreement with Scripture and the Lutheran Confessions.
- (b) After receipt of the challenge, the chairman of the commission shall within seven business days inform the President of the Synod, the sponsoring group, and, if applicable, Concordia Publishing House, shall appoint three members of the commission to serve as a review panel, and shall designate one as its chairman.
- (c) The chairman of the Commission on Doctrinal Review shall provide a copy of the appeal to the President of the Synod, the sponsoring group, and, if applicable, Concordia Publishing House, and offer them the opportunity to respond to the appeal within 14 days from the date of notification.
- (d) To aid in maintaining objectivity, the identity of the challenger and the identity of the panel will ordinarily not be disclosed. There shall be no publicity given to the appeal, nor an effort made to circularize the Synod on a pending appeal.
- (e) The panel shall after reviewing the published material declare, within 45 days following the expiry of the 14-day response period provided in Bylaw ~~3.9.3.2.2~~1.9.5 (c), whether the doctrinal review certification is affirmed or revoked based on whether the published material is in agreement with the Scriptures and the Lutheran Confessions.
- (f) If the panel revokes the doctrinal review certification, it must identify the part(s) of the item in need of clarification, amplification, and/or deletion in order to bring into agreement with Scripture and the Lutheran Confessions, and withdraw the publication until such agreement is reached.
- (g) The panel will appoint one of its members to be the doctrinal reviewer for the recycling of the revised material to assure the item's agreement with Scripture and the Lutheran Confessions if republished.

### ***Commission on Doctrinal Review***

- 3.9.3 The Commission on Doctrinal Review exists to assist the President of the Synod in the exercise of his responsibility that all doctrinal content in its or any of its agencies' materials be in accord with the Scripture and the Lutheran Confessions.
- 3.9.3.1 The Commission on Doctrinal Review shall consist of five members appointed by the President of the Synod from the total number of doctrinal reviewers.
- (a) The commission shall elect its own officers.
- (b) The commission shall effect its own organization.
- 3.9.3.2 The Commission on Doctrinal Review functions in accordance with Bylaw section 1.9, including especially the handling of appeals under Bylaws 1.9.4-5, and shall meet as often as necessary to provide guidelines for the work of doctrinal reviewers and to concern itself with problem areas in the procedures of doctrinal review and appeals.

The commission also identified and discussed four items remaining for possible further development:

- The language of “study documents and exploratory material” in Bylaw 1.9.1.1 (b) and, at least in part, in Bylaw 3.9.3.2.1 (d)(3) was noted as the subject of CCM Op. 23-3010. The commission discussed whether, given the opinion, the reference in Bylaw 3.9.3.2.1 (d)(3) had any practical application or whether it was susceptible to misuse. The commission also discussed generally the category of documents and the 2007 change to the original 1971 language on the topic, essentially, the removal of the final sentence: “When such material is to be issued publicly, it

shall be subject to doctrinal review.” It was also noted that in the “age of the internet” the sense of “issuing publicly” has changed.

- The exception provided by Bylaw 1.9.1.1 (g) was noted, for “[o]fficial reports of the boards, commissions, task forces, and committees of the Synod prepared in response to directives from the Synod shall not be subject to doctrinal review.” It was noted that this applies principally to work of the Commission on Theology and Church Relations (CTCR), but that requests of the *Synod in convention* do not exhaust the commission’s output. The breadth of “directives from the Synod” was discussed, as to its referring either to specific reports or to categories of material (the latter, generally and perhaps exclusively within the domain of the CTCR).
- The language of Bylaw 3.9.3.2.2 (f) is suggestive to some of a broader standard for revocation, including 3.9.3.2.1 (f) and (g) as well as (e). The standard for revocation is in 3.9.3.2.2 (a) and (e) (cf. 3.9.3.2.1 (e) in distinction to 1.9.4 (f) and (g)). It was suggested that “clarification, amplification, and/or deletion,” or at least the first word, be replaced simply with “modification.” The panel may, if revoking, in addition to identifying those sections that *must* be revised because they are not in agreement with Scripture and the Lutheran Confessions, also provide indication of areas that *may* need clarification or amplification. Perhaps it could be made clear that this is an “also” but not essentially part of the substance of the revocation.
- Finally, at Bylaw 1.9.3, it was noted that CCM Op. 17-2869 makes clear that items subject to doctrinal review, even if handled by other reviewers, may be appealed. Bylaw 1.9.3 was added in 2019 to make this point. CCM 23-3014 makes clear that items exempted under Bylaw 1.9.1.1 (b) and (g) are not subject to doctrinal review and that concerns with “the doctrinal content of those matters...would normally be referred to the President of Synod.”

It was suggested and accepted that Rev. Peters review these four items and make suggestions with input from the CCM as desired.

#### **41. Specific Ministry Pastor Supervision Terminology (23-007; Bylaw 2.13.1; CCM Op. 23-3017)**

Chairman Schurb briefly noted this item, pointing out the common usage of *supervisor* with vicarage and fieldwork, which is not in the bylaw sense (Bylaw 1.2.1[u]), and the inclusion of the district president, whose supervision is strictly *ecclesiastical*, clouding the sense of *supervision* carried out by the “SMP supervisor.” He noted that the SMP program lingo tends to shift from *supervisor* during vicarage to *mentor* after SMP ordination. The thought was that *mentorship* might, in Bylaw 2.13.1’s first paragraph, be a more fitting concept than *supervision*. In subparagraph (a), *mentorship* might also be substituted for *supervision*. The commission discussed this terminology and also whether there is intended to be more of a connection between the *ecclesiastical* supervision of the district president and what is carried out by “another pastor who is not a specific ministry pastor.” *Counselor* was suggested as another possibility, being an aspect of *ecclesiastical* supervision. Another possibility might be to add another definition to Bylaw 1.2.1 (u), to accompany the various other supervision-related concepts.

It was suggested and agreed that the Secretary might attempt a proposal for the commission’s next meeting.

#### **42. New Items**

The Secretary presented three new items identified for potential addition to the commission’s list of action items for the triennium:

##### **(A) Improper Nesting of Board of Directors Bylaw (23-008; Bylaw 3.3.4.6)**

Bylaw 3.3.4.6 was assembled in the 2004 *Handbook* revision, reorganizing pieces of the former Bylaw 3.183 (see below). In that assembly, former 3.183 (e), dealing with synodwide corporate and trust entities (and the trust manager) came to be Bylaw 3.3.4.6 and its first subparagraph (a). The organization gives the impression that the following (b–d) apply only to the entities mentioned in 3.3.4.6, though this is clearly

not the case, (b–c) clearly applying to other types of entities (as was also clear in Bylaw 3.183 (f), which was simply under “The Board of Directors shall...”). This could be corrected by pulling (b) and (c) out of Bylaw 3.3.4.6 to be their own bylaw.

There may be an opportunity for a slightly broader look at the organization of this section:

- Bylaw 3.3.4.4 (e) probably belongs at the end of Bylaw 3.3.4.1 and is significant relative to Bylaw 1.5.1.1 because it would exclude salaried faculty from the Board of Directors.
- Does Bylaw 3.3.4.5 (e) still belong under the (corporate) Synod budget Bylaw 3.3.4.5? At one time, this might have made sense, but was already anachronistic in 2004. It might better fit under Bylaw 3.3.4.7 today.

(B) Conflict of Interest Bylaws (23-009; Bylaws 1.5.1.3–1.5.2; 1.5.7–1.5.8.1)

Bylaw section 1.5 provides regulations applicable to all agencies of the Synod, including provisions dealing with ethical standards, conflicts of interest, and removal from office. These date, at least in their modern form, to a Commission on Structure project that culminated in 2007 Res. 7-07A, “To Revise Bylaw Section 1.5 and to Add Definitions to *Handbook*,” itself an outgrowth of the 2004 revision of the *Handbook*’s revision of agency-related language. The original statement of the conflict-of-interest policy dates to 1995 (Res. 4-05A, “To Replace Present Bylaws on Conflict of Interest”). (Bylaw 1.5.1.3 is part of the former “general regulations” and not properly part of the conflict-of-interest policy, but relevant to it.) There are three aspects of the present language, at least, that deserve attention:

- 1) **Time of determination:** A potential conflict that has been disclosed (apart from those that are obviously and explicitly disqualifying, such as in Bylaw 1.5.1.1) only becomes “actionable” in the sense of the determination of Bylaw 1.5.2 (a)(4) when there is a matter before the board, commission, office, or agency, in which the conflicted individual participates in decision-making authority. The purpose of the annual disclosures is for the body’s awareness and as a guard against the individual failing to realize or disclose the potential conflict may become actual or at least actually perceivable. The contingency of the determination on a fact situation like this is not at all apparent in the language of the bylaw. The bylaw gives the impression that all potential conflicts are aired at once, and a determination reached that is of no apparent application. Finding that a potential conflict exists, moreover, is not the same as uncovering “an inappropriate interest.” The latter sounds more like a judgment on the individual’s character than a determination that a conflict exists, which must be managed.
- 2) **Uncertainty of effect:** The connection between 1.5.2 (a)’s determination and the practical impact of such determination is unclear. The only apparent consequences are 1.5.2 (b)(3)’s remote and less-than-general “no one shall vote...,” less-than-general because it deals only with the possibility of “direct or indirect financial gain” (Note divergence from Robert’s [12<sup>th</sup> Ed.] 45:4: “should abstain...no member can be compelled to refrain from voting in such circumstances.”). It seems obvious that the member having an “inappropriate interest” would be expected to recuse himself with regard to certain matters (or perhaps, if general enough, resign), but this is not so plain.
- 3) **Relation to removal:** Adding to the unclarity is that it is not so apparent how Bylaws 1.5.1.3 and 1.5.2 (b) and (b)(1–2) relate to the standards for removal from office for board or commission members, in Bylaw 1.5.7, or for officers, Bylaw 1.5.8, unless they fall generally under “breach of fiduciary responsibility” or “failure to disclose conflicts” (the latter of which applies, oddly, only in Bylaw 1.5.7, not to officers). The narrow statement of the conflict of interest provision as principally *financial*, however, within Bylaw 1.5.2 itself (its (b)(1–2) notwithstanding), militates against this probably necessary understanding, if there is to be anything to be done about violations of Bylaw 1.5.1.3 or other aspects (including (b)(1–2)) of Bylaw 1.5.2.

(C) Seminary, College, and University Bylaw Anachronisms (23-010; Bylaws 3.10.5.5 [c,g], 3.10.6.1 [x], 3.10.6.2.3)

A number of areas of seminary and college/university bylaws could use review:

- Bylaw 3.10.5.5 (c) mentions, with regard to the seminaries, “system policies,” a reference to a time when the seminaries were conceived of as part of the Concordia University System (CUS)/Board for Higher Education (BHE a.k.a. BPES a.k.a. BHES, or its successor, with regard to the seminaries, the Board for Pastoral Education, BPE). For the seminaries, the Pastoral Formation Committee (Bylaws 3.10.4–3.10.4.7) is only a partial successor, not having the authority to establish “system policies;” the seminaries are likewise no longer under CUS.
- A fall 2023 seminary board / faculty discussion involved the meeting, relative to Bylaw 3.10.5.7.3, of Bylaw 3.10.5.5’s statement that the board “shall...approve of the appointment of faculty members who meet the qualifications of their positions.” Does this obligate a board to approve faculty presented for appointment by a faculty committee or president who has determined that qualifications have been met? This would suggest a form of shared governance foreign to the Synod Bylaws.

Historical investigation of this and related language in Bylaw 3.10.6.1 (x) revealed that this terminology probably relates to 1986 bylaw language (see 1986 Res. 6-03A and the related recommendations of the President’s Commission on Synodical Higher Education), referring to qualifications inherent in “positions approved by the Board for Higher Education Services” (1986 Bylaw 6.21 (a)), which the local board of regents was to fill by “approv[ing] of the appointment of faculty members who meet the qualifications of their positions and have received prior approval by the Board for Higher Education Services...” (1986 Bylaw 6.03 (h)).

- Bylaw 3.10.6.2.3 does not mention filling of vacancies in Praesidium-appointed positions, in which case the Praesidium is the appointing body. One might observe that with the significant overhaul of the college and university bylaws in 2023, the seminary bylaws have been “left behind.” This could be an area for study.

To the above, with regard to the universities, could be added a number of questions raised in implementation of the *Handbook* after the 2023 convention, including the organization and overlap of items under 3.10.6.1 (e.g., similar but separated items (m) and (r)).

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These items were left unassigned, for digestion and discussion at the commission’s next meeting.

#### **43. Discussion, Plan for Next Meeting, and Adjournment**

With the commission’s agenda concluded, the meeting was adjourned with the apostolic benediction.

The commission determined to meet again by internet conference at the customary time on Monday, November 18, with Rev. Carlisle offering devotions.

John W. Sias, *Secretary*