



Evangelical Lutheran Church in America

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MEMORANDUM

To: The Synods of the ELCA
From: Secretary Sue Rothmeyer
Date: January 27, 2025
Subject: Official Notice of Proposed Amendments to the *Constitutions, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*

INTRODUCTION

One of the responsibilities of the Churchwide Assembly is to adopt amendments to the *Constitutions, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*. The process for amending the governing documents is specified in Chapter 22 of the ELCA constitution. The principal way that constitutional amendments are adopted is in accordance with provision **22.11.a.** which states: “The Church Council may propose an amendment with an official notice to be sent to the synods at least six months prior to the next regular meeting of the Churchwide Assembly.” This is the only provision that authorizes adoption of constitutional amendments at a single meeting of the Churchwide Assembly. It means that proposed constitutional amendments for consideration at the Churchwide Assembly in 2025 were acted upon by the Church Council at its November 2024 meeting and are now presented for final action at the assembly.

Although the processes for adopting bylaw amendments and continuing resolutions at a Churchwide Assembly do not require similar notice, the historic practice of the Office of the Secretary has been to seek to provide as complete as possible a set of proposed governing document amendments at the fall Church Council meeting in the year before the Churchwide Assembly. Because many proposed constitutional amendments are accompanied by related bylaw amendments, it is desirable to consider them at the same time. It is possible that there may be proposals for amending other bylaws at the April 2025 meeting of the Church Council, but the majority of proposed changes are represented in this document.

RESTATED ARTICLES OF INCORPORATION OF THE ELCA

- ARTICLE VII** This amendment resolves an inconsistency between Article VII of the Articles of Incorporation and provision 14.31. of the ELCA constitution regarding the number of members of the Church Council. This change would bring the Articles of Incorporation in line with current practice as outlined in the constitution.
- ARTICLE IX** This change clarifies for the purposes of the Minnesota Nonprofit Corporation Act that the Churchwide Assembly has the sole power to adopt, amend, or repeal bylaws.

CONSTITUTIONS, BYLAWS, AND CONTINUING RESOLUTIONS OF THE ELCA

- 1.11.01.** The existing corporate seal of the churchwide organization features a cross surrounded by three flames, originally intended to represent the Trinity and the uniting of the three predecessor church bodies. Synods raised concerns about the unintended connection with the imagery of a burning cross. The Church Council recommends adopting the current brandmark of the ELCA to replace the existing seal.
- 5.01.e.** Recommend moving the language related to employment of churchwide organization staff from this provision to 15.21., in the chapter dealing with the administration of the churchwide organization, where it more logically belongs.
- 6.03.** The addition of references throughout the constitution to participants in synod-authorized worshiping communities (SAWCs) is intended to expand inclusion and leadership opportunities for participants in SAWCs.
- 6.04.** Increased leadership opportunities for SAWC participants.
- 7.31.02.** A number of amendments were made by the 2019 Churchwide Assembly to this bylaw and to its parallels throughout the constitutions. In the process, the phrase “proclaiming God’s love for the world” was omitted from the list of responsibilities of rostered ministers. This amendment would restore the phrase.
- 7.31.03.** The Candidacy Working Group has recommended changes to the candidacy process designed to create a more flexible discernment and formation process that is competency-based. Formation programs will include traditional degree-granting and certificate programs as well as customized programs that are based on the competencies and development necessary for a candidate to effectively serve the Church and the world. By moving certain bylaws to the policy level in the Candidacy Manual, which can be approved by the Church Council after consultation with the Conference of Bishops, revisions that respond to changing realities could be made more swiftly than they can by constitutional amendment.

New language in a. recognizes that candidates for rostered ministry may come from worshiping communities that are not formally recognized as congregations (e.g., campus ministries and synod-authorized worshiping communities [SAWCs]). It also recognizes that some congregations may be led by a synod-authorized minister (SAM) and may not have a pastor who can participate in the registration process.

The deletion of existing c., d., and e. reflects a shift of content of this kind from the bylaw level to the Church Council policy level, primarily through the Candidacy Manual. The revised Candidacy Manual proposal presented to the Church Council in April 2025 describes the elements in the existing c., d., and e. Other similar elements will be used for appropriate paths toward the competencies needed for effective rostered ministry. The language of the new c. in this section is identical to the

existing language from 7.61.03.c. regarding Ministers of Word and Service, and is understood as a blanket reference to completing academic and practical preparation required under the ELCA's formal policies that have been approved by the Church Council.

7.31.04. Removing subsection a. is recommended because age and prior experience will be taken into account in the more flexible processes described in the revised Candidacy Manual. With a. removed, this section pertains only to individuals who have been ordained in another Lutheran church body or another Christian church body.

7.31.06. Consistency of constitutional language.

7.31.07. The changes to this bylaw were recommended by the Task Force on On Leave from Call (OLFC) and Specialized Ministry that was called for by the 2022 Churchwide Assembly. The title is changed to reflect that those without a letter of call have not necessarily ceased to be called to ministry. In addition, under existing policies the synod bishop can unilaterally deny a request for OLFC roster status. The task force has recommended a new protocol for approvals of leave that allows the synod bishop to make a recommendation of whether or not leave should be granted, but leaves the final decision in the hands of the Synod Council following a consultation process. This protocol will be detailed in the roster manual.

The changes to a. specify that regular leave is intended for those ministers who are without call and who have requested a temporary leave from active ministry, and extend the normal term of regular leave to six years to match the time granted for study leave and family leave. The changes to b. clarify the beginning of the term for study leave. The changes to c. are for consistency with the other categories. The change to d. reflects terminology currently used to describe the granting of extensions of time for leave. The addition of e. parallels the rules on congregational membership for rostered ministers who have been granted retired or disability roster status.

7.31.10. This language has been recommended by the Candidacy Working Group. The changes in the first sentence clarify the priority to be given to rostered Word and Sacrament ministry while recognizing that there are situations where another solution may be contextually more appropriate. The change from "approved" to "adopted" is for consistency of constitutional language. The changes in the sentence beginning "Such an individual ..." are for clarity concerning this church's understanding of the role of the synod bishop. Questions of remuneration are to be left to the congregation or worshiping community after consultation with the synod.

7.41. Consistency of constitutional language.

7.41.01. The change to a. is for consistency of constitutional language. The matters in c. are more appropriately addressed in 7.41.03., which deals with interim ministry.

7.41.02. Consistency of constitutional language.

7.41.03. This language has been recommended by the Task Force on On Leave from Call and Specialized Ministry. Currently, there is a wide variety of practice across the synods regarding whether those ministers on the active roster who provide interim ministry serve under a letter of call. This language clarifies that the norm is that a letter of call should be issued for interim ministry, while leaving the synod flexibility in cases where that may not be appropriate. It further clarifies that those ministers with retired roster status may be appointed to serve without requiring a letter of call.

- 7.41.04.** This language has been recommended by the Task Force on On Leave from Call and Specialized Ministry. The task force recommends that supply ministry be recognized as a potential call for those ministers who are without a regular letter of call but who desire to remain in active ministry while they seek another call. Parameters and accountability measures regarding this ministry will be detailed as policy in the roster manual.
- 7.41.05.** Renumbering.
- 7.41.06.** Renumbering and consistency of constitutional language.
- 7.41.07.** Renumbering and consistency of constitutional language.
- 7.41.08.–11.** Renumbering.
- 7.42.d.** This change has been recommended by the Christian Community and Leadership Home Area, and places in the hands of the seminary leader responsibility for assigning the synod of roster to rostered ministers who are seminary teachers or administrators, in consultation with the seminary board. It further clarifies the purpose of roster assignment.
- 7.61.02.** See explanation for 7.31.02. above.
- 7.61.03.** Word and Service parallel to 7.31.03. above.
- ~~**7.61.04.**~~ Word and Service parallel to 7.31.04. above.
- 7.61.04.–05.** Renumbering.
- 7.61.06.** Renumbering and consistency of constitutional language.
- 7.61.07.** Renumbering, and Word and Service parallel to 7.31.07. above.
- 7.71.** Consistency of constitutional language.
- 7.71.01.** Consistency of constitutional language.
- 7.71.02.** Consistency of constitutional language.
- 8.20.** Change of title to reflect proposed changes in this chapter.
- 8.21.07.** Consistency of constitutional language.
- 8.23.** The changes to this provision are recommended by the Commission for a Renewed Lutheran Church (CRLC) and are designed to emphasize the importance of the many and varied entities that work alongside this church in meeting human need, as well as to broaden the understanding of the many ways in which this work may be carried out.
- 8.23.01.** The changes to this bylaw are recommended by the CRLC. Based on the expanded understanding expressed in 8.23., this bylaw would provide extended opportunities for affiliate relationships with this church through the churchwide organization.
- 8.41.** This change clarifies the formal relationship that may be established with independent Lutheran organizations (ILOs).
- 8.62.** Consistency of constitutional language.
- 9.21.01.** This change brings this bylaw into alignment with 7.31.03.g.

- 9.26.** These changes are intended to clarify the process of recognition and reception by the synods of additional congregations, especially as it relates to which body—the Synod Council or the Synod Assembly—votes upon the matter.
- 9.53.03.** These changes clarify the process for synod approval of amendments to congregation constitutions in conformity with the process described in the *Model Constitution for Congregations*, Chapters 16, 17, and 18. While a congregation must provide a copy of its constitution bylaws, and continuing resolutions to the synod, approval is required only for provisions that do not conform to the *Model Constitution*.
- 10.01.** The change to the provision relates to the revised process described in the proposed 10.01.03.
- 10.01.01.** Change to synod affiliation reported by the synods.
- 10.01.03.** The existing process for revising a congregation’s synod relationship is complicated by the need for the Churchwide Assembly to approve an amendment to the bylaws in order for the change to become part of the ELCA constitution. This amendment would allow the secretary of this church to enter a change directly into the ELCA constitution after the synods have amended their constitutions and have reported the change of relationship to the Office of the Secretary.
- 10.01.04.** This amendment reflects a change in terminology when referring to authorized worshiping communities and extends the synods’ authority to acknowledge authorized outreach ministries as well.
- 10.12.** The changes to this provision incorporate language from the existing 10.13. so that requirements for synod constitutions are separated from the general requirements for the *Constitution for Synods*.
- 10.13.** The changes to this provision specify the process for amending the *Constitution for Synods*.
- 10.21.03.** Change for inclusive language.
- 10.31.07.** Increased leadership opportunities for SAWC participants.
- 10.41.** Increased leadership opportunities for SAWC participants.
- 10.41.04.** This change would allow synods to include representatives of SAWCs and synod-authorized outreach ministries as voting members of the Synod Assembly.
- 10.52.** The change to the first sentence is consistent with the representational principles in Chapter 5, which make youth participation a goal, rather than a requirement. The second change is designed to increase leadership opportunities for SAWC participants.
- 12.31.01.** Change for clarity and for conformity with corporation law.
- 12.31.02.** The first change is for clarity and for conformity with corporation law. The change to 30 days’ notice parallels the requirement for a special assembly. Deletion of the requirement of publication in this church’s periodical reflects changes to technology and to communication.
- 12.31.03.** Expansion of relationship with synod-authorized worshiping communities.
- 12.41.11.** The opening paragraph clarifies that the principles and commitments in Chapter 5 inform the election of voting members of the Churchwide Assembly.

The formatting is improved so synods can more readily determine the requirements when they elect voting members.

The change to b. is for increased leadership opportunities for SAWC participants. The change to c. is for clarity. The language in e. is for clarity and for conformity with 5.01.e., 5.01.E19., and 5.01.K24., the latter of which sets an inclusion goal for members of historically underrepresented groups.

- 12.41.12.** This amendment would allow the Synod Council to choose voting members in cases where the Synod Assembly has failed to elect the full allocation of voting members, beginning nine months prior to the Churchwide Assembly.
- 12.41.13.** Increased leadership opportunities for SAWC participants.
- 13.11.** Increased leadership opportunities for SAWC participants.
- 14.15.** This change clarifies the distinction between the treasurer, who is elected by the Church Council, the presiding bishop, vice president, and secretary, who are elected by the Churchwide Assembly, and the chair of the Conference of Bishops, who is elected by the conference.
- 14.32.** Clarification of which Church Council members serve six-year terms.
- 14.32.03.** Clarification of eligibility for election to a full term of at-large Church Council members appointed to fill a partial-term vacancy.
- 15.21.** Relocation of language from 5.01.e. to a more logical placement.
- ~~**16.11.01.**~~ Redundant language, see 15.21.
- 17.11.** Increased leadership opportunities for SAWC participants.
- 17.50.04.** Consistency of constitutional language.
- 19.01.02.** Because the nomination and election process for presiding bishop, secretary, and vice president are directly parallel, the process has been combined into a single bylaw to cover all three.
- ~~**19.01.03.**~~ Redundant language.
- ~~**19.01.04.**~~ Redundant language.
- 19.03.01.** Establishment of the general principle governing eligibility for re-election of those persons appointed to fill vacancies.
- 19.03.02.** Renumbering.
- 19.04.** Increased leadership opportunities for SAWC participants.
- 19.04.01.** Increased leadership opportunities for SAWC participants.
- 19.05.04.** These changes clarify eligibility for election of those employed by or under contract to the churchwide organization.
- 19.05.06.** Clarification of eligibility for election to a full term of committee and board members and of at-large Church Council members who have served less than half a term.

- 20.22.04.** This amendment was recommended by the CRLC. It provides for equal cost-sharing between the churchwide organization and the synods of professional expenses related to misconduct investigations. The addition to b. provides for the possibility of the involvement of members of full communion partner churches on advisory panels in discipline investigations.
- 20.51.01.** Language related to disability and incapacity was updated for rostered ministers by the 2022 Churchwide Assembly. The same change is now being made for the elected officers of this church.
- 22.11.** This amendment was recommended by the CRLC. The change to a. would allow for the possibility of a special assembly amending the constitution in a single step, following recommendation of amendments proposed by the Church Council. The changes to b. would allow amendments introduced on the floor of the Churchwide Assembly to be ratified unchanged by a 2/3 vote of the Church Council within 12 months of the assembly, instead of waiting three years for the next Churchwide Assembly.
- 22.21.** This amendment was recommended by the CRLC. It would allow for bylaw amendments by a special assembly, not only by a regular assembly.

CONSTITUTION FOR SYNODS

- ‡S1.21. Because corporate seals are no longer in frequent use, the recommendation is to make this a non-required provision.
- †S6.04.02. This change reflects the goal established in 5.01.K24. of the ELCA constitution for inclusion of members of historically underrepresented groups.
- †S7.21. This change allows for lay voting members of the Synod Assembly to be elected either by the congregation or by the Congregation Council. Current language requires election by the congregation.
- †S7.21.02. Similarly, this change would allow either the congregation or the Congregation Council to elect replacement voting members for a special Synod Assembly.
- †S7.25. Increased leadership opportunities for SAWC participants.
- S7.26. This would allow synod-authorized ministers (SAMs) or representatives of synod-authorized worshiping communities or outreach ministries to serve as voting members of the Synod Assembly.
- †S8.21. Increased leadership opportunities for SAWC participants.
- †S8.31. Increased leadership opportunities for SAWC participants.
- †S8.41. Increased leadership opportunities for SAWC participants.
- †S8.51. Clarification of intended options.
- †S8.52. Clarification of intended options.
- †S8.53. Increased leadership opportunities for SAWC participants.
- ‡S9.02. Recommend making this a non-required provision to allow for situations where the person receiving the highest number of votes could be elected.
- S9.04. Clarification of election process in the event of tie votes.
- †S10.01. See explanation for 10.52 above.
- S10.05. Clarification, and establishment of the possibility that elected Synod Council members may receive compensation for other services provided to the synod.
- S10.06. For purposes of avoiding conflicts of interest, this provision allows synods to define where relatives of synod staff may or may not serve.
- S10.07. Renumbering.
- S10.08. Renumbering.
- S10.09. Renumbering.
- ‡S10.09.01. Renumbering, making a required bylaw, and refining language concerning electronic communication for meetings of the Synod Council.
- ‡S11.04. This provision is being made non-required.
- †11.11. Increased leadership opportunities for SAWC participants.
- †S13.01. See explanation for 9.26. above.

- S13.40.** See explanation for 10.01.04 above.
- †**S14.12.** See explanation for 7.31.02. above.
- †**S14.18.** Clarification of process in reporting the recommendations of a bishop's committee in cases of conflict between a pastor and congregation.
- †**S14.32.** See explanation for 7.31.02. above.
- †**S17.02.** Consistency of constitutional language.
- †**S18.12.** Clarification of amendment process.
- †**S18.13.** Consistency of constitutional language.

MODEL CONSTITUTION FOR CONGREGATIONS

- C1.02.** Insertion for comprehensiveness.
- *C5.04.** See explanation for †S7.21. above.
- *C7.03.** Consistency with 9.71.d. of the ELCA constitution.
- *C9.02.** Formatting for clarity.
- *C9.03.** See explanation for 7.31.02. above.
- *C9.06.** It is not always possible for a synod bishop to appoint an interim pastor for every congregation.
- *C9.15.** Provision is being changed to required. With the increasing use of exchangeability of rostered ministers with full communion partners, it is advisable that all congregations make allowance for that possibility.
- *C9.23.** See explanation for 7.31.02. above.
- C10.02.** The recommendation is to use a fixed percentage of voting members to request a Congregation Meeting, rather than the option of a given number of voting members.
- *C15.01.** Formatting correction and consistency of constitutional language.
- *C15.11.** It is more logical to cross-reference within the *Model Constitution*, rather than to make reference to the synod constitution.
- *C16.02.** Consistency of constitutional language.
- *C20.04.** It is more logical to cross-reference within the *Model Constitution*, rather than to make reference to the synod constitution.
- *C20.05.** It is more logical to cross-reference within the *Model Constitution*, rather than to make reference to the synod constitution.