

LUTHERAN THEOLOGICAL SEMINARY
GETTYSBURG, PENNSULVANIA
CONSTITUTION

Article I

- Section 1. The name of this institution shall be, "Lutheran Theological Seminary at Gettysburg, Pennsylvania."
2. This Seminary is the legal and historic successor of "The Theological Seminary of the General Synod of the Evangelical Lutheran Church in the United States, or the United Lutheran Church in America, or the Lutheran Church in America.
3. This Seminary is related to the designated synods of the Evangelical Lutheran Church in America, in accordance with the Constitution of the Evangelical Lutheran Church in America.
4. The objects of the Seminary are:
- a. To prepare men and women for the ordained ministry, especially in the Lutheran Church.
 - b. To prepare men and women for professional service in the Church in areas where ordination is not required.
 - c. To aid in the theological preparation of the laity for Christian responsibility.
 - d. To encourage and assist in the continuing education of pastors; and
 - e. To maintain a program of advanced study.
5. The principal office of the corporation shall be located on the campus of the Seminary in the Borough of Gettysburg, Adams County, Pennsylvania.
6. There is hereby adopted as the official seal of the corporation an insigne, a replica of impression of which is affixed adjacent hereto.
7. In the event that this Corporation shall be dissolved or cease to function as a seminary for the purposes set forth in Section 4 of this Article, then all the assets of this Corporation, real, personal or mixed, shall become the property of the designated supporting synods of this seminary in accordance with the Constitution of the Evangelical Lutheran Church in America, the share of each synod or its successor, in such assets to be in the same proportion as the aggregate financial support of that synod, or its successor, to this Corporation during the seven-year period immediately preceding the dissolution or cessation of the functions of this Corporation bears to the aggregate financial support of the synods, or their successors, to this Corporation during such seven-year period, subject however to whatever rights or interests, if any, which may exist in such assets in favor of any party other than said synod, or their successors, upon the dissolution or cessation of the functions of this Corporation, and provided that such synods and such organizations to which such disposition of the entire net assets of this Corporation shall be made, shall be organizations exempt from taxation under Section 501(c) (3) of the Internal Revenue Code as it now exists or may hereafter be amended.

ARTICLE II

Doctrinal Basis

The program of this seminary shall be in harmony with the Confession of Faith of the Evangelical Lutheran Church in America, which is as follows:

- Section 1. This church confesses the Triune God: Father, Son, and Holy Spirit.
2. This church 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.
3. This church 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.
4. This church accepts the Apostles', Nicene, and Athanasian Creeds as true declarations of the faith of this church.
5. This church 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.
6. This church 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.
7. This church 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.

ARTICLE III

Board of Directors

Section 1.

- a. The governance of this seminary shall be vested in a Board of Directors. Twenty directors shall be elected by the synods of Region VIII of the Evangelical Lutheran Church in America. The Division for Ministry of the Evangelical Lutheran Church in America shall name four directors. The bishops of Region VIII shall select two of their number as directors. The membership of the Board of Directors shall, as far as possible, fulfill the representative principles established by the Evangelical Lutheran Church in America.
- b. The president, the dean, the vice-president for stewardship development and seminary advancement, and the treasurer of this seminary shall be advisory members with seat and voice.
- c. The Director for Theological Education of the Division for Ministry of the Evangelical Lutheran Church in America shall be a consultative member with seat and voice.
- d. The president of the Student Association of this seminary and the presidents of the three resident classes of the student body shall be advisory members with seat and voice.
- e. The president of the Alumnae/i Council of this seminary and the president of the Friends of the Seminary at Gettysburg shall be advisory members with seat and voice.

2. The term of office of a director shall be four years except as otherwise provided in this constitution, and except that the terms of office of the directors elected by the synods after the effective date of this section shall be such as to give eventual effect to the requirements of subsection a of this section and of subsection a of Section 1 of this article. A director shall serve until a successor is elected. If a member of the Board of Directors is absent from two consecutive meetings without excuse, that office shall be declared vacant by action of the Board, upon recommendation of the Executive Committee.

- a. Directors shall be elected in such manner that the term of office of approximately one-fourth of them shall expire each year.
- b. The number of directors allocated to each synod of Region VIII shall be determined by the Board of Directors in proportion to the total number of confirmed members on the active roll of the supporting constituency.
- c. No elected member of the Board may succeed her/himself for a fourth consecutive full term.

- d. Vacancies in the Board of Directors shall be filled by the Synod Council of that synod involved until the next assembly of that synod, and where necessary upon nomination by the Division for Ministry of the Evangelical Lutheran Church in America.
 - e. Directors of this seminary shall be confirmed members on the active roll of a congregation of the Evangelical Lutheran Church in America.
3. A majority of the elected members of the Board shall constitute a quorum.
 4. Meetings:
 - a. The Board of Directors shall hold three regular meetings each year, one of which shall be the annual meeting, and such other meetings as may be determined by the Board or Executive Committee. Written notice of all meetings shall be mailed to all Board members, no less than 10 days before the meeting.
 - b. The annual meeting of the Board shall be the first meeting following the annual assemblies of the supporting synods.
 - c. Meetings shall be held at the Seminary at Gettysburg, unless otherwise designated by the Board or Executive Committee.
 5. Duties and Powers of the Board:
 - a. To govern and direct its policies, programs and procedures in conformity with the objects of the Seminary, as stated in Article I, Section 4, of this constitution.
 - b. To hold title to and manage all Seminary property and assets; to purchase, acquire, sell and convey, mortgage, pledge and otherwise dispose of real estate and all other property of whatsoever nature; to receive gifts and bequests; to establish salaries for faculty and administrative officers; and, to provide for the financial resources and fiscal contracts required to operate the Seminary.
 - c. To elect the president of the Seminary in consultation with the bishop of the Evangelical Lutheran Church in America and the board of its Division for Ministry and to elect and retain its faculty and administrative officers; and to discipline, suspend or discharge them, in accordance with the provisions of the Bylaws.
 - d. To grant such degrees as are properly awarded by the Seminary upon recommendation by the faculty.
 - e. To elect the officers of the Board at its spring meeting.
 - f. To empower the Executive Committee to act on its behalf between Board meetings.

6. Officers:
 - a. The Officers of the Board shall be Chair, Vice-Chair, Secretary, and Treasurer. The Chair and Vice-Chair shall be chosen from the elected members of the Board. The Officers shall be elected at a spring meeting.

7. Committees:
 - a. Executive Committee: There shall be an Executive Committee as provided in the Bylaws.

 - b. Standing Committees: There shall be
 - an Academic Affairs Committee
 - an Admissions Committee
 - a Property and Facilities Committee
 - a Development Committee
 - a Finance Committee
 - a Personnel Committee
 - a Student Life Committee
 - a Long Range Planning Committee

The chair of each standing committee shall be a member of the Board and, with the exception of the Admissions Committee and the Long Range Planning Committee, the majority of committee members shall be members of the Board.

 - c. Special committees may be appointed by the chair of the Board, with the approval of the Executive Committee. The chair and a majority of the Committee shall be members of the Board.

ARTICLE IV

Administration

Section 1. The President shall be a member of the Evangelical Lutheran Church in America. A two-thirds vote by written ballot of those present and voting shall be necessary for election. Following election, the president shall be duly installed in office, and at that time shall subscribe to the doctrinal basis of this seminary.

The president shall have faculty status.

2. The Board shall elect a Dean of the Seminary, if the program of this seminary requires such action. The dean shall have faculty rank and status. Provisions for the election and dismissal of faculty members shall apply.

3. The Board shall elect a librarian according to the procedures for the election of faculty members. A librarian shall have faculty rank and status.

4. The Board may elect such other administrative officers as are necessary. The area of assigned service and authority shall in each case be specifically defined.

ARTICLE V

Faculty

- Section 1. The Board of Directors shall elect members of the faculty and determine their academic rank and status upon recommendation of the president after consultation with the faculty, the dean and the Academic Affairs Committee. A two-thirds vote of those present and voting, by written ballot, shall be necessary for election.
2. a.. Professors and associate professors shall be installed into their office, at which time they shall subscribe to the doctrinal basis of this seminary (except as noted in sub-paragraph "c"). Installation of associate professors shall take place with the granting of tenure.
- b. Professors and associate professors normally shall be ordained members of the Lutheran Church.
- c. A professor or associate professor who is not a member of the Lutheran church, while not required to subscribe to the doctrinal basis of this Seminary, will be required to affirm the faith to which the Scriptures and the ecumenical creeds bear witness and to pledge to teach in conformity with that faith.

ARTICLE VI

Students

- Section 1. This seminary shall be open to such students as meet the established qualifications for entrance and agree to the regulations of this seminary.
2. A student may be suspended or dismissed by the faculty:
- a. For failure to maintain required minimum academic standing.
- b. For any behavior which in the judgment of the faculty and upon recommendation of the Student Conduct Board does not justify continuance in the Seminary.
- c. For violation of academic integrity which in the judgment of the faculty and upon the verdict of the Honor Board does not justify continuance in the Seminary.

ARTICLE VII

Amendments

This constitution may be amended at any regular meeting of the Board of Directors by a two-thirds affirmative vote of the members of the Board present and voting, provided that the proposed amendment first has been submitted in writing at a previous regular or special meeting of the Board, at least three months prior to the intended date of its adoption, and provided also that a copy of the proposed

amendment be mailed to each member of the Board accompanying the notice of the meeting at which it is proposed to be adopted.

BYLAWS

ARTICLE I

Board of Directors

Section 1. Manner of Acting:

a. Majority:

The act of a majority of the directors present at any meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by the Constitution or by these Bylaws. Upon unanimous approval of the Executive Committee a two-thirds approval of a mail vote shall be deemed valid.

b. Signatures Required:

The president of the Seminary, chair of the Board, the secretary of the Board, or the vice president for finance and administration are authorized to act as official signatories in all financial matters. Any two of those listed above shall be required for signing of official financial documents. Contracts for the sale of real estate, also leases, mortgages, deeds, and other evidences of indebtedness or other legal documents may be executed only when there has been specific direction by the Board of Directors. The signatory to such documents shall be the president of the seminary or the treasurer of the seminary upon delegation of the president.

c. Rules of Order:

Except where specifically stated in these constitution and bylaws, Robert's Rules of Order, latest edition, shall determine the parliamentary procedures for all meetings.

Section 2. Officers and Duties:

a. Tenure and Manner of Election:

The officers of the Board shall each serve for a period of two years or until their successors are duly elected, and except for the treasurer shall be eligible for election for not more than three consecutive full terms.

The chair shall appoint a nominating committee prior to each election of officers, which shall present not more than two nominations for each officer to be elected. Additional nominations from the floor shall be in order.

b. Removal:

Any officer elected by the Board may be removed by the Board upon ceasing to be a member of the Board of Directors or when the position on the Board is declared vacant by action of the Board pursuant to Article III, Section 2 of the Constitution.

c. Chair of the Board:

The chair of the Board shall call all meetings of the Board and of the Executive Committee. The chair shall call special meetings of the Board upon the request of the Executive Committee or upon the written request of any seven members of the Board. The chair shall preside at all meetings of the Board and of the Executive Committee, and shall annually appoint the standing committees.

The chair shall perform such other duties incident to the office of chair of the Board and such other duties as may be prescribed by the Board of Directors from time to time.

d. Vice-Chair:

In the absence of the chair or in the event of the chair's inability to act, the vice-chair shall perform the duties of the chair of the Board, and when so acting, shall have all of the powers and duties conferred upon the chair. The vice-chair shall also perform such other duties as may from time to time be assigned by the chair, the Executive Committee, or by the Board of Directors.

e. Secretary:

The secretary shall keep the minutes of the meetings of the Board of Directors and of the Executive Committee, shall receive and file for record reports of committees of the Board, see that all notices are duly given in accordance with the provisions of the Constitution and these Bylaws, be custodian of the corporate records and of the seal of the corporation, see that the seal of the corporation is affixed to all documents, the execution of which on behalf of the corporation is duly authorized in accordance with the provisions of the Constitution or these Bylaws, keep a register of the post office address of each member of the Board, and in general perform all duties incident to the office of secretary and such other duties as may from time to time be assigned by the chair or by the Board of Directors.

f. Treasurer:

The treasurer shall give bond for the faithful discharge of all duties in such sum and with such surety or sureties, as the Board of Directors shall determine. The treasurer shall have charge and custody of and be responsible for the safe keeping of all funds and securities of the corporation, receive and give receipt for monies due and payable to the corporation from any source whatever, and deposit such monies in the name of the corporation in such banks or other depositories as shall be

selected by the Board of Directors; and in general shall perform all the duties incident to the office of treasurer and such other duties as may from time to time be assigned by the chair or by the Board of Directors.

The treasurer shall present to the Board at the end of each fiscal year, and when otherwise requested by the Board, a full statement of the financial condition of the corporation. The treasurer may be a banking institution.

ARTICLE II

COMMITTEES, SPECIAL INTEREST INSTITUTES AND OFF-CAMPUS CENTERS OF LEARNING

Section 1. Executive Committee

The Executive Committee shall consist of the chair, the vice-chair, and the secretary of the Board, the chair of the standing committees, and two additional members, one of whom shall be a synod bishop, selected by the Board chair. When the Board officers, chairpersons of the standing committees, and additional members are selected, care shall be taken to ensure that at least one-third of the supporting synods are represented on the Executive Committee. The president of the Seminary, the dean, the vice president for stewardship development and seminary advancement, and the treasurer of the Board shall be advisory members. Between meetings of the Board, the Executive Committee shall act for the Board in all matters except those in Bylaws, Article I, Section 1, b, and the Committee shall not rescind or contravene earlier actions of the Board. It may receive reports from all standing and special committees, and direct the action of said committees until the next Board meeting. It shall consult with and assist the president of the Seminary. It shall adopt the proposed agenda for the next meeting of the Board of Directors.

Section 2. Standing Committees

a. Academic Affairs Committee

The Academic Affairs Committee shall consist of at least five Board members. The Committee shall keep the Board informed as to trends in theological education.

The Committee shall keep the Board informed as to the Seminary's academic policies and philosophy, and make recommendations to the Board. The Committee shall be charged with the responsibility of participating with the faculty in curricular studies and changes. It shall participate with the faculty and president in the search for new faculty members and give its counsel to the president as the president prepares his/her recommendations to the Board of Directors for the election of new faculty members. It shall hear reports on the evaluation of faculty. This committee shall review proposals for sabbatical leaves and make appropriate recommendations to the Board. This committee shall be concerned with each location where permanent extension courses are being provided by the Seminary. This committee shall also perform such

other duties as may be assigned to it by the Board or the Executive Committee.

b. Property and Facilities Committee

The Property and Facilities Committee shall be composed of at least three Board members. This committee shall be charged with the function of studying the physical needs and improvements of all real property owned or leased by the Seminary, shall oversee the technological infrastructure and equipment of the Seminary, shall recommend to the Board such major repairs, improvements, or replacements of or additions to property and equipment as it deems necessary or advisable, and between meetings of the Board may initiate such changes as can be made within budgetary limits, subject to later approval by the Board of Directors. This committee shall also perform such other duties as may be assigned to it by the Board or the Executive Committee.

c. Development Committee

The Development Committee shall consist of at least five Board members and such other persons who are interested in the welfare of the Seminary, including representation from the Friends of the Seminary, the Alumni/ae Council, the faculty and the Student Association. This committee shall provide counsel, guidance and help to the Office of Development, its director and staff.

d. Finance Committee

The Finance Committee shall consist of at least five Board members. This committee shall be charged with the responsibility of recommending fiscal policies to the Board. It shall receive reports from the treasurer and shall assist the treasurer in the management of the finances of the Seminary. On the advice of the treasurer and the investment adviser of the Seminary, it shall make such changes in investments as it deems proper and shall report such changes to the Board. In cooperation with the administration, it shall prepare an annual proposed budget for presentation to and action by the Board, and it shall provide an annual audit of the treasurer's records and funds.

e. Personnel Committee

The Personnel Committee membership shall consist of at least five Board members.

The duties of the Personnel Committee shall be:

1. to develop, review and revise necessary policy statements for:
 - a. conditions of employment for faculty and staff;
 - b. appointment, promotion, renewal and tenure of faculty;
 - c. sabbatical and other leaves;

- d. resignation, retirement, termination and dismissal of faculty and staff;
 - e. retrenchment for reasons of financial exigency.
2. to develop criteria and means of peer evaluation for faculty.
 3. to develop criteria and means of evaluation for staff.
 4. to develop methods for determining compensation and compensation ranges for faculty and staff.
 5. to perform such other duties assigned to it by the Board or Executive Committee of the Board.

f. Student Life Committee

The Student Life Committee shall consist of eleven persons, including six Board members. By invitation of the committee, other persons may serve as regular or special consultants with voice but no vote.

The duties of the Student Life Committee shall be:

1. to bring to the attention of the Board of Directors, after consultation with the Student-Faculty Relations Committee or the Community Life Committee, and the administration, matters which concern the student body and make recommendations to the Board concerning such issues.
2. to serve as a communication channel between the Board and the student body.

g. Long Range Planning Committee

The Long Range Planning Committee shall consist of nine persons, including at least three Board members, no more than three former chairpersons of the Board of Directors, and augmented by appropriate representation by the administration and faculty. This committee, which shall meet at least once a year, shall provide counsel, guidance, and assistance to the Executive Committee in the area of long range planning for the seminary.

h. Admissions Committee

The Admissions Committee shall consist of up to fifteen persons, including at least three Board members, two faculty members, two alumni/ae, and two students. The committee shall assist the seminary office of admissions in maintaining and implementing a strategy for identifying and nurturing mission leaders for the Evangelical Lutheran Church in America, with particular attention to the constituencies of ELCA Region 8 and LTSG alumni/ae. Committee members shall serve a liaison function between admissions staff and the various seminary constituencies involved in identifying and nurturing candidates. A

primary goal of the committee shall be to foster a larger pool of ELCA candidates for ministry and an increase in prospective students for LTSG.

Section 3. Special Interest Institutes and Off-Campus Centers of Learning

- a. From time to time the Seminary may, by action of the Board of Directors, establish an institute or center, which offers special resources in a particular area beyond those of the regular curriculum. Normally, an institute or center will have a director who is a member of the faculty.
- b. Establishment of an advisory council shall be authorized by the Board of Directors, with membership determined by presidential appointment.
- c. The purpose of an advisory committee is to offer input and recommendations to the director and seminary administration regarding programmatic directions and emphases.
- d. The director of an institute or center reports administratively to the president or the dean.
- e. Each advisory council shall prepare for the Board of Directors its own operational guidelines for the Board's approval and in all things, shall be subject to the rulings of the Board of Directors of this Seminary.
- f. The budget for the institute or center may be provided by the regular seminary budget and/or through designated gifts and endowment. Annual expenditures shall be approved by the president and the treasurer. All financial matters of a center or institute shall be included in the annual seminary audit.
- g. Each advisory council shall submit at least an annual report at the annual meeting of the Board of Directors and may report more frequently with recommendations.

ARTICLE III

Administration

Section 1. President of the Seminary

Among the duties of the president shall be the following:

- a. To serve as executive officer of this seminary;
- b. To serve as chair of the Faculty;
- c. To promote the objects of this seminary and its ideals of scholarship;
- d. To encourage Christian fellowship and concord in the Seminary community;
- e. To foster living relationships between this seminary, its supporting synods, the Evangelical Lutheran Church in America, and its Division for Ministry;

- f. To give attention to the devotional and worship life of the faculty and students;
- g. To provide leadership for and participation in the seminary's program of advancement and development;
- h. To exercise such disciplinary power as is hereinafter prescribed;
- i. To appoint faculty committees; and
- j. To present to the Board an annual written report on the state of the Seminary.

Section 2. Vacancy in the Office of President:

- a. Upon the death or resignation of the president of the Seminary, the office shall be vacant. Also, the Board of Directors may declare the office of president to be vacant in the event that the incumbent becomes too ill or disabled to carry on the duties of the office.
- b. When the office of president becomes vacant, the Board of Directors shall meet and shall appoint an acting president, who shall, during the period of the vacancy, have all the duties and powers of president. An acting president shall be appointed after consultation with the faculty.

Section 3. Removal of the President

- a. If definite charges of inefficiency or neglect of duty be preferred against the president and be presented in writing to the chair of the Board by three responsible persons, the chair shall bring a copy of the charges to the president privately. If the chair shall deem the charges sufficiently serious, the chair shall bring the charges to the Board. The Board may cite the president to appear, and after reasonable notice has been given in writing, proceed to hear evidence upon the preferred charges. If the president shall refuse to appear, or unnecessarily delay appearance, the Board may hear evidence and come to a decision. A two-thirds affirmative vote of those present and voting shall be necessary to sustain the charges. In case the charges are sustained, the Board of Directors shall have the power to suspend or dismiss the president upon a two-thirds affirmative vote of those present and voting.
- b. If the charges involve false doctrine or un-Christian conduct by a president with clerical status, the matter shall be referred to the synod of which the president is a member for disciplinary action in accordance with the provisions of Section II, Item 13 of the Bylaws of the Evangelical Lutheran Church in America.

Section 4. Dean of the Seminary:

- a. The dean shall be a teaching member of the faculty. The teaching load of the dean may vary with the particular needs of both the office and the dean's academic discipline.

- b. The dean shall be the administrative officer in academic matters responsible to the president. The dean shall oversee and enable the academic processes of this seminary relating both to faculty and students. The dean shall function in all the academic affairs of the Seminary executing the policies of the faculty and its committees. The dean shall be a member, ex officio, of all faculty committees and provide them the staff assistance of the office of the dean as appropriate. The dean shall act for the president in the president's absence and seek the president's concurrence before making decisions.
- c. In order that academic affairs remain not only the uppermost concern of this office but also receive consistent attention, the job description of this office shall not be overburdened with the general administration of the Seminary.
- d. The dean shall be elected to a five-year term by the Board of Directors upon nomination by the president following consultations with the faculty and Academic Affairs Committee of the Board of Directors. Normally, the number of terms for which any one person shall be eligible to serve in this office shall be limited to two successive terms. These term limitations, however, do not apply to the teaching component of the dean's responsibility since that involves a faculty position that is governed by tenure provisions, which apply to all faculty positions.
- e. At least six months prior to the conclusion of a term, the dean shall undergo an evaluation carried out according to seminary policy for the evaluation and re-election of the Dean of the Seminary. The president shall consider the report from this evaluation and shall consult with the faculty regarding its recommendation before presenting to the Academic Affairs Committee of the Board a recommendation regarding re-election of the dean. The Academic Affairs Committee of the Board shall make the recommendation regarding re-election to the Board for final action. If the dean is not re-elected, the process outlined in paragraph d above shall be followed.
- f. In the event of the dean's sabbatical, an Acting Dean shall be appointed by the Board of Directors upon recommendation of the president after consultation with the faculty.

ARTICLE IV

Faculty

Section 1. Meetings:

The faculty shall determine the time, place, and manner of holding its meetings, elect its own secretary, and keep proper records. A majority shall constitute a quorum.

Section 2. Duties and Powers:

In addition to its teaching responsibilities, the duties and powers of the faculty shall be:

- a. to establish academic aims and policies;
- b. to determine the basic curriculum subject to the approval of the Board;
- c. to determine and maintain academic standards and grading policies;
- d. to establish the time and manner of examinations;
- e. to admit students according to established policies and procedures;
- f. to recommend to the Board candidates for degrees;
- g. to suspend or dismiss students for cause; and
- h. to determine the academic year.

Section 3. Tenure:

Tenure shall be reserved for a member of the faculty who achieves the rank of associate professor or professor. The Board shall take action on promotions in academic rank upon recommendation by the president of the Seminary after his/her consultation with the faculty, the dean and the Academic Affairs Committee. A two-thirds affirmative vote of those present and voting shall be required for promotion.

Section 4. Academic Rank:

The following academic ranks shall be established: lecturer, instructor, adjunct professor, assistant professor, associate professor, professor, and professor emeritus/a.

- a. The rank of lecturer shall usually be given to one who carries part-time teaching responsibilities.
- b. The rank of instructor shall usually be given to one who carries full-time teaching responsibilities.
- c. The rank of assistant professor shall usually be given to a person at the beginning of a career in the Seminary when it is clearly the intention of the Board of Directors that tenure may later be achieved.
- d. The rank of associate professor shall usually be given to a person who has completed three years of satisfactory work as assistant professor.
- e. The rank of professor shall usually be given to a person who has completed three years of satisfactory work as associate professor and who has earned a doctor's degree (or its equivalent).

Section 5. Visiting Professor:

A member of the faculty on leave from another educational institution or from service in the church shall usually be appointed as a visiting professor or lecturer.

Section 6. Leaves:

The Board shall provide sabbatical or other leaves for a faculty member upon the recommendation of the president and in accordance with stated policies governing faculty evaluation and sabbatical leaves.

Section 7. Removal of Faculty Members:

If definite charges of neglect of duty or incompetence be preferred against any ordained member of the faculty or if definite charges of neglect of duty, incompetence, false doctrine, or un-Christian conduct be preferred against any unordained member of the faculty and if these charges are presented in writing to the president of the Seminary by one or more responsible persons, the president shall bring a copy of the charges to the person concerned privately. If the president finds that further action is required, it shall be the president's duty to assure an orderly consideration of the charges in accordance with policies established by the Board which shall guarantee reasonable due process protections for the faculty member including at least a written statement of the charges, adequate notice, access to all primary information and documents, peer review, a record of the proceedings, access to an advocate of the faculty member's choice, the opportunity to question and cross-examine those preferring charges, exclusion of persons from decision-making with a conflict of interest, and the right of appeal.

The findings from these considerations shall be conveyed to the Board of Directors for disposition. The Board shall consider the charges and recommendations in a manner protecting the human and civil rights of all parties and take whatever action it deems appropriate from dismissal of charges to removal of the faculty member upon a two-thirds vote of the members of the Board present and voting. No less than fourteen directors present and voting shall be required to censure, suspend, or remove a member of the faculty from office.

If the charges involve false doctrine or un-Christian conduct by an ordained member of the faculty, the matter shall be referred to the synod of which the faculty member is a member for disciplinary action in accordance with the provisions of Section II, item 13 of the Bylaws of the Evangelical Lutheran Church in America.

ARTICLE V

Amendments

These bylaws and any subsequent amendments may be amended by a two-thirds vote of the members of the Board of Directors present and voting at any meeting of the Board, provided, however, that notice of the proposed change in the Bylaws shall have been mailed to each member of the Board, together with a copy of the proposed changes, within the same time and in the same manner as notices of meetings are required to be given in the Constitution or these bylaws.

Constitution and Bylaws

Adopted May 5, 1964

Amended May 10, 1966; May 6, 1969; October 20, 1971; April 30, 1975;
April 26, 1978; October 18, 1978; October 17, 1979; January 13, 1982;
April 21, 1982, April 21, 1988, April 18, 1991, April 15, 1993
September 30, 1993, October 20, 1998, October 21, 1999, January 27, 2000, May 2,
2001, October 17, 2001