



68TH REGULAR CONVENTION

The Lutheran Church—Missouri Synod July 29–Aug. 3, 2023 | Milwaukee, Wis.

1 Resolved, That we recognize, remember, and give thanks to God for the good and godly work the many alumni of CUP have done and will continue to do in our congregations and communities; and be it finally

Resolved, That we give voice to our thanks and praise to God for working through CUP, and pray His continued guidance, as we rise and sing the common doxology.

To Call Concordia University Texas Leadership to Repentance

6 RESOLUTION 7-03

7 Reports R1, R14, R64 (CW, 1–3, 64–69, 173–79); Overture 7-18 (CW, 359); Report LR67 (TB, 1:30–34)

WHEREAS, Concordia University Texas (CTX), since its founding in 1926 by The Lutheran Church—Missouri Synod (LCMS), has operated and been governed under the Constitution and Bylaws of the Synod; and

WHEREAS, On Nov. 8, 2022, a majority of the CTX Board of Regents (BOR) voted to take action unilaterally to modify the CTX bylaws and articles of incorporation (the "governing documents") in an attempt to make the BOR a self-appointing, self-perpetuating board, no longer subject to the Bylaws of the Synod; and

WHEREAS, This purported separation was in direct contradiction to the Constitution and Bylaws, which the officers of the Synod and its agencies are obligated to uphold and implement (See Bylaw 1.4.3 and 1.4.5); and

WHEREAS, The Fourth Commandment requires that we honor our authorities, the Seventh Commandment protects the property of all, and the Ninth and Tenth Commandments protect us from all evil desires which lead to the breaking of all the other commandments; and

WHEREAS, This purported separation has caused great offense and division within the Church body; and

WHEREAS, Many throughout the Synod recognize that this action, if allowed to stand, will deprive the Synod and its congregations of an institution to train and certify men and women for professional church work and to aid the church in its mission to vigorously make known the love of Christ to all students enrolled at the university; and

WHEREAS, The report, "Ecclesiastical Visitation of Concordia University Texas" (Report R64, *Workbook*, 173–79), makes it clear that CTX has undergone significant mission and theological drift away from LCMS doctrine and practice on many issues, including Diversity, Equity, and Inclusion (DEI), especially programs that relate to sex, gender, marriage, and family, leading the university away in significant mission drift from the biblical positions and practices of the LCMS; and

WHEREAS, The President of the Synod, Synod Board of Directors (BOD), and Concordia University System (CUS) BOD admonished the CTX BOR that it did not have authority unilaterally to modify its governing documents, and that its purported separation, action was illegitimate, null and void and contrary to the Bylaws; and

WHEREAS, The President of the Synod, the Synod BOD, and the CUS BOD engaged in extensive communications with the CTX BOR, including in-person meetings and multiple correspondence ("Walking Away: Concordia University Texas Holds to 'Ill-Advised Course," *Reporter*, June 2023), in an effort to persuade the CTX BOR to correct its illegitimate and wrongful purported separation and to restore CTX's governing documents to be compliant with the Bylaws; and

WHEREAS, The Synod BOD submitted to the Commission on Constitutional Matters (CCM) several questions regarding the CTX BOR Nov. 8, 2022 action, and its purported attempt to unilaterally change CTX's governing documents, both with respect to the process CTX followed and with respect to the action taken; and

WHEREAS, Upon receiving the questions from the Synod BOD, the CCM, pursuant to Bylaw 3.9.2.2 (b), invited input from the President of the Synod, the Synod BOD, the CUS BOD, the boards of regents of all CUS universities, the CUS President, and Synod legal counsel, providing ample time for all of these interested persons and entities to provide input regarding the questions presented by the Synod BOD; and

WHEREAS, The CTX BOR, accordingly, was given notice of the questions submitted by the Synod BOD to the CCM and was given ample time to provide input with respect to those questions before the CCM issued its opinion; and

WHEREAS, CCM Opinion 23-3006 ("University Board of Regents Unilateral Separation") concludes, in part, as follows:

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- Bylaw 3.3.4.10 authorizes the Synod Board of Directors to obtain from any agency of the Synod all records and
 other information relative to the property of the Synod and to matters over which the Board of Directors has general
 oversight.
- That every board and every university of the Synod is an "agency" of the Synod as defined in Bylaw 1.2.1 (a).
 - That every agency of the Synod is bound by the Constitution, Bylaws, and Resolutions of the Synod (Bylaw 1.4.5)
 and therefore any action taken by an agency which contradicts the Constitution, Bylaws, or resolutions of the Synod
 is null and void.
 - That a Synod university which wishes to change its articles of incorporation or its bylaws is required to receive advance approval from the CCM under Bylaw 3.9.2.2.3 (a) and failure to do so makes any such change null and void and unable to be put into practice.
- That the boards of regents and individual members of the CUS universities have a fiduciary duty to the Synod under Bylaw 3.10.6.4 (i).
 - That a board of regents of a CUS university does not have authority to unilaterally change its governance model from that described in Synod Bylaws or to unilaterally amend its articles or bylaws without prior approval.
 - That any purported change to the bylaws or articles of incorporation of a CUS university made without the approval of the CCM is "null and void."
 - That individual members of a CUS university board of regents each have a duty to comply with the Synod Constitution Bylaws, and resolutions.
- 19 and
 - WHEREAS, Bylaw 3.9.2.2 (c) states that an opinion rendered by the CCM "shall be binding on the question decided unless and until it is overruled by a convention of the Synod"; and
 - WHEREAS, On April 4, 2023, the CTX BOR took action to affirm its illegitimate and wrongful purported separation; and
 - WHEREAS, Following the issuance of CCM Op. 23-3006, in a letter dated May 9, 2023, the Synod BOD, pursuant to its authority under Bylaw 3.3.4.10, as referenced in the CCM Opinion, requested information from the CTX BOR relating to the Synod BOD oversight responsibility; and
 - WHEREAS, In a letter from its chairman dated May 17, 2023, the CTX BOR refused to provide the information requested by the Synod BOD, asserting that CTX is not subject to the Bylaws; and
 - WHEREAS, The CTX BOR, the CTX president and certain CTX administrators have steadfastly refused to accept the advice and admonition of the President of the Synod, Synod BOD, and CUS BOD, and have overtly and directly defied the final and binding CCM Op. 23-3006; and
- WHEREAS, Neither the CTX BOR nor any of its members nor the CTX president and administration have sought to overrule CCM Op. 23-3006; therefore be it
 - Resolved, That the Synod in convention affirm CCM Op. 23-3006 in its entirety; and be it further
 - *Resolved*, That the Synod in convention affirmatively conclude that the CTX BOR members who voted in favor of the April 4, 2023 action that affirmed the CTX BOR's purported separation have acted in direct conflict with the Constitution and Bylaws, as well as CCM Op. 23-3006; and be it further
 - *Resolved*, That the Synod in convention affirmatively conclude that the CTX president and those CTX administrators who have advocated for and supported the purported separation have acted in direct conflict with the Constitution and Bylaws; and be it further
- 41 Resolved, That the Synod in convention encourage the appropriate ecclesiastical supervisors to investigate and to determine any appropriate disciplinary action that should be taken against the CTX president and any member of the CTX BOR who is a rostered church worker; and be it further
- *Resolved*, That the Synod in convention encourage the President of the Synod, LCMS BOD, the CUS and its board, and the appropriate district presidents to take all appropriate actions to address this situation; and be it further

Resolved, That the Synod in convention call upon the CTX president, those CTX administrators who have advocated for and supported the purported separation, and the CTX BOR to submit to the governance of the Synod as laid out in the Constitution and Bylaws; and be it further

Resolved, That the Synod in convention call upon the CTX president, those CTX administrators who have advocated for and supported the purported separation, and the CTX BOR to repent for having broken the Fourth, Seventh, Ninth, and Tenth Commandments, and to apologize publicly for the illegitimate and wrongful purported separation; and be it finally

Resolved, That the President of Synod stand prepared to grant holy absolution to those who repent and want to do better by rescinding their actions resulting in reconciliation and restoration.

To Revise Bylaws to Revisit and Renew Relationship of Colleges and Universities with the Synod

11 RESOLUTION 7-04

12 Overtures 7-01–09 (CW, 349–55); Report LR69 (TB, 1:40–47); Overture L7-27 (TB, 1:52–75)

Preamble

- The following proposed convention action, having to do with the Concordia University System (CUS), represents the culmination of the collaborative process set forth by 2019 Resolution 7-03 ("To Direct a Collaborative Process to Propose a New Governance Plan") to propose a new governance plan for CUS that (as the resolution directed) strengthens all CUS institutions' connection to the Synod, strengthens their confessional Lutheran identity and reflects intensive and extensive review of the composition, size, and selection of their boards of regents, the process of selecting their presidents; the overall governance of the system by the CUS and the boards; and the financial model for the institutions.
- This proposal aims to respond effectively—with realism, faithfulness, and hopefulness—to decades of higher education change. What were once colleges devoted almost exclusively to the training of sons and daughters of Synod congregations for church work have—through a process that began as early as 1947, with the development of the "senior college" concept, and that accelerated with each subsequent decade—completely transitioned to four-year, regional universities, reliant on sources outside the Synod for the vast majority of their material operating inputs. A few details are important:
 - The colleges once served a "captive Synod audience" of traditional, residential undergraduate students studying in a limited number of academic programs on campuses oriented principally or exclusively toward church work or final pastoral formation at seminary. Today, the universities offer, to a confessionally diverse student population, dozens of competitive online and on-ground undergraduate and masters, doctoral, and professional degrees and programs in a wide variety of disciplines including health care, engineering, education, criminal justice, etc.
 - Across the board today, church work (4 percent) and member-congregation students (11 percent) are a small minority on each campus and tuition and fees (especially from profitable, largely graduate, almost exclusively non-church-work programs), grants, and gifts from the faithful, from alumni, and from surrounding communities have replaced a Synod subsidy as principal financial means. Only approximately 5–6 percent of graduates of Synod congregations attend a Concordia university.
 - With the size of the schools' operating budgets, their principal reliance on non-Synod sources of income, their responsibility to those providing those inputs (including the federal government and students seeking degrees in non-church work programs), their expanding but variously-structured endowments, and their potential liabilities vastly outweighing the value of the schools' properties, necessitate that any sweeping rearrangement of the CUS be far more complex than a simple application of present Synod bylaw mechanisms (e.g., Bylaw 3.6.6.4) or a simple convention action.
 - It is no longer practical to contemplate empowering any single Synod board to coordinate the business and financial operations of the universities as they presently exist and operate as a unitary whole. Even the few existing layers of authorization in left-hand kingdom matters (e.g., administration, finance, real estate, budget, information technology) have engendered uncertainty regarding the relative roles of CUS, the Synod Board of Directors (BOD), and the boards of regents, although the latter are clearly intended to be the schools' "governing bodies corporate."
 - While schools' cash flow and other financial needs were once met with granting by the Synod or lending of funds
 deposited by other Concordias, this can no longer be the case. Today the CUS no longer manages lines of credit to
 the schools. Instead, the Lutheran Church Extension Fund and other banks finance the borrowing by schools based
 on their individual financial circumstances. Neither does the Synod have the resources, even if all other activity