

C O N S T I T U T I O N

CONFERENCE OF GRAND MASTERS
PRINCE HALL MASONS, INC. (PHA)



Approved May 16, 2009

Adopted May 19, 2012

Ratified May 18, 2013

CONSTITUTION

Article

NAME

The name of this organization shall be Conference of Grand Masters, (COGM) Prince Hall Masons, Inc. (PHA).

Article II

PURPOSE

Section 1: The Conference of Grand Masters provides an opportunity for mutually recognized jurisdictions and their subordinate bodies to engage in fraternal communication and Masonic fellowship.

Section 2: The Conference of Grand Masters provides an opportunity for unification of Prince Hall Grand Lodges and other affiliated Masonic Bodies to address issues of common interest relative to both the institution of Freemasonry and the profane world.

Section 3: The Conference of Grand Masters is committed to the universal promotion and perpetuation of Prince Hall Freemasonry throughout the world.

Section 4: While the Conference of Grand Masters has no legislative authority, it may recommend procedures that each jurisdiction will be encouraged to adopt. Under no circumstances will the Conference of Grand Masters interfere with the governance or operations of a jurisdiction unless such involvement is requested in writing by the jurisdiction.

ARTICLE III

COMPOSITION

Section 1: The Conference of Grand Masters (COGM) is composed of all Prince Hall Grand Lodges through the world that adhere to the customs and usages uniquely and commonly practiced by the general membership of the Prince Hall Masons Inc. sodality and that meet the requirements established by the Conference of Grand Masters in article IX herein.

Section 2: The Conference of Grand Masters has the full power to determine its membership and composition. Changes to the membership and composition require a two-thirds (2/3) vote of the Executive Committee together with all sitting Grand Masters present.

ARTICLE IV

MEETINGS

Section 1: The Conference of Grand Masters shall meet annually beginning the Wednesday after Mother's Day. This meeting shall be referred to as the Annual Conference.

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Section 2: Business of the Conference of Grand Masters shall be conducted in General Session and/or Executive Session.

- a) General Session: The General Session shall be open to registered members from a jurisdiction in good standing with the Conference of Grand Masters and has the approval of their Grand Master.
- b) Executive Session: The Executive Session is open to members of the Executive Committee (and all sitting Grand Masters for the election of President) (Article XVII).

ARTICLE V QUORUM

Section 1: Grand Masters One Third (1/3) of the jurisdictions registered at the preceding "Annual Meeting" shall establish a quorum.

ARTICLE VI MEMBERSHIP

Section 1: The Conference of Grand Masters, Prince Hall Masons shall consist of Prince Hall Affiliated Grand Lodges throughout the world.

Section 2: Membership to the Conference of Grand Masters is jurisdictional and not individual.

ARTICLE VII VOTING DELEGATES

Section 1: Voting delegates in the General Session are: Grand Masters, Actual Past Grand Masters, Deputy Grand Masters, and all elected conference of Grand Masters officers.

Section 2: By notifying the Conference of Grand Masters President in writing, a Grand Master may authorize a member of his jurisdiction to serve as his proxy.

Section 3: Non-voting delegates consist of Grand Wardens, Grand Secretaries, Grand Treasurers, and Chairman of Committees on Foreign Correspondence. Non-voting delegates may take part in discussion in General Session.

Section 4: Other non-voting Grand Lodge elected Officers may attend the annual session with the approval of their Grand Master. All attendees must pay the appropriate registration fees unless the Executive Committee grants a written exemption.

ARTICLE VIII FISCAL YEAR

The Conference of Grand Masters Prince Hall Masons Incorporated, fiscal year begins July 1, and ends June 30.

**ARTICLE IX
FEES**

- Section 1: Membership: Each member-jurisdiction must pay to the Conference the appropriate membership dues established by the Conference. Dues must be paid no later than the 15th of April.
- Section 2: Registration: Each conference attendee must pay the established registration fee to attend any conference session.
- Section 3: No jurisdiction can be seated at the Conference until all dues are paid. The sister organization cannot be seated unless the Masonic organization is current.
- Section 4: The Conference may waive or exempt some or all fees for certain invited guests.

**ARTICLE X
ELECTED OFFICERS**

- Section 1: President: The president must be a *Seated* Grand Master or an *Actual* Past Grand Master.
- Section 2: Vice President: Must be a *Seated* Grand Master or an *Actual* Past Grand Master.
- Section 3: Executive Secretary: Must be an *actual* Past Grand Master from a jurisdiction that is a financial member of the conference of Grand Masters.
- Section 4: Executive Treasurer: Must be an *actual* Past Grand Master from a jurisdiction that is a financial member of the conference of Grand Masters.
- Section 5: Seven Actual Past Grand Masters referred to as Member-at-Large. One from each region, selected by the region and elected by the conference.

**ARTICLE XI
APPOINTED OFFICERS**

- Section 1: The President may appoint, with the approval of the Executive Committee, officers and committees as necessary to meet the need of the Conference of Grand Masters.
- Section 2: Honorary Past Grand Masters may be appointed as officers and to committees.

**ARTICLE XII
DUTIES and REMUNERATION OF OFFICERS**

- Section 1: President:
- a) Preside at the annual Conference of Grand Masters

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- b) Prepare the Conference of Grand Masters agenda with the assistance from the Executive Committee.
- c) Carry out the policies approved by the Conference of Grand Masters.
- d) Represent and serve as the official spokesperson for the Conference of Grand Masters.
- e) Report his actions to the conference in writing at the annual Conference of Grand Masters.
- f) The president does not have the authority to make policy for the Conference of Grand Masters, but is expected to exercise prudent judgment in performing his duties when time does not permit a meeting of the Executive Committee.
- g) For the faithful performance of his duties the remuneration shall be set by the Executive Committee.

Section 2: Vice President:

- a) Assist the President in the performance of his duties.
- b) Serve in the absence of the President.
- c) For the faithful performance of his duties the remuneration shall be set by the Executive Committee.

Section 3: Executive Treasurer:

- a) The Executive Treasurer shall receive all funds of the Conference of Grand Masters, Prince Hall Masons, Inc. from the Executive Financial Secretary. He shall acknowledge receipt by signing an incoming voucher for such monies and disburse he same by check after receiving a properly executed disbursement voucher sighed by the President and/or Executive Financial Secretary; or deposit monies in an investment account approved by the President and ratified by the Executive Committee.
- b) The Executive Treasurer shall prepare an accurate financial report Semi Annually for the President and an annual report for the annual Conference of Grand Masters of the monies received, and disbursed, and have all books of original entry and related material needed for a complete audit during the Conference.
- c) The Executive Treasurer shall be bonded with a reputable company in a sufficient amount to cover anticipated receipts for the five (5) year period after which it shall be reevaluated and made whole. If the amount at any time is wonting, it shall immediately be increased to a satisfactory amount.
- d) For the faithful performance of his duties the remuneration shall be set by the Executive Committee.

Section 4: Executive Secretary:

- a) The Executive Secretary shall receive and maintain through the Financial Secretary a record of all money paid into the Conference of Grand Masters, Prince Hall Masons, Inc., prepare an accurate financial report for the annual Conference and have all books of original entry and related materials for audit during the conference.

- b) Transfer all funds to the Executive Treasurer, prepare any correspondence as directed by the President, and be responsible for all mailing of conference materials.
- c) He may utilize an appointed Office Manager for the period of the annual meeting only.
- d) The Executive Secretary through the Financial Secretary shall exercise general supervision over the receipts and custody of conference monies while in his possession. He (the Executive Secretary) shall perform such other related functions as may be directed by the President and shall receive from the Assistant Executive Secretary the minutes for review and preparation of the Conference Official Proceedings which shall be published and disseminated within 60 days of the end of the annual Conference of Grand Masters.
- e) For the faithful performance of his duties the remuneration shall be set by the Executive Committee.

Section 5: Assistant Executive Secretary:

- a) The Assistant Executive Secretary is appointed by the President to assist the Executive Secretary in the performance of his duties.
- b) For the faithful performance of his duties the remuneration shall be set by the Executive Committee.

Section 6: Financial Secretary:

- a) The Financial Secretary is appointed by the President to assist the Executive Secretary in the performance of his duties.
- b) The Financial Secretary Shall be bonded with a reputable company in a sufficient amount to cover anticipated receipts for the five (5) year period after which it shall be reevaluated and made whole. If the amount at any time is wanting, it shall immediately be increased to a satisfactory amount.
- c) For the faithful performance of his duties the remuneration shall be set by the Executive Committee.

Section 7: Members at Large:

- a) One per Region.
- b) Responsible for providing program directions, developing workshops, and assisting in the overall operation of the conference as determined by the President.
- c) For the faithful performance of his duties the remuneration shall be set by the Executive Committee.

ARTICLE XIII
REGIONS

- Section 1: To improve efficiency, the Conference of Grand Masters has established Seven Region. Each member Grand Lodge is associated with a region based on its geographical location.

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Section 2: The existing regions are Northeast, Mid-Atlantic, Southeast, Southwest, Midwest, Pacific Rim and Four Corners.

Section 3: Each region elects a Regional Chair that represents its interest the Executive Committee.

**ARTICLE XIV
REGIONAL CHAIRS**

It is the duty of the Regional Chair to:

- 1) Arrange for regional meetings as determined by the regional jurisdictions.
- 2) Preside over the regional meetings.
- 3) Submit a summary report, which includes recommendation, to the Conference of Grand Masters.
- 4) Represent the region on the Executive Committee.

**ARTICLE XV
TERM OF OFFICE**

Section 1: The term of office for elected officers other than Members at Large and the Executive Treasurer/Executive Secretary is one year.

Section 2: The term of office for the Executive Treasurer and the Executive Secretary shall be five consecutive one year terms. They may serve additional terms.

Section 3: The President of the Conference of Grand Masters is limited to three (3) consecutive one-year terms.

Section 4: The President may serve additional terms by a $\frac{3}{4}$ majority vote.

Section 5: The term of office for Members at Large is three years.

Section 6: The Region determines the term of office for Regional Chair.

**ARTICLE XVI
ELECTION OF OFFICERS**

Section 1: An election is held at each annual Conference of Grand Masters Session.

Section 2: The President is to be elected by majority vote of seated Grand Masters (or proxies) present and voting in Executive Session.

Section 3: The election of all other Conference of Grand Masters officers will be by majority vote in Executive Session by all qualified voters. (Executive Committee, Most Worshipful Grand Master, Most Worshipful Past Grand Master and Right Worshipful Deputy Grand Master).

Section 4: Officers are installed and take office after installation.

**ARTICLE XVII
EXECUTIVE COMMITTEE**

Section 1: The Executive Committee is responsible for implementing the policies of the Conference of Grand Masters.

Section 2: The committee may develop policies and procedures for the betterment of the Conference of Grand Masters. However, such policies and procedures must be presented to the Conference of Grand Masters for approval.

Section 3: The committee is authorized to exercise all authority of the Conference of Grand Masters when the conference is not in session. Such actions cannot override or conflict with any policy approved by the Conference of Grand Masters.

Section 4: Assist the president in developing an agenda for the annual Conference of Grand Masters.

Section 5: Review the Conference of Grand Masters Constitution and recommend changes.

Section 6: Review all matters received from the Conference of Grand Worthy Matrons and Grand Worthy Patrons, Order of the Eastern Star, PHA as reported by the Liaison Officer and act on those matters that are relevant to the Conference of Grand Masters.

Section 7: The Executive Committee (19) shall consist of the President, Vice President, Executive Secretary, Executive Treasurer, Members at large (7), the immediate Past Conference President (1), and the Regional Chairs (7).

Section 8: Quorum – Ten members of the Executive Committee shall constitute a quorum.

**ARTICLE XVII
COMMITTEES**

The president may appoint committees as necessary. The following are Standing Committees:

- Audit Committee
- Bogus Masonry
- Budget
- Community/Public Relations
- History/Education
- Jurisprudence
- Protocol
- Recognition with Mainstream Grand Lodges

**ARTICLE XVIII
AMENDMENTS**

- Section 1: Changes to these articles must first be submitted in writing to the Conference of Grand Masters through the Office of the Executive Secretary not later than November 30. He will record them and forward them to the Constitution Committee who will study them, make recommendations to the President, who will then schedule them for consideration at the next annual Conference of Grand Masters.
- Section 2: These article may be amended by a simple majority vote of the Executive Committee and ratified by two-third vote of the Conference of Grand Masters when assembled in General Session meeting.
- Section 3: The Executive Secretary will publish and disseminate the Constitution as required.

APPROVED BY MAJORITY VOTE OF THE EXECUTIVE COMMITTEE ON MAY 16, 2009.

ADOPTED BY MAJORITY VOTE OF THE EXECUTIVE COMMITTEE ON MAY 19, 2012.

RATIFIED BY 2/3 MAJORITY VOTE OF VOTNG MEMBERS IN GENERAL SESSION MAY 18, 2013.

ATTEST:

Fred Way, Jr.

Fred Way, Jr.

Most Worshipful Past Grand Master (DE)

Executive Secretary