

**Articles of Organization and By-Laws
of the Non-Profit Masonic Organization, established in 1949, as the
Midwest Conference on Masonic Education**

**ARTICLE I
Name and Purpose**

Section 1.

This organization shall be known as the Midwest Conference on Masonic Education and its purpose shall be the ways and means of Masonic education. Each year the President shall recommend the Annual Conference theme.

Section 2.

The mission of the Midwest Conference on Masonic Education shall be as follows:

The Midwest Conference on Masonic Education is comprised of Canadian and United States Masonic jurisdictions located in the upper central Midwest region of the United States of America. It is the mission of the Conference, as a non-profit entity to provide (a) a communications and support network for its member jurisdictions, (b) an annual forum whereby Masons in the member jurisdictions and other parties who have a vital interest in Masonic Education can come together to share experiences, knowledge, and insights related to the continuing development of the Masons in their jurisdictions, and (c) publication of occasional newsletters and the proceedings of its Annual Meetings, making copies available to its members and others interested parties.

This mission will be accomplished by appropriate communication links, the presentation of scholarly Masonic papers, topical roundtable discussions, jurisdictional reports, as well as opportunities for fellowship which foster inter-jurisdictional acquaintances and supportive relationships.

**ARTICLE II
Membership and Meetings**

Section 1.

Conference membership consists of twelve United States jurisdictions and one Canadian jurisdiction: Illinois, Indiana, Iowa, Kansas, Michigan, Minnesota, Missouri, Nebraska, North Dakota, Ohio, South Dakota, Wisconsin, and Manitoba. Masons who are in good standing in each jurisdiction are thus members of the Conference. Other Masonically connected organizations, whose primary mission is Masonic Education and Research, may apply for Associate Member status.

Section 2.

The Annual Meeting of this Conference shall be held in the spring of each year, running from Friday late afternoon through Sunday noon. Meeting locations will rotate among member jurisdictions in an orderly fashion; however, specific meeting dates, city locations, and program activities will be left to the individual discretion of the selected jurisdiction.

Section 3

The Midwest Conference on Masonic Education may hold three additional special meetings via electronic means such as podcast, webinar, or electronic forum. Each jurisdiction is allowed up to 5 designated attendees to participate in the meeting at no additional cost to the jurisdiction. The cost per participant for non-member or additional jurisdictional attendees will be set at the time the meeting is announced. All required registration fees must be paid prior to the start of the meeting. All participants must be registered for attendance at least 24 hours before the start of the special session.

**ARTICLE III
Officers**

Section 1.

The officers shall consist of the President, First Vice President, Second Vice President, Third Vice President, Fourth Vice President, and Fifth Vice President, Executive Secretary and Treasurer who shall be elected for a one-year term by show of hands at the Annual Meeting. The officers *in toto* shall be known as the Executive Committee.

Section 2.

The Officers thus elected shall be installed near the close of the Annual Meeting and shall serve until their successors are elected and installed.

Section 3.

- A. The resignation of any elected officer may be accepted by the Conference. The vacancy shall be filled as soon as convenient, by special election held under authority of the Executive Committee.
- B. Ballots for special election will be distributed and collected by the Secretary or such proxy as designated and appointed by the President in the absence of an installed Secretary.
- C. Ballots for special election will be distributed and collected in hard copy form using USPS mail or by digital communication such as “email” or appropriate equivalent. Verbal ballots will not be counted.

**ARTICLE IV
Duties of Officers**

President

Section 1.

The duties of the President shall be to carry out the planning and preparations for the Annual Meeting of his term and to assist in maintaining necessary communication between member jurisdictions. He shall preside at this meeting, conducting its business, and the election of officers for the subsequent annual term. The Annual Meeting shall take place within the jurisdiction of the President unless otherwise requested by him.

The President shall further determine the order of business, shall regulate all debate and conduct of members and visitors at the Annual Meeting, shall advise, instruct and reprove the members as shall appear necessary and proper, and shall use all proper means to perfect the officers and members in work related to Masonic education and other aspects of the Conference’s mission.

Section 2.

Should there be work required between the time of election of the President and the Annual Meeting approximately one year later, the President is responsible to insure its timely dispatch whether the assignments are his or that of a committee(s). This shall particularly be the case with the Nominating Committee.

First, Second, Third, Fourth, and Fifth Vice Presidents

Section 1.

The positions of First, Second, Third, Fourth, and Fifth Vice Presidents, the latter being the first of six advancing officer positions of the Conference, are provided for the purpose of acquainting the incumbent officers with the history, philosophy, and administrative operation of the Conference during the five years prior to the assumption of the Presidency. The duties of these positions are to (a) render assistance to the President and Secretary when necessary, (b) to assist in the programming considerations for the Annual Meeting, and (c) when possible to prepare and deliver a presentation at the Annual Meeting.

Executive Secretary

Section 1.

- A. The Secretary is an unpaid, non-advancing position in the officer ranks for the Conference. The incumbent in this position continues each year to serve at the will and satisfaction of the membership, or until he chooses to retire from the position. And as such he holds an office of broad authority and fiscal responsibility.
- B. The Secretary shall maintain an accurate written account in digital form of the proceedings of the Annual Meeting and other significant events during the year. He shall maintain an accurate record of all monies or any other funds received and in turn, give said funds to the Treasurer for proper payment when properly certified. The books and recordkeeping will dovetail with the Treasurer for safekeeping. Regular and reasonable disbursements shall be made throughout the year at his discretion, but special disbursements of any funds from these accounts must be made with the consent of the Conference at the Annual Meeting.
- C. Throughout the year, the Secretary is responsible for maintaining communication with all member jurisdictions, but especially with those jurisdictions which have not hosted an Annual Meeting in recent years, inviting them to recommend a name of a new Fifth Vice President and as such securing their agreement to become a host. The Secretary must then inform the President of this agreement.
- D. The Executive Secretary shall act as or appoint the designated “Registered Agent of Record” or “Power of Attorney” for the organization.

Treasurer

Section 1.

The Treasurer is also an unpaid, non-advancing position in the officer ranks for the Conference. The incumbent in this position continues each year to serve at the will and satisfaction of the membership, or until he chooses to resign from the position.

Section 2.

The duties of the Treasurer are to manage, maintain, and receive member annual dues and any other funds collected for the express use of the Midwest Conference on Masonic Education. A bank account will be maintained for the purposes of conducting Conference business. For amounts drawn from this account for \$3,000.00 or more, two signatures from the Secretary and the Treasurer as signing authorities shall be required.

Section 3.

The treasurer shall present an annual audited financial report, in written and digital form, to the conference during the Annual Meeting.

ARTICLE V Committees

Section 1.

There shall be five permanent committees functioning at the Annual Meeting of the Conference: Nominations, Planning, Resolutions, Memorial, and Audit.

Section 2.

The Nominations Committee is responsible for the review and suggestion of eligible candidates for the advancing officer positions. This will entail identifying a nominee for the position of Fifth Vice President since this position becomes vacant each year. In the event a vacancy occurs in any of the other officer positions including the Secretary or Treasurer, the Nominating Committee shall be responsible for identifying the replacement candidates.

Section 3.

The Planning Committee is required to review the location of previous Annual Meetings, preferably over the past decade, determine which jurisdiction is next in line for hosting the Conference's Annual Meeting, and then make a recommendation to the members present. This committee also has the responsibility for shaping the agenda for the subsequent year's Annual Meeting. The composition of this committee must have representation of fifty percent or more of the member jurisdictions.

Section 4.

The Resolutions Committee is responsible for drafting a Statement of Resolutions that primarily identifies Conference individuals and groups who should be appropriately recognized and commended for exceptional efforts.

Section 5.

The Memorial Committee shall poll the member jurisdictions in order to identify the passing of significant members during the past year, especially those involved in Masonic Education or holding Grand Lodge rank. At least one month prior to the Annual Meeting, the committee should solicit this information from the Grand Secretary's Office of each member jurisdiction.

Section 6.

- A. The Audit Committee is responsible for carefully examining the Conference's books, making a determination of both their accuracy and proper handling, and then reporting their findings at the Annual Meeting. At that time, every effort should be made to correct any inaccuracies or irregularities.
- B. The audit committee shall be appointed, by the President, each year. The Audit committee shall include the President, the Treasurer, the Secretary, and two additional regular members of the conference, as named by the President.
- C. All documents pertaining to the annual audit may be distributed, received and/or collected by electronic communication, in digital form.
- D. The Treasurer's annual financial report and the corresponding Audit Report, attesting to the accuracy of the Treasurer's report and books, shall be signed off by the members of the Audit Committee on the first day prior to the opening session of the Annual Meeting

Section 7.

From time to time, it may become necessary for certain projects to be undertaken during the course of the year, and between any two Annual Meetings. In such case(s), it is the responsibility of the President to appoint an ad hoc committee(s) to carry out such endeavors and to follow up, with the committees, to insure proper and timely completion of their assignments.

ARTICLE VI

Annual Dues

Section 1.

The annual dues of each member jurisdiction shall be a fixed amount set at \$350.

Section 2.

The current participating jurisdictions of the Midwest Conference that are assessed annual dues include the following, in alphabetic order:

Illinois, Indiana, Iowa, Kansas, Manitoba, Michigan, Minnesota, Missouri, Nebraska, North Dakota, Ohio, South Dakota, Wisconsin.

Section 3.

The Midwest Conference may solicit grants and support from non-member sources as may be deemed appropriate by the Executive Committee. All special contributors, during a single conference year, will be recognized in the minutes of the conference for the year it is received.

Section 4.

Any designated Masonic Education entity may apply for Associate Member status in the Midwest Conference on Masonic Education. The Annual Dues for an Associate Member shall be set at \$350.

Section 5.

If unpaid dues are not paid or remitted prior to the Annual Conference Meeting, at the recommendation of the Executive Secretary, with a proper motion and second from the floor, and a two-thirds (2/3) affirmative vote, the Conference may proceed to remove that jurisdiction from active membership.

**ARTICLE VII
Procedures and Finances**

Section 1.

Eligibility for voting at the Annual Meeting is limited to those in attendance, with a maximum of five (5) votes per jurisdiction.

Section 2.

The purpose of the Annual Meeting is to provide a forum for those interested in Masonic education to share their ideas and experiences. Therefore, a number of formal papers and other presentations will be delivered at each annual gathering. Those planning an Annual Meeting program should make a good faith effort to have a shared conference by having at least half of the member jurisdictions making presentations.

Section 3.

A record of each Annual Meeting's presentations, jurisdictional reports, and general discussions will be recorded and made available in digital form. The Executive Secretary shall distribute these proceedings in appropriate quantities to each member jurisdiction. A copy of such proceedings shall be made available to each living past officer of the Midwest Conference distributed to him by way of the Grand Secretary of his home jurisdiction upon advice of the Executive Secretary.

Section 4.

In the course of administering an Annual Meeting, it must be the intention of the host jurisdiction to make every attempt to accurately anticipate the level of expenses and to cover the same in the setting of registration fees. The objective is to sustain neither a financial loss nor significant gain, but to cover expenses. As such, it is not possible for a jurisdiction to financially benefit directly from operating an Annual Meeting, but it is feasible to achieve a modest excess of funds for the Conference treasury.

Those expenses incurred during the administration of an Annual Meeting not covered by the sum of participant fees shall be borne by the host jurisdiction. However, the Conference is empowered to provide up to \$1,000.00 in advance funds to any host jurisdiction needing the same. Such funds might be required for block reservations for guest and meeting rooms, advances for entertainment, and promotional materials. This advance is repayable to the Conference out of the funds received from individual participants. Appropriate expenses incurred by the Secretary and or the Treasurer in the year between Annual Meetings must be borne by the Conference's treasury.

**ARTICLE VIII
Amendments**

Section 1.

Amendments to these By-Laws must be presented in writing, at least 60 days in advance of the proposed change with the time of action thereon being the next Annual Meeting following the date of the proposed amendments. All registered attendees will be notified by appropriate communication of the proposed amendment(s) at least 30 days prior to the ballot on the amendment(s). All proposed amendments shall state the section or sections proposed to be amended, repealed, or annulled.

Section 2.

Ratification of proposed amendments shall require a two-thirds affirmative vote by show of hands of the members present, for adoption. When ratified, all member jurisdictions shall be notified within 45 days following the date of ballot and adoption.

Section 3.

These By-Laws shall be in effect and full force from and after their adoption.

**ARTICLE IX
Indemnification**

As a limited liability organization (company) operating in multiple Masonic jurisdictions, the members shall have no direct liability for any debt, obligation, or liability of the Midwest Conference on Masonic Education.

IN WITNESS WHEREOF, the undersigned member has hereunto executed these Articles of Organization and By-Laws, as revised.

By order of the membership,

Edward A. Rund

Edward A. Rund
Executive Secretary

May 7, 2000
Date of adoption
April 30, 2005
Date of Revision
September 21, 2015
Date of Second Revision Submitted
May 7, 2016
Date of Revision Adoption & Ratification

APPENDICES

Appendix Exhibit A: Current list of Officers for the Calendar Year

Appendix Exhibit B: Authorized Signators for all accounts