



Suite 210  
505 Huntmar Park Drive  
Herndon, Virginia 20170  
(703) 481-2022  
(703) 481-3596 FAX  
[www.interstateibc.org](http://www.interstateibc.org)

# BYLAWS

## ARTICLE I MISSION STATEMENT

The mission of the Industrialized Buildings Commission (the "Commission") is to support and enhance productivity, innovation, affordability, and international competitiveness in the American construction industry through nationwide uniformity in codes, rules, regulations and procedures and the elimination of duplication in reviews, inspections, and fees, while assuring quality, durability, and safety in the built environment, all in accordance with the Interstate Compact on Industrialized/Modular Buildings, as enacted by the compacting states (the "enabling legislation"). These bylaws are adopted pursuant to Article VI of the enabling legislation.

## ARTICLE II OFFICES

As provided for in the enabling legislation, the Commission shall establish and maintain an office for the transaction of the Commission's business at the same location as the office maintained by the secretariat.

## ARTICLE III COMMISSION MEMBERSHIP

**SECTION 1 – CLASSIFICATION OF MEMBERS:** As provided for in the enabling legislation, the Commission shall be comprised of the members classified according to the following definitions.

**State Commissioner:** A commissioner appointed by the governor of a compacting state from amongst the residents of that state, being designated from the state agency charged with regulating industrialized/modular buildings, or if such state agency does not exist, being designated from among those building officials with the most appropriate responsibilities in the state. Examples of "most appropriate" may include State Building Code Commissioner, State Architect, State Fire Marshal, etc.

**Industry Commissioner:** A commissioner appointed by the state commissioners from amongst a list of nominees received, with input from nationally recognized industry associations, to represent manufacturers of residential- or commercial-use industrialized/modular buildings. An industry commissioner shall have the same powers and duties as all other commissioners except that he may not serve on the Commission's Executive Committee, nor participate in the voting for industry and consumer commissioners or the removal of commissioners.

**Consumer Commissioner:** A commissioner appointed by the state commissioners to represent

consumers of industrialized/modular buildings. A consumer commissioner shall have the same powers and duties as all other commissioners except that he may not serve on the Commission's Executive Committee, nor participate in the voting for industry and consumer commissioners or the removal of commissioners.

**Federal Commissioner:** A commissioner appointed to represent the U.S. government, if federal law authorizes such representation. Such commissioner shall be appointed by the President of the United States, or in such other manner as may be provided by Congress. The federal commissioner shall not vote on matters before the Commission.

**SECTION 2 – ALTERNATES:** As provided for in the enabling legislation, each commissioner may designate another official from his state, company, association, or agency to serve as an alternate to act on behalf of the commissioner at Commission meetings which the commissioner is unable to attend. Alternates shall have the same voting privileges as the commissioner.

**SECTION 3 – STANDING:** Each commissioner shall be considered in good standing, unless suspended or removed.

#### **SECTION 4 – SUSPENSIONS AND REMOVALS**

**State Commissioner:** A state commissioner may be suspended or removed in accordance with the laws of his respective state. In addition, a state commissioner must sign and adhere to the Commission's Code of Ethics. Violations of the Commission's Code of Ethics shall be reported by the Commission's Executive Committee to the governor or ethics commission of the state commissioner's state for inappropriate action.

**Industry and Consumer Commissioners:** Industry and consumer commissioners may be suspended or removed by a two-thirds majority vote of state commissioners for violation of the Commission's Code of Ethics and/or for failure to attend one of the Commission's annual meetings in a two year period. Industry and consumer commissioners must sign and adhere to the Commission's Code of Ethics.

**Federal Commissioner:** The federal commissioner may be suspended or removed in accordance with relevant federal laws. The federal commissioner must sign and adhere to the Commission's Code of Ethics. Any violation of the Commission's Code of Ethics shall be reported to relevant federal authorities for appropriate action.

**SECTION 5 – ANNUAL MEETING:** The Commission shall meet annually. The annual meeting shall be held in the month of January at such time and place designated by the Executive Committee for the purpose of electing officers and for the transaction of such other business as may come before the meeting. If the day fixed for the annual meeting is a legal national holiday, such meeting shall be held on the next succeeding business day. If the election of officers is not held on the day designated for any annual meeting, or at any adjournment thereof, the Executive Committee shall cause the election to be held at a meeting of the members as soon thereafter as conveniently may be held.

**SECTION 6 – SPECIAL MEETINGS:** Special meetings of the Commission may be called by the Chairman, with approval of the Executive Committee, or upon the written request of a majority of the commissioners, at such time and place as may be deemed expedient, upon 30-day written notice to the commissioners. Such notice shall be served by the Chairman.

**SECTION 7 – PUBLIC HEARINGS:** As provided for in the enabling legislation, the Commission and its Rules Development Committee may schedule, issue public notice, and conduct public hearings at any location which the Commission deems appropriate for the stated purpose of those hearings. At a minimum, a 30-day advance public notice shall be given for all such hearings. Proceedings of such hearings shall be kept by the Commission.

**SECTION 8 – PLACE OF MEETINGS:** The Commission and its Executive Committee may designate any place for any annual meeting, public hearing, or special meeting. If no designation is made, the place of meeting shall be the office of the Commission or its secretariat. All notices of all meetings of the Commissioners or their Executive Committee may be waived by a written waiver of notice form signed by all persons.

**SECTION 9 – NOTICE OF MEETINGS:** Written or printed notice stating the place, day, and hour of the meeting, and, in case of a special meeting, the purpose or purposes for each such meeting, shall be delivered, as provided for herein, either personally or by mail, by or at the direction of the Chairman, to each Commissioner of record entitled to vote at such a meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, addressed to the Commissioner at his address, with postage prepaid. Notice of any special meeting can be dispensed with by unanimous consent of the Commission.

**SECTION 10 – VOTING:** A commissioner, except the Federal commissioner, shall be entitled to one vote on all matters subject to determination by vote, and unless otherwise specified, all matters subject to determination by vote shall be resolved by a majority vote of the commissioners in attendance.

**SECTION 11 – QUORUM:** As provided for in the enabling legislation, a majority of the commissioners present at a meeting shall constitute a quorum for the transaction of business.

**SECTION 12 – SPECIAL MATTERS:** Commissioners may vote by giving their mail ballot proxies to the Secretary. The return of mail ballot proxies from a majority of the commissioners shall constitute a quorum for the transaction of such business. Approval shall require an affirmative vote by a majority vote of those ballots cast and returned. Mail ballot proxies must be received at the Commission's or its secretariat's headquarters within 30 days of the dated letter calling for mail ballot proxies in order to be a valid vote.

#### **ARTICLE IV EXECUTIVE COMMITTEE**

**SECTION 1 – GENERAL POWERS:** As provided for in the enabling legislation, the Commission shall select an Executive Committee which functions when the full Commission is not meeting. In that regard, the Executive Committee shall function in a manner consistent with the enabling legislation and the policies, programs, rules, regulations, and procedures adopted by the Commission.

**SECTION 2 – NUMBER, ELECTION AND COMPOSITION OF EXECUTIVE**

**COMMITTEE:** The Executive Committee shall be elected by vote of the Commission and shall be comprised of at least three and no more than nine commissioners, selected from the state commissioners. The Commission Chairman shall preside over and serve as an additional member of the Executive Committee, unless the Chairman is elected to serve a term on the Executive Committee.

**SECTION 3 – TERMS OF OFFICE:** The members of the Executive Committee shall be elected to serve a three year term of office in staggered terms. To facilitate the establishment of the first Executive Committee, of the first three Executive Committee members elected, one member shall serve for a one-year term; a second member shall serve for a two-year term; and the third member shall serve for a three-year appointment. There are no limits on the number of terms to which a state commissioner can be elected to serve on the Executive Committee.

**SECTION 4 – REGULAR MEETINGS:** A regular meeting of the Executive Committee shall be held, without other notice than these Bylaws, immediately after and at the same place as the annual meeting of the Commission. The Executive Committee may provide by resolution the time and place, either within or outside of the Commission's or its secretariat's headquarters, for the holding of additional regular meetings without other notice than such resolution.

**SECTION 5 – SPECIAL MEETINGS:** Special meetings of the Executive Committee may be called by or at the request of the Commission Chairman, or by a majority vote of the Executive Committee. The person or persons authorized to call special meetings of the Executive Committee may fix any place as the place for holding any special meeting of the Executive Committee called by them.

**SECTION 6 – NOTICE:** Notice of any special meeting of the Executive Committee shall be given at least 10 days previous thereto by written notice delivered personally, mailed, or faxed to each member at his business address, or by telegram. If mailed, such notice shall be deemed delivered when deposited in the United States mail so addressed with postage prepaid. If faxed, such notice shall be deemed delivered when the fax receipt has been acknowledged by the completion of the faxed call to the addressee's fax number.

If notice is given by telegram, such notice shall be deemed to be delivered when the telegram is delivered to the telegraph company. The attendance of an Executive Committee member at any meeting shall constitute waiver of notice of such meeting, except where such commissioner attends for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at nor the purpose of any regular or special meeting of the Executive Committee need to be specified in the notice or waiver of notice of such a meeting.

**SECTION 7 – QUORUM:** A majority of the members of the Executive Committee shall constitute a quorum for the transaction of business provided that if less than a majority of such number of commissioners at said meeting, a majority of the commissioners present may adjourn the meeting from time to time without further notice.

**SECTION 8 – MANNER OF ACTING:** The act of the majority of the members of the Executive Committee present at a meeting at which a quorum is present shall be the act of the Executive Committee. The members of the Executive Committee may participate in a committee meeting by means of a conference telephone, TDD, or similar communication equipment by means of which all persons participating in the meeting can communicate with each other, and participation by such means shall constitute presence in person at such a meeting.

**SECTION 9 – VACANCIES:** Any vacancy occurring among the members of the Executive Committee and any committee membership to be filled by reason of an increase in the number of members on the Executive Committee may be filled by the affirmative vote of a majority of the members of the Executive Committee then in office, even if less than a quorum of the Executive Committee. A member of the Executive Committee so elected shall be elected for the unexpired term of his predecessor in office or for the full term of such new member.

**SECTION 10 – PRESUMPTION OF ASSENT:** A member of the Executive Committee who is present at a meeting of the Executive Committee at which action on any Commission matter is taken shall be presumed to have assented to the action taken unless his dissent shall be entered in the minutes of the meeting or unless he shall file his written dissent to such action with the person acting as the secretary of the meeting, before the adjournment thereof, or shall forward such dissent by registered or certified mail to the Commission Chairman immediately after the adjournment of the meeting. Such right to dissent shall not apply to a member of the Executive Committee who voted in favor of such action.

**SECTION 11 – INFORMAL ACTION BY EXECUTIVE COMMITTEE:** Any action required by law to be taken at a meeting of the Executive Committee, or any action which may be taken at the meeting of the Executive Committee or a committee of commissioners, may be taken without a meeting if a consent in writing setting forth the action so taken shall be signed by all of the members of the Executive Committee or all of the committee, or commissioners, as the case may be.

## **ARTICLE V OFFICERS OF THE COMMISSION**

**SECTION 1 – OFFICERS:** As provided for in the enabling legislation, the officers of the Commission shall consist of a Chairman, Vice Chairman, and a Treasurer. The officers shall be elected annually from amongst all of the commissioners.

**SECTION 2 – CHAIRMAN:** The Chairman shall be the principal executive officer of the Commission and shall, in general, supervise and control all of the business and affairs of the Commission, subject to the general powers of the enabling legislation and the Commission's Executive Committee. The Chair shall be an additional member of and shall preside over the Executive Committee and Commission meetings. The Chairman may sign, with the Treasurer, or any other proper officer of the Commission thereunto authorized by the Executive Committee, deeds, mortgages, contracts, or other instruments which the Executive Committee, pursuant to the enabling legislation, has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Executive Committee or by these bylaws to some other officer or agent of the Commission, or shall be required by law to be otherwise signed or executed.

The Chairman, in general, shall perform all duties incident to the office of Chairman and such other duties as may be prescribed by the Executive Committee and Commission from time to time.

**SECTION 3 – VICE CHAIRMAN:** In the absence of the Chairman or in the event of his inability, resignation, removal, retirement, death, or refusal to act, the Vice Chairman shall perform the duties of the Chairman, and when so acting, shall have all the powers of and be subject to all the restrictions upon the Chairman. The Vice Chairman may sign instruments with the Treasurer and shall perform such other duties as from time to time may be assigned to him by the Chairman or by the Executive Committee.

**SECTION 4 – SECRETARY:** The Secretary shall be designated by the secretariat from among the employees of the secretariat. The Commission shall have the right to accept or reject the individual named by the Secretariat to serve as Secretary. The Secretary shall possess all of the administrative powers and responsibilities assigned to him by the Commission. The Secretary to the Commission may select, with the Commission's concurrence, assistants to assist in carrying out the functions of the Secretary.

**SECTION 5 – TREASURER:** If required by the Executive Committee, the Treasurer shall furnish a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the Executive Committee shall discharge. The Treasurer shall have charge and custody of and be responsible for all funds and securities of the Commission, shall receive and give receipts for monies due and payable to the Commission, and shall deposit all such monies in the name of the Commission in such banks, trust companies, or other depositories as provided for in the enabling legislation and these Bylaws. The Treasurer shall, in general, perform all duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him by the Chairman or the Executive Committee.

Under the direct supervision of the Chairman, many of the functions of the Treasurer may be delegated to the Secretariat by the Commission.

**SECTION 6 – ELECTION AND TERM OF OFFICE:** As provided for in the enabling legislation, the commissioners shall elect from amongst its members a Chairman, Vice Chairman, and a Treasurer. This election shall be held at the annual meeting of the Commission. If the election of the officers shall not be held at such a meeting, such election shall be held as soon thereafter as conveniently may be. Vacancies may be filled or new offices created and filled at any meeting of the Commission. Each officer shall hold office until his successor shall have been duly elected and qualified, or until his death, or until he may resign or shall have been removed in the manner hereinafter provided. The election or appointment of an officer or agent shall not of itself create contract rights.

**SECTION 7 – REMOVAL:** Any officer or agent may be removed by a two-thirds vote of Commission whenever that individual has failed to fulfill the responsibilities of his office and/or violates the terms of the Commission's Code of Ethics. Removal of any officer may be effected at an annual or special meeting of the Commission after notice has been given as provided herein. Such removal shall be without prejudice to contract rights, if any, of the person so removed.

**SECTION 8 – VACANCIES:** A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled by the Executive Committee of the Commission until such time as the Commission shall hold its next annual election of officers.

## **ARTICLE VI SECRETARIAT**

**SECTION 1 – APPOINTMENT OF SECRETARIAT:** As provided for in the enabling legislation, the Commission by majority vote shall select a secretariat.

**SECTION 2 – DUTIES:** The Commission shall fix and determine the duties and the compensation of the Secretariat. The Secretariat shall serve as the administrative department of the Commission. Under the direction of the Secretary, the Secretariat shall administer the delegated business of the Commission in accordance with the policies of the Commission and its Executive Committee. The Secretary shall have full charge of those duties which shall be enumerated by terms of a contract between the Secretariat and the Commission. Among those duties shall be responsibility to coordinate the Commission's collection of label fees; maintenance of records; schedule and provide logistical support for the meetings of the Commission; handle the minutes and correspondence of the Commission and its committees; and the development of support materials for the Commission to conduct its business as provided for in the enabling legislation. The Secretary shall perform other duties as may be required of him by the Commission and its Executive Committee. In the event of a vacancy in the Secretary provided by the secretariat to the Commission, the Commission shall request the secretariat to designate another qualified individual to serve in that capacity.

**SECTION 3 – USE OF QUALIFIED STATE LABOR:** The Commission directs its secretariat whenever possible to make maximum use first of qualified state labor to perform functions called for in the "Model Rules and Regulations" and the "Uniform Administrative Procedures" of the Commission.

**SECTION 4 – BOND AND CODE OF ETHICS:** The secretariat shall be required to furnish a bond in an amount satisfactory to the Executive Committee of the Commission, but not less than \$100,000. The premium for such bond shall be paid for by the Commission. In addition, the Secretary shall be required to sign and adhere to the Commission's Code of Ethics.

**SECTION 5 – QUALIFICATIONS OF TECHNICAL STAFF:** All technical staff, either state or secretariat, which are engaged under the "Uniform Administrative Procedures" and/or "Model Rules and Regulations" in auditing or at least oversight of inspection or evaluation agencies or manufacturers, must have the same certifications and/or technical requirements of those individuals being audited.

**SECTION 6 – REMOVAL:** Under the terms of the Commission's contract with its secretariat, the Commission shall have the authority to suspend or terminate that service contract for non-performance or for malfeasance. The Executive Committee shall have the authority to suspend, dismiss, or otherwise require the replacement of the individual provided by the secretariat to serve as Secretary. Removal shall be for non-performance or malfeasance in office for violation of the Commission's Code of Ethics.

**ARTICLE VII**  
**COMMISSION RULES ADOPTION PROCEDURE**

**SECTION 1 – GENERAL PROCEDURES:** As provided for in the enabling legislation, the Commission may adopt rules, regulations, and procedures, set fees, and carry out other authorized activities which are necessary to conduct the business of the Commission and its interstate reciprocity program for industrialized/modular buildings. In this latter area, the Commission shall develop and adopt under the procedures set forth in this Article, all such rules, regulations, and procedures, and coordination of enforcement procedures as are necessary for interstate reciprocity. In the development and adoption of all such rules, regulations, and procedures, the Commission shall follow one of the following two procedures. The Commission shall determine which of these two procedures shall be followed and state in writing the reasons as to why one specific procedure was selected over the other.

**SECTION 2 – STANDARD ADOPTION PROCEDURES:** As provided for in the enabling legislation, the standard procedure for the adoption of rules, regulations, and procedures, setting of fees, and other actions of the Commission shall be conducted following the development of draft documents by the Commission's Rules Development Committee, one of the Commission's other standing committees, or the Commission's secretariat. Thirty days prior to the start of the development of such documents, as appropriate, the Commission or its Rules Development Committee may call for a public hearing to gain additional public input on the documents that are to be developed for the Commission's subsequent adoption and administration. Input received from public notice and at any public hearing shall be provided to the Commission or the Rules Development Committee by the secretariat. The call for a public hearing shall be determined by the Executive Committee.

As provided for in the enabling legislation, recommendation for action on these subsequently developed draft documents will be forwarded to the Commission from the Rules Development Committee. The Commission may schedule a follow-up public hearing to gain public comment on the recommended rules, regulations, and procedures which it has received from the Rules Development Committee.

Following the public hearing on the recommended rules, regulations, and procedures, the Commission shall schedule and conduct either a special or regular meeting at which final action will be taken on these recommended rules, regulations, and procedures. Adoption of the final rules, regulations, and procedures shall be by a simple majority vote of all commissioners present and voting, provided that there is a quorum present to conduct business. Any changes made to the recommended rules, regulations, and procedures forwarded to the Commission by the Rules Development Committee by the Commission in its final adoption action, will be explained in writing by the Commission Chairman to the membership of the Rules Development Committee. Such written explanation shall become a part of the public record of the activities of the Commission. Furthermore, the Rules Development Committee shall receive a briefing on those changes from the Commission Chairman at the Rules Development Committee's next scheduled meeting.



Written public notification of the Commission's adoption of rules, regulations and procedures shall be published in the relevant state journals/registers of the state commissioners at the earliest date possible. Such notice shall include an outline of the action taken by the Commission and a note that the Commission's findings shall be available for public examination at the offices of the Secretariat during regular business hours.

**SECTION 3 – EMERGENCY ADOPTION PROCEDURES:** It is anticipated that on rare occasions, it shall be in the public interest for the Commission to take immediate emergency action in developing, adopting or amending rules, regulations, or procedures of this interstate compact. Such action may be initiated by the call of the Executive Committee or the Commission Chairman. Immediately following the decision for consideration of such action, the Commission shall authorize the implementation of these emergency adoption procedures only by a two-thirds majority vote conducted at a Commission meeting or by letter ballot.

Under these emergency procedures, the Commission shall develop and adopt emergency action in consultation with the members of the Commission's Rules Development Committee. Public notice of the Commission's action, including a call for a 30-day public comment period, will only be issued once action has been completed. As with the Standard Adoption Procedures, formal public notice of the Commission's action shall appear in the state journals/registrars of the state commissioners.

## **ARTICLE VIII COMMISSION COMMITTEES**

**SECTION 1 – STATUTORY COMMITTEES:** As provided for in the enabling legislation, there are two statutory committees; the Executive Committee and the Rules Development Committee. The Commission has the authority to develop and appoint any other advisory, coordinating, or technical committees it deems necessary to conduct the Commission's business.

**SECTION 2 – RULES DEVELOPMENT COMMITTEE:** The Commission shall establish an 11-member, consensus-based Rules Development Committee. The composition of this committee shall be four states, four manufacturers, one third party inspection agency, and two consumers. The terms of the Rules Development Committee initially shall be for two and three years, divided five members for two years and six members for three years, by lot, and then for three years thereafter. The Commission, by majority vote, shall establish and carry out appropriate selection criteria and the initial two- and three-year appointments assignments. The Commission shall also develop procedures for the removal of a Rules Development Committee member for non-participation in meetings or violation of the Commission's Code of Ethics.

The Rules Development Committee shall have a Chairman and Vice Chairman who shall be elected by majority vote of the membership of the Rules Development Committee. In the event that the Chairman shall resign or otherwise be unable to perform his duties, the Vice Chairman shall succeed as Chairman.

Each member of the Rules Development Committee may appoint from his respective state, company, or organization one qualified individual who may serve as that member's alternate to attend and participate as a full member of the Rules Development Committee should the appointed member be unable to attend a meeting. There shall be no other substitutes allowed for appointed members of the Rules Development Committee.

A quorum for the Rules Development Committee to conduct business shall be a simple majority of the total membership of the Committee being present. Votes on procedural matters shall be by a simple majority of those members present once a quorum has been established. Motions regarding work product documents or major policy issues shall be by a majority of the full membership. Letter ballots are allowed only on matters falling into this latter category. All such letter ballots must go out to all committee members, along with relevant documents upon which action is being considered, at least 15 days prior to a scheduled meeting. In order to be valid, responses to all such letter ballots must be received by the Commission or its secretariat prior to the scheduled meeting.

**SECTION 3 – ADVISORY, COORDINATING, TECHNICAL COMMITTEES AND**

**TASK FORCES:** As provided for in the enabling legislation, the Commission and its Rules Development Committee shall be assisted in their work by advisory committees such as from time to time the Commission shall, by majority vote, agree to develop and appoint. As noted in Section 8 of this Article, those committees or task forces not listed in these Bylaws shall be termed "Special Committees" of the Commission and shall have a life not to exceed two years. These "Special Committees," however, may be reappointed for an additional two-year period by the Commission by a two-thirds majority vote. Other standing committees shall be created by amending these Bylaws.

**SECTION 4 – CONSUMER ADVISORY COMMITTEE:** To assist the Commission and its Rules Development Committee in the development and maintenance of an effective consumer complaint and consumer protection system for the interstate compact and in other activities there shall be appointed by the Commission a Consumer Advisory Committee. Appointments are for a two-year term. A consumer member of the Rules Development Committee shall act as secretary/liaison to the Consumer Advisory Committee. Membership on this body is open to all consumers and organizations representing consumer concerns for those who live in/own residential or commercial industrialized buildings.

The members of this advisory group may meet from time to time, at their own expense, to develop, review, and comment upon rules, regulations, and procedures being developed by the Rules Development for the adoption and use by the Commission. This body shall elect from its membership a Chairman and Vice Chairman who shall serve for a two-year term of office. A quorum for the Consumer Advisory Committee to conduct business shall be a simple majority of the total membership of the Committee being present. Recommendations from this body are non-binding and shall be by simple majority vote. Recommendations shall be forwarded as appropriate to the Rules Development Committee and/or the Commission.

**SECTION 5 – THIRD PARTY ADVISORY COMMITTEE:** To assist the Commission and its Rules Development Committee in their development of rules, regulations, and procedures, there shall be appointed by the Commission a Third Party Advisory Committee. Appointments are for a two-year term. The third party agency member of the Rules Development Committee shall serve as secretary/liaison to this advisory committee. Membership on this body is open to all private and public third party agencies participating in the oversight of the design and/or construction of industrialized buildings. The Commission shall appoint such qualified members as it may deem necessary. There is no limit to the number of members who may serve on this body.

The members of this advisory group may meet from time to time, at their own expense, to develop, review, and comment upon rules, regulations and procedures being developed by the Rules Development Committee for the adoption and use by the Commission. This body shall elect from its membership a Chairman and a Vice Chairman who shall serve for a two-year term of office. A quorum for the Third Party Advisory Committee to conduct business shall be a simple majority of the total membership of the Committee being present. Recommendations from this body to the Rules Development Committee or the Commission are non-binding and shall be by simple majority vote.

**SECTION 6 – STATE ADVISORY COMMITTEE:** To assist the Commission and its Rules Development Committee in their development of rules, regulations and procedures, the Commission has appointed the National State Industrialized/Modular Buildings Administrators Committee of the National Conference of States on Building Codes and Standards, Inc. as the State Advisory Committee to the Commission on matters related to state regulatory and administrative authority. A state member of the Rules Development Committee shall act as secretary/liaison to this body which is comprised of states having overall responsibility for the regulation of industrialized buildings.

The members of this advisory body may meet from time to time, at their own expense, to develop, review, and comment upon rules, regulations, and procedures being developed by the Rules Development Committee for the adoption and use by the Commission. The Chairman and Vice Chairman of this body shall be set in accordance with the existing NCSBCS procedures. A quorum for the State Advisory Committee to conduct business shall be a simple majority of the total membership of the Committee being present. Recommendations from this body are non-binding and shall be forwarded as appropriate to the Rules Development Committee or the Commission.

**SECTION 7 – INDUSTRY ADVISORY COMMITTEE:** To assist the Commission and its Rules Development Committee in their development of rules, regulations, and procedures, there shall be appointed by the Commission a 24-member Industry Advisory Committee. An industry member from the Rules Development Committee shall act as secretary/liaison to the Industry Advisory Committee. Membership on this advisory committee shall be balanced by commercial and residential manufacturers (three each) from the four market regions. Membership shall be limited to officers, owners, and employees of manufacturers. Committee members shall serve for a one-year term.

The members of this advisory body may meet from to time to time, at their own expense, to discuss, review, comment upon rules, regulations, and procedures being developed by the Rules Development Committee for the adoption and use by the Commission. This body shall elect from its membership a Chairman and Vice Chairman who shall come from the two different segments of this industry. The Chairman and Vice Chairman shall serve for a one-year term. A quorum for the Industry Advisory Committee to conduct business shall be a simple majority of the total membership of the Committee being present. Recommendations from this body are non-binding and shall be forwarded, as appropriate, to the Rules Development Committee or the Commission.

**SECTION 8 – SPECIAL COMMITTEES:** Special committees or task forces may be appointed by the Commission Chairman, with the approval of the Executive Committee. The life of a special committee shall not exceed two years unless, by a majority vote of the Commission, it shall be reapproved for an additional two years.

**SECTION 9 – SUPPORT STAFF:** At the specific direction of the Commission Chairman, with the concurrence of the Commission, the secretariat shall provide staff support to each of the statutory and special committees of the Commission.

**SECTION 10 – COOPERATION AMONG COMMITTEES:** All statutory and special committees shall cooperate with other committees of the Commission as need requires.

## **ARTICLE IX FINANCES**

**SECTION 1 – MANAGEMENT:** Subject to the oversight of the Commission, the finances of the Commission shall be managed by the Executive Committee and the Treasurer of the Commission. These management functions shall be overseen by the Commission and may be delegated by the Executive Committee in total or in part to the secretariat.

**SECTION 2 – STATE ANNUAL ASSESSMENTS:** As provided for in the enabling legislation, until such time as all costs of the Commission shall be covered by the income received from the sale of Commission labels, each member state in the Commission shall receive and be responsible for paying an annual state assessment to cover those costs. The formula for determining those assessments contained in the enabling legislation shall be followed by all Commission members.

**SECTION 3 – LABEL FEES:** The Commission shall set the label fees in consultation with the Rules Development Committee. These fees shall cover all Commission and relevant member state modular regulation costs, and over time reimburse member states for any state annual assessments paid under Section 2 of this Article.

**SECTION 4 – BUDGET:** The Executive Committee, together with the Treasurer, shall work directly with the Commission's secretariat to establish an annual budget. That budget will be presented for ratification by the Commission at its annual meeting.

**SECTION 5 – EXPENDITURES:** The Executive Committee and Treasurer may authorize the secretariat to commit the expenditure of Commission funds in accordance with the Commission's adopted annual budget. In conducting the financial affairs of the Commission, the Executive Committee, Treasurer, and Secretariat shall be responsible to the Commission for seeing that proper accounting practices are followed. These practices, as well as all financial records of the Commission, shall be audited annually.

**SECTION 6 – AUDITS:** The secretariat shall submit to the Executive Committee and the Treasurer a quarterly statement of revenues and expenditures of the Commission, shall have the books of the Commission audited annually by a certified public accountant, and shall submit a report of said audit to the Executive Committee and to the Commission at the annual meeting. The expense of said audit shall be paid for by the Commission. Copies of the annual audit also shall be shared with relevant officials of each compact member state for their review and consideration.

**SECTION 7 – ACCESS TO BOOKS AND RECORDS:** The members of the Commission shall have access to the books and records of the Commission at appointed times, as arranged by said member or members seeking access to said books and records with the secretariat. Said requests for review of the books and records of the Commission shall be at reasonable times and at reasonable places.

**SECTION 8 – FISCAL YEAR:** The fiscal year of the Commission shall be from July 1 to June 30 of each year.

**SECTION 9 – RESERVES:** The Executive Committee may establish such reserves of funds to meet the needs of the Commission as it deems prudent. Said reserves shall be established through the use of the Commission's depository bank through the secretariat. At the discretion of the Commission, funds of the Commission that are idle may be invested for such periods as to meet the needs of the Commission.

## **ARTICLE X CONTRACTS, LOANS, DEPOSITS AND ACQUISITION OF PROPERTY**

**SECTION 1 – CONTRACTS:** Between meetings of the Commission, the Executive Committee may authorize the Chairman and Treasurer to enter into any contract or execute and deliver any instrument in the name and on behalf of the Commission, and such authority may be general or confined to specific instances.

**SECTION 2 – LOANS:** No loans shall be contracted on behalf of the Commission and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Commission. Such authority may be general or confined to specific instances.

**SECTION 3 – CHECKS, DRAFTS, ETC.:** All checks, drafts, or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Commission, shall be signed by such officer or officers, agent, or agents of the Commission and in such a manner as shall, from time to time, be determined by a resolution of the Executive Committee.

**SECTION 4 – DEPOSITS:** All funds of the Commission not otherwise employed shall be deposited from time to time to the credit of the Commission in such banks, trust companies, or other depositories as the Executive Committee may select.

**SECTION 5 – ACQUISITION OF REAL PROPERTY:** The Commission may authorize any officer, agent, or agents to enter into any agreements or execute and deliver any instrument relative to the acquisition, sale transfer, or conveyance of real property to the Commission. Any instrument of conveyance as to real property shall be executed by the Chairman of the Commission, and accompanied by a resolution of authority from the Commission.

**SECTION 6 – ACCEPTANCE OF PRIVATE FUNDS:** The Executive Committee may authorize, in accordance with the Commission's Code of Ethics, the acceptance of gifts, grants, matching monies, or direct payments from public or private agencies or private persons and enterprises for the support or conduct of programs which are consistent with the general purposes and Mission Statement of the Commission.

**SECTION 7 – ACCEPTANCE, BORROWING OR CONTRACTING FOR SERVICES OF STATE PERSONNEL:** As provided for in the enabling legislation, the Executive Committee may by majority vote accept, borrow, or contract for the services of personnel from any state of the United States, or any subdivision or agency thereof, from any interstate agency, or from any institution, association, person, firm, or corporation.

**ARTICLE XI  
RELATIONSHIPS WITH OTHER STATES AND ORGANIZATIONS**

As an entity of state government, the Commission may establish a working relationship with other associations representing state government or agencies of federal, state, or local governments, deemed to have mutual interest in the objectives of the Commission.

**ARTICLE XII  
INTERIM RECIPROCAL AGREEMENT**

Interim Reciprocal Agreement is a formal agreement between a non-compacting state and the member states of the Industrialized Buildings Commission, wherein the non-compacting state agrees that the labels affixed to industrialized/modular building units, constructed in member states, shall evidence compliance with the Act and these rules and regulations, and that the enforcement is in accordance with the uniform administrative procedures adopted by the Industrialized Buildings Commission. Those buildings shall be accepted by the non-compacting states and its subdivisions, to permit installation and use of those buildings.

**SECTION 1 – PROCEDURES FOR GRANTING AND REVOKING INTERIM RECIPROCAL AGREEMENT:** If the Commission determines that the standards for industrialized/modular buildings prescribed by statute, rules, or regulations of the non-compacting state or governmental agency are at least equal to these rules and regulations, and that such non-compacting state standards are enforced by the non-compacting state in accordance with the uniform administrative procedures, industrialized/modular buildings approved by such a non-compacting state shall be deemed to have been approved by all compacting states for placement in those states in accordance with the procedures prescribed by the Industrialized Buildings Commission. An informational copy of the interim reciprocity state's approved plans for the buildings to be located in the member state shall be submitted to the Industrialized Buildings Commission.

The Industrialized Buildings Commission shall suspend or revoke, or cause to be suspended or revoked, its acceptance or certification for both of the non-compacting state's certified industrialized/modular buildings or building components, if it determines that the standards for the manufacturer and inspection of such industrialized/modular buildings or building components of such non-compacting state or governmental agency do not meet the objectives of the interstate compact enabling legislation and these rules and regulations, or that such standards are not being enforced to the satisfaction of the Industrialized Buildings Commission.

If the Industrialized Buildings Commission should suspend or revoke its approval and certification of a non-compacting state, the interim reciprocal agreement granted under this part shall be revoked or suspended, accordingly. Notice to the manufacturer(s), the third party agencies, and the non-compacting state or governmental agency of such suspension or revocation shall be in writing with the reasons for such suspension or revocation set forth therein. Appeals of the suspension or revocation shall receive timely review by the Industrialized Buildings Commission.

A non-compacting state shall have a 2-year period in which to adopt the interstate compact enabling legislation. If a non-compacting state has not successfully passed the enabling legislation 12 months after a non-compacting state has been granted an interim reciprocal agreement, written notification shall be forwarded to the governor's office of the state being affected, indicating that 12 months remain to successfully pass legislation.

If a non-compacting state does not adopt interstate compact enabling legislation to become an active member state within two years of receiving their interim reciprocal agreement approval, under this part, the interim reciprocal agreement shall be automatically revoked. However, the Commission may, for cause, extend this interim reciprocal agreement for one additional year. The Commission shall provide to the non-compacting state a set of standards for determining such cause.

The revocation of this agreement shall be sustained until such time the state being revoked successfully adopts interstate compact enabling legislation. Notice of such revocation shall be in writing and also forwarded to the governor's office of the state being revoked.

### **ARTICLE XIII MEDIATION AND ARBITRATION**

As provided for in the enabling legislation, the Commission shall establish and maintain an interstate reciprocity system for those state's whose industrialized buildings regulatory programs have adopted and incorporated the rules, regulations, and procedures of the Commission, or whose rules, regulations, and procedures have been determined by the Commission to be substantially consistent with those of the Commission and, therefore, eligible to engage or remain in reciprocity with the Commission.

In the event that a member state does not concur with either the findings of the Commission in this regard, or does not concur with the Commission regarding any actions that the Commission may take in conducting its label program, then that state shall submit its disagreement with the Commission to either mediation or arbitration, as described under the provisions of this Article. The determination as to which procedures to use is left up to the discretion of the affected state.

**SECTION 1 – MEDIATION:** The Commission and the non-concurring state shall each appoint one person to serve as a mediator. A third mediator shall be selected by the first two mediators from a list of mediators compiled by the American Arbitration Association. This body shall mediate the disagreement in an attempt to reach a voluntary settlement of the disagreement.

**SECTION 2 – ARBITRATION:** The Commission and the non-concurring state shall each appoint one person to serve as an arbitrator. These arbitrators can be selected from whatever sources the parties deem appropriate and need not be selected from lists compiled by the American Arbitration Association. A third arbitrator shall be selected by the first two arbitrators from a list compiled by the American Arbitration Association. After the selection of three arbitrators as aforesaid, the dispute shall then be settled by arbitration in accordance with the Commercial Arbitration Rules of the American Arbitration Association, and judgment upon the award rendered by the arbitrators may be entered in any court having jurisdiction thereof.

**ARTICLE XIV  
ANNUAL REPORTS TO MEMBER STATES**

As provided for in the enabling legislation, the Commission shall prepare and submit to the governors and legislatures of each member state an annual report detailing the work activities, actions, and financial status of the Commission. Such reports shall be issued at each annual meeting of the Commission.

**ARTICLE XV  
WAIVER OF NOTICE**

When any notice is required to be given to any member of the Commission or its Executive Committee under the provisions of these Bylaws, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be equivalent to the giving of such notice.

**ARTICLE XVI  
AMENDMENTS**

These Bylaws may be amended by the members of the Commission at any annual or special meeting. Proposed amendments must be submitted by any commissioner to the secretariat 45 days prior to the annual or special meeting for transmittal to the commissioners no later than 30 days prior to the annual or special meeting. Proposed Bylaws amendments must be approved by two-thirds vote of all Commissioners present and voting.

**ARTICLE XVII  
ORDER OF MEETINGS**

All meetings provided for herein shall be conducted according to Robert's Rules of Order Modified, except as otherwise authorized by the full Commission or the Commission's Executive Committee.

**ARTICLE XVIII  
GENDER**

The terms "he," "his," and "Chairman" are not gender specific. The terms refer to both masculine and feminine persons.



**ARTICLE XIX**  
**DISSOLUTION OF THE COMPACT**

The Compact shall dissolve effective upon the date of the withdrawal of a Compacting State that reduces membership in the Compact to one Compacting State.

Upon the Compact's dissolution, the Compact becomes null and void and is of no further force or effect, and the Commission's business and affairs shall be wound up. Any surplus funds remaining after payment of all obligations of the Commission shall be used for repayment of any identifiable start-up funds contributed; provided that, if the funds are not sufficient, distribution shall be made on a pro rata basis. Any surplus funds remaining after the repayment of start-up funds shall be distributed equally to the compacting states that are members of the Commission upon dissolution.

---

Bylaws as approved December 10, 1992; amended December 3, 1993; July 17 2013.