## AMERICAN LUMBER STANDARD COMMITTEE, INCORPORATED

## **BOARD OF REVIEW**

## **BYLAWS**

## **NOVEMBER 11, 2005**

- **Section 1 Purpose of the Board of Review.** The Board of Review shall perform the functions and be governed in accordance with the provisions of Section 10 of the American Softwood Lumber Standard, Voluntary Product Standard PS 20 ("VPS 20").
- **Section 2 Office of Board of Review.** The principal office of the Board of Review shall be at the same location as the office of the American Lumber Standard Committee, Incorporated (Committee) in the Washington, D.C. metropolitan area. The books and records of the Board of Review shall be maintained at this office.
- **Section 3 Chairman of the Board of Review.** The Board of Review shall elect a Chairman. The Chairman shall preside at meetings of the Board of Review. In the absence of the Chairman at any meeting, a chairman pro tem shall be appointed by the other members present.
- **Section 4 Manager of the Board of Review.** The Board shall select a manager in accordance with Section 10.3 of VPS 20, who will assume the responsibilities and perform the duties delegated to him or her by the Board. The manager may sign in the name of the Board of Review all authorized contracts, letters and communications of the Board, and otherwise act for the Board under its direction.
- **Section 5 Election and Removal of Board Members.** Nominations for and election to the Board of Review shall be made in accordance with Section 10.2 of VPS 20.

Removal of any member of the Board of Review may be initiated by a verified written petition, signed by at least one-third of the members of the Committee, being filed with the Secretary. The removal petition shall set forth in detail supporting reasons and the removal petition shall be sworn to by a person having personal knowledge of the facts. Upon receipt of a removal petition in proper form, the Secretary shall note the date and time of filing thereon and promptly shall forward a copy of the removal petition, by registered mail, to the member complained of. Within fifteen days thereafter, the member may file a written sworn response with the Secretary who promptly shall transmit a copy of the removal petition and a copy of the sworn response, if any, to each member of the Committee.

A vote on the question of removal shall be had at the next meeting of the Committee. If not less than two-thirds of the members of the Committee vote for removal, the Secretary promptly shall report the action of the Committee to the Department of Commerce for its concurrence or non-concurrence, and upon being advised by the Department of Commerce shall promptly so inform the Committee.

Section 6 - Meetings of the Board of Review. Meetings of the Board of Review shall be called by the manager, with the approval of the Chairman of the Board, or at the request of the majority of the Board's membership, or at the request of the Chairman of the American Lumber Standard Committee. Meetings may be held at the principal office of the Board of Review or at any other convenient location. All meetings of the Board of Review shall be called by notice issued to all of its members, indicating the time and place of the meeting. Such meeting notice and agenda shall be mailed at least thirty days preceding the date of the meeting, addressed to each member at his or her last known address. Items may be added to the agenda up to seven days before a meeting date. With the concurrence of all of the members, meetings may be held with shorter notice.

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- **Section 7 Transaction of Business.** A majority of the members of the Board of Review shall constitute a quorum for the transaction of business. A vote of the majority of the members of the Board shall decide questions before the Board
- **Section 8 Telephone Meetings.** A meeting may be held by means of a conference telephone or similar communication equipment if all persons participating in the meeting can hear each other at the same time. Participation in a meeting by these means constitutes presence in person at the meeting.
- **Section 9 Informal Action.** Action may be taken by informal action without a meeting if a unanimous written consent which sets for the action is signed by each member of the Board and filed with the minutes of the Board.