Overview:
Governance Panel
DISCLAIMER

- This presentation is for informational purposes only
- The content is point-in-time information, subject to revision
OUTLINE

• Acronyms
• Background
• Introduction
• Structure and Composition
• Responsibilities
• Maintenance Policies
ACRONYMS

• ASC – Accredited Standards Committee
• RSC – Registered Standards Committee
X12 ORGANIZATIONAL STRUCTURE
BACKGROUND

• The Governance Panel (Panel) operates as an X12 Board Committee

• This presentation describes the mission, structure, and policies of the Governance Panel
BACKGROUND

• Related Policies and Procedures
  • *Governance Panel Purpose and Scope (CAP20)*
  • *Governance Panel Operating Manual (TGP201)* details specific structure and operating policies of the Panel
  • *X12 Lingo (CAP15)* details specific policies and procedures related to areas of Panel responsibility
PURPOSE AND SCOPE

• The Governance Panel is responsible for
  • Maintaining the corporate Wordbook
  • Presenting governance recommendations to the Board
  • Ensuring all of X12’s policies are aligned and consistent
  • Assessing and concurring on policies prior to approval
  • Advising X12 groups that develop policies
  • Providing input on due process matters to the Board, other committees, and subordinate groups
The Governance Panel is the authority on:

- X12 parliamentary issues and rules on such issues as the Board deems necessary to ensure proper parliamentary process is maintained in any corporation activity
- X12 administrative policy or procedure issues and rules on such issues as the Board deems necessary to ensure proper administrative process is maintained in any corporation activity
PARLIAMENTARY AUTHORITY

• Any X12 member representative or materially affected non-member may bring a relevant issue to the Panel for review
• The Panel works with committee representatives and the Board as necessary to address an issue
STRUCTURE

• The Governance Panel operates as a stand-alone committee
• The Governance Panel does not establish subordinate groups
RESPONSIBILITIES - OVERVIEW

• Governance Panel Responsibilities
  • Advising related to parliamentary, policy, procedural, and due process matters
  • Maintaining corporate policies and procedures
  • Maintaining policy-related presentations
  • Maintaining the X12 Wordbook
  • Assessing committee-specific policies and procedures
RESPONSIBILITIES - DETAILS

• Advising the Board, committees, subcommittees, and groups related to parliamentary, policy, and procedural matters
• Developing and maintaining corporate policies and procedures
• Developing and maintaining policy-related training and informative presentations
• Maintaining the X12 Wordbook
RESPONSIBILITIES - DETAILS

• Assessing committee-specific policies and procedures prior to finalization and providing concurrence or feedback on necessary revisions
• Concurrence is based on consistency with all applicable corporate, committee, and subordinate group policies and procedures
• Feedback may be related to consistency as noted above, readability, enforceability, grammar, or other enhancements
RESPONSIBILITIES - DETAILS

• Developing opinions, both formal and informal, related to due process questions or complaints at the organizational, committee, or subordinate group level

• Reviewing and evaluating ballot comments related to corporate policies and procedures

• Other responsibilities assigned by the Board
COMPOSITION

• The Governance Panel constituents include:
  • Chair – appointed by the Board Chair
  • Secretary – X12 staff shall serve as secretary
  • Ex-officio constituents
    • ASC Policies and Procedure (P&P) Task Group Chair
    • RSC Parliamentary Subcommittee Chair
  • Appointed constituents
    • Up to five at-large constituents appointed by the Board
CONSTITUENT CRITERIA

• Each Governance Panel appointee shall:
  • Have been an active X12 member representative for at least one year
  • Be well-versed in X12 policies and procedures
  • Have a solid understanding of Robert's Rules of Order
  • Have strong written communication skills
  • Be willing to participate regularly and actively for a two-year term of appointment
CONSTITUENT RIGHTS

• Each Governance Panel constituent is entitled to attend meetings, participate in discussions and other collaborations, offer motions, and cast one vote in any Panel ballot.
CHAIR RESPONSIBILITIES

• Governance Panel Chair Responsibilities
  • Overseeing all aspects of Panel activities
  • Chairing Panel meetings
  • Representing the Panel to the X12 Board and other X12 Committees
  • Ensuring timely completion of maintenance, reviews, recommendations, and opinions
  • Other duties as necessary to oversee the Panel's activities
SECRETARY RESPONSIBILITIES

• Governance Panel Secretary Responsibilities
  • Assisting the Panel Chair as requested
  • Assuming the duties of the Panel Chair temporarily as necessary
  • Maintaining Panel minutes
  • Maintaining the corporate policy and procedure library, including draft and approved versions
MEETINGS

• At least two meetings shall be conducted each calendar year

• The frequency and timing of additional meetings shall be determined by the Governance Panel chair

• Quorum is not required to conduct a meeting
OBSEVERS

• The chair may invite a member representative to attend a meeting or meetings if the Panel requires input from the individual or upon a request from the member representative

• Observers shall not be entitled to offer motions, offer nominations, or vote

• Observers may participate in discussions only at the direct invitation of the chair
VOTING

• Governance Panel constituent ballots may be conducted via meeting vote or electronic vote

• A quorum is required for voting, regardless of whether the vote is conducted electronically or during a meeting

• Quorum is met based on the participation of a simple majority of the constituents
EXPRESSING INTEREST

• An X12 member representative who meets the Governance Panel constituent requirements may register their interest in being a Governance Panel appointee at any time by submitting the Governance Panel Interest form online.

• The Board will either review the qualifications at the time of submission or at a later time when new appointments are being considered.
THANK YOU

- If you have feedback or questions regarding the information presented, post them at www.x12.org/forms/feedback

- More information about X12 is at www.x12.org

- Stay informed by following X12 on Social Media
  Twitter: @ASCX12
  LinkedIn: #X12