



**X12 Corporate Administrative  
Policy and Procedure**

**X12 Membership  
(CAP04)**

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# Membership

## 1 Introduction

The X12 Board of Directors (Board) is responsible for this policy and associated procedures.

Members agree to be bound by these policies and to follow the associated procedures as a condition of membership. Non-member participants afforded specific collaboration privileges agree to be bound by these policies and to follow the associated procedures as a condition of those privileges.

Suggestions for improvements to this document are welcome. They may be submitted at <http://changerequest.x12.org>.

Staff procedures supporting these policies and procedures are maintained separately. Questions related to the staff procedures may be directed to the Executive Directory at [execdir@x12.org](mailto:execdir@x12.org).

## 2 Authority

The corporate rules of order and standing rules detailed herein supplement the **X12 Bylaws (CAP01)**. The Bylaws prevail in the case of any inconsistency.

The corporate rules of order and standing rules defined herein may be augmented by detailed or more restrictive committee or subordinate group instructions, published in documents identified with the X12 subcommittee's specific prefix; however, such instructions shall not duplicate, supersede, contradict, countermand, or overrule the corporate rules of order and standing rules defined herein. The corporate rules prevail in the case of any inconsistency.

## 3 Background

X12 is a member-based organization, members are critical to organizational success. The policies and procedures herein supplement the **X12 Bylaws (CAP01)** which define criteria for membership and other high-level membership policies.

Staff procedures supporting these policies and procedures are maintained separately. Questions related to the staff procedures may be directed to the Executive Directory at [execdir@x12.org](mailto:execdir@x12.org).

## 4 Membership Applications

### 4.1 Application for Membership

Except as noted below, any organization, entity, or individual not already recognized as an X12 member and desiring recognition as an X12 member, with

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the corresponding privileges and responsibilities, shall apply for membership using the online application process. Online applications are not accepted for reciprocal membership.

X12 staff reviews the application, verifying the submitted information and identifying the appropriate membership category. Membership shall be granted when the applicant provides all required information and remits the appropriate dues. A membership is effective immediately upon approval and remains active for the membership term. If the application is denied, staff shall provide a detailed explanation of the denial to the primary representative listed on the application.

## **4.2 Application for Renewal**

Except as noted below, any organization, entity, or individual already recognized as an X12 member and desiring to continue in that status shall apply for membership renewal prior to the end of the membership term. Renewal requests are processed online or via a renewal invoice. Renewal applications are not accepted for reciprocal or emeritus members.

X12 staff reviews the renewal application, verifying the submitted information and confirming the membership category is still appropriate for the member. Renewal shall be granted when the applicant provides all required information and remits the appropriate dues. A renewal is effective immediately upon expiration of the previous membership term. If the renewal is denied, staff shall provide a detailed explanation of the denial to the member's primary representative.

If a renewal application is not submitted or appropriate dues are not paid prior to the expiration of the membership term, all member privileges shall be suspended on the membership termination date.

### **4.2.1 Renewal Notices**

Members will receive a renewal notice and periodic reminders prior to the end of their membership term. The member's primary representative is responsible for ensuring the submission of a renewal application and appropriate dues prior to the expiration of the membership term to prevent a lapse in member privileges.

## **5 Membership Categories**

Various membership categories have been established to accommodate different situations. Except for reciprocal members, which may have specific restrictions or limitations, all members within a category are eligible for privileges and responsibilities equal to all other members in the category.

The following broad membership categories are established herein. Additional membership categories may be approved by the Board, with or without amendment of this policy.

**For-Profit Organization (FPO)**

This category is open to entities operating without an IRS tax exemption under sections 501(c)(3) through 501(c)(9). FPO members are entitled to participate in corporate and committee activities.

**Non-Profit Organization (NPO)**

This category is open to entities operating with an IRS tax exemption under sections 501(c)(3) through 501(c)(9). NPO members are entitled to participate in corporate and committee activities.

**Government Agency**

This category is open to federal and state agencies, and departments or divisions operating under the auspices of such an agency. Government members are entitled to participate in corporate and committee activities.

**Individual**

This category is open to individuals who are unemployed or self-employed, with no other employees. Individual members are entitled to participate in corporate and committee activities.

**Academic**

This category is open to degree conferring academic organizations, for academic purposes only (teaching or academic research). Academic organizations with departments, divisions, or other components desiring membership for purposes other than teaching or academic research, may apply for membership under an FPO or NPO category. Academic members are entitled to participate in corporate activities and committee activities.

**Emeritus**

This category is limited to established X12 contributors who have retired. Emeritus members are entitled to participate in corporate and committee activities.

**Reciprocal**

This category is limited to organizations which are party to a formal agreement with X12 granting such membership. Reciprocal members are entitled to participate in corporate and committee activities in accordance with the agreement between the reciprocal organization and X12.

## 5.1 Member Responsibilities and Privileges

As a condition of membership, members agree to certain conditions and responsibilities. Failure to abide by these conditions or meet these responsibilities may result in member sanctions, up to and including membership termination.

Several conditions and responsibilities apply to all, or most, memberships, regardless of member category. Those are detailed in this section. Others vary by membership category and are detailed in subsections below.

1. Members agree that all X12 intellectual property, whether developed by X12 members or staff, regardless of copyrighted or publication status, is the sole property of X12. Members, collectively or individually, do not have rights to such intellectual property and are not considered joint developers or joint copyright holders for any draft, final or copyrighted X12 work.
2. Members are entitled to representation within X12.
  - a. Members agree their employees and representatives will respect and adhere to all organizational policies and procedures
  - b. Members agree their employees and representatives will protect X12 draft, final, and copyrighted works and adhere to X12 intellectual property fair use policies and procedures.
  - c. Members shall name a primary representative who shall be employed by, contracted with, or otherwise have a formal relationship with the member. The primary representative shall be the official liaison between X12 and the member, is authorized to speak on behalf of the member, receives all official X12 correspondence, maintains a complete list of the member's authorized member representatives, distributes official X12 correspondence to, and otherwise communicates with, any other member representatives in accordance with the member's own policies and procedures, and if applicable, casts an informed vote on behalf of the member in corporate ballots.
  - d. Members may be entitled to name an alternate representative who shall be employed by, contracted with, or otherwise have a formal relationship with the member. Alternate representatives are not entitled to a separate vote in corporate ballots, but may speak and vote on behalf of the member in the absence of, or in lieu of, the primary representative.
  - e. Members may be entitled to designate other representatives who shall be employed by, contracted with, or otherwise have a formal relationship with the member. These designated representatives are not official liaisons between the member and X12 and cannot vote in corporate ballots, except as allowed by Proxy Voting policies. Designated representatives are not entitled to a separate vote in corporate ballots and may not speak on behalf of the member related to corporate matters, although they may be empowered to speak or act on

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- behalf of the member in certain X12 committee activities.
- f. Members agree their representative(s) will receive email notices related to X12 activities and products.
  - g. Members agree their representative(s) may receive email communications related to an external organization's activities or products.
3. Members agree neither their employees nor representatives shall speak on behalf of X12 to an external organization at any time or in any setting, unless specifically assigned that responsibility by the X12 Board Chair or the Accredited Standards Committee (ASC) chair.
  4. Members agree to provide X12 staff with additional member or member representative information as requested during the membership period.

## 5.2 For-Profit Organization Members

In addition to the conditions and responsibilities detailed in Section 5.1 above, for-profit members have the following conditions and responsibilities.

1. Eligibility
  - a. Entities operating without an IRS tax exemption under sections 501(c)(3) through 501(c)(9).
  - b. For-profit organizations of varying complexity seek membership in X12. Such an organization may choose to have one membership at the highest level of their corporate structure or may choose to have their subsidiaries apply for separate memberships. Subsidiaries which become for-profit organization members in their own right are separately vested with all the privileges and responsibilities of membership.
2. Termination
  - a. For-profit organization memberships are terminated if not renewed by the end of the membership term.
3. Representatives
  - a. For-profit organization members shall name a primary representative in accordance with 1.5.1.2.c.
  - b. For-profit organization members are entitled to name an alternate representative in accordance with 1.5.1.2.d.
  - c. For-profit organization members are entitled to designate an unlimited number of representatives in accordance with 1.5.1.2.e.
  - d. For-profit organization members may select as primary or alternate representative an individual who also represents another X12 member.
    - i. In such cases, the individual has the right to exercise the designated role for each member
    - ii. However, except in the case of corporate ballots, a single individual is not entitled to more than one vote in any X12 matter regardless of the number of members they are authorized to represent.
    - iii. The individual is responsible for managing the differing interests of the members represented.

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#### 4. Participation/Privileges

- a. A for-profit organization member's representatives are entitled to participate in corporate activities.
- b. A for-profit organization member's primary representative is entitled to vote on corporate matters.
- c. A for-profit organization member's representatives are entitled to serve in elected positions.
- d. A for-profit organization member is entitled to member discounts.
- e. A for-profit organization member's representatives are eligible to participate in committee, subcommittee, task group, and work group activities, and may be afforded voting privileges in those groups dependent on the requirements of the applicable policies and procedures.
- f. A for-profit organization member's representatives may access the Members Only website and other member collaboration tools.
- g. A for-profit organization member's representatives are expected to participate in development and maintenance activities.
- h. A for-profit organization member's primary representative must confirm the member's representatives annually and may be asked to confirm the representatives at any other time.

### 5.3 Non-Profit Organization Members

In addition to the conditions and responsibilities detailed in Section 5.1 above, non-profit members have the following conditions and responsibilities.

1. Eligibility
  - a. Entities operating under an IRS tax exemption under sections 501(c)(3) through 501(c)(9).
  - b. Non-profit organizations of varying complexity seek membership in X12. Non-profit organizations are eligible to have one membership at the highest level of their corporate structure.
2. Termination
  - a. Non-profit organization memberships are terminated if not renewed by the end of the membership term.
3. Representatives
  - a. Non-profit organization members shall name a primary representative in accordance with 1.5.1.2.c.
  - b. Non-profit organization members are entitled to name an alternate representative in accordance with 1.5.1.2.d.
  - c. Non-profit organization members are entitled to designate an unlimited number of representatives in accordance with 1.5.1.2.e.
  - d. Non-profit organization members may select as primary or alternate representative an individual who also represents another X12 member.
    - i. In such cases, the individual has the right to exercise the designated role for each member



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- ii. However, except in the case of corporate ballots, a single individual is not entitled to more than one vote in any X12 matter regardless of the number of members they are authorized to represent.
  - iii. The individual is responsible for managing the differing interests of the members represented.
4. Participation/Privileges
- a. A non-profit organization member's representatives are entitled to participate in corporate activities.
  - b. A non-profit organization member's primary representative is entitled to vote on corporate matters.
  - c. A non-profit organization member's representatives are entitled to serve in elected positions.
  - d. A non-profit organization member is entitled to member discounts.
  - e. A non-profit organization member's representatives are eligible to participate in committee, subcommittee, task group, and work group activities, and may be afforded voting privileges in those groups dependent on the requirements of the applicable policies and procedures.
  - f. A non-profit organization member's representatives may access the Members Only website and other member collaboration tools.
  - g. A non-profit organization member's representatives are expected to participate in development and maintenance activities.
  - h. A non-profit organization member's primary representative must confirm the member's representatives annually and may be asked to confirm the representatives at any other time.

## 5.4 Government Agency Members

In addition to the conditions and responsibilities detailed in Section 5.1 above, government agency members have the following conditions and responsibilities.

1. Eligibility
  - a. Federal and state agencies.
  - b. Departments or divisions operating under the auspices of a Federal or state agency.
  - c. Government agencies of varying complexity seek membership in X12. Government agencies may choose to have one membership at the agency level or may choose to have their divisions or subsidiaries apply for separate memberships. Subsidiaries which become government agency members in their own right are separately vested with all the privileges and responsibilities of membership.
2. Termination
  - a. Government agency memberships are terminated if not renewed by the end of the membership term.
3. Representatives
  - a. Government agency members shall name a primary representative in accordance with 1.5.1.2.c.

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- b. Government agency members are entitled to name an alternate representative in accordance with 1.5.1.2.d.
  - c. Government agency members are entitled to designate an unlimited number of representatives in accordance with 1.5.1.2.e.
  - d. Government agency members may select as primary or alternate representative an individual who also represents another X12 member.
    - i. In such cases, the individual has the right to exercise the designated role for each member
    - ii. However, except in the case of corporate ballots, a single individual is not entitled to more than one vote in any X12 matter regardless of the number of members they are authorized to represent.
    - iii. The individual is responsible for managing the differing interests of the members represented.
4. Participation/Privileges
    - a. A government agency member's representatives are entitled to participate in corporate activities.
    - b. A government agency member's primary representative is entitled to vote on corporate matters.
    - c. A government agency member's representatives are entitled to serve in elected positions.
    - d. A government agency member is entitled to member discounts.
    - e. A government agency member's representatives are eligible to participate in committee, subcommittee, task group or work group activities, and may be afforded voting privileges in those groups dependent on the requirements of the applicable policies and procedures.
    - f. A government agency member's representatives may access the Members Only website and other member collaboration tools.
    - g. A government agency member's representatives are expected to participate in development and maintenance activities.
    - h. A government agency member's primary representative must confirm the member's representatives annually and may be asked to confirm the representatives at any other time.

## 5.5 Individual Members

In addition to the conditions and responsibilities detailed in Section 5.1 above, individual members have the following conditions and responsibilities.

1. Eligibility
  - a. Individuals who are not employed by any organization or entity.
  - b. Individuals who are self-employed, with no other employees.
  - c. Individuals who are employed by an organization and are also self-employed are not eligible to apply for this membership category.
2. Termination
  - a. Individual memberships are terminated if not renewed by the end of the membership term.

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3. Representatives
    - a. The individual member's primary representative shall be the individual who applied for and was granted an individual membership.
    - b. Individual members are not entitled to name an alternate representative.
    - c. Individual members are not entitled to designate other representatives.
  4. Participation/Privileges
    - a. An individual member's primary representative is entitled to participate in corporate activities.
    - b. An individual member's primary representative is entitled to vote on corporate matters.
    - c. An individual member's primary representative is entitled to serve in elected positions.
    - d. An individual member is entitled to member discounts.
    - e. An individual member's primary representative is eligible to participate in committee, subcommittee, task group, and work group activities, and may be afforded voting privileges in those groups dependent on the requirements of the applicable policies and procedures.
    - f. An individual member's primary representative may access the Members Only website and other member collaboration tools.
    - g. Individual members are expected to participate in development and maintenance activities.

## 5.6 Academic Members

In addition to the conditions and responsibilities detailed in Section 5.1 above, academic members have the following conditions and responsibilities.

1. Eligibility
  - a. Degree conferring academic organizations seeking membership for academic purposes only (teaching or academic research).
  - b. Academic organizations with departments, divisions, or other components desiring membership for purposes other than teaching or academic research, may apply for membership under an FPO or NPO category.
  - c. An academic organization is eligible to have one membership.
2. Termination
  - a. Academic memberships are terminated if not renewed by the end of the membership term.
3. Representatives
  - a. Academic members shall name a primary representative in accordance with 1.5.1.2.c.
  - b. Academic members are entitled to name an alternate representative in accordance with 1.5.1.2.d.
  - c. Academic members are entitled to designate an unlimited number of other representatives in accordance with 1.5.1.2.e.
  - d. Academic members may select as primary or alternate representative an individual who also represents another X12 member.

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- i. In such cases, the individual has the right to exercise the designated role for each member
    - ii. However, except in the case of corporate ballots, a single individual is not entitled to more than one vote in any X12 matter regardless of the number of members they are authorized to represent.
    - iii. The individual is responsible for managing the differing interests of the members represented.
  4. Participation/Privileges
    - a. An academic member's representatives are entitled to participate in corporate activities.
    - b. An academic member's primary representative is not entitled to vote on corporate matters.
    - c. An academic member's representatives are not entitled to serve in elected positions.
    - d. An academic member is entitled to member discounts.
    - e. An academic member's representatives are eligible to participate in committee, subcommittee, task group or work group activities, and may be afforded voting privileges in those groups dependent on the requirements of the applicable policies and procedures.
    - f. An academic member's representatives may access the Members Only website and other member collaboration tools.
    - g. An academic member's representatives may participate in development and maintenance activities.
    - h. An academic member's primary representative must confirm the member's representatives annually and may be asked to confirm the representatives at any other time.

## 5.7 Emeritus Members

In addition to the conditions and responsibilities detailed in Section 5.1 above, emeritus members have the following conditions and responsibilities.

1. Eligibility
  - a. An established X12 contributor who is retired, not actively employed or self-employed, and not seeking employment.
  - b. The emeritus membership application will be determined by the Executive Director based on confirmation of employment status, participation records, and input from the ASC Chair.
2. Termination
  - a. Emeritus memberships are immediately rescinded if the individual becomes actively employed or self-employed, regardless of the membership status of any new employer.
  - b. Emeritus memberships are subject to re-confirmation by X12 staff every two years. An emeritus member who has attended at least one meeting, actively participated in collaboration, or voted on corporate matters during the previous membership period shall be retained. An emeritus

member who has not met the above criteria shall have their membership terminated.

3. Representatives
  - a. The emeritus member's primary representative shall be the individual who applied for and was granted an emeritus membership.
  - b. Emeritus members are not entitled to name an alternate representative.
  - c. Emeritus members are not entitled to designate other representatives.
4. Participation/Privileges
  - a. An emeritus member's primary representative is entitled to participate in corporate activities.
  - b. An emeritus member's primary representative is entitled to vote on corporate matters.
  - c. An emeritus member's primary representative is not entitled to serve in elected positions; however, this restriction may be waived in extenuating circumstances at the discretion of the responsible X12 committee chair or the X12 Board chair.
  - d. An emeritus member is not entitled to member discounts.
  - e. An emeritus member's primary representative is eligible to participate in committee, subcommittee, task group, and work group activities, and may be afforded voting privileges in those groups dependent on the requirements of the applicable policies and procedures.
  - f. An emeritus member's primary representative may access the Members Only website and other member collaboration tools.
  - g. Emeritus members are expected to participate in development and maintenance activities.

## 5.8 Reciprocal Members

In addition to the conditions and responsibilities detailed in Section 5.1 above, reciprocal members have the following conditions and responsibilities.

1. Eligibility
  - a. Reciprocal membership is limited to organizations which are party to a formal agreement with X12 granting such membership. Applications for reciprocal membership are not otherwise accepted.
2. Termination
  - a. Reciprocal memberships are immediately terminated upon non-renewal or active termination of the formal agreement.
3. Representatives
  - a. Reciprocal members shall name a primary representative who must be employed by or formally connected to the organization granted membership.
  - b. Reciprocal members are entitled to name an alternate representative who must be employed by or formally connected to the organization granted membership.
  - c. Reciprocal members are not entitled to designate other representatives.

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- d. Reciprocal members may select as primary or alternate representative an individual who also represents another X12 member.
    - i. In such cases, the individual has the right to exercise the designated role for each member.
    - ii. However, except in the case of corporate ballots, a single individual is not entitled to more than one vote in any X12 matter regardless of the number of members they are authorized to represent.
    - iii. The individual is responsible for managing the differing interests of the members represented.
  - 4. Participation/Privileges
    - a. A reciprocal member's representatives are entitled to participate in corporate activities in accordance with the agreement between the reciprocal organization and X12.
    - b. A reciprocal member's primary representative is not entitled to vote on corporate matters.
    - c. A reciprocal member's representatives are not entitled to serve in elected positions.
    - d. A reciprocal member is not entitled to member discounts.
    - e. A reciprocal member's primary representative is eligible to participate in committee, subcommittee, task group, and work group activities, and may be afforded voting privileges in those groups dependent on the requirements of the applicable policies and procedures.
    - f. A reciprocal member's representatives may access the Members Only website and other member collaboration tools.
    - g. Reciprocal members are expected to participate in development and maintenance activities.

## 6 Information Disclosure

Disclosure and use of member and representative information supplied as part of a membership or renewal application is authorized and constrained as follows.

\*The term "information" includes the demographic, financial, organizational, and individual details provided by a member to X12 staff as part of the member application or renewal process or in response to a specific request by X12 staff for information and attendance, participation, and voting records related to a member or member representative which are maintained by X12 staff.

1. X12 staff and elected leaders will have access to member and representative information only as required to conduct official duties.
2. At the direction of the Executive Director or a committee chair, X12 staff may provide a member's primary representative with the email address of another member's primary representative so the requesting member may contact them for an X12 related matter.
3. X12 may provide a member list on the public website, such a list will contain

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only the member's name.

4. X12 may provide a meeting registration or attendance list on the public website, such a list will contain only the member's name.
5. X12 may provide a meeting registration or attendance list on the Members Only website, such a list will contain only the registered attendee's name and member name.
  - a. Summarized participation information is used for general information purposes and may be freely distributed as deemed appropriate by the executive director or elected leaders.
6. Detailed participation information is used for official attendance purposes related to specific member privileges within X12, a committee, or a subordinate group. Detailed participation information shall not be used for any other purpose.
7. Based on a documented need for the information, and with approval from the Board or Executive Director, detailed participant information, including participant name, contact information and member organization, may be reported to a committee chair.
  - a. Based on a documented need for the information, committee chairs may distribute or disclose detailed participant information only to subcommittee chairs and chairs of their own subordinate groups.
    - i. Based on a documented need for the information, subcommittee chairs may distribute or disclose detailed participant information only to the chairs of their own subordinate groups.
8. Subordinate group chairs, including but not limited to task group, and work group chairs may not distribute or disclose detailed participant information to any individual or group.
9. Except as provided above, chairs shall not use detailed participation information to provide summaries or statistics related to a specific individual to any party, including the associated member's primary representative.
10. X12 staff may provide a member or representative list with contact information to another entity, organization, or individual with a non-disclosure agreement, solely for the purpose of conducting official X12 business. Otherwise the information shall not be disclosed to any external organization, entity, or individual.
11. Except as identified above, information is not provided publicly or to any member or member representative.

## 7 Membership Dues

Member dues are a critical component of X12's financial viability. X12 strives to maintain a revenue balance that ensures implementers who derive value from X12 products bear the majority of the costs of supporting the organization. As such, the Board shall review dues assessments and other member fees at regular intervals and shall establish member dues at the lowest level that allows for adequately funded organizational activities and

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initiatives. Current dues assessments are listed on the membership page at x12.org.

As a normal course of business, the Board may invoke an annual dues increase of not more than 2.5% in any membership category, or any dues reduction. Should the Board

determine it necessary to increase annual dues by more than 2.5% in any membership category, the Board shall solicit input on the adjustment from the ASC Steering Committee (Steering). At least 30 calendar days will be allotted for Steering to gather and consolidate input from their constituents. Following consideration of any committee input, the Board shall reach a final decision on the adjustment.

The Board shall establish member notification and dues effective dates for any adjustment. The effective date shall be no less than 60 calendar days and no more than 365 calendar days following the member notification date.

## 8 Membership Termination

The **X12 Bylaws (CAP01)** allow for Board approved termination of a membership. In such cases, the terminated member's primary representative will be notified of the decision within five (5) calendar days of the vote to terminate the membership. All member privileges shall be suspended 16 calendar days after such notice is delivered, unless an appeal has been filed. The terminated member may appeal the termination in accordance with the ***Member Termination Appeal Procedure*** section below. If an appeal is filed in accordance with the procedures, member privileges shall not be suspended pending the outcome of the appeal.

## 9 Membership Procedures

The following procedures support policies described in sections 4 through 8 herein. Detailed staff procedures are maintained separately.

### 9.1 Member Termination Appeal Procedure

This section details the process steps for submitting, adjudicating, and disseminating the decision related to an appeal by a terminated member.

1. The primary representative of a member seeking to appeal the Board's decision to terminate their membership (the appellant) must appeal the termination in writing within 15 calendar days of receipt of the notice of termination. The appeal shall be sent to [executivedirector@x12.org](mailto:executivedirector@x12.org). The appeal must include the specific reason(s) the appellant believes the termination was unwarranted. The Executive Director shall be responsible for coordinating the appeal process and documenting the decision.
2. Upon receipt of an appeal, the Executive Director sends an acknowledgement of receipt to the appellant and notifies the Board of the appeal.
3. Within ten (10) calendar days of receipt of an appeal, the Executive Director nominates, and the Board confirms, an Appeal Committee consisting of at least three and not more than five voting members, who shall be X12 members



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- not directly involved in the decision to terminate the membership. The Executive Director shall be a non-voting member of the Appeal Committee.
4. Within 15 calendar days of receipt of an appeal, the Board provides any supporting documentation above and beyond the notice provided the member to the Appeal Committee.
  5. Within 30 calendar days of confirmation, the Appeal Committee convenes to discuss the termination and appeal and makes a determination based on the notice to the member, the member's appeal, and any additional information provided by the Board.
    - a. The appellant has the burden of demonstrating the termination was unwarranted.
    - b. The Appeal Committee may reach a final decision in a single session or adjourn and reconvene as necessary to reach a final decision.
    - c. At the discretion of the Appeal Committee, the appellant, the Board Chair, or other relevant parties may be invited to attend one or more sessions to respond to questions or provide additional information.
    - d. The Appeal Committee's final deliberations will be conducted in a closed session, with only the Appeal Committee members present.
  6. Within three (3) calendar days of the decision, the Executive Director renders the committee's decision in writing to the Board and the appellant. The decision of the Appeal Committee is final.
  7. The Appeal Committee shall be automatically disbanded five (5) calendar days after the appeal decision is communicated.

## 10 Terminology

To ensure consistency within X12, the terms, definitions, abbreviations and acronyms herein have been adopted for organizational use. Some definitions are proprietary to X12. Others recognize the terms and definitions of another organization or authority, including Robert's Rules of Order. Inclusion of external terms and definitions reduces the need for external references and improves consistency within X12 work products. These terms and definitions must be used in X12 work products when applicable, without modification or revision.

### **Academic Membership**

Members who are a part of a degree conferring academic organizations, and whose membership is used for academic purposes only, such as teaching or academic research.

### **Administration**

A group of X12 or contracted staff members, managed by the Executive Director, who have duties and perform tasks necessary to run the X12 organization, including business and standards development matters.

Synonyms: Staff, X12 Staff

### **Bylaws**

A document that defines how an organization functions. It includes an organization's

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foundational rules that do not change frequently. Bylaws may be suspended only if they allow their own suspension or are in the nature of rules of order.

**Chair**

The person who presides over meetings, makes administrative decisions, and generally leads an X12 group or committee.

**Corporate Ballot**

A vote authorized by the Board in which every X12 member is entitled to one and only one vote. Corporate ballots may be executed as electronic ballots or meeting votes.

**Emeritus Membership**

An honorary membership granted to a retired individual who is not actively employed or self-employed who has a history of active participation with X12.

**For-Profit Membership**

Any member whose organization has no tax exemption under sections 501(c)(3) through 501(c)(9).

**Government Membership**

Any member who is a part of a federal or state agency, or departments and divisions under the auspices of such an agency.

**Individual Membership**

A membership open to self-employed individuals who have no employees. Individuals employed by any organization are not eligible for this membership category. Individuals who are self-employed and also employed by an organization are not eligible to apply for this category of membership.

**Member**

An entity that has completed an application, paid the applicable dues and been granted X12 membership for a specific period of time.

This term is used only in reference to X12 membership. Recognized participants of specific committees, subcommittees or other subordinate groups who have met the requirements for specific privileges within that group shall be referenced as constituents, not members.

**Member Representative**

An individual who participates in X12 activities on behalf of an X12 member. There are three types of member representatives; primary, alternate, and designated.

**Non-Profit Membership**

Any member whose organization has tax exemption under sections 501(c)(3) through 501(c)(9).

**Primary Representative**

The individual named as the official liaison between X12 and a member. The primary representative is the only authorized representative who can speak at X12 on behalf of the member, receives official X12 correspondence, is responsible for communicating X12 information to any other member representatives, and votes on behalf of the member in corporate ballots. All members are required to name a primary representative.

**Alternate Representative**

An individual named to represent and vote for the member in the absence of, or in lieu of, the primary representative. Depending on membership category, members may not be entitled to an alternate representative.

**Designated Representative**

An individual verified by the primary representative as authorized to represent the member in certain X12 committee activities. Designated representatives are not official liaisons between the member and X12 and cannot vote in corporate ballots, except as allowed by Proxy Voting policies. Depending on membership category, members may not be entitled to designated representatives.

**Organizational Membership**

A membership based on an organization's request to join X12. Organizational categories include companies and corporations, financial institutions, federal and state government entities, non-profit entities, and associations.

**Standing Rules**

An organization's administrative governance, including all matters not related to parliamentary procedure. X12 defines rules of order at four organizational levels, corporate, committee, subcommittee, and subordinate group.

**Reciprocal Membership**

A membership based on a formal agreement between X12 and another organization. Memberships in this category do not include voting privileges or membership pricing discounts.

**Rules of Order**

An organization's rules of order govern parliamentary matters. X12 defines rules of order at four organizational levels, corporate, committee, subcommittee, and subordinate group.

**X12 Board**

A group of elected and ex-officio leaders who oversee the business affairs of X12.

# 11 Document History

New versions of this document are effective on the approval date, unless otherwise stated in the approval.

06/30/2016	V7: Minor grammar corrections.
09/27/2016	V6: Revised to reflect the organization's name change, update the membership categories and criteria, include provision for annual increases, and other minor revisions for clarity.
04/12/2016	ADP03 renamed CAP04 and revised to incorporate the Membership Dues Policies and Procedures (ADP04) and the Membership Termination Appeals Policies and Procedures (ADP21).
08/25/2014	Revisions approved by the Board.
12/11/2013	Revisions approved by the Board.
03/25/1994	Revisions approved by Steering.
07/21/1993	Initial version approved by Steering.