



**X12 Corporate Administrative  
Policy and Procedure**

**X12 Membership  
(CAP04)**

# Contents

Membership.....	1
1 Introduction.....	1
2 Authority.....	1
3 Background .....	1
4 Membership Types .....	1
5 Membership Categories .....	1
6 Membership Applications and Renewals .....	3
6.1 Applications and Renewals .....	3
6.2 Prerequisite Applications and Renewals .....	4
7 Member Responsibilities and Privileges .....	5
7.1 For-Profit Organization Member.....	7
7.2 Non-Profit Organization Member .....	8
7.3 Government Agency Member .....	9
7.4 Individual Member.....	10
7.5 Academic Associate .....	10
7.6 Honorary Associate.....	11
7.7 Reciprocal Associate .....	12
7.8 RSC Associates .....	13
7.9 Transitional Associates .....	14
8 Information Disclosure .....	15
9 Membership Dues.....	16
10 Membership Termination.....	16
11 Member Termination Appeal Procedure .....	17
12 Terminology.....	18
13 Document History .....	18

# Membership

## 1 Introduction

The X12 Board of Directors (Board) is responsible for this policy and the associated procedures. X12 members agree to adhere to X12's policies and procedures as a condition of membership. Non-member participants afforded specific collaboration privileges agree to adhere to X12's policies and procedures as a condition of those privileges. Any party may submit a revision suggestion at [x12.org/maintenance-requests](http://x12.org/maintenance-requests).

## 2 Authority

X12 maintains corporate rules which define overall corporate policies and procedures. X12's primary organizational policies are established in the **CAP01 - X12 Bylaws**. The policies established herein supplement the **X12 Bylaws** to establish X12's membership policies in full; no related lower-level governance shall be permitted.

## 3 Background

X12 is a member-based organization, members are critical to organizational success. The **X12 Bylaws (CAP01)** define criteria for membership and other high-level membership policies. In accordance with the **X12 Bylaws (CAP01)**, detailed policies and procedures related to membership options, the granting and terminating of membership, and member responsibilities and privileges are defined herein.

## 4 Membership Types

X12 recognizes two types of members, members and associate members. Additional membership types may be approved by the Board, with or without amendment of this policy.

### **Member**

A member is granted all privileges defined by X12 as a benefit of membership. This includes representation, collaboration privileges, voting rights, and the right for the member's representatives to hold elected or appointed office and access member tools.

### **Associate Member (Associate)**

An associate member is granted a subset of the privileges defined by X12 as a benefit of membership. The specific privileges granted depend on the membership category.

## 5 Membership Categories

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

Members are sub-divided into the following categories. 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.

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

**Academic Associate**

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.

**Honorary Associate**

This category is open to long-term member representatives who are established X12 contributors at the time of their retirement. Honorary members are entitled to participate in corporate and committee activities.

**Reciprocal Associate**

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.

**RSC Associate**

This category is designed for individuals and organizations that are not X12 members and intend to participate in the activities of the Registered Standards Committee (RSC) but not in the activities of the Accredited Standards Committee (ASC). RSC associate members are entitled to participate in corporate activities and RSC committee activities but are not eligible to attend ASC meetings/sessions or participate in ASC collaboration.

**Transitional Associate**

This category is an individual membership, limited to established X12 member representatives who have actively and consistently participated in X12 activities, collaborations, and meetings over the past twelve to eighteen months and who subsequently terminate employment with the X12 member they have represented. A Transitional Associate member shall either be seeking new employment or be recently employed by a non-member organization that they intend to petition to join as members within the transitional period. Transitional associate memberships are strictly limited related in both duration of term and number of terms permitted. The number of transitional associates shall not exceed 3% of the total number of members.

## 6 Membership Applications and Renewals

X12 recognizes various types of memberships and associate memberships as described in the sections above. Section 4.1 describes the normal application and renewal policies and processes. There are three membership types that do not adhere to the policies and processes described in Section 4.1. Two membership options, Honorary and Transitional associate memberships, are available to current X12 member representatives who meet specific prerequisite requirements. Section 4.2 describes the application and renewal policies and processes for those applications. Reciprocal membership is granted and renewed based on a formal agreement between X12 and another organization, not on the submission of a membership application. For more information on reciprocal membership, contact X12's Executive Director at [executivedirector@X12.org](mailto:executivedirector@X12.org).

### 6.1 Applications and Renewals

**Applications**

Except as noted in Section 6.2 below, any organization, entity, or individual not already recognized as an X12 member and desiring recognition as an X12 member, with the corresponding privileges and responsibilities, shall apply for membership using the application form on X12's Membership web page.

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.

### **Renewals**

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.

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.

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.

## **6.2 Prerequisite Applications and Renewals**

Two membership options, Honorary and Transitional associate memberships are limited to individuals who meet specific prerequisite requirements and subject to approval by the X12 Board.

### **Applications**

Individuals who meet those requirements may apply for membership using the application found on [members.x12.org](https://members.x12.org).

X12 staff reviews the application, verifying the submitted information and that the prerequisite requirements are met. X12 staff gathers supporting information such as length of participation as a member representative, attendance at Standing meetings, participation in corporate ballots, participation at interim meetings, and participation in online collaborations.

The X12 Board reviews the application and supporting information. The Board may solicit input from committee chairs, however the Board deliberations are confidential and shall not be shared or discussed with other parties. Upon an affirmative Board vote, the membership application shall be approved. Upon a negative Board vote, the membership application shall be denied.

If membership is granted, it 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 applicant.

### **Renewals**

Renewal of prerequisite requirement memberships is subject to specific terms and conditions as described herein. In accordance with those terms and conditions, renewals may be applicable. If renewal is not applicable, the member's primary representative will receive a termination notice prior to the end of their membership term. If renewal is applicable, the following shall apply.

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

X12 staff reviews the application, verifying the submitted information and that the renewal terms and conditions are met. X12 staff gathers supporting information such as length of participation as a member representative, attendance at Standing meetings, participation in corporate ballots, participation at interim meetings, and participation in online collaborations.

The X12 Board reviews the application and supporting information. The Board may solicit input from committee chairs, however the Board deliberations are confidential and shall not be shared or discussed with other parties. Upon an affirmative Board vote, the membership application shall be approved. Upon a negative Board vote, the membership application shall be denied.

If membership is granted, it 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 applicant.

## **7 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.

Conditions and responsibilities which apply to all, or most, memberships, regardless of member category, are detailed in this section. Other conditions and responsibilities vary by membership category and are detailed in subsections below. Additional privileges and responsibilities may be afforded to members, with or without amendment of this policy.

1. Members agree that all X12 intellectual property, whether developed by X12 member representatives or staff, regardless of copyright 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 is employed by, contracted to, or otherwise has a formal relationship with the member. The primary representative shall not also represent another X12 member as a primary, alternate, or designated representative. 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, and maintains a complete list of the member's authorized representatives. In addition, the primary representative distributes official X12 correspondence to the member's other representatives and communicates with other member representatives in accordance with the member's own policies and procedures. If applicable, the primary representative 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 to, or otherwise has a formal relationship with the member. The alternate representative shall not also represent another X12 member as a primary, alternate, or designated representative. Alternate representatives may speak and vote on behalf of the member in the absence of the primary representative but are not entitled to a separate vote in ballots that are limited to one vote per member.
  - e. Members may be entitled to designate other representatives who shall be employed by, contracted to, or otherwise have a formal relationship with the member. Designated representative shall not also represent another X12 member as a primary, alternate, or designated representative. Designated representatives are not official liaisons between the member and X12, cannot 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 behalf of the member in certain X12 committee activities.
  - f. A member representative is never entitled to more than one vote in any X12 matter.
  - g. Members agree their representative(s) will receive email notices related to X12 activities and products.
  - h. Members agree their representative(s) may receive email communications related to an external organization's activities or products.



3. Members agree neither their representatives nor other employees 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, the Accredited Standards Committee (ASC) chair, or the Registered Standards Committee (RSC) chair.
4. Members agree to provide X12 staff with additional member or member representative information as requested during the membership period.

## 7.1 For-Profit Organization Member

In addition to the conditions and responsibilities detailed above, for-profit organization 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. Subsidiaries which become for-profit organization members in their own right shall not share with the non-member components of their organization any materials or information generally restricted to members.
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.
  - b. For-profit organization members are entitled to name an alternate representative.
  - c. For-profit organization members are entitled to designate an unlimited number of representatives.
4. Participation/Privileges
  - a. For-profit organization member representatives are entitled to complimentary Standing Meeting registration.
  - b. For-profit organization member representatives are entitled to participate in corporate activities.
  - c. The primary representative of a for-profit organization member is entitled to vote on corporate matters.
  - d. For-profit organization member representatives are entitled to serve in elected or appointed positions.
  - e. For-profit organization member 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. For-profit organization member representatives may access the Members Only website and other member collaboration tools.
  - g. For-profit organization member representatives are expected to participate in development and maintenance activities.
  - h. The primary representative of a for-profit organization member shall confirm the member's representatives annually and may be asked to confirm the representatives at any other time.

## 7.2 Non-Profit Organization Member

In addition to the conditions and responsibilities detailed 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.
  - b. Non-profit organization members are entitled to name an alternate representative.
  - c. Non-profit organization members are entitled to designate an unlimited number of representatives.
4. Participation/Privileges
  - a. For-profit organization member representatives are entitled to complimentary Standing Meeting registration.
  - b. Non-profit organization member representatives are entitled to participate in corporate activities.
  - c. The primary representative of a non-profit organization member is entitled to vote on corporate matters.
  - d. Non-profit organization member representatives are entitled to serve in elected or appointed positions.
  - e. Non-profit organization member 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. Non-profit organization member representatives may access the Members Only website and other member collaboration tools.
  - g. Non-profit organization member representatives are expected to participate in

development and maintenance activities.

- h. The primary representative of a non-profit organization member shall confirm the member's representatives annually and may be asked to confirm the representatives at any other time.

## 7.3 Government Agency Member

In addition to the conditions and responsibilities detailed 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. Subsidiaries which become for-profit organization members in their own right shall not share with the non-member components of their agency any materials or information which is generally restricted to members.
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.
  - b. Government agency members are entitled to name an alternate representative.
  - c. Government agency members are entitled to designate an unlimited number of representatives.
4. Participation/Privileges
  - a. Government organization member representatives are entitled to complimentary Standing Meeting registration.
  - b. Government agency member representatives are entitled to participate in corporate activities.
  - c. The government agency member's primary representative is entitled to vote on corporate matters.
  - d. Government agency member representatives are entitled to serve in elected or appointed positions.
  - e. Government agency member 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. Government agency member representatives may access the Members Only website and other member collaboration tools.

- g. Government agency member representatives are expected to participate in development and maintenance activities.
- h. The government agency member's primary representative shall confirm the member's representatives annually and may be asked to confirm the representatives at any other time.

## 7.4 Individual Member

In addition to the conditions and responsibilities detailed 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.
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 complimentary Standing Meeting registration.
  - b. An individual member is entitled to participate in corporate activities.
  - c. An individual member is entitled to vote on corporate matters.
  - d. An individual member is entitled to serve in elected or appointed positions.
  - e. An individual member 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 may access the Members Only website and other member collaboration tools.
  - g. An Individual member is expected to participate in development and maintenance activities.

## 7.5 Academic Associate

In addition to the conditions and responsibilities detailed 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.
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.
  - b. Academic members are entitled to name an alternate representative.
  - c. Academic members are entitled to designate an unlimited number of other representatives.
4. Participation/Privileges
  - a. An academic member's representatives are entitled to complimentary Standing Meeting registration.
  - b. An academic member's representatives are entitled to participate in corporate activities.
  - c. An academic member's representatives are not entitled to vote on corporate matters.
  - d. An academic member's representatives are not entitled to serve in elected or appointed positions.
  - e. An academic member's representatives are eligible to participate in committee, subcommittee, task group or work group activities, but shall not be afforded voting privileges in those groups.
  - f. An academic member's representatives may access the Members Only website and other member collaboration tools.
  - g. An academic member's primary representative shall confirm the member's representatives annually and may be asked to confirm the representatives at any other time.

## 7.6 Honorary Associate

In addition to the conditions and responsibilities detailed above, honorary members have the following conditions and responsibilities.

1. Eligibility
  - a. Limited to established X12 contributors who are retired, not actively employed or self-employed, and not seeking employment
  - b. Eligibility shall not guarantee approval of a membership application.
2. Term
  - a. Honorary memberships have a two-year term, with no limit on the number of renewals permitted.
3. Renewal
  - a. An honorary member who has attended at least one standing or interim meeting, actively participated in online collaboration, or voted on corporate matters during the previous membership period shall be eligible for renewal.

- b. An honorary member who has not met the above participation criteria shall not be eligible for renewal.
- 4. Termination
  - a. Honorary memberships are immediately rescinded if the individual becomes actively employed or self-employed, regardless of the membership status of any new employer.
- 5. Representatives
  - a. The honorary member's primary representative shall be the individual who applied for and was granted an honorary membership.
  - b. Honorary members are not entitled to name an alternate representative.
  - c. Honorary members are not entitled to designate other representatives.
- 6. Participation/Privileges
  - a. An honorary member is entitled to complimentary Standing Meeting registration.
  - b. An honorary member is entitled to participate in corporate activities.
  - c. An honorary member is entitled to vote on corporate matters.
  - d. An honorary member is entitled to continue to serve in an elected or appointed position already held at the time of the honorary membership approval; however, they are not eligible for reelection or reappointment.
  - e. An honorary member is eligible to participate in committee and subordinate group activities and may be afforded voting privileges in those groups dependent on the requirements of the applicable policies and procedures.
  - f. An honorary member may access the Members Only website and other member collaboration tools.
  - g. An honorary member is expected to participate in development and maintenance activities.

## 7.7 Reciprocal Associate

In addition to the conditions and responsibilities detailed 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 one 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.

4. Participation/Privileges
  - a. A reciprocal member's representatives are entitled to complimentary Standing Meeting registration.
  - b. A reciprocal member's representatives are entitled to participate in corporate activities in accordance with the agreement between the reciprocal organization and X12.
  - c. A reciprocal member's representatives are not entitled to voting rights at any level of the X12 organization.
  - d. A reciprocal member's representatives are not entitled to serve in any elected or appointed position.
  - e. A reciprocal member's representatives are eligible to participate in committee and subgroup 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.

## 7.8 RSC Associates

In addition to the conditions and responsibilities detailed above, RSC (RSCA) members have the following conditions and responsibilities.

1. Eligibility
  - a. Organizations and individuals that have not been an active X12 member in the past two years and who intend to actively participate in the activities of an RSC group.
2. Termination
  - a. RSCA memberships are terminated if not renewed by the end of the membership term
3. Representatives
  - a. RSCA members shall name a primary representative.
  - b. RSCA members, other than individuals, are entitled to name an alternate representative.
  - c. RSCA members who are individuals are not entitled to name an alternate representative.
  - d. RSCA members are not entitled to designate other representatives.
4. Participation/Privileges
  - a. One RSCA member representative is entitled to complimentary Standing Meeting registration but shall be limited to participating in corporate and RSC sessions.
  - b. RSCA member representatives are entitled to participate in corporate activities.
  - c. The RSCA member's primary representative is entitled to vote on corporate matters.
  - d. RSCA member representatives are entitled to serve in elected or appointed

- positions within the RSC.
- e. RSCA member representatives are eligible to participate in RSC committee and subgroup activities and may be afforded voting privileges in those groups dependent on the requirements of the applicable policies and procedures.
  - f. RSCA member representatives are not eligible to participate in or observe ASC committee and subgroup activities.
  - g. RSCA member representatives may access the Members Only website and other member collaboration tools.
  - h. RSCA member representatives are expected to participate in RSC development and maintenance activities.
  - i. The RSCA member's primary representative shall confirm the member's representatives annually and may be asked to confirm the representatives at any other time.

## 7.9 Transitional Associates

In addition to the conditions and responsibilities detailed above, transitional members have the following conditions and responsibilities.

1. Eligibility
  - a. Limited to established X12 member representatives who have actively and consistently participated in X12 activities, collaborations, and meetings over the past twelve to eighteen months and who subsequently terminate employment with the X12 member they have represented.
  - b. Limited to those qualifying under the previous criteria who are seeking new employment or are recently employed by a non-member entity which they intend to petition to join as members within the transitional period.
  - c. Eligibility shall not guarantee approval of a membership application.
  - d. Strictly limited related in both duration of term and number of terms permitted.
  - e. The number of transitional associates shall not exceed 3% of the total number of members.
2. Term
  - a. Transitional memberships have a one-year term with a limit of one renewal.
3. Renewal
  - a. A transitional member who has attended at least one standing or interim meeting, actively participated in online collaboration, or voted on corporate matters during the initial term shall be eligible for one renewal.
  - b. A transitional member who has not met the above participation criteria shall not be eligible for renewal.
4. Termination
  - a. Transitional memberships are immediately rescinded if the individual's employer becomes an X12 member or at the end of the membership term.
5. Representatives
  - a. The transitional member's primary representative shall be the individual who applied for and was granted a transitional membership.



- b. Transitional members are not entitled to name an alternate representative.
  - c. Transitional members are not entitled to designate other representatives.
6. Participation/Privileges
- a. A transitional member is entitled to complimentary Standing Meeting registration.
  - b. A transitional member is entitled to participate in corporate activities.
  - c. A transitional member is entitled to vote on corporate matters.
  - d. A transitional member is entitled to continue to serve in elected or appointed positions.
  - e. A transitional member is eligible to participate in committee and subordinate group activities and may be afforded voting privileges in those groups dependent on the requirements of the applicable policies and procedures.
  - f. A transitional member may access the Members Only website and other member collaboration tools.
  - g. A transitional member is expected to participate in development and maintenance activities.

## 8 Information Disclosure

The term "information" includes demographic, financial, organizational, contact information, and other details provided by a member or a member representative to X12 staff as part of membership application, membership renewal, or any specific request as well as information related to meeting registration, meeting or session attendance, online collaboration participation, and voting.

Disclosure and use of member and representative information is authorized and constrained as follows.

1. X12 staff and elected leaders will access member and representative information only as required to conduct official duties.
2. X12 may provide a member list on the public website, such a list will contain only the member's name.
3. X12 may provide a meeting registration or attendance list on the public website, such a list will contain only the member's name.
4. Summarized meeting or session attendance information may be freely distributed as deemed appropriate by the Board, Executive Director, and Committee chairs.
5. To facilitate an official X12 communication, and 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.
6. To facilitate management of the member's representatives, a member's primary representative shall have access to Standing Meeting registration and attendance information for any of the member's representatives. However, the member's primary representative shall not be entitled to attendance information for individual sessions conducted at a Standing Meeting nor to Interim Meeting attendance information.
7. X12 staff and elected leaders shall use a member representative's attendance information

only as necessary for the granting of specific privileges within X12, a committee, or a subordinate group. Detailed attendance information shall not be used for any other purpose.

- a. Based on the Executive Director's confirmation of a documented need for the information, detailed participant information, which includes only the attendee's name, email address, and the associated member name, may be reported to a committee chair, subcommittee chair, or subordinate group chair.
- b. Recipients of detailed participant information shall not distribute or disclose the detailed participant information to any other individual or group.
6. Regardless of the source of the information, committee, subcommittee, and subordinate group chairs and secretaries 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.
7. When necessary to conduct official X12 business, X12 staff may provide a member or representative list with contact information to another entity, organization, or individual with a non-disclosure agreement. Otherwise the information shall not be disclosed to any external organization, entity, or individual.
8. Except as identified above, information is not provided publicly or to any member representative.

## 9 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 most 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 initiatives. Current dues assessments are listed on the membership page at [x12.org](http://x12.org).

As a normal course of business, the Board may increase dues annually by not more than 2.5% in any membership category or institute any dues reduction. Should the Board determine it necessary to increase dues by more than 2.5% in any membership category, the Board shall solicit input on the adjustment from the committee oversight groups, Steering and the Council. At least 30 calendar days will be allotted for the committee oversight group to gather and consolidate input from their constituent's input. 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.

## 10 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 and the basis for the decision within five calendar days of the vote to terminate the membership. All member privileges shall be suspended eleven 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. An organization terminated under this clause shall be eligible to reapply for membership at a later time; however, any later application shall be accompanied by a written statement that addresses the circumstances that led to the termination and actions the applicant has taken or plans to take to avoid a similar circumstance going forward.

## 11 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 ten 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 five 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 member representatives, who were not directly involved in the decision to terminate the membership. The Executive Director shall be a non-voting participant on the Appeal Committee.
4. Within five calendar days of the formation of the Appeal Committee, the Executive Director provides the Appeal Committee with the notice of termination, the appeal, and any supporting documentation.
5. Within five calendar days of receipt of the information, the Appeal Committee convenes to discuss the termination and appeal. The Appeal Committee's deliberations shall be conducted in a closed session and attendance shall be limited to the Appeal Committee itself. After consideration, the Appeal Committee decides to either uphold or overrule the termination. The Appeal Committee's decision is final.
  - a. The appellant has the burden of demonstrating the termination was unwarranted.
  - b. The Appeal Committee may reach a decision in a single session or adjourn and reconvene as necessary to reach a decision; however, the decision shall be rendered no later than ten calendar days after the Appeal Committee received the information.
  - c. At the discretion of the Appeal Committee, the appellant, the Board Chair, or another relevant party may be invited to respond to questions or provide additional information.

6. Within three calendar days of the decision, the Executive Director renders the committee's decision in writing to the Board and the appellant.
7. The Appeal Committee shall be automatically disbanded when the appeal decision is communicated.

## 12 Terminology

To ensure consistent use of terms, definitions, and acronyms across X12 products and activities, X12 maintains the Wordbook, a comprehensive corporate glossary. The included terms are either proprietary to X12, cite definitions published by another authority, or represent common terms and definitions that are relevant to X12's work. The terms and definitions defined in the Wordbook shall be used in X12 work products when applicable, without modification or revision. The Wordbook can be referenced online at [wordbook.x12.org](http://wordbook.x12.org).

## 13 Document History

Revisions are effective on the approval date.

Approved	Description
11/09/2020	V10: Clarified exception wording.
04/05/2019	V9: Revised to change the name of the Emeritus associate membership to Honorary and other minor revisions.
09/11/2018	V8: Revised to accommodate the RSC, eliminate overlap of representation, add new membership categories, and differentiate between members and associate members.
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	Revised by the Board.
12/11/2013	Revised by the Board.
03/25/1994	Revised by Steering.
07/21/1993	Initial approval by Steering.