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**X12 Administrative  
Policy and Procedure**

## **CAP09 - Committee Officer Elections**

# Committee Officer Elections

## 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 committees are required to establish a committee operating manual and are generally permitted to establish other committee-level rules that apply only to that committee. In some cases, corporate policy is intended to stand-alone and lower-level rules are prohibited. A committee's subordinate groups may be required or permitted to establish group-specific rules that supplement the committee rules except when lower-level rules are prohibited. All supplemental rules shall provide more detail or be more restrictive than the higher-level governance. Supplemental rules are not permitted to duplicate, contradict, countermand, supersede, or overrule any higher-level rules. No accommodation is intended or provided to permit a committee or subordinate rule to override a higher-level rule with a more permissive requirement. In the case of any inconsistency between the corporate, committee, and subordinate group rules, the higher-level governance shall always prevail.

X12's primary organizational policies are established in **CAP01 - X12 Bylaws**. The governance established herein supplements the **X12 Bylaws** and may be augmented by supplemental rules as described above.

## 3 Background

This document establishes the policies and procedures that govern the election of an X12 committee's officers, defined for X12 purposes as the committee's chair and vice-chair.

## 4 Ensuring Balanced Leadership

To ensure balanced leadership and prevent any appearance of undue influence, the following restrictions shall apply.

1. The chair and vice-chair of a committee shall represent different X12 members.
2. An individual shall not concurrently serve as a committee officer in more than one X12 committee.
3. An X12 member shall have no more than one representative serving as an elected officer of an X12 committee.

4. An X12 member shall offer only one candidate in any officer election and shall not simultaneously offer a candidate for both the chair and vice-chair positions.

## 5 Committee Officer Qualification Criteria

A committee officer, and any constituent seeking to run for a committee officer position, must meet the following criteria. Such an individual shall:

1. Be a member representative entitled to serve in an elected office, see **CAP04 - X12 Membership** for more information.
2. Be a member representative of a committee stakeholder.
3. Have participated in at least four standing meetings and participated consistently in the committee's collaborations and activities during the two years immediately preceding their candidate application.
4. Have established experience that demonstrates an understanding of X12's organizational, political, and technical aspects. It is recognized that this is a subjective assessment of the vetting group.
5. Have established experience that demonstrates an understanding of the committee's specific organizational, political, and technical aspects. It is recognized that this is a subjective assessment of the vetting group.

## 6 Committee Officer Election Policy

The following policies shall apply to all committee officer elections, regardless of whether a committee maintains subcommittee-specific election procedures.

1. Committee officers are elected in their own right and retain office if their X12 membership affiliation changes during their term so long as they retain their status as an X12 member's representative.
2. The term of office for committee officers shall be two years.
3. No term limits are imposed on committee officers.
4. A call for applications shall be posted on the X12 website and distributed to at least the primary representative of each committee stakeholder.
5. The online application is the only mechanism for applying for consideration as a candidate; write-in candidates and candidate petitions are expressly prohibited.
6. Any member representative of a committee stakeholder whose service as an officer is permitted based on *Section 4 Ensuring Balanced Leadership* and who is eligible based on *Section 5 Committee Officer Qualification Criteria* is eligible to apply for consideration as a candidate for an officer position.
7. Each applicant shall apply on their own behalf. An application shall not be submitted by one member representative on behalf of another member representative.
8. Each submitted application shall be accepted and vetted.
9. The committee's chair shall establish an ad hoc group to vet the applications and select the candidate slate. If the committee chair is an applicant, the committee's oversight group will confirm the appointments via a majority approval. The ad hoc

- group shall be disbanded when the procedural dispute period ends unless a procedural dispute is under consideration.
10. Officer elections shall be conducted as a committee-level electronic ballot via the corporate voting tool.
  11. The ballot announcement shall serve as the official slate announcement.
  12. The candidate with the most votes shall be elected to the officer position. In the case of an exact tie, a run-off election shall be held between the tied candidates. In the case of an exact tie in the run-off election, the committee's oversight group shall determine the winner by majority vote.
  13. Any procedural dispute concerning the election must be submitted in writing to [executivedirector@x12.org](mailto:executivedirector@x12.org) within 15 calendar days of the close of the election ballot. The executive director shall immediately notify the committee's ad hoc selection group of any dispute submitted and shall work with the group to evaluate and respond to the dispute.
  14. The results shall be announced to the committee's stakeholders and constituents when the procedural dispute period ends unless a procedural dispute is under consideration. In the case of a procedural dispute, the results shall be announced immediately following the resolution of the procedural dispute.
  15. A committee that does not maintain subcommittee-specific election procedures shall conduct officer elections based on *Section 11 Committee Officer Election Process*.

## 7 Appointed Officers

If there are no willing and qualified candidates for the committee chair position, the Board Chair shall appoint an elected director or staff to serve in the position until a qualified candidate is identified and an election is conducted or until the next regularly scheduled election is conducted.

If there are no willing and qualified candidates for the committee vice-chair position, the position shall remain vacant until the next regularly scheduled election is conducted.

## 8 Accredited Standards Committee

The Accredited Standards Committee (ASC) elects its officers in odd-numbered years based on *Section 11 Committee Officer Election Process*. The newly elected officers assume office upon adjournment of the final Procedures Review Board (PRB) session of the Fall standing meeting following the election ballot.

If the ASC chair was not a candidate for an officer position, when voting is complete, staff shall inform the ASC chair of the outcome of the ballots when the Selection Panel is informed. The ASC chair may elect to personally announce the results to Steering and shall coordinate with the Selection Panel chair to confirm who will make the announcement. The announcement can be made at a meeting or via the Steering collaboration tool.

## 9 Registered Standards Committee

The Registered Standards Committee (RSC) elects its officers in even-numbered years based on *Section 11 Committee Officer Election Process*. The newly elected officers assume office upon adjournment of the Fall standing meeting following the election ballot.

## 10 Governance Panel

The Governance Panel does not elect officers.

## 11 Committee Officer Election Process

This election process applies to all X12 committee officer elections. A committee may supplement this process with committee-specific details as defined in sections *8 Accredited Standards Committee*, *9 Registered Standards Committee*, or *10 Governance Panel* above.

### 11.1 Call for Applications

No later than July 1<sup>st</sup> of an election year, staff distributes a call for officer applicants. The application form shall be submitted online and shall include qualifications and a candidate statement. The application period shall be at least 30 calendar days.

### 11.2 Candidate Selection

No later than July 15th in election years, the committee chair of the committee conducting an election establishes an ad hoc subordinate group, the Selection Panel. The chair appoints at least three individuals to serve on the Selection Panel, naming one to serve its chair. Each appointee shall be a constituent of the committee's oversight group (currently the committee oversight groups are Steering and the Council) or an X12 Director. If the committee chair is an applicant for the position, the committee's oversight group confirms the appointments via a majority approval. X12 staff participates in all Selection Panel activities to provide support to the Selection Panel and shall have responsibility for the operational aspects of the election.

No more than ten calendar days after the application deadline, the Selection Panel shall review the applications against the criteria listed in *Section 4 Ensuring Balanced Leadership* and *Section 5 Committee Officer Qualification Criteria* and determine the slate of candidates. The slate is made up of all applicants determined to meet the qualifications. The Selection Panel's deliberations are confidential and shall not be disclosed to, or discussed with, any other group.

All applicants are notified of their candidate status before the election ballot is distributed. The Selection Panel chair may choose to make the notifications or to delegate the notifications to staff.

## 11.3 The Election

The staff prepares and executes an electronic election ballot, which shall include candidate statements. The ballot announcement shall serve as the official slate announcement. In addition to the ballot announcement, staff issues a general announcement to the member representatives of the committee stakeholders. The ballot period shall be 30 calendar days. At the end of the balloting period, the staff notifies the Selection Panel of the results.

The winner shall be determined based on *Section 6 Committee Officer Election Policy*.

The Selection Panel chair notifies the committee oversight group of the results. The Selection Panel chair either notifies the candidates of the results or delegates the notifications to staff. The results of the election are communicated to the committee's stakeholders at the Corporate Meeting session of the Fall standing meeting following the election ballot and subsequently announced to the committee's stakeholders and constituents via email.

The Selection Panel shall be automatically disbanded 16 calendar days after the stakeholder/constituent announcement unless there is an active dispute related to the election or the election results.

## 11.4 Assuming Office

The newly elected officers are expected to shadow the current officers during the Fall standing meeting that follows the election ballot in preparation for assuming office. Upon adjournment of the final session of the Fall standing meeting following the election ballot, the newly elected officers shall officially assume office.

## 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

A new version is effective when approved.

<b>Approved</b>	<b>Description</b>
02/21/20	V5: Add a section documenting the election process and add committee-specific components to the committee sections.
04/12/19	V4: Update common content sections.
09/26/17	V3: Add the RSC.
04/05/17	V2: Minor revisions.
09/22/16	Initial version.