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**X12 Administrative  
Policy and Procedure**

# **Committee Officer Elections**

**(CAP09)**

# 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 via X12's online [Feedback form](#).

## 2 Authority

X12 maintains corporate rules which define overall corporate policies and procedures. X12's primary organizational policies are established in the **X12 Bylaws (CAP01)**. The policies established herein supplement the **X12 Bylaws** and establish X12's committee officer election policies in full; no lower-level governance is permitted.

## 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 apply without exception.

1. The chair and vice-chair of a committee must represent different X12 members.
2. An individual is not permitted to concurrently serve as a committee officer in more than one X12 committee.
3. An X12 member is not permitted to have more than one representative serving as an elected officer of an X12 committee.
4. An X12 member is only permitted to offer one candidate in any officer election and must 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 without exception.

1. Be a member representative entitled to serve in an elected office, see **X12 Membership (CAP04)** 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. Not hold concurrent leadership roles in other industry groups including associations, other standards development bodies, or similar organizations if the responsibilities of that role create a conflict or a perceived conflict with their responsibilities as a committee officer.

## 6 Committee Officer Election Policy

The following policies apply to all committee officer elections without exception.

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 is two years.
3. No term limits are imposed on committee officers.
4. A call for applications must 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 must apply on their own behalf. An application must not be submitted by one member representative on behalf of another member representative.
8. Each submitted application must be accepted and vetted.
  - a. Staff evaluates the eligibility of applicants based on the fact-based criteria. The fact-based criteria are all the criteria defined in *Section 4 Ensuring Balanced Leadership* and the criteria defined in requirements 1, 2, 3, and 6 in *Section 5 Committee Officer Qualification Criteria*.
  - b. If more than one applicant meets the fact-based criteria, the committee's chair establishes an ad hoc group to evaluate the applicants based on requirements 4 and 5 defined in *Section 5 Committee Officer Qualification Criteria*. Applicants meeting those requirements must be included on the candidate slate. If the committee chair is an applicant, the committee's oversight group (Steering or the Council) must confirm the ad hoc group's appointments via a majority approval. The ad hoc group is disbanded when the procedural dispute period ends unless a procedural dispute is under consideration.

9. Officer elections must be conducted as a committee-level electronic ballot via the corporate voting tool.
10. The ballot announcement serves as the official slate announcement.
11. The candidate with the most votes is elected to the officer position. In the case of an exact tie, a run-off election must be held between the tied candidates. In the case of an exact tie in the run-off election, the committee's oversight group (Steering or the Council) selects the winner by majority vote.
12. Any procedural dispute concerning the election must be submitted in writing to [ceo@x12.org](mailto:ceo@x12.org) within 15 calendar days of the close of the election ballot. X12's Chief Executive Officer (CEO) immediately notifies the committee's ad hoc selection group of any dispute submitted and works with the group to evaluate and respond to the dispute.
13. The X12 Board chair or the X12 CEO announces the election results during the corporate meeting (a.k.a. general session) at the standing meeting following the election ballot unless a procedural dispute is under consideration. In the case of a procedural dispute, the results are announced via email to the primary representative of the committee's stakeholders immediately following the resolution of the procedural dispute.
14. A committee that does not maintain subcommittee-specific election procedures must conduct subcommittee officer elections based on *Section 11 Committee Officer Election Process*.

## 7 Committee Officer Appointment Policy

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

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

## 8 Accredited Standards Committee

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

## 9 Registered Standards Committee

The Registered Standards Committee (RSC) elects its officers before the Fall standing meeting in even-numbered years based on the *Section 11 Committee Officer Election*

*Process.* The newly elected officer(s) assume office upon adjournment of the Fall standing meeting following the election ballot.

## 10 Governance Panel

The Governance Panel officers are appointed not elected.

## 11 Committee Officer Election Process

This election process applies to all X12 committee officer elections without exception.

### 11.1 Call for Applications

By July 15<sup>th</sup> of an election year, staff distributes a call for officer applicants. All applicants must complete and submit the online application form by the announced deadline. No applications are accepted except during the application period. The application period must be at least 30 calendar days.

### 11.2 Candidate Selection

After the application period closes, staff evaluates each applicant's fact-based criteria as described in *Section 6 Committee Officer Election Policy*. If more than one applicant meets the fact-based criteria, the staff notifies the committee chair that a selection panel must be convened.

Upon such notice, the committee chair of the committee conducting the election establishes an ad hoc subordinate group, the Selection Panel. The chair appoints three individuals to serve on the Selection Panel, naming one to serve as chair. Each appointee must be a constituent of the committee's oversight group (Steering or 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 majority approval. X12 staff participates in all Selection Panel activities to provide support to the Selection Panel and has responsibility for the operational aspects of the election.

The Selection Panel reviews the applications against the criteria listed in requirements 4 and 5 defined in *Section 5 Committee Officer Qualification Criteria* and determines the slate of candidates. The slate is made up of all applicants determined to meet the established qualifications and criteria. The Selection Panel's deliberations are confidential and must 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 personally or to delegate the notifications to staff.

## 11.3 The Election

The staff prepares and executes an electronic election ballot, which includes a candidate statement from each candidate. The ballot announcement serves 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 must be at least 30 calendar days. At the end of the balloting period, the staff notifies the Selection Panel of the results.

The winner is determined and announced based on *Section 6 Committee Officer Election Policy*.

The Selection Panel is automatically disbanded 16 calendar days after the announcement of the results 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 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** must 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.

<b>Approved</b>	<b>Description</b>
11/15/22	V6: Revised to align with the decision that all officer elections be conducted via electronic ballot.
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.