

**CONSTITUTION OF ASC X12I
THE TRANSPORTATION SUBCOMMITTEE**

ESTABLISHMENT: This subcommittee is established by Accredited Standards Committee (ASC) X12, Electronic Data Interchange. Its formation was approved by ASC X12 on February 13, 1989.

ADOPTION OF THIS CONSTITUTION: Adoption was effective when passed by two-thirds vote of the subcommittee members attending both the February and June 1992 meetings of this subcommittee.

PRECEDENCE: This subcommittee shall adhere to the ASC X12 Organization and Procedures, and any Standing Documents that define procedures pertaining to subcommittees, which shall govern in the event of conflict with any of the sections of this constitution.

APPROVED ASC X12 STEERING COMMITTEE

REVISIONS APPROVED BY X12I

BY STEERING COMMITTEE:

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1. Subcommittee Name

This organization shall be called the ASC X12 Transportation Subcommittee. Transportation may be defined as, but is not restricted to:

- A. All modes and types of transport
- B. Both Passenger and Freight transport

2. Subcommittee Purpose and Scope

The principal responsibilities of this subcommittee are:

- (1) Development and maintenance of ASC X12 and UN/EDIFACT Electronic Data Interchange (EDI) standards associated with United States Transportation. This development and maintenance may include, but is not restricted to the following:
 - A. Project Proposals
 - B. Data Maintenance
 - C. Transaction Sets
 - D. Standards Interpretations and Guidelines
- (2) Review externally developed standards within this committee's purpose and scope which are submitted for ASC X12 processing.
- (3) Provide technical liaison with other recognized organizations involved in EDI activities related to the subcommittee's program of work.
- (4) The Transportation Subcommittee, at its discretion, may alter its areas of responsibility by petition to and approval by ASC X12.

3. Subcommittee Membership

Membership is open to any organization member of X12 (as defined in the ASC X12 Organization and Procedures) which is current in its dues and which supports both the functions of the subcommittee (as defined in Section 2 above) and the objectives of the ASC X12 Committee and the American National Standards Institute, subject to the provisions of this Section 3.

Membership in the subcommittee is vested in the organization, not the individual.

3.1 Representation.

Individual subcommittee participants are designated by the ASC X12 organization member as either "principal representative" or "alternate representative," there being only one principal member from each ASC X12 organization member at any given time for subcommittee voting purposes. Although any reasonable number of alternates is permitted, it is the responsibility of the ASC X12 organization member to promote continuity of representation.

For voting purposes, any changes in the organization's official representation must be submitted to the chair of the subcommittee in writing prior to the beginning of a meeting.

3.2 Voting Privilege.

Voting privileges are defined to include casting official votes, proposing motions and seconding motions. A member may cast only one vote on any motion before the subcommittee regardless of the number of representatives present.

3.3 Attendance Requirement.

Members must maintain a specific attendance record at subcommittee meetings in order to establish and retain membership qualification in the subcommittee. To establish membership qualification, the organization through its representative(s) must attend two successive subcommittee meetings. The right to request membership in the subcommittee accrues at the conclusion of the second meeting.

3.4 Membership Request.

Qualified organizations may write to the chair of the subcommittee requesting membership in the subcommittee. Requests must include the organization's mailing address and the name and telephone numbers of its representatives, designating one representative as the principal for voting purposes.

3.5 *Loss of membership.*

Absence from two consecutive meetings will result in loss of that organization's membership in the subcommittee. Membership is automatically reinstated upon meeting the attendance requirements of Section 3.3 or upon majority vote of the subcommittee.

3.6 *Observers.*

Observers, guests and liaisons may attend subcommittee meetings upon payment of any applicable ASC X12 meeting fees and are allowed speaking privileges only when recognized by the chair.

3.7 *Liaison.*

A liaison may be appointed by the chair to establish and maintain communication between the subcommittee and other recognized standards making bodies.

4. Subcommittee Officers

Officers of the subcommittee shall consist of a chair, vice-chair, secretary, Procedures Review Board (PRB) representative, Pan American EDIFACT Board (PAEB) representative, Technical Assessment Subcommittee (TAS) representative, and an EDIFACT Technical Assessment Group (ETAG) representative. The names of all subcommittee officers shall be published to the ASC X12 membership.

4.1 *Origin of Officers*

4.1.1 *Elected Officers.*

The chair, vice-chair and PRB representative are elected by the subcommittee. Titles rest with the individuals rather than with the member organization. Elected officers may, if necessary, hold one or more appointed positions concurrent with their elected term of office.

4.1.2 Restrictions.

Elected officers may be either principal or alternate representatives, except that no two elected offices shall be held by individuals from the same organization member. No subcommittee officer may be chair or vice-chair of any other ASC X12 subcommittee.

4.1.3 Appointed Officers.

The secretary, TAS representative, PAEB representative and ETAG representative are appointed by the chair. The chair shall name at least one alternate for all appointed officers to represent the subcommittee on those occasions when the incumbent is unavailable. Care should be taken to assure reasonable representation continuity. Titles rest with the individuals rather than with the member organization.

4.2 *Term of Office*

4.2.1 Elected Officers.

Elected officers will assume office at the start of the next regularly scheduled meeting after their election and will serve until replaced by their successors.

4.2.2 Vacancies.

Vacant offices shall be filled by election of new officers at the next scheduled meeting of the subcommittee following knowledge of the vacancy. The newly elected officer will take office upon election and shall serve for the unexpired term of that office.

4.3 *Duties of Officers*

4.3.1 Duties of the Chair

- (1) Calling and presiding at meetings.

- (2) Creating and disbanding tasks groups including appointing conveners for task groups.
- (3) Appointing non-elected officers.
- (4) Assigning duties and structuring the subcommittee as necessary to advance the work of the subcommittee.
- (5) Communicating the official position of the subcommittee to bodies external to the subcommittee.
- (6) Preparing meeting agendas and organizing the meeting program in accordance with the prepared agenda.
- (7) Participating and representing the subcommittee at the ASC X12 steering committee to advance the work of the subcommittee as well as the ASC X12 committee.

4.3.2 Duties of the Vice-Chair

- (1) Presiding at meetings in the absence of the chair.
- (2) Assuming the duties of the chair in the event of the chair's resignation or incapacity.
- (3) Assisting the chair to prepare agendas and organize the meeting program in accordance with the agenda.
- (4) Communicating the official position of the subcommittee in the absence or unavailability of the chair.

4.3.3 Duties of the PRB Representative

- (1) Representing the subcommittee on the Procedures Review Board.
- (2) Reporting all PRB activity pertaining to the subcommittee.

4.3.4 Duties of the Secretary

- (1) Presiding at meetings in the absence of the chair and vice-chair.
- (2) Maintaining the subcommittee roster and attendance requirements as stated in section 3.3.
- (3) Recording subcommittee meeting minutes.
- (4) Maintaining subcommittee records and correspondence.
- (5) Notifying members of meeting time, place and agenda.
- (6) Other duties as assigned by the chair.
- (7) Upon appointment of a new secretary, the prior secretary will forward the subcommittee records to the new secretary.

4.3.5 Duties of the TAS Representative

- (1) Representing the subcommittee on the Technical Assessment Subcommittee.
- (2) Reporting all TAS activity pertaining to the subcommittee.

4.3.6 Duties of the PAEB representative

- (1) Representing the subcommittee to the Pan American EDIFACT Board.
- (2) Reporting all PAEB activity pertaining to the subcommittee.

4.3.7 Duties of the ETAG Representative

- (1) Representing the subcommittee on the EDIFACT Technical Assessment Group.
- (2) Reporting all ETAG activity pertaining to the subcommittee.

4.4 Election of Officers

4.4.1 Election Schedule.

Nominations for elected officers will be opened during the next to last scheduled meeting of every other calendar year. The election will be held during the last scheduled meeting of that year and will be conducted in accordance with the provisions of this section.

4.4.2 Nominations

- (1) Any individual recorded as a principal or alternate representative to the subcommittee is eligible for nomination to elected office.
- (2) Any number of nominations for an office may be made by any member of the subcommittee.
- (3) A nominating committee may be appointed by the chair to present a slate of candidates for election.
- (4) All nominations must be seconded. Any member of the subcommittee may second any number of nominations except those made by his own member organization.
- (5) Any nominee may decline to accept nomination.
- (6) A motion to close nominations may be made at any time.

4.4.3 Voting for Officers

- (1) Election of officers shall be by a simple majority of votes cast by the members. An abstention does not count as a vote.
- (2) Voting for officers shall be by secret ballot except if there is only one candidate for an office, a voice vote may be taken.
- (3) Counting and tabulation of ballots shall be conducted by the subcommittee secretary.
- (4) After the vote the secretary shall determine whether a candidate has received a simple majority of votes. If not, a runoff will be conducted. One-third of the candidates receiving the least number of votes shall be eliminated from the slate of candidates for the next ballot.
- (5) If after three successive ballots the vote remains evenly distributed among two or more candidates, the secretary will break the tie by the toss of a coin.

4.5 Removal of Officers.

Any elected officer may be removed for cause by a three-fourths vote of the full subcommittee membership.

5. Subcommittee Meetings

For the purposes of establishing and maintaining membership, the definition of a meeting is set forth herein. A single meeting is one day or a group of closely scheduled meeting days as specified in the meeting notice (usually consecutive days). To be considered in attendance at a meeting, a member must be represented by an individual in attendance for at least half the total time the full subcommittee is in session. For appointed representatives to other subcommittees, attendance at the liaison subcommittee will count as attendance at the parent subcommittee if the two meet concurrently.

5.1 Meeting Notice.

Notice of any subcommittee meeting, including a draft agenda and meeting time(s) and location(s), must be distributed to the subcommittee and other expected attendees at least four weeks prior to the meeting.

5.2 Quorum.

Quorum is twenty percent of the membership. A quorum is required to conduct official subcommittee business. In the absence of a quorum, discussion may be held; however, no official subcommittee votes shall be taken.

5.3 Interim and Special Meetings.

An interim or special meeting may be called by the chair, and must be announced in advance. A notice, including the agenda and meeting time and place shall be distributed to each member and liaison member at least four weeks prior to the meeting. If three-fourths of the members sign a waiver of notice, less than four weeks notice may be given. Twenty percent of the membership must agree to hold an interim or special meeting, and a quorum must be present at the meeting to conduct official subcommittee business. Absence from an interim or special meeting does not affect a member's voting qualification.

5.4 Meeting Minutes and Distribution.

The secretary shall publish minutes no later than four weeks after meetings to the subcommittee members.

6. Subcommittee Voting

Unless otherwise specified in this constitution, voting shall be conducted in accordance with this section. Only individuals recorded as principal or alternate representatives may vote, and each member organization has only one vote on any motion before the subcommittee.

6.1 Formality.

At times it is desirable to operate informally in order to permit expression of opinion without commitment to a formal vote. To this end, any member may call for a straw vote or series of straw votes on any subject under consideration at the time. Unless specifically requested otherwise, straw votes are not recorded; in either case, members are not required to vote formally the same way they did on a straw vote. When a straw vote is recorded, the minutes will show the motion and an aggregate, numerical tally of the votes. The person calling for the motion shall designate if this vote is to be of voting members only or by all present at the meeting. Straw votes are conducted by a show of hands.

6.2 Conduct of Votes.

Unless otherwise specified in these procedures, subcommittee votes may be conducted by show of hands, voice vote, secret ballot, or letter ballot. Any member can request a secret ballot at a meeting. A roll call vote can be requested for any vote held at a meeting if the motion for the roll call vote is approved by a majority of members present. A majority is defined as more than one-half of the members present.

6.3 Record of Vote.

All votes except unrecorded straw votes will be recorded in the minutes.

6.4 Proxy.

Voting by proxy is not permitted.

7. Subcommittee Operating Procedures.

7.1 Proposals.

All proposals to be considered by the subcommittee must be in writing, preferably typed. A proposal of one to four (4) pages should be distributed at least ten (10) working days in advance of the meeting, and a proposal of five (5) or more pages should be distributed at least twenty (20) working days prior to the meeting; if not, the proposal may be deferred by approval

of one-third of the membership present at a meeting. A proposal so deferred may be discussed at the discretion of the chair; however, no votes may be taken on its approval.

7.2 *Procedures Documents.*

Standing procedures documents can be created to allow detail explanation of subcommittee work flows, responsibility and timing requirements. These documents must be approved by a majority of the subcommittee membership.

8. Subcommittee Task Groups

The subcommittee chair may establish task groups as necessary to accomplish specific work projects. Formation and disbandment of subcommittee task groups is subject to the ASC X12 Organization and Procedures. The subcommittee reserves the right to act upon or refer to a task group any proposal on its agenda. Task groups may establish work groups.

Task groups of task groups will be called work groups. Work groups will be organized by and will report to their parent task groups.

8.1 *Participation.*

Participation in a task group is open to any individual, and it is the individual (not the company or organization) who is the task group member. Task group members do not become members of either the subcommittee or ASC X12 by virtue of their membership in the task group.

8.2 *Convening the Task Group.*

A convener of a task group is appointed by the subcommittee chair. The task group elects its officers and operates in accordance with the procedures defined herein for the task group, or they may be set forth separately, subject to approval of the subcommittee.

8.3 Task Group Officers

Officers of task groups shall consist of a chair, vice-chair, and secretary. The names of all task group officers shall be published to the subcommittee membership.

8.4 Origin of Task Group Officers

8.4.1 Elected Officers.

The chair and vice-chair are elected by the task group. Titles rest with the individuals rather than with the member organization. Elected officers may, if necessary, hold one or more appointed positions concurrent with their elected term of office.

8.4.2 Restrictions.

Elected officers may be either principal or alternate representatives of the subcommittee, except that no two elected offices shall be held by individuals from the same organization member.

8.4.3 Appointed Officers.

The secretary is appointed by the chair. The chair shall name at least one alternate for all appointed officers to represent the task group on those occasions when the incumbent is unavailable. Care should be taken to assure reasonable representation continuity. Titles rest with the individuals rather than with the member organization.

8.5 Term of Task Group Office

8.5.1 Elected Officers.

Elected officers will assume office at the start of the next regularly scheduled meeting after their election and will serve until replaced by their successors.

8.5.2 Vacancies.

Vacant offices shall be filled by election of new officers at the next scheduled meeting of the task group following knowledge of the vacancy. The newly elected officer will take office upon election and shall serve for the unexpired term of that office. The subcommittee chair can appoint an interim convener until elections can be held.

8.6 Duties of Task Group Officers

8.6.1 Voting.

The Chair of a task group does not vote on administrative matters except to break a tie.

8.6.2 Representation.

Only the task group chair or appointed delegate may represent the task group to bodies external to the task group.

8.6.3 Duties of the Task Group Chair

- (1) Calling and presiding at task group meetings.
- (2) Creating and disbanding work groups including appointing conveners for work groups.
- (3) Appointing non-elected officers.
- (4) Assigning duties and structuring the task group as necessary to advance the work of the task group.
- (5) Preparing meeting agendas and organizing the meeting program in accordance with the prepared agenda.

8.6.4 Duties of the Task Group Vice-Chair

- (1) Presiding at meetings in the absence of the task group chair.
- (2) Assuming the duties of the task group chair in the event of the chair's resignation or incapacity.
- (3) Assisting the chair to prepare agendas and organize the meeting program in accordance with the agenda.

8.6.5 Duties of the Task Group Secretary

- (1) Presiding at meetings in the absence of the task group chair and vice-chair.
- (2) Maintaining the task group roster and attendance.
- (3) Recording task group meeting minutes.
- (4) Maintaining task group records and correspondence.
- (5) Notifying members of meeting time, place and agenda.
- (6) Other duties as assigned by the chair.
- (7) Upon appointment of a new secretary, the prior secretary will forward the task group records to the new secretary.

8.7 Election of Task Group Officers

8.7.1 Election Schedule.

Nominations for elected officers will be opened during the next to last scheduled meeting of every other calendar year. The election will be held during the last scheduled meeting of that year and will be conducted in accordance with the provisions of this section.

8.7.2 Nominations

- (1) Any individual recorded as a member of the task group is eligible for nomination to elected office.
- (2) Any number of nominations for an office may be made by any member of the task group.
- (3) A nominating committee may be appointed by the chair to present a slate of candidates for election.
- (4) All nominations must be seconded. Any member of the task group may second any number of nominations except those made by his own member organization.
- (5) Any nominee may decline to accept nomination.
- (6) A motion to close nominations may be made at any time.

8.7.3 Voting for Task Group Officers

- (1) Election of officers shall be by a simple majority of votes cast by the task group members. An abstention does not count as a vote.
- (2) Voting for officers shall be by secret ballot except if there is only one candidate for an office, a voice vote may be taken.
- (3) Counting and tabulation of ballots shall be conducted by the task group secretary.
- (4) After the vote the secretary shall determine whether a candidate has received a simple majority of votes. If not, a runoff will be conducted. One-third of the candidates receiving the least number of votes shall be eliminated from the slate of candidates for the next ballot.
- (5) If after three successive ballots the vote remains evenly distributed among two or more candidates, the secretary will break the tie by the toss of a coin.

8.8 *Removal of Task Group Officers.*

Any elected officer may be removed for cause by a three-fourths vote of the full task group membership.

8.9 *Task Group Work Products.*

The task group will report at each scheduled meeting of the subcommittee. Each report and proposal submitted to the subcommittee must reflect approval of the task group. If a task group finds that the original direction from the subcommittee should be reconsidered, it will notify the subcommittee and request redirection.

9. Subcommittee Work Products

9.1 *Subcommittee Documents.*

A discussion paper is an individual contribution and reflects no subcommittee status. A working paper represents the current position of the subcommittee and represents work in progress. A final draft represents the official position of the subcommittee.

9.2 *Work Products.*

The subcommittee is responsible for developing its own work products, both in regard to timing and content; however, it shall adhere to the development and maintenance processes described in the ASC X12 Organization and Procedures.

9.3 *Distribution.*

Distribution of subcommittee work products is at the discretion of the chair.

9.4 Representation.

Only the subcommittee chair or appointed delegate may represent the subcommittee to bodies external to the subcommittee.

9.5 Records and Minutes.

The secretary shall maintain the following subcommittee records, and forward these materials as appropriate, in a timely fashion, to the secretariat:

- (1) Minutes of meetings.
- (2) Attendance at the previous two meetings by individual's name and organization affiliation.
- (3) Current roster of members, primary and alternate representatives.
- (4) Written requests for membership.
- (5) Roll call votes by date and subject.
- (6) Current agenda.
- (7) Approved subcommittee constitution.
- (8) Task group charters, procedures and rosters.
- (9) Summary reports.
- (10) Approved proposals.
- (11) Current proposals.
- (12) Such other records as the chair, ASC X12 Committee or the American National Standards Institute may require.

10. Parliamentary Authority

On all matters not covered by this constitution, Robert's Rules of Order (latest edition) shall govern.

11. Amendments to Subcommittee Constitution

Proposed amendments to this constitution must be distributed to the subcommittee membership at least four (4) weeks prior to a meeting. Changes to the constitution are effective if approved by two-thirds of the members in attendance at the meeting, except changes to the Purpose and scope of Section 2, which must also be approved by the ASC X12 membership.

The subcommittee may adopt bylaws, as required; these must be approved by a majority of the subcommittee membership.