

Subject: Policy for New Members		
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Purpose

This Policy defines the requirements for membership in the National Association for Trusted Exchange (NATE).

Policy

It is the intent of NATE to be a representative organization for member healthcare entities and organizations that facilitate and promote consumer participation in and access to their health information and the exchange thereof. NATE welcomes all organizations that support the goals of the organization.

NATE is organized and incorporated as a non-membership organization within the meaning of section 29-401.50 of the District of Columbia Nonprofit Corporation Act. However, the NATE Board of Directors intends that the organization shall consist of representatives of organizations from which it draws leadership and to which it provides services. The NATE Board of Directors retains all decision powers regarding actions and activities of NATE.

A. Granting of Membership

1. Membership in NATE shall be open to public and private organizations, whether nonprofit or for-profit, government or non-government, wishing to promote the purposes of NATE.
 - a. Members will be classified as one of the following types:
 - Government – state or federal agency
 - Non-Government Organizations – consumer controlled application vendors, health information organizations, software vendors, provider organizations, payors, etc.
 - Associations
 - Individuals
2. Each prospective Member organization or Individual shall file with NATE an [application form](#) providing information regarding that organization’s interests in NATE membership. This form will be used by NATE in considering the applicant for acceptance as a

Member and will be maintained on file by NATE. The Membership Policy shall define the validation steps to be performed before an application is considered complete.

3. NATE shall consider organizations for membership through the following process:
 - a. NATE staff shall receive applications and verify that:
 - i. The version of the application is the latest version published to the website (i.e., publically available).
 - ii. The application is complete following an operational check list approved by the CEO intended to ensure that the submitter of the application is authorized to apply on behalf of the Organization indicated in the application.
 - iii. The operational check list shall include eligibility criteria, if any, such as the State's "Statement of Authority" process, established by the membership of a given type as established from time-to-time.
 - b. The Chair of the Membership Committee shall convene the Membership Committee periodically to review completed applications received by NATE.
 - c. Upon review, the Membership Committee shall recommend the prospective member for membership, request additional information from the candidate member, or will not recommend any further action, including not recommending the organization for membership.
 - d. If recommended by the Membership Committee, the NATE Board of Directors then seated may approve a prospective member by a majority vote.

B. Meetings

1. A meeting of the Members shall take place each fiscal year for the election of Directors from the member representatives in good standing and the transaction of other business as may properly come before the Members as determined from time to time by the CEO or Board of Directors. Any failure by the Members to hold such annual meeting shall not affect the validity of any corporate action.
2. Special meetings of the Members may be called by or at the request of the CEO, the Secretary, the Board of Directors, or by at least 10 percent of the Member Representatives then in good standing. The person or persons authorized to call such special meetings may fix any place as the place for holding such meeting.
3. A majority of the Member Representatives constitute a quorum for the transaction of business at any meeting of the Members. If less than a quorum is present, a majority of the representatives present at the meeting may choose to adjourn the meeting without further notice.
4. Notice of each meeting of the Members shall be given, which shall state the place, date and hour of the meeting and, in the case of a special meeting, shall state the purpose or purposes for which the meeting is called. Written notice shall be given not less than 5 or

more than 60 calendar days before the meeting. If mailed, such notice is deemed to be delivered when deposited in the United States mail, postage prepaid, directed to the Member at their address as it appears on the records of the Corporation. If notice is given by telecopy, email or other electronic means, such notice shall be deemed to be delivered when transmitted.

C. Suspension of Membership

1. A Member may be suspended for cause after an appropriate hearing. Grounds constituting “cause” may be determined by the Board of Directors in its sole discretion. Such Member shall be given reasonable notice thereof and shall be entitled to a hearing.
2. If a Member Organization has been suspended from NATE, it may apply for reinstatement once it resolves the issues leading to suspension. Reinstatement will be by approval of a majority of the then seated NATE Board of Directors.

D. Member Representatives

1. Each Member shall identify a Representative who is the primary point of contact for NATE to the Member organization and who will communicate with NATE about activities, decisions, policies, and requests of the Member Representative’s organization.
2. Each Member may identify one Alternate to support the Representative. However, each Member organization will only be granted one (1) vote. Individual Members shall not have an alternate.
3. The Member may make changes to its Representative or any Alternate at its discretion by contacting NATE and identifying the change. If the Member Representative is a member of the Board of Directors, that Director seat shall become vacant even if a new Representative is appointed by their organization.

E. Membership Benefits

The following are benefits of NATE Membership.

1. Members may receive communications through their Representatives and/or Alternates regarding status of NATE activities, in addition to that information made available to the public through the NATE website, news releases and other public media.
2. Members may post the NATE logo on their website or other media to demonstrate their membership in NATE and participation in NATE activities.
3. Member Representatives and Alternates may participate in Member meetings of NATE to elect Directors and consider and vote on other matters brought before the Membership at these meetings.
4. Member Representatives and Alternates may participate on Committees and other working groups that advise and/or make recommendations to the Board of Directors. A Member may have more than one participant in a Committee or working group, but the Member shall have one vote on issues brought to the Committee, regardless of the count of the Representative and Alternates attending for that Member.

5. The Board of Directors or Committees may survey Representatives of Member organizations from time to time on issues of interest to NATE. Surveys are for informational purposes only. The Board of Directors may or may not act on information obtained through surveys.
6. A majority of Member Representatives in good standing for a given Membership type may establish additional eligibility criteria, as per B.3.a.III above, for their membership by providing the CEO with instructions in the eligibility requirements and the method of verification pending approval by the CEO or NATE Board.
7. When available, Member organizations will be eligible to post their organization profile on the NATE web site.

Version History

	Date	Author	Comment
0.1	8/2/14	Karen Boruff	Initial draft
0.2	9/2/14	Aaron Seib	Edited and provided comments
0.3	9/8/14	Karen Boruff	Accepted all changes and made additional edits
0.4	9/18/14	Karen Boruff	Finalized draft based on discussion
0.5	9/22/14	Aaron Seib	Additional edits
0.6	9/23/14	Karen Boruff	Final draft to committee
0.7	9/29/14	Karen Boruff	Incorporated committee edits; finalized draft
1.0	10/22/2014	Karen Boruff	Approved version
1.1	11/14/2014	Paul Cartland	Revision to conform with NATE Policy 1
1.2	11/24/2014	Paul Cartland	Update to reflect approval by the board
1.3	09/10/2014	Aaron Seib	Draft changes to better reflect NATE's consumer focus.
1.4	12/19/2016	Paul Cartland/Rim Cothren	Update to reflect discussion and approval by the board