

Procedure for the Development and Maintenance of Digital Data Exchange Standards



This document forms Annex D of the DDEX Operating Agreement but is reproduced here in isolation

D.1 Introduction

By becoming a Member of the Company, each Member agrees to the terms of this Procedure for the Development and Maintenance of Digital Data Exchange Standards (the “Procedure”). These terms are a binding agreement between the Member and the Company. In the course of Digital Data Exchange Standards development, non-material changes to these terms may be implemented from time to time without reflection in this Procedure.

D.2 Definitions

For the purpose of this Procedure the following capitalized words have the meanings set out below.

“**Ad-hoc Group**” means a technical committee established by a Working Group or the Plenary with a specific mandate and duration. Ad-hoc Groups cannot make any decisions but are established, typically to exist between consecutive Working Group or Plenary Meetings, to make recommendations to the Working Group or the Plenary on a narrow set of issues;

“**Agreement**” means the DDEX Operating Agreement, as amended from time to time;

“**Annual Meeting**” means a meeting of all the Members and any other such Persons as the Board may deem appropriate to receive reports on the work of the Company for the previous year, to receive the accounts as required under Section 8.5 of the Agreement and to discuss any other issue the Board deems appropriate;

“**Board**” means the Board of Directors of the Company;

“**Board Sponsor**” or “**Sponsor**” An individual member of the Board who has responsibility to the whole Board and the Company for the successful operation of the Working Group and the delivery of outputs in accordance with the Working Group mandate of which they

are the Sponsor. The Sponsor works alongside the Working Group Chair(s), where there is a separate appointment, or may take the role of Working Group Chair directly;

“Candidate Standard” means a standard that has successfully been through the Consultation Phase (see Section D.4.2) and Voting Phase (see Section D.4.3) and at the time is considered to meet the original requirements which led to its development but which has not yet been successfully tested by any Members of DDEX (or DDEX has not be made aware of such successful tests). A Candidate Standard would remain an internal document, pending sufficient successful testing activity taking place to establish that it is robust and can be declared a Standard. The Board may, however, also agree to make Candidate Standards available to non-Members as well. Once a Candidate Standard has been successfully tested and DDEX has collated evidence that a sufficient number of companies have implemented or are implementing the Candidature Standard, the Candidate Standard may be progressed to “DDEX Standard” (see Section D.5 below).

“Change Request” means a category of Input Document by which a Licensee, Member or Working Group notifies the Board that a Standard needs amending in accordance with the processes set out in Section D.6;

“Chair” means a Member appointed by the Board to coordinate the activities of (a) the Board or (b) a Working Group in conjunction with the Secretariat as contemplated by this Procedure;

“Committee Draft” means a Standard that is circulated at the consultation phase to all Members for comments as contemplated by this Procedure;

“Company” means the limited liability company called Digital Data Exchange formed in accordance with the Agreement;

“Compatible” means where two or more versions of a Standard remain conformant with each other regardless of whether or not earlier or later versions of the Standard are used when creating messages;

“Consensus” means the absence of sustained opposition to substantial issues by any important part of the concerned interests and by a process that involves seeking to take into account the views of all parties concerned and to reconcile any conflicting arguments. Consensus need not imply unanimity and is declared, if necessary, by the relevant Chair;

“Contribution” or **“Contributed”** means any data or information contributed by a Member in the development of a Standard, which is ultimately incorporated into that Standard;

“**Corrigendum**” means a Standard that replaces a previous version of a Standard covering the same subject matter. Corrigenda only correct errors in the previous version of the Standard;

“**Disposition of Comments**” means an Output Document from the Technical Management Group that is issued in conjunction with a Draft Standard in response to comments on the Committee Draft received from Members;

“**Draft Standard**” means an Output Document from the Technical Management Group. A Draft Standard is circulated in conjunction with a Disposition of Comments prior to the voting phase as set out in Section D.4.3;

“**Executive Board**” means the body appointed by the Board to oversee the day-to-day operations of the Company;

“**Intellectual Property Policy (IP Policy)**” means a document (Annex B to the Agreement) that governs the Company’s and the Member’s activities related to the creation, development, and Contribution of intellectual property during the process of the development of Standards;

“**Input Document**” means a document created by or on behalf of a Licensee, a Member, a Working Group, the Executive Board or the Board and delivered for review to a Working Group or the Board as the case may be;

“**IP Notice Period**” shall mean, with respect to any proposed Standard or portion thereof, a period of thirty (30) calendar days following receipt of the Notice from the Company by the designated Member Representative;

“**IP Policy**” means this “Intellectual Property Policy” set out in Annex B of the Agreement;

“**Licensee(s)**” means an organization licensed to implement one or more Standard;

“**Member**” means each Person agreeing to the Agreement who is subsequently admitted as a member of the Company and belongs to one of three (3) classes of membership: Charter, Full or Associate;

“**Notice**” means demand, consent, election, offer, approval, request or other communication;

“**Output Document**” means a document that has been agreed by an Ad Hoc Group, Working Group, the Plenary Meeting, the Executive Board or the Board;

"Person" means and includes an individual, corporation, partnership, association, limited liability company, trust, estate or other entity;

"Plenary Meeting" means a face-to-face meeting of Charter and Full Members to review the outputs of all active Working Groups and to make recommendations to the Board in furtherance of the Purpose of the Company;

"Purpose(s)" means the definition given to it in Section 2.3 of the Agreement;

"Quorate" means that all Ad hoc Groups, Working Groups and Plenary Meetings but not Technical Management Group meetings shall be quorate when three Representatives of Charter or Full Members in good standing are present and such Representatives shall collectively be, to the satisfaction of the Working Group Sponsor/Chair¹, representative of all sectors of Members likely to have an interest in the subject matter under discussion at the Ad hoc Group, Working Group or Plenary Meeting. To achieve the second element may require more than three Representatives of Charter or Full Members to be present, depending on the subject matter;

"Representative(s)" means any Person or Persons who, on behalf of a Member, attend Working Group, Plenary or Annual meetings or participate on the Board or a committee;

"Sample Messages" means a document that has been created in accordance with a Draft Standard to test said Draft Standard. Sample Messages are typically created by one company and then read by a second company to assess whether the Draft Standard meets the requirements that led to the development of the Draft Standard. Once a specification is declared a Standard, the Sample Messages may then be published alongside the Standard as examples to aid Licensees' implementations.

"Standard" takes the meaning set out in the Agreement except, for the purpose of the Procedure also means a Document that has been declared a Candidate Standard;

"Super Majority Vote" means an affirmative vote of more than eighty percent (80%) of the total number of Persons entitled to vote on such matter and participating in such vote (telephonically, electronically or physically, as applicable);

"Technical Management Group (TMG)" means a standing Working Group with responsibility to ensure that the Standards developed by the various Working Groups are consistent with each other and existing DDEX Standards. The TMG is also responsible for

¹ For the purposes of Plenary Meetings, the Chair shall be one or more of the Working Group Chairs present at the meeting, agreeing collectively.

reviewing comments received during the Consultation Phase as set out in Section D.4.2. TMG members are selected Representatives of the Board Sponsors, the Working Group Chairs and some Full Member Representatives. The TMG members are appointed by the Board, although the Board generally accepts recommendations from the Plenary Meeting regarding the appointment of Full Member Representatives. The quorum for a TMG meeting shall be two thirds of the total Representatives appointed to it by the Board, one of which shall be the Chair(s) or a Co-chair(s) of the Working Group responsible for the development of the Standard(s) which form the subject matter of the relevant meeting or part of the meeting;

“Update” means a Standard that replaces a previous version of a Standard covering the same subject matter. Updates implement additional features that were not present in the previous version of the Standard and may also include the correction of errors; and

“Working Group” means a technical committee established by a decision of the Board with a specific mandate, duration and an appointed Sponsor and/or Chair as set forth in this Procedure.

For the purposes of this Procedure all documents referenced in the Procedure that are sent to the last known email address of the relevant Sponsor and/or Chair and copied to the Secretariat, shall be considered to be properly submitted or, where relevant, “in writing”. Also for the purposes of this Procedure all meetings shall be considered properly constituted, provided proper Notice is given and that the meeting is Quorate, regardless of whether it is a physical meeting, or a telephone or web conference meeting. Similarly, where any vote is required to be taken this may be done by physical or electronic means.

Finally, the Procedure set out in this Annex is the same for both Candidate Standards and DDEX Standards and, for the avoidance of doubt and as set out above in Section D.2, the term “Standard” means both Candidate Standard and DDEX Standard for the purposes of this Procedure. The only variation between the two is at the Voting phase (Section D.4.3) where the Board determines whether a Standard is to be declared a Candidate Standard or DDEX Standard, taking into account the recommendations of the relevant Working Group and/or the TMG.

D.3 Initiating Development of a new DDEX Standard

Any Representative of a Member, any Working Group or a Plenary Meeting may propose to the Board a topic for a Standard in the form of an Input Document appropriate for standardization by the Company. Input Documents shall be considered at the next meeting of the Board. If the Board decides that the proposal in the Input Document does not warrant development of a new Standard, the Board will inform the proponent accordingly.

If the Board votes to start work on the development of a new Standard, the Board shall:

- (a) establish a Working Group by providing a specific mandate and time line for the development of the new Standard;
- (b) appoint a Chair² for the Working Group. Representatives of Charter or Full Members are eligible to serve as Chair;
- (c) appoint a Board Sponsor to work with the Chair and the Secretariat to manage the Working Group. A Board Sponsor may also take the role of Chair at the same time; and
- (d) inform Members of the establishment of the new Working Group.

The Chair of the Working Group shall invite interested parties (from Charter or Full Members) and co-ordinate the development of the new Standard. Charter or Full Members, shall inform the Chair of a Working Group of the Representative(s) from the organization who will serve on the Working Group.

If an appropriate Working Group already exists, the Board may task that Working Group with developing the new Standard. A flow-diagram representing the process described above is set out in Figure 1.

² The Board may appoint Co-Chairs of a Working Group. Therefore, throughout this document references to a Chair shall also be a reference Co-Chairs.

All decisions of Ad hoc Groups, Working Groups and Plenary Meetings shall be made by unanimity or failing that Consensus. In the absence of unanimity, the relevant Chair may seek to establish whether Consensus exists by a vote. If any Ad hoc Groups, Working Groups and Plenary Meetings are not Quorate any decisions taken by unanimity or Consensus by such Ad hoc Group, Working Group or Plenary Meeting shall have no effect unless ratified by a subsequent Quorate Ad hoc Group, Working Group or Plenary Meeting.

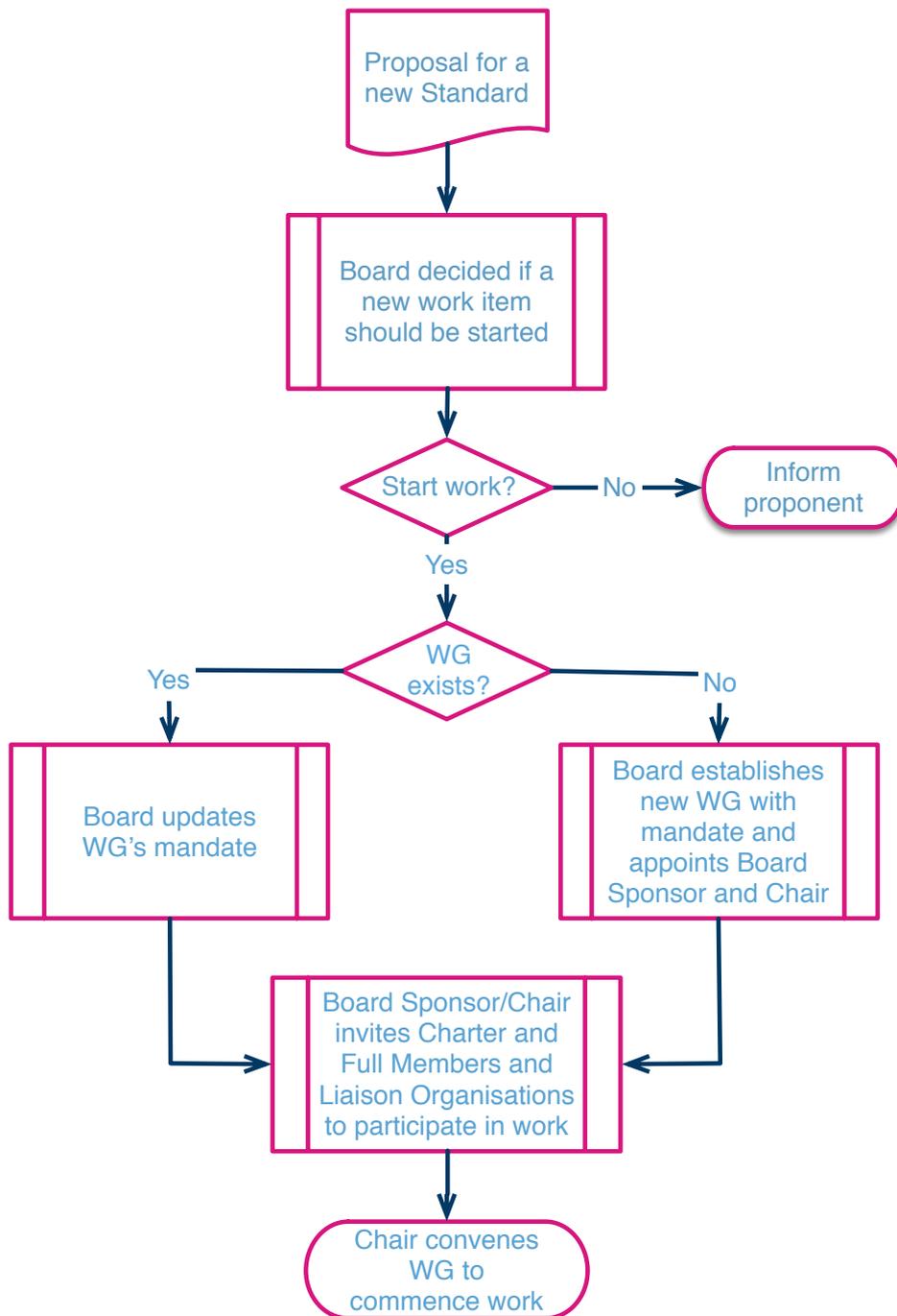


Figure 1 – Initiating Development of a new DDEX Standard

In the event that no Consensus can be reached the matter is referred initially to the Board Sponsor for resolution and failing that to the Board. In the event that a Member considers that a Chair has declared Consensus incorrectly, the Member may enter an appeal as set out in Section D.7.

The Board has the power to disband an Ad Hoc or Working Group even before the allocated time for the work has ended if it decides that progress in developing the Standard is unsatisfactory or the prospective Standard becomes unnecessary.

D.4 Developing a New DDEX Standard

Once the Working Group developing a Standard has been set-up, a three-phase process is followed. The process described in this section is set out in the flow diagram at Figure 2.

D.4.1 Development Phase

The Sponsor/Chair of the Working Group convenes meetings in accordance with the mandate provided by the Board. At its meetings, the Working Group shall consider any Input Documents submitted in accordance with Section D.11.1. The primary focus of the Working Group will be to develop the Standard as mandated, by developing Working Drafts.

Members of the Working Group may, or the Working Group may instruct the Secretariat, to create additional Output Documents as set out in Section D.11.2. When the Working Group considers the Working Draft to be sufficiently mature, the Working Group instructs the Secretariat to create and then declares a Committee Draft. Working Drafts are typically promoted to Committee Draft at or shortly after a Plenary Meeting. At the same time as the declaration of a Committee Draft an IP Notice Period is initiated, the definitions and procedures for which are set out in the IP Policy.

If, by the deadline set by the Board in the original mandate, the Working Group has been unable to declare a Committee Draft for any reason, the Sponsor of the Working Group shall inform the Board. The Board shall, entirely at its discretion, decide the course of action to be taken. Possible steps include:

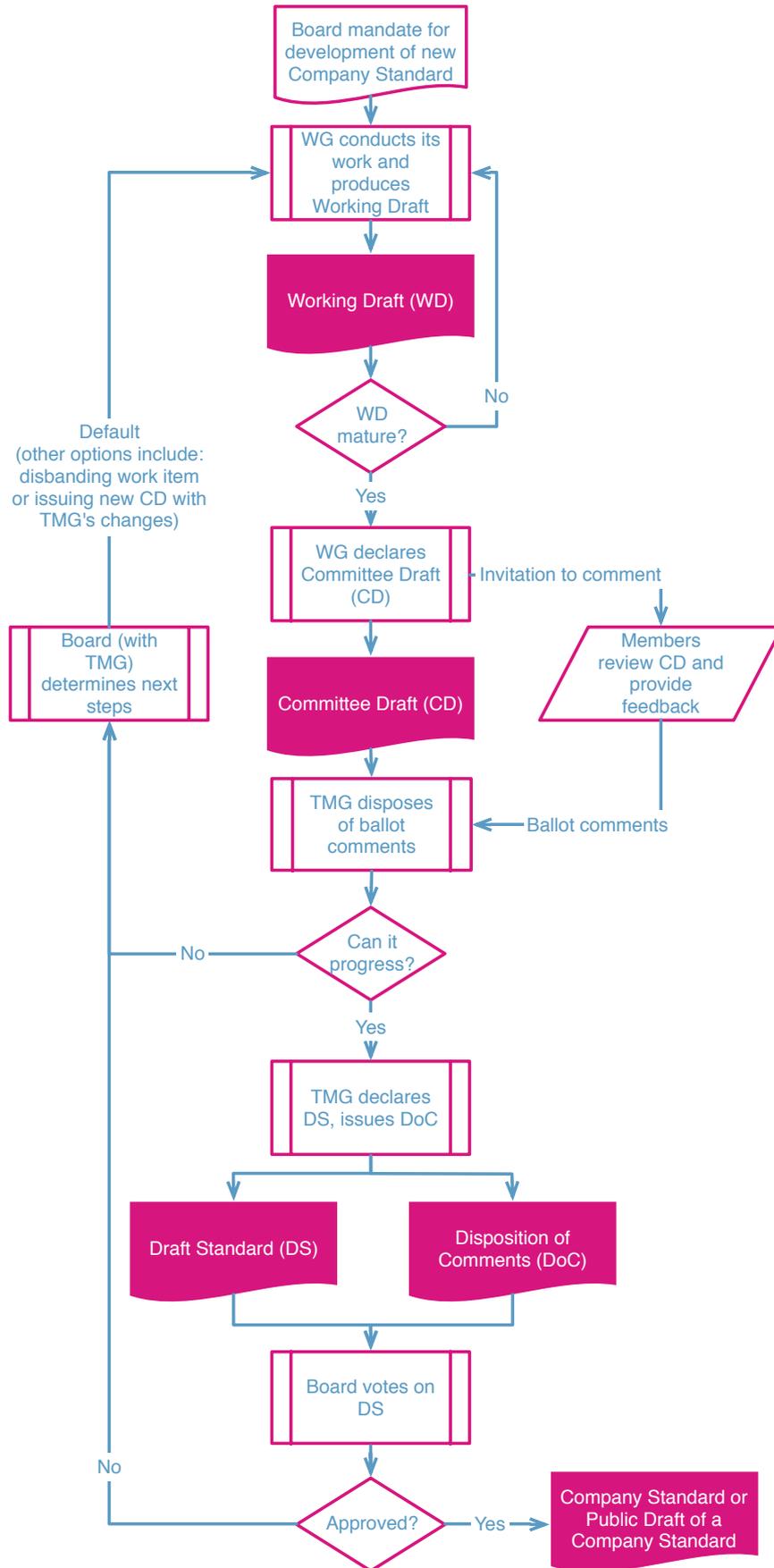


Figure 2 – Developing a new DDEX Standard

- (a) instructing the existing Working Group to continue work on the development of a Standard with a revised mandate;
- (b) constituting a new Working Group, perhaps under a new Sponsor and/or Chair, to continue the development of a Standard; or
- (c) discontinuing the development of a Standard.

During the development phase, the Working Group may, at its own discretion establish Ad-hoc Groups to conduct a well-defined task in a well-defined time frame. Working Groups are not obliged to accept the findings of any of their Ad-hoc Groups.

D.4.2 Consultation Phase

The point at which a Committee Draft is published begins the consultation phase of this Procedure. If it anticipated that a Committee Draft will become a DDEX Standard rather than a Candidate Standard, such Committee Draft shall in all cases be declared in conjunction with a sufficient number of Sample Messages which taken together demonstrate (a) that there are no technical errors in the Committee Draft likely to cause Licensees problems in carrying out implementations once the Committee Draft has become a DDEX Standard and (b) show how the relevant Standard can be implemented by Licensees.

When a Committee Draft has been declared, the Sponsor/Chair of the Working Group shall instruct the Secretariat to invite all Members (regardless of which category to which they belong) to comment on it in the form of Input Documents. This consultation procedure shall last one calendar month. At the end of the consultation, the Technical Management Group shall be convened by the Secretariat to determine whether or not the nature of the comments submitted by Members allow the Committee Draft to progress to Draft Standard status. The Technical Management Group may consult with the Sponsor and, in addition, consult the Working Group to assist in determining the next steps.

The Technical Management Group shall review the comments received from Members during the consultation and determine if the Committee Draft can progress taking into account those comments. If the Technical Management Group, which may consult with the

Sponsor, determines that the comments do allow the Committee Draft to progress, it shall instruct the Secretariat to produce:

- (a) a Draft Standard; and
- (b) a Disposition of Comments document that details how each of the comments from Members have been taken into account when issuing the Draft Standard.

If the comments received from the Members are deemed to be predominantly editorial or otherwise minor, the Technical Management Group can also instruct the Secretariat to produce and issue the Draft Standard and Disposition of Comments directly without involving the Sponsor of the relevant Working Group. If no comments are received, no Disposition of Comments needs to be issued.

If the Technical Management Group determines that the comments received during the consultation do not allow the Committee Draft to progress, the Technical Management Group shall demote it to Working Draft and the Sponsor shall inform the Board of the reasons for this decision. The Board shall, entirely at its discretion, decide the course of action to be taken. Possible steps include:

- (a) instructing the existing Working Group to continue work on the development of a new Standard with a revised mandate (default);
- (b) constituting a new Working Group, perhaps under a new Sponsor and/or Chair, to continue the development of a Standard; or
- (c) discontinuing the development of a Standard.

Upon completion of this task by the Technical Management Group, the Sponsor shall inform the Board and, unless stated otherwise in the relevant Working Group mandate, the Working Group is disbanded.

D.4.3 Voting Phase for Standards

The production of a Draft Standard triggers the requirement of the Board to vote on whether or not the Draft Standard is promoted to the status of a Candidate Standard or DDEX Standard. Therefore, upon receiving notification that a Draft Standard has been produced, the Chair of the Board shall call a Board meeting, which shall be held within 30 days of the notification or the Chair may seek approval or rejection of the Draft Standard through an email exchange with and amongst all Board members.

A Draft Standard is promoted to a Candidate Standard or DDEX Standard, in consideration of recommendations from the TMG and/or the relevant Working Group, upon a successful Super Majority Vote of the Board.

D.4.3.1 Positive vote

Once the Board has declared a DDEX Standard, it instructs the Secretariat to publish the Standard on the Company website along with all supporting Sample Messages and to notify the Members that this has been done. Minor editorial changes to a Standard are permissible at this point before the publication of the Standard as envisage in this Section D.4.3.1.

If the Board has declared a Candidate Standard, Members shall be notified that the Standard will not become a DDEX Standard until such time as testing of the Candidate Standard shows that it is robust enough to become a DDEX Standard and therefore shall not be made available on the public section of the Company website. However, where there is need for a wider consultation, beyond the Members, on the viability and robustness of a Candidate Standard, the Board may decide at its discretion to publish the Candidate Standard on the public section of the Company website with a notice encouraging non-Member implementers to carry out tests of the Candidate Standard to determine its viability and robustness.

D.4.3.2 Negative vote

Should the Board not vote in favor of promoting the Draft Standard to a Candidate Standard or DDEX Standard, the Board shall determine how the development of the Standard should proceed. Possible steps include:

- (a) instructing the existing Working Group to continue work on the development of a new Standard with a revised mandate;
- (b) constituting a new Working Group, perhaps under a new Sponsor and/or Chair, to continue the development of a Standard; or
- (c) discontinuing the development of a Standard.

D.4.4 Testing of Candidate Standards

Once a Candidate Standard has been declared, whether to Members only or to non-Members as well, the Secretariat shall seek to encourage testing of the Candidate Standard amongst a number of potential implementers of the Candidate Standard. As the results from the testing activity are collated this may lead to the creation of Change Requests. The management of such Change Requests for a Candidate Standard shall follow the process set out in D.6 except that any resultant amendments of the Candidate Standard will typically not lead to a Corrigendum or an Update but eventually to a DDEX Standard. If after a period of one year after the initial publication (whether to Members only or non-members), if a Candidate Standard has not been advanced either as a Corrigendum or Update to a Candidate Standard or as a DDEX Standard, the Secretariat shall be instructed by the Board to seek to ascertain if any implementation activity has taken place on that Candidate Standard. If that activity shows that no implementation activity has taken place, then the Board shall instruct the Secretariat to deprecate the Candidate Standard.

D.5 Raising Candidate Standards to Standards

As a result of testing of Candidate Standard there will probably be consequential Change Requests which shall be reviewed by the relevant Working Group and amendments made to the Candidate Standard as a result. This activity will follow the same process set out in Section D.4.1 because the Change Requests are anticipated to lead to the creation of a DDEX Standard and not Corrigenda or Updates to an existing DDEX Standard, as anticipated in Section D.6.

Once a Working Draft of what was a Candidate Standard is sufficiently robust it shall follow the same approval process set out in Sections D.4.1, D.4.2 and D.4.3.

D.6 Maintaining DDEX Standards

Once a Standard is declared (and thus may be implemented by Members and Licensees), it may be that it is found not to fully meet Members' and Licensees' business requirements and/or to contain errors. The changed requirements might include changes that are outside the scope of a Subset Schema described in Section D.8.1 or where local or specialized business conditions are not met by the scope of the Standard.

In circumstances where a Standard is found not to meet business requirements and/or to contain errors, a Licensee, Member, Working Group or Plenary Meeting may submit a Change Request to the Board. The Board may delegate the receipt and management of Change Requests, as set out in Section D.6.1, to the Secretariat and the Secretariat will liaise accordingly in that regard with the relevant Working Group Sponsor and/or Chair.

D.6.1 Management of Change Requests

Upon receipt of a sufficient number of Change Requests for the same Standard the Board shall initiate a process of reviewing the validity of the content of the Change Requests by:

- (a) establishing a Working Group (in accordance with Section D.3) with a specific mandate and time line to work on the relevant Standard; and
- (d) appointing a Sponsor/Chair for the Working Group.

The Chair of the Working Group shall invite interested parties (from Charter or Full Members) and co-ordinate the review of the Standard. Charter or Full Members shall inform the Chair of a Working Group of the Representative(s) from the organization who will serve on the Working Group.

The Sponsor/Chair of the Working Group will then, in consultation with the Working Group, determine whether the Change Requests submitted describe solely one or more errors (or bugs) that need fixing, or whether the Change Requests submitted describe any additional features or extensions. If the decision is that the Change Requests constitute errors, then a Corrigendum is created.

The process for the development of a Corrigendum is set out in Section D.6.2. If the decision is that the Change Requests constitute additional features or extensions, then an Update is created. The criteria for this decision include the time since publication of the last full version of the Standard and the complexity of the Change Requests. The process for the development of an Update is set out in Section D.6.3.

Where the appropriate Working Group already exists, the Board will task that Working Group to carry out the development of the Corrigendum or the Update. Before commencing the work, the Sponsor/Chair shall ensure that the version number of the Corrigenda or Update Standard is advanced in accordance with Section D.9. The processes explained in these Sections are set out in the flow diagram at Figure 3.

D.6.2 Corrigenda

The Working Group shall consider the Change Requests and agree (by unanimity or Consensus) solutions to those Change Requests. The Working Group shall then instruct the Secretariat to expeditiously create the Corrigendum and declare a Committee Draft. The Sponsor/Chair of the Working Group shall instruct the Secretariat to invite the Members to comment on the Committee Draft. This consultation process shall last one calendar month.

At the end of the consultation, the Technical Management Group shall be convened by the Secretariat to determine whether or not the nature of the comments submitted by Members allow the Committee Draft to progress to Draft Standard status. The Technical Management Group may consult with the Sponsor and, in addition consult the Working Group to assist in determining the next steps.

The Technical Management Group shall determine whether or not a Committee Draft shall become a Draft Standard in accordance with the procedures set out in Section D.4.2. Similarly, depending on whether or not the Committee Draft shall become a Draft Standard, the Technical Management Group shall take the relevant actions as set out in Section D.4.2.

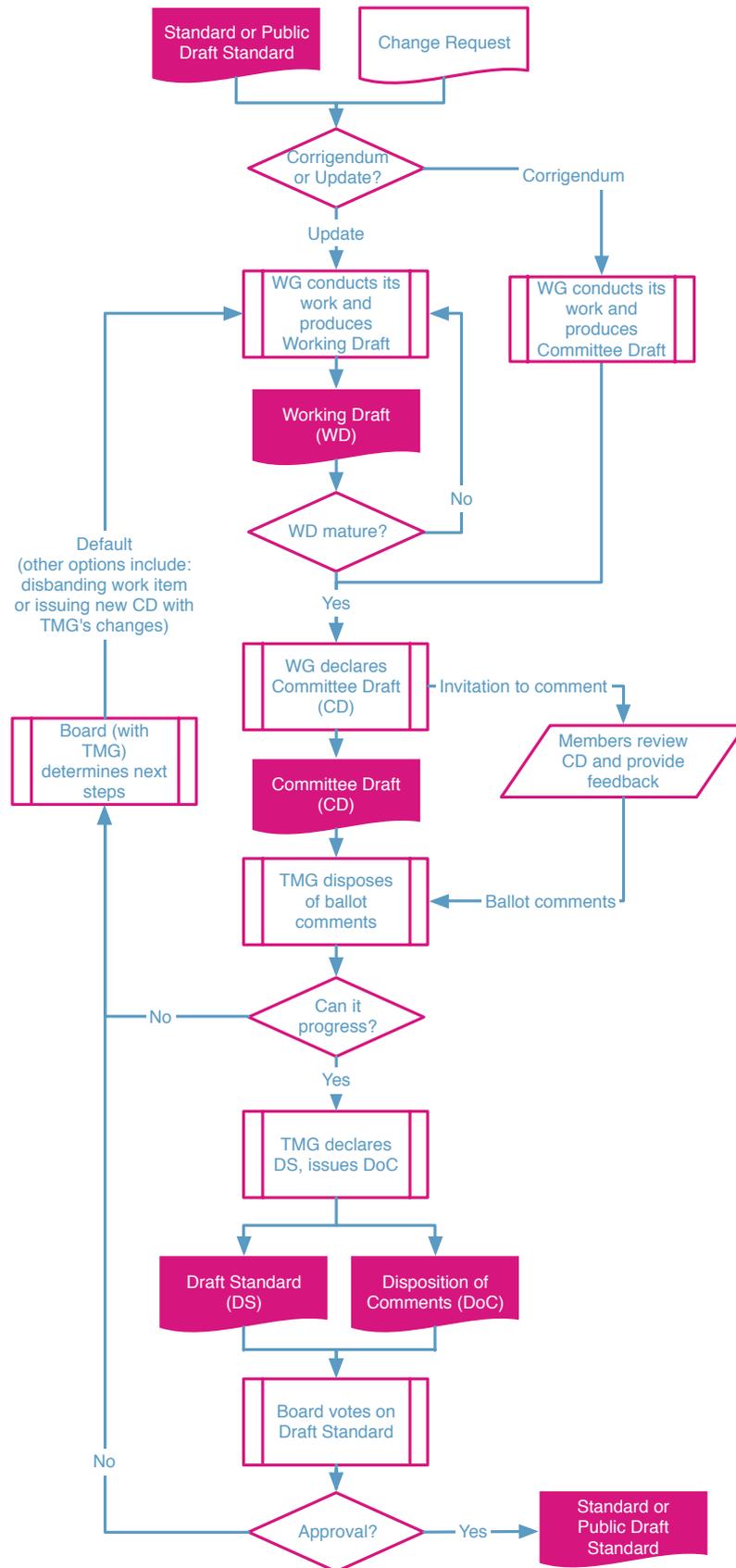


Figure 3 – Maintaining DDEX Standards

In the event that the Working Group does not consider the proposed change(s) to the Standard contained in a Change Request to warrant inclusion in a Corrigendum of the Standard, the Change Request itself will remain logged with the Company.

If the Licensee(s), or Member(s) that registered the Change Request still wishes to implement the Change, they may do so, but the messages will no longer be conformant with the Standard.

D.6.3 Updates

In all other respects the process followed for the purposes of creating an Update, as a new version of a Standard is the same as for creating an original Standard as set out in Section D.4. Whilst there is no requirement for an Update of a Standard to be Compatible with its predecessor, Working Groups shall attempt, where possible, to provide such compatibility.

In the event that the Working Group does not consider the proposed change(s) to the Standard contained in a Change Request to warrant inclusion in an Update of the Standard, the Change Request itself will remain logged with the Company. If the Licensee(s), or Member(s) that registered the Change Request still wishes to implement the Change, they may do so, but the messages will no longer be conformant with the Standard.

D.6.4 Special Provisions for Management of Change Requests for Flat File Standards

Most Standards for exchanging information are based on XML. However, usually in circumstances where the actual data to be communicated between business partners is relatively small, the Company may declare Standards in a flat file format, that is, a text file where data is communicated in records and cells where cells within a record are separated from one another by a well-defined delimiter such as a tabulator and records are separated from each other by carriage return/newlines, and where different types of data is communicated in different record types.

In such circumstances is it possible for the management of change requests to be undertaken as follows:

- (a) Members or Licensees that require an additional record type to meet urgent business requirements in a Standard expressed as a flat file may apply to the Secretariat for a unique record type code. Applications for such codes should take place before deployment of the change. The Secretariat shall respond to such applications typically within five (5) working days of receipt at info@ddex.net. All such record types that are created will be subsequently reviewed by the relevant Working Group in accordance with the procedures set out in Section D.6.4(b) to (h);
- (b) notwithstanding the provisions of Section D.6.4(a), Members and Licensees may make an application to the Secretariat to add a new record type, change an existing record type, add a new profile or change an existing profile of a Standard expressed in a flat file format (the "Application"). Such Applications must be made by email to info@ddex.net and the Secretariat shall typically within five (5) working days of receipt of the Application send the applicant a simple acknowledgement;
- (c) in the event that an Application pursuant to Section D.6.4(b) is not sufficiently detailed, the Secretariat may ask the applicant for more details before taking the Application to review by the relevant Working Group;
- (d) subject to D.6.4(c), the Secretariat, in consultation with the Board Sponsor and the Working Group Chair, shall call a meeting of the relevant Working Group to review the Application. Such meeting shall be held no later than sixty (60) days after receipt of the Application;
- (e) the decision of the relevant Working Group in relation to the Application, shall be notified to the applicant within seven (7) days of the meeting of the relevant Working Group at which the Application was discussed;
- (f) in the event that the relevant Working Group does not approve a change(s) or addition(s) set out in an Application, the Member(s) or Licensee(s) that made the Application may continue to use the change(s) or addition(s) contained in the Application in their messages but, such messages shall no longer be conformant with the DDEX Standard;
- (g) once every six (6) months, commencing from September 2015, the Secretariat shall carry out a review of all new record types and profiles that have been

added to any Standard expressed as a flat file and notify the Board Sponsor/Chair of the relevant Working Group if the proliferation of these is threatening the viability of the Standard, with recommendations as to how such threats can be countered. The Board Sponsor/Chair shall call a meeting of the relevant Working Group within thirty (30) days of such notification from the Secretariat in order for the Working Group to determine what action should be taken; and

- (h) once a year commencing from March 2016 the relevant Working Group shall review the profiles of any Standards expressed as flat files and determine whether or not it is appropriate to deprecate any profiles that are clearly no longer in use by any Members or Licensees.

D.7 Appeals

Although the adoption of Consensus seeks to balance the desire to accommodate all participant requirements whilst achieving momentum in completion of work, there may be specific circumstances where a Member feels aggrieved at this approach. This would suggest that a Member considers it has offered sustained opposition on a substantial issue but been “overridden” by the Chair of the Working Group in question or the Chair has not properly “*taken into account the views of all parties concerned and to reconcile any conflicting arguments*”. It is therefore appropriate in these circumstances that Members have a right of appeal.

Therefore, if a Member believes its position has been ignored by the Chair of a Working Group with regard to a substantial issue, that Member may appeal in the first instance to the Technical Management Group. Such appeal must be made within ten (10) working days of the meeting (not counting the day of the meeting itself) that gave rise to the appeal, in writing to the Chair of the Technical Management Group.

The appeal shall describe the issue under discussion and why the Member considers it to be “substantial”. The appeal shall also explain the way in which, if this is indeed the case, the Working Group Chair did not conduct the meeting correctly. The appeal may also explain how and in what way retaining the decision that has given rise to the appeal will

disadvantage the Member and/or its major business partners. The Technical Management Group may also seek in writing from the relevant Working Group Chair an explanation of the events of the relevant Working Group meeting from the Chair's perspective giving the reasons why the Chair considers that the meeting was conducted correctly.

Following receipt of an appeal the Technical Management Group shall meet within five (5) working days of receipt (not counting the day of receipt) of the appeal and determine its merits against the explanation of the Chair. The outcome of the Technical Management Group review shall be notified to the Member no later than two (2) working days (not counting the day of the meeting) after the Technical Management Group has met to discuss the appeal. If the Technical Management Group upholds the appeal, then the Sponsor and Chair of the relevant Working Group shall be notified at the same time as the Member and is required to call a meeting for that Working Group within ten (10) days of receipt of the notification to overturn the decision which led to the appeal and seek an alternative way forward.

In the event that the Technical Management Group does not uphold the appeal the Member may appeal in the second instance within a further five (5) working days of receipt (not counting the day of receipt) of the notification from the Technical Management Group to the Board by forwarding the appeal in writing to the Chair of the Board. The Board shall meet within five (5) working days of receipt (not counting the day of receipt) of the appeal and determine its merits against the explanation of the Chair.

The outcome of the Board meeting shall be notified to the Member no later than 2 working days (not counting the day of the meeting) after the Board has met to discuss the appeal. If the Board upholds the appeal, then the Sponsor and Chair of the relevant Working Group shall be notified at the same time as the Member and required to call a meeting for that Working Group within ten (10) days of receipt of the notification to overturn the decision which led to the appeal and seek an alternative way forward. If the Board does not uphold the appeal, there is no further right of appeal and the original decision of the Working Group shall stand.

D.8 Other forms of change to DDEX Standards

D.8.1 Subset Schema of a Standard

It is permissible for any Licensee (usually in agreement with one or more business partners that are also Licensees) to narrow the cardinality of a message element by applying business rules that are more constrained than the XML Schema of the relevant Standard. Valid changes to the cardinalities within a Subset Schema are set out in Table 1. It is not possible to *broaden* cardinalities (for example, from 0-1 to 0-n, or from 1 to 0-1), because the resulting message will not then validate against the XML Schema of the Standard.

Cardinality in the Schema of the Standard	Narrowed cardinality in the Subset Schema
From 0-1	to 0 or 1
From 1-n	to 1
From 0-n	to 0, 1, 1-n or 0-1

Table 1 – Valid cardinality changes

The development of such a Subset Schema does not require the processes described in Sections D.6.2 and D.6.3 to be followed.

If a Licensee creates a Subset Schema the Licensee is responsible for producing the Subset Schema. Subset Schemas shall be considered conformant with the relevant Standard provided the Subset Schema is produced in accordance with the applicable sections of the relevant Standard and provided it is identified in accordance with the numbering convention set out in Section D.12.2.

If a Licensee wishes to have a Subset Schema validated it may be submitted as an Input Document to the relevant Working Group. This Working Group will review the Subset Schema and either confirm or refute its conformance to the relevant Standard. The Working Group may advise the Licensee how to define the schema correctly so that it is conformant with the relevant Standard.

D.8.2 Confidential Revisions

There may be circumstances where two or more Licensees or Members wish to make changes to a Standard in the communications between them to meet requirements that they wish to keep confidential. In such circumstances there is no obligation on the Licensees or the Member to register the change(s) to the Standard. However, the Licensee(s) or the Member(s) will not be compliant with the Standard in such circumstances but they will not be in breach of the original license issued to the Licensee(s) or the Member(s) for the implementation of the Standard in its original form.

D.9 Versioning Rules for Standards

When a Standard is declared the version number assigned to it shall follow these rules:

- (a) the initial version shall be “1.0”;
- (b) any version of a Standard which is not Compatible with a previous version of the Standard with the same name, shall carry a full version number (e.g. v2.4 goes to v3.0);
- (c) any version of a Standard which is an Update and is Compatible with a previous version of the Standard with the same name, shall carry a sub-version number (e.g. v2.4 goes to v2.5); and
- (d) any version of a Standard which is a Corrigendum of a previous version of the Standard with the same name, shall carry a sub-sub-version number (e.g. v2.4 goes to v2.4.1).

(e)

However, at the discretion of the Board the above rules may be varied in the following way:

- (a) a Compatible change of a version of a Standard which leads to a Corrigendum or Update of the Standard with the same name is not precluded from being declared with a full version number;

- (b) a freeze on the declaration of new versions of any Standard may be declared for non-technical reasons except in the case of “bug fixes” unless the bug fix is considered, by the Board, as being significant;
- (c) a new version of a Standard, which results from the correction of an insignificant bug fix, may be declared a Standard without the requirement (set out in Section D.4.3) for a Committee Draft phase or its associated IP Notice Period.

D.9.1 Versioning Rules Between Candidate Standards and Standards

The versioning of Candidate Standards shall largely follow the same process as set out in Section D.9. However, there is inevitably some interaction of versioning between Candidate Standards and Standards which is best explained by an example, as follows:

A v3.4 of a Standard has been published and gets widely implemented in accordance with the DDEX standard procedure. Subsequently DDEX creates three Candidate Standards which are numbered Candidate Standard v1.0 (of Standard v3.4), Candidate Standard v2.0 (of Standard v3.4) and Candidate Standard v2.1 (of Standard v3.4). Eventually enough members test or implement Candidate Standard v2.1 which leads to DDEX publishing Standard v3.5.

D.10 Deprecation of Standards

DDEX has been in operation since May 2006. As a consequence, there is now a significant number of versions of the same Standards. All of these are available on DDEX’s public website although the older Standards are less prominent. To avoid any confusion, the proliferation of versions of the same Standards may cause DDEX to deprecate standards in accordance with the following:

- (a) deprecation means that DDEX shall no longer support a Standard by developing Corrigenda or Updates of that Standard. However, the schemas for those Standards would always remain available;
- (b) the preferred version of a Standard (the most recently declared version), shall be made the most prominent on the public section of DDEX’s website and all

information about the version of the Standard shall be available to read and/or download;

- (c) the immediately previous version of a preferred version of a Standard shall only be accessible from that part of the DDEX website containing the preferred version through a hyperlink but the linked page shall clearly indicate that the immediately previous version is not the preferred version and there shall be a link back to the parent page to the preferred version. All information about that standard shall be available to read and/or download; and
- (d) versions of a Standard that are older than the immediately previous version as envisaged in D.10(b) above shall be available only as .pdf documents via a hyperlink on the page containing the version of the Standard referenced in Section D.10(b).

D.11 Document Management

This section applies to all documents created within the Company whether or not they are relevant to this Procedure. The Company recognizes three different document types:

- (a) Input Documents;
- (b) Output Documents; and
- (c) Standard Documents (Working Drafts, Committee Drafts, Draft Standards, Candidate Standards and DDEX Standards).

D.11.1 Input Documents

Input Documents are considered to represent the opinion of the individual or organization submitting the document. Input Documents do not represent the unanimous or Consensus opinion of an Ad hoc Group, Working Group, Plenary Meeting, Executive Committee or the Board.

Input Documents shall be considered at the next meeting of the relevant Ad hoc Group, Working Group, Plenary Meeting, Executive Committee or Board to which they have been submitted only provided that they are made available to the relevant group members **one week** before the meeting via a document exchange repository (see Section D.12.5).

Documents that are received by the Secretariat at a time that prevents them being made available to the relevant group one week before the relevant meeting, may still be made available for the relevant meeting but shall be marked “late”, which indicates that the relevant group is not obliged to address the Input Document. With the exception of the vote on a Draft Standard as anticipated in Section D.4.3, the Ad Hoc Group, Working Group, Plenary, Executive Committee or Board may, in any case, make a specific decision to postpone addressing the Input Document. If an Input Document is not considered at the next relevant meeting, it remains an open issue and shall be put on the agenda for the next meeting of the appropriate group.

Document numbers for Input Documents are issued by the Secretariat.

D.11.2 Output Documents

Output Documents are approved by an Ad hoc Group, Working Group, Plenary Meeting, the Executive Committee or the Board and represent the opinion of that Ad hoc Group, Working Group, Plenary Meeting, Executive Committee or Board. Typical Output Documents include:

- (a) meeting Notes;
- (b) Dispositions of Comments on Standards;
- (c) all other documentation an Ad Hoc Group, Working Group, Plenary Meeting, Executive Committee or Board has agreed on.

Document numbers for Output Documents are coordinated between the appropriate Sponsor/Chair and the Secretariat.

D.11.3 Standard Documents

Standard documents are special Output Documents and come in four versions:

- (a) Working Drafts;
- (b) Committee Drafts;
- (c) Draft Standards;

- (d) Candidate Standards; and
- (e) Standards including their Standard XML Schemas.

These documents are approved as described in Section D.4. Specific rules apply to XML Schema Documents that form part of a Standard. These are to be named in accordance with the relevant Namespace Convention provided in Section D.12.

D.12 Naming Conventions

The Company uses a number of naming conventions.

D.12.1 Convention for Input and Output Documents

The Company Input and Output Documents are identified in accordance with the following convention:

gggg-nnnn

where:

- gggg Represents a code representing the Ad hoc Group, Working Group, Plenary Meeting, Executive Committee or Board.
- nnnn The unique number of the document.

The identifier for a document is used both on the document itself and in the naming of digital files of the document. The file name is typically extended by a human readable string and an extension to indicate the file type (e.g. “Plenary-0000 Document Register.xls”).

The Secretariat shall maintain a document register, itself numbered Plenary-0000, on the document exchange repository (see Section D.12.5).

D.12.2 Convention for Standards

Candidate Standards or DDEX Standards use the same naming convention, except that, to make the appropriate distinction, the title of the document shall carry the term Candidate Standard or DDEX Standard.

D.12.3 Namespace Convention for Standard Message Schemas

The XML Schema that form part of the Standards are identified by their respective namespaces in the form:

<http://ddex.net/xml/xxxx/vrb>

where:

- xxxx Represents a code representing the Candidate Standard or DDEX Standard.
- v Represents the version of the Candidate Standard or DDEX Standard. The version code ranges from 1 to 9, A to Z.
- r Represents the sub-version of the Candidate Standard or DDEX Standard. The version code ranges from 0 to 9, A to Z.
- b Represents a sub-sub-version of the Candidate Standard or DDEX Standard. The version code ranges from 0 to 9, A to Z. This element is optional.

Each of the XML Schemas that form part of a Candidate Standard or DDEX Standard file may include a series of baseline Schemas files in a namespace

<http://ddex.net/xml/xxx>

where:

- xxx Represents the type and version of the XML Schema included in the file.

D.12.4 Publication of Schema Files

XML Schema files (and any other documentation) may, at the discretion of the Board, be published to the general public.

D.12.5 Document Exchange Repository

A central document exchange repository is maintained for all Input, Output and Standards documents by the Secretariat at <http://ddex.basecamphq.com>. Access to the repository shall be limited to Charter and Full Members of the Company. The central document exchange repository may also be used to distribute documents to Licensees and Associate Members if adequate access control mechanisms are employed.

D.12.6 Language

To reflect the international nature of the Company, Standards and Output Documents shall be written in International English, with the exception of the Agreement, the IP Policy and this Procedure which form part of the company statutes of DDEX which is registered in the US, so US English is used. However, in alignment with global conventions, 'code' such as tags in the Schemas of Standards and headwords in the Data Dictionary are written in US English.