



Alliance Agreement and Policy Amendment Process

Version 1.0

October 19, 2020

Background and Purpose

CommonWell Health Alliance, Inc. (“Alliance”) is committed to defining and promoting a national infrastructure with common standards and policies that promote a vendor-neutral platform to break down the technological and process barriers that currently inhibit effective health data exchange. From time to time Alliance Services, approved Alliance Use Cases, and Applicable Laws change or other circumstance require the Alliance Policies or terms and conditions to be modified. This process (“Process”) is designed to inform Members of such impending changes, allow for Member review and feedback, and to allow Member to determine if it is willing to agree to such changes.

Application

This Process applies to all Alliance Members and Authorized Users (“Participants”).

Alliance Agreement and Policy Amendment Process

1. Alliance agreements and Policies may be amended by Alliance from time to time in accordance with this Process (“Alliance Amendment Process”).
2. Amendment Notice and Feedback Period. Alliance will provide notice of any proposed material amendment to Alliance Policies or Agreements (each an “Amendment Notice”) by posting such notice on its public website and making a commercially reasonable effort to directly notify such parties via email, at least thirty (30) calendar days prior to the effective date of the amendment during which Alliance will accept feedback on the proposed amendment (the “Feedback Period”).
3. Objection Period. After the Feedback Period, Alliance will publish the final text of the proposed amendment (“Final Amendment”) for at least thirty (30) additional calendar days (the “Objection Period”). During the Objection Period Participant may advise Alliance in writing if Participant objects to or is reasonably unable to comply with the proposed amendment, and the specific reasons for its objection or inability to comply.

Alliance and objecting Participant shall cooperate in good faith to implement a plan for such member to become compliant with the Final Amendment within a reasonable period of time, but in no case more than sixty (60) days from the end of the Objection Period, unless a further extension or exception is approved by the Alliance.

4. Compliance Exception. Notwithstanding anything to the contrary the Process, if Alliance determines in its reasonable, sole, and exclusive discretion that an amendment is required in order for Alliance, its Participants, or Service Providers to comply with or remain in compliance with Applicable Law, Alliance may alter the Process to comply with such Applicable Law, but shall when reasonably practical under Applicable Law, provide at least a thirty (30) days’ notice prior to such changes becoming effective.