**[Who approved the governance review?](\\\\fslon01.wano.local\\users\\Jade.Knowles\\October 2018 GB\\Governing Board Presentations\\Who approved the governance review?)**

[**Who was involved in the review?**](file:///\\fslon01.wano.local\users\Jade.Knowles\October%202018%20GB\Governing%20Board%20Presentations\Who%20was%20involved%20in%20the%20review%3f)

[**What governance documents are under review and change?**](file:///\\fslon01.wano.local\users\Jade.Knowles\October%202018%20GB\Governing%20Board%20Presentations\What%20governance%20documents%20are%20under%20review%20and%20change%3f)

[**What are the reasons for the changes?**](file:///\\fslon01.wano.local\users\Jade.Knowles\October%202018%20GB\Governing%20Board%20Presentations\Reason%20for%20change%3f)

[**What is the high level premise of the changes?**](file:///\\fslon01.wano.local\users\Jade.Knowles\October%202018%20GB\Governing%20Board%20Presentations\What%20is%20the%20high%20level%20premise%20of%20the%20changes%3f)

[**How does it impact the work of WANO?**](file:///\\fslon01.wano.local\users\Jade.Knowles\October%202018%20GB\Governing%20Board%20Presentations\How%20does%20it%20impact%20the%20work%20of%20WANO%3f)

[**What work has been completed by WANO to date?**](file:///\\fslon01.wano.local\users\Jade.Knowles\October%202018%20GB\Governing%20Board%20Presentations\What%20work%20has%20been%20completed%20by%20WANO%20to%20date%3f)

[**What is the timetable for delivery of the changes?**](file:///\\fslon01.wano.local\users\Jade.Knowles\October%202018%20GB\Governing%20Board%20Presentations\What%20is%20the%20timetable%20for%20the%20delivery%20of%20the%20changes%3f)

[**Who is the point of contact if I have a question?**](file:///\\fslon01.wano.local\users\Jade.Knowles\October%202018%20GB\Governing%20Board%20Presentations\Who%20is%20the%20point%20of%20contact%20if%20I%20have%20a%20question%3f)

**Who approved the governance review?**

A governance review was commissioned by the WANO Governing Board in 2017 and undertaken by an external consulting company, Nestor Advisors.

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**Who was involved in the review?**

External consultants from Nestor Advisors

Strategy, Governance and Nominating Committee (SGNC) represented by the WANO Chairman, Regional Chairmen, WANO President and CEO

WANO Governors and staff

Senior WANO member executives

Company Secretary

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**What governance documents are under review and change?**

WANO Articles of Association

WANO Charter

Policy Document 6, *Governance*

Strategy, Governance and Nominating Committee Charter

Creation of a new Policy Document on *Escalation*.

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**What are the reasons for the changes?**

WANO retained Nestor Advisors to undertake its first external review of our organisational and governance structure. The objective being to progress towards stronger alignment and consistency, and assist the Association in adjusting its governance in order to address the growing business and strategic objectives. The following were captured within the change:

* Fukushima Commission recommendations
  + Introduce a “one WANO” approach
  + London role of Governance and Oversight
* Compass Focus area 2
  + Build and maintain a highly trained, professional workforce in WANO and improve the effectiveness of governance arrangements
* WANO Internal Assessment
  + Cross-functional AFIs
  + London AFIs

A report with proposed changes to WANO’s governance was produced in February 2018, and provided to the SGNC and the WANO governing board. Certain recommendations from the subsequent report were reviewed and approved by the governing board, resulting in proposed changes to governance, roles and responsibilities, and avoidance of duplication across the governance documents.

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**What is the high level premise of the changes?**

Articles of Association – The Articles have been aligned with the association’s memorandum of association which forms WANO’s constitution. They have been updated in line with the current management of WANO’s internal affairs and conduct of our business, and to reflect the relationship between the members and WANO. A review of the references to UK legislation was conducted to ensure compliance.

Charter – The Charter has been amended to clearly describe the organisation and its key governance roles and responsibilities.

Policy Document 6, Governance – This policy has been amended to align with the approved Post-Fukushima Commission recommendations in 2012, in addition to those proposed by Nestor Advisors. They clearly define how the key elements of WANO’s governance, the guidance and processes for consistent implementation in accordance with the WANO Charter. It also sets out the qualifications for the key WANO governance roles.

SGNC Charter – This charter has been updated to align with the above documents.

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**How does it impact the work of WANO?**

Once the governance documents have been reviewed by the regions and their governing boards, and approved by the WANO governing board and the general assembly, personnel responsible for governance in the regional centres and London must ensure the changes are implemented. The London office will be responsible for providing oversight and support to ensure consistent implementation across WANO.

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**What work has been completed by WANO to date?**

In August 2017, Nestor Advisors began the external review of WANO’s organisational and governance structure. This work required Nestor Advisors to review the current governance documents and practices of WANO, in addition to conducting interviews with a variety of personnel and members of the Association.

A draft report was produced and presented to the SGNC on 6 February 2018. The report analysed WANO’s governance model, highlighting its strengths and areas for improvement, and included detailed recommendations for enhancing the design and implementation of WANO’s governance. Following the SGNC discussion, the report was supplemented by an addendum on 25 February.

The SGNC accepted most but not all of the 36 recommendations contained in the report, and an action plan was drafted based on 27 agreed recommendations.

The SGNC met at the end of February and classified the recommendations as *operational* and *strategic*. The operational recommendations were referred to the Executive Leadership Team for implementation, whilst the action plan relating to the 7 strategic recommendations would be presented to the WANO governing board at their 21 June meeting.

A final report was made available to the board in advance of their meeting in June. Both the strategic and operational recommendations were to be written into the governance documents, and a timetable was set for the delivery of the changes.

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**What is the timetable for the delivery of the changes?**

The proposed changes to these documents will be presented to the governing board at the end of the October 2018. Permission will be sought from the governing board to send the proposed changes to the regional governing boards for comment. The WANO governing board will be asked to approve these changes for implementation at their June 2019 meeting.

The Articles of Association and WANO Charter will require the WANO General Assembly to ratify the changes via a special resolution vote at the next Biennial General Meeting in October 2019.

The development of a new Policy Document on Escalation will be proposed at the February 2019 meeting.

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**Who is the point of contact if I have a question?**

Jade Knowles – Company Secretary ([jade.knowles@wano.org](mailto:jade.knowles@wano.org))

Peter Prozesky – CEO ([peter.prozesky@wano.org](mailto:peter.prozesky@wano.org))