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**WORLD**

**ASSOCIATION**

**OF**

**NUCLEAR**

**OPERATORS**

**CHARTER**

**DD MMM 201Y**

**1 Preamble**

The benefits of nuclear power can be brought to mankind only if nuclear safety performance is kept at the highest level. Furthermore, it is widely recognised that the ultimate safety responsibility for nuclear power rests upon the organisation which operates the nuclear power plants. Therefore, each operator has an individual responsibility to guarantee nuclear safety. The operators also have a mutual and collective responsibility to work together to assess and improve their performance and continually upgrade the safety of operating plants worldwide.

One effective way of promoting the safety and reliability of nuclear power is the mutual exchange and assessment of information on nuclear power plant operation among nuclear owner/operators and operator organisations. It is within the collective responsibility of chief executives to ensure that an exchange of experience is achieved effectively at all management levels. In this way the nuclear operators can all learn from one another, they can all help one another, and can raise the performance of all to the standards of the best.

In order to address these issues, operators of nuclear power plants from all over the world have agreed to the creation of a worldwide association. The purpose of this Charter is to define the mission and organisation of the "World Association of Nuclear Operators", hereafter called WANO, established for the reasons given above.

**2 Mission and Principles**

***The mission of WANO is to maximise the safety and reliability of nuclear power plants worldwide by working together to assess, benchmark and improve performance through mutual support, exchange of information, and emulation of best practices.***

The following underlying principles support this MISSION:

(a) WANO’s overriding priority is the assurance of NUCLEAR SAFETY and excellence in operational performance.

(b) Membership in WANO is VOLUNTARY and carries with it special commitments and obligations. It is in the best interest of each member and of the industry that ALL nuclear power operators worldwide are WANO members.

(c) The principal owners ofWANO are the CHIEF EXECUTIVES of the member organisations and they are responsible for contributing to the success of WANO programmes. WANO is an effective means for members to IMPROVE the operational excellence of their own stations and SUPPORT nuclear safety among all members.

(d) At the core of WANO membership is the commitment by each member to strive for the HIGHEST STANDARDS of safety and reliability. This is achieved through the members’ mutual adherence to the fundamental values of LEADERSHIP, INTEGRITY, TRANSPARENCY, TRUST, RELATIONSHIPS, and ACCOUNTABILITY on an individual and a worldwide level.

(e) Because performance of each member will affect all others, WANO members COMMIT to one another to take timely action to correct significant performance issues and PROVIDE the necessary resources to support the WANO Mission.

(f) WANO is an organisation with a single Mission applying GLOBAL strategies and policies, and is organised regionally to allow effective implementation of WANO programmes and the requirements of regional diversity.

(g) WANO membership is at a worldwide level. Upon joining, each member is required to AFFILIATE with at least one regional centre.

(h) The standards for WANO programmes and activities, including fair principles for resources and fees, are established at the GLOBAL level.

(i) The WANO organisational structure ensures well-defined roles and responsibilities and clear lines of accountability. Centralised activities provide oversight and support to ensure the standards are met in each of the regions.

(j) WANO is accountable only to the members and is INDEPENDENT of undue influence from any single member. WANO is independent of governmental or regulatory influence, but coordinates its work closely with other organisations that promote the safety of nuclear power plants.

(k) To ensure effective communication throughout all of WANO, a common working language is essential. The chosen working language of WANO is ENGLISH.

(l) To permit free and open exchange of information among the members, plant-specific information is controlled under the WANO CONFIDENTIALITY policy.

**3 Commitment of Members**

Recognising that the safety of each individual plant affects the viability and acceptability of nuclear power plants throughout the world, all members of WANO are committed to follow this Charter and the WANO Articles of Association. Specifically all members accept their individual responsibility for the nuclear power plant they operate, and accept their collective responsibility to assess, inform, help and emulate other nuclear operators.

The following special obligations and commitments are an integral part of WANO Membership:

(a) Chief Executives of Member organisations actively participate in the governance of WANO to ensure the success of WANO programmes and to improve the operational excellence of their own stations and support nuclear safety among all members.

(b) WANO governors are chief executives or senior executives responsible for the Member’s nuclear power programme.

(c) Each Member safeguards the information shared among Members and only releases information with the approval of the originating Member and in accordance with the WANO Confidentiality policy.

(d) Each Member pays required membership fees and provides high quality, experienced personnel to support WANO programmes and activities, and integrates these personnel back into the industry following WANO assignments.

(e) Each Member hosts and supports peer reviews of Member organisations, including peer reviews for operating stations, pre-startup peer reviews for new units, and corporate peer reviews, at a frequency established by the WANO Governing Board.

(f) Each Member takes timely action to correct performance issues identified during WANO peer reviews and seeks support from WANO Centres and other Members to resolve significant issues.

(g) Members collect, analyse and share operating experience, and evaluate and implement WANO Significant Operating Experience Report recommendations.

(h) Each Member provides participants and experts for seminars, workshops, leadership courses and expert meetings to support improvements in operational safety and reliability.

(i) Members participate in Technical Support and Exchange activities, including Technical Support Missions, reporting of performance indicator data, and using Guidelines and Good Practices to identify further improvements and support other Members.

**4 Organisation of WANO**

**4.1 Structure**

The structure of WANO consists of a General Assembly, a Governing Board, a President, Regional Governing Boards, a Managing Director and staff located in London and Regional Centres as defined in the following chapters.

**4.2 Membership**

Any operator or owner of nuclear power or nuclear fuel reprocessing plants may join WANO if it supports the mission of WANO and commits to fulfil the WANO membership obligations. Operators and owners of nuclear power plants under construction are eligible to join WANO.

Registration as a WANO member may be either as an individual operator/owner or as an operator organisation representing a group of operators.

An operator/owner or operator organisation can only be a Member of WANO if affiliated with one or more Regional Centres. Each Member is free to affiliate with the Regional Centre or Centres most suited to its needs.

Membership in WANO is subject to the absolute discretion of the Governing Board and the Board may impose additional conditions as it deems appropriate.

Membership in WANO entitles each Member to information on nuclear power plant operation of the other WANO members, direct communication with any other WANO Member and access to WANO products and documents.

**5 General Assembly**

Each Member of WANO is entitled to appoint one official representative and observers to the General Assembly. In the General Assembly, each Member will have five votes plus one vote for each unit the Member operates, owns or represents.

All meetings of the General Assembly are called Extraordinary General Meetings or Biennial General Meetings as the case may be.

The General Assembly ratifies changes to the Charter of WANO and acts on other matters put to it by the Governing Board.

A Biennial General Meeting will be held in the second year after incorporation and approximately every alternate year thereafter at such time and place as may be determined by the Governing Board

Approximately every two years, the General Assembly is presented with a Five-year Resources Plan and approves the WANO fee structure and resource plans for the period until the next resource approval cycle.

A consensus on all matters is the spirit of WANO. However, if a decisive vote is necessary, it is carried out in accordance with the Articles of Association of WANO. To ensure strong membership agreement on issues, the quorum for an Extraordinary General Meeting is 80% of the voting rights of the membership with all items requiring approval by a 75% majority of the Members represented at the meeting to allow the item to be carried.

Membership in WANO may be terminated if a 75% majority of Members represented at an Extraordinary General Meeting agree to a Special Resolution that demonstrates the Member has not consistently met the commitments and obligations of membership.

**6 President**

Approximately every two years, the Governing Board nominates a candidate for President in recognition of contributions towards the Mission of WANO. The General Assembly elects the President of WANO as a voting member of the Governing Board to serve a nominal two-year term.

The President is responsible for the organisation of the next biennial general meeting. The President also assists the Chairman in representing WANO in international activities, and other activities as requested by the Governing Board or the Chairman.

**7 Governing Board**

**7.1 Organisation**

The WANO Governing Board is accountable to the General Assembly for the overall direction and success of the Association.

The WANO Governing Board consists of up to fifteen voting members as follows:

* Four members, each representing the Member that operates, owns or represents the largest number of units in the region, nominated by the Regional Governing Board in their region and elected by the General Assembly. These Governors are elected for a four-year term, with the possibility of re-election for a second four-year term
* Four members, each representing a regional centre, as nominated by the Regional Governing Board and elected by the Governing Board for two-year terms, with the possibility of re-election for a second two-year term
* The chairman of each of the Regional Governing Boards
* The President of WANO
* The Managing Director of WANO
* A Chairman who is elected by the Governing Board. The Chairman may be selected from the existing Board members or may be an additional Board member.

The Chairman is elected for four years and can serve for no more than six consecutive years, unless decided otherwise by the Governing Board.

The four Regional Centre Directors are entitled to attend and speak, but not vote, at Governing Board meetings.

The quorum for Governing Board meetings may be fixed from time to time by the Governing Board and unless so fixed at any other number, shall be eight Governors of whom two represent each Regional Centre. Although consensus is the spirit of WANO, decisions by the Governing Board may be taken by a simple majority. In case of parity, the Chairman has the decisive vote.

The Governing Board will charter at least two committees that address issues related to budget, remunerations, strategy and nominations.

**7.2 Functions**

To ensure effective operation of WANO, the General Assembly confers on the WANO Governing Board the primary responsibility for ensuring the establishment, approval and implementation of WANO policy and global strategy, achieving organisational alignment and ensuring a strong worldwide spirit of cooperation. The WANO Governing Board represents and acts on behalf of the General Assembly to perform the following functions, and others assigned by the General Assembly:

– Ensure the development, approval and implementation of the strategy, vision, direction and goals for the Association

– Represent the Members, both in their respective regions and worldwide, to ensure the WANO Mission is implemented and supported throughout the Association

– Assess industry performance to ensure appropriate strategies are established to implement the WANO Mission, with particular emphasis on identifying Members in need of assistance from the Association to sustain or improve performance

* Ensure the association meets appropriate standards of financial and ethical behaviour

– Monitoring regional centre performance to ensure consistency of WANO governance, programme implementation and products across the regions

* Review and approve the appropriate levels of resources (personnel, financial and capital) needed to ensure effective implementation of the strategy, vision, direction and goals of the Association
* Review and approve a Member fee structure that supports the required levels of resources
* Provide orientation training for new Governors
* Annually evaluate the main Governing Board effectiveness
* Monitor the business affairs of the Association to ensure appropriate use of resources
* Evaluate and monitor business risks, and ensure control measures are in place

– Plan for succession of the Board, including election of the Chairman and election of replacement Governors to fill unexpired terms until the next General Assembly

* Select the WANO Managing Director, evaluate their performance and compensation, and ensure adequate succession planning

– Approve applications for membership, including any special conditions applied to individual members, and assessing member performance and recommending actions, as appropriate, to the General Assembly

* Establish appropriate protections against corporate, Director and personal liability

**8 Regional Governing Boards**

**8.1 Organisation**

The Regional Governing Boards are accountable to the WANO Governing Board for effective implementation of WANO Governing Board direction in their regions and to the Members affiliated with their region.

The Chairman of the Regional Governing Board is elected from among their number for a two-year term with the possibility of re-election for a second two-year term. The Chairman also represents the region as a member of the WANO Governing Board.

**8.2 Functions**

The Regional Governing Board represents and acts on behalf of the Members in the region to perform the following functions:

– Propose to the WANO Governing Board worldwide strategic needs based on the experience obtained within the region

– Implement, within the region, the activities to support strategies, vision, direction and goals for the Association as determined by the WANO Governing Board

– Assess the performance of the Members within the region to ensure adequate participation and action to address identified improvement needs and provide reports of member and regional performance to the Governing Board

– Ensure support from other Members or Regional Centres to assist those Members that experience difficulty in resolving performance problems or do not participate fully in Association programmes and activities

– Nominate representatives from Members affiliated with the region to serve as WANO Governors consistent with the guidance established in section 7.1.

– Plan for succession of the Regional Governing Board, including election of the Chairman and election of replacement Governors to fill unexpired terms

– Ensure effective collaboration and sharing of resources with other WANO centres

* Select the Regional Centre Directors, evaluate their performance and compensation, and ensure adequate succession planning
* Ensure the Regional Centre is properly supported by the associated members and the centre is adequately staffed with capable staff

– Review, approve and submit the regional centre budget to the Governing Board, respecting common principles for resources and fees, consistent with the overall WANO budgeting process

– Monitor regional centre budget performance to ensure effective application of resources within the region

– Commission and approve an annual report of regional centre activities and performance for presentation to the WANO Governing Board

**9 Managing Director**

**9.1 Organisation**

The Managing Director is accountable to the Chairman and WANO Governing Board for the day-to-day implementation of WANO strategies, vision, direction and goals. The Managing Director also serves as a representative of WANO in industry meetings, as needed.

The Managing Director is appointed by the Governing Board for a nominal three‑year term and can be appointed for additional two-year terms or as determined by the Governing Board.

The Managing Director and the Regional Centre Directors comprise the Executive Leadership Team (ELT) of WANO. The ELT, under the leadership of the Managing Director, is responsible to the Governing Board for consistent implementation of WANO programmes in the Regional Centres.

The Managing Director works closely with the WANO Chairman to ensure proper organisational alignment of the ELT with the WANO Governing Board.

**9.2 Functions**

– Monitor the consistent implementation of WANO Governing Board strategies, vision, direction goals, and programmes in the Regional Centres and providing the Governing Board and Members with periodic reports

* Prepare and supporting WANO Governing Board meetings and providing staff support for reviews and investigations of WANO activities to ensure the Governing Board has the information needed to reach decisions
* Consult with the Regional Governing Board in their selection and the appraisal of the Regional Directors
* Serve as the principal interface between WANO and the leadership of member utilities – for example, providing information regarding WANO and industry performance
* Provide leadership for the Executive Leadership Team, including tactical implementation of Governing Board strategies and facilitating the sharing of best practices among regions
* Provide leadership and direction for the activities of the WANO London office to achieve effective implementation of its functions in support of Governing Board activities
* Serve as the principal interface to ensure close cooperation with international organisations that promote the safety of nuclear power plants
* Establish and maintain an organisational structure to carry out the functions described in the Memorandum and Articles of Association and in any policy guidelines approved by the Governing Board;
* Develop an annual plan for operation of the Association in conjunction with an annual budget and funding scheme;
* Establish a WANO London office cost control system for approving, tracking, and reporting Association costs;
* Maintain the WANO London office financial and accounting records of the Association in accordance with applicable laws;
* Ensure data processing systems are compatible within WANO as well as data protection and IT security within the organization
* Submit records, reports, and payments required to comply with applicable laws;
* Conduct the personnel administration function of the WANO London office;
* Provide the Governing Board with annual reports on the progress of work identified by the annual plan in conjunction with costs versus budget reporting and at other frequencies that shall from time to time be decided by the Governing Board;

**10 WANO London Office**

**10.1 Organisation**

The WANO London office is the registered office of WANO and is the location in which the Managing Director and his staff operate. The Managing Director is responsible for directing activities to implement the strategies, vision, direction and goals of the Association as established by the Governing Board.

**10.2 Functions**

The WANO London office provides oversight, direction and support to ensure the programme and standards approved by the Governing Board are met in each Regional Centre and assists the Regional Centres in their work and communicating effectively to carry out the mission of WANO. The staff perform the following functions:

* Assist the General Assembly and the Governing Board in performing their tasks
* Organise General Assembly meetings and Governing Board meetings
* Prepare the Long-term Plan and developing supporting planning and monitoring processes and reports for the Governing Board and General Assembly
* Ensure consistent application of WANO objectives and guidelines among the Regional Centres through oversight and monitoring of WANO activities – reports on the results of oversight and monitoring activities will be provided to the Executive Leadership Team and the Governing Board
* Ensure compatible charters, organisations and working methods among the Regional Centres
* ~~Overall~~ Ownership of the ~~content and integration~~ governance and oversight of the four WANO programmes: Peer Review, Operating Experience, Technical Support and Exchange and Professional and Technical Development
* Ensure data processing systems are compatible within WANO
* Provide leadership and oversight of WANO communications, including developing communication strategies
* Analysis, preparation and distribution of information and WANO products to the Regional Centres and the Members
* Assist in overcoming any language, geographical, or other barriers or impediments to carrying out the mission of WANO
* Avoid duplication of work between the Regional Centres
* Prepare an Annual Report on the work of WANO

**10.3 Staff**

The WANO London office is staffed with at least one representative from each Regional Centre. Additional permanent staff can be employed and additional seconded personnel may be assigned as decided by the Managing Director with the concurrence of the Governing Board.

**11 Regional Centres**

**11.1 Organisation**

The activities of each Regional Centre are managed by a Director who is accountable to the Managing Director for consistent implementation of WANO programmes in the Regional Centres, including:

* Implementing WANO Governing Board decisions
* Implementing the WANO Long-term Plan and business plans
* Implementing WANO programmes and guidelines
* Proposing policies, strategies, and long-range plans to the WANO Governing Board that support the WANO mission
* Managing cross-regional programs, activities, and resources
* Developing and managing WANO regional resources
* Promoting the highest levels of teamwork and cooperation in terms of achieving WANO goals
* Maintaining effective communications with their respective regional governing board

The Director is also responsible to the Regional Governing Board for supporting high standards of performance by members in the region and effective use of Regional Centre resources.

The Director is appointed by the Regional Governing Board as a non‑voting member of the Regional Governing Board. The Director is appointed for a nominal two‑year term and can be appointed for additional terms as determined by the Regional Governing Board.

**11.2 Function**

In carrying out the mission of WANO, each Regional Centre must maintain close coordination with the WANO London office and other Regional Centres and ensure effective communication among the Members affiliated with the Regional Centre.

The work of each Regional Centre includes, but is not limited to:

* Assist WANO Members to improve nuclear safety and plant reliability within the region and worldwide
* Implement WANO strategies, vision, direction and goals within the region. Implementing activities include, but are not limited to, the following:
* conducting plant, corporate and pre-startup peer reviews
* collecting, screening and analysing Member data and information related to safe and reliable plant operation
* performing technical support missions and exchange visits
* sharing operating experience and good practice information among Members
* Ownership of the consistent implementation of the four WANO programmes in their regions.
* facilitating interactions with Members affiliated with other regions
* providing professional and technical development by organising workshops, seminars, leadership courses and expert meetings
* Provide feedback to Member senior executives regarding plant performance and levels of participation in WANO programmes

– Ensure effective application of WANO resources within the region

* Request support as needed from, and providing requested support based on availability of resources to, other Regional Centres
* Maximise the personal development of personnel seconded to the Regional Centre

**11.3 Staff**

The staff of the Regional Centre is assembled and organised by the Regional Centre Director, subject to the approved policies and budget.

**12 Resource and Fee Principles**

The Five-year Resource Plan addresses all operating and capital costs, including the long‑term and short-term staffing of WANO. The budget includes the costs of salaries for all WANO permanent and seconded personnel and accommodation for seconded personnel.

* 1. **Resources (Seconded Personnel)**

WANO resource requirements are based on the known and projected needs of the Regional Centres and the WANO London office to support consistent implementation of the activities in the WANO Long‑term Plan.

An equitable process is established for determining the number of seconded personnel provided by each Member to the Regional Centre with which they are affiliated and the duration of assignments. Members are reimbursed for the salary and accommodation costs for seconded personnel they provide.

Key WANO positions, including Managing Director, Regional Centre Directors, Deputy Directors, Programme Managers and peer review team leaders, are staffed by highly qualified and experienced individuals with a long-term commitment to WANO, such as secondments of two or more years.

* 1. **Fees**

WANO fees are provided through Member subscriptions, assessed annually, based on an equitable process that takes into account factors such as number of units.

Fees determined for members affiliated with a Regional Centre are based on support of that Centre’s activities. Each Member will annually receive an assessment to support each Regional Centre with which the member is affiliated.

Each Member will annually receive a separate assessment of fees to support WANO London office activities.