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|  | Terms of Reference | Nuclear Engineering |
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Title: **Programmes Oversight Committee** Document Identifier: **240-139089079**

Alternative Reference **KAA-854**
Number:

Area of Applicability: **Nuclear Engineering**

Functional Area: **Programmes and
Reliability Engineering**

Revision: **2**

Total Pages: **13**

Next Review Date: **08/2026**

Disclosure **Controlled Disclosure**
Classification:

| Compiled by | Recommended by | Authorized by |
|---|---|---|
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| Date: 2023-06-30 | Date: 2023-08-08 | Date: 2023-08-08 |

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1. Constitution

- 1.1. Programmes Oversight Committee is a sub-committee of the Plant Health Committee Strategic (PHC-S) and has been established to provide management oversight of and direction for selected and defined engineering and preventive maintenance programmes.
- 1.2. The Committee shall carry out its role and responsibilities and exercise its delegated authority as determined by Plant Health Committee-Strategic, and reflected in these terms of reference, subject to the provisions of the Companies Act, the PFMA, the DoA, the Mol, the Shareholder's Compact, and any other applicable legislation, governance protocols or Eskom policy/procedure.
- 1.3. To the extent that there is a conflict between the Governance Framework and these terms of reference, the governance framework shall take precedence and these terms of reference shall be amended to remove the conflict.
- 1.4. Members and officials shall, in fulfilling their responsibilities as set out in clause 5.

2. Composition of the Committee

- 2.1 The Plant Health Committee – Strategic shall appoint the members of the Committee, including the chairman thereof.
- 2.2 The tenure of members of the Committee is at the discretion of Plant Health Committee - Strategic.
- 2.3 The Plant Health Committee – Strategic shall have the power at any time to remove any members from the Committee, and to fill any vacancies created by such removal.

3. Committee Support

- 3.1 The Committee may appoint specialist expertise as officials to assist the Committee in an advisory capacity and who may be required to attend meetings of the Committee.
- 3.2 The Committee may appoint a senior manager as a co-ordinating official to the Committee to:
 - 3.2.1 provide assistance to the committee secretary in drawing up meeting agendas and preparing the necessary documentation; and
 - 3.2.2 review the minutes of meetings for correctness prior to circulation to members;
 - 3.2.3 ensure that all action items from each meeting are addressed by the responsible Committee members
- 3.3 Officials shall not form part of the quorum and shall not have any voting powers. They may be removed by the Committee at any time.

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4. Supporting Clauses

4.1 Normative/Informative References

Parties using this document shall apply the most recent edition of the documents listed in the following paragraphs.

4.1.1 Normative

- a. The Companies Act (Act 71 of 2008)
- b. Eskom Delegation of Authority (DOA) 240-62072907
- c. Memorandum of Incorporation of Eskom Holdings SOC LTD 240-65347859
- d. Public Finance Management Act (Act 1 of 1999)
- e. 331-2 Nuclear Engineering Management Manual
- f. 331-3 Nuclear Engineering Documentation and Record Management Work Instruction
- g. 331-275 Process for the Development and Control of Ageing Management Matrix at KOU
- h. 331-94 Importance Category Classification Listing
- i. 335-2 Koeberg Nuclear Power Station Management Manual
- j. IAEA Safety Reports Series No.82 Rev.1: Ageing Management for Nuclear Power Plants – International Generic Ageing Lessons Learned (IGALL)
- k. IAEA Ageing Management and Development of a Programme for Long Term Operation of Nuclear Power Plants Specific Safety Guide SSG -48 (Vienna 2018)
- l. INPO 15-003 Conduct of Engineering Programmes at Nuclear Power Stations.
- m. INPO AP-913 Rev 6 INPO Equipment Reliability Process Description
- n. INPO AP-928 Rev 3 INPO Work Management Process Description
- o. KAA-913 Integrated Equipment Reliability Process
- p. KAA-826 Plant Health Committee (PHC) Constitution
- q. KGU-040 Integrated Equipment Reliability Process Establishing PM Task First Performance Dates
- r. KSA-913 Integrated Equipment Reliability Standard

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These documents are indispensable for the application of this document, i.e. documents to be used together with this document.

4.1.2 Informative

- a. Terms of reference of Programmes Oversight Committee
- b. Shareholder's Compact
- c. 240-100984199: Koeberg Long Term Operating (LTO) Methodology
- d. INPO IER L1-14-20, Integrated Risk – Healthy Technical Conscience
- e. NUREG-1801: US NRC Generic Ageing Lessons Learned (GALL) Report
- f. IER L2-21-4: Level 2 INPO Event Report (IER) Response to Improving Plant Reliability
- g. INPO 19-003: Staying on Top – Advancing a Culture of Continuous Improvement

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4.2 Definitions

- 4.2.1 **Business Day:** any day other than a Saturday, Sunday or official public holiday in the Republic of South Africa
- 4.2.2 **Chairman:** the chairman of the Committee from time to time
- 4.2.3 **Committee:** Programmes Oversight Committee
- 4.2.4 **Companies Act:** Companies Act, 71 of 2008, as amended and includes its regulations
- 4.2.5 **DoA:** Eskom's Delegation of Authority Policy (240-62072907)
- 4.2.6 **Eskom:** Eskom Holdings SOC Ltd
- 4.2.7 **Governance Framework:** The legislative and policy frameworks defined in the Mol and as referred to in clause 1.2 above
- 4.2.8 **Mol:** Eskom's Memorandum of Incorporation (240-65347859)
- 4.2.9 **Round robin resolution:** a resolution adopted by written consent as provided for in section 74 of the Companies Act and as referred to in clause 7.5.3 below.
- 4.2.10 **PFMA:** The Public Finance Management Act, 1 of 1999, as amended and includes its regulations
- 4.2.11 **Principal Committee:** The committee that establishes the sub-committee and delegates authority to it.
- 4.2.12 **Controlled disclosure:** controlled disclosure to external parties (either enforced by law, or discretionary)
- 4.2.13 **Activity:** Any work performed in the maintenance, inspection or testing of equipment.
- 4.2.14 **Ageing:** Ageing is the process by which the physical characteristics of systems, structures and components (SSCs) change with time when subjected to a specific ambient environment and operating regime
- 4.2.15 **Ageing (or Materials Reliability) Management:** Engineering, operations and maintenance actions to control ageing degradation of SSCs to within acceptable limits.

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- 4.2.16 **An Ageing Management Programme (AMP):** is a set of plant activities relating to understanding, prevention, detection, monitoring and mitigation of a specific ageing effect on a structure, component or group of components. Plant activities include maintenance, in-service inspection, testing and surveillance, as well as operational conditions and technical support programmes.
- 4.2.17 **Bridging Strategy:** A plan developed to mitigate the risk to the safe and reliable operation of the station, while an equipment issue is being resolved. Identified risk mitigation actions will be in place until the permanent solution is implemented.
- 4.2.18 **Engineering Programme:** An administratively controlled and on-going set of engineering requirements or recommendations that implement regulatory prescriptions, INPO and WANO recommendations, industry wide and plant specific Operating Experience (OE) and best practices, as well as management requirements in order to improve plant reliability, efficiency and safety.
- 4.2.19 **First Performance Date:** The date of first execution of a new PM Task (First –Time Task) or the date of first execution following the revision of a pre-existing PM Task (start date).
- 4.2.20 **Maintenance:** Aggregate of direct and supporting actions that detect, preclude, or mitigate degradation of a functioning system or component, or restore to an acceptable level the design functions of a failed system or component.
- 4.2.21 **Materials Reliability Management:** Engineering, operations and maintenance actions to control ageing degradation of SSCs to within acceptable limits.
- 4.2.22 **Operating Experience:** Events, conditions or occurrences of note on plant specific or industry programmes, or systems, structures and components from the time of inception.
- 4.2.23 **Oversight:** Management by overseeing the performance or operation of a programme, person or group.
- 4.2.24 **Plant Health Committee (PHC):** The plant management team responsible for providing oversight on equipment reliability, plant health and plant performance. The committee establishes actions to ensure that important Plant Health issues are acted upon and resolved.
- 4.2.25 **PM Deferral (previously Maintenance Waiver):** A formal application supported by an engineering justification and authorised by station management, to postpone a Preventive Maintenance Programme activity.

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- 4.2.26 PM Strategy:** The PM Strategy identifies and justifies the PM Programme on a component level. It includes the PM Tasks and details, their respective task intervals, implementation recommendations, a justification for PM Template deviation and selected tasks, and PM Basis supporting information. The association of the component ER Classification with the relevant PM Template, influenced by the component specific OE, results in the PM Strategy.
- 4.2.27 PM Task:** A distinct maintenance activity that requires participation by one or more disciplines or groups, performed on one or more components at pre-determined intervals.
- 4.2.28 PM Template:** A PM Template is a pre-defined maintenance approach for a particular component type (or family of components) that lists significant failure modes, failure causes and recommended PM tasks and task intervals. The PM Template provides the foundation of the preventative maintenance programme by supporting the PM Strategy.
- 4.2.29 Preventive Maintenance:** Actions that detect, preclude or mitigate degradation of a functional system of component, to sustain or extend its useful life by controlling degradation and failures to an acceptable level.
- 4.2.30 Programme Engineer:** Also known as the Programme Owner in INPO-15-003 is a specific person tasked with establishing an engineering programme and performing programme management, optimisation and oversight.
- 4.2.31 Programme Implementation Engineer:** A specific person tasked with overseeing the cross-functional implementation of a programme on SAP.
- 4.2.32 Programme Oversight Committee (POC):** The NOU team responsible for providing management oversight and driving sustainable excellence in various programmes in order to enhance equipment reliability and plant performance, effectively manage plant efficiency and ensure the long-term operation and integrity of the plant at Koeberg Nuclear Power Station (KNPS).
- 4.2.33 SAP:** Systems Applications Products (SAP) is an enterprise resource planning software that allows organisations to manage business operations, and usually refers to suite of modular applications that collect and integrate data from different aspects of the business.
- 4.2.34 SharePoint:** SharePoint is a web-based application used for collaboration amongst different departments in an organisation.
- 4.2.35 Self-Assessment/Self-Evaluation:** A line owned process that follows a structured approach in assessing the effectiveness of programmes, processes or performance against specific criteria and identifying areas for improvements.

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4.2.36 Single Point Vulnerability: A single component whose failure will result in an immediate automatic reactor trip, or an immediate production loss of greater than 20% power (components with an ER Classification of 'Critical', where the C1 or C2 criteria are met).

4.2.37 Waiver: A written request to deviate from a specific requirement of the programme.

4.3 Abbreviations

| Abbreviation | Explanation |
|--------------|---|
| ActionWay | The Corrective Action Management software used to capture, monitor and trend Condition Reports (CRs) for NOU. |
| AMP | Ageing Management Programmes |
| CAP | Corrective Action Programme |
| CR | Condition Report |
| ER | Equipment Reliability |
| IAEA | International Atomic Energy Agency |
| IER | INPO Event Reports |
| IGALL | International Generic Ageing Lessons Learned |
| INPO | Institute of Nuclear Power Operations |
| KNPS | Koeberg Nuclear Power Station |
| KORC | Koeberg Operations Review Committee |
| KPI | Key Performance Indicators |
| LTO | Long Term Operation |
| MR | Materials Reliability |
| NOU | Nuclear Operating Unit |
| OE | Operating Experience |
| PHC-S | Plant Health Committee - Strategic |
| PHR | Programmes Health Report |
| POC | Programmes Oversight Committee |
| SAP | Systems Application Product (Enterprise Asset Management Software Application) |
| SPV | Single Point Vulnerability |
| SSCs | Systems, Structures & Components |
| TOR | Terms of Reference |
| WANO | World Association of Nuclear Operators |

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5. Roles and Responsibilities

5.1 Role of the Committee

The role of the Committee is to: Communicate the POC mandate and objectives to relevant departmental managers and cross-functional Nuclear Operating Unit (NOU) organisations, support the implementation of POC initiatives and provide guidance, coaching and support to its members.

5.2 Responsibilities of the Committee

The Committee is responsible for:

- 5.2.1 Providing management oversight to ensure that the necessary priority is placed on all aspects of the existing programmes in order to ensure plant integrity, availability and reliability and drive programme performance processes.
- 5.2.2 Provide cross-functional oversight to Programme related shortfalls and vulnerabilities that could result in equipment-related consequential events. Apply risk recognition and mitigation recommendations in IER L21-4 Response to Improving Plant Reliability.
- 5.2.3 Providing management oversight and support the effective implementation of engineering and maintenance programmes, which requires an integrated and co-ordinated approach from a cross-functional NOU team.
- 5.2.4 Directing the establishment of integrated cross-functional teams to address programmatic issues.
- 5.2.5 Providing management oversight and monitor the progress of the implementation of new and revised programmes and address any delays or constraints.
- 5.2.6 Ensure that all NOU stakeholders act as one team, to drive improvements to the engineering programmes and to efficiently implement new programmes in order to ensure plant integrity performance. Adopt IER L21-4 recommendations to pursue excellence in plant reliability.
- 5.2.7 Generate recommended programme improvement courses of action as a result of a significant risk event, etc.
- 5.2.8 Obtain and disseminate programme information to relevant stakeholders to help keep all parties abreast of programmatic issues.
- 5.2.9 Provide support to the Materials Reliability Manager and Reliability Engineering Manager – the key to successful implementation of the oversight process is building a partnering relationship with the engineering, maintenance, and work control groups. This support will help ensure that all elements of the engineering/maintenance programmes receive needed attention.

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- 5.2.10 Ensure that the activities and management of engineering/maintenance programmes are carried out in compliance with established regulations, rules and policies, and that allocated resources are managed economically, effectively, and efficiently through the provision of an independent, objective and professional appraisal.
- 5.2.11 Provide the NOU senior management and the Plant Health Committee (PHC) with assurances on the timely, efficient and effective achievement of results through objective and independent programme evaluations, programme implementation monitoring and performance assessment.
- 5.2.12 Provide the NOU senior management and the PHC-S with increased assurances of accountability for the delivery of programme results through in-depth and systematic evaluation of specific areas in terms of their relevance, effectiveness, efficiency, and impact.
- 5.2.13 Ensures that cross-functional oversight is provided to Programme actions that could result in equipment-related consequential events described in IER L21-4 Improving Plant Reliability recommendations.

6. Delegation of Authority

- 6.1 The Committee acts in terms of the responsibilities and authorities delegated to it by the Plant Health Committee - Strategic as recorded in clause 5 above.
- 6.2 The Committee, in carrying out its responsibilities under these terms of reference, is authorised to obtain, from any employee, information necessary for the performance of the Committee's role.

7. Meeting Procedure

7.1 Meetings

- 7.1.1 The Committee shall hold sufficient scheduled meetings to discharge all its responsibilities as set out in these terms of reference and the frequency of the meetings will align with the Station Calendar.
- 7.1.2 Meetings, in addition to those scheduled, may be convened by the chairman of the Committee or at the request of a member, with the approval of the chairman.
- 7.1.3 The meetings of the Committee may be held in person, or by electronic communication as circumstances may dictate, provided that the required quorum is met.
- 7.1.4 Reasonable notice of meetings and the business to be conducted shall be given to members, even those for the time being absent from the Republic of South Africa, and officials of the Committee.
- 7.1.5 Every member of the Committee, even those for the time being absent from the Republic of South Africa, shall receive notice of the round robin resolution referred to in clause 7.5.3 below.

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7.2 Quorum

- 7.2.1 The quorum for meetings shall be a majority of members present, in person or by electronic communication facility, throughout the meeting.
- 7.2.2 Where a member declares an interest and is required by the Governance Framework to recuse him/herself and to leave the meeting, the meeting remains quorate during his/her absence.

7.3 Agenda

- 7.3.1 The Committee must develop an annual agenda plan to ensure that all matters within its terms of reference are covered by the agendas of the meetings planned for the year.
- 7.3.2 The number, timing and length of meetings and the agendas are to be determined in accordance with the annual agenda plan.

7.4 Attendance

- 7.4.1 Committee members must attend all scheduled meetings of the Committee, including meetings called on an *ad hoc* basis for urgent matters, unless an apology, with reasons, has been submitted to the chairman or the committee secretary. Attendance at less than 75% of Committee meetings per annum will trigger a review of such member's tenure on the Committee.
- 7.4.2 If the chairman is absent from a meeting, any other member may act as chairman for that meeting, as agreed by those present, or as nominated by the chairman.
- 7.4.3 No member shall be entitled to appoint an alternate in his/her stead.
- 7.4.4 Members shall be fully prepared for meetings to provide appropriate and constructive input on matters under consideration.

7.5 Resolutions

- 7.5.1 A resolution carried by the majority of members present at a meeting, voting in favour of a decision, shall be a decision of the Committee. In the case of an equality of votes, the chairman shall not have a second or casting vote and the matter being voted on fails.
- 7.5.2 The Committee may, in the event of a deadlock, refer a matter back for review or refer it up to PHC-S for a decision.
- 7.5.3 In the case of round robin resolutions, including those submitted electronically, approved by 75% (seventy-five per cent) of members within 5 (five) business days after the resolution was submitted to them, shall be valid and effective as if it had been passed at a meeting of the Committee duly called and constituted, provided that each member has received notice of the round robin resolution.
- 7.5.4 Subject to the aforementioned, a round robin resolution shall be deemed to have been

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passed on the latest date on which it was signed by the members.

7.5.5 Such a round robin resolution shall be tabled at the next meeting for noting.

7.6 Minutes

7.6.1 Minutes of meetings shall be completed by the committee secretary as soon as possible after the meeting and circulated to members for review.

7.6.2 The minutes must be verified by the Committee, preferably at its next scheduled meeting, and signed by the chairman.

7.7 Reporting

7.7.1 Presentation to PHC-S on a 6-month frequency on any adverse trends that may require oversight and support.

8. Evaluation of Performance

8.1 The Committee shall ensure that an evaluation of the performance and effectiveness of the Committee and individual members and officials is conducted at least once a year.

9. Security of Information

9.1 The Committee and individual members and officials shall, in carrying out its/their role and responsibilities in accordance with these terms of reference, comply with Eskom's Information Security Policy.

9.2 Sufficient measures commensurate with the risk must be taken to protect Eskom's information resources against accidental or unauthorised modifications, disclosure and/or destruction, as well as to assure the confidentiality, integrity and availability of these information resources.

10. Approval of terms of reference

10.1 The terms of reference shall be approved by the PHC-S chairman.

11. Revisions

| Date | Rev. | Remarks |
|-----------|------|-------------|
| June 2023 | 2 | Full Review |

12. Development Team

The following people were involved in the development of this document:

- Susan Van Wyk

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