

Proba Standard Quality and Governance

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Table of contents

Table of contents	1
Purpose of this document	3
Introduction	4
1. Governance	5
1.1 Introduction	5
1.2 Organization, roles and responsibilities	5
1.3 Independence	6
Commercial Independence	6
1.4 Proba Standard Advisory Board	6
1.5 Proba Management Board	7
Overall Management	7
GHG Project Eligibility	7
Appointing Management Board members	7
1.6 Proba Technical Committee	7
1.7 Conflict of interest	8
1.8 Complaints	8
2. Proba Standard quality assurance	10
Development process	10
Review Process	11
3. Methodology quality assurance	13
4. Project quality assurance	14
4.1 Implementation and maintenance of KYC policy	14
4.2 Proba Project Lifecycle	14
Feasibility study (optional)	14
Project design	14
Public consultation	15
Project Validation	15
Proba operational check (post validation)	16
Yield Verification	16
Proba operational check (post verification)	16
5. VVB Oversight	18
Introduction	18
VVB requirements	18
VVB quality assurance	18

VVB review	18
6. Company quality assurance	20
Introduction	20
Documentation and audit trails	20
Continuous improvement	20
Training	21
Business continuity	21
Audit	21
Management review	22

Purpose of this document

The Proba Standard serves as the rulebook for the certification of GHG Projects. This document describes the policies and procedures that Proba follows to continuously improve the quality of the Standard.

A significant part of the Proba Standard is enforced by the Proba Platform, which provides functionalities that are required to be used by Project Developers and VVBs in order to certify GHG Projects and issue carbon credits. It also provides a public registry showcasing all GHG Projects. The quality and change management on the Proba Platform is not in the scope of this document.

Introduction

The organization and processes of Proba are centered around continuous improvement. Proba has several processes in place that focus on the quality and continuous improvement of our core processes.

All policies, procedures, and supporting documents related to the Proba Standard are subject to governance and quality management as described in this document. For a full overview of all relevant documents and their review cycle, please refer to [Proba Standard - Document overview and review cycle](#) (only accessible internally).

1. Governance

1.1 Introduction

Effective governance is critical to the success of the Proba Carbon Crediting program. The Proba governance is designed to ensure transparent decision-making, effective and inclusive participation and feedback to support continuous improvement. Furthermore, processes are in place that support long-term resilience and provide a framework of checks and balances to guide the Proba’s governing bodies and staff.

1.2 Organization, roles and responsibilities

Proba has established specific roles and responsibilities, along with governance frameworks, to carry out the following functions effectively:

Entity	Function
Staff team	Oversees the day-to-day activities and decisions. They are the key points of contact for Project Developers and other Project Stakeholders.
Proba Management Board	The Proba Management Board (PMB) is composed of the Directors of Proba. The PMB is responsible for assessing the eligibility of GHG projects against the Proba Standard. The assessment is performed after completion of the Project Overview Document (POD).
Proba Standard Advisory Board	Approves or rejects any proposed changes from the Proba Technical Committee in the Proba Standard. Makes suggestions to the Proba Technical Committee for improvements, based on their expertise, developments in the VCM, and feedback from the market. The Proba Standard Advisory Board also assesses the development process of newly developed or updated methodologies.
Proba Technical Committee	Is responsible for continuous improvement of the Proba Standard, based on feedback from customers, developments in the VCM, and feedback from the market. Also performs public consultation and requests input from experts and Proba stakeholders, including the Proba Management Board. The Proba

Technical Committee is composed of Proba staff and makes proposals for change to the Advisory Board in order to improve the Proba Standard. The Proba Technical Committee can also advise the Proba Management Board during the eligibility assessment of the POD. The Proba Technical Committee manages the development process for new or existing methodologies.

Members of the different entities can be found on the [Proba website](#)¹.

1.3 Independence

Proba World B.V. (Proba) has appointed a Proba Standard Advisory Board to oversee and govern the Proba Standard and related processes.

Proba requires its management (C-level), the Proba Standard Advisory Board, and any other employee to comply with the Proba [Code of Conduct](#)², which contains rules and guidance to foster an integer, healthy and inclusive company culture. External parties acting on behalf of Proba - including VVBs - are also required to adhere to (a subset of) the Code of Conduct.

Commercial Independence

The independent Proba Standard Advisory Board is not involved in the day-to-day and commercial operations of Proba.

Proba is in no situation the owner nor the seller of the Carbon Credits issued in the Proba Platform. Proba is solely involved in the (technical) facilitation process of registering GHG projects, in processing the 3rd-party Verification of their related GHG impact, and in the transfer and allocation of the related claims in the Proba Platform and Registry. Proba may provide support to customers in designing their GHG Project but never acts in the capacity of the Project Developer.

To ensure independence, the pricing for issuing Carbon Credits is based on a fixed fee per credit. The fees charged by Proba do not depend on the sale price of a Carbon Credit.

1.4 Proba Standard Advisory Board

The Proba Standard Advisory Board is composed of a minimum of two members, including a Chair and a Secretary. The Proba Management Board initially appoints the Advisory Board, but in time, only Advisory Board members can nominate new members.

¹ <https://proba.earth/about-proba>

² https://proba.earth/hubfs/Downloads/Proba_code_of_conduct.pdf

Members can choose to organize themselves in groups to manage various topics or processes.

Members of the Standard Advisory Board are receiving payment for their advice.

For more details please refer to [Terms of Reference: Proba Standard Advisory Board](#)³.

1.5 Proba Management Board

Overall Management

The Proba Management Board (PMB) is composed of the Directors of Proba. The PMB is responsible for accepting new clients, strategy development, and general management. Please refer to the [Proba website](#)⁴ for an overview of the members of the PMB.

GHG Project Eligibility

The Proba Management Board is responsible for assessing the eligibility of GHG Projects. It does so by assessing the GHG Project against the Proba Standard.

The PMB can provide further feedback and requests for adjustments to the Project Developer. There are 3 outcomes possible:

1. Approved. If a GHG Project is approved, it can move on to the next phase of the Proba Project Lifecycle.
2. Approved under conditions. In this case, the Project is approved providing the Project Developer can provide additional information/evidence as requested by the PMB.
3. Rejected. If a Project is rejected, Proba will stop the collaboration for this Project.

For more information on eligibility criteria, please refer to the Proba Standard.

Appointing Management Board members

The General Meeting of Shareholders shall appoint, dismiss or suspend Management Board members. The Shareholders present at the General Meeting decide by simple majority. Certain management decisions (as set out in Proba's shareholders' agreement) require the approval of the Investor Majority.

1.6 Proba Technical Committee

³ https://proba.earth/hubfs/Downloads/TOR_Proba_Standard_Advisory_Board.pdf

⁴ <https://proba.earth/about-proba>

The Proba Technical Committee (PTC) is composed of Proba staff who are responsible for making proposals to the Proba Management Board and managing and improving the Proba Standard.

Where necessary, the PTC will involve the use of external experts in specific areas of expertise.

The Proba Technical Committee is responsible for quality assurance on the Proba Standard. As such, it plans, develops, and organizes public consultation rounds as described in section 2.

The PTC processes the feedback received from the public consultation or any other stakeholder of staff into improvement proposals to the Proba Management Board.

Following a public consultation, the PTC will publish the feedback and how it's been processed by Proba on the Proba website.

The Proba Technical Committee (PTC) is also responsible for advising the Proba Management Board by providing a recommendation on the eligibility of individual GHG Projects.

Please refer to the [Proba website](#)⁵ for an overview of members of the PTC.

For more details please refer to [Terms of Reference: Proba Technical Committee](#)⁶.

1.7 Conflict of interest

Proba has developed [Code of Conducts](#)⁷ that apply to employees and parties working on behalf of Proba, VVBs and Project Developers and buyers of Carbon Credits. All Code of Conducts minimize the chance and impact of conflict of interest.

1.8 Complaints

Proba welcomes any feedback and comments from its stakeholders and users of the Standard. Proba provides a [Complaints procedure](#)⁸ that applies to the GHG Projects assessed and certified by Proba. All expenses, internal and external, incurred by Proba in handling complaints and appeals shall be paid by the entity filing the complaint or appeal. Proba will inform the entity filing the complaint or appeal of the estimated handling cost before the initiation of the handling process. Where the outcome of a

⁵ <https://proba.earth/about-proba>

⁶ https://proba.earth/hubfs/Downloads/TOR_Proba_Technical_Committee.pdf

⁷ <https://proba.earth/document-library>

⁸ https://proba.earth/hubfs/Downloads/Proba_complaints_procedure.pdf

complaint or appeal is to overturn an earlier decision made by Proba, the entity filing the complaint or appeal will not be liable for covering such expenses.

2. Proba Standard quality assurance

Quality assurance on the Proba Standard is crucial for improving and maintaining the accuracy, relevance, and integrity of the Proba Standard. It ensures that the Proba Standard evolves in response to scientific, technological, regulatory, and market changes, thereby maintaining its credibility and effectiveness in achieving genuine GHG reductions.

Development process

The Proba Standard is maintained and improved by the Proba Technical Committee (PTC). To gather input for the next version the development process of the Proba Standard follows these steps:

- 1) Between review cycles, the PTC collects feedback from stakeholders, including (but not limited to) Proba Standard Advisory Board, Project Developers, Carbon Credit buyers, and VVBs. Feedback can be shared via email, during project progress meetings or project evaluations. Besides this stakeholder feedback, the PTC will closely monitor developments in the carbon market and (environmental) regulations.
- 2) All feedback is saved in a dedicated document folder for the new review cycle of the Proba Standard.
- 3) Feedback is prioritized by the PTC during the review cycle.

An updated draft version of the Proba Standard is being made available for public consultation for 30 days. The purpose of this consultation is to consider different perspectives from stakeholders in the market. Proba promotes the consultation process via available communication channels in order to stimulate diverse and balanced feedback.

The PTC collects, reviews, and organizes the feedback received and evaluates adjustments to the Proba Standard. This feedback and the response to this feedback is published on the Proba website by the PTC.

The Proba Standard Advisory Board will assess the public consultation process and confirm that the PTC has made a diligent effort to collect feedback from a balanced set of stakeholders. In this assessment the following points are taken into account:

- All relevant information should be accessible to the public;
- Thorough record keeping of the public consultation process;
- A list of all stakeholders identified and actively approached;
- The channels used to reach out to stakeholders;

- Summary of all feedback received and documentation of how feedback has been addressed. A feedback summary and feedback response document is published on the Proba website.

Review Process

The Proba Standard undergoes 2 review cycles:

1. *The minor review cycle.* This cycle occurs at least once a year and focuses on minor or incremental improvements.
 1. The Proba Technical Committee maintains a list of changes, suggestions, or feedback received from partners, staff, the advisory board, VVBs, or any other stakeholder using the Proba Standard. This list of changes is regularly shared with and accessible by the Proba Standard Advisory Board.
 2. Proba also performs a scan on regulatory changes and important publications that may have a (larger) impact on the Proba Standard.
 3. This cycle does not involve public consultation, provided that the changes are minor or incremental.
 4. Updates to guidance documents, templates and other supporting documents may be performed during this cycle, providing it does not include more fundamental changes that would require public consultation.
 5. The PTC submits the updated version for approval to the Proba Standard Advisory Board.
 6. Once approved, the new version of the Proba Standard is published and shared with the Proba stakeholders.
2. *The major review cycle.* This cycle occurs at least every 3 years and focuses on large changes.
 1. This review cycle is subject to a public consultation round.
 2. This review cycle is meant to include and reflect the latest trends and developments in the Voluntary Carbon Market.
 3. It may include larger or more impactful changes, structural changes, new best practices, and internal learnings.
 4. Updates to guidance documents, templates and other supporting documents may be performed during this cycle.
 5. The PTC submits the updated version for approval to the Proba Standard Advisory Board

6. Once approved, the new version of the Proba Standard is published and shared with the Proba stakeholders.
7. Alongside the reviewed Proba Standard and for transparency reasons, Proba publishes a public explanatory note containing the feedback received, and how it was handled and used for the review

3. Methodology quality assurance

In the context of a GHG Project, a methodology refers to the systematic set of procedures and criteria used to quantify, monitor, and verify greenhouse gas emissions reductions or removal enhancements.

Proba has set up a set of quality criteria that any methodology should comply with.

These quality criteria are:

- Permission to use (for existing methodologies)
- Business and global warming mitigation potential
- Alignment with regulations and other (voluntary) frameworks
- Solid scientific foundation
- Key methodological components
- Easily understandable
- Clear, transparent and thorough development process
- Review and update mechanism
- Risks and uncertainties are included

When developing a new methodology, Proba's internal methodology template helps complying with all quality criteria.

This process and corresponding criteria are fully explained in the [Methodology Approval and Development Process document](#)⁹.

All approved Methodologies are published on the [Proba Methodologies](#) web page¹⁰.

Proba will conduct a periodic review of each previously approved or developed Methodology. Both minor and major revisions usually do not have immediate consequences for running projects that are issuing Carbon Credits. However in case a revision resolves a major flaw in the methodology, or should a methodology be revoked, Proba may decide to suspend or even cancel the issuance of new Proba Carbon Credits until the project is updated according to a new version of the methodology. In extreme events, issued credits may lose their validity. For more information see section 7.6 in the Proba Standard on Credit cancellation. Methodologies that are not reviewed timely or without positive outcome, will be deprecated.

⁹ https://proba.earth/hubfs/Downloads/Methodology_approval_and_development.pdf

¹⁰ <https://proba.earth/methodologies>

4. Project quality assurance

4.1 Implementation and maintenance of KYC policy

Proba has implemented a [KYC policy](#)¹¹ that verifies the identity of all users of the Proba platform and assesses the risk levels associated with doing business with customers, buyers, and VVBs. The KYC policy elevates Proba quality standards by enhancing risk management, improving customer relationships, streamlining operations, ensuring data quality and security and preventing fraud.

Proba monitors and reviews its KYC policy and procedures yearly to ensure that they are effective, efficient, and compliant with the applicable laws and regulations. Proba may update its KYC policy and its procedures at any time, and will notify all organizations and users in case new requirements apply.

4.2 Proba Project Lifecycle

The Proba Project Lifecycle involves several key phases from inception to completion, ensuring the GHG Project achieves its goal of reducing or removing GHG emissions. The Project Lifecycle is composed of multiple steps, and contains milestones acting as “quality control gates”. Those check-point moments are performed at various levels and each step. More details on the Proba Project Lifecycle can be found in the Proba Standard.

Feasibility study (optional)

A GHG Project that goes through the onboarding process is not guaranteed to result in the actual issuance of Carbon Credits. In order to minimize the risk of spending significant time and resources on a project that turns out not to be eligible, a feasibility check is performed before starting the GHG Project design phase.

Project design

Project Overview Document

The Project Developer is required to create a “Project Overview Document”, or POD, based on the [POD template](#)¹² provided by Proba. The POD template ensures that all project documentation follows a consistent structure and format, making it easier to compare and evaluate different projects. Using the POD template streamlines the preparation of project documents, reducing the time and effort required from Project

¹¹ https://proba.earth/hubfs/Downloads/Proba_KYC_Policy.pdf

¹² https://proba.earth/hubfs/Downloads/Proba_POD_Template.pdf

Developers, Proba staff and VVBs. Proba's POD template strives to be aligned with the requirements of ISO 14064-2:2019, to ensure consistency with VCM practices.

The Proba Technical Committee will review the POD template annually. Next to that the template may be updated at any time based on feedback from Project Developers and VVBs. By embedding best practices, Proba can continuously raise the quality standards of GHG project documentation.

Proba Eligibility Check

The Proba Eligibility Check is the formal acceptance of a GHG Project by Proba. Proba has implemented this additional layer to the GHG project lifecycle to mitigate risks, enhance project design quality and facilitate efficient project approval. The Eligibility Decision Memo template, which supports this check, is reviewed once every three years by the PTC.

Public consultation

Public consultation fosters open communication between Project Developers and stakeholders, ensuring that the GHG Project's goals, methods, and potential impacts are clearly understood. Transparency builds trust with the community and stakeholders, leading to broader acceptance and support for the GHG Project. Public consultation ensures that the concerns of all stakeholders are heard and addressed, promoting inclusivity. Proba will at least ensure that all relevant stakeholders have the opportunity to participate.

Proba will assess the public consultation process and validate if a Project Developer has made a diligent effort to collect feedback on the project from a balanced set of stakeholders. In this assessment Proba will take into account the following points:

- All relevant GHG Project information should be accessible to the public;
- Thorough record keeping of the public consultation process;
- A list of all stakeholders identified and actively approached;
- The channels used to reach out to the Project Stakeholders;
- Summary of all feedback received and documentation of how feedback has been addressed. A feedback summary and feedback response document will be published on the Proba Registry for each GHG Project.

Project Validation

The VVB validates the POD against the Proba Standard and selected methodology(ies). Proba recommends VVBs to use the [Proba Validation template](https://proba.earth/hubfs/Downloads/Project_Validation_Report_template.pdf)¹³ and requires any methodology-specific guidelines for project validation and verification to be followed as part of the Validation. The template and guidelines ensure that all project

¹³ https://proba.earth/hubfs/Downloads/Project_Validation_Report_template.pdf

documentation follows a consistent structure and format, making it easier to compare and evaluate different projects. Training and capacity building of new VVBs can be executed more effectively using standardized templates, as they provide clear examples and expectations.

The Proba Validation template is reviewed annually by the PTC. Based on feedback from VVBs, best practices will be incorporated continuously and the Validation template will be improved over time. Validation reports and supporting documents are always published on the Proba registry. Transparent and standardized documentation builds confidence among Project Stakeholders.

Proba operational check (post validation)

When a GHG project has been validated, a control check is performed by a Proba operator to ensure all required information is present and all steps have been completed according to the Proba Standard. The [Operational Check template](#)¹⁴ provides support on which checks need to be completed at a minimum by the Proba operator.

Yield Verification

The GHG Yield is verified on a regular and pre-approved frequency by a VVB. Proba recommends VVBs to use the [Proba Verification template](#) and any methodology-specific guidelines for project validation and verification to perform the Verification. The training and capacity building of new VVBs can be executed more effectively using a standardized Verification template and the verification guidelines, as they provide clear examples and expectations.

The Proba Verification template will be reviewed annually by the PTC. Based on feedback from VVBs, best practices will be incorporated continuously and the Verification template will be improved over time. The Verification Reports (or statements) and any possible supporting documents are published on the Proba registry. Transparent and standardized documentation builds confidence among Project Stakeholders.

Proba operational check (post verification)

When a GHG project has been verified, a control check is performed by Proba to ensure all required information is present and all steps have been completed according to the Proba Standard. The [Operational Check template](#) provides support on which checks need to be completed at a minimum by the Proba operator.

After the Operational Check has been performed, the Project Developer or Project Sponsor receives corresponding Carbon Credit Entitlements.

¹⁴ https://proba.earth/hubfs/Downloads/Proba_Operational_Check.pdf

Entitlements are used by the Project Developer or Project Sponsor to request the issuing of Carbon Credits. The Carbon Credit lifecycle can be found in section 7.4 of the Proba Standard.

5. VVB Oversight

Introduction

VVB Oversight ensures that VVBs approved by Proba maintain high standards of quality and consistency in their validation and verification processes. These high standards are fundamental for the credibility of Proba Carbon Credits.

VVB requirements

Each VVB wishing to perform an audit is required to apply for approval. The VVB qualifications are described in section 4.8 of the [Proba Standard](#)¹⁵. The approval process for VVBs is described in section 4.9. The usage of the [VVB application form](#)¹⁶ should guarantee consistency in approving and evaluating eligible VVBs.

VVB quality assurance

Validation and Verification reports delivered by VVBs, are checked on quality by a Proba employee during the Operational check, as described in section 4.2. This check is performed for each Validation or Verification event. At minimum, a Proba employee verifies if all sections from the Validation and Verification templates have been completed. Based on risk assessment or due to quality issues, additional assurance can be requested by Proba. This ensures that all VVBs apply the Proba Standard uniformly, leading to consistent and comparable results across different projects.

VVB review

Proba takes responsibility for reviewing and approving the VVB and monitoring its performance and qualifications across Projects and Methodologies. Each VVB is reviewed by Proba every 3 years. In this review the VVB is requested to (re)deliver all relevant information for the continuation of the approval. Additionally, feedback from project audits and methodology reviews is requested and evaluated. An investigative project audit initiated by Proba could be part of the review process. This review process provides a feedback mechanism for VVBs, helping them improve their processes, and leading to better accuracy in future validations and verifications.

Circumstances like bad publicity or negative evaluations of completed audits can result in an early evaluation of the VVB's performance and its approval.

¹⁵ https://proba.earth/hubfs/Product/The_Proba_standard.pdf

¹⁶ https://proba.earth/hubfs/Downloads/Proba_VVB_Application_Form.pdf

After revocation or discontinuation of the approval, the VVB is no longer allowed to perform audits on GHG Projects or Methodologies. The VVB will be listed on the Proba website as inactive. Active GHG Projects are required to contract another VVB. In case VVBs are confident they have resolved the reasons behind their revocation or discontinuation, they can re-apply again via the VVB application form. Proba will evaluate these VVBs on a case-by-case basis.

6. Company quality assurance

Introduction

Proba is committed to providing high-quality products and delivering high-quality service to Project Developers, VVBs and Carbon Credit buyers. Proba recognizes the importance of adhering to established procedures to ensure consistency and quality. This chapter sets out the principles and procedures that Proba follows to create, enforce, and manage its procedures. It is based on the principles of ISO 9001.

Documentation and audit trails

Proba automates and details its processes and procedures as much as possible, maintains a clear and consistent trail of all actions performed. This trail is necessary to demonstrate the conformity of its products and services to their requirements.

All policies, procedures and other relevant documentation are stored and maintained centrally on the document management system, accessible to all employees of Proba.

Continuous improvement

The Proba Platform, the Proba Standard and related processes and policies are developed through a systematic approach that considers the context of the organization, the needs and expectations of our stakeholders, and the specific requirements of Proba's products and services. All revisions are reviewed and approved by the Proba Management Board before finalization.

Proba is committed to continually improving its quality management system and associated procedures. This includes regular reviews, evaluations, and updates to ensure the effectiveness and suitability of the procedures and quality control mechanisms. For all documents, policies and procedures Proba has assigned a responsible employee to perform a periodic review which is centrally recorded in the [Document overview and review cycle](#).

The Proba Management Board plays an important role in taking accountability for the effectiveness of the quality management system. It is the PMB's responsibility to continuously ensure that the system is conformed to and compatible with Proba's strategic direction, and to promote continuous improvement.

Proba staff runs regular reviews of how the design and implementation of GHG Projects performed in practice. These reviews - involving multiple stakeholders - determine whether there are any issues with the current Proba Platform, Proba Standard or

related procedures. Improvements are discussed and agreed upon without delay, so that these can be implemented as soon as reasonably possible.

Training

Training is provided to all employees to understand and adhere to the Proba Standard. Proba implements practical rules on awareness, competence, and organizational knowledge necessary for the operation of the Proba Platform, the Proba Standard and the safeguarding of scientific rigor in the development of methodologies and design of GHG Projects. This includes, for example, standard information that is provided to new employees and further reading and learning that they need to complete within a set time frame.

Business continuity

The Carbon Credits issued by Proba run on the (public) blockchain, providing continuity by nature. However, IT support for running the Public Registry is needed.

In order to guarantee that the Proba Carbon Credits will keep being supported in their lifecycle on the Proba Platform, Proba and its shareholders commit to contracting an IT supplier to outsource the Proba Registry and support processes in case of insolvency.

Proba commits to exit planning on critical suppliers and partners, to prevent continuity issues in case of (forced) contract termination.

Audit

The purpose of performing an audit is to objectively evaluate the quality assurance of Proba, including the verification that described procedures are correctly followed in practice.

Proba makes use of an internal audit, which means that employees may perform the audit. However, the employee performing the audit should not be directly involved in the day to day operation that is subject to the audit. It is the responsibility of the Proba Management Board to execute the audit. The PMB may assign one or more employees with sufficient audit experience to perform the internal audit. The assigned auditor is given permissions to access all relevant data needed to perform the audit. All data is treated confidentially.

The primary goal is to ensure all designed procedures are followed accordingly.

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The internal audit is performed at least yearly and may vary in scope. The main focus of the audit is ultimately the correct issuing, claiming and retirement of Carbon Credits.

Each audit is concluded with an audit report and a company wide presentation to share the most important learnings and improvements.

Management review

On a yearly basis, the Proba Management Board reviews the overall quality assurance.

The management review includes:

- Status of actions resulting from earlier reviews
- Review of the Proba Standard Quality and Governance procedures
- Evaluation of complaints or incidents reported
- Evaluation of feedback from customers / stakeholders
- Status of ongoing external certification
- Changes in internal and external themes that are relevant to quality assurance, including changes in the Proba organization and its context
- Information on the performance and effectiveness of Proba's quality assurance, including:
 - Results of planned improvements and changes
 - Any monitoring or performance results
 - Results from external certifications
 - Identified non-conformities and corrective actions
 - Audit results (internal and external)
 - Performance of outsourcing partners
- Opportunities for continuous improvement

The review should be concluded with a summary report.