

Terms of Reference:

Proba Technical Committee

08/08/2024

Version: 1.0

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Purpose of this document

This document aims to establish clear guidelines and expectations for the Proba Technical Committee's role, responsibilities and operations. It defines the scope of work, the membership structure, the decision-making processes and the documentation requirements.

Proba Standard Governance Structure

The Proba Standard governance is designed to ensure transparent decision-making, effective and inclusive participation and feedback to support continuous improvement.

Proba has established four entities with specific roles and responsibilities to carry out independent governance and day-to-day operations:

| 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 Advisory Board | Validates or rejects any proposed changes from the Proba Technical Committee in the Proba Standard. Also 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 (PTC) 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 assessment of the POD. The Proba Technical Committee manages the development process for new or existing methodologies. |

The members of the different entities can be found on the [Proba website](https://proba.world/about-proba)¹.

¹ <https://proba.world/about-proba>

Proba Technical Committee

Roles and responsibilities

The Proba Technical Committee is primarily responsible for managing and improving the Proba Standard. Where necessary, the Proba Technical Committee will involve the use of external experts in specific areas of expertise. The Proba Technical Committee is responsible for the Standard Review Cycle, as detailed in the Proba Standard. As such, it plans, develops and organizes public consultation rounds. After each public consultation round, the Proba Technical Committee will publish the feedback and response on the Proba website.

In addition, the Proba Technical Committee organizes public consultation rounds for developed methodologies. After each public consultation round, the Proba Technical Committee will publish the feedback and response on the Proba website. After public consultation, expert review by an independent third party and approval by the Proba Management Board, the Proba Technical Committee will prepare a proposal for the Proba Standard Advisory Board to approve the methodology.

The Proba Technical Committee also (proactively or on request) advises the Proba Management Board about the eligibility of individual GHG projects, leveraging its technical expertise to evaluate the projects' compliance with the Proba Standard and relevant methodologies.

Appointment process

- The Proba Technical Committee was initially appointed by the Proba Management Board.
- In time, members of the Proba Technical Committee and the Proba Management Board can nominate and appoint new members.

Composition

The Proba Technical Committee is composed of at least two Proba staff members and can be composed of as many members as the Proba Management Board deems necessary. Members of the Proba Technical Committee may also have a role in Proba's day-to-day operations.

Decision-making

The Proba Technical Committee makes proposals for changes in the process of maintaining the Proba Standard. It has no decision-making authority.

In case a specific technical issue arises, the Proba Standard Advisory Board may consult the Proba Technical Committee for advice on this topic. However, the final decision shall always be made by the Proba Standard Advisory Board.

Documentation

The Proba Technical Committee is responsible for preparing the agenda and supporting documents and recording the minutes of each meeting of the Proba Standard Advisory Board. All documents shall be written in English.

The agenda and supporting documents shall be distributed to all members at least one week prior to the meeting. Minutes shall include key discussion points, decisions and action items, and will be distributed to all members within two weeks following the meeting. Approved minutes shall be maintained as a formal record of the Proba Standard Advisory Board's activities.

Conflict of interest and confidentiality

Proba has a [Code of Conduct](#) that applies to all employees. Since the Proba Technical Committee consists of Proba staff members, the members have signed and declared to adhere to the Proba Code of Conduct.

Compensation

Since the Proba Technical Committee consists of Proba staff members, the members receive compensation through their regular salaries. No additional compensation will be received for the committee membership.