



DEWAN PENGAWAS

Board of Commissioners

Dewan Pengawas adalah organ Perusahaan yang bertugas melakukan pengawasan dan memberikan nasihat kepada Direksi dalam menjalankan kegiatan Pengurusan Perusahaan.

KEANGGOTAAN DEWAN PENGAWAS

Dalam upaya menjamin prinsip transparansi dalam pemilihan Dewan Pengawas maka mekanisme yang harus dilaksanakan, yaitu:

1. Pengangkatan dan pemberhentian Dewan Pengawas ditetapkan oleh Menteri;
2. Persyaratan yang harus dipenuhi calon anggota Dewan Pengawas adalah orang perseorangan yang mampu melaksanakan perbuatan hukum dan tidak pernah dinyatakan pailit atau menjadi anggota Direksi atau Komisaris atau Dewan Pengawas yang dinyatakan bersalah menyebabkan suatu perseroan atau Perum dinyatakan pailit atau orang yang tidak pernah dihukum karena melakukan tindak pidana yang merugikan keuangan negara;
3. Anggota Dewan Pengawas diangkat berdasarkan pertimbangan integritas, dedikasi, memahami masalah manajemen Perum LPPNPI yang berkaitan dengan salah satu fungsi manajemen, memiliki pengetahuan yang memadai dan/atau pengalaman di bidang usaha Perum LPPNPI, dan dapat menyediakan waktu yang cukup untuk melaksanakan tugasnya.
4. Masa jabatan anggota Dewan Pengawas ditetapkan 5 (lima) tahun dan dapat diangkat kembali selama 1 (satu) kali masa jabatan;
5. Pengangkatan anggota Dewan Pengawas tidak bersamaan waktunya dengan pengangkatan anggota Direksi, kecuali untuk pertama kalinya pada waktu pendirian;

The Board of Commissioners is an organ of Perum LPPNPI authorized in supervising and providing advice to the Board of Directors in conducting the Company's Management activities.

Membership of Board of Commissioners

To ensure the transparency principle in selecting the members of Board of Commissioners of the Company, the mechanisms to be implemented are as follows:

1. *Appointment and dismissal of the Board of Commissioners shall be determined by the Minister;*
2. *Requirements that must be fulfilled by the candidates for the members of Board of Commissioners are, among others, an individual who is able to perform legal acts and has never been declared bankrupt or been a member of Board of Directors or Board of Commissioners who is sentenced guilty of causing a company or public company to be declared bankrupt, or an individual who has never been convicted of a criminal act which is detrimental to state's finances;*
3. *Members of the Board of Commissioners are appointed based on considerations of integrity, dedication, understanding management problems Perum LPPNPI associated with one of the functions of management, possessing adequate knowledge and/or experience in the field of Perum LPPNPI business, and being able to provide sufficient time in performing their duties.*
4. *Term of office of the Board of Commissioners members is 5 (five) years and can be reappointed for 1 (one) term of office;*
5. *Appointment of the Board of Commissioners members does not coincide with the appointment of the Board of Directors members, except for the beginning of establishment;*

6. Anggota Dewan Pengawas sewaktu-waktu dapat diberhentikan berdasarkan keputusan Menteri dengan menyebutkan alasannya.

6. *Members of the Board of Commissioners may at any time be dismissed under the Minister's decree by stating the reason.*

KRITERIA DEWAN PENGAWAS

Dalam Peraturan Menteri BUMN No. PER-02/MBU/02/2015, Dewan pengawas harus memiliki persyaratan baik formal maupun materil yang terdiri dari:

Criteria of Board of Commissioners

The Regulation of Minister of SOE No. PER-02/MBU/02/2015 states that the Board of Commissioners of the Company shall fulfill both the formal and material requirements as follows:

Persyaratan / Requirement	Uraian / Description
Formal	Mampu melaksanakan perbuatan hukum. <i>Able to perform legal acts.</i>
	Tidak pernah dinyatakan pailit. <i>Never declared bankrupt.</i>
	Tidak pernah menjadi anggota Direksi atau anggota Dewan Komisaris/ Dewan Pengawas yang dinyatakan bersalah menyebabkan suatu Perseroan/ Perum dinyatakan pailit. <i>Never been a member of the Board of Directors or a member of the Board of Commissioners/ Supervisory Board who was found guilty of causing a Company to be declared bankrupt.</i>
	Tidak pernah dihukum karena melakukan tindak pidana yang merugikan keuangan negara. <i>Never been punished for committing criminal acts that harm the state finances.</i>
Materil Material	Integritas. <i>Integrity.</i>
	Dedikasi. <i>Dedication.</i>
	Memahami masalah-masalah manajemen perusahaan yang berkaitan dengan salah satu fungsi manajemen. <i>Understand the company's management issues related to one of the management functions.</i>
	Memiliki pengetahuan yang memadai di bidang usaha Perseroan/Perum dimana yang bersangkutan dicalonkan. <i>Has sufficient knowledge in the business field of the Company where the concerned is nominated.</i>
	Dapat menyediakan waktu yang cukup untuk melaksanakan tugasnya. <i>Can provide enough time to carry out their tasks.</i>
Persyaratan Lainnya <i>Other Requirements</i>	Bukan pengurus Partai Politik dan/atau calon anggota legislatif dan/atau anggota legislatif. Calon anggota legislatif atau anggota legislatif terdiri dari calon/anggota DPR, DPD, DPRD Tingkat I, dan DPRD Tingkat II. <i>Not a party of political parties and/or legislative member and/or candidate. Candidates for legislative members or legislative members consist of candidates/members of the DPR, DPD, Level I DPRD and Level II Regional House of Representatives.</i>
	Bukan calon Kepala/Wakil Kepala Daerah dan/atau Kepala/Wakil Kepala Daerah. <i>Not a candidate for Head/Deputy Head of Region and/or Head/Deputy Head of Region;</i>
	Tidak menjabat sebagai anggota Dewan Komisaris/Dewan Pengawas pada BUMN yang bersangkutan selama 2 (dua) periode berturut-turut. <i>Not serving as a member of the Board of Commissioners/Supervisory Board on SOEs concerned for 2 (two) consecutive periods.</i>
	Sehat jasmani dan rohani (tidak sedang menderita suatu penyakit yang dapat menghambat pelaksanaan tugas sebagai anggota Dewan Komisaris/Dewan Pengawas), yang dibuktikan dengan surat keterangan sehat dari Dokter. <i>Physically and spiritually healthy (not suffering from an illness that can impede the performance of duties as a member of the Board of Commissioners/Supervisory Board), as evidenced by a health certificate from the Doctor.</i>
	Bagi bakal calon dari Kementerian Teknis atau Instansi Pemerintah lain, harus berdasarkan surat usulan dan instansi yang bersangkutan. <i>For prospective candidates from the Technical Ministry or other Government Agencies, shall be based on the letter of proposal and the relevant institution.</i>



KOMPOSISI DEWAN PENGAWAS

Jumlah anggota Dewan Pengawas Perum LPPNPI berjumlah paling banyak 5 (lima) orang, seorang diantaranya diangkat sebagai Ketua Dewan Pengawas. Adapun komposisi Dewan Pengawas terdiri dari: Satu ketua, yang dijabat oleh Direktur Jenderal Perhubungan Udara, Empat orang Anggota terdiri dari:

- a. Satu orang anggota yang menangani kenavigasian di bawah Menteri Perhubungan;
- b. Satu orang anggota di bawah Menteri BUMN;
- c. Satu orang anggota di bawah Menteri Keuangan;
- d. Satu orang tenaga ahli di bidang penerbangan.

Berdasarkan Keputusan Menteri BUMN No. SK-66/MBU/4/2017, tanggal 4 April 2017 dan No. SK-263/MBU/11/2017, tanggal 28 November 2017 tentang Pemberhentian dan Pengangkatan Ketua Dewan Pengawas Perusahaan Umum (Perum) Lembaga Penyelenggara Pelayanan Navigasi Penerbangan Indonesia, susunan Dewan Pengawas berubah menjadi sebagai berikut:

Ketua Dewan Pengawas

: Agus Santoso

Anggota Dewan Pengawas

: M. Nasir Usman

: Juni Hastoto

: Haryo Indratno

PENGAWAS INDEPENDEN

Dalam posisi dan kedudukannya sebagai Perusahaan Umum, dimana kepemilikan modalnya tidak dalam bentuk saham, maka Perum LPPNPI tidak memiliki Pengawas Independen.

TUGAS DAN FUNGSI DEWAN PENGAWAS

Dewan Pengawas bertugas melakukan Pengawasan (supervisory) terhadap kebijakan Pengurusan dan jalannya

Composition of Board of Commissioners

The Board of Commissioners of Perum LPPNPI shall consists of maximum 5 (five) members; one of whom shall be appointed as the President Commissioner. The composition of the Board of Commissioners is as follows: One President Commissioner, who is the Director General of Civil Aviation; and Four Members consisting of:

- a. One member who handles navigation under the Minister of Transportation;*
- b. One member under the Minister of SOEs;*
- c. One member under the Minister of Finance;*
- d. One aviation expert.*

Based on the Decree of Minister of SOE No. SK-66/MBU/4/2017, dated April 4, 2017 and No. SK-263/MBU/11/2017, dated November 28, 2017, regarding Appointment and Dismissal of the President Commissioner of Perusahaan Umum (Perum) Lembaga Penyelenggara Pelayanan Navigasi Penerbangan Indonesia, the composition of Board of Commissioners of the Company is as follows:

President Commissioner

: Agus Santoso

Commissioners

: M. Nasir Usman

: Juni Hastoto

: Haryo Indratno

Independent Commissioner

In its position as a Public Company whose capital ownership is not in the form of shares, Perum LPPNPI has no Independent Commissioners in its management.

Duties and Functions of Board of Commissioners

The Board of Commissioners shall supervise the Management's policies and operations in general, either related to Perum LPPNPI

Pengurusan pada umumnya, baik mengenai Perum LPPNPI maupun usaha Perum LPPNPI yang dilakukan oleh Direksi; dan memberikan nasihat (advisory) kepada Direksi termasuk pengawasan terhadap pelaksanaan Rencana Kerja Jangka Panjang (RJPP), Rencana Kerja dan Anggaran Perusahaan (RKAP), Anggaran Dasar, Keputusan Menteri BUMN, dan ketentuan peraturan perundang-undangan untuk kepentingan Perum LPPNPI sesuai dengan maksud dan tujuan Perum LPPNPI.

Tugas Dewan Pengawas tersebut di atas untuk memastikan Direksi mengelola perusahaan sedemikian rupa sesuai dengan harapan Pemilik Modal. Dewan Pengawas bertanggung jawab mengawasi Direksi dalam menjalankan tugasnya dengan secara teratur memantau efektivitas pelaksanaan kebijakan dan proses pengambilan keputusan yang dilakukan oleh Direksi, termasuk pelaksanaan strategi untuk mencapai target yang diharapkan Pemilik Modal.

Penjabaran fungsi Dewan Pengawas mewakili kepentingan Pemilik Modal dalam pengawasan jalannya perusahaan, sebagai berikut:

1. Dewan Pengawas bertugas mengawasi Direksi dalam menjalankan pengurusan perusahaan dan memberikan nasihat kepada Direksi termasuk mengenai rencana pengembangan perusahaan, RJPP, RKAP dan pelaksanaan ketentuan Anggaran Dasar dan keputusan Pemilik Modal dan peraturan perundangan yang berlaku;
2. Dewan Pengawas memberikan persetujuan kepada Direksi dalam melakukan perbuatan hukum tertentu, melakukan tindakan pengurusan perusahaan dalam keadaan tertentu untuk jangka waktu tertentu, sesuai dengan kewenangan dalam Peraturan Pemerintah No. 77 Tahun 2012 tentang Perum LPPNPI;
3. Dewan Pengawas memberi laporan dan informasi yang relevan kepada Pemilik Modal apabila terjadi gejala menurunnya kinerja Perum LPPNPI yang cukup signifikan;

or its business that is conducted by the Board of Directors; and shall provide advice to the Board of Directors including on the supervisory activity over the implementation of Company's Long Term Plan (RJPP), Company Work Plan and Budget (CWPB), Articles of Association, Decree of the Minister of SOE, and provisions of laws and regulations, for the interest of Perum LPPNPI, in line with the purposes and objectives of Perum LPPNPI.

The duties of Board of Commissioners are to ensure that the Board of Directors manages the Company in such manner according to the Capital Owner's expectation. The Board of Commissioners is responsible for supervising the Board of Directors in performing their duties by regularly monitoring the effectiveness of policy implementation and decision-making processes carried out by the Board of Directors, including implementation of strategy to achieve the targets expected by the Capital Owners.

The functions of Board of Commissioners as the representative for the interest of Capital Owner in supervising the Company, are as follows:

1. *The Board of Commissioners is tasked to supervise the Board of Directors in conducting the Company's management activity and to provide advice to the Board of Directors, among others, on the Company's development plan, RJPP, RKAP and implementation of the Articles of Association and the decision of Capital Owners, as well as the prevailing laws and regulations;*
2. *The Board of Commissioners shall provide approval to the Board of Directors in performing certain legal actions and conducting the management of the Company in certain circumstances for a certain period, in accordance with authorization defined in the Government Regulation No. 77 of 2012 regarding Perum LPPNPI;*
3. *The Board of Commissioners provides relevant reports and information to the Capital Owner if there is any symptom of declining performance in Perum LPPNPI that is relatively significant;*



4. Dewan Pengawas memantau efektivitas penerapan GCG pada Perum LPPNPI.
 5. Dewan Pengawas selain yang diatur dalam peraturan perundangan, bertanggung jawab:
 - a. Mengikuti perkembangan kegiatan Perum LPPNPI, dan melaporkan kepada Pemilik Modal;
 - b. Memberikan pendapat dan nasehat tentang visi, misi dan perencanaan strategis dan penjabarannya;
 - c. Melakukan pengawasan dan masukan tentang pelaksanaan kebijakan antara lain Bisnis Perusahaan, Perencanaan Strategis, Mutu dan Pelayanan, Pengendalian internal, Akuntansi Keuangan, Penilaian Kinerja, Manajemen Risiko, Whistleblowing System, Pengendalian Gratifikasi, Kepatuhan Pelaporan Harta Kekayaan Penyelenggara Negara (LHKPN), Benturan Kepentingan, Teknologi, Keterbukaan Informasi, dan Pelaporan;
 - d. memastikan bahwa dalam Laporan Tahunan Perum LPPNPI telah memuat informasi mengenai identitas, pekerjaan-pekerjaan utamanya, jabatan Dewan Pengawas di perusahaan lain, termasuk rapat-rapat yang dilakukan dalam satu tahun buku (rapat internal maupun rapat gabungan dengan Direksi), serta honorarium, fasilitas, dan/ atau tunjangan lain yang diterima dari perusahaan.
 - e. Mengusulkan calon auditor eksternal berdasarkan usulan Direksi.
 6. Dewan Pengawas membuat pembagian tugas yang diatur oleh mereka sendiri;
 7. Dewan Pengawas wajib menyusun rencana kerja dan anggaran tahunan Dewan Pengawas yang merupakan bagian yang tak terpisahkan dan RKAP;
 8. Dewan Pengawas wajib melaporkan kepada perusahaan mengenai kepemilikan sahamnya dan/atau keluarganya pada perusahaan lain.
4. *The Board of Commissioners monitors the effectiveness of GCG implementation in Perum LPPNPI.*
 5. *Other than those stipulated in the law, the Board of Commissioners is responsible for:*
 - a. *Keeping abreast of the development of activities in Perum LPPNPI, and reporting them to the Capital Owner;*
 - b. *Providing opinions and advice on the vision, mission and strategic planning, as well as the elaboration;*
 - c. *Conducting supervision and providing inputs on policy enforcement of, among others, Corporate Business, Strategic Planning, Quality and Service, Internal Control, Financial Accounting, Performance Assessment, Risk Management, Whistleblowing System, Gratification Control, Compliance with the State Official's Wealth Reporting (LHKPN), Conflict of Interest, Technology, Information Disclosure, and Reporting;*
 - d. *Ensuring that the Annual Report of Perum LPPNPI has contained information on the identity, main duties, and positions of Board of Commissioners at other companies, including meetings conducted in one fiscal year (internal meetings and joint meetings with the Board of Directors), as well as honorarium, facilities, and/ or other benefits received from the Company;*
 - e. *Proposing candidates for external auditors based on the Board of Director's proposal.*
 6. *The Board of Commissioners respectively governs the allocation of their own duties;*
 7. *The Board of Commissioners is obliged to draft an annual work plan and budget of the Board of Commissioners which is an integral part of the Company's RKAP;*
 8. *The Board of Commissioners shall report to the Company their share ownership and/or their family's at other companies.*

WEWENANG DAN KEWAJIBAN DEWAN PENGAWAS

Agar Dewan Pengawas dapat melaksanakan tugasnya, Dewan Pengawas mempunyai wewenang untuk:

1. melihat buku, surat serta dokumen lainnya, memeriksa kas untuk keperluan verifikasi dan lain-lain surat berharga, dan memeriksa kekayaan Perum LPPNPI;
2. memasuki pekarangan, gedung, dan kantor yang dipergunakan oleh Perum LPPNPI;
3. meminta penjelasan dari Direksi dan/atau pejabat lainnya mengenai segala persoalan yang menyangkut pengelolaan Perum LPPNPI;
4. mengetahui segala kebijakan dan tindakan yang telah dan akan dijalankan oleh Direksi;
5. meminta Direksi dan/atau pejabat lainnya di bawah Direksi dengan sepengetahuan Direksi untuk menghadiri rapat Dewan Pengawas;
6. atas permintaan tertulis Direksi, Dewan Pengawas dapat menghadiri rapat Direksi dan memberikan pandangan-pandangan terhadap hal-hal yang dibicarakan;
7. mengangkat dan memberhentikan sekretaris Dewan Pengawas, jika dianggap perlu;
8. membentuk komite lain selain komite audit, jika dianggap perlu dengan memperhatikan kemampuan Perum LPPNPI;
9. menggunakan tenaga ahli untuk hal tertentu dan dalam jangka waktu tertentu atas beban Perum LPPNPI, jika dianggap perlu;
10. memberikan putusan atas perbuatan Direksi yang memerlukan persetujuan tertulis Dewan Pengawas, di antaranya yaitu:
 - a. mengagunkan aktiva tetap untuk penarikan kredit jangka pendek;
 - b. mengadakan kerjasama dengan badan usaha atau pihak lain

Authority and Obligations of Board of Commissioners

In carrying out their duties, the Board of Commissioners is authorized to:

1. *review books, letters and other documents, examine cash for verification and other securities, and examine the assets of Perum LPPNPI;*
2. *access the yards, buildings, and offices used by Perum LPPNPI;*
3. *request for clarification from the Board of Directors and/or other officials regarding any issues pertaining to the management of Perum LPPNPI;*
4. *acknowledge all policies and actions which have been and will be conducted by the Board of Directors;*
5. *request the Board of Directors and/or other officials under the Board of Directors with the acknowledgement of the Board of Directors to attend the Board of Commissioners meetings;*
6. *at the written request of the Board of Directors, to attend the Board of Directors meetings and provide views on the subject matters discussed;*
7. *appoint and dismiss the secretary of the Board of Commissioners, if deemed necessary;*
8. *establish other committees other than the audit committee, if deemed necessary with regards to the capability of Perum LPPNPI;*
9. *employ service of experts for certain matters and within a certain period, with consideration of the capability of Perum LPPNPI, if deemed necessary;*
10. *provide decision on the actions of Board of Directors which require written consent of the Board of Commissioners, among others:*
 - a. *pledging fixed assets for short-term credit withdrawals;*
 - b. *entering into cooperation with business entities or other parties in the form of*



- berupa kerjasama lisensi, kontrak manajemen, menyewakan aset, Kerja Sama Operasi (KSO), Bangun Guna Serah (Build Operate Transfer/BOT), Bangun Milik Serah (Build Own Transfer/BOwT), Bangun Serah Guna (Build Transfer Operate/BTO), dan kerjasama lainnya dengan nilai atau jangka waktu tertentu yang ditetapkan oleh Menteri;
- c. menerima atau memberikan pinjaman jangka menengah atau jangka panjang, kecuali pinjaman (utang atau piutang) yang timbul karena transaksi bisnis, dan pinjaman yang diberikan kepada anak perusahaan dengan ketentuan pinjaman kepada anak perusahaan dilaporkan kepada Dewan Pengawas;
 - d. menghapuskan dari pembukuan piutang macet dan persediaan barang mati;
 - e. melepaskan aktiva tetap bergerak dengan umur ekonomis yang lazim berlaku dalam industri pada umumnya sampai dengan 5 (lima) tahun; dan/atau
 - f. menetapkan struktur organisasi 1 (satu) tingkat di bawah Direksi.
11. memberhentikan anggota Direksi untuk sementara waktu apabila anggota Direksi bertindak bertentangan dengan Peraturan Pemerintah No. 77 Tahun 2012, terdapat indikasi melakukan kerugian Perum LPPNPI, melalaikan kewajibannya, atau terdapat alasan yang mendesak bagi Perum LPPNPI, dengan memperhatikan ketentuan perundangan yang berlaku;
 12. Dalam hal jabatan anggota Direksi kosong dan Menteri belum mengangkat anggota Direksi yang definitif atau Menteri belum menunjuk pelaksana tugas anggota Direksi yang kosong, Dewan Pengawas menunjuk salah seorang anggota Direksi lainnya untuk sementara menjalankan tugas
- licensing agreements, management contracts, asset leasing, Joint Operations (KSO), Build Operate Transfer (BOT), Build Own Transfer (BOwT), Build Transfer Operate (BTO), and other cooperation with certain value or period as stipulated by the Minister;*
- c. *accepting or grant medium or long-term loans, except loans (debt or receivables) arising from business transactions, and loans granted to subsidiaries under lending terms to subsidiaries must be reported to the Board of Commissioners;*
 - d. *writing-off from the bookkeeping bad debts and inventory of dead goods*
 - e. *disposing moving fixed assets with economic life commonly applicable in industry, which is generally up to 5 (five) years; and/or*
 - f. *determining organizational structure of officials 1 (one) level below the Board of Directors.*
11. *temporarily dismiss members of the Board of Directors if they act in contrary to the Government Regulation No. 77 of 2012, or there is any loss indication to Perum LPPNPI, or if they neglect their obligations, or there is an urgent reason for Perum LPPNPI, by taking into account the prevailing laws;*
 12. *In the event the position of Board of Directors member is vacant and the Minister has not appointed a definitive member of the Board of Directors or the Minister has not appointed an acting official to fill such vacant position in the Board of Directors, the Board of Commissioners shall appoint one*

anggota Direksi yang kosong tersebut sebagai pelaksana tugas anggota Direksi dengan tugas, kewenangan, dan kewajiban yang sama;

13. Dalam hal seluruh jabatan Direksi kosong dan Menteri belum mengangkat penggantinya atau Menteri belum menunjuk pelaksana tugas Direksi, untuk sementara Perum LPPNPI diurus oleh Dewan Pengawas secara bersama-sama atau menunjuk salah seorang atau lebih diantara Dewan Pengawas dengan tugas, kewenangan, dan kewajiban yang sama;
14. Dalam hal seluruh jabatan Direksi kosong karena berakhirnya masa jabatannya dan Menteri belum mengangkat penggantinya atau Menteri belum menunjuk pelaksana tugas Direksi, Dewan Pengawas dapat mengangkat semua anggota Direksi yang telah berakhir masa jabatannya tersebut untuk menjalankan pekerjaannya sebagai pelaksana tugas anggota Direksi dengan tugas, kewenangan, dan kewajiban yang sama.

Dalam melakukan pengawasan atas Pengurusan Perum LPPNPI, Dewan Pengawas berkewajiban untuk:

1. memberi nasihat, pendapat dan saran kepada Direksi dalam melaksanakan Pengurusan Perum LPPNPI;
2. meneliti dan menelaah serta menandatangani Rencana Jangka Panjang serta Rencana Kerja dan Anggaran Perusahaan yang disiapkan Direksi sesuai dengan ketentuan yang berlaku;
3. memberikan pendapat dan saran kepada Menteri mengenai Rencana Jangka Panjang serta Rencana Kerja dan Anggaran Perusahaan;
4. mengikuti perkembangan kegiatan Perum LPPNPI, memberikan pendapat dan saran kepada Menteri mengenai

of the other members of the Board of Directors to temporarily perform the duties of the said vacant position as an acting director with the same duties, authority and obligations of the vacant position of Board of Directors member;

13. *In the event all positions of the Board of Directors are vacant and the Minister has not appointed the replacement or the Minister has not appointed acting officials of the Board of Directors, Perum LPPNPI shall be managed temporarily by the Board of Commissioners – in a joint manner or by appointing one or more members of the Board of Commissioners – with the same duties, authority and obligations same;*
14. *In the event all positions of the Board of Directors are vacant due to the completion of term of office and the Minister has not appointed the replacement or the Minister has not appointed acting officials of the Board of Directors, the Board of Commissioners may appoint the concerned members of Board of Directors who has ended their term of office to perform their duties as the acting members of Board of Directors with the same duties, authority, and obligations.*

In conducting supervision on Perum LPPNPI's Management, the Board of Commissioners is obliged to:

1. *provide advice, opinions and suggestions to the Board of Directors in managing Perum LPPNPI;*
2. *research, review and sign the Company's Long-Term Plan and Work Plan and Budget Plan (RKAP) prepared by the Board of Directors in accordance with the applicable provisions;*
3. *provide opinions and recommendations to the Minister on the Company's Long-Term Plan and Work Plan and Budget Plan (RKAP);*
4. *keep abreast of the development of activities in Perum LPPNPI, and provide opinions and recommendations to the*



setiap masalah yang dianggap penting bagi Pengurusan Perum LPPNPI;

1. melaporkan dengan segera kepada Menteri apabila terjadi gejala menurunnya kinerja Perum LPPNPI;
2. meneliti dan menelaah laporan berkala dan laporan tahunan yang disiapkan Direksi serta menandatangani laporan tahunan;
3. memberikan laporan tentang tugas Pengawasan yang telah dilakukan selama tahun buku yang baru lampau kepada Menteri;
4. memberikan penjelasan, pendapat, dan saran kepada Menteri mengenai laporan tahunan, apabila diminta;
5. menyusun program kerja tahunan dan indikator kinerja Dewan Pengawas dan dimasukkan dalam Rencana Kerja dan Anggaran Perusahaan;
6. membentuk komite audit;
7. mengusulkan auditor eksternal kepada Menteri;
8. membuat risalah rapat Dewan Pengawas dan menyimpan salinannya;
9. melaksanakan kewajiban lainnya dalam rangka tugas Pengawasan dan pemberian nasihat, sepanjang tidak bertentangan dengan ketentuan peraturan perundangundangan, Anggaran Dasar, dan/atau keputusan Menteri;
10. Memberikan tanggapan tertulis untuk memberikan pendapat dan saran kepada Menteri atas usulan perbuatan hukum yang akan dilaksanakan oleh Direksi yang diajukan kepada Menteri untuk mendapatkan persetujuan;
11. menetapkan keputusan batasan-batasan nilai dari perbuatan hukum Direksi yang memerlukan persetujuan tertulis Dewan Pengawas.

Minister on any subject matter deemed necessary for the Management of Perum LPPNPI;

5. *report immediately to the Minister in the event of declining performance of Perum LPPNPI;*
6. *research and review periodic reports and annual reports prepared by the Board of Directors and sign annual reports;*
7. *provide report of supervisory duties conducted during the previous fiscal year to the Minister;*
8. *provide clarification, opinion, and recommendation to the Minister on the annual report, upon request;*
9. *prepare the annual work program and performance indicators of the Board of Commissioners, to be included in the Company's Work Plan and Budget (RKAP);*
10. *establish audit committee;*
11. *propose external auditors to the Minister;*
12. *make minutes of Board of Commissioners meetings and retain a copy thereof;*
13. *perform other obligations under their supervisory and advisory duties, provided that such obligations do not violate the provisions of prevailing laws and regulations, Articles of Association, and/or decrees of the Minister;*
14. *provide written response in giving opinions and recommendations to the Minister on the proposed legal actions to be executed by the Board of Directors to be submitted to the Minister for approval;*
15. *determine the limitations of the value on legal actions of the Board of Directors which require written consent of the Board of Commissioners.*

PEDOMAN DAN TATA TERTIB KERJA DEWAN PENGAWAS

Pedoman tata tertib kerja (Board Manual) menjadi dasar pelaksanaan tugas dan tanggung jawab Dewan Pengawas.

Board Manual merupakan petunjuk tata laksana kerja Dewan Pengawas dan Direksi Perum LPPNPI yang menjelaskan tahapan aktivitas secara terstruktur, sistematis, mudah dipahami dapat dijalankan dengan konsisten sehingga dapat menjadi acuan bagi Dewan Pengawas dan Direksi dalam melaksanakan tugas masing-masing dalam mencapai Visi dan Misi Perusahaan.

Board Manual dimaksudkan untuk menjelaskan hubungan kerja Dewan Pengawas dan Direksi dalam melaksanakan tugas sesuai peran dan fungsinya, agar tercipta pengelolaan Perusahaan secara profesional, transparan dan efisien.

Ruang lingkup Board Manual Perum LPPNPI meliputi Pendahuluan, Dewan Pengawas, Direksi, Tata Laksana Hubungan Kerja Dewan Pengawas dan Direksi, Tata Laksana Persetujuan dan Pengambilan Keputusan Dewan Pengawas dan Direksi, dan Penutup.

MEKANISME KERJA DEWAN PENGAWAS

Dalam pelaksanaan tugas, Dewan Pengawas mempunyai kebijakan pengawasan dan pemberian masukan serta mekanisme sebagai berikut :

1. Pelaksanaan mekanisme penandatanganan bersama rancangan RJPP yang akan disampaikan ke Pemilik Modal;

Guidelines and Work Procedures of Board of Commissioners

The guidelines and work procedures or Board Manual of Board of Commissioners serves as the basis of implementation of duties and responsibilities of the Board of Commissioners.

Board Manual is the direction of work procedure for the Board of Commissioners and Board of Directors of Perum LPPNPI which describes phases of activity in a structured and systematic manner that is easily understood and can be performed consistently, so as to become a reference for the Board of Commissioners and Board of Directors in carrying out their respective duties to achieve the Company's Vision and Mission.

Board Manual is intended to describe work relationship between the Board of Commissioners and Board of Directors in carrying out their duties according to the roles and functions, in order to achieve a professional, transparent and efficient management of the Company.

The scope of Board Manual of Perum LPPNPI includes Introduction, Board of Commissioners, Board of Directors, Work Relationship of Board of Commissioners and Board of Directors, Approval and Decision-making Procedures of the Board of Commissioners and Board of Directors, and Closing.

Work Mechanisms of Board of Commissioners

In carrying out their duties, the Board of Commissioners has in place policies on supervisory and advisory activities, as well as their mechanisms as follows:

1. *Implementation of joint signing mechanism of RJPP draft to be submitted to Capital Owner;*



2. Pelaksanaan mekanisme penandatanganan bersama rancangan RKAP yang akan disampaikan ke Pemilik Modal;
 3. Melakukan kajian pada informasi lingkungan bisnis khususnya pelayanan navigasi dan permasalahannya yang berdampak pada usaha perusahaan dan kinerja perusahaan;
 4. Melakukan kajian dan merespon/menindaklanjuti saran, permasalahan atau keluhan dari stakeholder;
 5. Pelaksanaan kebijakan atau rancangan sistem pengendalian intern dan pelaksanaannya;
 6. Pelaksanaan kebijakan dan penerapan manajemen risiko meliputi telaah atas kebijakan dan pelaksanaan manajemen risiko, risiko strategis dan risiko Operasional Pelayanan Navigasi Penerbangan serta rencana kerja unit manajemen risiko;
 7. Pelaksanaan kebijakan sistem teknologi informasi perusahaan dan pelaksanaannya;
 8. Pelaksanaan kebijakan pengelolaan sumber daya manusia;
 9. Pelaksanaan kebijakan mengenai pengawasan dan pemberian nasihat terhadap kebijakan akuntansi dan penyusunan laporan keuangan sesuai dengan standar akuntansi yang berlaku umum di Indonesia;
 10. Pelaksanaan kebijakan pengadaan barang dan jasa beserta pelaksanaannya;
 11. Pelaksanaan kebijakan mutu dan pelayanan serta pelaksanaan kebijakan tersebut;
 12. Pengawasan atas ketaatan Perum dengan cara penelaahan atas ketaatan Perum LPPNPI terhadap peraturan perundang-undangan serta kepatuhan Perum LPPNPI terhadap seluruh perjanjian dan komitmen yang dibuat oleh Perum LPPNPI dengan pihak ketiga dan penyampaian informasi kepada para pemangku kepentingan;
 13. Pemantauan dan pengawasan atas progress dan kinerja atas kinerja
2. *Implementation of joint signing mechanism of RKAP draft to be submitted to Capital Owner;*
 3. *Reviewing the information on business environment, particularly navigation services and the problems which impacting on the Company's business and performance;*
 4. *Reviewing and responding to/following up recommendations, issues or complaints from stakeholders;*
 5. *Implementation of policy or drafts of internal control system and application thereof;*
 6. *Implementation of risk management policies and application, including reviewing policies and implementation of risk management, strategic risks and operational risks of Air Navigation, and work plan of risk management unit;*
 7. *Implementation of Company's information technology system policies and application thereof;*
 8. *Implementation of human resources management policy;*
 9. *Implementation of policies regarding supervisory and advisory functions on accounting policies and preparation of financial statements in accordance with the generally accepted accounting standards in Indonesia;*
 10. *Implementation of procurement of goods and services policy and application thereof;*
 11. *Implementation of quality and service policy and application of the policy thereof;*
 12. *Supervision on the compliance aspect of the Company by reviewing the compliance of Perum LPPNPI with the prevailing laws and regulations as well as compliance with all agreements and commitments made by Perum LPPNPI with third parties, and the delivery of information to the stakeholders;*
 13. *Monitoring and supervision of progress and performance on financial and*

keuangan dan operasional sesuai target RKAP, RJPP melalui laporan manajemen dan informasi keuangan lainnya, dalam rapat gabungan dan melalui komite dewan pengawas dan melaporkan jika terjadi gejala menurunnya kinerja perusahaan;

14. Pemilihan Kantor Akuntan Publik yang akan melaksanakan audit atas Laporan Keuangan Perum LPPNPI kepada Pemilik Modal dan melakukan telaah untuk meyakinkan efektifitas kegiatan dan hasil audit yang dilaksanakan oleh Kantor Akuntan Publik;
15. Pengkajian dan penilaian efektivitas penerapan Good Corporate Governance di Perum LPPNPI dengan prinsip pengawasan perundangan yang berlaku.

KETENTUAN RAPAT DEWAN PENGAWAS

Peningkatan kontribusi Dewan Pengawas dalam pengawasan dan memberikan nasehat didasarkan pada ketentuan berikut :

1. Dalam melaksanakan tugasnya, Dewan Pengawas harus mematuhi keputusan Menteri serta peraturan perundangundangan yang berlaku;
2. Rapat Dewan Pengawas harus diadakan secara berkala, sekurang-kurangnya sekali dalam setiap bulan, dan dalam rapat tersebut Dewan Pengawas dapat mengundang Direksi;
3. Dewan Pengawas harus menetapkan tata tertib dan etika Rapat Dewan Pengawas.
4. Setiap Rapat Dewan Pengawas harus dibuatkan risalah rapat yang memuat pendapat-pendapat yang berkembang dalam rapat, baik pendapat yang mendukung maupun yang tidak mendukung atau pendapat berbeda (dissenting opinion), keputusan/kesimpulan rapat, serta alasan ketidakhadiran anggota Dewan Pengawas, apabila ada.

operational aspects in accordance with the targets of RKAP and RJPP through management reports and other financial information, in joint meetings, and through Board of Commissioners committees, and report any symptom of declining performance of the Company;

14. *Selection of Public Accounting Firm that will conduct audit activity on the Financial Statements of Perum LPPNPI to be submitted to the Capital Owner, and conduct a review to ensure effectiveness of audit activities and results conducted by the Public Accounting Firm;*
15. *Assessment and evaluation on the effectiveness of Good Corporate Governance implementation in Perum LPPNPI with the prevailing supervisory principles and laws and regulations.*

Provisions of Board of Commissioners Meeting

Improvement of Board of Commissioners' contribution in conducting supervisory and advisory functions is based on the following provisions:

1. *In carrying out their duties, the Board of Commissioners shall always complies with the Minister's decrees as well as the prevailing laws and regulations;*
2. *Meetings of Board of Commissioners shall be held regularly, at least once in every month, and in such meetings the Board of Commissioners may invite the Board of Directors;*
3. *The Board of Commissioners shall determine the procedures and code of ethics of Board of Commissioners Meetings.*
4. *Minutes of meeting shall be made in each Board of Commissioners meeting which consists opinions addressed in the meeting, either supportive, non-supportive or dissenting opinion, meeting decisions/conclusions, and reasons for the absence of a member of Board of Commissioners, if any.*



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| <p>5. Setiap anggota Dewan Pengawas berhak menerima salinan risalah Rapat Dewan Pengawas, baik yang bersangkutan hadir maupun tidak hadir dalam Rapat Dewan Pengawas tersebut.</p> <p>6. Risalah asli dari setiap Rapat Dewan Pengawas disimpan oleh Perum LPPNPI dan harus tersedia bila diminta oleh setiap anggota Dewan Pengawas dan Direksi.</p> <p>7. Jumlah rapat Dewan Pengawas dan jumlah kehadiran masing-masing anggota Dewan Pengawas dimuat dalam Laporan Tahunan Perum LPPNPI.</p> <p>8. Dewan Pengawas melakukan evaluasi terhadap pelaksanaan keputusan atau tindak lanjut hasil rapat sebelumnya.</p> | <p>5. <i>Every member of Board of Commissioners is entitled to receive a copy of the minutes of Board of Commissioners Meeting, whether they are present or absent in the Board of Commissioners Meeting.</i></p> <p>6. <i>Original minutes of each Board of Commissioners Meeting shall be kept by Perum LPPNPI and shall be available upon request by each member of the Board of Commissioners and Board of Directors.</i></p> <p>7. <i>The number of Board of Commissioners meetings and attendance of each member of Board of Commissioners shall be stated in the Annual Report of Perum LPPNPI.</i></p> <p>8. <i>The Board of Commissioners shall evaluate the implementation of decisions or follow-up of the results of previous meetings.</i></p> |
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Selama tahun 2017, Dewan Pengawas Perum LPPNPI mengadakan rapat sebanyak 12 kali dengan agenda sebagai berikut;

In 2017, the Board of Commissioners of Perum LPPNPI held 12 (twelve) meetings with the agenda as follows:

Waktu / Time of Meeting	Agenda Rapat / Meeting Agenda
30 Januari 2017 (Mengundang Komite Audit) / January 30, 2017 (Invited the Audit Committee)	1. Rencana Investasi 2017 2. Pembahasan Usulan Pembentukan Anak Perusahaan AirNav Engineering 1. <i>Investment Plan of 2017</i> 2. <i>Discussion on the Proposal to Establish a Subsidiary, AirNav Engineering</i>
Januari 2017 (Mengundang Direksi) / January 2017 (Invited the Board of Directors)	1. Pembahasan Rencana Investasi 2017 2. Pembahasan Usulan Pembentukan Anak Perusahaan AirNav Engineering 1. <i>Discussion on the Investment Plan of 2017</i> 2. <i>Discussion on the Proposal to Establish a Subsidiary, AirNav Engineering</i>
25 April 2017 / April 25, 2017	1. Penunjukan Pelaksana Tugas Direktur Teknik dan Direktur Pengembangan Pelayanan 2. Usulan perubahan Struktur Organisasi Kantor Pusat Perum LPPNPI 3. Kesekretariatan Dewan Pengawas Perum LPPNPI 1. <i>Appointment of Acting Director of Engineering and Acting Director of Services Development</i> 2. <i>Proposal to amend the Organization Structure at the Head Office of Perum LPPNPI</i> 3. <i>Secretariat of Board of Commissioners of Perum LPPNPI</i>



Waktu / Time of Meeting	Agenda Rapat / Meeting Agenda
26 Mei 2017 (Internal Dewas) / May 26, 2017 (Internal Board of Commissioners)	<ol style="list-style-type: none"> 1. Pembahasan Usulan RKA Dewan Pengawas Tahun 2017: <ol style="list-style-type: none"> a. Review Program Kerja Dewan Pengawas Tahun 2017 b. Review Perubahan Key Performance Indicator (KPI) sesuai dengan Kontrak Manajemen Dewan Pengawas Dengan Pemilik Modal Tahun 2017 c. Revisi anggaran terkait pengadaan peralatan penunjang kinerja Dewan Pengawas. 2. Follow up hasil assessment Good Corporate Governance (GCG) Aspek Dewan Pengawas Tahun 2016 <ol style="list-style-type: none"> 1. Discussion on the Proposed RKA of Board of Commissioners of 2017 a. Review of the Work Programs of Board of Commissioners in 2017 b. Review on the Amendment to the Key Performance Indicators (KPIs) in accordance with the Management Contract of Board of Commissioners with the Capital Owner in 2017 c. Revision of budget in relation to the procurement of Board of Commissioners' performance supporting equipment 2. Follow-up of the result of 2016 GCG Assessment on the aspect of Board of Commissioners
26 Mei 2017 (Mengundang Direksi) / May 26, 2017 (Invited Board of Directors)	<ol style="list-style-type: none"> 1. Sinergi Balai Teknik Penerbangan dengan Perum LPPNPI terkait rencana pendirian anak perusahaan AirNav Engineering 2. Optimalisasi Pendayagunaan Aset Perum LPPNPI untuk pendapatan diluar jasa navigasi penerbangan. <ol style="list-style-type: none"> 1. Synergy between Balai Teknik Penerbangan and Perum LPNPI in relation to the establishment plan of subsidiary, AirNav Engineering 2. Optimization of Asset Utilization of Perum LPPNPI for income other than from air navigation services
19 Juni 2017 / June 19, 2017	<ol style="list-style-type: none"> 1. Tindak lanjut persetujuan Laporan Tahunan dan Laporan Keuangan Perum LPPNPI Tahun 2016 oleh Kementerian BUMN 2. Pembahasan Rencana Investasi Perum LPPNPI Tahun 2017 3. Tindak lanjut hasil assessment Good Corporate Governance (GCG) Aspek Dewan Pengawas Tahun 2016 <ol style="list-style-type: none"> 1. Follow-up of the approval for the Annual Report and Financial Statements of Perum LPPNPI of 2016 by the Ministry of SOE 2. Discussion on the Investment Plan of Perum LPPNPI of 2017 3. Follow-up of the result of 2016 GCG Assessment on the aspect of Board of Commissioners
22 Juli 2017 / July 22, 2017	<ol style="list-style-type: none"> 1. Pembahasan dan penetapan pembagian tugas dan Kewenangan Direksi Perum LPPNPI 2. Pemaparan Kajian Kelembagaan Unit Teknik Bidang Elektronika Penerbangan Balai Teknik Penerbangan oleh Direktur Navigasi Penerbangan <ol style="list-style-type: none"> 1. Discussion and determination of Board of Directors duties and authority allocation of Perum LPPNPI 2. Presentation of Institutional Review of Engineering unit of Aviation Electronics Department of Balai Teknik Penerbangan by the Director of Air Navigation
26 Juli 2017 / July 26, 2017	<ol style="list-style-type: none"> 1. Pembahasan Program Realignment FIR Jakarta sebagai Tindak Lanjut Rapat Dewas-Direksi Bulan Juni 2017 2. Pembahasan Laporan manajemen Perum LPPNPI <ol style="list-style-type: none"> 1. Discussion on FIR Jakarta Realignment Program as the Follow-up of Board of Commissioners and Board of Directors Meeting in June 2017 2. Discussion on the Management Report of Perum LPPNPI
31 Agustus 2017 / August 31, 2017	<ol style="list-style-type: none"> 1. Pembahasan dan penetapan pembagian tugas dan Kewenangan Direksi Perum LPPNPI 2. Pemaparan Kajian Kelembagaan Unit Teknik Bidang Elektronika Penerbangan Balai Teknik Penerbangan oleh Direktur Navigasi Penerbangan 3. Kebutuhan Sumber Daya Manusia (SDM) Operasional Perum LPPNPI. <ol style="list-style-type: none"> 1. Discussion and determination of Board of Directors duties and authority allocation of Perum LPPNPI 2. Presentation of Institutional Review of Engineering unit of Aviation Electronics Department of Balai Teknik Penerbangan by the Director of Air Navigation 3. Discussion on the needs of Human Resources for the Operations of Perum LPPNPI



Waktu / Time of Meeting	Agenda Rapat / Meeting Agenda
8 September 2017 / September 8, 2017	<ol style="list-style-type: none"> Pembahasan dan penetapan pembagian tugas dan Kewenangan Direksi Perum LPPNPI Pemaparan Kajian Kelembagaan Unit Teknik Bidang Elektronika Penerbangan Balai Teknik Penerbangan oleh Direktur Navigasi Penerbangan <ol style="list-style-type: none"> <i>Discussion and determination of Board of Directors duties and authority allocation of Perum LPPNPI</i> <i>Presentation of Institutional Review of Engineering unit of Aviation Electronics Department of Balai Teknik Penerbangan by the Director of Air Navigation</i>
3 Oktober 2017 / October 3, 2017	<ol style="list-style-type: none"> Persetujuan optimalisasi pendayagunaan aset tetap Perum LPPNPI Persetujuan penghapusan barang persediaan tidak produktif di lingkungan Perum LPPNPI Pembahasan Pengadaan Jasa Audit Laporan Keuangan dan PKBL Perum LPPNPI Tahun 2017. <ol style="list-style-type: none"> <i>Approval for the optimization of fixed asset utilization of Perum LPPNPI</i> <i>Approval for the write-off of unproductive inventory within Perum LPPNPI</i> <i>Discussion on the Procurement of Audit Services for the Financial Statements and PKBL Report of Perum LPPNPI for 2017</i>
27 Oktober 2017 / October 27, 2017	<ol style="list-style-type: none"> Pembahasan Rancangan Rencana Kerja dan Anggaran Perusahaan (RKAP) Tahun 2018 Penjelasan Pembatalan Lelang Program investasi New JATSC dalam rangka Indonesia Modernization of Air Navigation Services (IMANS). <ol style="list-style-type: none"> <i>Discussion on the Draft of 2017 Company Work Plan and Budget (RKAP) of the Company</i> <i>Description on the Cancellation of Tender for Investment Program of New JATSC in the framework of Indonesia Modernization of Air Navigation Services (IMANS)</i>

Frekuensi Kehadiran Rapat
Meeting Attendance Frequency

Nama / Name	Jumlah Rapat / Total Meetings	Kehadiran / Attendance	%
Agus Santoso	12	12	100
M. Nasir Usman	10	10	83,3%
Juni Hastoto	12	11	91,67
Haryo Indratno	12	12	100





DIREKSI

Board of Directors

Direksi adalah organ Perum LPPNPI yang bertugas menjalankan segala tindakan yang berkaitan dengan Pengurusan Perum LPPNPI untuk kepentingan Perum LPPNPI dan sesuai dengan maksud dan tujuan Perum LPPNPI serta mewakili Perum LPPNPI baik di dalam maupun di luar Pengadilan tentang segala hal dan segala kejadian, dengan pembatasan sebagaimana diatur dalam ketentuan peraturan perundang-undangan.

Kewajiban dan Kewenangan Direksi

Beberapa kewajiban Direksi dalam pengurusan Perum LPPNPI di antaranya adalah:

1. mengusahakan dan menjamin terlaksananya usaha dan kegiatan Perum LPPNPI sesuai dengan maksud dan tujuan serta kegiatan usahanya;
2. menyiapkan pada waktunya Rencana Jangka Panjang, Rencana Kerja dan Anggaran Perusahaan serta perubahannya, dan menyampaikannya kepada Dewan Pengawas dan Menteri untuk mendapatkan pengesahan dari Menteri sesuai dengan ketentuan yang berlaku;
3. Memberikan penjelasan kepada Menteri mengenai Rencana Jangka Panjang serta Rencana Kerja dan Anggaran Perusahaan;
4. membuat risalah rapat Direksi;
5. membuat laporan tahunan sebagai wujud pertanggungjawaban Pengurusan Perum LPPNPI dan dokumen keuangan sesuai dengan UU tentang Dokumen Perum LPPNPI;
6. menyusun laporan keuangan berdasarkan Standar Akuntansi Keuangan dan menyerahkan kepada Akuntan Publik untuk diaudit;
7. menyampaikan laporan tahunan termasuk laporan keuangan kepada Menteri untuk disetujui dan disahkan;
8. memberikan penjelasan kepada Menteri mengenai laporan tahunan;

The Board of Directors is an organ of Perum LPPNPI tasked to carry out all actions that are related to the Management of Perum LPPNPI, for the interest of Perum LPPNPI and in accordance with the objectives and purposes of Perum LPPNPI, and to represent Perum LPPNPI both inside and outside the Court, regarding all matters and events, with limitations stipulated in the provisions of applicable laws and regulations.

Obligations and Authority of Board of Directors

The obligations of Board of Directors in managing Perum LPPNPI are as follows:

1. *to undertake and ensure the implementation of business and operational activities of Perum LPPNPI in accordance with the purposes and objectives as well as business activities;*
2. *to prepare in due course the Long- Term Plan, Work Plan Budget and the amendment, and to submit it to the Board of Commissioners and the Minister for approval by the Minister in accordance with the applicable provisions;*
3. *to provide an explanation to the Minister regarding the Company's Long-Term Plan and Company Work Plan and Budget;*
4. *to make minutes of Board of Directors meetings;*
5. *to prepare annual report as a form of accountability of the Management of Perum LPPNPI, and financial documents in accordance with the prevailing Laws regarding Documents of Perum LPPNPI;*
6. *to prepare financial statements based on the Financial Accounting Standards and to submit it to Public Accountants for audits;*
7. *to submit annual reports, including financial statements, to the Minister for approval and validation;*
8. *to provide explanation to the Minister regarding annual report;*



9. memelihara risalah rapat Dewan Pengawas dan risalah rapat Direksi, laporan tahunan, dokumen keuangan, dan dokumen lain;
 10. menyimpan di tempat kedudukan Perum LPPNPI, risalah rapat Dewan Pengawas dan risalah rapat Direksi, laporan tahunan, dokumen keuangan, dan dokumen lain;
 11. menyusun sistem akuntansi sesuai dengan Standar Akuntansi Keuangan dan berdasarkan prinsip pengendalian intern, terutama fungsi Pengurusan, pencatatan, penyimpanan, dan Pengawasan;
 12. memberikan laporan berkala menurut cara dan waktu sesuai dengan ketentuan yang berlaku, serta laporan lainnya setiap kali diminta oleh Dewan Pengawas dan/atau Menteri;
 13. menyiapkan susunan organisasi Perum LPPNPI lengkap dengan perincian dan tugasnya;
 14. memberikan penjelasan tentang segala hal yang ditanyakan atau yang diminta anggota Dewan Pengawas dan Menteri;
 15. menyusun dan menetapkan blue print organisasi Perum LPPNPI;
 16. menjalankan kewajiban lainnya sesuai dengan ketentuan yang diatur dalam Peraturan Pemerintah No. 77 Tahun 2012 dan yang ditetapkan oleh Menteri berdasarkan ketentuan peraturan perundang-undangan;
 17. Menunjuk salah seorang anggota Direksi sebagai penanggung jawab dalam penerapan dan pemantauan GCG (dalam Rapat Direksi);
 18. Mempertimbangkan risiko usaha dalam setiap pengambilan keputusan/tindakan;
 19. Membangun dan melaksanakan program manajemen risiko korporasi secara terpadu yang merupakan bagian dari pelaksanaan program GCG;
9. *to maintain the minutes of Board of Commissioners meetings and Board of Directors meetings, annual reports, financial documents and other documents;*
 10. *to safely keep at Perum LPPNPI, the minutes of Board of Commissioners meetings and Board of Directors meetings, annual reports, financial documents, and other documents;*
 11. *to prepare accounting system in accordance with the Financial Accounting Standards and the internal control principles, particularly regarding the functions of Management, Recording, Storage and Supervision;*
 12. *to provide periodic reports in any manner and due time in accordance with the applicable provisions, as well as other reports whenever requested by the Board of Commissioners and/or the Minister;*
 13. *to prepare the organizational structure of Perum LPPNPI complete with details and duties;*
 14. *to provide an explanation of all matters asked or requested by the members of Board of Commissioners and the Minister;*
 15. *to prepare and establish the blueprint of Perum LPPNPI's organization;*
 16. *to perform other obligations in accordance with the provisions stipulated in the Government Regulation No. 77 of 2012 and stipulated by the Minister under the provisions of laws and regulations;*
 17. *to appoint a member of the Board of Directors to be responsible for GCG implementation and monitoring thereof (in Board of Directors' Meeting);*
 18. *to consider business risks in any decision making/action;*
 19. *to establish and implement an integrated corporate risk management program which is part of the GCG program implementation;*

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| <p>20. Menetapkan suatu sistem pengendalian intern yang efektif untuk mengamankan investasi dan aset perusahaan.</p> <p>21. Menyusun ketentuan yang mengatur mekanisme pelaporan atas dugaan penyimpangan pada perusahaan.</p> <p>22. Menetapkan tatakelola teknologi informasi yang efektif.</p> <p>23. memberi izin kepada Pemilik Modal untuk memeriksa seluruh Daftar, Risalah dan Dokumen Keuangan Perusahaan dan dokumen lainnya.</p> | <p>20. <i>to establish an effective internal control system to secure Company's investment and assets;</i></p> <p>21. <i>to establish provisions governing the reporting mechanism for alleged irregularities in the Company;</i></p> <p>22. <i>to establish effective information technology governance;</i></p> <p>23. <i>to allow the Capital Owner to examine all Company's Lists, Minutes and Financial Documents and other documents.</i></p> |
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Dalam melaksanakan tugasnya, Direksi berwenang untuk:

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| <p>1. menetapkan kebijakan Pengurusan Perum LPPNPI;</p> <p>2. mengatur penyerahan kekuasaan Direksi kepada seorang atau beberapa orang anggota Direksi untuk mengambil keputusan atas nama Direksi atau mewakili Perum LPPNPI di dalam dan di luar pengadilan;</p> <p>3. mengatur penyerahan kekuasaan Direksi kepada seorang atau beberapa orang pekerja Perum LPPNPI baik sendiri-sendiri maupun bersama-sama atau kepada orang lain, untuk mewakili Perum LPPNPI di dalam dan di luar pengadilan;</p> <p>4. mengatur ketentuan tentang ketenagakerjaan Perum LPPNPI termasuk penetapan gaji, pensiun atau jaminan hari tua, dan penghasilan lain bagi pekerja Perum LPPNPI berdasarkan ketentuan peraturan perundang-undangan, dengan ketentuan penetapan gaji, pensiun atau jaminan hari tua, dan penghasilan lain bagi pekerja yang melampaui kewajiban yang ditetapkan peraturan perundang-undangan harus mendapat persetujuan terlebih dahulu dari Menteri;</p> <p>5. mengangkat dan memberhentikan pekerja Perum LPPNPI berdasarkan peraturan ketenagakerjaan Perum LPPNPI dan ketentuan peraturan perundang-undangan;</p> <p>6. mengangkat dan memberhentikan Sekretaris Perum LPPNPI;</p> | <p><i>In carrying out their duties, the Board of Directors is authorized to:</i></p> <p>1. <i>stipulate the management policy of Perum LPPNPI;</i></p> <p>2. <i>regulate the transfer of the power of the Board of Directors to one or more members of the Board of Directors to decide on behalf of the Board of Directors or to represent Perum LPPNPI inside and outside the court;</i></p> <p>3. <i>arrange proxy of the Board of Directors to an employee or several employees of Perum LPPNPI either individually or collectively or to others, to represent Perum LPPNPI inside and outside court;</i></p> <p>4. <i>regulate provisions on employment of Perum LPPNPI including the determination of salaries, pensions or old-age guarantees, and other income for Perum LPPNPI's employees in compliance with the prevailing laws and regulations, with the provision of salaries, pensions or old-age guarantees, and other income for employees which exceed obligations as stipulated in the laws and regulations must have prior approval from the Minister;</i></p> <p>5. <i>appoint and dismiss any employee of Perum LPPNPI under the labor regulation Perum LPPNPI and the provisions of laws and regulations;</i></p> <p>6. <i>appoint and dismiss the Corporate Secretary of Perum LPPNPI;</i></p> |
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7. melakukan segala tindakan dan perbuatanlainnyamengenai Pengurusan dan pemilikan kekayaan Perum LPPNPI, mengikat Perum LPPNPI dengan pihak lain dan atau pihak lain dengan Perum LPPNPI, serta mewakili Perum LPPNPI di dalam dan di luar pengadilan tentang segala hal dan segala kejadian, dengan pembatasan sebagaimana diatur dalam ketentuan peraturan perundang-undangan, Peraturan Pemerintah No. 77 Tahun 2012, dan/atau Peraturan Menteri yang ditetapkan berdasarkan ketentuan peraturan perundang-undangan.

KRITERIA ANGGOTA DIREKSI

Kriteria pokok bagi Direksi ialah sebagai berikut:

1. Mampu melaksanakan perbuatan hukum dan tidak pernah dinyatakan pailit atau menjadi anggota Direksi atau Komisaris atau Dewan Pengawas yang dinyatakan bersalah menyebabkan suatu Perseroan atau Perum dinyatakan pailit atau orang yang tidak pernah dihukum karena melakukan tindak pidana yang merugikan keuangan negara.
2. Memiliki keahlian khusus yang sangat diperlukan dan bermanfaat bagi Perum LPPNPI.
3. Memiliki pengalaman yang memadai di dalam industri penerbangan.
4. Memiliki kepemimpinan, integritas, jujur, etika/perilaku yang baik dan profesional.
5. Memiliki dedikasi yang tinggi untuk memajukan dan mengembangkan Perum LPPNPI sesuai dengan fungsi dan peran yang diamanatkan kepadanya, serta menghargai pandangan pihak lain dan tidak kaku dalam memandang masalah.
6. Memiliki visi yang jelas tentang arah dan tujuan perusahaan di masa yang akan datang.
7. Memiliki komitmen untuk mematuhi peraturan Perum LPPNPI dan ketentuan perundang-undangan yang berlaku.

7. *perform all other actions concerning the Management and asset ownership of Perum LPPNPI, bind Perum LPPNPI with other parties and/or other parties with Perum LPPNPI, and represent Perum LPPNPI inside and outside the court on all subject matters and events, with limitations as stipulated in the provisions of laws and regulations, Government Regulation No. 77 of 2012, and/or Minister Regulation determined based on the prevailing laws and regulations.*

Criteria of Board of Directors

The primary criteria for a member of Board of Directors are as follows:

1. *Have the ability to perform legal acts and have never been declared bankrupt or been a member of Board of Directors or Board of Commissioners who is sentenced guilty of causing a company or public company to be declared bankrupt, or an individual who has never been convicted of a criminal act which is detrimental to state's finances.*
2. *Possess special skills that are highly necessary and useful for Perum LPPNPI.*
3. *Possess sufficient experience in the aviation industry.*
4. *Possess leadership, integrity, honest, ethics/good behavior and professional.*
5. *Possess high dedication to promote and develop Perum LPPNPI in accordance with the functions and roles mandated, and respect the views of others and is not rigid in viewing at the problem.*
6. *Possess a clear vision of the direction and purpose of the Company in the future.*
7. *Possess commitment to complying with Perum LPPNPI's regulations as well as the prevailing laws and regulations.*

8. Memiliki komitmen dalam melaksanakan tugasnya untuk menerapkan prinsip profesionalisme, efisiensi, transparansi, kemandirian, akuntabilitas, pertanggungjawaban, serta kewajaran.
9. Mampu mewakili perusahaan di hadapan publik, Pemilik Modal, dan stakeholders lainnya.

8. Possess commitment to performing their duties in applying principles of professionalism, efficiency, transparency, independence, accountability, responsibility, and fairness.
9. Have the ability to represent the Company before the public, Capital Owner, and other stakeholders.

KOMPOSISI DIREKSI

Berdasarkan Keputusan Menteri BUMN No. SK-42/MBU/3/2017 tanggal 2 Maret 2017 tentang Pemberhentian dan Pengangkatan Anggota-Anggota Direksi Perusahaan Umum (Perum) Lembaga Penyelenggara Pelayanan Navigasi Penerbangan Indonesia, adalah sebagai berikut:

Composition of Board of Directors

Pursuant to the Decree of Minister of SOE No. SK-42/MBU/3/2017 dated March 2, 2017 regarding Dismissal and Appointment of Members of Board of Directors of Perusahaan Umum (Perum) Lembaga Penyelenggara Pelayanan Navigasi Penerbangan Indonesia, the composition of Board of Directors of the Company is as follows:

DIREKSI

Board of Directors

Direktur Utama *President Director*
Direktur Operasi *Director of Operations*
Direktur Personalia & Umum

Director of Human Capital & General Affairs

Direktur Keuangan *Director of Finance*

Direktur Keselamatan, Keamanan & Standarisasi
Director of Safety, Security & Standardization

: Novie Riyanto Rahardjo

: Wisnu Darjono

: Rahadi Sulistyono

: Triyana

: Yurlis Hasibuan

Tugas dan Tanggung Jawab Masing-Masing Direksi

Direktur Utama

1. Menjalankan tugas pokok Perusahaan sesuai dengan Anggaran Dasar Perusahaan dan melakukan tugas lain sesuai dengan kebijakan yang ditetapkan oleh Rapat Pemilik Modal.
2. Mengkoordinasikan pelaksanaan kebijakan Direksi yang dilakukan oleh para Direktur dan mengendalikan pelaksanaan tugas pengawasan intern, kesekretariatan perusahaan, serta pengadaan barang dan jasa.

Duties and Responsibilities of Each Director

President Director

1. Carries out the Company's principal duties in accordance with the Company's Articles of Association, and other duties in accordance with the policies stipulated by the Meeting of Capital Owners;
2. Coordinates the implementation of Board of Directors' policies by the Board of Directors and controls the implementation of internal audit duties, corporate secretariat, and procurement of goods and services thereof.



DIREKTUR OPERASI

Direktur Operasi mempunyai tanggung jawab menyelenggarakan fungsi pengelolaan kegiatan operasi pelayanan navigasi penerbangan secara terpusat yang mencakup:

1. Perumusan dan penyusunan program pelayanan navigasi penerbangan yang meliputi Pengendalian Lalu Lintas Penerbangan (ATC services), Komunikasi Penerbangan dan Informasi Aeronautika (Aeronautical Communication and Aeronautical Information Services), Pengelolaan Manajemen Arus Lalu Lintas Penerbangan dan Sistem Layanan Lalu Lintas Penerbangan (Air Traffic Flow Management and Air Traffic Services System), Pelayanan Informasi Meteorologi Penerbangan (Aeronautical Meteorological Services/MET), Pelayanan Informasi Pencarian dan Pertolongan (Search and Rescue/SAR);
2. Pelaksanaan dan pengendalian program pelayanan navigasi penerbangan dan personel pelayanan navigasi penerbangan serta pelaporan penyelenggaraan pelayanan navigasi penerbangan pada setiap unit yang memberikan pelayanan navigasi penerbangan;
3. Pencatatan dan pelaporan, analisa dan evaluasi data serta perencanaan pelayanan navigasi penerbangan menuju pelayanan yang efektif dan efisien;
4. Perencanaan kebutuhan, kedinasan (roostering), pengembangan dan pembentukan karakter personel pelayanan navigasi penerbangan (Air Traffic Controller/ ATC, Flight Service Officer/FSO dan Aeronautical Information Services/AIS).

DIREKTUR PERSONALIA DAN UMUM

Direktur Personalia dan Umum mempunyai tanggung jawab menyelenggarakan fungsi

Director of Operations

Director of Operations is responsible for carrying out the function of managing the operation activities of air navigation services in a centralized manner that includes:

1. *Formulation and preparation of programs for air navigation services, covering ATC services, Aeronautical Communication and Aeronautical Information Services, Air Traffic Flow Management and Air Traffic Services System, Aeronautical Meteorological Services (MET), and Search and Rescue (SAR) Services;*
2. *Implementation and control of air navigation service program and air navigation service personnel, and reporting of the implementation of air navigation services on each unit providing air navigation services;*
3. *Recording and reporting as well as analysis and evaluation of data and planning of air navigation services towards the provision of effective and efficient services;*
4. *Needs for planning, roostering, development and character building of air navigation service personnel (Air Traffic Controller/ATC, Flight Service Officer/FSO and Aeronautical Information Services/AIS).*

Director of Human Capital and General Affairs

Director of Human Capital and General Affairs is responsible for carrying out the function of managing human capital and

pengelolaan kegiatan personalia dan umum secara terpusat yang mencakup:

1. Pengembangan organisasi yang efektif dan pengembangan personel melalui asesmen, penilaian kinerja, pengembangan kompetensi, pendidikan, pelatihan serta penyelenggaraan sertifikasi dan pola karir;
2. Perencanaan personel mencakup analisa beban kerja dan penentuan formasi personel;
3. Pembinaan, pengendalian dan pelaksanaan pengelolaan Manajemen Personalia secara terintegrasi yang mencakup pengadaan karyawan, administrasi pengelolaan personalia (Pengangkatan, Penempatan, mutasi dan pemberhentian), remunerasi (penggajian, pensiun/jaminan hari tua, program jaminan kesehatan karyawan dan kesejahteraan lainnya);
4. Pengelolaan hubungan industrial dan penyusunan peraturan perusahaan di bidang personalia;
5. Pengelolaan administrasi umum, penatausahaan surat-menyurat dan kearsipan, fasilitas perkantoran dan karyawan, merawat bangunan perkantoran beserta kebersihan dan keindahan kantor, perjalanan dinas dan kerumahtanggaan.

DIREKTUR KEUANGAN

Direktur Keuangan mempunyai tanggung jawab menyelenggarakan fungsi pengelolaan kegiatan Keuangan secara terpusat yang mencakup:

1. Penyusunan Rencana Kerja dan Anggaran Perusahaan;
2. Perencanaan, pelaksanaan serta evaluasi otorisasi anggaran eksploitasi dan investasi perusahaan;
3. Perencanaan, pelaksanaan dan evaluasi pendapatan dan pembiayaan perusahaan;
4. Perencanaan, pengendalian, pencatatan dan evaluasi aset;
5. Penyusunan laporan keuangan perusahaan.

general affairs activities in a centralized manner that includes:

1. *Effective organization and personnel development through assessment, performance appraisal, competency development, education, training, certification implementation and career pattern;*
2. *Personnel planning which includes analysis of workload and determination of personnel formation;*
3. *Development, control and implementation of an integrated Personnel Management that includes employee procurement, personnel management (appointment, placement, transfer and dismissal), remuneration (wage, pension/old age insurance, employee health insurance program and other welfare programs);*
4. *Management of industrial relations and preparation of Company's regulations in the field of human capital;*
5. *Management of general administration, document administration and archival, office and employee facilities, maintenance of office buildings as well as cleanliness and beauty of office, official travel and household services.*

Director of Finance

Director of Finance is responsible for carrying out the function of managing the Company's finance in a centralized manner that includes:

1. *Preparation of Work Plan and Budget of the Company;*
2. *Planning, implementation and evaluation of budget authorization for exploitation and investment of the Company;*
3. *Planning, implementation and evaluation of corporate income and financing;*
4. *Planning, controlling, recording and evaluation of assets;*
5. *Preparation of the Company's financial statements.*



DIREKTUR KESELAMATAN, KEAMANAN DAN STANDARDISASI

Direktur Keselamatan, Keamanan dan Standardisasi mempunyai tanggung jawab menyusun kebijakan keselamatan dan keamanan yang meliputi perumusan sistem dan Standard Operating Procedure (SOP), spesifikasi teknik di bidang keselamatan, keamanan, kesehatan dan lingkungan kerja melalui penentuan standar keselamatan, penentuan standar pengamanan objek vital, monitoring, supervise, inspeksi, audit, evaluasi, dan peningkatan standar mutu keselamatan dan keamanan pelayanan navigasi penerbangan yang berkelanjutan serta melaksanakan program kegiatan keamanan objek vital operasional termasuk perkantoran secara terpusat yang mencakup:

1. Menyiapkan kebijakan berkala korporat di bidang keselamatan, keamanan, standardisasi, kesehatan dan lingkungan kerja di bidang layanan navigasi penerbangan sesuai dengan ketentuan yang berlaku guna menjamin dicapainya kinerja pemenuhan persyaratan sertifikasi (mandatory certification level), tidak lanjut program aksi korektif sampai tolak ukur keselamatan yang dapat diterima (acceptable level of safety performance), efektivitas dan efisiensi kegiatan keselamatan, keamanan dan standardisasi jasa layanan navigasi penerbangan yang optimal;
2. Mengkoordinir, mengoperasikan dan melakukan pengawasan kegiatan keselamatan, keamanan, standardisasi, kesehatan dan lingkungan kerja bidang layanan navigasi penerbangan pada seluruh unit kerja perusahaan;
3. Melaksanakan program kegiatan standardisasi dan manual sistem navigasi udara, manajemen desain prosedur penerbangan dan sertifikasi layanan navigasi penerbangan;

Director of Safety, Security and Standardization

Director of Safety, Security and Standardization is responsible for carrying out the function of preparing policies of safety and security, covering the formulation of systems and Standard Operating Procedure (SOP), technical specification in the field of security, occupational health and safety, and the environment through the determination of safety standards, vital object security standards, monitoring and supervision, inspection, audit, evaluation and improvement of safety and security quality standards in the field of air navigation in a sustainable manner, as well as carrying out the activity of operational vital object security, including offices, in a centralized manner that includes:

1. *Preparation of corporate periodic policies in the field of safety, security, standardization, health and work environment in the field of air navigation services in accordance with the prevailing provisions to ensure the achievement of mandatory certification level performance, corrective action program continuity to achievement of safety benchmarks that are acceptable (acceptable level of safety performance), effectiveness and efficiency of safety, security and standardization activities of optimal air navigation services;*
2. *Coordination, operation and supervision of safety, security, standardization, health and work environment in the field of air navigation services on all work units of the Company;*
3. *Implementation of standardization programs and air navigation system manual, flight procedure design management and certification of air navigation services;*

4. Melaksanakan program kegiatan komunikasi dan kepatuhan keselamatan, kegiatan asesmen dan analisa risiko keselamatan, investigasi dan audit keselamatan serta informasi keselamatan dan kepatuhan keselamatan;
5. Melaksanakan program kegiatan kesehatan kerja, lingkungan kerja dan pengamanan objek vital operasional termasuk perkantoran;
6. Menyiapkan laporan berkala dan laporan khusus hasil kegiatan keselamatan, keamanan dan standardisasi layanan navigasi penerbangan sesuai dengan ketentuan yang berlaku;
7. Melakukan evaluasi terhadap kegiatan keselamatan, keamanan dan standardisasi layanan navigasi penerbangan.

4. *Implementation of programs of communication activities and compliance safety, assessment activities and safety risk analysis, investigation and safety audit as well as safety and compliance safety information;*
5. *Implementation of occupational health programs, work environment and secure operational vital objects including offices;*
6. *Preparation of periodic reports and special reports on safety, security and standardization of air navigation services in accordance with applicable regulations;*
7. *Evaluation of safety, security and standardization of air navigation services.*

PEDOMAN TATA TERTIB KERJA DIREKSI

Board Manual merupakan petunjuk tata laksana kerja Dewan Pengawas dan Direksi Perum LPPNPI yang menjelaskan tahapan aktivitas secara terstruktur, sistematis, mudah dipahami dapat dijalankan dengan konsisten sehingga dapat menjadi acuan bagi Dewan Pengawas dan Direksi dalam melaksanakan tugas masing-masing dalam mencapai Visi dan Misi Perusahaan.

Board Manual dimaksudkan untuk menjelaskan hubungan kerja Dewan Pengawas dan Direksi dalam melaksanakan tugas sesuai peran dan fungsinya, agar tercipta pengelolaan Perusahaan secara profesional, transparan dan efisien.

Ruang lingkup Board Manual Perum LPPNPI meliputi Pendahuluan, Dewan Pengawas, Direksi, Tata Laksana Hubungan Kerja Dewan Pengawas dan Direksi, Tata Laksana Persetujuan dan Pengambilan Keputusan Dewan Pengawas dan Direksi, dan Penutup.

Board Manual of Board of Directors

Board Manual is the direction of work procedure for the Board of Commissioners and Board of Directors of Perum LPPNPI which describes phases of activity in a structured and systematic manner that is easily understood and can be performed consistently, so as to become a reference for the Board of Commissioners and Board of Directors in carrying out their respective duties to achieve the Company's Vision and Mission.

Board Manual is intended to describe work relationship between the Board of Commissioners and Board of Directors in carrying out their duties according to the roles and functions, in order to achieve a professional, transparent and efficient management of the Company.

The scope of Board Manual of Perum LPPNPI includes Introduction, Board of Commissioners, Board of Directors, Work Relationship of Board of Commissioners and Board of Directors, Approval and Decision-making Procedures of the Board of Commissioners and Board of Directors, and Closing.



KETENTUAN RAPAT DIREKSI

Rapat Direksi harus diadakan secara berkala, sekurang-kurangnya sekali dalam setiap bulan, dan Direksi harus menetapkan tata tertib Rapat Direksi. Dalam rapat tersebut Direksi dapat mengundang Dewan Pengawas. Rapat Direksi membicarakan masalah dan bisnis perusahaan, pembuatan keputusan yang dipandang perlu, dan juga membuat evaluasi pelaksanaan bisnis perusahaan. Direksi juga akan selalu berkoordinasi dengan Dewan Pengawas dalam rapat koordinasi minimal 1 (satu) bulan sekali untuk aspek-aspek strategis. Di samping rapat terjadwal, Rapat Direksi dapat dilakukan kapanpun apabila diperlukan.

Risalah Rapat Direksi harus dibuat untuk setiap Rapat Direksi yang memuat segala sesuatu yang dibicarakan dan diputuskan dalam Rapat, termasuk tetapi tidak terbatas pada pendapat-pendapat yang berkembang dalam rapat, baik pendapat yang mendukung maupun yang tidak mendukung atau pendapat berbeda (dissenting opinion), serta alasan ketidakhadiran anggota Direksi, apabila ada. Risalah rapat dibuat oleh Sekretaris Perusahaan dan harus ditandatangani oleh setiap anggota yang hadir.

Setiap anggota Direksi berhak menerima salinan risalah Rapat Direksi, baik yang bersangkutan hadir maupun tidak hadir dalam Rapat Direksi tersebut. Risalah asli dari setiap Rapat Direksi harus disimpan oleh Perum LPPNPI. Laporan Tahunan Perum LPPNPI harus memuat jumlah rapat Direksi dan jumlah kehadiran masing-masing anggota Direksi.

Direksi melakukan evaluasi terhadap pelaksanaan keputusan hasil rapat sebelumnya. Di dalam setiap rapat, Direksi melakukan evaluasi (pemantauan progress)

Provisions of Board of Directors Meetings

Meetings of the Board of Directors shall be held regularly, at least once every month, and the Board of Directors shall establish the rules of Board of Directors Meeting. In the meeting, the Board of Directors may invite the Board of Commissioners. The Board of Directors meetings discuss Company's issues and business, make decisions that are deemed necessary, as well as evaluate the Company's business practices. The Board of Directors shall always coordinate with the Board of Commissioners in a coordination meeting at least once in every month for discussing strategic aspects. In addition to the scheduled meetings, the Board of Directors Meeting may be conducted at any time deemed necessary.

Minutes of meeting shall be made in each Board of Directors meeting which consists subject matters discussed and decided in the meeting, including but not limited to opinions addressed in the meeting, either supportive, non-supportive or dissenting opinion, and reasons for the absence of a member of Board of Commissioners, if any. The minutes of meeting shall be prepared by the Corporate Secretary and signed by each member of Board of Directors attending the meeting.

Every member of Board of Directors is entitled to receive a copy of the minutes of Board of Directors meeting, whether they are present or absent in the Board of Directors meeting. The original minutes of each Board of Directors meeting shall be kept by Perum LPPNPI. The Annual Report of Perum LPPNPI must contain the number of Board of Directors meetings and attendance of each member of the Board of Directors.

The Board of Directors conducts an evaluation on the implementation of decisions or follow-up of the results of previous meetings. In every meeting, the Board of Directors conducts an evaluation (monitoring progress) on

terhadap pelaksanaan keputusan hasil rapat sebelumnya dan membahas tindak lanjut terhadap permasalahan yang pada rapat sebelumnya belum selesai dilakukan pembahasan.

the implementation of the decisions of previous meeting and discusses follow up on problems arising in previous meeting which have not been thoroughly discussed.

Agenda Rapat
Meeting Agenda

Waktu / Date of Meeting	Agenda Rapat / Meeting Agenda
13 Maret 2017 / March 13, 2017	1. Pembahasan Operasional 2. Investasi 2017 <i>1. Discussion on Operations 2. Investment in 2017</i>
22 Maret 2017 / March 22, 2017	1. Persiapan Laporan Audited Keuangan 2016 <i>Preparation for Audit of Financial Statements 2016</i>
27 Maret 2017 / March 27, 2017	1. Investasi 2017 2. Tata Laksana Organisasi 3. Pembahasan Operasional <i>1. Investment in 2017 2. Organization Administration 3. Discussion on Operations</i>
3 April 2017 / April 3, 2017	1. Penyelesaian Uang Muka Perusahaan 2. Kebijakan atas Pelaksanaan FT dan FAT <i>1. Settlement of Company's Advances 2. Policy on the Implementation of FT and FAT</i>
17 April 2017 / April 17, 2017	1. Tindak Lanjut Kunjungan Menteri Perhubungan 2. Paparan Konsep Peraturan Direksi terkait Pedoman Pengadaan <i>1. Follow-up of the Visit of Ministry of Transportation 2. Presentation of Board of Directors' Regulation Concept in relation to the Procurement Guidelines</i>
16 Mei 2017 / May 16, 2017	1. Progress Investasi 2017 2. Progres Tarif PJNP 3. Pembahasan Safety 4. Pembahasan Struktur Organisasi <i>1. Progress of Investment in 2017 2. Progress of PJNP Tariff 3. Discussion on Safety 4. Discussion on Organization Structure</i>
31 Mei 2017 / May 31, 2017	1. Progress Pengadaan New JATSC 2. Progress atas centralized FPL 3. Kerjasama dengan MITRE 4. Pengalihan fungsi VHF JATSC untuk sektor ABC <i>1. Progress of the Procurement of New JATSC 2. Progress of centralized FPL 3. Cooperation with MITRE 4. Transfer of VHF JATSC function for ABC sector</i>
19 Juni 2017 / June 19, 2017	1. Tindak lanjut MITRE 2. Persiapan Rapat Dewas 3. Laporan T4DK untuk Kasus Sdr. Arie Darmana <i>1. Follow-up of MITRE 2. Preparation for Board of Commissioners Meeting 3. T4DK report for the case of Arie Darmana</i>
3 Juli 2017 / July 3, 2017	1. Pembahasan Surat Dirjen AU.313/1/1/DRJU.DNP-2017 2. Kelengkapan Alat Bantu Navigasi di Bandara Lampung 3. Persiapan Laporan BPKP atas Pengadaan New JATSC 4. Reorganisasi, COP dan Bonus Karyawan <i>1. Discussion of Letter from the Director General No. AU.313/1/1/DRJU.DNP-2017 2. Completion of Navigation Supporting Equipment in Bandar Lampung 3. Preparation for BPKP Report on the Procurement of New JATSC 4. Reorganization, COP and Employee Bonus</i>



Waktu / Date of Meeting	Agenda Rapat / Meeting Agenda
17 Juli 2017 / July 17, 2017	1. Pemaparan Pekerjaan Jasa Konsultasi Masterplan dan DED Infrastruktur Operasional dan Gedung Perkantoran Seluruh Kantor AirNav Indonesia <i>Presentation of Master Plan Consultancy Service and Infrastructure DED of the Operations as well as all Office Buildings of AirNav Indonesia</i>
1 Agustus 2017/ August 1, 2017	1. Investasi 2017 2. Permasalahan Karyawan dan Operasional a. Runway Capacity & SLOT b. Penerbangan Haji 2017 c. THT eks Karyawan AP1 <i>1. Investment in 2017 2. Issues regarding the Employees and Operations a. Runway Capacity & SLOT b. Haj Flight 2017 c. Old-Age Allowance for ex-employees of AP 1</i>
14 Agustus 2017/ August 14, 2017	1. Progres Investasi 2017 2. Struktur Organisasi <i>1. Progress of Investment in 2017 2. Organization Structure</i>
2 Oktober 2017/ October 2, 2017	1. Tindak Lanjut RJPP 2018 – 2022 2. Progres Investasi 2017 3. Pembahasan Kepegawaian <i>1. Follow-up of the RJPP of 2018-2022 2. Progress of Investment in 2017 3. Discussion on Employment</i>
9 Oktober 2017/ October 9, 2017	1. Tindak Lanjut Pembahasan Organisasi 2. Laporan Progress Pengadaan New JATSC <i>1. Follow-up of the Discussion on Organization 2. Progress Report of the Procurement of New JATSC</i>
16 Oktober 2017/ October 16, 2017	1. Pembahasan RJPP 2. Tindak Lanjut Pembahasan Organisasi 3. Pemaparan Investasi <i>1. Discussion of RJPP 2. Follow-up on the Discussion on Organization 3. Presentation on Investment</i>
30 Oktober 2017/ October 30, 2017	1. Pembahasan RKAP 2018 2. Tindak Lanjut Struktur Organisasi <i>1. Discussion on the 2018 RKAP 2. Follow-up of the Organization Structure</i>
27 November 2017/November 27, 2017	1. Prognosa Realisasi RKAP 2017 2. Usulan Revisi Per 031 Pengadaan <i>1. Prognosis for the Realization of 2017 RKAP 2. Recommendation for the Revision of Per 031 Procurement</i>
28 November 2017/November 28, 2017	1. Penempatan Jabatan dalam Organisasi <i>Placement of Position in the Organization</i>
18 Desember 2017 / December 18, 2017	1. Tindak Lanjut Pembahasan New JATSC dalam Rangka IMANS 2. Progres Tower 3. Progres Papua 4. Pembahasan Organisasi – AIM & Training <i>1. Follow-up of the Discussion on New JATSC in the framework of IMANS 2. Tower Progress 3. Papua Progress 4. Discussion on the Organization – AIM & Training</i>

Frekuensi Kehadiran Rapat
Meeting Attendance Frequency

Nama / Name	Jumlah Rapat / Total Meetings	Kehadiran / Attendance	%
Novie Riyanto Rahardjo	19	19	100
Wisnu Darjono	19	19	100
Rahadi Sulistyio	19	19	100
Triyana	19	19	100
Yurlis Hasibuan	19	19	100



PENILAIAN KINERJA DEWAN PENGAWAS DAN DIREKSI

Assessment on Performances of Board of Commissioners and Board of Directors

Kinerja manajemen perusahaan diukur berdasarkan KPI yang tercantum dalam kontrak manajemen dan SK Menteri BUMN No: KEP-100/MBU/2002 tanggal 4 Juni 2002 tentang Penilaian Tingkat Kesehatan Badan Usaha Milik Negara.

The performance of the Company's management is measured based on the KPI stipulated in the management contract and the Decree of Minister of SOE No. KEP-100/MBU/2002 dated June 4, 2002 regarding Assessment on Health Level of State-Owned Enterprises.

Uraian / Description		Bobot / Value	Target	Realisasi / Realization	Rasio / Ratio	Skor / Score
PERSPEKTIF KEUANGAN DAN PASAR <i>Financial and Market Perspective</i>		20,00				18,29
1	Collection Period	7,00	45 hari/ days	60 hari/ days	76%	5,29
2	EBITDA Margin	7,00	19%	29%	152%	7,00
3	Current Ratio	6,00	125,9%	317%	252%	6,00
PERSPEKTIF FOKUS PELANGGAN <i>Customer Focus Perspective</i>		24,00				23,93
4	Customer Satisfaction Index	6,00	80%	81%	101,3%	6,00
5	ATS Level of Services -Flight Level	6,00	85%	90,84%	107%	6,00
6	ATS Level of Services - OTP	6,00	85%	83,97%	99%	5,93
7	Acceptable Level of Safety	6,00			115,7%	6,00
	En Route Environment (BOS/100.000FH)		3,2	2,45	130,6%	
	Terminal & Tower Environment		99%	99,73%	100,7%	
PERSPEKTIF EFEKTIVITAS PRODUK & PROSES <i>Perspective of Product & Process Effectiveness</i>		20,00				19,31
8	Jumlah Penanganan Pesawat <i>Number of Aircraft Handling</i>	6,00	560 unit/ units	653,40 unit/ units	116,7%	6,00
9	Penyerapan Investasi <i>Investment Absorption</i>	7,00			91,0%	6,37
	Realisasi Kontrak <i>Contract Realization</i>	100			95,59%	95,6
	Realisasi Fisik <i>Physical Realization</i>	75	64,74%	86,3%		
10	Facility Readiness	7,00			99,2%	6,94
	Navigation Facility Readiness		99,8%	98,38%	98,6%	
	Communication Facility Readiness		99,8%	99,17%	99,4%	
	Surveillance Facility Readiness		99,8%	99,32%	99,5%	
PERSPEKTIF TENAGA KERJA <i>Labor Perspective</i>		18,00				18,00
11	Mandatory Certification Level	9,00	98%	98,15%	100%	9,00
12	Human Capital Readiness	9,00	75%	95,40%	127%	9,00



Uraian / Description		Bobot / Value	Target	Realisasi / Realization	Rasio / Ratio	Skor / Score
PERSPEKTIF KEPEMIMPINAN, TATA KELOLA & TANGGUNG JAWAB KEMASYARAKATAN <i>Perspective of Leadership, Governance & Social Responsibility</i>		18,00				17,92
13	Nilai GCG GCG Score	6,00	75 poin/points	74 poin/points	99%	5,92
14	Nilai KPKU KPKU Score	6,00	376 poin/points	446,75 poin/points	119%	6,00
15	Pemenuhan Laporan Keuangan melalui Portal BUMN <i>Fulfillment of Financial Statements through SOE Portal</i>	6,00	100%	100%	100%	6,00
Jumlah / Total		100				97,45

Skor KPI pada Tahun 2017 adalah 97,45% dari target 100,00%. Penyebab dominan tidak tercapainya target adalah:

1. Penyesuaian biaya PJNP yang belum teralisasi sehingga pertumbuhan pendapatan teralisasi di bawah RKAP
2. Dan realisasi kontrak investasi maupun kontrak fisik yang belum terealisasi sesuai target yang direncanakan di RKAP.

KPI Score of 2017 was 97,45% out of the targeted 100.00%. The dominant factors causing such failure in achieving the target were:

1. *Adjustment of PJNP fee that has not been realized so that the realized growth of revenue was below the RKAP.*
2. *Unrealized investment contract and physical contract according to the target set in the RKAP.*

Tingkat Kesehatan Perusahaan Company Health Index

Uraian / Description	Bobot / Value	Skor / Score	
		2017	2016
Aspek Keuangan/ Financial Aspect			
. Imbalan kepada Pemegang Saham/ <i>Return On Equity (ROE)</i>	15,00	15,00	15,00
. Imbalan Investasi/ <i>Return On Investment (ROI)</i>	10,00	8,00	9,00
. Rasio Kas/ <i>Cash Ratio (Immediate Sol vency)</i>	3,00	3,00	3,00
. Rasio Lancar/ <i>Current Ratio</i>	4,00	3,00	3,00
. Collection Periods	4,00	4,00	4,00
. Perputaran Persediaan/ <i>Inventory Turn Over</i>	4,00	4,00	4,00
. Perputaran Total Asset/ <i>Total Assets Turn Over</i>	4,00	1,50	2,00
. Rasio Modal Sendiri terhadap Total Aset <i>Equity to Total Assets Ratio</i>	600	3,00	3,00
Jumlah Aspek Keuangan/ <i>Total Financial Aspect</i>	50,00	41,50	43,00
Aspek Operasional/ Operational Aspect			
. Pengelolaan Ekspektasi Pelanggan/ <i>Management of Customer Expectation</i>	10,50	10,50	10,50



. Acceptable Level of Safety	10,50	10,50	10,50
. Facility Readiness	7,00	7,00	6,94
. Mandatory Certification Level	7,00	7,00	6,97
Jumlah Aspek Operasional/ <i>Total Operational Aspect</i>	35,00		34,91
Aspek Administrasi/ <i>Administration Aspect</i>			
. Laporan Keuangan Tahunan/ <i>Annual Financial Statements</i>	3,00	3,00	3,00
. Rencana RKAP/ <i>Company Work Plan and Budget Plan</i>	3,00	3,00	3,00
. Laporan Periodik/ <i>Periodical Report</i>	3,00	3,00	3,00
. Kinerja Program Kemitraan dan Bina Lingkungan (PKBL) <i>Performance of Partnership and Community Development Program</i>			
' Efektivitas Penyaluran/ <i>Supply Effectiveness</i>	3,00	3,00	
'Tingkat Kolektibilitas Pengembalian Pinjaman/ <i>Return Collectability Rate</i>	3,00	3,00	3,00
, jumlah Aspek Administrasi/ <i>Total Administration Aspect</i>	15,00	15,00	12,00
Jumlah/ <i>Total</i>	100,00	91,50	89,91

Sesuai dengan Surat Keputusan Menteri Badan Usaha Milik Negara Republik Indonesia No. Kep-100/MBU/2002, tanggal 4 Juni 2002 tentang Penilaian Tingkat Kesehatan Badan Usaha Milik Negara, nilai Skor Kinerja Perum LPPNPI untuk tahun 2017 berjumlah "91,50" yang berarti tingkat kesehatannya dikategorikan menjadi "SEHAT" dengan tingkat penggolongan "AA". Sedangkan Tingkat Kesehatan tahun 2016 berjumlah "89,91" kategori "SEHAT" dengan penggolongan "AA".

Pursuant to the Decree of Minister of State-Owned Enterprise of the Republic of Indonesia No. Kep-100/MBU/2002 dated June 4, 2002 regarding Assessment of Health Level of State-Owned Enterprises, the Performance Score of Perum LPPNPI for 2017 was "91.50" which fell under the category of "HEALTHY" and classification level of "AA". Meanwhile, the Company's Health Level in 2016 was "89.91" which fell under the category of "HEALTHY" and classification level of "AA".

