

MONTHLY MONITORING REPORT

Transbay Downtown Rail Extension Project, Phase 2

Transbay Joint Powers Authority (TJPA)
San Francisco, CA

February 2023

PMOC Contract Number: 69319519D000031

Task Order Numbers: 69319522F30068N; 69319520F300044

OPs Referenced: OP25



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Length of time Assigned: 5 Months (October 2022 through February 2023)

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1.0 EXECUTIVE SUMMARY

1.1 Project Description

The Transbay Joint Powers Authority (TJPA) proposes to extend the Caltrain commuter rail line 2.4 miles from the China Basin/South Park neighborhood near the current Caltrain terminus at Fourth and King Streets to the multi-modal Salesforce Transit Center in downtown San Francisco. The Project's proposed Fourth and Townsend Street station is near Oracle Park, the home of the San Francisco Giants baseball team. The project's current estimated capital cost is between \$4.4 to \$5.0 billion. The TJPA believes that the project, known as the Transbay Downtown Rail Extension Project, Phase 2 (Transbay DTX), will improve public access to bus and rail service and accommodate projected growth in travel demand in the San Jose–San Francisco corridor. The proposed Project will connect Caltrain's regional rail system to the Salesforce Transit Center in downtown San Francisco, along with the future California High-Speed Rail Authority's statewide rail system.

1.2 Project Status

The Locally Preferred Alternative (LPA) was completed in March 2003, and NEPA was completed in February 2005 with a Record of Decision (ROD). FTA amended the ROD in July 2019, and the LPA was adopted into the region's fiscally constrained long range transportation plan in October 2021. The Project plans to formally request FTA approval to Enter Engineering in February 2023 and anticipates FTA approval in August 2023. The Project expects to enter the Engineering phase in 4Q-2023, receive a Full Funding Grant Agreement in 2025 and initiate revenue service in 2032.

Through February 24, 2023, TJPA completed work on preparation of the final draft Master Schedule and Capital Cost Estimate. On February 9, 2023, the TJPA Board approved the Master Schedule and Capital Cost Estimate and authorized the Executive Director to formally submit TJPA's request to the FTA for approval to Enter Engineering. TJPA also continued work on planned monthly, quarterly and targeted progress updates in the areas of risk management, value engineering, program funding and constructability as well as work on the property acquisitions, critical third-party agreements and engagement with the other 5 project stakeholders.

1.3 Major Issues and/or Concerns

No major issues or concerns have been identified by the PMOC at this time.

1.4 Status of Key Indicators Dashboard (Post Grant)

The Key Indicators Dashboard will be completed upon award of the Full Funding Grant Agreement and then updated monthly thereafter.

1.5 Core Accountability Items

Core Accountability Items				
		Original (Grant)	Current Forecast	PMOC Assessment of Current Forecast
Cost	Capital Cost Estimate	(Note 1)	(Note 2)	N/A
Contingency	Unallocated Contingency	(Note 1)	(Note 2)	N/A
	Allocated Contingency	(Note 1)	(Note 2)	N/A
	Total Contingency	(Note 1)	(Note 2)	N/A
Schedule	Revenue Service Date	(Note 1)	Sep. 30, 2032	Acceptable
<i>Note 1: FFGA anticipated in 2025. Note 2: Sponsor is finalizing the Capital Cost Estimate.</i>				
Project Progress:		Amount (\$M)	Percent of Total	
Total Expenditures	Actual cost of all eligible expenditures completed to date	(Note 3)	(Note 2)	
Planned Value to Date	Estimated value of all work planned to date	(Note 3)	(Note 2)	
Actual Value to Date	Actual value of all work completed to date	(Note 3)	(Note 2)	
<i>Note 3: Sponsor is compiling costs/value to date.</i>				
Contract Status:		Amount (\$)	Percent	
Total Awarded	Contracts Value of all contracts (design, support, construction, equipment) awarded; % of total value to be awarded	(Note 3)	(Note 2)	
Construction Contracts Awarded	Value of construction contracts awarded; % of total construction value to be awarded	(Note 4)	(Note 2)	
Physical Construction Completed	Value of physical construction (infrastructure) completed; % of total construction value completed	(Note 4)	(Note 2)	

Note 4: Construction start anticipated in late 2023 for Early Action contracts.				
Rolling Stock Vehicle Status		Date Awarded	No. Ordered	No. Delivered
(There are no vehicle procurements included in the project scope of work)		N/A	N/A	N/A
Major Issues	Date Identified	Status	Project Sponsor Action	PMOC Recommendation
N/A	N/A	N/A	N/A	N/A
Date of Next Quarterly Meeting (if known):			<i>Next Monthly Meeting is on March 22, 2023</i>	

2.0 OBSERVATIONS AND FINDINGS

2.1 Summary of Monitoring Activities

This report covers the period from February 1, 2023 through February 24, 2023.

PMOC monitoring included the following activities:

- *Commenced readiness review process for first group of documents verified by TJPA as ready for PMOC review.*
- *Continued to monitor and review anticipated document completion dates in the detailed OP51 checklist for tracking Sponsor documents submission, PMOC review and finalization.*
- *Worked on draft PMOC Monthly Monitoring Report for January 2023.*
- *Reviewed updated Sponsor provided presentations on Transbay DTX Project, Phase 2, that included details of the program status, current initiatives and schedule of major milestones for the 20-year Financial Plan, Critical Third-Party Agreements and Property Acquisition along the planned project alignment.*
- *Prepared agenda for the FTA/PMOC Monthly Monitoring Meeting with Sponsor on February 24, 2023 and co-directed the meeting with the FTA. Coordinated future monthly meetings with the FTA and Sponsor.*
- *Attended FTA Monthly CIG check-in meeting.*
- *Attended Sponsor program management and technical meetings:*
 - *Integrated Project Management Team semimonthly meeting*

2.2 Oversight Triggers

The PMOC will perform monthly oversight of the project and continue through the Engineering Phase to award of the Full Funding Grant Agreement in accordance with direction from the FTA.

2.3 Project Management Plan (PMP) and Sub-Plans

The Sponsor has completed preparing the Project Management Plan (PMP) and the associated sub-plans. The PMOC will commence the OP20 review of the Project Management Plan and the review of the PMP sub-plans under the associated OPs.

2.4 Management Capacity and Capability

The Sponsor is currently preparing documentation, including the PMP, to demonstrate that the Sponsor has adequate capacity and capability to manage the Transbay DTX Project. *Upon receipt of the final draft documents, now expected by February 28, 2023, the PMOC will complete the OP21 review for Management Capacity and Capability.*

2.5 NEPA Process and Environmental Mitigation

The Sponsor is currently preparing documentation, including the 30% Design Package, Design Basis and Design Criteria, to demonstrate that the Transbay DTX Project meets all the NEPA, and environmental mitigation commitments found in the FEIS and ROD. *Upon receipt of all of the final draft documents, now expected by February 28, 2023, the PMOC will complete the OP32B review for NEPA and Design Document Comparison.*

February 2023 Sponsor updates included:

- *NEPA process is on schedule.*
- *TJPA 2nd Administrative Draft is complete except for Cultural Resources and Section 4 (f) pending SHPO consultation.*
- *FTA letters to 8 Native American tribes sent Dec. 16, 2022: only 1 response; TJPA to follow-up with remaining 7 resulted in no interest; issue closed.*
- *CEQA Addendum process is completed as the statute of limitations on legal challenge has passed.*

2.6 Project Delivery Method and Procurement

The Sponsor plans to construct the project using three project delivery methods.

TJPA Board-approved delivery approach consists of:

- Enabling Works Program (Early Action contracts) for Utilities and Railyard Infrastructure Relocation, and Site demolition.
- Progressive Design-Build (PDB) for heavy civil/tunnel.
- Construction Manager-General Contractor (CMGC) for systems, track, station fit-out.

The PMOC previously noted that the proposed approach using three different project delivery methods will require a high level of both design and construction interface coordination and management.

Additionally, because the Enabling Works Program is scheduled to start during Q4-2023, prior to award of the FFGA that is targeted for 2025, TJPA has acknowledged the need for development of the basis for a Letter of No Prejudice (LONP) to qualify the costs of the Enabling Works Program under the FFGA.

2.7 Design

The Sponsor has completed preparing documentation to demonstrate that the Transbay DTX Project Preliminary 30% Design Package includes all the scope of work detailed in the Design Basis and Design Criteria and is consistent with all approved environmental review results. The PMOC will commence the OP32C review for Project Scope Review.

February 2023 Sponsor updates included:

- *All remaining outstanding 30% Design deliverables are now completed, including the Design Basis document.*
- *Advance (Enabling) Works Status*
 - *Utility Relocation*
 - *60% Utilities expected by March 3, 2023*
 - *DTX Railyard Infrastructure Relocation*
 - *NTP for the scope has been issued to GEC*
 - *Schedule workshop with Caltrain held on February 2, 2023; updated schedule is under development*
 - *Caltrain PMs are being on-boarded*
 - *Survey scheduled to start March 13, 2023*
 - *Site Demolition*
 - *Scope anticipated in a future NTP to GEC*
 - *Scheduled start in early June, completion in August 2023*

2.8 Value Engineering and Constructability Reviews

The Sponsor has conducted several Value Engineering and Constructability Reviews. The corresponding reports provided to the PMOC will be used for the PMOC's OP32C Project Scope Review.

2.9 Real Estate Acquisition and Relocation

The Sponsor has completed the Real Estate Acquisition and Management Plan (RAMP). The PMOC will commence the OP23 review of the Real Estate Acquisition and Management Plan.

February 2023 Sponsor updates included:

- *Public hearing on the Relocation Impact Study is scheduled for May 2023.*
 - *Status of property acquisitions and easements*
 - *11 total acquisitions, 3 of which are in early stages*
 - *14 partial acquisitions of subsurface easements and temporary construction easements*
 - *7 rock dowel easement acquisitions*
 - *Approximately 28 potential displaces identified – Relocation Impact Study underway, draft due April 1, 2023 for initiation of public comment period*
- *TJPA provided the status of remaining negotiations:*
 - *Caltrain*

- *TJPA continued its discussions with Caltrain on the term sheet with the goal of achieving a preliminary agreement with Caltrain prior to approaching Prologis.*
- *Prologis (property fee owner)*
 - *TJPA advised that the agreement timeline development continues to make progress but remains dependent on outcomes of TJPA’s work with Caltrain.*

The PMOC previously expressed concerns about the challenges presented in negotiating agreements involving three diverse entities: an operating rail transit agency; local city government; private sector property fee owner. Under these circumstances, the negotiation process can require additional time and may require revisions to the project design, including acquisition of the project Right-of-Way (ROW)

2.10 Third-Party Agreements and Utilities

The project requires multiple third-party agreements and the temporary and permanent relocation of a large number of existing utilities. *The PMOC continues to review the updated presentation material provided by the Sponsor and will continue a more in-depth review of specific project documents as they are made available.*

February 2023 Sponsor updates included:

- **City and County of San Francisco (CCSF) Agencies (8) – Interagency Cooperative Agreement (ICA).**
 - *The ICA will provide a single agreement between CCSF and TJPA for Phase 2 of the Transbay Program, with a common set of terms negotiated with TJPA counsel and one team from City Attorney’s Office (CAO). The ICA is supplemented by two sets of appendices: Appendix A – Real Estate; Appendix B – Technical Scopes by Agency*
 - *ICA Drafting and Approval Timeline:*
 - *Weekly negotiation meetings and monthly agency staff meetings continue*
 - *Late January 2023 – first full draft completed, including department technical scopes and ROW; comments due February 24, 2023*
 - *Late March 2023 – overall ICA finalized*
 - *April-June 2023 – Action by department boards and commissions*
- **Joint Trench Agreements**
 - *For public and private utilities, TJPA may consolidate dry utilities such as communication optical fiber into joint trenches. Limited joint trench agreements are being considered for communication utilities along Townsend Street due to the high density of subsurface existing utilities and limited clearance above the new rail tunnel. Decisions on above considerations will be determined in conjunction with negotiations and coordination as the utility design progresses to 60%.*

- *The joint trench agreements are anticipated to be drafted in 2023 as the utility relocation design progresses and shared costs are determined.*
- *Coordination with multiple fiber companies cont as the utility relocation design is advanced from 30% to 60%. There are 9 private telecom companies currently included in coordination discussions.*
- Peninsula Corridor Joint Powers Board
 - The Master Collaborative Agreement with Caltrain (MCA) will provide the respective roles and responsibilities of TJPA and Caltrain and detail the procedures for both to work cooperatively together for the design, construction, commissioning, operation, maintenance, funding, risk allocation and asset disposition of the Transbay DTX Project .TJPA continues working on the new MCA.
 - *Workplan timeline and status:*
 - *TJPA submitted to FTA a defined process and schedule for achieving a complete and signed MCA.*
 - *Term Sheet Nos. 3 (Funding Plan) and 4 (Funding and Asset Disposition) were combined; there are now a total of 7 Term Sheets.*
 - *By June 15, 2023, draft Term Sheets completed by TJPA and Caltrain working group*
 - *By August 12, 2023, final approval by TJPA and Caltrain boards*
- Pacific Gas and Electric (PG&E)
 - *TJPA continues negotiating an agreement with PG&E for providing power to the Transbay DTX project and the new underground rail station located at Fourth and Townsend Streets.*
 - *Agreement targeted completion date – August 2023.*
 - *Includes relocation of multiple gas, electric and telecom lines located along the project ROW.*
 - *Project liaisons actively working with PE&G for utility line relocations.*
 - *Coordination is actively ongoing as design is advanced to 60% stage.*

The PMOC had previously expressed the opinion is that the critical third-party agreements present a significant risk to the project based on the following observations:

- There are four critical third-party agreements identified for the project.
- Three of the agreements involve multiple parties with diverse interests in both the private and public sectors.
- The scope of the agreements is wide and includes various combinations of the following key project elements:
 - Project design coordination
 - Modifications to existing infrastructure not owned by TJPA
 - Cost sharing
 - Construction coordination and support
 - Operation and maintenance of new rail system and terminal

2.11 Construction

Construction is forecast to commence during 4Q-2023 with the Early Action Enabling contracts.

2.12 Vehicle Technology and Procurement

There are no vehicle procurements included in the project scope of work.

At the January 2023 Monthly Meeting with the FTA and PMOC, the Sponsor indicated that the current acquisition of electric rail vehicles as described in the 2018 Caltrain Rail Fleet Management Plan (RFMP) does not include a sufficient number of trains to support a 6 trains per peak hour per direction service to the Salesforce Transit Center terminal in 2032. The Sponsor's current plan is to provide 4 electrified trains per peak hour per direction to Fourth and Townsend and Transit Center Stations, and 2 diesel peak hour per direction trains to Fourth and King Station, for a total of 6 peak hour trains to and from San Francisco. It was agreed that an RFMP addendum should be considered to address the needed fleet and operational changes that would be needed to support the new service. Alternatives to an addendum included a Technical Memorandum or White Paper. The planned changes to the 2018 RFMP (addendum, Tech. Memo, White Paper) are expected in April 2023.

2.13 Project Cost

The Sponsor has completed preparing/finalizing the components of the Program Cost Estimate. The PMOC will commence the OP33 review of the Capital Cost Estimate.

February 2023 Sponsor updates included:

- **Program Funding Status**
 - *Draft Joint TJPA/Caltrain 20-Year Financial Plan is under review by both parties.*
 - *TJPA submitted application for \$60 million in TIRCP Project Development/Engineering funds on February 10, 2023. Awards are anticipated in April 2023.*
 - *TJPA reported on progress to achieve 30% of the program funding through non-CIG sources. The finance team provided a detailed breakdown of the non-CIG funding sources totaling \$1,165 million, approximately 33% of the current estimated program cost.*
 - *TJPA operating funding is from other sources; TJPA is working with Caltrain on a cost sharing arrangement for the operating the Salesforce Transit Center.*
 - *TJPA identified continuing initiatives over the coming 24 months to complete funding plan and secure remaining funding commitments needed for FFGA, including:*
 - *Pursuit of competitive grants at all levels.*
 - *Coordinated state and federal advocacy.*
 - *Regional prioritization and support.*
 - *Development of new/expanded local funding sources (e.g., Tax Increment term extension).*
 - *Consideration of financing strategies (e.g., USDOT TIFIA loan).*
 - *Incorporation of capital cost savings from Value Engineering results.*

- Program Cost Status
 - *Final Capital Cost Estimate, including recommended cost escalation, was approved by the TJPA Board on February 9, 2023.*
 - *February 2023 Draft Full Transbay DTX Project Cost Estimate is \$6,987 million.*
 - *Based on discussion with FTA-HQ, financing cost has been included in the Capital Cost Estimate.*

2.14 Project Schedule

The Sponsor has completed preparing/finalizing the Project Master Schedule. The PMOC will commence the OP34 review of the Project Schedule.

February 2023 Sponsor updates included:

The Master Schedule was approved at the TJPA February 9, 2023 Board meeting.

- *Critical Path Work/Activities:*
 - *Real Estate Relocation Impact Study*
 - *Railyard/Access/Permits*
 - *Amending initial service agreement from 2021 with Caltrain for railyard access*
 - *60% Utility Design*
 - *Design submittal is anticipated by March 3, 2023*
 - *Draft of CPUC GO 128 Form A will go to utilities participating in the joint trench agreements along with the 60% submittal for initial review*
 - *Relocation of selected Caltrain yard facilities*
 - *Design scope has been agreed to, initial NTP issued to GEC*
 - *Survey work scheduled to begin March 13, 2023, pending availability of flaggers*
 - *Caltrain has procured oversight consultant staff to direct this effort*

2.15 Project Risk

The Sponsor is currently updating/finalizing the Project Risk and Contingency Management Plan (RCMP), the Project Risk Register and the Quantitative Risk Assessment Report. Upon receipt of the final draft documents, now expected by February 28, 2023, the PMOC will complete their review of the RCMP and lead the FTA OP40 Risk and Contingency Review process. The OP40 Risk Workshop has been scheduled for May 8-11, 2023.

TJPA has developed a comprehensive document checklist/tracking spreadsheet that it has made available on the document SharePoint site established for upload of TJPA documents for FTA and PMOC use. The spreadsheet will support document handling and status in support of three processes:

- TJPA request for the Transbay DTX Project rating by the FTA
- FTA/PMOC Risk and Contingency Review (OP40)
- FTA/PMOC Readiness Review to Enter Engineering (OP51)

The Entry to Engineering Comprehensive Document Checklist/Tracking Spreadsheet is being actively used by the Sponsor and the PMOC. At the February 2023 Monthly FTA/PMOC meeting with the Sponsor, TJPA provided additional updates and explanations as follows:

- *TJPA summarized near-term document status.*
- *SSMP expected completion in late March 2023.*
- *Amended RFMP to reflect new service to the Salesforce Transit Center expected from Caltrain in March 2023.*

February 2023 Sponsor updates included:

- **Risk and Contingency Review**
 - *Quantitative Risk Analysis Report – In final draft and will include the results of the December 2022 Quarterly QRA update; report will be issued in late February or early March 2023.*
 - *Next Quarterly Quantitative Risk Analysis update scheduled for late March 2023 to review characterization of all current risks and to identify new risks.*

The PMOC previously observed that the total count of risks included in the current version of the Project Risk Register is significantly less than expected for a project of this magnitude at the planning and 30% design stage. This will be a key focus of the PMOC work during the OP40 Risk and Contingency Review.

2.16 Quality Assurance/Quality Control

The Sponsor has completed preparing the Project Quality Assurance Plan. The PMOC will commence the OP24 review of the Sponsor’s Project Quality Assurance/Quality Control (QA/QC) Program.

2.17 Safety and Security

The Sponsor is currently preparing the Project Safety and Security Management Plan (SSMP). Upon receipt of the final draft document, now expected in March 2023, the PMOC will complete the OP22 review of the Project Safety and Security Management Plan.

2.18 Americans with Disabilities Act (ADA)

The PMOC will review ADA compliance during the following reviews:

- OP20 – Project Management Plan
- OP22 – Project Safety and Security Management Plan
- OP32C – Project Scope Review

2.19 Buy America

The PMOC will review Buy America compliance during the following reviews:

- OP20 – Project Management Plan
- OP32C – Project Scope Review

2.20 Start-Up, Commissioning, Testing

Project is currently at the Preliminary Engineering/Design Stage, approximately 30%. The PMOC will evaluate the adequacy of the system start-up, testing and commissioning provisions in the Design Basis and Design Criteria documents that will be reviewed for the OP32C Project Scope Review.

2.21 Before-and-After Study Reporting

The PMOC will evaluate the Sponsor’s Before-and-After Study Reporting during the following reviews:

- OP21 – Management Capacity and Capability
- OP33 – Capital Cost Estimate
- OP51 – Readiness to Enter Engineering

2.22 Lessons Learned

OP26 – Lessons Learned is currently not included in the PMOC scope of work for either the Regional or Programmatic Task Orders for services on the Transbay Downtown Rail Extension Project, Phase 2.

2.23 Actions Items Table

Action Items on significant issues/needs will commence during March 2023.

Item No.	Item	Responsible Party	Date Identified	Date Due	Date Completed	Status / Action Required

3.0 PROJECT MONITORING REPORT ATTACHMENTS

- A. List of Acronyms
- B. Safety and Security Checklist – In preparation by the Sponsor.
- C. Top 5 Project Risks – Listed upon completion of the OP40 Risk and Contingency Review.
- D. Awarded Contracts – Working with Sponsor to include all current contracts for professional services.
- E. Rolling Stock Vehicle Status Report – N/A.
- F. Project Milestones/Key Events – *Will be included in March 2023 Monthly Report based on the Final Draft Master Schedule.*
- G. Roadmap to Revenue Operations – Will provide Roadmaps for Entry to Engineering and FFGA.
- H. Project Map –

Attachment A: List of Acronyms

ACOR.... Alternate Contracting Officer Representative
ADA..... Americans with Disabilities Act
CAO.....City Attorney’s Office
CCSF.....City and County of San Francisco
CIG.....Capital Investment Grant
DTX.....Downtown Rail Extension (as in “Transbay DTX Project”)
FEIS.....Final Environmental Impact Study
FFGA.....Full Funding Grant Agreement
FTA..... .Federal Transit Administration
ICA.....Interagency Cooperative Agreement
IPMT.....Integrated Program Management Team
LONP.....Letter of No Prejudice
LPA.....Locally Preferred Alternative
MCA.....Mater Collaborative Agreement
NEPA.....National Environmental Policy Act
PG&E.....Pacific Gas & Electric
RAMP.....Real Estate Acquisition and Management Plan
RCMP.....Risk and Contingency Management Plan
ROD..... Record of Decision
SEQA.... ..State Environmental Quality Act (California)
TJPA.....Transbay Joint Powers Authority
PMOC.....Project Management Oversight Contractor
SSMP....Safety and Security Management Plan

Attachment B: Safety and Security Checklist

Attachment C: Top 5 Project Risks

Attachment D: Awarded Contracts

Attachment E: Rolling Stock Vehicle Status Report

Attachment F: Project Milestones/Key Events

Attachment G: Roadmap to Revenue Operations

Attachment H: Project Map

