

MONTHLY MONITORING REPORT

Transbay Downtown Rail Extension Project, Phase 2

Transbay Joint Powers Authority (TJPA)

San Francisco, CA

November 2024

Final

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1.0 EXECUTIVE SUMMARY

1.1 Project Description

Transbay Joint Powers Authority (TJPA), the Project Sponsor, proposes to extend the Caltrain commuter rail line 2.2 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 proposed Project includes two underground rail stations, one located at Fourth and Townsend Street, the other one at the Salesforce Transit Center rail terminal. The Fourth and Townsend Street station is near Oracle Park, the home of the San Francisco Giants baseball team. 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 the National Environmental Policy Act (NEPA) action was completed in February 2005 with a Record of Decision (ROD). The Federal Transit Administration (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.

On February 17, 2023, the TJPA Executive Director formally submitted TJPA’s requests to the FTA for approval to Enter Engineering and to conduct the New Starts Project Rating. On August 14, 2023, TJPA submitted updated documentation and a revised rating package to the FTA. The PMOC completed its comprehensive scope, cost, schedule, and risk review in August 2023, and subsequently submitted its Readiness for Entry to Engineering Review report in October 2023 concluding that TJPA has adequately demonstrated substantial compliance with all the OP51 technical requirements at Entry to Engineering. The FTA notified TJPA on May 3, 2024 that the Transbay DTX Project had been approved to enter the New Starts Engineering phase. Recognizing the challenges to secure the local funding match, during July 2024 TJPA moved the target date for the FFGA out 27 months. The Project now expects to receive a Full Funding Grant Agreement (FFGA) in 2027 and initiate revenue service in 2034.

Based on the final PMOC risk assessment results issued in August 2023, the estimated project cost is \$8,255 million Year of Expenditure (YOE) and the proposed FFGA Revenue Service Date is June 27, 2035, including both cost and schedule contingency.

Through November 30, 2024, TJPA continued work advancing progress in the areas of support to the FTA CIG process, risk management, advancing the critical third-party agreements and program funding as well as work on the Right-of-Way property acquisitions, temporary and permanent easements. TJPA actively continued a high level of engagement with the other five project agency partners, including Caltrain and the California High Speed Rail Authority (CHSRA), to advance the successor San Francisco Peninsula Rail Program (Stakeholder) MOU,

now anticipated to be approved during 1Q-2025. TJPA continued to advance design work on all three Advance (Enabling) Works Program projects for utility relocations, site work in the Caltrain railyard (Package 4KYA) and the building demolition work. TJPA continued working with Caltrain on the Railyard Agreement for the Transbay DTX work in the existing rail yard at 4th and King Streets (Package 4KYB). TJPA will procure and manage Package 4KYA and Caltrain will similarly procure and manage Package 4KYB. The General Engineering Consultant (GEC) continued design work on both packages. TJPA completed its revised project Master Schedule that incorporates the new FFGA target date of July 2027. Caltrain, the operator for the Downtown Rail Extension, continues its environmental review process for state and federal agencies in advance of the rail yard work under Package 4KYB. TJPA continued the procurement process for the Civil and Tunnel Progressive Design-Build (PDB) contract and expects to issue the Request for Proposal (RFP) during 1Q-2025.

1.3 Major Issues and/or Concerns

1. While the PMOC notes some funding progress with the award of a \$24.6 million FRA CRISI award to TJPA during October 2024, it is also noted that the Transbay DTX Project has not been selected for two key funding source awards (Federal/State Partnership Grant, National Infrastructure Project Assistance (Mega) Grant) representing a total of \$216 million in federal funding for the project. In addition, the FFGA award will be 41.0% instead of the TJPA requested 49.4% of the total project cost and represents a funding shortfall of \$694 million that is part of the larger overall funding gap of \$2.75B+. The PMOC notes that the increase in project duration based on the revised project Master Schedule will create additional cost pressures on the project budget and a resultant need for additional funding.. These issues present significant additional challenges to TJPA in their efforts to secure matching funds as required by the FTA CIG Program. *The PMOC notes that TJPA will re-apply for the Federal/State Partnership Grant in December 2024.* See also Section 2.13, Project Cost.

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** (Million \$)	PMOC Assessment of Current Forecast
Cost	Capital Cost Estimate	(Note 1)	8,255	Acceptable
Contingency	Unallocated Contingency	(Note 1)	1,251	Acceptable
	Allocated Contingency	(Note 1)	867	Acceptable
	Total Contingency	(Note 1)	2,118	Acceptable
Schedule***	Target Revenue Service Date FFGA RSD w/contingency	(Note 1)	Sep. 6, 2034 Jun. 27, 2035	Acceptable
Note 1: FFGA anticipated in 2027.				
Project Progress:		Amount (\$M)	Percent of Total	
Total Expenditures	Actual cost of all eligible expenditures completed to date	(Note 2)	(Note 2)	
Planned Value to Date	Estimated value of all work planned to date	(Note 2)	(Note 2)	
Actual Value to Date	Actual value of all work completed to date	(Note 2)	(Note 2)	
Note 2: Project Sponsor is compiling costs/value to date.				
Contract Status:		Amount (\$)	Percent	
Total Contracts Awarded	Value of all contracts (design, support, construction, equipment) awarded; % of total value to be awarded	(Note 2)	(Note 2)	
Construction Contracts Awarded	Value of construction contracts awarded; % of total construction value to be awarded	(Note 3)	(Note 3)	
Physical Construction Completed	Value of physical construction (infrastructure) completed; % of total construction value completed	(Note 3)	(Note 3)	
Note 3: Construction start anticipated in 1Q-2026 for utility relocation work under the Advance (Enabling) Works Program. No construction contracts have been awarded to date.				
Rolling Stock Vehicle Status	Date Awarded	No. Ordered	No. Delivered	

(There are no direct TJPA procurements of revenue service vehicles 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 December 18, 2024.</i>	

*Project scope includes cost for Caltrain procurement of five non-revenue Maintenance of Way vehicles, the level-boarding door modifications to the 23 new EMU revenue vehicles from Caltrain under their current procurement and the existing Salesforce Transit Center train box completed under the Transbay DTX Phase 1 Program. Refer to report Section 2.12 for details.

**As of November 30, 2024. Final cost estimates and contingency have been reconciled with the adjusted SCC Workbook based on the final adjustments from the revised FTA Risk Assessment, including the reconciled project schedule, completed in August 2023. Current Cost Forecast includes financing costs.

***The “Target Revenue Service Date” has been updated based on the revised project Master Schedule that reflects the new target date of July 2027 for the FFGA award. *With regard to schedule contingency, please refer to Section 2.14, Schedule, for further discussion.*

2.0 OBSERVATIONS AND FINDINGS

2.1 Summary of Monitoring Activities

This report covers the period from November 1, 2024 through November 30, 2024.

PMOC monitoring included the following activities:

- *Prepared draft PMOC Monthly Monitoring Report for October 2024 and finalized report after FTA’s review and the TJPA “fact check” review.*
- *Continued review of updated Sponsor-provided presentations on Transbay DTX that included details of the program status, current funding initiatives, and schedule of major milestones for advancing program funding, design and procurement of the Advance (Enabling) Works Program contracts, third-party agreements and property acquisitions along the planned project alignment, along with the current cost, schedule and risk/contingency status and procurement of the Progressive Design-Build (PDB) contract.*
- *Reviewed the October 2024 Master Schedule update and narrative.*
- *Prepared agenda for the FTA/PMOC Monthly Monitoring Meeting with the Project Sponsor on November 20, 2024 and co-directed the meeting with the FTA; focus included current funding initiatives and the shift in target dates to Fall 2026 for completion of the Master Cooperative Agreements with Caltrain and the California High Speed Rail Authority (CHSRA).*
- *Attended Sponsor program management and technical meetings:*
 - *Integrated Project Management Team semimonthly meetings (Nov. 12, 2024).*

Based upon PMOC review of the documentation prepared and submitted by TJPA, it is the PMOC’s opinion that TJPA has adequately demonstrated substantial compliance with all of the OP51 technical requirements at Entry to Engineering. On May 3, 2024, the FTA notified TJPA that the Transbay DTX Project had been approved to enter the New Starts Engineering phase.

Going forward, the PMOC will monitor the Sponsor’s progress updating the Program Management Plan, along with other subplans, based on the PMOC’s reviews and recommendations and in accordance with the specific time frames directed by the FTA. All plan updates are to be completed prior to TJPA’s application for the FFGA in accordance with the PMOC review comments provided to TJPA in conjunction with the Entry to Engineering reviews.

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 PMCM consultant that joined the TJPA Project Team in July 2024 will be preparing the draft updates to the PMP and associated Sub-Plans as discussed in this section. TJPA continues working on the FTA/PMOC PMP comment and FFGA requirements tracking spreadsheet that will include all of the PMOC OP review comments from the 2023 Readiness to Enter Engineering reviews.

TJPA has commenced the PMP update process that will include:

- *Incorporation of Caltrain’s and CHSRA’s roles in the Integrated Project Delivery Team*
- *Updated third-party agreements, including the successor agreement to the San Francisco Peninsula Rail Program MOU.*
- *Prior PMOC review comments*

Project Management Plan (PMP)

The PMOC completed the Final OP20 Review Report and submitted the report to the FTA, and the FTA subsequently transmitted the PMOC OP20 Review Report to TJPA on September 22, 2023. The PMOC determined that while the DTX PMP Revision 1 significantly meets the requirements for a project of the size and complexity of DTX at the Entry to Engineering stage of development, there are items that should be addressed in the near future. Accordingly, TJPA was requested to revise and resubmit the PMP within the next six months or prior to the start of construction, including construction under the pre-FFGA Advanced (Enabling) Works scope, whichever occurs first.

Safety and Security Management Plan (SSMP)

The PMOC submitted the Final OP22 Review Report to the FTA on September 8, 2023 and the FTA subsequently transmitted the PMOC OP22 Review Report to TJPA. The PMOC determined that the Final Draft SSMP meets the requirements of OP22 and FTA Circular 5800.1 at Entry to Engineering, except for several elements related to the later phases of project advancement. As a result, TJPA was requested to revise and resubmit the SSMP in the next update of the SSMP, prior to TJPA’s request to execute the Full Funding Grant Agreement. The PMOC also expects that in the future as contractors are added to the project implementation team, their safety and security plans will be incorporated under TJPA’s program, and their plans will also be reviewed by FTA/PMOC once they are approved by TJPA.

Real Estate Acquisition and Management Plan (RAMP)

The PMOC completed its review of the Transbay DTX Draft RAMP Revision D, dated October 2022 and the TJPA’s Relocation Assistance Program Summary in accordance with OP23, Real Estate Acquisition and Management Plan Review, dated September 2015, for a project requesting Entry to Engineering. The review found the RAMP to be in partial compliance with OP23, with comments in the areas of acquisition and relocation processes, real estate team organization, document control, property management, and property disposition. TJPA completed the PMOC recommended revisions for both the RAMP and the Relocation Assistance Program Summary and resubmitted them on September 1, 2023. The PMOC reviewed the revised documents and determined that both meet the OP23 requirements for a project at Entry to Engineering.

Quality Assurance Plan (QAP)

The PMOC completed its review of the TJPA Quality Assurance Program documents in accordance with OP24, Quality Assurance – Quality Control Review, dated September 2015, and completed the final OP24 report in August 2023. The PMOC found the information provided in the TJPA documents for its Quality Assurance/Quality Control Program meets the requirements of OP24 for a project of the size and complexity of the Transbay DTX Project at its current stage of development at Entry to Engineering. However, there are several areas noted in the PMOC OP24 report that require further development as the project advances into later phases. The FTA transmitted the PMOC OP24 Review Report to TJPA on August 17, 2023, and requested that TJPA revise and resubmit the QA/QC Program documents prior to application for the project FFGA. The PMOC also expects that in the future as contractors are added to the project implementation team, their quality plans will be incorporated under TJPA’s program, and their plans will also be reviewed by FTA/PMOC once they are approved by TJPA.

Rail Fleet Management Plan (RFMP)

The PMOC analysis found that the combination of documents submitted by Caltrain and TJPA [Caltrain Fleet Management Plan, Revision 3, dated December 7, 2021; TJPA supplemental memo, “Fleet Management Plan Tech Memo to Validate 4 TPH Service” by DB E.C.O North America, Inc., dated April 2023] meets the technical requirements of OP37 at this stage of project advancement and are acceptable for Entry to Engineering. The PMOC’s review noted several areas within the documents where revisions are highly recommended and requested resubmittal prior to application for the FFGA. Results have been shared with the Sponsor and have been formally documented in the separate OP51 report.

Risk and Contingency Management Plan (RCMP)

The PMOC reviewed the RCMP, Revision 0, dated October 27, 2021 in accordance with FTA OP40, “Risk and Contingency Review,” dated March 2022, and results were provided to TJPA within the draft combined Scope, Cost, Schedule, Risk and Contingency Review report. TJPA and the PMOC collaborated on the comments and recommendations, especially to define the project’s “contingency drawdown curves,” and TJPA commenced a revision to the RCMP for resubmittal. TJPA submitted the RCMP on August 1, 2023, incorporating the comments from the draft combined Scope, Cost, Schedule, Risk and Contingency Review report. PMOC confirmed that the resubmittal satisfied all comments with the exception of the contingency draw down curves. TJPA subsequently revised the RCMP and submitted Revision 2, dated September 2023, on September 1, 2023. The PMOC completed a review of the RCMP Revision 2, and found that it meets the requirements of OP40, including addressing the one remaining draw down curve comment.

2.4 Management Capacity and Capability (MCC)

PMOC OP21 Management Capacity and Capability Review

The PMOC OP21 Review Report was completed and submitted to the FTA, finding that TJPA is a well-developed organization for the current stage of the DTX Project. Based upon PMOC review of the documentation prepared and submitted by TJPA, it is the PMOC’s opinion that TJPA has demonstrated technical compliance with all Management Capacity and Capability requirements for this stage of the project to advance into the Engineering Phase. The FTA forwarded the report to

TJPA on October 5, 2023 and requested that TJPA revise and resubmit the associated MCC documents, including the PMP, prior to start of construction, including construction under the pre-FFGA Advanced (Enabling) Works scope, but no later than start of the FFGA application process.

Procurement of Program Management / Construction Management Services Contract

In June 2024, the TJPA Board approved award of the PMCM contract to the procurement recommended firm with a Notice-to-Proceed date of July 1, 2024. *During November 2024, TJPA continued integration of the PMCM staff with the Project Team and organization.*

2.5 NEPA / CEQA Process and Environmental Mitigation

National Environmental Policy Act

The project received a Record of Decision (ROD) from the FTA for the Transbay Terminal / Caltrain Downtown Extension / Redevelopment in 2005, a ROD from the Federal Railroad Administration (FRA) for the Transbay Transit Center Train Box in 2010, and an amended ROD from FTA for the Transbay Terminal / Caltrain Downtown Extension / Redevelopment in 2019. Prior to the completion of the Project Development (PD) phase, the project had sought FTA NEPA clearance related to several subsequent modifications of the project's footprint. Final FTA approval of the NEPA re-evaluation was received on June 9, 2023. *There are currently no open NEPA action items as of November 30, 2024.*

The PMOC OP32B Review Report has been completed and submitted to the FTA in 2023. The report found that TJPA's documentation is in general conformance with the FTA requirements for a project of this size and complexity and at its current state of development moving from Planning to the start of Engineering, with several noted exceptions. The reported exceptions were subsequently resolved based on TJPA's revised preliminary engineering documentation and close-out of the PMOC recommendations.

The second quarter 2024 Quarterly Mitigation Monitoring Report (MMRQ) was provided on July 31, 2024 and has been reviewed by the PMOC with no significant findings. The third quarter MMRQ was provided on October 31, 2024 and is under review by the PMOC.

TJPA prepared and circulated an annual cultural report on July 30, 2024, as stipulated by TJPA's Memorandum of Agreement (MOA) with the State Historic Preservation Officer (executed 2004; amended 2010 and 2016). The report summarizes progress in implementation of mitigation measures for cultural resources during fiscal year 2023–2024 and is provided to the MOA signatories and other interested parties. The State Historic Preservation Office (SHPO) responded on September 4, 2024 stating that the TJPA report had been reviewed and SHPO has no further comments.

TJPA continues to work on the recordation action to fulfill Section 106, NEPA and CEQA requirements for two commercial buildings designated for acquisition and demolition. The process is in accordance with the Memorandum of Agreement noted above. The level of effort proposed for the recordation is based on Level II and the first draft was completed in September 2024. *The draft report continues under review by TJPA.* TJPA is coordinating their activities with FTA Region 9.

Upon completion of TJPA’s review of the work scope, budget and schedule of the NEPA/CEQA environmental review process for project elements identified under the four cost reduction initiatives, an initial meeting had been expected in October 2024. This meeting is now anticipated in December 2024. Using the 2023 Addendum as the model, the team will draft an integrated technical memo that evaluates the impacts, if any, of the proposed cost reduction initiatives. On November 20, 2024 TJPA had a coordination call with FTA Region 9 staff to review and coordinate the anticipated NEPA/CEQA and Section 106 work for 2025.

California Environmental Quality Act

Caltrain continues the environmental review process in advance of the 4th and King Yard Preparation Package that is part of the Advance (Enabling) Work Program. The first part of the review will result in a California Environmental Quality Act (CEQA) Notice of Determination that will signal completion of Caltrain’s CEQA requirement regarding the future DTX construction work planned within Caltrain’s Right-of-Way (ROW) and constitutes a “Discretionary Action.” The second part of the review is for the Caltrain Peninsula Corridor Electrification Project (PCEP) NEPA compliance, focused primarily on potential impacts to the PCEP infrastructure due to the TJPA DTX work within Caltrain’s ROW and, more specifically, for the 4th and King Yard (4KY) Preparation work scope in Package 4KYB. Caltrain has retained an outside consultant to complete the NEPA/CEQA reviews and to determine the documentation requirements.

- Caltrain now expects to file the CEQA Notice of Determination in December 2024, three months later than reported in May 2024. TJPA and Caltrain do not foresee any impacts due to the delay. Caltrain anticipates the need for a CEQA Addendum based on the Package 4KYB scope of work. *The draft CEQA Addendum section inputs have been completed, the TJPA/Caltrain review process for the draft CEQA addendum was completed in August 2024 and the final Addendum had been anticipated in November 2024, but the effort has been put on hold.*
- *The Draft NEPA Re-Evaluation Report for FTA review is being prepared and completion had been anticipated in November 2024, but the effort has been put on hold.*
- *Based on the discussions at their October 31, 2024 meeting, TJPA and Caltrain agreed to pause the above efforts to resolve issues of responsibility and actions between both parties and to reach agreement on actions needed to fulfill the CEQA requirements.*

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:

- Design-Bid-Build (DBB) for Advanced Packages Program (Early Action contracts) for Utilities Relocation, Railyard Infrastructure Relocation and Building Demolition.
- Progressive Design-Build (PDB) for main civil and tunnel
- Construction Manager-General Contractor (CMGC) for track and rail systems, and for 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. To reduce delay risk, TJPA has completed the division of the Railyard Infrastructure Relocation Work scope into two packages: 4KYA will remain Design/Bid/Build for site clearing; 4KYB will change to CMGC for the actual rail infrastructure and systems relocation. Caltrain has agreed to the creation of the two packages and the procurement/delivery approach: TJPA will procure and deliver 4KYA; Caltrain will procure and deliver 4KYB. The construction contract for the 4KYB Package has been removed from the Advanced (Enabling) Works Program and will be a stand-alone contract.

Because the Advanced (Enabling) Works Program had previously been forecast to start during Q2-2024, prior to award of the FFGA that had been targeted for 2025, TJPA had earlier acknowledged the possible need for development of the basis for a Letter of No Prejudice (LONP) to qualify the costs of the Enabling Works Program for those elements not otherwise covered under pre-award authority in accordance with the FFGA. At this time, however, there is no apparent need for a LONP based on the current project plan and schedule that now forecasts the start of the first contract under the Advance (Enabling) Works Program, Utilities Relocation, during Q1-2026 under the pre-award authority granted with the FTA approval for Entry to Engineering.

Progressive Design-Build Contract

TJPA has selected the Progressive Design-Build (PDB) delivery method for the civil and tunnel scope of work and is currently advancing the procurement of this contract.

Key milestones achieved (A) and planned include the following:

- Informational Session - September 20, 2023 (A)
- Issue Request for Qualifications - October 27, 2023 (A)
- Industry briefing - November 2, 2023 (A)
- Last date for requests for clarification - January 10, 2024 (A)
- Last date for issuance of Addenda - January 17, 2024 (A)
- Four Statements of Qualifications received - January 31, 2024 (A)
- Notification of the three short-listed Respondents - March 2024 (A)
- Informational Meeting with short-listed Respondents – May 30, 2024 (A)
- View Soil Borings by short-listed Respondents – July 17, 2024 start; completed Aug. (A)
- *Issue Balance of Draft Contract sections to short-listed Respondents - Dec. 2024 [7-month delay]*
- Discussions with short-listed Respondents – Fall 2024 [ongoing]
- Issue Request for Proposals – Feb. 2025 [4-month delay]

The PMOC notes that based on their review of the revised project Master Schedule, the delays noted above do not impact the planned Progressive Design-Build contract procurement schedule.

2.7 Design

As part of the FTA/PMOC-led OP40 Risk Assessment and to support the PMOC's OP51 review of the project's readiness to enter the Engineering phase, the PMOC completed its review of the project scope in accordance with OP32C, Project Scope Review, dated September 2015. Based on TJPA's finalization of the project scope in July 2023, the PMOC updated and finalized its OP32C Scope Review during August 2023. The scope review results are detailed in the Final OP32C, 33, 34, 40 Scope, Cost, Schedule, Risk and Contingency Review Report that was submitted to the FTA on August 31, 2023.

The PMOC had previously noted that the as-built PCEP traction power and signal systems facilities will present conflicts with the planned Transbay DTX work involving or affecting the Caltrain rail yard and rail system infrastructure from the project limits to the existing Caltrain terminal at 4th and King Streets. This will require TJPA to relocate some Overhead Contact System (OCS) support structures as well as some wayside signal/train control equipment and associated cabling. The scope of work for relocation of selected PCEP facilities required to resolve conflicts with planned DTX work scope is included in the 4th and King Yard Preparation Package B for at-grade track and systems work. The 30% Design package was completed in April 2024 but does not include the changes in the 4KYB Revised Concept Design developed by Caltrain during Q1-2024. Package B was removed from the Advance (Enabling) Work packages in January 2024 and will be a stand-alone contract procured by Caltrain using the CMGC project delivery method.

The 4KYB Revised Concept Design was developed by Caltrain in response to the November 2023 constructability review that concluded the current design at that time (30% Design – September 2023) did not meet Caltrain operational requirements and would have unacceptable impacts to train service during construction. Additionally, the current design provided little or no opportunity to replace 2,300 feet of lost railcar storage capacity on the 4KY site.

The 4KYB Revised Concept Design provides the following advantages:

- Protects continuous two-track access into the 4KY and station
- Provides 2,100 feet of storage tracks
- Stage 1 will have a duration of 18-24 months and requires only 20-30 nights of work instead of 150+ nights under the current design
- Stage 1 also has fewer impacts to the new Overhead Contact System (OCS) for traction power and existing OCS foundations remain but with modifications
- Stage 2 will have a duration of 6-9 months and minimizes need for de-energizing the OCS
- The overall result is a reduction of construction duration

November 2024 Sponsor status and updates included:

- Advance (Enabling) Works Program Status
 - Utility Relocation
 - 90% Design package; the Dec. 31, 2023 forecast completion was not met; package was completed in May 2024 and continues in the comment

resolution stage; *GEC responses to review comments were under review prior to being issued to the stakeholders.*

- The 90% Design cost estimate was accepted on September 9, 2024.
- Working with the GEC, TJPA has completed the schedule update, based on the FFGA+27 revisions, and there will be an approximate 4-month delay to completion and acceptance of the 90% Design. Status is reflected in the August 2024 schedule update (July 31, 2024 data date), along with the Contract UR-10 construction schedule. *TJPA reported that the delay has been mitigated by shortening the RFP response duration by 2 months and by shortening the construction mobilization duration by 3 months.*
- Based on the proposed changes to the 4th and Townsend underground station that significantly reduce the facilities size, TJPA continues working with the GEC to optimize the utility relocation designs in Townsend Street to reduce both cost and construction duration.
- TJPA has completed negotiations with the GEC on the revised engineering/design scope, schedule and budget for optimization of the utility relocation work cost and schedule performance based on the changes to the proposed underground 4th and Townsend Street Station that delete the HSR side platforms.

○ DTX 4th and King Yard Preparation Packages (4KY)

- To reduce delay risk, TJPA has divided the Yard Preparation Package into Package A (4KYA) for site clearing along the 4th and King Yard north and east project limits and Package B (4KYB) for at grade track and systems work along the 4th and King Yard south and west project limits. Division of the final 30% Design into Packages A and B was completed in April 2024. Package B has been removed from the Advance (Enabling) Work Program and will be monitored separately. See 4KYB item below for additional details.
- Design requirements gathering with Caltrain started in mid-June 2024. Efforts to achieve a better design basis may result in a 1-2 month delay for the 4KYA 60% Design but may yield fewer review comments. Design is progressing based on the agreed-upon general site layout.
- The updated Contract 20-YA construction schedule has been included in the revised project Master Schedule issued as the August 2024 schedule update (July 31, 2024 data date).
- *Construction sequencing plans have been prepared and a review workshop was held on November 18, 2024.*

○ Building Demolition Package

- 60% Design plans and specifications were accepted in August 2024.
- 60% Design construction cost estimate was accepted in May 2024.
- San Francisco Department of Building Inspection (SFDBI) will complete its full review at completion and acceptance of the 90% Design.

- Updated Contract 30-BD construction schedule has been incorporated into the revised project Master Schedule issued as the August 2024 schedule update. Completion of the 90% Design has been scheduled to align with the new ROW acquisition plan.
- DTX 4th and King Yard Preparation Package 4KYB (Contract 55-YB)
 - Background
 - Full 4KY work scope was divided into Packages A and B in April 2024.
 - Package 4KYB (Contract 55-YB) will be procured by Caltrain as CMGC contract; Caltrain will administer and manage the CMGC contract.
 - Revised Concept Design Package 4KYB (Contract 55-YB) was developed by Caltrain during Q1-2024 based on the constructability review completed in Q4-2023.
 - Status
 - GEC given NTP on May 31, 2024 to start 30% Revised Concept Design.
 - Design requirements gathering with Caltrain started in mid-June 2024. *Caltrain has completed its review of the draft Requirements Memo, comment resolution has been completed and the Requirement Memo was accepted on November 18, 2024.*
 - Survey files have been completed and railyard plan backgrounds are being updated.
 - Track alignments are being adjusted to maintain mainline operating speed at no less than 25 miles per hour.
 - Several alternative configurations for the replacement MOW track are being studied. The selected configuration will be included in the Requirements Memo and the Concept of Operation.
 - Construction staging plan concepts are being evaluated to minimize impacts to major rail operation elements.
 - *There will be 3 sets of the Concept of Operations: current, interim and final. Each set will provide input to the associated design sequencing.*
 - *The 30% Revised Concept Design is anticipated in February 2025.*
- Traction Power Load Flow Analysis (LFA)
 - *Draft LFA Report for the base case was submitted on October 18, 2024 and is in comment resolution. Final report is anticipated in late December 2024.* Upon LFA base case acceptance, the model will be updated with the 4KYB Revised Concept Design that adds three additional electrified tracks. Revised model results are expected in February 2025.
 - CHSRA is reviewing the LFA concurrently with Caltrain.
- Progressive Design-Build Contract
 - TJPA has selected the Progressive Design-Build delivery method for the civil and tunnel scope of work.
 - PDB contractor will advance the TJPA 30% design during the pre-construction services period at the start of the contract.
 - Refer to Section 2.6 of this report for details of the PDB contract procurement.

2.8 Value Engineering and Constructability Reviews

The Sponsor has conducted several Value Engineering and Constructability Reviews. The corresponding reports provided to the PMOC were used for the PMOC's OP32C Project Scope Review during 2023.

2.9 Real Estate Acquisition and Relocation

The Sponsor has completed the Draft Real Estate Acquisition and Management Plan (RAMP). Refer to the Project Management Plan and Subplans section of this report for the status of the RAMP.

November 2024 Sponsor status and updates included:

- Status of property acquisitions and easements
 - TJPA has divided the acquisitions into multiple tranches that will be progressively advanced to levelize the workload and funding requirements. The first tranche includes five total acquisitions, funded through Regional Measure 3 MTC allocation, for FY2024-2025. The five associated Phase 1 Environmental Site Assessments (ESA) have been completed with no significant findings. *Appraisals were scheduled to start in November 2024, but this has been delayed to December 2024.* TJPA advised that the FTA should expect, in Q1-2025, five appraisals and independent reviews for FTA review and approval.
 - TJPA advised that the right of way program is currently fully funded through Regional Measure 3.
 - The subsequent Regional Measure 3 MTC allocations will be used for partial acquisitions and two additional full acquisitions.
 - Acquisition of the remaining total acquisitions, 14 subsurface easements, the temporary construction easements and the seven rock-dowel easements will be advanced in tranches at the appropriate time given consideration to project risk, including construction sequencing. Partial acquisitions will be advanced as the project design progresses.
 - Approximately 28 potential displacees have been identified.
 - TJPA previously noted that schedule revisions reported are based on updated anticipated regional funding flow for acquisitions and relocations.
 - Pre-acquisition work for Caltrans-owned property at 2nd and Harrison Streets (SE corner) required for DTX tunnel ventilation building is ongoing.
 - Multi-agency agreement required for the total acquisition process.
 - Phase I Environmental Site Assessment completed.
 - An ALTA/NSPS Land Title Survey was completed meeting the strict standards developed by the American Land Title Association (ALTA) and the National Society of Professional Surveyors (NSPS).
 - Cooperative Agreement signed approximately 10 years ago; transactional documents in development; closing had been anticipated in January 2024 but was not achieved; *current forecast is Q1-2025 or Q2-2025 and will be consistent with the new revised project Master Schedule.*

- The later date for closing better supports the project’s need for the parcel as the “trigger event,” as required by the agreement, is expected to be the Utility Relocation work planned under the Advance (Enabling) Works Package that is expected to commence in early 2026.
- DTX Underpinning Work on Three Existing Structures
 - Detailed review of noise and vibration impacts is required prior to work on the critical property at 235 2nd Street.
 - The TJPA Executive is in contact with the property owner.
 - TJPA was granted initial access to the property for the building survey.
 - Background noise and vibration readings were collected earlier in 2024.
 - Remote noise and vibration simulation of the EMU vehicle was completed.
 - Remote simulation results validated by noise and vibration measurements taken under actual operating conditions using EMU vehicles at operating speed on the completed southern part (Mountain View area) of the Peninsula Corridor Electrification Project.
 - GEC is managing the site investigations/studies:
 - Building noise/vibration propagation model is completed.
 - GEC has completed the mitigations plan.
 - GEC is preparing the draft report; final draft report had been anticipated by late January 2024 but was subsequently re-forecast for June 2024, an approximate 5-month delay; additional required testing has caused delay to completion of the final draft report.
 - Noise and vibration model and mitigation plan has been reviewed by project partner agencies – Caltrain and City/County of San Francisco.
 - TJPA completed the initial peer review that resulted in re-performing a portion of the analysis and verification of the modelling software. It was determined that additional noise and vibration testing on the actual structure would be required. TJPA worked with the noise/vibration consultant to develop the scope of work and schedule for the additional field testing, analysis and reporting. The additional testing started on July 26, 2024 and was completed on August 4, 2024. *The updated draft report has been completed and includes the additional noise and vibration testing results and analysis. Noise and vibration mitigations are anticipated to change. During October 2024, legal review of the draft report was completed and the technical peer review was subsequently completed. Peer and stakeholders’ (SFCTA, CHSRA Operations, Caltrain Operations) review comments have been received and are in comment resolution by TJPA and their consultant.*

PMOC Concerns and Recommendations

The PMOC had previously expressed concerns about the delays reported by TJPA earlier in 2024:

- Continued slippage of the start of the initial five property appraisals.
- Significant delay of 7 months, from April to November 2025, for the “Clear ROW/Start Demolition” activity reported during April 2024.

The PMOC had recommended that TJPA plan a revised approach to avoid further delays and expedite completion of key real estate acquisition processes to recover some of the schedule delay time. Subsequently, the project Master Schedule was revised in August 2024 to reflect the new target date of July 2027 for the FFGA based on approval by the TJPA Board in July 2024. The revised project Master Schedule includes restructuring of the ROW acquisition process to accommodate the available resources, including funding, and more precise timing for the parcels in advance of the follow-on construction work. This approach is less constrained and more achievable. The PMOC recommends that TJPA closely monitor the ROW acquisition progress and take corrective action immediately upon evidence of any potential delays.

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 in-depth reviews of specific project documents as they are made available. During May 2024, the PMOC completed its Final Report – Review of Third-Party Agreements for Major Capital Projects in accordance with the FTA’s OP39 requirements. The FTA transmitted the Final Report to TJPA in early June 2024.

November 2024 Sponsor status and updates included:

- Based on the TJPA Board decision during July 2024 to extend the FFGA award date 27 months to July 2027, policymakers agreed that the project’s critical third-party agreements could be similarly extended. Negotiations on all critical third-party agreements will continue. At their meeting on September 6, 2024, the Joint Ad Hoc Committee, consisting of a subset of the TJPA and Caltrain Boards’ members, requested that the Project provide an update of the status of the critical third-party agreements in the Fall of 2025. Specifically, see the following sections regarding the status of the following agreements: Caltrain MCA; California High Speed Rail MCA; 4KY Railyard Agreement and Interim Agreement with Caltrain.
- San Francisco Peninsula Rail Program MOU
 - The MOU was executed on June 5, 2020.
 - Agency Partners include:
 - Transbay Joint Powers Authority (TJPA)
 - Metropolitan Transportation Commission (MTC)
 - San Francisco Municipal Transportation Authority (SFMTA)

- Peninsula Corridor Joint Powers Board – Caltrain (PCJPB)
 - California High Speed Rail Authority (CHSRA)
 - City and County of San Francisco (CCSF)
 - The MOU partners recognize that the Transbay DTX project is a critical link in the Bay Area, mega-region, and state transportation system. The partners believe that the Transbay DTX can be more efficiently and effectively developed through a multi-agency partnership among local, regional and state stakeholder agencies with expertise in developing, funding and implementing major transportation infrastructure projects.
 - The MOU had a 3-year term to June 5, 2023 and has been extended twice. The first amendment extended the term to December 2023 and the second amendment to May 2024. The agreement was allowed to lapse with TJPA's agreement to operate under the framework of the Successor MOU Blueprint adopted by TJPA in August 2023.
 - The 6 agency project partners continued work on the successor MOU that will effectively and efficiently support the Transbay DTX project as it advances from the Project Development phase to the Engineering phase during 2024. *The successor MOU was approved at the IPMT Executive Working Group level and action on the successor MOU by the TJPA Board is now anticipated in January 2025.*
- City and County of San Francisco (CCSF) Agencies (10) – Interagency Cooperation Agreement (ICA).
 - The ICA provides 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:
 - Approved by full Board of Supervisors on June 27, 2023.
 - Resolution signed by Mayor; ICA was executed on February 7, 2024.
 - At the monthly Technical Advisory Committee Meeting held during September 2024, TJPA introduced the revised project Master Schedule (FFGA+27) and prepared for more detailed discussions. TJPA also presented the cost reduction initiative that changes the planned underground 4th and Townsend Street Station based on deletion of the High-Speed Rail platforms.
 - *Appendix B to the Agreement addresses scope and budget for FY2024-2025 for each of the 10 agencies; all 10 budgets have been submitted, approved, and signed.*
- Joint Trench Agreement
 - TJPA continues to work on a single agreement for 9 parties (Astound, Comcast, CVIN, Cogent, Extenet, Lumen, Verizon, Zayo, and the San Francisco Department of Technology) and will share the cost estimate with the 9 telecom entities upon design completion. TJPA is responsible for the costs associated with relocating San Francisco Department of Technology facilities while the private utilities are responsible for their share of the costs.

- The invitation to participate (Form A) was distributed in July 2023; all participating entities had responded in September 2023; Form A will be modified to reflect schedule changes in accordance with the TJPA notification letter sent in March 2024 and any upcoming TJPA Board actions regarding the project schedule; deadline for completion of modified Form A will be extended by 6 months to May 1, 2025.
 - Cost Estimate (Form B) will be distributed upon 100% Design completion.
 - Coordination with the 11 telecom companies, including those who will not relocate in the joint trench facility, continues in support of the utility relocation design progression and development.
 - The 9 private telecom entities and the San Francisco Department of Technology have agreed to relocate their facilities in the proposed joint trench structure located in the center of Townsend St. between 3rd and 7th Streets.
 - FTA advised that TJPA needs to check their procurement process regarding technical and legal requirements for executed agreements. FTA requested copies of Forms A and B for their review. Form A was provided; Form B continues in development and will be based on the Final 100% Design. *Form A will be updated based on the revised project Master Schedule presented in September 2024. Stakeholders were notified in March 2024 about the anticipated date shift and TJPA is currently developing the revised dates.*
 - PG&E has made the decision not to participate in the agreement based on the proposed physical location of the joint trench facility.
 - TJPA is making provisions for spare capacity in the trench structure for future use.
 - Vertical alignment is being revised based on updated utility crossing information and to minimize depth of excavation; additional as-built drawings and data from the Central Subway project are being used to inform the Transbay DTX design.
 - TJPA continues development of the shared cost breakdown concept.
- California High Speed Rail Authority (CHSRA)
 - The Master Cooperative Agreement (MCA) with CHSRA will provide the respective roles and responsibilities of TJPA and CHSRA and detail the procedures for both to work cooperatively together for the joint operation of the new rail terminal at the Salesforce Transit Center to be constructed by TJPA as part of the Transbay DTX Project.
 - TJPA continues negotiation of the MCA with CHSRA.
 - Completion of the Agreement had previously been targeted for March 2025. Based on the revised project Master Schedule, TJPA announced in September 2024 that the overall deadline for the MCA with CHSRA will track the MCA with Caltrain and will shift to the Fall of 2026.
- Peninsula Corridor Joint Powers Board (PCJPB)
 - The Master Cooperative Agreement (MCA) with Caltrain 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 with Caltrain on the new MCA.

- Workplan timeline and status:
 - Completion of the MCA had earlier been anticipated in September 2024, then subsequently targeted for March 2025. Based on the revised project Master Schedule, TJPA announced in September 2024 that the overall deadline for the MCA with Caltrain will shift to the Fall of 2026.
 - The TJPS/Caltrain Interim Agreement has been completed and was approved by the PCJPB on August 3, 2023 and by the TJPA Board on August 10, 2023. Because of the delay completing the MCA, the Interim Agreement will need to be extended. *An amendment extending the Interim Agreement has been scheduled for the December 2024 Board meetings for TJPA and Caltrain to update the annual scope and budget provisions.*
 - Interim Agreement features:
 - Separate, stand-alone Agreement – August 2023 to September 2024; agreement will be extended.
 - Defers work in Rail Yard to another separate TJPA/Caltrain agreement.
 - Focus on Reimbursement Mechanics: Work Scope; Caltrain investments; Resource Scheduling.
 - Other separate agreements:
 - Sitework MOA for Caltrain reimbursement to oversee yard work.
 - Railyard Agreement draft for the 4KYB work scope continues in review; the final agreement had been anticipated in June 2024, a 3-month delay from the previous forecast; now expected in late Q4-2024.
- Pacific Gas and Electric (PG&E)
 - TJPA continues negotiating an agreement with PG&E for providing power to the Transbay DTX project for the new underground rail station located at Fourth and Townsend Streets, the new rail terminal at the Salesforce Transit Center and the tunnel ventilation facilities as well as relocation of existing utilities.
 - Agreement targeted completion date – August 2023; not achieved.
 - Includes both temporary and permanent relocation of multiple gas, electric and telecom lines located along the project ROW. A single agreement is anticipated but there may be a need for separate agreements based on work scoping and timing.
 - Additional DTX power requirements have been identified and inputs revised; corresponding revised Load Flow Analysis (LFA) and model for the Caltrain Traction Power system is in progress; Caltrain engaged in review of early draft analysis and continues their involvement as the analysis finalization progresses; final approved LFA had earlier been anticipated in May 2024 based on further coordination with Caltrain and then during August 2024, but this was not achieved; draft LFA now expected during Q4-2024. For further information see Section 2.7, Design. The traction power lead engineer for the recently completed

Caltrain Peninsula Corridor Electrification Project will assist TJPA with PG&E coordination for the Transbay DTX Project.

- TJPA reported in October 2024 that significant progress has been made in the negotiations with PG&E but noted that existing TJPA agreements with both Caltrain and SFPUC do present additional jurisdictional complexities.
- TJPA/Caltrain Railyard Agreement for Transbay DTX 4th and King Railyard Site Work
 - Caltrain (permanent easement holder)
 - Weekly technical meetings are also informing negotiating positions.
 - Parties developing CMGC procurement plan for 21-4KYB had anticipated release of RFQ in Q1-2024, but this will be delayed due to design changes to implement the 4KYB Revised Concept based on the 30% Design scope approved by Caltrain.
 - Draft 4KY Railyard Agreement has been reviewed by Caltrain. *The remaining term sheets are being developed as well as the schedule for finalization of the agreement.* The agreement will terminate upon approval of the MCA with Caltrain.
 - *The Sitework MOA expired on September 30, 2024 and TJPA added the scope of the MOA to the Interim Agreement via amendment..*
 - Prologis (property fee owner)
 - TJPA previously advised that the agreement timeline development continues to make progress but remains dependent on TJPA’s ongoing work with Caltrain.
 - *TJPA and Caltrain continue to engage Prologis frequently, including bi-weekly meetings, on specific topics and technical issues in support of development of the terms of the future agreement.*
 - *Prologis encroachments on the project site are underground.*
 - *Project has identified two potential easements needed for an existing manhole and an at-grade billboard. Discussions with Caltrain continue.*

PMOC Concerns and Recommendations

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

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

- Many 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 the new rail system extension, station and terminal

There are 12 third-party agreements identified by the Project Sponsor as critical for the project. In the PMOC's Review Report – Third-Party Agreements for Major Capital Projects, dated May 2024, it is recommended that three additional agreements be considered as critical. The PMOC does note that while six agreements have been executed, some will require extensions, amendments and one successor agreement. The PMOC further notes that work on advancing and executing the critical third-party agreements remains a top priority of TJPA management. The PMOC recommends that TJPA continue to maintain its focus on this essential FFGA requirement as all critical third-party agreements must be completed before the execution of the FFGA, now targeted for July 2027.

2.11 Construction

Forecast Construction Start

In January 2023, construction had been forecast to commence during 4Q-2023 with the Advance (Enabling) Work Program contracts. The forecast changed during March 2023 with the utility relocation work forecast to start late in 2Q-2024, a delay of approximately 5-6 months. *The utility relocation work is currently forecast to start in early 3Q-2026, before schedule mitigations, a total delay of approximately 21-22 months to the earlier start date in late 2Q-2024 for the utility relocation work that had been forecast in March 2023.* The PMOC recognizes that the revised project Master Schedule incorporating the new FFGA target date of July 2027 will reset the various start dates across all construction contracts *The PMOC also notes that several mitigations have been identified to recover schedule time for the utility relocation work.* See also Section 2.14, Project Schedule, for additional discussion.

Progressive Design-Build Contract

TJPA has selected the Progressive Design-Build (PDB) delivery method for the civil and tunnel scope of work and is currently advancing the procurement of this contract. See Section 2.6, Project Delivery Method and Procurement, for details.

2.12 Vehicle Technology and Procurement

There are no direct revenue service vehicle procurements by TJPA included in the final DTX Project scope of work.

During August 2023, TJPA included in the Transbay DTX Project scope of work the acquisition of five non-revenue Maintenance of Way vehicles and the level-boarding door modifications to the 23 new EMU revenue vehicles from Caltrain under their current procurement.

2.13 Project Cost

The Final Capital Cost Estimate, prior to the FTA/PMOC Risk and Contingency Assessment, was approved at the TJPA Board meeting on February 9, 2023. Based on finalization of the Program scope of work and the results of the FTA/PMOC Risk and Contingency Assessment, the Total Project Cost is \$8,255 million YOE, including financing cost and contingency, as presented in TJPA's revised SCC workbook dated August 25, 2023.

November 2024 Sponsor status and updates included:

1. Program Funding Status

- The Transbay DTX Project received notice on May 3, 2024 of significant Federal Capital Investment Program (CIG) funding which it will receive upon approval of a Full Funding Grant Agreement (FFGA) in a maximum amount of \$3,384,462,235 (\$3.385B). This represents 41% of the YOE of \$8,254,785,938 (\$8.255B). Of the remaining \$4.870B, \$0.729B was spent on the Salesforce Transit Center train box and \$1.390B has been budgeted/committed. This leaves \$2.752B (33%) yet to be funded. Thus, there remains a significant funding gap to be made up by other potential federal, regional and local sources.
- In September 2023, FRA announced CRISI awards. Transbay DTX was not selected for an anticipated \$60 million award. TJPA re-applied for this grant in May 2024 for the amount of \$24.6 million and was notified in October 2024 that the request was successful and TJPA will be awarded this amount by the FRA.
- In December 2023, Federal/State Partnership Grant awards were announced. Transbay DTX was not selected for the anticipated \$194 million award. *TJPA is seeking replacement funding sources and will re-apply for the Federal/State Partnership Grant in December 2024 for Final Design of the heavy civil and tunnel work.*
- TJPA submitted its application for the USDOT \$227 million National Infrastructure Project Assistance (Mega) Grant on August 21, 2023. In January 2024, TJPA was notified that Transbay DTX was not selected for the award. TJPA re-applied for this grant, jointly with Caltrans, in May 2024 for \$118.6 million. TJPA received notice in October 2024 that it again will not receive funding from this grant.
- For the Community Facilities District Bond Capital Funding Source (CCSF), the updated CCSF forecast has been included in the 20-Year Financial Plan.
- CTC action on budgeted \$60 million from TIRCP (Cycle 6):
 - In October 2023, CTC programmed \$60 million and allocated \$15.5 million.
 - In August 2024, CTC allocated \$7.1 million.
 - Allocation of \$37.4 million balance expected in early FY25-26.
 - This funding source is for professional services and will be used for engineering/design work.
- Under California TIRCP Cycle 7 for Greenhouse Gas Reduction, TJPA has decided not to apply. Instead, TJPA plans to apply for the Cycle 8 program which is better aligned with the Transbay DTX project scope. Action is anticipated during 2025 with application expected in early to mid-2026.
- On the Bay Area Region level, MTC had allocated \$100.7M in Regional Measure 3 funding in November 2023 for ROW acquisition, relocation, and professional services. *TJPA has requested provision of another \$75M Contract 40-CTfor pre-construction services.*

- Under the SFCTA 5-Year Prioritization Program, the Transbay DTX Project’s cashflow was changed slightly from the 20-Year Financial Plan; instead of \$25 million in FY25 the planned cashflow will be \$10 million in FY25 and \$15 million in FY26. *Other opportunities include FY25 allocation of \$9 million in Proposition L and re-purposing of \$920,000 of Proposition K that is anticipated in December 2024.*
- In response to the FTA’s inquiry earlier in 2024, TJPA advised that it is still evaluating a loan from the USDOT’s Transportation Infrastructure Finance and Innovation Act (TIFIA) program.
- In response to the need to secure funding to replace recent lost opportunities, TJPA has revised and adjusted its funding strategies to optimize approaches for federal discretionary funding and increase focus on additional state, regional and local funding sources.
- TJPA is analyzing the impact of the reduced CIG funding commitment that is lower than TJPA had requested. The Sponsor continues working with local, regional and state agencies as well as other funding sources, including:
 - New Regional Measure (2026 Ballot)
 - Re-authorization of California Cap and Trade Program (in development)
 - Revisions to local real estate-based funds: net tax increment, community facilities district.
- TJPA reported that they are developing the cash flow to support the project through the Engineering Phase to FFGA. It involves an iterative process with the finance group and the project team. The revised project Master Schedule reflecting the new July 2027 target for FFGA will include considerations for funding availability.

2. Program Cost Status

- Reflecting the results of the FTA/PMOC Risk Assessment, TJPA submitted an updated SCC Workbook dated August 25, 2023. This Workbook is inclusive of the train box constructed under DTX Phase 1, the acquisition of five non-revenue Maintenance of Way (MOW) vehicles and the level-boarding door modifications to the 23 new EMU revenue vehicles from Caltrain under their current procurement. The Workbook also includes contingency and finance costs and reflects a total project cost of \$8,255 million YOE. TJPA completed its bottom-up cost estimate for the SCC80 elements based on its recently developed staffing plan and on the TJPA/Caltrain Interim Agreement. TJPA confirmed that its current estimate is reflected in the updated SCC Workbook dated August 25, 2023. TJPA has discussed an effort to update its cash flow forecast by package, actualize inflation since 2023 and determine updated escalation projections. This effort was reported to be under way during Q4-2024. The PMOC will review the resulting revised cash flow forecast when it is completed. A summary version of the August 2023 SCC Workbook is shown below:

DTX Project SCC Cost Workbook Summary		
SCC Category	Description	YOE \$'s (\$B)
10	Guideway & Track Elements	\$2.5
20	Stations, Stops, Terminals, Intermodal	\$1.5
30	Support Facilities (Yards, Shops, Admin. Buildings)	\$0.03
40	Sitework & Special Conditions (incl Temp Facilities)	\$0.8
50	Systems	\$0.3
Subtotal	Construction	\$5.1
60	ROW, Land, Existing Improvements (incl Purchase or Lease of Real Estate)	\$0.4
70	Vehicles	\$0.06
80	Professional Services (incl Design and CM)	\$1.1
Subtotal (10-80)	Construction, Real Estate, Vehicles & Prof Services	\$6.6
90	Unallocated Contingency	\$1.2
Subtotal (10-90)	All Costs except Finance Charges	\$7.9*
100	Finance Charges	\$0.4
Total (10-100)	Total Project Cost	\$8.25B
* Where costs do not precisely add, this is due to rounding of numbers above.		

- Current cost estimate updates for Advance (Enabling) Works Program:
 - 90% Utilities Relocation Design Cost Estimate was accepted on September 9, 2024.
 - 30% 4th and King Railyard Site Work Design (Package 4KYA) – Final 30% Design cost estimate completed and submitted in May 2024, accepted in July 2024.
 - 60% Building Demolition Design – completed in April 2024, comments were resolved and the cost estimate was accepted in May 2024.

- Analysis and Reconciliation of the Rail Yard Allowance cost item.
 - Detailed cost breakdown is based on 30% Design for 4th and King Railyard sitework; 30% Design completion for Packages 4KYA and 4KYB was completed in April 2024; the separate cost estimates were submitted in May 2024, reviewed, reconciled and accepted on July 15, 2024.
 - Based on the final cost estimates, the fully loaded cost for all of the 4KYA+B work increased \$28.4 million from \$155.7 million to \$184.1 million.

- Contract 55-YB – 4th and King Yard Preparation Package B: At Grade Track and Systems
 - Cost Estimates for the Final 30% Design for the 4KYA and 4KYB Packages, original concept, were submitted in May 2024, have been reviewed, comments resolved and were accepted on July 12, 2024.
 - 30% Revised Concept Design for the 4KYB Package (Contract 55-YB) commenced on May 31, 2024 and the associated cost estimate will follow.

- Bottom-Up Cost Estimate for SCC 80 Elements
 - TJPA has completed the updated Staffing Plan with the remaining additional 3rd-party staffing from Caltrain, CCSF, the five agency project partners and the PMCM that is based on the top-ranked firm’s staffing plan.
 - TJPA has developed a preliminary cash flow for the next 3 fiscal years.

- Reporting Cost Performance Against Budget
 - *The current Project Management Information System (PMIS) implementation effort is focused on the Design, Build and Test Phases.*
 - *TJPA is using the “InEight” PMIS platform.*
 - *TJPA is nearing completion of the chart of accounts updates; Work Breakdown Structure/Cost Breakdown Structure (WBS/CBS) will be updated to align with the chart of accounts and allow correct mapping across the system; workshop was held during November 2024; WBS/CBS revisions are in final draft.*
 - The cost, schedule and risk modules are currently in testing.
 - TJPA’s kick-off meeting with InEight was held on October 23, 2024.
 - *During November, TJPA advanced the Program Cost Estimate Update:*
 - *Actualized the project development costs.*
 - *Updated cost estimate for current design status on Contract 20-YA.*
 - *Professional Services cashflow was updated for main package.*

- Proposed Cost Reduction Initiatives
 1. Eliminate train box extension at the Salesforce Transit Center - \$130M
 - Delete Intercity Bus Facility that is no longer needed.
 - Move Fan Plant from Train Box Extension to surface facility across Beale Street.
 - Add an enclosed lobby with additional stairs at Beale Street Access.
 - Retain existing Train Box and add air plenum to surface fan plant.
 - All train platforms exceed 900 ft. in length; meet Caltrain and CHSRA requirements.

2. Reduce length of PAX tunnel stub box - \$205M
 - SFCTA initially requested that Transbay DTX provide sufficient tunnel stub length to move the future Pennsylvania Avenue Extension (PAX) Project construction out of Townsend Street.
 - Because the PAX project definition continues to be refined, SFCTA and the City of San Francisco agreed to the proposed reduction in the tunnel stub length.
 - The tunnel stub length has been reduced by 750 ft. in the proposed cost reduction initiative.

 3. Defer HSR vertical circulation at Salesforce Transit Center - \$15M
 - Due to uncertainty about when High Speed Rail service will commence into the Salesforce Transit Center, the project is proposing to defer the installation of the one elevator and two escalators to the High Speed Rail platforms.
 - CHSRA has accepted the change.

 4. Delete HSR side platforms at 4th and Townsend St. Station - \$190M
 - Deletion of side platforms significantly reduces the footprint of the underground station and supports better utility relocation outcomes along Townsend Street with regard to scope, schedule and cost.
 - There is TJPA and CHSRA executive level concurrence with this proposed change as well as agreement from Caltrain.
- The four initiatives listed above are still “proposed” until formally approved by the TJPA Board based on environmental review (NEPA, CEQA); required stakeholder sign-offs are completed.
 - Estimated cost saving values are “fully cost loaded.”
 - Potential future cost mitigations are based on savings through such areas as reduced escalation by actualizing earlier projections and ROW costs. Potential future secondary mitigation savings are based on future value engineering, design development and constructability considerations as designs advance from the current 30%.

PMOC Concerns and Recommendations

Program Funding

The PMOC notes some funding progress with the award of a \$24.6 million FRA CRISI award to TJPA during October 2024. The PMOC notes also that the Transbay DTX Project has not been selected for two key funding source awards (Federal/State Partnership Grant, National Infrastructure Project Assistance (Mega) Grant) representing a total of \$216 million in federal funding for the project. In addition, the FFGA award will be 41.0% instead of the TJPA requested 49.4% of the total project cost and represents a funding shortfall of \$694 million that is part of the larger overall funding gap of \$2.75B+. This presents a very significant additional challenge to

TJPA in their efforts to secure matching funds as required by the FTA CIG Program. The PMOC notes that the increase in project duration based on the revised project Master Schedule will create additional cost pressures on the project budget and a resultant need for additional funding. The PMOC recommends that TJPA continue to maintain program funding as a critical priority and seek other available funding sources either as a direct recipient or through eligible project stakeholders. The PMOC notes that TJPA continues to work diligently on additional funding sources through available USDOT, FRA and the California state, regional and local programs. *TJPA will re-apply for the Federal/State Partnership Grant in December 2024.*

Program Cost

At the February 21, 2024 FTA/PMOC monthly meeting with TJPA, the PMOC requested that TJPA commence more detailed cost reporting against the established project budget that includes a detailed quantitative monthly update with a narrative that discusses changes, impacts of current and anticipated project issues and use of contingency. TJPA responded at that time that the incoming PMCM consultant will be developing this reporting for the project cost as a key initial task. Since July 2024, TJPA and the PMCM have been actively setting up the cost reporting system. Working with the FTA, the PMOC will establish the cost reporting details.

2.14 Project Schedule

The Project Master Schedule, prior to the FTA/PMOC Risk and Contingency Assessment, was approved at the TJPA February 9, 2023, Board meeting. Reflecting the result of the FTA/PMOC Risk Assessment completed in August 2023, TJPA accepted the results of the schedule analysis and finalized their updated Master Schedule to align with the analysis outcomes for the Target Start of Revenue Service of September 30, 2032 and the FFGA Revenue Service Date (RSD) of June 27, 2035, with contingency.

November 2024 Sponsor updates included:

- *The October 2024 Master Schedule update was provided in early November 2024 and has a data date of September 30, 2024.*
- The Master Schedule (referred to as the FFGA+27 schedule) has been reviewed and accepted by TJPA as the revised Master Schedule and replaces the previous version of the Master Schedule. All references to schedule are about the submitted FFGA+27 Master Schedule.
- The new Master Schedule was revised to include the current anticipated local matching funding efforts and has been presented as the August 2024 update.
- The new Master Schedule also details the latest strategy in Real Estate efforts needed to support construction.
- *The overall effect of adopting the new Master Schedule is about a year change in the anticipated Target Start of Revenue Service from August 2033 to October 2034 which is a change of 31 work days since the last update.*
- The revised Master Schedule was provided to the FTA and the PMOC. The PMOC completed a comprehensive detailed review of the revised Master Schedule and the revised schedule was found to be in general conformance with the basic OP34 guidance.

- Because the Master Schedule was revised the critical path (CP) has changed and remains a zero total float path to the RSD. The current CP includes the following elements:
 - *Complete utility design and issue for bids by December 2025.*
 - *Complete Townsend St. utility relocations by May 2028.*
 - *Initiate Civil and Tunnel construction by May 2028*
 - *Complete staged mined tunnel excavation by September 2031.*
 - *Complete all mined excavation and Track and Systems installation by June 2033.*
 - *Complete testing and commissioning by April 2034.*
 - *Complete Pre-Revenue testing by October 2034.*
 - *Target RSD October 20, 2034.*
- A splinter critical path consisting of ROW procurement on Townsend St. ties into the start of utility relocations.
- *TJPA has revised the Basis of Schedule report to further define contract packaging, Master Schedule structure, and contingency time treatment. The PMOC has reviewed the report and finds that it adequately supports and details the Master Schedule approach and methodology.*
- The ROW parcels have been divided into tranches and included in the new Master Schedule. Implementing this allows the TJPA team to move forward with the acquisitions and appraisals process in a staggered manner which is reflective of parcels' need dates. It allows the team to pursue activities that can be advanced to meet project needs. Two historical properties are proposed for acquisition and demolition. The TJPA coordinated with the State Historic Preservation Officer (SHPO) received approval for the approach to recordation of those properties in advance of demolition.
- The elimination of the CHSRA platforms at the Fourth and Townsend Street Station resulted in a smaller plan footprint and reduction of the tunnel stub length have increased the area available for the required additional utility relocation design. The team is negotiating an updated schedule for revisions generated by these referenced secondary mitigation measures. *The Issue for Bid (IFB) contract for utility relocations design submittal has slipped and was pushed by the data date. The team incorporated the revised utility schedule in the update.*
- The Master Schedule has a secondary float path of 19 workdays consisting of construction of the 4th and Townsend Station and testing which ties directly to Pre-Revenue Testing.
- The Master Schedule has an additional secondary float path with a total float of 159 work days. It consists of excavation and tunnel construction west of Townsend Station along with Track and Systems installation.
- No schedule contingency time was used during this update period; however, the Target Revenue Service date has shifted by 31 workdays to October 20, 2034.
- *October 2024 Master Schedule Update Look-Ahead*
 - *Continued investigation and effort to secure local funding needed for the project.*
 - *Continued Industry Review of Civil and Tunnel (PDB short-listed) RFP documents.*
 - *Continued utility design development and Real Estate activities.*

The PMOC notes that in development of the new Master Schedule, TJPA has investigated and produced an approach to accomplish the project objectives in the time frame desired. As a component of that development the schedule contains several long duration activities representing

a collective set of work tasks. As the construction contractors are selected, they will produce a schedule consistent with the project documents but may have proprietary means and methods that would alter the schedule. The timing and sequence of activities may differ from those set forth in the current Master Schedule. Once the contractors' schedules are accepted the Master Schedule may require some adjustments.

PMOC Concerns and Recommendations

As previously noted, the delay reported in the January 2024 schedule update was the recognition of additional time needed to finalize the utility relocation plans which has now been incorporated into the schedule. This was a concern because utility relocations are an early work item that controls access to most of the project and is still a high priority item. Additionally, the PMOC remained concerned that the project is using valuable schedule contingency prior to the actual start of construction when contingency will be most needed. The PMOC notes that the current schedule contingency has decreased from 204 to 173 workdays. Initially, the revised Master Schedule alleviated much of the PMOC's concerns about schedule slippage by shifting the RSD but the schedule is still sensitive to changes and adjustments and must be carefully maintained. It is absolutely essential that the project adhere to the schedule performance objectives from this point forward. Lastly, the PMOC has not confirmed the adequacy of TJPA's schedule contingency since TJPA extended their schedule for the revised forecast FFGA date of July 2027. It is anticipated that adequate schedule contingency will be determined at the future FTA/PMOC Risk Refresh effort for the revised schedule and updated cost estimates.

2.15 Project Risk

The PMOC conducts risk assessments in accordance with OP40 at key project milestones when requested by FTA to support FTA's decision regarding project advancement and funding. To date, the PMOC has conducted one risk assessment of the DTX Project, which supported FTA's evaluation of the project's readiness to advance into the Engineering phase. The pre-Entry to Engineering Risk Assessment was completed between May and August 2023 and indicated an estimated project cost of \$8,255 million including finance cost and contingency, and a forecasted FFGA Revenue Service Date of June 27, 2035, including contingency. These values formed the baseline of the project as it advanced into the Engineering phase. However, the PMOC anticipates that a risk update will eventually be required because of TJPA's decision to extend the Engineering phase to enable it to secure the required project funding.

In accordance with the DTX PMP and RCMP, the Sponsor prepared a risk register early in the project development. After the FTA/PMOC risk assessment, TJPA aligned both the project's risk register and its bottom-up cost model with the FTA's top-down model and used them to update the project's cost and schedule contingency drawdown curves. In compliance with its RCMP, TJPA updates the project risk register and provides a summary report to management on a quarterly basis.

TJPA conducted their 2Q-2024 internal Risk Update Workshop on July 25, 2024, which was attended by the PMOC and primarily focused on top risks in the areas of procurement, funding, permitting, and right-of-way and several other areas. Participants also reviewed the current list of Potential Risks and current list of Issues. The associated updated risk register and the Quarterly Risk Memo were distributed on September 11, 2024. As of this update, there were 69 risks and four opportunities on the Risk Register, in additions to separately listed Project Issues that are

periodically reviewed to evaluate if any should be elevated to the Risk Register. A significant recommendation was to review risks and their quantification considering the recently adopted schedule extension. On September 30, 2024, TJPA conducted and the PMOC participated in the Q3 2024 Risk Register Update, during which many risks were evaluated, one risk was closed (mitigated), and several risks had their probability and/or impacts reduced due to the schedule extension. Also, one utility risk was closed (mitigated) because of the reduction in the footprint of the 4th and Townsend St station.

The Risk Register as updated during the September 30, 2024 workshop has not yet been distributed and, along with the associated Risk Memo, is now expected to be provided in December 2024. The current top project risks based on the July 2024 update are presented in Attachment C of this report.

2.16 Quality Assurance/Quality Control

The Sponsor has completed preparing the Project Quality Assurance Plan, and the PMOC has completed its OP24 review. Refer to the Project Management Plan and Subplans discussion in Section 2.3 of this report for the status of the QAP.

2.17 Safety and Security

The Sponsor has completed the Project Safety and Security Management Plan (SSMP) and provided the SSMP to the PMOC on April 17, 2023, and the PMOC completed its review. See Project Management Plan and Subplans discussion in Section 2.3 of this report for the status of the SSMP.

2.18 Americans with Disabilities Act (ADA)

The PMOC has reviewed 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 has reviewed Buy America compliance during the following reviews:

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

2.20 Start-Up, Commissioning, Testing

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

2.21 Before-and-After Study Reporting

The PMOC will confirm that the Sponsor has addressed the requirements for the 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 oversight services on the Transbay Downtown Rail Extension Project, Phase 2.

2.23 Actions Items Table

Item No.	Item	Responsible Party	Date Identified	Date Due	Date Completed	Status / Action Required
24-1.	Update Real Estate “ROW Timeline” in Presentation to reflect schedule changes.	TJPA	Jun. 18, 2024 at Monthly Meeting with FTA/PMOC	Next Monthly Meeting – July 16, 2024		Open
24-2.	Provide updated status of Traction Power System Load Flow Analysis.	TJPA	Jun. 18, 2024 at Monthly Meeting with FTA/PMOC	Next Monthly Meeting – July 16, 2024	July 16, 2024	Resolved
24-3.	Arrange working meetings with PMOC for Master Scheule Review.	TJPA	Jun. 18, 2024 at Monthly Meeting with FTA/PMOC	Next Monthly Meeting – July 16, 2024	July 11, 2024	Resolved (Three Additional Working Mtgs. were held in Sept. 2024)

3.0 MONITORING REPORT ATTACHMENTS

- A. List of Acronyms
- B. Safety and Security Checklist – In preparation by the Sponsor.
- C. Top Project Risks
- D. Awarded Contracts
- E. Rolling Stock Vehicle Status Report – N/A.
- F. Project Milestones/Key Events – Will be included in a subsequent Monthly Report based on the risk-informed Final Draft Master Schedule and current schedule updates.
- G. Roadmap to Revenue Operations – Will provide Roadmaps for Entry to Engineering and FFGA based on FTA development details.
- H. Project Map
- I. Monthly FTA/PMOC Meeting Agenda and Attendees

Attachment A: List of Acronyms

ACOR	-	Alternate Contracting Officer Representative
ADA	-	Americans with Disabilities Act
ALTA	-	American Land Title Association
CAO	-	City Attorney’s Office
CCSF	-	City and County of San Francisco
CEQA	-	California Environmental Quality Act
CHSRA	-	California High Speed Rail Authority
CIG	-	Capital Investment Grants
CMGC	-	Construction Manager/General Contractor
CP	-	Critical Path (scheduling term)
CPM	-	Critical Path Method (type of project schedule)
CRISI	-	Consolidated Rail Infrastructure and Safety Improvements Program (FRA)
CTC	-	California Transportation Commission
DTX	-	Downtown Rail Extension (as in “Transbay DTX Project”)
DBB	-	Design/Bid/Build
EMU	-	Electric Multiple-Unit (rail car vehicle)
ESA	-	Environmental Site Assessment
FEIS	-	Final Environmental Impact Statement
FFGA	-	Full Funding Grant Agreement
FMOC	-	Financial Management Oversight Contractor
FRA	-	Federal Railroad Administration
FTA	-	Federal Transit Administration
GEC	-	General Engineering Consultant
HSR	-	High Speed Rail
ICA	-	Interagency Cooperative Agreement
IFB	-	Issue for Bid (construction contract)
IPMT	-	Integrated Program Management Team
LFA	-	Load Flow Analysis (related to Caltrain’s traction power system)
LONP	-	Letter of No Prejudice
LPA	-	Locally Preferred Alternative
MCA	-	Master Cooperative Agreement (TJPA/Caltrain <u>or</u> TJPA/CHSRA)

MCC	-	Management Capacity and Capability
MMR	-	Mitigation Monitoring Report
MMRQ	-	Quarterly Mitigation Monitoring Report
MOA	-	Memorandum of Agreement
MOU	-	Memorandum of Understanding
MOW	-	Maintenance of Way
MTC	-	Metropolitan Transportation Commission
NEPA	-	National Environmental Policy Act
NSPS	-	National Society of Professional Land Surveyors
NTP	-	Notice to Proceed
OCS	-	Overhead Contact System
PAX	-	Pennsylvania Avenue Extension
PCEP	-	Peninsula Corridor Electrification Project (Caltrain)
PCJPB	-	Peninsula Corridor Joint Powers Board
PD	-	Project Development
PDB	-	Progressive Design-Build
PG&E	-	Pacific Gas & Electric
PMCM	-	Program Management/Construction Management
<i>PMIS</i>	-	<i>Project Management Information System</i>
PMOC	-	Project Management Oversight Contractor
PMPC	-	Program Management/Project Controls
PMP	-	Project Management Plan
QAP	-	Quality Assurance Plan
QA/QC	-	Quality Assurance/Quality Control
QRA	-	Quantitative Risk Assessment
RAMP	-	Real Estate Acquisition and Management Plan
RCMP	-	Risk and Contingency Management Plan
RFMP	-	Rail Fleet Management Plan
RFP	-	Request for Proposal
RFQ	-	Request for Qualifications
ROD	-	Record of Decision
ROW	-	Right-of-Way

RSD	-	Revenue Service Date
SCC	-	Standard Cost Categories
SFDBI	-	San Francisco Department of Building Inspection
SFMTA	-	San Francisco Municipal Transportation Agency
SFPUC	-	San Francisco Public Utilities Commission
SFPW	-	San Francisco Public Works
SHPO	-	State Historic Preservation Office (California)
SSMP	-	Safety and Security Management Plan
TIFIA	-	Transportation Infrastructure Finance and Innovation Act
TIRCP	-	Transit and Intercity Rail Capital Program
TJPA	-	Transbay Joint Powers Authority (Project Sponsor for Transbay DTX)
USDOT	-	United States Department of Transportation
WBS/CBS	-	Work Breakdown Structure/Cost Breakdown Structure
WD	-	Work Day
YOE	-	Year of Expenditure
4KY	-	4 th and King (Streets) Yard

Attachment B: Safety and Security Checklist

Attachment C: Top Project Risks

The following are the top Transbay DTX Project risks, and their associated unmitigated risk scores as recorded in the DTX Risk Register Update meeting in July 2024:

Risk ID	Description	Score
CR13	Failure to secure cut and cover off-street muck-out staging area and having to muck out through ports in decking..	20
CR3	Delay in acquisition of funding – risk that 100% committed funding plan is not identified by time of FFGA approval (2025).	20
45	Addition of floating slab to minimize operating train noise and vibration..	16
3	Premium for work adjacent to operating tracks.	16
180	Delay to permitting over disagreement on ownership and liability of relocated utilities.	16

Risk Score/Rank

		Probability/Likelihood				
		1	2	3	4	5
Consequence / Severity	1	1	2	3	4	5
	2	2	4	6	8	10
	3	3	6	9	12	15
	4	4	8	12	16	20
	5	5	10	15	20	25

Key for Risk “Score”: 10-25 High (Red), >3-<10 Medium (Yellow), ≤3 Low (Green)

Attachment D: Awarded Contracts

1. General Engineering Consultant Contract: GEC/Parsons (4/5/25)
2. Program Management Construction Management: AECOM (7/1/29)
3. Construction Counsel: Meyers Nave (8/31/25)
4. Archeological Consultant Services: Stantec (7/12/28)
5. Acquisition/Relocation/Specialty Appraisal Consultant Services: Associated Right of Way Services, Inc (8/4/27); Desmond, Marcello & Amster, LLC (4/13/27); Donna Desmond Associates (4/13/27); Hodges Lacey & Associates, LLC (4/13/27)
6. Appraisal and Appraisal Review Consultant Services: J. Kaeuper & Company (4/13/27); CBRE, Inc. (4/13/27)
7. Survey/ESA Phase 1&2 Consultant Services: Allwest (6/8/27); ACC Environmental Consultants, Inc. (4/13/27); Millennium Consulting Associates (8/4/27)
8. Title and Escrow Services: Chicago Title Company (5/4/27)

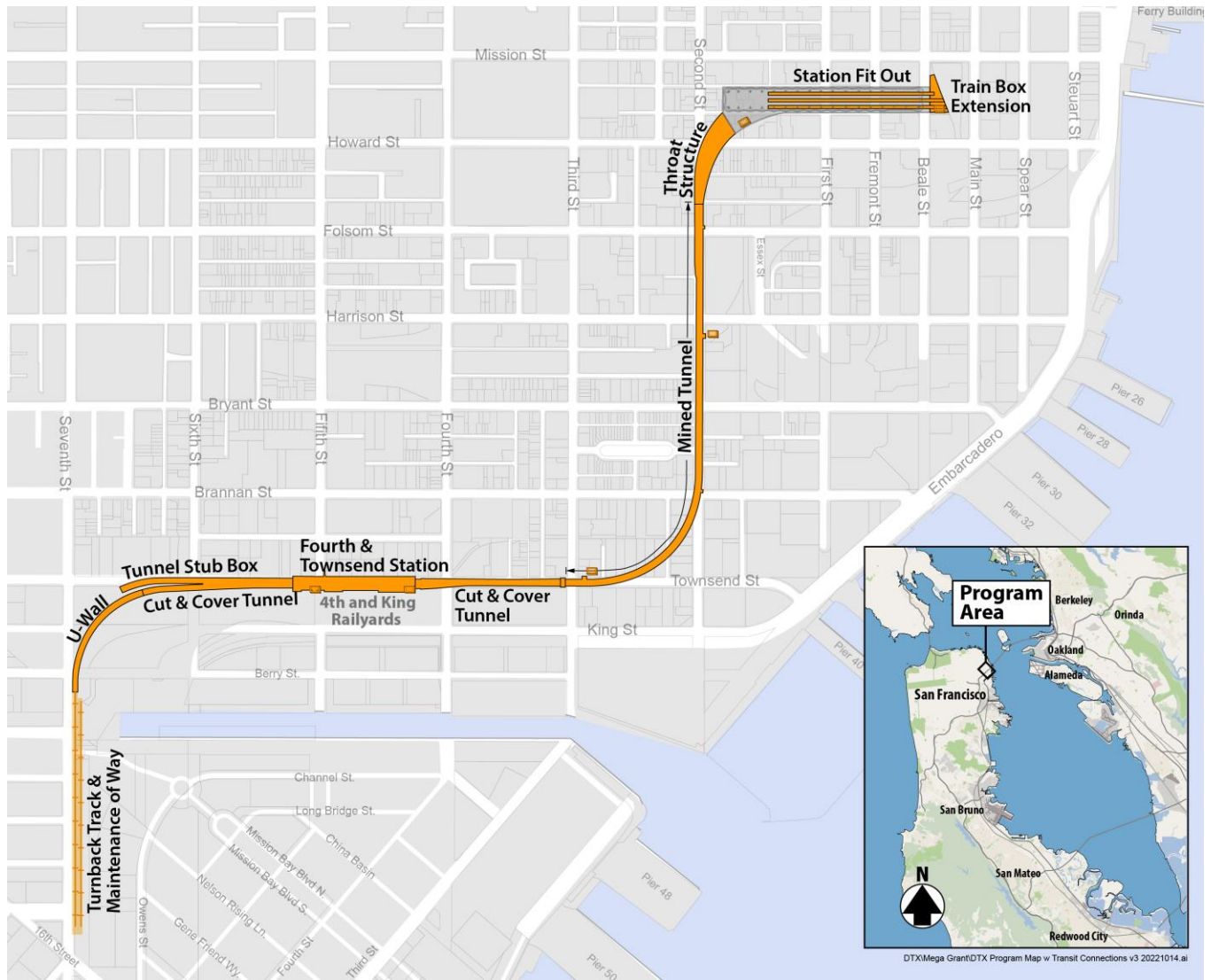
Note: Dates in parenthesis indicate the expiration date for each contract.

Attachment E: Rolling Stock Vehicle Status Report

Attachment F: Project Milestones/Key Events

Attachment G: Roadmap to Revenue Operations

Attachment H: Project Map



Attachment I: Monthly FTA/PMOC Meeting Agenda and Attendees

*Transbay Downtown Rail Extension Project, Phase 2
Grantee/Sponsor: Transbay Joint Powers Authority
FTA/PMOC Monthly Review Meeting – November 20, 2024*

AGENDA

1. *Advance to Full Funding Grant Agreement [5 min.]*
 - *Planning Process*
 - *Updated Project Table of Organization*
 - *PMCM Organization and Integration into TJPA Project Team*

2. *Environmental Process [5 min.]*
 - *National Environmental Policy Act (NEPA)*
 - *Mitigation Monitoring Reports*
 - *Recordation Action – 2 Properties*
 - *California Environmental Quality Act (CEQA)*
 - *Status of Review against PCEP NEPA*
 - *Progress on CEQA Addendum for 4KYB Work*
 - *Notice of Determination Process – Caltrain*
 - *Environmental Review (NEPA/CEQA) for Four Cost Reduction Initiatives*

3. *Engineering/Design – Advance (Enabling) Works and Additional Work [10 min.]*
 - *Utility Relocation Package*
 - *90% Design Package Comment Resolution – Status*
 - *Updated Scope/Schedule/Budget - Secondary Cost Mitigation Revisions*
 - *DTX 4th and King Yard Preparation Packages*
 - *Design Requirements – 4KYA 60%, 4KYB Revised Concept 30%*
 - *Building Demolition Package*
 - *90% Design Progress – Target Completion*
 - *Traction Power Load Flow Analysis*

4. *Program Funding [5 min.]*
 - *Funding Applications for CY2024 – FRA CRISI*
 - *CTC Action on budgeted \$60M from TIRCP(6) – October 2023*
 - *California TIRCP Cycle 8 – 2026 Application*
 - *Community Facilities District Bond Capital Funding Source (CCSF)*
 - *Regional Measure 3 Funding - \$75M Allocation Request: 40-CT Pre-con.*
 - *SFCTA 5-Year Prioritizations Program*

- *Funding Plan Update*
 - *Cash Flow through Engineering Phase to FFGA*
5. *Program Scope Status Update [5 min.]*
- *Scope Definition in Basis Documents*
 - *Revised Program Master Schedule (FFGA+27)*
 - *Updated Program Total Cost Estimate*
6. *Program Cost Status Update [5 min.]*
- *Revised Total Project Cost Estimate - Incremental Updates*
 - *Reporting Cost Performance Against Budget – Evaluation and Set-Up*
 - *Status of PMIS Implementation*
7. *Program Schedule Status Update [10 min.]*
- *Monthly Schedule Discussion – October 2024 Update [Sept. 30 DD]*
 - *Critical Path and Progress on work to Key Milestones*
 - *Report on any late/delayed activities*
 - *Status of Critical Path activities scheduled for 4Q-2024 and 1Q-2025*
 - *Finalization of 4KYA and 4KYB Staging Details in Master Schedule*
 - *Status of PMOC Review of Revised Master Schedule (FFGA+27)*
8. *Risk and Contingency Review [5 min.]*
- *September 2024 Quarterly Risk Workshop (Q3-2024) – Risk Memo*
 - *Upcoming Quantitative Risk Analysis*
 - *Focused Risk Reviews*
9. *Critical Third-Party Agreements – Status [15 min.]*
- *Master Cooperative Agreement (MCA) with CHSRA*
 - *Status of Negotiations*
 - *San Francisco Peninsula Rail Program MOU*
 - *Status of Successor MOU*
 - *ICA with (10) CCSF Agencies*
 - *November 2024 Technical Advisory Meeting Outcomes*
 - *Master Cooperative Agreement (MCA) with Caltrain*
 - *Overall Progress on MCA*
 - *Progress on 4KY Railyard Agreement*
 - *Joint Trench Agreement*
 - *Discuss delay impacts due to 90% Design hold*
 - *Status of Forms A and B*
 - *Pacific Gas & Electric Agreement*
 - *Status of determination of total power requirements for Transbay DXT*
 - *Status of Negotiations*

- *Transbay DTX work at Fourth and King Streets*
 - *Caltrain and Prologis*
 - *Progress on term sheet development/finalization; meetings held*
 - *Target date for transactional approach selection: Caltrain, TJPA*
 - *Status of timeline development for agreement with TJPA/Caltrain*
- *Tishman Speyer MOU*
 - *Scope/Timing for Construction Coordination Agreement*

10. *Real Estate Acquisitions [5 min.]*

- *Status of Appraisals for Initial Five Total Acquisitions – Start Nov. 2024*
- *Status of Total Acquisition of CalTrans Property at SEC 2nd & Harrison*
- *Status for Additional Study Required for Property at 235 Second Street*
 - *Noise/Vibration Mitigation Plan Review by Project Partner Agencies*
 - *Status of Draft Report Update for Additional Field Testing/Analysis*

11. *Procurement [5 min.]*

- *Progressive Design-Build Contract (40-CT)*
 - *Issue Draft Contract – November 2024*
 - *Discussions with Short-Listed Respondents – Ongoing*
 - *Status of RFP Review*

12. *Letter of No Prejudice (LONP) [\\]*

- *No need for LONP at this time*

13. *FTA/PMOC Review of TJPA Third-Party Agreements [5 min.]*

- *TJPA Review of PMOC OP39 Report*

14. *2024 Project Management Plan Update [5 min.]*

- *TJPA Approach and Schedule*

15. *Additional Discussion/Action Items [5 min.]*

16. *Next Monthly Meeting*

- *Date/Time: Wed., December 18, 2024 / Time: 11:30 AM-1:30 PM (PST)*
- *Location: Virtual MS Teams Meeting.*

Meeting Attendees:

Federal Transit Administration (FTA)

- *M. Omay (TRO-9)*
- *S. Ko (TRO-9)*
- *M. T. Khattak (HQ)*
- *C. Russell (HQ)*

Federal Railroad Administration (FRA)

- *(None)*

Project Management Oversight Contractor (PMOC)

- *D. Boe*
- *B. Kohlman*
- *W. King*

Transbay Joint Powers Authority (TJPA)

- *A. Van de Water*
- *A. Rodriguez*
- *A. Harvey*
- *S. Polechronis*
- *M. Murphy*
- *D. Hunt*
- *R. Mincio*
- *A. Callagy*
- *M. Pryor*
- *J. Updike*

Caltrain

- *S. Bullock*