COMPREHENSIVE MONTHLY REPORT

December 2014

Dulles Corridor Metrorail Project
Phase 2
(Wiehle Avenue Station to Route 772 Station)

Metropolitan Washington Airports Authority
Washington, DC

January 29, 2015

PMOC Contract Number: DTFT60-09-D-00016
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Hill International, Inc.
One Penn Square West
30 South 15th Street
Philadelphia, PA 19102

PMOC Lead: [redacted]
Length of Time PMOC Assigned to Project: 1.75 years
Length of Time PMOC Lead Assigned to Project: 1.75 years

TABLE OF CONTENTS

EXECUTIVE SUMMARY **1**

1. PROJECT DESCRIPTION 1
2. PROJECT STATUS SUMMARY 1
3. PMOC'S ASSESSMENT OF PROJECT STATUS 6

MAIN REPORT **7**

1. GRANTEE'S CAPABILITIES AND APPROACH 7
   - *a. Technical Capacity and Capability* *7*
   - *b. Project Controls* *9*
   - *c. Compliance* *9*
2. PROJECT SCOPE 13
   - *a. National Environmental Policy Act (NEPA)* *13*
   - *b. Third Party Agreements* *13*
   - *c. Design Status* *14*
   - *d. Bidding and Construction Status* *15*
   - *e. Other Phase 2 Contracts* *28*
   - *f. Real Estate and Project Development* *29*
   - *g. Utility Coordination* *33*
   - *h. Vehicle Procurement* *33*
3. PROJECT MANAGEMENT PLAN AND SUB-PLANS 34
4. PROJECT SCHEDULE 37
   - *a. Important Activities – 90-Day Look Ahead* *37*
5. PROJECT COST 38
   - *a. Monthly Cost Report – November 2014* *39*
   - *b. Funding Sources* *39*
   - *c. TIFIA Funding Status* *40*
6. PROJECT RISKS 40
7. ACTION ITEMS 43

APPENDICES **44**

APPENDIX A – LIST OF ACRONYMS *45*
APPENDIX B – PROJECT OVERVIEW AND MAP *47*
APPENDIX C – PROJECT MAP *48*
APPENDIX D – MWAA SAFETY AND SECURITY CHECKLIST *49*
APPENDIX E – PMOC TEAM PERFORMING THIS REVIEW *54*

EXECUTIVE SUMMARY

The Project Management Oversight Contractor (PMOC) met with Metropolitan Washington Airports Authority (MWAA) on *January 8, 2015* to conduct the monthly progress meeting for work performed in *December 2014* on Phase 2 of the Locally Preferred Alternative (LPA) for the Dulles Corridor Metrorail Project. The Phase 2 project extends from the Wiehle Avenue Station in Fairfax County through Dulles International Airport to the Route 772 Station in Loudoun County. The PMOC plans to conduct future PMOC monthly progress meetings during the first week of each month.

1. Project Description

MWAA, in cooperation with the Washington Metropolitan Area Transit Authority (WMATA), proposes to implement a 23.1-mile rapid transit system in the Dulles Corridor of Northern Virginia. The proposed corridor follows the alignment of the Dulles International Airport Access Highway (DIAAH), the Dulles Toll Road within Fairfax County, and the Dulles Greenway, a private toll road in Loudoun County. MWAA is implementing the LPA in two phases as described below.

Phase 1 of the Project (Initial Operating Segment), which went into revenue service on July 26, 2014, provided the construction of the initial 11.7 miles of the rail project from the existing Metrorail Orange Line just east of the West Falls Church (WFC) Station to a station constructed at Wiehle Avenue with a total project cost of $3.142 billion. Included in the Project were five new stations (McLean, Tysons Corner, Greensboro, Spring Hill and Wiehle-Reston East), improvements to the existing yard at WFC, and tail tracks beyond the Wiehle Avenue station. The procurement of sixty-four new rail cars was also included for Phase 1.

Phase 2 of the Project will provide 11.4 route miles of new track from the interim terminus at Wiehle-Reston East Station through Washington Dulles International Airport ("Dulles Airport") to a terminus in eastern Loudoun County. Phase 2 includes six new stations (Reston Town Center, Herndon, Innovation Center, Dulles Airport, Route 606 and Route 772 Stations). Phase 2 also includes a maintenance and storage yard facility at Dulles Airport, wayside facilities (including traction power substations, tiebreaker stations, and stormwater management ponds along the alignment), 5 new parking facilities with a total of 8,900 parking spaces, and sixty-four new railcars. The current Phase 2 project budget is $2,778,235,564 exclusive of parking facilities and finance costs. According to the last approved *Package A* schedule (March *2014* Schedule Update), Phase 2 Revenue Service would begin in early 2019.

2. Project Status Summary

The PMOC met with MWAA on *January 8, 2015* to conduct the Phase 2 monthly progress review meeting. The information provided is as of *December 31, 2014*, unless otherwise noted.

- **National Environmental Policy Act (NEPA) –** MWAA and FTA prepared an EA in April 2012 covering the preliminary engineering design refinements for Phase 2, which they released for public review on May 10, 2012. Subsequently, the FTA Regional Administrator issued a Finding of No Significant Impact (FONSI) on December 17, 2012.

- **Procurement Status –** Phase 2 is divided into several packages that will be procured separately: Package A includes the final design and construction of 11.4 miles of the rail line, stations and systems elements; Package S (the Advanced Earthwork Contract) is for the removal and relocation of the Phase 1 soils currently stockpiled at the Maintenance Facility site associated with Package B; Package B includes the final design and construction of the WMATA Maintenance Facility at the northwest corner of the Dulles Airport property; and Parking Facilities (formerly Package C) includes the design and construction of the five parking facilities at the stations in Fairfax and Loudoun counties. MWAA awarded the contract for Package A on May 14, 2013 and issued the Notice-to-Proceed (NTP) on July 8, 2013. MWAA awarded the contract for Package S on November 1, 2013 and issued the NTP on November 18, 2013. Lastly, MWAA awarded the contract for Package B on July 29, 2014 and issued the NTP on August 18, 2014.

- **Disadvantaged Business Enterprise (DBE) Goal** – MWAA developed a DBE Project Goal of 25% of federal participation cost for Phase 2 that FTA reviewed and accepted. Package A has a contract goal of 14%, the PMSS Contract has a goal of 25%, the Package S Contract has a goal of 25%; and the Package B goal is 14%. Through the last assessment on October 31, 2014, the DBE participation (subcontracts awarded) toward the contractual DBE Goal for the PMSS is 68%; Package A is 54%; Package B is 4%; and Package S is 68%. During October 2014, MWAA made $1,751,000 in payments to DBE subcontractors that brought the total DBE subcontractor payments to $20,814,000.

- **Third Party Agreements –** MWAA reported that it required six Intergovernmental Agreements for Phase 2: WMATA, the Dulles Greenway, Loudoun County, Fairfax County, Virginia Department of Transportation (VDOT), and the Town of Herndon. All six Intergovernmental Agreements were executed as of December 5, 2013. A Local Funding Agreement to transfer to VDOT the project-related scope of work for Route 606, which includes an intersection improvement and addition of a turn lane, was signed by MWAA and executed by VDOT on June 11, 2014.

- **Real Estate Acquisition** – FTA approved the increase for threshold limits for the Dulles Phase 2 Project on July 3, 2014. FTA transmitted its comments on the Real Estate Acquisition Plan (RAMP), Revision 2 to MWAA on July 9, 2014 for incorporation into the next revision of the RAMP. MWAA addressed the comments and resubmitted Revision 3 to the RAMP, including Procedure P2M-3.01, on August 6, 2014. The PMOC recommended that FTA accept this revision and the FTA letter accepting the RAMP was sent to MWAA on August 18, 2014.

- **Permits** – MWAA resubmitted the Permit Management Plan on April 1, 2014 incorporating all previous FTA and PMOC comments. On April 22, 2014, the PMOC advised FTA that the comments to the earlier submissions of the Permit Management Plan had been incorporated, and recommended that FTA accept the Permit Management Plan. On August 8, 2014, FTA issued a letter approving the Phase 2 Permit Management Plan, Revision 1.

- **Design Progress –** MWAA reported that the outcome of the April 3, 2014 meeting with the AHJs was that the Preliminary Design submittal was conditionally accepted for the purposes of code basis and advancement of design; however, DGS has reserved accepting the Preliminary Design until CRC revises and resubmits the Route 772 Station design to address DGS comments. The 60% submittal is scheduled for January 2015 and after review by

MWAA, will be submitted to DGS as the required Preliminary Design for the station package.

Package S, the advanced earthwork contract to clear the on-airport site for the Package B rail yard, was awarded in November 2013, and the Package S Design-Build (DB) Contractor, Atlantic Contracting and Material Company (ACMC), submitted the 100% design submittal in late January 2014 for MWAA review. A revision to the final design submittal was received from ACMC on June 26, 2014 and MWAA approved the design package on July 17, 2014 with one comment. *Package S work was completed on December 8, 2014 with the exception of punch list work and seeding that cannot be completed until the spring.*

Fairfax and Loudoun Counties will manage the final design and construction of the Parking Facilities (formerly Package C). *Fairfax County provided formal notification via a letter to the Airports Authority, dated December 29, 2014, that Fairfax County will fund and build Herndon Station and Innovation Center Station parking facilities.* Fairfax County plans to design, construct, own, maintain, and operate both parking facilities to be located in the County. Fairfax County anticipates issuing a Design-Bid-Build solicitation through the Public Works and Environmental Services Department for the construction of both of their parking facilities. Fairfax County anticipates the start of final design in late Fall 2014 with twelve months for design, the NTP for construction in late 2015 and thirty months for construction with a project completion date of May 2018.

On January 15, 2014, the Loudoun Board of Supervisors voted in favor of the County taking responsibility for the funding and construction of the Route 606 *Station* and 772 *Station* North and South parking facilities, *providing TIFIA funding was forthcoming. The County communicated this provisional commitment via a letter to the Airports Authority, dated January 23, 2014.* Loudoun County has issued a solicitation through the Commonwealth of Virginia Public-Private Transportation Act of 1995 (PPTA) for proposals from qualified private entities for the design, construction, financing, operation and maintenance of up to three parking facilities in Loudoun County in conjunction with Phase 2 of the Dulles Corridor Metrorail Project. Loudoun County reviewed the Best and Final Offers (BAFOs) and issued a short list for each parking facility for negotiations for the Design-Build-Operate-Maintain and Finance (DBOM+F) contract award. Loudoun County is in the process of negotiations for each of the parking facilities. Loudoun County anticipates commissioning the parking garages in April 2018; three months prior to the Phase 2 project baseline scheduled substantial completion date of July 2018. The developer, Comstock, of the Route 772 North Parking Facility has proposed relocating the facility to a site owned by Comstock. *The Loudoun County Board of Supervisors is expected to vote on this proposed change at their February 4, 2015 meeting.*

- **Construction Progress –** MWAA issued a NTP for the Package A Contract on July 8, 2013. The contract is approximately *30%* complete, based on time. The scheduled substantial completion date is July 7, 2018. MWAA also issued a NTP for Package S on November 18, 2013, and the scheduled substantial completion date is December 8, 2014. Package S is approximately *100%* complete based on time. Lastly, MWAA issued a NTP for Package B on August 18, 2014, and the scheduled substantial completion date is August 17, 2018. Package B is approximately *9.4*% complete based on time.

- **Budget Status –***The* Phase 2 project budget *is* $2,778,235,564*, exclusive of the parking facilities*. As of *November* 2014, project expenditures total *$341,668,798*. Based on the budget and expenditures, the total project completion is *15%.* This percentage does not include finance charges and contingency.

  Primary funding for Phase 2 comes from MWAA (8.39%), Fairfax County (18.54%), Loudoun County (9.83%), Commonwealth of Virginia (11.62%), and the Dulles Toll Road (51.62%). On August 20, 2014, United States Department of Transportation (USDOT) Transportation Infrastructure Finance and Innovation Act (TIFIA) credit assistance program executed a loan with MWAA, not to exceed $1.278 billion to assist in financing its share. *The TIFIA Loan was closed with Loudoun County for up to $195 million on December 9, 2014. The TIFIA Loan was closed with Fairfax County on December 17, 2014, for up to $403 million. The U.S. Department of Transportation has provided a total of $1.87 billion in TIFIA Loans to support the construction of Phase 2 of the Project.*

- **Risk –** On November 13, 2013, MWAA resubmitted RCMP, revision 1c based on comments received from FTA and PMOC. The PMOC reviewed and recommended that FTA accept this revision on November 27, 2013. FTA forwarded a letter accepting the RCMP to MWAA on February 4, 2014.

  With the commitment from both Fairfax and Loudoun Counties to fund and procure the parking facilities independently, MWAA has revised its Phase 2 project budget to $2,778,235,564. On February 25, 2014, MWAA provided a revised project contingency to the PMOC due to the reassignment of the parking facilities from the Project to the Counties. The revised base contingency is $422,105,181 and a secondary cost contingency of $129,345,998 for a revised total contingency of $551,451,179. MWAA revised and resubmitted the RCMP on April 28, 2014 and a meeting was held to discuss the PMOC's comments on May 6, 2014. After receiving the PMOC's concurrence, MWAA incorporated the revisions into RCMP Revision 1d and resubmitted the RCMP to the FTA on June 20, 2014 for review. During the review of the RCMP Revision 1d, the PMOC noted that the Top Ten Risks list had been revised, ranking the change to the Stormwater Management Part-II B regulations as the top risk to the Phase 2 project. The PMOC has recommended to the FTA that the RCMP, Revision 1d be conditionally approved, and has requested that MWAA provide documentation developed as a result of the MWAA internal risk workshop(s) performed to support the revisions between RCMP Revision 1c and 1d. Based upon the receipt of this information, FTA will determine whether a full risk workshop will be required. *MWAA submitted the "Historical Development of Internal Risk Workshops" on December 19, 2014.The last formal MWAA risk workshop was in July 2012.*

- **Schedule Status** – The Package A DB Contractor, CRC, formally submitted the draft Baseline Schedule on November 26, 2013, 11 days late, and met with MWAA in December to review the Baseline Schedule. On December 31, 2013, MWAA received CRC's draft Final Baseline Schedule, which addressed MWAA's comments. MWAA reviewed the document, accepted-as-noted the draft Final Baseline Schedule, and CRC made some minor changes to the schedule. The Final Baseline Schedule was resubmitted by CRC and was "accepted as noted" by MWAA in February 25, 2014. The critical path in the Final Baseline Schedule is through the Innovation Center Station and shows zero float.

MWAA received CRC's *November* 2014 update of the Package A Project Schedule on *December 5*, 2014, *reflecting a delay to the Scheduled Substantial Completion Date (SSCD). CRC again attributed a substantial portion of the delay to the redesign required due to revised Stormwater Management Criteria (SWM Part II-B). MWAA did not accept CRC's schedule update noting that CRC has yet to submit a contractually compliant Time Impact Analysis (TIA) for the revised Stormwater Management design Criteria. CRC is to address MWAA's comments in the next schedule update. CRC and MWAA continue to work together to resolve the Part II-B requirements' impact to the schedule. CRC submitted a final schedule that includes design and construction of Stormwater Changes and other changes in December 2014 and MWAA provided preliminary review comments. CRC has been requested to work with the Authority to make the TIA compliant with the contract.*

The Package S Schedule Update for September 2014 was received on October 10, 2014. The schedule update was "accepted as noted." During the December meeting, MWAA reported that SSCD was achieved on December 8, 2014 with the exception of punch list work. *The major outstanding item is the establishment of turf that cannot proceed until the spring of 2015. The contractor attempted to establish turf with seed and mulch but was unable to do so during the November/December timeframe. MWAA accepts responsibility for the delay that requires the final turf rework in the spring and will be issuing a change order to cover applicable costs. However, MWAA is withholding funds for the completion of certain related punch list work.*

The Package B Proposal Schedule with cost loading was received from DB Contractor, Hensel Phelps Construction Company (HPCC) on June 27, 2014. This schedule contains the contractor's detailed plan for the six months following the NTP. MWAA met with the HPCC scheduling team following the NTP to discuss the schedule issues. A revised project schedule was received from HPCC on August 26, 2014. HPCC issued a Proposal Schedule Update for *December* on *January 5, 2015*, for review by MWAA, and the Proposal Schedule Update was "Accepted as Noted". *The Draft Baseline Schedule, which outlines the contractor's plan to execute work through the Substantial Completion, was received from HPCC on December 16, 2014. This Schedule is under review by MWAA.*

As of the latest accepted Phase 2 project schedule dated March 2014 and updated during the July 9, 2014 meeting, commencement of revenue service is expected on January 10, 2019. An update of the revenue service date is pending resolution of the SWM Part II-B delay.

- **Rail Car Procurement** – On August 15, 2012, MWAA authorized WMATA to amend their contract with Kawasaki to exercise the option for an additional sixty-four 7000 Series railcars for Phase 2. WMATA's letter of August 30, 2012 to MWAA confirmed the amendment to the Kawasaki Contract for the Phase 2 railcars. The latest schedule from Kawasaki dated *December 31*, 2014 shows final delivery for the last Phase 2 vehicle no later than *July 19*, 2017.

- **Personnel –** On July 28, 2014, MWAA submitted its proposed re-organization chart, draft description of the roles and responsibilities of the key staff, and the resumes for five key staff members in the proposed reorganization of the Phase 2 Project. The PMOC reviewed the submittal and provided comments to MWAA on August 6, 2014. MWAA addressed the PMOC's comments in the next draft revision of PMP (Draft Version 2.0) transmitted to the PMOC for review and approval on November 14, 2014. *On January 9, 2015, PMOC*

recommended that FTA approve, with comments, the PMP Draft Version 2.0 and the accompanying Project Management Procedures.

During the January 8, 2015 meeting, the PMOC again noted that the MWAA Monthly Project Report for November 2014 showed that the full-time equivalent (FTE) staffs for CRC had increased to 93.4% of that planned but that PMSS was only at 77.7% of the planned FTE staff levels for Phase 2. The PMOC expressed concern that Phase 2 continues to be under-staffed, even after the substantial completion of Phase 1. MWAA responded that it is planning to increase the PMSS staff and that prospective candidates have been proposed for MWAA's review and acceptance. Two new PMSS employees will join the staff this week. MWAA reiterated that it does not have a concern with the current staffing levels.

3. PMOC's Assessment of Project Status

MWAA's proposed reorganization of the Phase 2 staff includes several new staff positions that MWAA is in the process of filling. FTA needs to monitor closely the transition of staff from the Phase 1 project to Phase 2 to ensure that there are adequate levels of dedicated and experienced staff on both projects through the completion of Phase 1, and the procurement activities and the completion of final engineering of the Phase 2. The transition of staff from Phase 1 to Phase 2 has been impacted due to the delay in the substantial completion of Phase 1; however, this delay does not appear to have a major impact on the implementation of the Phase 2 project.

Additionally, the effective working relationship between MWAA and WMATA during Phase 1 needs to continue for Phase 2. With the proposed staff reorganization for the Phase 2 project, and the recent turnover of MWAA staff, FTA will need to monitor the effectiveness of staff in the revised positions as well to ensure that there are adequate levels of dedicated and experienced staff on each of the packages within the Phase 2 project.

MWAA incorporated into the Phase 2 project the design changes to enhance the new/improved system requested by WMATA during Phase 1. MWAA continues to issue conformed specifications for late resolutions on design changes requested by WMATA on Phase 1 to ensure that the revisions are addressed during the design phase and not during construction. It is expected that this will reduce the number of WMATA-requested design changes under Phase 2. MWAA also included the contractual requirement for MWAA approval at the 60%, 90% and 100% phases of the design in Division 1 of the DB Contract Specifications, in an effort to initiate design issue resolution at an earlier phase in the design. The Phase 1 contract documents required review at only the 60% and 100% design phases.

Likewise, MWAA implemented lessons learned from the Phase 1 project to mitigate some of the potential risks in the Phase 2 project. Most significant of the lessons learned and implemented in Phase 2 was the elimination of Allowance Items, institution of a cost-loaded schedule requirement and requiring the DB Contractor to be responsible for utility relocations. These elements led to significant cost overruns in Phase 1. As the Phase 2 project progresses into construction, MWAA needs to remain proactive in identifying and mitigating potential risks.

MWAA has implemented the SWM Part II-B revisions into the Package A design and construction. FTA and PMOC have expressed concerns that the total cost and schedule impacts for the revised SWM Part II-B *still remain* unknown.

MAIN REPORT

1. Grantee's Capabilities and Approach

a. Technical Capacity and Capability

Based on lessons learned during the Phase 1 project, Metropolitan Washington Airports Authority (MWAA) is implementing an integrated project management organization consisting of MWAA and Project Management Support Services (PMSS) staff. The Board approved the contract for the PMSS and the contract was executed on July 26, 2013. The first task order issued to the PMSS, Jacobs Engineering, was to provide staffing support for Phase 2. Prior to the new contract, the PMSS staff provided support for Phase 2 for preliminary engineering under a separate contract that expired on July 26, 2013.

MWAA submitted a draft Project Management Plan (PMP) for Phase 2, Version 1.1, which includes project organization and a staffing chart. Because most of the Phase 1 staff will be transitioning to Phase 2, labor distribution charts for each position were also provided to determine levels of staffing by month. The PMP, including the current Phase 2 staffing levels, was reviewed and comments returned to MWAA for issuance of the final PMP on November 3, 2013. On April 2, 2014, MWAA transmitted the final Phase 2 PMP, Version 1.1, including the Project Management Procedures, which were being submitted to FTA for initial review. On April 23, 2014, the PMOC recommended approval of the PMP and Project Management Procedures, and on May 19, 2014, FTA issued a letter approving the PMP and Project Management Procedures.

The MWAA Manager of Quality Assurance/Quality Control (QA/QC) and Safety, William Kerrigan, retired in November 2013. In the interim, Bob Whedon of the PMSS was the acting QA/QC and Safety Manager. As a part of the proposed reorganization, MWAA has split the position into two separate positions; Manager of QA/QC and Manager of Safety. The Manager of QA/QC position closed on June 3, 2014, and Aziz Ahmed started on August 25, 2014*, but has subsequently left the Project. The position was advertised and a potential replacement candidate has been selected.* The Manager of QA/QC will report directly to the VP Engineering. MWAA stated that it plans to add two additional QA/QC lead positions to increase the level of QA/QC review on the Phase 2 Project and be more proactive in the field. MWAA intends to use the resumes received in response to the Manager of QA/QC position to fill those additional positions. The QA/QC lead positions will be used for Package A and Package B, and will report to the respective package leads. On September 23, 2014, William Green started as the QA/QC Manager for Package A. MWAA was unable to reach an agreement with the selected candidate for the QA/QC lead position for Package B. The position *has not yet been* re-advertised *and re-advertisement is expected in the next few months*.

The Manager of Safety position closed on June 13, 2014. MWAA stated that the number of resumes received was limited, and after a review of those received, not many applicants had any FTA safety experience. MWAA added that it re-advertised the position, interviews were held and, as of September 19, 2014, MWAA had selected a potential candidate. David Law started as Manager of Safety on December 1, 2014.

At the January 8, 2014 meeting, MWAA reported that because Substantial Completion Date was delayed on Phase 1, MWAA has not been able to transfer the Phase 1 staff to the Phase 2 project as projected. A revised staffing plan was included in the final PMP submitted on April 2, 2014, showing the gradual transfer of the Phase 1 staff to the Phase 2 project through July 2014. However, MWAA's proposed reorganization of the Phase 2 staff includes several new staff positions that MWAA is in the process of filling. MWAA recently advertised for the position of Director of Project Controls and Contracts for Phase 2. *At the January 8, 2015* meeting, *MWAA reported that a selection had been made for* the position of Director of Project Controls and Contracts for Phase 2 *and that a background check is being made. The position is expected to be filled in February 2015.* The PMOC will continue to monitor the transition of staff from the Phase 1 project to Phase 2 to ensure that there are adequate levels of dedicated and experienced staff on Phase 2 to ensure effective and efficient progression of final engineering and project management.

Mr. Volbrecht reported during the November 6, 2014 monthly update meeting that new contracting officer assignments have been made. He reported that Eric Carey will serve as the Phase 1 Contracting Officer; Carlo Enciso will serve as the Package A Contracting Officer *(Carlo Enciso has left the Project and the position has been advertised with a closing date of January 15, 2015. Eric Carey is acting as the Package A Contracting Officer in the interim)*; Shirley Diamond will serve as the Package S Contracting Officer and Liz Bryan will serve as the Package B Contracting officer.

MWAA reported that the number of full-time equivalents for Phase 2 during *December* 2014 is *671*, a *decrease* of *1* from *the revised November 2014 total of 672*. This is composed as follows: MWAA – *18*, Virginia Department of Rail and Public Transportation (DRPT) – 1, Virginia Department of Transportation (VDOT) – 6, Washington Metropolitan Area Transit Authority (WMATA) – 47, Project Management Support Services (PMSS) – *80*, Capital Rail Constructors (CRC), Package A – *452*, Hensel Phelps Construction Company (HPCC), Package B – *46,* and Atlantic Contracting and Material Company (ACMC), Package S –*21*. Of the *452* staff reported by CRC, some are located in the project office; the remainder is located in local design offices in Washington, DC and Virginia.

During the January 2015 meeting, the PMOC again noted that the MWAA Monthly Project Report for November 2014 showed that the full-time equivalent (FTE) staffs for both the PMSS (77.7%) and CRC (93.4%) were below the planned FTE staffing levels for Phase 2. The PMOC expressed concern that Phase 2 continues to be under-staffed, even after the substantial completion of Phase 1. MWAA responded that it is planning to increase the PMSS staff and prospective candidates have been proposed for MWAA review and acceptance. Two new PMSS employees will start this week. With regard to CRC, MWAA responded that the planned construction staffing levels are still lower than planned because construction has not started in areas initially scheduled to start due to the delay in the design and the issuance of change orders. MWAA added that it does not have a concern with the current staffing levels.

The Package A Design-Build (DB) Contractor, CRC, and WMATA project staffs are co-located with the MWAA project staff. CRC's design team is located in the adjacent building. During the September 2014 meeting, MWAA reported that it is acquiring

additional office space within the building because of the proposed organizational structure.

Upon completion of the project, WMATA will become the owner/operator of this extension to the existing Metrorail system. WMATA personnel have been active participants in the Phase 1 project, and the agency will have more staff involved on the Phase 2 project.

b. Project Controls

MWAA has developed project management procedures with regard to monitoring and controlling project scope, quality, schedule, cost, contingency management, and safety. *These were submitted on November 14, 2014, and PMOC recommended on January 9, 2015 that FTA approve the Draft PMP Version 2.0 and accompanying Project Management Procedures with comments.* MWAA has implemented lessons learned from the Phase 1 project for the Phase 2 contracts. Most significant of the lessons learned and implemented in Phase 2 was the elimination of Allowance Items, requiring the DB Contractor to implement a cost-loaded schedule and to be responsible for utility relocations. These elements led to significant cost overruns in Phase 1. It is the PMOC's observation that MWAA continues to monitor and control the project in accordance with their procedures.

MWAA has adopted an electronic document control system, Autodesk Constructware, for Phase 2. All submittals and correspondence are input into the system and made available for any staff member needing access to the documentation. As a part of the electronic document control process, MWAA is using LATISTA (a separate software application) to post and process review comments electronically. Reviewers can put their comments into the LATISTA system, the comments work their way back to CRC, and a record of the communication is retained. MWAA is planning an all-electronic distribution of plans, but is not quite there yet; hard copies are still being sent to some of the reviewers.

MWAA accepted HPCC's request to use Prolog for their comment management system for design and submittal review in lieu of the electronic comment management system currently being used by MWAA on Phase 2, Package A (LATISTA). Prolog has been implemented by HPCC. Autodesk Constructware will remain the Phase 2 document control and permanent record management system.

c. Compliance

It is the PMOC's observation that MWAA continues to follow the required statutes, regulations, and agreements.

- **Disadvantaged Business Enterprise (DBE) Goal** – MWAA developed a DBE Project Goal of 25% of the federal participation cost for Phase 2, which the FTA's Region 3 Civil Rights Officer reviewed, and subsequently approved on August 26, 2013. Package A has a contract goal of 14%, the PMSS Contract has a goal of 25%, the Package S Contract has a goal of 25%; the Package B has a goal of 14%.

  MWAA continues to perform review and verification of reported DBE payments. Through the last assessment on *November 30, 2014*, the *Actual* DBE participation

(*payments toward the Contractual DBE Goal*) toward the contractual DBE Goal for PMSS is *25%*; Package A is *6.1%,* Package B is *0.0%*, and Package S is *74%*.

During the October 2014 meeting, MWAA reported that the Package S Contractor might fall short of meeting its goal of 25% by just under 10%. The Package S Contractor has shown improvement and is now expected to achieve at least 22% DBE participation. MWAA added that it anticipates that the Package B DB Contractor will exceed its DBE goal, thus retaining the overall Project Goal of 25% of the federal participation cost for Phase 2.

- **Davis-Bacon Act Verification** – MWAA is reporting Davis-Bacon Act verification activities in the Monthly Progress Report. As of the *MWAA November* 2014 Monthly Progress Report, *DBA* compliance monitoring is ongoing including the review of certified payroll reports *and Prime Contractor requests for additional classifications and wage rates*.

- **Title VI** – FTA stated that Fairfax and Loudoun Counties have to secure approved Title VI Plans because they will be recipients of TIFIA loan funds for the project.

  Fairfax County: Fairfax County received FTA concurrence on the Interim Title VI Plan on April 8, 2014; however, FTA noted that Fairfax County's Interim Title VI program expired on August 1, 2014. Fairfax County reported that the Fairfax County Board of Supervisors approved the Title VI Plan on July 9, 2014. Subsequently, the Fairfax County Board of Supervisors approved the Fairfax County Service Equity Analysis on July 29, 2014 and the Title IV Plan submitted to FTA for review, prior to the August 1, 2014 expiration date of the interim plan. At the December 2014 meeting, Fairfax County reported that they had received FTA approval. Fairfax County is working on some of the interim steps required by FTA, and anticipates that it will then take an additional 12 to 18 months to implement the plan.

  Loudoun County: On January 16, 2014, the Loudoun Board of Supervisors approved adoption of the Title VI Plan. Loudoun County reported that the technical aspects of the Title VI Plan were assembled, reviewed by Loudoun County staff, and submitted to Mr. Michael Riess, FTA Region 3's Civil Rights Officer, for review on January 22, 2014. Loudoun County received FTA concurrence on the Title VI Plan on January 23, 2014 and Loudoun County is in the process of implementing its Plan. On March 10, 2014, the Loudoun Board of Supervisors held a Transit Summit to look at the future configuration of the entire bus system in Loudoun County. Any changes in service will be incorporated into the Title VI Plan. Loudoun County continues to implement their Title VI Plan.

  During the April 8, 2014 meeting, Loudoun County reported that requests for proposals were issued to contract operators for the Loudoun County commuter and local bus services for which Loudoun County is assuming responsibility from the City of Leesburg. The required Title VI clauses have been included in the documentation issued. During the May 6, 2014 meeting, Loudoun County reported that bids were received in response to the Request for Proposals (RFP) for the local and commuter feeder bus services. During the July 9, 2014 meeting, Loudoun County reported that the existing operator, Veolia Transportation, won the contract. The recommendation

for award was approved, and the contract executed by the Loudoun County Board of Supervisors in July 16, 2014.

MWAA: During the September 9, 2014 meeting, FTA confirmed that the MWAA Title VI Plan is scheduled to expire by October 1, 2014 and stated that MWAA will need to update and submit its Title VI Plan before the existing plan expires. MWAA submitted the updated Title VI Plan to the MWAA reviewers in September 2014; and the Title VI Plan was submitted to FTA on October 1, 2014. *At the January 2015 meeting, MWAA reported that they had not received comments from FTA.*

- **Safety and Security** – The contractor's safety performance reports, including the accident/injury statistics, are included in the MWAA Monthly Progress Reports. However, the PMOC requested that the Accident/Injury Statistics be provided by the fifteenth of each month, ahead of each monthly progress meeting. As of *December* 2014, CRC has recorded *860,015* hours worked with *five* first-aid cases*, twenty-one* incidents, *five* utility hits, *nine environmental spills, two vehicular accidents* and zero hours of lost time. *Two incidents, one utility hit, one vehicular accident and four environmental spills* occurred during the month of *December 2014*.

  ACMC has recorded *49,820* hours worked with four incidents, four vehicular accidents and zero hours of lost time; *there were no incidents nor vehicular accidents* during the month of *December* 2014.

  HPCC has recorded 28,806 hours worked with zero incidents and zero hours of lost time.

- **QA/QC** – The Quality Management Plan, Revision 1, submitted by CRC was approved in January 2014. MWAA added that it has requested that the QC plans be submitted from the CRC subcontractors and vendors. CRC has started submitting inspection test plans for MWAA review.

  QA audit surveillance schedules for design were developed for the first, second and third quarters of 2014 for Package A; MWAA transmitted the QA Audit and Surveillance Schedule for the third quarter 2014 on July 3, 2014. MWAA has performed nine QA audits/surveillances to date; no areas of non-conformance were noted. A six-month QA Audit and Surveillance Schedule was received from MWAA on October 9, 2014. MWAA has no plans to conduct QA audits on Package S.

  PMOC requested an updated QA Audit Schedule at the January 8, 2015 meeting. Revision 7 dated January 2015 to the Audit Schedule was provided on January 9, 2015 and is shown below.

DULLES CORRIDOR METRORAIL PROJECT
Phase 2, Package A
QA Audit and Surveillance 6 Month Schedule
January through June 2015

Tentative Date	Audit (A) Surveillance (S)	Organization/Activity	Joint Audit or Surveillance?	Lead
1/15/15	A	CRC Survey Plan	Y	CRC
1/20/15	A	Airports Authority Special Inspections Audit	N	Project team
1/26/15	A	Construction Quality Management Plan	N	Project team
2/3/15	A	CRC Permitting Processes	Y	Project team
2/16/15	A	CRC Quality Management System and Procedures	Y	Project team
3/4/15	S	CRC Technical Submittal Processing	N	Project team
3/17/15	A	Contractor/Subcontractor Safety Programs	Y	Project team
3/30/15	S	CMC Rebar	N	CRC
4/6/15	A	CRC Quality Management Plan	Y	Project team
4/13/15	A	IFP to IFC Process	Y	Project team

- **Labor Agreement** – Only MWAA will have to sign a 13(c) agreement with the Department of Labor for the TIFIA loan.
- **Community Outreach** – MWAA provided its Phase 2 Communications and Community Outreach calendar for *December* 2014. The Phase 2 outreach efforts continue to increase *with 67* community outreach activities held during the month of *December* 2014*: including 53 business outreach efforts, six construction-specific notifications and five intergovernmental activities*. MWAA continues to focus activities around the Dulles Airport with Airport tenants and communities beyond its perimeters.

  Proposals for the project website development were received on May 30, 2014, and evaluated through the months of June and July. Contract award was issued in August 2014. MWAA reported that a second review at the final project website with the contractor was held for October 9, 2014. *The new project website is expected to be up and running by February 10, 2015.* Updates to the project website will be performed by the MWAA internal outreach team. MWAA also plans to set-up a Twitter account to provide real-time project updates and receive public comments.

Based on lessons learned from Phase 1, the community outreach team is meeting with the property owners as well as their tenants, since the property owners do not always communicate with their tenants. The tenants are those usually most impacted by construction disruptions. MWAA is also notifying the public of project completion expectations.

CRC submitted a revised version of their Communications Management Plan, which was reviewed by MWAA and returned to CRC with minor comments. CRC resubmitted the revised Communications Management Plan on March 5, 2014. CRC has also expanded their community outreach team and is providing updates on upcoming work.

The Construction hotline is up and running. Traffic alerts are going out on a regular basis especially for the Dulles Toll Road. The plan for issuing construction alerts at the Airport has been recently revised, and MWAA will now issue the alerts in lieu of the Airport Information Technology (IT) Department.

2. Project Scope

Phase 2 of the Project will provide 11.4 route miles of new track from the interim terminus at Wiehle Avenue Station through Dulles Airport to a terminus in eastern Loudoun County. Phase 2 includes six new stations (Reston Town Center, Herndon, Innovation Center, Dulles Airport, Route 606 and Route 772). Phase 2 also includes a Maintenance Facility (maintenance and storage yard facility) at Dulles Airport, wayside facilities, including traction power substations, tiebreaker stations, and stormwater management ponds, along the alignment, five new Metrorail parking facilities at four stations to provide 8,900 parking spaces, and sixty-four new rail cars.

a. National Environmental Policy Act (NEPA)

MWAA prepared an Environmental Assessment covering the preliminary engineering design refinements for Phase 2, and issued it for public review on May 10, 2012. The FTA Regional Administrator issued a Finding of No Significant Impact (FONSI) on December 17, 2012, that stated there were "no significant environmental or socioeconomic impacts associated with the design refinements for Phase 2 of the Dulles Corridor Metrorail Project." FTA cautioned that should there be any changes in the location of the parking facilities by the counties, or if they need any additional property for the construction of the parking facilities, MWAA must notify FTA immediately to determine if the environmental documents would need revisions.

MWAA questioned whether a NEPA review/re-evaluation is still required if the parking facilities are being procured with local funds, and questioned whether only local requirements should be required. FTA stated that the requirement for a NEPA review/re-evaluation would depend on the location of the parking facilities.

b. Third Party Agreements

MWAA reported that there are six Intergovernmental Agreements required for Phase 2: WMATA, Virginia Department of Transportation (VDOT), Fairfax County, Loudoun County, the Town of Herndon, the Dulles Greenway. As of November 4, 2013, MWAA had executed all six Intergovernmental Agreements.

MWAA reported that VDOT is widening Route 606 along the yard site under an on-going improvement project. After discussing the coordination of intersection improvements and an added turn lane required in Package B, MWAA and VDOT agreed to incorporate this work into the Route 606 widening project and MWAA will fund that portion of the work. This work has been included in the VDOT procurement package. MWAA and VDOT agreed on costs and MWAA drafted a funding agreement in early December 2013. During the week of February 28, 2014, VDOT requested that MWAA use a Local Funding Agreement, which is what VDOT uses with local jurisdictions for site improvements. This agreement allows VDOT to recover any additional costs for the work, above the initial funding amount. MWAA and VDOT agreed on the form of the Local Funding Agreement; MWAA signed the Agreement and sent it to VDOT for signature. In June 2014, the Local Funding Agreement was signed by MWAA and executed by VDOT on June 11, 2014. MWAA received approval from FTA for the advanced payment to VDOT; MWAA is awaiting an invoice from VDOT in order to process this item for payment to VDOT and will issue a check for the agreed cost. MWAA added that the work has been added to the design plans and a Notice of Intent to Award has been issued for the Route 606 widening project.

MWAA provided a summary of the status of finalizing agreements below.

AGREEMENT	STATUS	NOTES
WMATA – New Agreement	Executed on August 7, 2013	Effective date August 7, 2013
VDOT – Amendment of Phase 1 Agreement	Executed on November 4, 2013	Effective date November 4, 2013
Fairfax County – Amendment of Phase 1 Agreement	Executed on May 28, 2013	Effective date May 28, 2013
Loudoun County	Executed on August 7, 2013	Effective date August 7, 2013
Town of Herndon	Executed on July 9, 2013	Effective date July 9, 2013
TRIP II (Dulles Greenway)	Executed on September 30, 2013	Effective date August 1, 2013
Local Funding Agreement with VDOT for Route 606 improvements	Executed on June 11, 2014	Work was added to the design plans prior to execution of the agreement.

c. Design Status

Preliminary Engineering is complete for Phase 2. Final design and construction will be performed under the DB contracts for Package A as well as for Package B. Fairfax and Loudoun Counties will manage the final design of the parking facilities included in Parking Facilities (formerly Package C). The Counties confirmed *their commitment to deliver* those elements as a condition precedent to *their* TIFIA loans.

d. Bidding and Construction Status

- **New Mass Transit Line (Package A)**

Procurement: In August 2012, MWAA issued a Request for Qualifications solicitation for the DB contract for Package A of the Phase 2 Dulles Corridor Metrorail Project. Five DB teams were shortlisted and a final RFP issued on February 6, 2013. At the opening of proposals on April 19, 2013, CRC, a joint venture consisting of Clark Construction Group, LLC and Kiewit Infrastructure South Company had the lowest responsible and responsive bid of $1,177,777,000. On May 14, 2013, MWAA formally awarded the Package A Contract to CRC. NTP was issued on July 8, 2013 with a contractual duration for Package A of 1,825 calendar days from NTP. Thus, the Scheduled Substantial Completion Date for Package A is July 7, 2018.

Design: CRC is in the *seventeenth* month of their contract and is continuing design activities. MWAA received the Preliminary Design submittal to establish the code year for building code compliance on July 23, 2013. It is MWAA's position there are still some major deficiencies in the preliminary design document, but since this was the third submittal (second resubmittal) of the preliminary design document, MWAA decided to allow CRC to get a direct reading from the Authorities Having Jurisdiction (AHJ) in order for CRC to take MWAA's comments more seriously. On January 27, 2014, CRC made the Preliminary Design submittal for the entire alignment to the respective AHJs - the Virginia Department of General Services (DGS) and the Airports Authority Building Code Department - to establish the base building code year to be used for the project; CRC also gave the AHJs an overview of how the DB packages will be submitted for permit. The Preliminary Design submittal was transmitted to the AHJs with a cover letter from MWAA that identified what MWAA saw as the deficiencies in the submittal. In addition, MWAA sent a letter back to CRC stating that the Preliminary Design submittal was sent to the AHJs and that it is accepted-as-noted pending the final disposition by the AHJs.

MWAA reported that of the deficiencies, the most serious non-compliance is that CRC did not complete the Rational Analysis (Fire, Life, Safety analyses) which is the fire modeling demonstration of the safe egress path and confirmation of the distances and the egress time. Without the completion of the Rational Analysis, there are major building elements that are subject to change that could potentially change the actual building size itself. The Commonwealth of Virginia Construction and Professional Services Manual (CPSM) requires that the final Rational Analysis be included with the Preliminary Design submittal to achieve the payment milestone.

During the April 2014 meeting, MWAA reported that CRC did submit Fire, Life, Safety analyses in time for the April 3, 2014 meeting with the AHJs. During the meeting with the AHJs, CRC presented the Fire, Life, Safety analyses models to demonstrate to the AHJs that they had used proper methodology. MWAA reported that the outcome of the meeting was that the Preliminary Design submittal was conditionally accepted for the purposes of code basis and advancement of design; however, DGS has reserved accepting the Preliminary Design until CRC revises and resubmits the Route 772 Station design to address DGS comments. During the August *7,* 2014 meeting, MWAA reported that CRC is in possession of a revised Fire-Life Safety Plan and the Exiting Model Study but does

not plan to issue the revision as a whole, but as a revision to each station design package submittal. MWAA reported that the 60% submittal for the Route 772 Station is expected on January *20*, 2015, at which time MWAA will review the design submittal before it is submitted to DGS for review. DGS is the AHJ for the Route 772 Station. MWAA needs the final disposition from the AHJ because the CRC payment milestone is tied to the approval by the AHJs. MWAA reported that based on the requirements of CPSM, the approval of the Phase 2 Preliminary Design submittal is a required predecessor to the approval of the 60% and 90% design submittals. The design of the Project is expected to *continue* through September 2015.

CRC has submitted 100% of the 60 percent design submittals, *92%* of the 90 percent design submittals and *76%* of the 100 percent design submittals. *During December, eleven design submittals (3 – 90% and 8- 100%) were received from CRC. MWAA responded to eighteen design submittals and conducted comment resolution meetings. Fourteen submittals were processed for permits and nine permits were issued by MWAA. One package was sent to the Virginia Department of Environmental Quality (DEQ) for approval and ten were sent to the Airports Authority's Building Codes Department.* The 90% utility and trackwork design submittals are complete. MWAA has accepted 90% design submittals for the civil, systems, station facilities, wayside facilities, and structures. All 90% design submittal packages are scheduled to be submitted by April 2015.

CRC has submitted 100% design submittals for utilities, trackwork, civil, systems, station facilities, wayside facilities, and structures. All 100% design submittal packages are scheduled to be submitted by June 2015. However, MWAA reported that that there are a number of issues with the 100% submittals. As a result, MWAA and CRC continue to hold design/comment resolution meetings and plan to have CRC resubmit either a 100% design submittal or a plan check-set for permitting. Weekly design management and review meetings, which started on July 31, 2013, are held to advance the design. MWAA and CRC continue to meet on Wednesdays and Thursdays to review the designs, review comments provided, and discuss upcoming submittals. CRC has implemented a design management plan and has defined what will be included in every package and the interfaces between the packages. CRC has also assigned two more senior design reviewers to review the design submittals before they are submitted to MWAA.

As part of the design process for Phase 2, there are a series of meetings leading up to the approval of a design package. First, a kick-off meeting was held between MWAA and CRC to discuss what CRC has proposed for the scope of the design package, whether MWAA thinks the scope proposed is appropriate, and whether additional scope needs to added to the design submittal. About two weeks prior to the submittal of the design package, a Pre-Submittal meeting is held where CRC reviews what will be in the design package submittal. Once the design package is submitted and reviewed by MWAA, a comment resolution meeting is held. At the end of the process, there is a record of design review. Integration between the design disciplines occurs at these meetings. MWAA added that they are trying to enforce issue resolution to be completed prior to the 90% submittals to reduce delay in submitting the 100% designs for permitting.

MWAA is of the opinion that the CRC design schedule is aggressive, resulting in omissions and incomplete design submittals.

Commonwealth of Virginia's Stormwater Management Regulations: MWAA has also requested that CRC comply with the latest stormwater management regulations. MWAA explained that the changes to revised stormwater regulations require that instead of constructing water retention ponds, CRC will be required to construct a variety of water treatment facilities that focus on water quantity and treating water quality, which could affect stormwater facility right-of-way. CRC plans to integrate the stormwater redesign into design and construction schedules. During the June *5,* 2014 meeting, MWAA explained that CRC is required to comply with the Commonwealth of Virginia's SWM Part II-B criteria. MWAA added that although the Virginia Stormwater Management Program (VSMP) Construction Permit allows CRC to be "grand-fathered" into the prior regulations, Virginia Department of Environmental Quality (DEQ) encouraged CRC to comply with the revised criteria to be current with the regulations. In addition, MWAA made a policy decision to implement the revisions to be compliant with the latest regulations.

In response to the PMOC request, MWAA provided a draft white paper explaining the revision to the regulations, when the revision went into effect, why the revisions are being implemented and the potential impact to the design and construction costs and schedule of the project on July 8, 2014. The PMOC responded that the white paper received does not address the total cost and schedule impacts to design and construction. A separate discussion regarding the white paper was held after the July 2014 meeting.

MWAA explained that preliminary engineering was performed during the transition in the regulations leaving MWAA with two options; change the criteria to SWM Part II-B and be in conformance with the latest regulations, or move forward with the prior regulations and race to complete the design to ensure that the project is "grand-fathered" into the prior regulations. MWAA made the determination to proceed with the new criteria. MWAA explained that the primary difference in construction is that the new regulations require a higher level of treatment for water quality. These treatment facilities, or Best Management Practices (BMP), are designed to eliminate pollutants to the stormwater entering the Chesapeake Bay.

Site-specific maintenance of the BMPs will be the responsibility of the facility owner. Maintenance at the Dulles Airport will be the responsibility of MWAA, along the Greenway will be the responsibility of TRIP II (Dulles Greenway) and the Maintenance Facility will be the responsibility of WMATA. MWAA added that WMATA is aware of the maintenance requirements once this extension to the existing Metrorail system is turned over to WMATA.

Revisions related to SWM Part II-B are being identified as design development proceeds. CRC has stated that the SWM Part II-B design is a change that would require increased design scope. Further design development will identify the extent of scope change, repackaging of design, and property impacts. MWAA added that the initial design submittals based on SWM Part II-B have been submitted for review. The 100% Dulles Airport Stormwater Management design submittal was received in June 2014 and the Issued for Permit (IFP) design submittal was submitted on August 28, 2014. The 60% Stormwater Management East design submittal was submitted on July 1, 2014 and the 100% design submittal was submitted on October 17, 2014. The 60% Stormwater Management West design submittal was received on August 13, 2014.

During the August 2014 meeting, MWAA reported that the Stormwater Study completed in February 2014 had been transmitted to the PMOC on July 29, 2014 along with a revised version of the SWM White Paper; the PMOC provided comments on August 6, 2014. MWAA added that the design has been refined greatly since last month and they are continuing to assess opportunities to reduce the number of stormwater facilities and still meet the DEQ criteria. MWAA issued their response to the PMOC comments on August 27, 2014. MWAA reported that a level of effort agreement has been reached with CRC to resolve the additional design costs; however, discussions are still ongoing regarding construction and extended overhead costs. During the October 2014 meeting, MWAA reported that a preliminary independent cost estimate *for design* has been prepared for the change in the SWM Part II-B regulations. However, MWAA added that the lack of information makes the evaluation of construction and extended overhead costs difficult at this time. MWAA continues to hold discussions with CRC to refine the impacts to construction and MWAA plans to have an estimate of the construction and extended overhead impacts by *the end of January 2015*. CRC is preparing a presentation to MWAA on the construction impacts.

MWAA reported that a meeting was held with DEQ and CRC on August 28, 2014 to coordinate on the temporary drainage locations as a direct result of the implementation of SWM Part II-B. As a result of the meeting, criteria were established and 11 design packages had to be returned to CRC for revision. Discussions are ongoing on the temporary drainage locations. MWAA added that the project schedule is significantly impacted by the temporary drainage requirements; however, no agreement on the schedule has been reached. The PMOC questioned whether MWAA had looked at the staffing on the CRC design team to determine if the delay to the design can be mitigated. MWAA responded that CRC has applied an additional 25 full-time equivalents (FTE) to the SWM Part II-B design effort, MWAA has reduced the review time from four weeks to two for the design package submittals and the 90% Stormwater Management East and West design package submittals have been omitted. MWAA recognized that several design packages have been reviewed and rejected as a direct result of the need to comply with SWM Part II-B regulations; however, MWAA added that CRC is still forecasting completion of the design as originally scheduled.

During the October 2014 meeting, the PMOC questioned the issuance of a change order for the SWM Part II-B regulations stating that the Package A DB Contract required CRC to obtain and comply with required permits and environmental controls needed for the design, construction, and acceptance of the Work. The PMOC expressed their opinion that the Package A proposers had sufficient direction regarding the need to comply with the current SWM Part II-B regulations and codes. Since the successful proposer's (CRC) schedule to implement the Project indicated that they would not meet the schedule associated with the older codes (i.e. VSMP Part II-C), then the VSMP Part II-B regulations applied. *MWAA submitted a response to FTA dated December 5, 2014 with regard to PMOC's concerns regarding the timeline of activities related to the VSMP and award of the Package A Contract. The response is under review by FTA and PMOC.*

The PMOC also requested that the Counties provide white papers on the impact of SWM Part II-B relative to the design and construction of the parking facilities. Loudoun County stated that the new Stormwater Management requirements are included in the

contracts for the parking facilities. Loudoun County submitted their White Paper on November 7, 2014 and Fairfax County issued their White Paper on December 5, 2014.

Permits: MWAA attained the Wetlands permit from the Army Corps of Engineers during preliminary engineering. CRC considered doing a re-delineation because they found some areas that were wet on Airport property had not been included in the initial delineation. After discussions with the Airport and DEQ, an accommodation was made that the permit will not be re-delineated, but a permit modification submitted to the Army Corps of Engineers and DEQ showing changed areas based on refinements for technical accuracy. The permit modification was submitted to the Army Corps of Engineers and DEQ on April 7, 2014. CRC continues to meet with the various permitting agencies as necessary.

Construction: Tree relocation started on May 2, 2014 along Auto Pilot Drive, and the test shafts at the three locations within the Airport property are installed and testing completed. MWAA reported that the construction of the aerial guideway from the Cargo 5 Building north to Auto Pilot Drive is ongoing. As of the *January 8, 2015* meeting, MWAA reported that *of the 185 pier structures, 38% of* drilled shafts *had been completed, 26% of the pier* columns *had been cast*, and *19% of the* pier caps *had been cast* in aerial guideway substructure Sections S3 (Dulles Airport) and S4. CRC is also installing utilities, and foundations for the trailer complex, central yard and main laydown area (AP4). MWAA anticipates completion of the trailer complex *in February 2015.*

Geotechnical borings are currently complete; although, additional borings may be required as the result of future design. Additional borings are added as the boring results are analyzed. Location verification of existing utilities is complete for the initial set of borings, and CRC is continuing the survey investigation for proposed jack-and-bore utilities and new utilities crossings. The focus is currently on the wayside facility areas; however, work has been performed in the median of the DIAAH, at the Dulles Airport and out into the Dulles Greenway. Work in the area of the yard lead *is ongoing*.

Schedule: MWAA accepted CRC's cost-loaded Proposal Schedule for the first six months with a maximum payment of $50 million, in addition to the cost of bonds, and insurance as a condition of the contract award. In August 2013, CRC resubmitted a revised cost-loaded Proposal Schedule. The revised Proposal Schedule was "Accepted as Noted" by MWAA Letter No. MWAA-P2-01014 dated September 4, 2013.

The Baseline Schedule was to be submitted by CRC on November 5, 2013, 120 days from NTP, per contract. CRC did not meet this contract milestone on time and MWAA requested the immediate submission of the first draft of the Baseline Schedule via Letter No. MWAA-P2-01115 dated November 8, 2013. CRC formally submitted the draft Baseline Schedule on November 26, 2013 and meetings were held in December with CRC to review the draft Baseline Schedule and provide comments. On December 31, 2013, MWAA received CRC's draft Final Baseline Schedule, which addressed MWAA's previous comments. MWAA has accepted-as-noted the draft Final Baseline Schedule, and CRC made some minor changes to the schedule. CRC resubmitted the Final Baseline Schedule on February 14, 2014 and MWAA "Accepted-as-Noted the schedule on February 25, 2014. As of February 28, 2014, CRC was working and billing to the Final Baseline Schedule. As requested, the Final Baseline Schedule was transmitted to

the PMOC on March 6, 2014 for review. The Final Baseline Schedule is both cost-and resource-loaded and includes about 12,500 activities.

MWAA received CRC's *November* 2014 update of the Package A Project Schedule on *December 5*, 2014, *reflecting a delay to the Substantial Completion Date (SSCD). CRC again attributed a substantial portion of the delay to the redesign required due to revised Stormwater Management Criteria (SWM Part II-B). MWAA did not accept CRC's schedule update noting that CRC has yet to submit a contractually compliant Time Impact Analysis (TIA) for the revised Stormwater Management design Criteria. CRC is to address MWAA's comments in the next schedule update. CRC and MWAA continue to work together to resolve the Part II-B requirements' impact to the schedule. CRC submitted a final Stormwater Changes construction TIA schedule in December 2014 and MWAA provided preliminary review comments. CRC has been requested to work with the Authority to make the TIA compliant with the contract.*

The primary critical path in the November 2014 Update begins with the approval of Design Package (DP-11) for Civil West of Dulles Airport Station and is followed by the road widening in Segment N97. The path then leads to construction of aerial guideway in Segments N97 and N98, the track placement in Segments N98 and N10, the systems installation in Segment N10 and the Project-wide commissioning and integrated testing.

During the September 9, 2014 meeting, the PMOC questioned what MWAA is doing to understand the total impact of the SWM Part II-B revisions on the project schedule. MWAA responded that it is meeting with CRC on a regular basis to review and work through the construction schedule, which has not been formally submitted to MWAA for review. CRC presented the non-compliant and highly summarized construction schedule to senior MWAA staff starting on September *22*, 2014; however, the formal submittal of the construction schedule by *CRC did not occur* until November 2014. The PMOC expressed concern that MWAA did not meet the requirements of FTA Circular 4220.1F for the SWM Part II-B revisions and questioned when the internal review would be completed to determine the overall impact to the project. As stated above, during the October 9, 2014 meeting, the PMOC questioned the issuance of a change for the SWM Part II-B regulations stating that the Package A DB Contract required CRC to obtain and comply with required permits and environmental controls needed for the design, construction, and acceptance of the Work. The PMOC added that if the proposer's schedule to implement the Project indicated that they could not meet the schedule associated with the older codes (i.e. VSMP Part II-C), then the VSMP Part II-B regulations applied. MWAA responded that they are working with CRC to minimize construction durations; however, until the impact of the SWM Part II-B revisions is determined, the Schedule Substantial Completion Date (SSCD) cannot be defined.

During the July 2014 meeting, the PMOC questioned what is being done by MWAA to ensure that a workable schedule is received from CRC for the Phase 2 Project. MWAA responded that 5% is withheld from CRC's monthly payment application for the rejection of the monthly schedule update; therefore, there is an incentive for CRC to submit a workable schedule for MWAA review and approval. MWAA added that 5% was withheld from the April 2014 payment application due to the rejection of the April 2014 schedule update.

In a follow up, the PMOC requested that going forward, the Revenue Service Date be updated during the monthly progress meeting, MWAA stated that there is a concern in providing a Revenue Service Date before the resolution of the SWM Part II-B criteria change. During the meeting, the PMOC added that a Phase 2 Project schedule also be provided.

- **Dulles Maintenance Facility (Package B)**

  Procurement: Package B includes the final design and construction of the WMATA Maintenance Facility and Storage Yard at the northwest corner of the Dulles Airport property. The yard storage tracks will have an initial storage capacity of 168 railcars, with the ability to expand to 228. The scope of Package B also includes the design and construction of at-grade rail tracks; facilities for railcar service and inspection; facilities for train dispatch, operation, and supervisory personnel facilities; facilities for police and security personnel; facilities for maintenance of way and materials warehouse; a yard control tower; communications, traction power substations, and train control facilities and equipment; roadway construction and improvements.

  MWAA stated that there were no major changes resulting from the WMATA review. The contract drawings went through two cycles of reviews by MWAA and WMATA, which included the specifications and the statement of work. MWAA sent a letter to WMATA confirming a budget for Package B of $280 million, stating what scope will and will not be included in the base contract package. MWAA added that the procurement included options for the other scope items requested by WMATA but not in the base contract package.

  A two-step solicitation method similar to the procurement of Package A was followed wherein MWAA issued a Request for Qualifications Information (RFQI) followed by a request technical proposals and price proposals. The change from Package A is that instead of issuing a shortlist in response to the RFQI, MWAA just prequalified potential bidders on a pass/fail basis. The RFQI provided the minimum requirements for qualification. MWAA then issued a RFP package to all qualified potential bidders, and held collaboration meetings with each team to clarify the understanding of the requirements. The technical proposals were evaluated again on a pass/fail basis, and the price proposal will be low bid. This process was presented to the MWAA Board of Directors in October 2013 for concurrence and the MWAA Board of Directors did concur with this approach.

  MWAA issued the RFQI solicitation for the Package B Contract on November 12, 2013, and four qualification statements were received on December 20, 2013. A meeting of the evaluation panel was held to determine which offerors are qualified. The RFQI process was completed and all four offerors were determined to be qualified. Two teams had also been bidders on Package A. MWAA issued the RFP to the each of the four teams on February 11, 2014 and began the collaboration meeting process during the week of February 17, 2014. Collaboration meetings continued through the week of April 4, 2014 and MWAA issued amendments and clarifications to the RFP based on feedback and questions received during the collaboration meetings.

  Technical Proposals were received from all four offerors on April 18, 2014. However, MWAA required clarifications to the technical proposals from all of the offerors,

resulting in a delay to the procurement of about two weeks. Supplements to the technical proposals were received on May 22, 2014 and the evaluation completed by MWAA on June 3, 2014. All four offerors were determined to meet the technical requirements and invited to submit a price proposal. Price proposals were received on June 27, 2014. MWAA Procurement performed a responsibility determination and the lowest qualified bidder was selected. Final contractor selection and Notice of Recommended Award was announced on July 2, 2014, to Hensel Phelps Construction Company (HPCC). HPCC signed the contract on July 29, 2014 and MWAA issued NTP on August 18, 2014. The Preconstruction meeting was also held on August 18, 2014.

The lowest qualified bid was $252,989,000, which is under the Package B budget of $280 million. The $252,989,000 bid includes two options for the other scope items requested by WMATA but not in the base contract package: the Warehouse Building expansion and the Track S-5 Hoists. MWAA added that the SWM Part II-B regulations are included in the Package B Contract.

Substantial completion is scheduled for August 17, 2018. MWAA advised that because this is a construction contract approval, an award by the MWAA Board of Directors is not required; the Contracting Officer awarded the contract.

Design: The Package B DB Contractor, HPCC, submitted the Design Management Plan and other required management plans in September 2014; all are under review by MWAA. MWAA has provided comments to the plans that have been addressed by HPCC. MWAA anticipates returning the management plan "Accepted-as-Noted". The 30% design package was submitted by HPCC on October 31, 2014. Construction is set to begin in the second quarter 2015. A meeting has been held with HPCC, MWAA and WMATA to discuss design development, including a two-day workshop on the Basis of Design. The PMOC requested a copy of the Basis of Design that was received *from MWAA* on October 13, 2014. *WMATA and MWAA reviewed HPCC's 30% Design Development submittal and comment resolution meetings continue to be held. MWAA reported that HPCC is currently moving forward with its initial 60% design level efforts.*

Schedule: MWAA received HPCC's revised cost-loaded Proposal Schedule for the first six months on June 27, 2014. This schedule contains the contractor's detailed plan for the six months following the NTP. MWAA met with the HPCC scheduling team following the NTP to discuss the schedule issues. A revised project schedule was received from HPCC on August 26, 2014. HPCC issued a Proposal Schedule Update for *December* on *January 5, 2015*, for review by MWAA, and the Proposal Schedule Update was "Accepted as Noted". *MWAA is currently reviewing HPCC's Draft Baseline Schedule submitted by HPCC on December 17, 2014.*

- **Advanced Earthwork for Maintenance Facility (Package S)**

  The Phase 1 contractor used the site of the proposed Dulles Maintenance Facility to stockpile excavated material. To construct the new facility, it was necessary to move most of the stockpiled material and re-grade the site. MWAA has awarded an Advanced Earthwork contract to move the stockpile to another site on Dulles Airport property. MWAA reported that the Package S contract documents were revised prior to advertisement to ensure that the work for Package S is no longer within the Dulles

Airport Air Operations Area. The same coordination procedures used during Phase 1 are already in place with the Dulles Airport staff and notices have been re-issued.

Procurement: MWAA issued a Notice of Recommended Award to the third lowest bidder, ACMC, on November 1, 2013. Their bid was $5.950 million, well under the engineer's estimate of $18.52 million. NTP was issued on November 18, 2013, with a contractual duration of 385 calendar days from NTP, which resulted in a December 8, 2014 completion date.

Design and Permits: The interim final design submittal received on March 4, 2014 was the basis of MWAA permit application to begin the early erosion and sediment controls activities; however, the soil stability calculations were missing from the design package. The MWAA Construction Permit was issued on April 23, 2014; however, the approval for the installation of the erosion and sediment controls was issued prior to the issuance of the construction permit. Installation of the erosion and sediment controls began on April 21, 2014.

MWAA received the request for minor modification to the Section 404 permit, which MWAA submitted to the Army Corps of Engineers and DEQ on February 7, 2014. The DEQ Water Protection Permit modification was approved on March 6, 2014. Approval from the United States Army Corps of Engineers was also received on March 6, 2014. The VSMP permit application was submitted to DEQ on March 12, 2014 and approved on April 7, 2014.

During the July 9, 2014, meeting MWAA reported that DTP had completed the soil stabilization work, closed-out the DEQ and MWAA permits and fulfilled its environmental permit obligations required for the VSMP permit for the Laydown Area 11 site. As of June 25, 2014, control and custody of the Laydown Area 11 site was turned-over to ACMC.

Construction: Installation of erosion and sediment control measures began on April 21, 2014 and was completed by July 11, 2014. Construction of the haul road and the clearing work began in May 2014 and were completed by July 11, 2014. Removal of the soil began in July 2014 and MWAA reported in the November 6, 2014 update meeting that soil removal was completed in mid-October 2014. Survey confirmed that ACMC has provided the required finished grade elevations. Final grading and roadway restoration *has been completed, and substantial completion was reached on December 8, 2014. Punch list work is underway. The final turf establishment work will be completed in the spring of 2015.*

Schedule: MWAA held a start-up meeting with ACMC on December 6, 2013 to review their management plans and to review their detailed baseline schedule. During the month of December 2013, ACMC submitted their management plans all of which were accepted by December 31, 2013. The Baseline Schedule for Package S was submitted by ACMC in December 2013 and returned Accepted as Noted on January 10, 2014.

The Package S Schedule Update for September 2014 was received on October 10, 2014 that indicated the most critical activity, removal of the existing soils stockpile, was to be completed on October 2, 2014, a gain of two days over the targeted date. ACM's schedule also forecasted an improved SSCD of October 6, 2014 that represents 63 days

of gain compared to the Contractual SSCD of December 8, 2014. The schedule update was "accepted as noted." During the November 6 meeting, MWAA reported that the soils removal was completed in mid-October and the SSCD *was* anticipated to be December 1, 2014. During the December 2014 meeting, MWAA reported that substantial completion was reached on December 8, 2014 with the exception of punch list work. Turf establishment will be accomplished in the spring of 2015 and MWAA is withholding funds to complete that work.

Parking Facilities (formerly Package C)

At present, Fairfax County and Loudoun County plan to design and construct the five required parking facilities. Both Fairfax County and Loudoun County are in the procurement process; however, the final location of the parking facilities is not determined at this time. The Counties anticipate final location of the parking facilities by summer 2014. Any NEPA issues will be resolved once counties identify the final locations of the parking facilities.

Fairfax County: Fairfax County is currently responsible for two parking facilities: one at the Innovation Center Station and one at the Herndon Station. At the December 5, 2013 monthly PMOC meeting, Fairfax County reported that it has hired the architectural, parking, engineering and traffic consultants for both the Innovation Center and Herndon parking facilities. Both the Innovation Center and Herndon parking facilities are in the schematic design phase, and Fairfax County is reviewing location options submitted by the design consultant.

The final locations for the parking facilities have been determined and all Land Use approvals have been obtained from the Fairfax County Board of Supervisors. On July 30, 2013, Fairfax County approved a Real Estate Exchange Agreement for the site of the Innovation Center Station parking facility. The Agreement provides for the exchange of property and property acquisition necessary to implement a joint development plan. On May 15, 2014, Fairfax County obtained unanimous approval of the land use case from the Fairfax County Department of Planning and Zoning. Final acceptance to proceed with the relocation of the Innovation Center Station parking facility was approved by the Fairfax County Board of Supervisors on July 29, 2014. The parking facility will be moved to the south of the location shown in the preliminary engineering plan. Fairfax County stated that the scope and size of the Innovation Center Station parking facility would not change from what was provided in the NEPA documents.

At the Herndon Station, Fairfax County evaluated a concept to shift the location of the parking facility from what is shown in the preliminary engineering plan from the west side to the east side of the station location. The County owns the site shown in the preliminary engineering plans on the west side and has reached an agreement with the adjacent landowner on the east side for a land swap in order to relocate the Herndon Station parking facility. Final acceptance to proceed with the relocation of the Herndon Station parking facility was approved by the Fairfax County Board of Supervisors on October 7, 2014. Fairfax County added that the scope and size of the Innovation Center Station parking facility would not change from what was provided in the NEPA documents.

Now that the purchase of land is finalized, the design team has begun work on the parking facility. Fairfax County reported that it would formally advise MWAA of the final locations of the parking facilities after it closes on the revised Herndon site. A determination of NEPA requirements will then be resolved.

Fairfax County reported that the design schedule for the parking facilities has slipped by 30 to 60 days. With the start of final design in fall 2014, and anticipating twelve months for design, the NTP for construction is scheduled in late 2015. Anticipating thirty months for construction, project completion *is scheduled in April* 2018.

The County's Department of Public Works and Environmental Services is the lead county agency for the design and construction of both parking facilities, and will be responsible for the project management and oversight of both projects. Fairfax County anticipates issuing a Design-Bid-Build solicitation through the Public Works and Environmental Services Department for the construction of both of their parking facilities. The County plans to design, construct, own, maintain, and operate both parking facilities. The selection of a firm to complete the final design for the parking facilities was expected in late August 2013. However, this was delayed because the conceptual designs are not yet completed. The question with regard to whether or not a NEPA review is required needs to be resolved.

Fairfax County has authorized approximately $2.5 million to start design work on both parking facilities, and completion of construction is expected in April 2018.

Loudoun County: Loudoun County is currently responsible for three parking facilities: one at the Route 606 Station and two at the Route 772 Station. On November 16, 2012, Loudoun County issued a Solicitation for Conceptual Proposals through the Commonwealth of Virginia Public-Private Transportation Act of 1995 (PPTA) for the Loudoun County Parking Facilities. The solicitation requested the submittal of conceptual proposals from qualified private entities for the finance, design, development, construction, and operation of the parking facilities for Route 606 and 772 Stations. Following a detailed review of the proposals by Loudoun County staff, an action item was presented to the Loudoun County Board of Supervisors requesting their approval to proceed with a Best and Final Offer for the three parking facilities. At its meeting on July 17, 2013, the Board voted to reject the three initial proposals received through a Request for Information process. The Board voted instead to solicit new proposals through a RFP process.

Loudoun County has affirmed its strong desire to procure the parking facilities outside of the MWAA program, and intends to privatize the three parking facilities. However, should the privatization process fall short of the County's expectation for acceptance, Loudoun County would move forward with the second option for acceptance of responsibility for the parking facilities, which would be to build the parking facilities through the County using a DB approach.

Procurement of the parking facilities in Loudoun County is proceeding on schedule. On September 3, 2013, Loudoun County issued a RFP for the design, construction, financing, operation and maintenance of the three Phase 2 parking facilities. Bidders could propose on one, two or all three sites, and the bidder for the Route 772 North parking facility will have to provide proof of ownership of the site. During the

November 6, 2013 meeting, Loudoun County reported that they received four proposals for the privatization of each of the three parking facilities on October 30, 2013. Loudoun County has reviewed the proposals and one was deemed nonresponsive at the Route 772 North parking facility because the offeror did not provide proof of legal ownership of the property or the ability to own the property, which was a requirement of the RFP. Loudoun County has assembled a procurement team that is reviewing and scoring the proposals received. Jones Lang LaSalle is leading the procurement review team due to the financial component of the proposal, and both MWAA and WMATA members were added to the procurement review team as technical members. The procurement review team has met twice to summarize the financials and to perform a cursory review of the financials and feasibility of the proposals received.

Oral interviews were held in December 2013 with each of the teams. The RFP required that offerors adhere to the preliminary engineering location of each of the facilities; all did with the exception of one team that is proposing that the Route 772 North site be moved to a site that they own within walking distance of the station area. Loudoun is looking at what kinds of impacts, (time delay, penalties, etc.) will be incurred due to a change in the site location.

On January 16, 2014, the Loudoun Board of Supervisors voted in favor of the County taking responsibility for the funding and construction of the Route 606 and 772 North and South parking facilities. In addition, in the same motion the Board directed staff to pursue further evaluation of all four of the Public-Private Partnership (PPP) offers for each of the parking facilities, citing that all are in the range of general acceptance. Linked to the garage procurement, the Chairman indicated that staff was in the process of obtaining DB estimates for the parking facilities as well. This will establish a parallel path should the PPP approach fall short. The estimates will also provide an independent design and construction estimate for each garage.

At the January 8, 2014 meeting, FTA requested a timeframe for Loudoun County to make a recommendation to the Loudoun Board of Supervisors for a selected offeror(s) to procure the parking facilities. Loudoun County reported that at the January 15, 2014, Loudoun Board of Supervisors meeting, the Board voted to finance and construct the Loudoun County garages separate from the Dulles Corridor Metrorail Project, subject to receiving TIFIA funds for their share of the Project. Subsequently, in accordance with the PPTA, on February 12, 2014 there was a public hearing on the four proposals that were posted on the Loudoun County website (www.loudouncounty.gov/procurement).

Loudoun County distributed a second round of questions to each team. The questions are specific to each team's submittal and focus on clarification of financial areas in their respective proposals. Questions were derived from an early series of one-on-one discussions with the offerors. All questions received from the offerors during the week of February 28, 2014 were financial in nature.

On March 5, 2014, the Loudoun Board of Supervisors met in closed session for staff to provide the Board with the following information:

1) In-depth financial details for each of the four offerors. This information is currently being assembled with the assistance of Jones Lang LaSalle.

2) Two independent DB cost estimates based on similar specified parking facilities in order to establish a baseline for negotiation. Loudoun County contacted MBP Engineering and requested that they contact DB contractors that build parking facilities for a detailed breakdown and capital cost estimate in order to compare to the types of costs received from the four offerors. Loudoun County asked that the DB contractors not be identified so as not to preclude them should opportunities become available.

3) Details on the approach and content to be used during the negotiations and to identify benchmarks for each negotiation.

4) Once negotiations are completed, provided the process of assessing whether the benchmarks were achieved during negotiations, and what the follow-up activities would be. The Board will also be provided with a decision matrix for the final approval for privatization that will identify and determine the factors for selection.

During the closed session on March 5, 2014, the Loudoun Board of Supervisors approved the Design-Build-Operate-Maintain and Finance (DBOM+F) method for the procurement of the parking facilities. They discussed and decided on the parameters for the Best and Final Offer (BAFO). The request for a BAFO was transmitted to all four of the bidders on April 11, 2014 and the BAFOs were received from all bidders on May 14, 2014. Loudoun County reviewed the BAFOs and issued a short list for each parking facility for negotiations. A recommendation to start negotiations for the DBOM+F contract award for each of the parking facilities was approved by the Board of Supervisors at the June 10, 2014 meeting. Jones Lang LaSalle will lead formal negotiations for the County.

During the *December 10,* 2014 meeting, Loudoun County provided an update on each of the parking facilities:

- Route 772 North – The recommended DBOM+F contractor, Comstock Construction, has proposed that the parking facility be constructed on property owned by Comstock, which is different from the site identified in preliminary engineering plan. Loudoun County advised the MWAA has not been officially notified of the change in location of the parking facility pending a successful negotiation with Comstock. MWAA stated that it is its understanding that in accordance with the Record of Decision for the Phase 2 Project, there would need to be an administrative reevaluation to determine if there are any changes in the impacts due to the change in location of the parking facility. During the July 2014 meeting, Loudoun County provided a copy of the area showing the change in property and explained that the site eliminates the need to cross a heavily traveled vehicle intersection and that the number of parking spaces has not changed.

  As of the *January 8, 2015* meeting, Loudoun County reported that negotiations are advancing, and formal notification to MWAA regarding the change in location of the Route 772 North Station parking facility is pending completion of negotiations. *The Board decision on the Route 772 North Station parking facility site is anticipated to take place at their February 4, 2015 meeting.* Should negotiations fail and Loudoun County chooses to self-perform using the DB Contractor, the location of the parking facility would still move to the south of the site identified in preliminary engineering plan; but not the same site as proposed by Comstock Construction.

During the October 9, 2014 meeting, Loudoun County reported that it had received an unsolicited proposal to build the parking facility from the landowner for the property to the south of the Comstock property. Loudoun County plans to explore the offer, provided Loudoun County is under no obligation to negotiate with the landowner. *Loudoun County reported during the January 2015 meeting that it continues to evaluate this proposal.*

- Route 772 South and Route 606 – The recommended DBOM+F contractor, Nexus Properties, Inc., has proposed that both of the facilities be constructed on the sites identified in preliminary engineering. As of the September 2014 meeting, Loudoun County reported that negotiations are advancing and Loudoun County is in the process of assembling the legal documents for all three parking facilities. In addition, Nexus Properties has requested the design criteria for the parking facilities. During the September 2014 meeting, Loudoun County reported that it anticipates commissioning the parking garages in March 2018 in accordance with the original PPTA schedule. *During the January 8, 2015 meeting, Loudoun reported that there was no change to this schedule. The Board decision on the Route 772 South and Route 606 developer/operator is anticipated to take place at their February 4, 2015 meeting.*

The Board also approved the County's request for $3 million to hire a DB Contractor to commence a parallel process for design, construction, and operation of the parking facilities. At a to-be-defined stage in the negotiation process, Loudoun County staff must assess the status of negotiations; assign a confidence level and level of risk associated with each private offeror. As a backstop to ensure that the garages are constructed and ready for operation by the start of revenue service, Loudoun County is taking a proactive approach to maintain its commitment to the Project that the garages will remain the responsibility of the County. Should the objective to privatize the financing, construction, and operation of the garages be determined not to be in the County's best interest, this parallel process will enable Loudoun County within a predefined timeframe, to continue the parking facilities with the DB Contract without a significant delay and engage a garage operations and maintenance firm. Either of these approaches is phased to ensure garage completion and testing prior to the start of revenue service. The RFQ for the DB is currently being developed; the first draft was issued for review on August 11, 2014 and Loudoun County now anticipates completion of the Draft DB RFQ in mid-January 2015. This will include a series of deliverables including site development requirements and permits. Loudoun County has also requested that MWAA review the RFQ and provide comments. *Loudoun County reported that the deliverables are progressing nicely and that the initial draft components of the RFP have been received.* At the August 2014 meeting, Loudoun County reported that a date of February 2015 has been set as the "go/no-go" date with the PPP, based on a completion date of March 2018.

e. Other Phase 2 Contracts

- <u>Structural Inspections and Special Inspections</u>

  An RFP was issued December 27, 2013, for a contract to perform structural inspections and special inspections on rail stations, guideways, bridges and substations, which are part of the Project. Proposals were received on January 30,

2014. The contract was approved by the MWAA Board of Directors on April 16, 2014, and was awarded to Professional Services Industries (PSI) on April 18, 2014. CTI Consultants, Inc. filed a protest on April 28, 2014. The protest was denied on May 1, 2014, by the Manager of Procurement and Contracts. On May 13, 2014, CTI requested a review, by the MWAA CEO, of the rejection of the protest. On June 9, 2014, the CEO confirmed the protest denial decision and denied CTI's review request. *PSI continues to perform inspections of construction activities.*

- Building Code Plan Review and Inspection Services

  An RFQI was issued on December 23, 2013, for a consulting firm to conduct building code plan review and inspection services for the Project. The firm will also conduct review of stormwater management plans, provide associated erosion and sediment control inspections, plan review and enforcement services, and provide general environmental services as assigned during construction of the Project. Qualifications were submitted on January 23, 2014, and the contract was approved by the Airports Authority Board of Directors on April 16, 2014. The contract was awarded to IBTS Government Solutions on May 29, 2014. Task Order 1 was issued with NTP on June 5, 2014.

- Environmental Professional Services

  The contract for environmental professional services needed to support the completion of Environmental Due Diligence Reports (Environmental Screening Assessments, Phase I Environmental Site Assessments, and Phase II Environmental Site Assessments) for real estate acquisition on the Project was awarded to Environmental Alliance, Inc. on March 25, 2014.

f. Real Estate and Project Development

MWAA submitted their Real Estate Acquisition Management Plan (RAMP), Revision 0, for Phase 2 on August 19, 2013. The PMOC requested the appendix listing the Phase 2 properties, which was received by the PMOC via the Property Acquisition List letter dated September 27, 2013. Details of the required properties will be developed during the design phase of the Package A Contract. The PMOC reviewed the RAMP and provided comments to FTA on November 13, 2013. A teleconference to discuss the comments and the changes from the Phase 1 RAMP was held on November 15, 2013, and MWAA resubmitted the RAMP, Revision 1, in response to the comments on February 5, 2014. FTA provided comments on the RAMP, Revision 1, on February 26, 2014 and MWAA resubmitted the RAMP, Revision 2, on April 1, 2014 incorporating all previous FTA and PMOC comments, including those provided on February 26, 2014. Prior to the June 2014 meeting, a conference call was held with Pamela Peckham, FTA Realty Specialist, to discuss FTA comments to the RAMP. FTA also transmitted its comments on the RAMP to MWAA on July 9, 2014 for incorporation into the next revision of the RAMP. MWAA addressed the comments and resubmitted Revision 3 to the RAMP, including Procedure P2M-3.01, on August 6, 2014. The PMOC recommended that FTA accept this revision and the FTA letter accepting the RAMP was forwarded to MWAA on August 18, 2014.

During the September 9, 2014 meeting, the PMOC requested a revised Property Acquisition List to include additional property needed because of the SWM Part II-B revisions. During the October 9, 2014 meeting, MWAA reported that a revised Property Acquisition List was submitted as amendment to the RAMP on October 3, 2014.

MWAA reported that the letter submitted to FTA in 2007 requesting to raise the threshold values to $100,000 and $1,000,000 respectively was for the entire 23-mile corridor and not only Phase 1. In addition, FTA's approval letter October 5, 2007 did not preclude Phase 2 nor did it specify Phase 1. As a result, MWAA determined that the threshold increase applied to the entire corridor, and in response to FTA, MWAA submitted a letter requesting to reauthorize the threshold limits used for Phase 1 for Phase 2 by January 8, 2014. MWAA submitted a supplement to the letter, in accordance with the FTA Circular 5010.1D, to FTA on February 6, 2014. FTA stated that approval of the threshold letter is pending FTA review of the revised RAMP. During the May 6, 2014 meeting, MWAA expressed the need for the approval to increase the threshold limits as there are several acquisitions that will be above the current threshold. On July 3, 2014, FTA approved the increase for threshold limits for the Dulles Phase 2 Project.

Responsibility for Phase 2 right-of-way will be directly under MWAA and not the DB Contractor as in Phase 1. The exception to this is that CRC is responsible for utility relocation and property acquisitions outside of the parcels that MWAA has identified as part of the preliminary engineering plans. In conjunction with CRC, MWAA has identified the project parcels and broken them into priorities (1, 2A, and 2B) under the contract.

Priority 1 parcels were identified by MWAA during preliminary design as the primary parcels that would be needed by the Package A Contractor. MWAA has developed Property Identification Plans (PIP) for the Priority 1 parcels based on CRC's current design and CRC is responsible for verifying the PIPs are adequate to support construction. The Project team will be the negotiator and relocation manager for the Priority 1 parcels and MWAA has retained consultants for the appraisal and appraisal review work associated with the acquisition of the Priority 1 parcels. MWAA has one year to deliver the property once the PIP is verified by CRC. CRC has verified the Priority 1 PIPs for parcels 207, 214, 220 and 237. MWAA reported that no new properties would be moved into Priority 1; however, Priority 1 properties can be deleted. In addition, any additional properties identified as high priority (not identified as Priority 1) will become Priority 2A.

Priority 1 parcels are primarily for the stormwater ponds and the ancillary facility locations. MWAA *continues* to develop the property appraisals and the right-of-way plans for the Priority 1 acquisitions where access *was* due to CRC by March 15, 2014. The PMOC requested the new schedule for Priority 1 acquisitions now that the March 1, 2014 deadline has passed. MWAA responded that an additional year was incorporated into the process to bring the date for Priority 1 acquisitions to March 1, 2015. MWAA reported that the Priority 1 parcels were developed by MWAA during preliminary engineering; however, CRC had different priorities. MWAA added that it is working with CRC and has provided CRC with early access/rights of entry, which has been largely successful. MWAA provided a revised property acquisition schedule on October 3, 2014.

The first parcel submitted to FTA for concurrence and review is Parcel 207 (north side of Reston Town Center). Concurrence was received from FTA, and MWAA made an offer to the property owner the week of February 14, 2014. The property owner indicated to MWAA that it was performing an engineering verification of the property limits and submitted additional questions. During the May 6, 2014 meeting, MWAA reported that it had responding the questions from the property owner and anticipated receiving a counter-offer from the landowner to continue negotiations. However, during the June 2014 meeting, MWAA reported that Parcel 207 would have to be condemned due to non-responsiveness from the property owner; the impasse letter was transmitted in early June 2014. During the August 2014 meeting, MWAA reported that Parcel 207 had been acquired through condemnation of the property; the property owner expected the condemnation. During the September 9, 2014 meeting, MWAA provided an update reporting that it anticipates an agreement after certification resolution without going to trial. MWAA anticipated resolution in 2015.

Parcels 220 (Sprint Building) and 237 (Dulles West Office Building) are the next Priority 1 acquisitions in the process based on CRC's needs; neither are appraised for over $1 million, so they may not need FTA review. During the August 2014 meeting, MWAA reported that the offer package had been presented to the Parcel 220 property owner in July 2014. *At the January 2015 meeting, MWAA reported that the Certificate of Take materials for Parcel 220 are being revised based on VDOT comments for filing in January 2015.*

For Parcel 237, CRC has revised the layout in the PIP significantly reducing the number of parking spaces' impact to the property. The revised appraisal is also complete and MWAA held a pre-presentation meeting to the master leaseholder for the property on July 16, 2014. The master leaseholder provided questions regarding the parking impacts and MWAA provided a response. MWAA made an offer for Parcel 237 in September 2014 *and negotiations are in progress. A new appraisal was initiated in November 2014 for Parcel 237 and is under development. Access to Parcel 237 will be provided to CRC by MWAA under the current leasehold terms with an entry date of February 1, 2015.* The initial appraisal for Parcel 262 *was* complete; however, CRC submitted a revised PIP in November due to changes in the Route 772 station area configuration. *A revised PIP for Parcel 262 was submitted by CRC that was returned to CRC for final revisions.* Once the final revisions are made by CRC, MWAA will obtain an updated appraisal.

The last of the original Priority 1 properties is Parcel 214 (section of land on Sunset Hills next to the Target and a gas station). This parcel was also affected by the stormwater redesign issues; however, the appraisal is complete and the offer was made to the landowner in June 2014. At the November 6, 2014 meeting, MWAA reported that the condemnation documents have been transmitted to VDOT in accordance with VDOT requirements. *Negotiations continued in December for Parcel 214. MWAA reported during the January 8 meeting that they have reached an agreement and expect to close in January.*

Due to revisions needed to acquisitions areas related to SWM Part II-B criteria changes appraisals have not yet progressed for Parcels 253 and 258.

CRC is also re-prioritizing the Priority 2A and 2B acquisitions; however, they *were* not needed by the March 15, 2014 deadline. CRC has acknowledged that the PIPs are being submitted late, and it will probably be late Spring/Summer before the Priority 2 acquisitions can go into the negotiation phase with the parcel owners. During the May 2014 meeting, MWAA reported that it is working with CRC on refining the PIPs for several of the Priority 2A acquisitions, most of which are within the Airport property. Parcels 238 and 240 are the first two Priority 2A acquisitions for which CRC has submitted PIPs for acquisition processing. MWAA approved the PIP submitted by CRC for Parcel 231 and made an offer to the landowner in November 2014. *Negotiations are ongoing for Parcel 231.* MWAA reported that parcels 238 and 240 were made available to CRC in summer 2014 for guideway construction. *At the January 2015 meeting, MWAA reported that the appraisals for Parcel 238 and Parcel 240 were in progress. Comments were sent back to CRC on PIPs for Parcels 253 and 254.* MWAA is waiting for the design to progress for CRC to produce more PIPs to support further property acquisition.

A total of 25 parcels have been identified as Priority 2B acquisitions. Acquisitions for Priority 2B parcels have been deferred since the design is not sufficiently advanced to develop the PIPs and begin the acquisition of these parcels.

MWAA has received Rights-of-Entry with the users at the Dulles Airport to accelerate the acquisition process. MWAA is working with the Real Estate Manager at the Dulles Airport to review leases and is using the lease provisions for the Rights of Entry. MWAA is also relocating tenants within the Dulles Airport to accommodate CRC's construction activities. In addition, to accommodate CRC's construction activities, MWAA has expedited some of the Dulles Airport properties.

<u>Third-Party Appraisal Review Services Contract:</u> An RFP for Phase 2 appraisal review services was issued on June 7, 2013 and an award issued to Appraisal Review Specialists, LLC, on October 10, 2013. The majority of the Priority 1 appraisals have been completed by the appraisal consultant, Parli Appraisal, Inc., and are with the review appraiser. MWAA added that the PMSS team would be the negotiator and relocation manager for the Priority 1 parcels. Because some of the properties are at the airport, MWAA is dealing with leaseholds as opposed to the property owners for the acquisition of airport parcels.

<u>Third-Party Property Acquisition Consultant Contract:</u> MWAA has also retained a property acquisition consultant for the remainder for the parcels (Priority 2 and 3) using VDOT's specifications. The RFP was issued on May 23, 2013, and the contract was awarded on August 26, 2013 to Stantec Consulting Services, Inc. A kickoff meeting was held on November 8, 2013.

<u>Archeological Investigation:</u> During the January 8, 2014 meeting, MWAA reported that although they had hoped to have the archeological investigation completed by the end of 2013, the archeological investigation was suspended with concurrence from the State Historic Preservation Office (SHPO), as the water table had risen. MWAA estimated that there are six test pits remaining; however, completion of the remaining test pits was not holding up the remaining geotechnical work that CRC needed to complete.

During the June 5, 2014 meeting, MWAA reported that the archeological investigation in the area of the Yard Lead west of the guideway line will resume the week of June 9, 2014

and the remaining work should take approximately two weeks. The archeological investigation was reported as being completed during the July 9, 2014 meeting. Nothing of significance was found. MWAA understands that it has concurrence from SHPO not to perform the last step of the investigation, which was to be mechanical exploration, since they have found nothing of significance thus far. SHPO has issued their concurrence that the activity in that western area of the Yard Lead is subject to no further evaluation because it is wetland and due to the realignment of the guideway, no structures or track will be built in that area. A draft report was submitted by the archaeology team in November 2014 and comments were provided back for incorporation into a revised draft report *which was submitted* to SHPO in December.

Commonwealth of Virginia's Stormwater Management Regulations: MWAA reported no additional right-of-way should be needed because of revisions in regulations and, therefore, no new agreements are being contemplated at this time. MWAA added that at most, temporary construction easements might be needed. No new private ponds or shared use private ponds are anticipated at this time. During the September 9, 2014 meeting, the PMOC questioned MWAA's July 2014 monthly report that identified two new parcels for stormwater quality swales as part of the Priority 2A parcels.

g. Utility Coordination

MWAA submitted their Permit Management Plan, Revision 0, for Phase 2 on August 19, 2013. The PMOC has completed its review of the Permit Management Plan and provided a draft spot report with recommendations to FTA for review on October 8, 2013. The draft Spot Report was transmitted to MWAA for review on December 9, 2013. MWAA resubmitted the Permit Management Plan, Revision 1, on April 1, 2014 incorporating all previous FTA and PMOC comments. On April 22, 2014, the PMOC advised FTA that the comments to the earlier submissions of the Permit Management Plan had been incorporated and recommended that FTA accept the Permit Management Plan with the understanding that it may need to be updated as the design of Phase 2 proceeds and additional requirements are identified. Initially, FTA advised that its approval of the Permit Management Plan would be coupled with the RAMP review; however, during the July 9, 2014 meeting FTA stated that it would accept the Permit Management Plan independent of the RAMP. On August 8, 2014, FTA issued a letter approving the Phase 2 Permit Management Plan, Revision 1.

MWAA advised that if the counties build the parking facilities, the counties themselves would be the code officials and not the Department of General Services. In addition, the counties will be responsible for compliance with local requirements for stormwater design and other design requirements. The contract with CRC states that all utility relocations associated with Package A are the contractor's responsibility.

h. Vehicle Procurement

On August 15, 2012, MWAA authorized WMATA to amend their contract with Kawasaki to exercise the option for an additional sixty-four 7000 Series railcars for Phase 2. WMATA's letter of August 30, 2012 confirmed the executed amendment to the Kawasaki Contract. The MWAA budget including contingency, in year of expenditure dollars, for the Phase 2 railcars is $213.383 million. The latest schedule from Kawasaki

dated *December 31,* 2014 shows final delivery for the last Phase 2 vehicles no later than *July 19*, 2017.

3. Project Management Plan and Sub-plans

MWAA has submitted the PMP and required sub-plans. Below is the status of each plan received by FTA through *November 30*, 2014.

- MWAA submitted that latest version of the draft Phase 2 **Project Management Plan** (PMP), Version 1.1 to FTA on May 16, 2013 for FTA review and approval. Version 1.1 included modifications based on the comments received from FTA to Version 1.0, dated November 2012 submitted to FTA on December 7, 2012. The résumé summaries of key personnel were received on June 21, 2013. On August 2, 2013, the PMOC recommended that FTA accept the PMP Version 1.1, with comments, and on November 3, 2013, FTA directed MWAA to address the comments provided and formally issue the final PMP for this stage of the Phase 2 project for approval.

  On April 2, 2014, MWAA transmitted the final Phase 2 PMP, Version 1.1, including the Project Management Procedures, which were being submitted to FTA for initial review. The PMOC advised FTA that the previous comments to the draft PMP have been satisfactorily addressed and recommended FTA acceptance on April 23, 2014. The FTA letter approving the PMP was sent to MWAA on May 19, 2014 and the final PMP, version 1.2 (without track-changes) was issued. On June 4, 2014, MWAA met with FTA to discuss potential reorganization plans for the Phase 2 Project. A subsequent meeting was held on June 13, 2014. On July 28, 2014, MWAA submitted its proposed organization chart, draft description of the roles and responsibilities of the key staff, and the resumes for five key staff members in the proposed reorganization of the Phase 2 Project. The PMOC reviewed the submittal and provided comments to MWAA on August 6, 2014. MWAA *addressed* the PMOC's comments in the next revision of PMP, Draft PMP Version 2.0, *which*, along with Project Management Procedures were submitted to PMOC on November 14, 2014. *PMOC recommended that FTA accept the Draft PMP and associated Project Management Procedures with comments on January 9, 2015.*

- MWAA submitted the latest revision of the Phase 2 **Quality Program Plan** (QPP), Revision 1, to the FTA on March 26, 2013 for FTA review and approval. The QPP incorporates the changes to address the PMOC comments to QPP Revision 0, dated October 24, 2012 submitted to FTA on December 12, 2012. The comments were discussed after the March 7, 2013 FTA/PMOC monthly meeting. The PMOC recommended acceptance, with comments, of the QPP to FTA on May 17, 2013, and on September 23, 2013, FTA approved the Phase 2 QPP, Revision 1, and requested that MWAA update it as needed as Phase 2 continues to move forward through final design and construction. In addition, FTA requested that MWAA submit the Phase 2 Project Management Procedures to FTA and the PMOC for review. MWAA submitted the Phase 2 Project Management Procedures with the April 2, 2014 resubmittal of the PMP and PMOC recommended FTA acceptance on April 23, 2014. The FTA letter approving the Project Management Procedures was sent to MWAA on May 19, 2014.

- MWAA submitted the Phase 2 **Safety and Security Management Plan** (SSMP), Revision Draft dated February 28, 2013, to the FTA on March 27, 2013 for review and approval. On May 17, 2013, the PMOC recommended that the FTA accept the SSMP contingent upon the signature by WMATA's Chief Safety Officer. MWAA addressed the three recommendations included in the PMOC review and the SSMP, Revision 0 dated July 2013 was signed by WMATA's Chief Safety Officer on August 6, 2013. The PMOC recommended acceptance of the SSMP, Revision 0 to FTA on September 3, 2013. The FTA letter accepting the SSMP was sent to MWAA on November 15, 2013. *At the January 2015 meeting, MWAA reported that a revised SSMP is expected to be completed by the end of February 2015.*

  The Tri-State Oversight Committee (TOC) stated that they are revising the Safety and Security Oversight Management Plan for Phase 2 to clearly outline the lines of authority between the TOC, MWAA and WMATA.

- MWAA submitted Revision 1 of the Phase 2 **Risk and Contingency Management Plan** (RCMP), to the FTA on April 24, 2013 for review and approval. Revision 1 included modifications based on the comments received from FTA to Revision 0, Draft 2, dated December 2012. MWAA submitted their draft SCC Budget Workbook to the PMOC on May 28, 2013. MWAA, FTA, and the PMOC met on July 9, 2013 to review MWAA's development of project costs. Based on the discussions during the review meetings, MWAA issued a revised RCMP Revision 1 a for PMOC review on July 31, 2013.

  The July 2013 RCMP included a lower secondary mitigation target than that recommended by the PMOC in the July 9, 2013 meeting based on MWAA's assessment that some of the beta factors assumed by the PMOC could be lowered by this stage of the project. On August 8, 2013, a subsequent meeting was held with MWAA to discuss the development of secondary contingency provided. On August 14, 2013, the PMOC completed a sensitivity analysis of the Modeled Contingency Requirement and concluded that there is still the indication that additional contingency is needed over that currently included in the project budget of $2,902 million. The PMOC recommended that the project budget should include ample contingency for all project risks and recommended a project budget of $3,126 million.

  Upon further review of the PMOC comments and further consideration of the overall status of the Phase 2 program, MWAA issued a revised draft RCMP, Revision 1b, for PMOC review on August 30, 2013, adjusting the total project cost to $3,126,450,757, including base contingency of $477,143,052 and a secondary cost contingency of $146,211,294. The PMOC has completed its review of the RCMP and on September 3, 2013 recommended acceptance, with comments, to FTA. On November 12, 2013, MWAA resubmitted RCMP, Revision 1c based on comments received from FTA. The PMOC recommended that FTA accept this revision and the FTA letter accepting the RCMP was forwarded to MWAA on February 4, 2014.

  With the commitment from both Fairfax and Loudoun Counties to fund and procure the parking facilities independently, MWAA has revised its Phase 2 project budget to $2,778,235,564. On February 25, 2014, MWAA provided a revised project contingency to the PMOC due to the reassignment of the parking facilities from the Project to the Counties. The revised base contingency is $422,105,181 and a secondary cost

contingency of $129,345,998 for a revised total contingency of $551,451,179. On April 8, 2014, a meeting was held with MWAA to discuss the PMOC's recommended revisions to the contingency presented by MWAA and suggested a revised distribution of the project phase contingencies. MWAA resubmitted the RCMP on April 28, 2014 and a meeting was held to discuss the PMOC's comments directly after the Monthly Progress Meeting on May 6, 2014. MWAA *needed* to revise the Contingency Drawdown table based on the meeting subsequent to the Project meeting. After receiving the PMOC's concurrence, MWAA incorporated the revisions into RCMP Revision 1d and resubmitted the RCMP to the FTA on June 20, 2014 for review. During the review of the RCMP Revision 1d, the PMOC noted that the Top Ten Risks list had been revised, ranking the change to the Stormwater Management Part-II B regulations as the top risk to the Phase 2 project. The PMOC questioned the methodology behind the scoring for Risk Register and what assumptions were made in determining the scoring for the Top Ten Risks. The PMOC stated that it has reviewed the RCMP, Revision 1d and recommended that it be conditionally accepted by FTA. MWAA requested that the RCMP be approved independent to a decision of whether or not to perform an FTA sponsored workshop. MWAA explained that the contingency drawdown and the procedures included in the RCMP need to be approved.

Discussions continued regarding a possible FTA sponsored Risk Assessment Workshop for the Phase 2 Project as was done for Phase 1. The PMOC reported that as part of the recommendation to conditionally accept the RCMP, Revision 1d, FTA will be requesting any documentation developed as a result of MWAA internal risk workshop(s) performed to support the Top Ten Risks. The PMOC added that this information would assist FTA with the decision of whether or not to hold a FTA sponsored Risk Assessment Workshop and at what level of involvement.

MWAA submitted a paper dated December 2014 on December 19, 2014 describing the historical development of internal risk workshops. The document indicated that there was only one formal risk workshop which was held on July 24 and 25, 2012. The FTA and PMOC are reviewing the document to determine if MWAA should perform an updated workshop with FTA and PMOC as observers.

MWAA reported that there is a concern with the contingency procedure because MWAA does not have a non-federal budget from which to fund work to be reimbursed by MWAA's funding partners. With the TIFIA loan, the entire Phase 2 project budget is considered federal. During the June 2014 meeting, several suggestions were discussed and MWAA committed to a resolution of the issue. RCMP, Revision 1d, submitted on June 20, 2014 included the updated procedure P2M 5.07, Revision 1, Management of Project Contingency Procedure, with language confirming MWAA's commitment to secure funding for any "Betterment" and "Concurrent Non-Project Activity (CNPA)" related changes.

- Since WMATA, rather than MWAA, will be the operator of the completed project, the WMATA **Rail Fleet Management Plan** (RFMP) is the applicable document. WMATA submitted RFMP, Revision J, on August 1, 2013 and FTA accepted it on August 8, 2013.

- MWAA submitted their first **Monthly Project Report** for January 2014 on March 12, 2014. The Monthly Project Report for *November 2014* was received on *December 19,* 2014.

4. Project Schedule

Phase 2 is currently in the procurement/design phase. Construction began on Package A in June 2014 with the start of utility relocation. The commencement of revenue service is to begin on January 10, 2019, according to the last accepted overall Program Schedule.

The table below shows the Phase 2 milestones, as provided by MWAA in the latest schedule dated February 1, 2014 and updated during the *December 10*, 2014 meeting.

DULLES CORRIDOR PHASE 2 MILESTONES	
DESCRIPTION	**DATE**
Package A – Design-Build Contract Award	05/14/2013(A)
Package S – Advanced Earthwork Contract IFB	06/27/2013 (A)
Package A – Contract NTP	07/08/2013(A)
Package S – Advanced Earthwork Contract Award	11/01/2013 (A)
Package S – Advanced Earthwork Contract NTP	11/18/2013 (A)
Package B – Contract RFQI	11/12/2013 (A)
Package B – Contract RFP	02/11/2014 (A)
Loudoun County Garages – Board Action on BAFOs	06/10/2014 (A)
Package B – Contract Award	07/29/2014 (A)
Package A – Start of Construction	June 2014 (A)
Fairfax County – Approval of Land Use Cases for Parking Facilities	07/29/2014 (A)
Package B – Contract NTP	08/18/2014 (A)
Package S – Advanced Earthwork Contract Substantial Completion	12/08/2014(A)
Deadline for Fairfax and Loudoun Counties' decision to construct the Parking Facilities	*12/29/2014(A)*
Fairfax County – Design of Parking Facility Complete	June 2015
Package A – Complete Design	October 2015
Package A – Complete Elevated Guideway Construction	September 2016
Package A – Complete At-Grade Guideway Construction	April 2018
Package A – Station Build-out	December 2017
Package A – Systems Installation	April 2018
Fairfax County – Construction of Parking Facilities Complete	May 2018
Loudoun County - Construction of Parking Facilities Complete	June 2018
Package A – Contract Substantial Completion	07/07/2018
Begin Operations Readiness Testing	07/07/2018
Package B – Contract Substantial Completion	08/17/2018
Complete Operations Readiness Testing	09/04/2018
Project Final Acceptance	09/04/2018
Begin WMATA Revenue Operations Readiness (ORD) Acceptance Testing	09/04/2018
Complete WMATA Revenue Operations Acceptance Testing	01/10/2019
Revenue Service Date	01/10/2019

a. Important Activities – 90-Day Look Ahead

- MWAA and the AHJs approve the Preliminary Design submitted by CRC.
- MWAA to provide the cost and schedule impacts of SMP Part II-B in *January 2015.*
- *FTA approval of Draft PMP, Version 2.0, and Project Management Procedures.*

- FTA approval of the RCMP.
- ACMC to complete the *punch list work* under the Package S Contract.
- Start of final design by Fairfax County for the Innovation Center Station and Herndon Station parking facilities.
- Loudoun County to complete negotiations and issue contract award and NTP for the design, construction, financing, operation and maintenance of the three Phase 2 parking facilities.

5. Project Cost

MWAA's Phase 2 project budget was $3,126,450,757, including the cost of the parking facilities funded by Fairfax and Loudoun Counties. This figure is in year-of-expenditure dollars and excludes the finance costs. With the commitment from both Fairfax and Loudoun Counties to fund and procure the parking facilities independently, MWAA has revised its Phase 2 project budget to $2,778,235,564. This is a deduction of $348,215,194, which includes associated primary and secondary mitigation for the parking facilities. The SCC budget and expenditure summary for the period ending *November* 2014 is shown below. As of *November* 2014, project expenditures total *$341,668,798*. Based on the budget and expenditures, the total project completion is *15*%. This percentage does not include finance charges and contingency.

PROJECT COST SUMMARY BY SCC CODE – *November* 2014 Phase 2

FTA SCC CODE	DESCRIPTION	ORIGINAL BUDGET[1]	BASELINE BUDGET[2]	*EXPENDITURE IN NOVEMBER*	EXPENDITURE TO DATE	ESTIMATE AT COMPLETION	CONTINGENCY TO DATE
10	Guideway and Track Elements	$ 344,946,326	$ 167,928,670	*$ 566,295*	*$ 4,498,408*	*$ 169,405,670*	*$ 1,477,000*
20	Stations	$ 228,424,057	$ 227,697,000	*$ -*	*$ -*	$ 227,697,000	
30	Yards, Shops, Admin. Bldgs	$ 229,857,097	$ 229,467,709	*$ 1,120,694*	*$ 4,319,086*	$ 219,626,476	$ (9,841,233)
40	Site Work & Utility Relocation	$ 394,075,868	$ 550,537,624	*$ 7,084,503*	*$ 80,154,092*	$ 553,986,717	$ 3,449,093
50	Systems	$ 193,794,178	$ 210,763,916	*$ 799,805*	*$ 8,767,546*	$ 212,663,916	$ 1,900,000
60	Right of Way Acquisition	$ 58,523,267	$ 58,600,000	*$ 463,976*	*$ 3,461,730*	$ 58,600,000	
70	Vehicles	$ 212,765,000	$ 212,771,989	*$ -*	*$ 39,832,723*	$ 212,771,989	
80	Professional Services	$ 564,398,592	$ 569,017,477	*$ 13,860,085*	*$ 200,635,214*	*$ 584,311,014*	*$ 15,293,537*
90	Contingency[3]	$ 551,451,179	$ 551,451,179	*$ -*	*$ -*	*$ 539,172,782*	*$ (12,278,397)*
TOTAL PROJECT FEDERAL COST		**$ 2,778,235,564**	**$ 2,778,235,564**	***$ 23,895,358***	***$ 341,668,798***	**$ 2,778,235,564**	**$ -**

1 Original Budget is based on Table 2-1 "Program Budget Breakdown" of RCMP Rev1c submitted to FTA in November 2013
2 Baseline Budget reflects cost loading of package A baseline schedule approved in February 2014 and redistribution of spares parts budget
3 All of the contingency resides in SCC 90

On May 14, 2013, MWAA awarded the Package A Contract for final design and construction of the line and stations in the amount of $1,177,777,000. This was $307.6 million below the engineer's estimate, which did not take into account the Insurance line item that was deleted from the contract award amount; MWAA will now issue an Owner Controlled Insurance Program (OCIP), estimated to cost $50 million. The net savings realized was approximately $258 million. MWAA incorporated these changes into the Baseline Budget. In April 2014, MWAA redistributed the SCC budgets to reflect the cost-loaded Final Baseline Schedule for Package A. Once Package B's cost-loaded baseline schedule is received, MWAA will perform a second redistribution based on the Package B and Package S contracts.

As of *November 30*, 2014*, 58* Contingency Drawdown Requests (CDR) totaling *$12,278,397* have been issued. During the June 5, 2014 meeting, the PMOC questioned why 27% of the professional services cost had been expended, and asked if there will be sufficient funds to

cover the professional service for the remainder of the project considering the current Revenue Service Date for the Phase 2 Project is January 2019. MWAA responded that the expended costs include the Preliminary Engineering activities for Phase 2.

a. Monthly Cost Report – *November* 2014

DESCRIPTION	ORIGINAL / BASELINE BUDGET	EXPENDITURE TO DATE	ESTIMATE AT COMPLETION	PERCENT OF EAC EXPENDED TO DATE
Design-Build				
Design Build Main Line - Package A	$ 1,177,777,000	*$ 148,831,301*	*$ 1,198,549,253*	
Commodity Escalation - Package A	$ 16,000,000	$ -	$ 16,000,000	
Yard - Package B + Yard Soil Preparation - Package S	$ 269,280,530	*$ 9,620,233*	$ 258,939,297	
Commodity Escalation - Package B	$ 4,000,000	$ -	$ 4,000,000	
Parking Garages - Package C	$ -	$ -	$ -	
Design-Build Contracts Total	**$ 1,467,057,530**	***$ 158,451,534***	***$ 1,477,488,550***	***11%***
Right of Way				
Parcels & Project Management	$ 58,600,000	*$ 3,461,730*	$ 58,600,000	
Right Of Way Total	**$ 58,600,000**	***$ 3,461,730***	**$ 58,600,000**	***6%***
WMATA Agreement				
Vehicles	$ 205,868,200	$ 39,832,723	$ 205,868,200	
WMATA Non Revenue Vehicles	$ 9,250,751	$ -	$ 9,250,751	
WMATA Project Management and Other Costs	$ 90,205,767	$ 5,252,505	$ 90,205,767	
WMATA Agreement Total	**$ 305,324,718**	**$ 45,085,228**	**$ 305,324,718**	**15%**
Preliminary Engineering				
Preliminary Engineering Total	**$ 75,000,000**	**$ 71,107,066**	**$ 75,000,000**	**95%**
Airports Authority Services				
Airports Authority Project Management	$ 64,620,000	*$ 5,767,892*	$ 64,620,000	
Project Management Support	$ 140,000,000	*$ 33,172,428*	$ 140,000,000	
Other Costs[1]	$ 116,182,137	*$ 24,622,921*	$ 118,029,514	
Airports Authority Services Total	**$ 320,802,137**	***$ 63,563,241***	**$ 322,649,514**	***20%***
Contingency				
Contingency Total	**$ 551,451,179**		***$ 539,172,782***	
TOTAL PROJECT FEDERAL COSTS	**$ 2,778,235,564**	***$ 341,668,798***	**$ 2,778,235,564**	***15%[2]***

1 Includes Airports Authority Allocated Costs, Rent, Relocation, OCIP, VDOT, DRC, Testing Consultant, DGS, TRIP II, DEQ, Airports Authority Permits/Inspection, Testing Power and Historic/Archaeological Mitigation

2 This percentage does not include Contingency

b. Funding Sources

Primary funding for Phase 2 (excluding parking facilities) comes from MWAA (8.39%), Fairfax County (18.54%), Loudoun County (9.83%), Commonwealth of Virginia (11.62%), and the Dulles Toll Road (51.62%). MWAA, Fairfax County, and Loudoun County anticipate receiving a total of $1.876 billion in direct loans under the United States Department of Transportation (USDOT) Transportation Infrastructure Finance and Innovation Act (TIFIA) credit assistance program to assist in financing their shares.

Fuuding Source	Phase 2 Funding	Percentage of Total
Commonwealth of Virginia	$ 323,300	11.62%
Fairfax County	$ 515,113	18.54%
Loudoun County	$ 272,829	9.83%
MWAA (Aviation Funds)	$ 233,041	8.39%
MWAA (Dulles Toll Road)	$ 1,434,953	51.62%
Total Sources of Funding	**$ 2,778,236**	**100.00%**

c. TIFIA Funding Status

The TIFIA working group continues to meet on a weekly basis. On June 21, 2013, MWAA, and Fairfax and Loudoun Counties presented the financial plans for the project to the USDOT TIFIA staff and consultants. All parties within the TIFIA working group are fully engaged in ensuring TIFIA has all deliverables, and MWAA, Fairfax and Loudoun Counties submitted an application. Fairfax and Loudoun Counties have agreed to remove the parking facilities from the TIFIA loan and construct the parking facilities using funding outside of the TIFIA eligible budget. In exchange for removing the funds from the TIFIA eligible costs, the Counties will agree to deliver the parking facilities without requesting funding from the Phase 2 project budget. This agreement is pending completion. MWAA, Fairfax, and Loudoun Counties have each remitted $233,000 to TIFIA to prefund financial advisory and legal work by the TIFIA office. On February 24, 2014, the TIFIA working group extended a formal invitation to apply for a federal low-interest TIFIA loan for the Dulles Corridor Metrorail Project. MWAA completed the preliminary draft application form and developed a coordinated schedule with the Counties. Applications from MWAA, Fairfax County and Loudoun County were submitted on March 27, 2014. The TIFIA working group had 30 days to review the completeness and correctness of the application, followed by the financial review. On April 9, 2014, the entities received notice from USDOT that the TIFIA applications were deemed complete. Financial review was completed, and the TIFIA working group extended a formal authorization to MWAA, Fairfax County and Loudoun County to submit the final applications.

On August 20, 2014, United States Department of Transportation (USDOT) Transportation Infrastructure Finance and Innovation Act (TIFIA) credit assistance program executed a loan with MWAA, not to exceed $1.278 billion to assist in financing its share. The Counties advised that they would need to go back to their respective Boards of Supervisors for approval before submitting their closing documents for the loan agreement. FTA cautioned the Counties that the first project drawdown would not be accepted until January 2015. *The TIFIA Loan with Loudoun County for up to $195 million closed on December 9, 2014 and the TIFIA Loan with Fairfax County for up to $403 million closed on December 17, 2014. The US Department of Transportation has provided $1.87 billion in TIFIA Loans to support the construction of Phase 2. To date, this represents the largest TIFIA assistance for a single project in the program's history.*

Because of the Office of the Inspector General audit of Phase 1, MWAA has taken steps to better manage the accounting for Phase 2. FTA is currently planning to perform a Financial Management Oversight review within 6 months after MWAA has completed all the required corrective actions required in the Audit report, which would review the implementation of the accounting approach for Phase 2.

6. Project Risks

With the commitment from both Fairfax and Loudoun Counties to fund and procure the parking facilities independently, MWAA revised the RCMP and the PMOC provided comments to the proposed contingency drawdown on March 31, 2014. MWAA submitted the latest revision of the Phase 2 Risk and Contingency Management Plan (RCMP), Revision 1d, to the FTA on June 20, 2014, including MWAA's proposed Top Ten Risks to FTA for review and approval. The submission included updated procedure P2M 5.07, Revision 1, Management of Project

Contingency Procedure, with language confirming MWAA's commitment to secure funding for any "Betterment" and "Concurrent Non-Project Activity (CNPA)"related changes. MWAA has identified four primary mitigation strategies; however, MWAA and the PMOC agree that the primary and secondary mitigation measures should be developed in more detail following the award of all the DB contracts. RCMP, Revision 1d, included the updated Top Ten Risks List, lowering the severity and hence the removal of risks associated with parking garages as the garages will be funded and managed by the counties and addition of three new risks. Also, included in the revised RCMP were updated contingency drawdown milestones.

- **Budget Risks:** MWAA has allocated $551 million in contingency for the overall project. Contingency is further broken down by Package as follows: $289 million for Package A and $109 million for Package B. With the assumption of the responsibility for the Parking Facilities to the counties, the $72 million for Parking Facilities (formerly Package C) included in the RCMP revision 1c was deleted in Revision 1d. A contingency management plan has been established for the release of contingency based on contract milestones. The Phase 2 budget of $3,126,450,757 includes a base cost contingency of $422,105,181 and a secondary cost contingency of $129,345,998.

  During the October 9, 2014 meeting, MWAA reported that the $9,841,233 budget under-run from the award of Packages B and S was transferred to the project contingency.

- **Schedule Risks:** The result from MWAA's schedule risk analysis shows that there is less than five percent chance that the Schedule Substantial Completion Date (SSCD) will take place on July 7, 2018. The 80% confidence level date for the SSCD is December 6, 2018, indicating a hypothetical delay of 152 calendar days. The schedule risk analysis performed by the project team was limited to the SSCD. For the Revenue Service Date, the project team has accepted the recommendation by PMOC to include a time contingency of 14 months in the overall program schedule. Overall, the schedule contingency, including the WMATA testing through the Revenue Service Date, is 14 months.

- **Top Ten Risks:** In its June 2014 RCMP, Revision 1d, MWAA provided a summary of the Top Ten Risks for review and approval. MWAA has moved the implementation of the Stormwater Management Regulations to the number one spot on the Top Ten Risks list. The PMOC questioned the methodology behind the scoring for Risk Register and what assumptions were made in determining the scoring for the Top Ten Risks. MWAA suggested that FTA perform Risk Assessment Workshop for the Phase 2 Project as was done for Phase 1. FTA will consider the suggestion and advise MWAA.

Below is MWAA's Top Ten Risks list from RCMP, Revision 1d, submitted to FTA on June 20, 2014.

Summary Status of the Top Ten Project Risks, June 2014 RCMP

RCMP Revison 1d - June 2014			
Risk ID	Event Description	(Proposed Primary) Risk Mitigation	Risk Rating
Proposed NEW Item 40.D.1 and Top Ten Risk	Storm Water 2B	Define the detail scope requirements and mitigate any potential cost and schedule overruns ASAP	45
80.R.1	Project Team and various Agencies add new design requirements not currently included in the PE documents.	Project Team earliest possible exploration and identification of politically based/influenced issues from any and all sources and the timely implementation of a solution that minimizes cost and schedule impact to the Project.	32
Proposed NEW Item 80.D.2 and	CRC's ability to secure approval from AHJ for Preliminary Design (PD)	CRC is to secure PD approval ASAP.	32
40.C.98	Utility Companies involved in the utility relocation delay the DB.	DB to establish agreements with utility companies to start relocations work in advance of construction and complete by earliest need date in DB schedule for timely Project Completion.	27
80.D.39	Fairfax and Loudoun Counties, VDOT, Reston and Town of Herndon require local roadway improvements & traffic signal integration not currently planned or represented in the PE design.	DB to undertake early coordination with the Project Team, Loudoun and Fairfax Counties, Reston and Town of Herndon, VDOT and the owners/developers of congruous and adjacent real property..	24
80.D.43	Initial PE design addressing issues of real property acquisition is incomplete, vague or ambiguous.	Project Team to perform advance supplemental analysis of PE design and real estate requirements; Project Team include pessimistic availability dates in DB Contract Documents.	24
40.R.96	VDOT, Loudoun County, Fairfax County, Reston, and/or Town of Herndon do not provide new roadways or alteration connecting existing roadways to Project station and parking facility access points.	The Project Team is to coordinate and clarify the responsibilities and obligations of Loudoun and Fairfax Counties, the Town of Herndon, Reston, and VDOT, in the IGA and engage the above named counties and local authorities to solidify buy-in from owners and developers of contiguous and adjacent properties for completing access roadways availability to meet the DB schedule for Project Completion.	21
Proposed new to Top Ten Risks List Item 80.C.196	WMATA does not complete testing and start-up and final acceptance in a timely manner.	DB to monitor critical path activity progress during design and construction, coordinate with the Project Team WMATA's participation, and resolve potential delays to testing and start-up and WMATA final acceptance of the Project as they occur. To maximize the amount of testing/witnessing that WMATA does alongside Airports Authority and the DB contractor - this approach is being tried in Phase 1.	21
80.C.198	DB does not issue complete and coordinated documents for use in design, construction and the permitting process.	The Project Team is to coordinate the clear articulation in the DB RFP documents the expectations for DB early establishment of submissions procedures and compliance therewith during design and construction, to include establishment of interim milestones during the design phase that are enforceable. Furthermore, the Project Team has to ensure that the DB Contract Documents clearly articulate the DB responsibilities and obligations to provide full and complete submissions to include the work scope of all disciplines required to complete construction and that submittals are staggered to prevent overloading of the review systems.	18
60.R.22	Project Team or DB does not make timely acquisition of right-of-way permanent and temporary easements.	The Project Team shall coordinate the early acquisition of right-of-way and easements so as to not impact the DB design and construction process and progress.	18

7. Action Items

MWAA – DULLES CORRIDOR METRORAIL PROJECT PHASE 2- Items for Grantee Action

PR	ITEM	IDENTIFICATION	NATURE of PROBLEM	D	A	I	COMMENTS	STATUS
3	2B	FTA to approve MWAA management plans	MWAA submitted the PMP, QPP, SSMP, RCMP, Permit Management Plan and RAMP.	Y	*Y*	N	The draft PMP, Version 2.0, and the Project Management Procedures were submitted on November 14, 2014. *PMOC recommended acceptance with comments on January 9, 2015.*	R
1	2B	FTA to confirm whether further NEPA review will be required for changes to the Loudoun and Fairfax parking facility locations.	Loudoun and Fairfax Counties are procuring the parking facilities with local funds only.	N	N	N	FTA stated that the requirement for a NEPA review/re-evaluation would depend on the location of the parking facilities. NEPA review/re-evaluation may be required for changes to the parking facility locations. Loudoun and Fairfax counties need to submit location plans for the parking facilities if they have changed from the prior NEPA review.	R
2	2A	MWAA to report on the updated Revenue Service Date during the monthly progress meetings.	The Package A schedule shows a significant delay that will affect the overall Phase 2 Project schedule including the Revenue Service Date.	N	N	N	Pending resolution of the SWM Part II-B criteria change.	R
2	2A	MWAA suggested that FTA perform Risk Assessment Workshop for the Phase 2 Project as was done for Phase 1.	The PMOC questioned the methodology behind the scoring for Risk Register and what assumptions were made in determining the scoring for the Top Ten Risks.	N	N	N	FTA requested any documentation developed because of MWAA internal risk workshops performed to support the Top Ten Risks. This information will assist FTA with the decision of whether or not to hold a FTA sponsored Risk Assessment Workshop and at what level of involvement. *MWAA submitted documentation of the July 2012 Internal Risk Workshop on December 19, 2014 which is under review.*	R

KEY ITEM Note– Items marked with a 'C' in the 'PMO Contractor Status' column will be dropped from future reports**.**

Subtask 2A CLIN 0002A – PMP Review
Subtask 2B CLIN 0002 – On-Site Monitoring

LEGEND

PRIORITY (PR)
1- Most Critical
2- Critical
3- Least Critical

GRANTEE ACTION
D – Remedial Action Developed
A – Remedial Action Approved
I – Action Implemented

PMO CONTRACTOR STATUS
R – Review On-going
C – Completed – No further review required

APPENDICES

APPENDIX A – LIST OF ACRONYMS

ACMC	Atlantic Contracting and Material Company
AHJ	Authority Having Jurisdiction
Airport	Dulles Airport
BAFO	Best and Final Offer
BMP	Best Management Practices
Board	MWAA Board of Directors
CDR	Contingency Drawdown Requests
CPSM	Construction and Professional Services Manual (Commonwealth of Virginia)
CRC	Capital Rail Constructors
DB	Design-Build
DBE	Disadvantaged Business Enterprise
DBOM	Design-Build-Operate-Maintain
DBOM+F	Design-Build-Operate-Maintain-Finance
DEQ	Department of Environmental Quality
DHR	Department of Historical Resources
DIAAH	Dulles International Airport Access Highway
DIDB	Disparate Impact and Disproportionate Burden
DTP	Dulles Transit Partners, LLC
EA	Environmental Assessment
FONSI	Finding of No Significant Impact
FTA	Federal Transit Administration
HPCC	Hensel Phelps Construction Company
IFP	Issued for Permit
LPA	Locally Preferred Alternative
MWAA	Metropolitan Washington Airports Authority
NEPA	National Environmental Policy Act
NTP	Notice to Proceed
OCIP	Owner Controlled Insurance Program
PIP	Property Identification Plans
PMOC	Project Management Oversight Contractor
PMSS	Project Management Support Services
PMP	Project Management Plan
PPP	Public-Private Partnership
PPTA	Commonwealth of Virginia Public-Private Transportation Act of 1995
QA	Quality Assurance
QC	Quality Control
QPP	Quality Program Plan
RAMP	Real Estate Acquisition Management Plan
RCMP	Risk and Contingency Management Plan
RFMP	Rail Fleet Management Plan
RFQI	Request for Qualifications Information
RFP	Request for Proposal

SCC	Standard Cost Category
SHPO	State Historic Preservation Office
SSCD	Schedule Substantial Completion Date
SSMP	Safety and Security Management Plan
SWM	Storm Water Management
TBD	To Be Determined
TOC	Tri-state Oversight Committee
TIA	Time Impact Analysis
TIFIA	Transportation Infrastructure Finance and Innovation Act
USDOT	United States Department of Transportation
VDOT	Virginia Department of Transportation
VSMP	Virginia Stormwater Management Program
WFC	West Falls Church
WMATA	Washington Metropolitan Area Transit Authority

APPENDIX B – PROJECT OVERVIEW AND MAP

Project Name:	Dulles Corridor Metrorail Project – Phase 2
Grantee:	Metropolitan Washington Airports Authority (MWAA)
FTA Regional Contact:	Corey Walker, P.E. - FTA Region III, DC Metro Office Engineer
FTA Headquarters Contact:	Dale Wegner, P.E. - FTA Headquarters, Project Manager

Scope

Description:	Phase 2 of the Project consists of the design and construction 11.4 route miles of new track from the interim terminus at Wiehle-Reston East Station through Washington Dulles International Airport to a terminus in eastern Loudoun County. The current Phase 2 project budget is $2,778,235,564 exclusive of parking facilities and finance costs.
Guideway:	Phase 2 consists of 11.4 miles of elevated and at-grade guideway.
Stations:	Phase 2 includes six new stations (Reston Town Center, Herndon, Innovation Center, Dulles Airport, Route 606 and Route 772 Stations).
Support Facility:	Phase 2 includes a maintenance and storage yard facility at Dulles Airport, wayside facilities (including traction power substations, tiebreaker stations, stormwater management ponds along the alignment), and five new parking facilities with 8,900 parking spaces.
Vehicles	Phase 2 includes sixty-four new railcars.

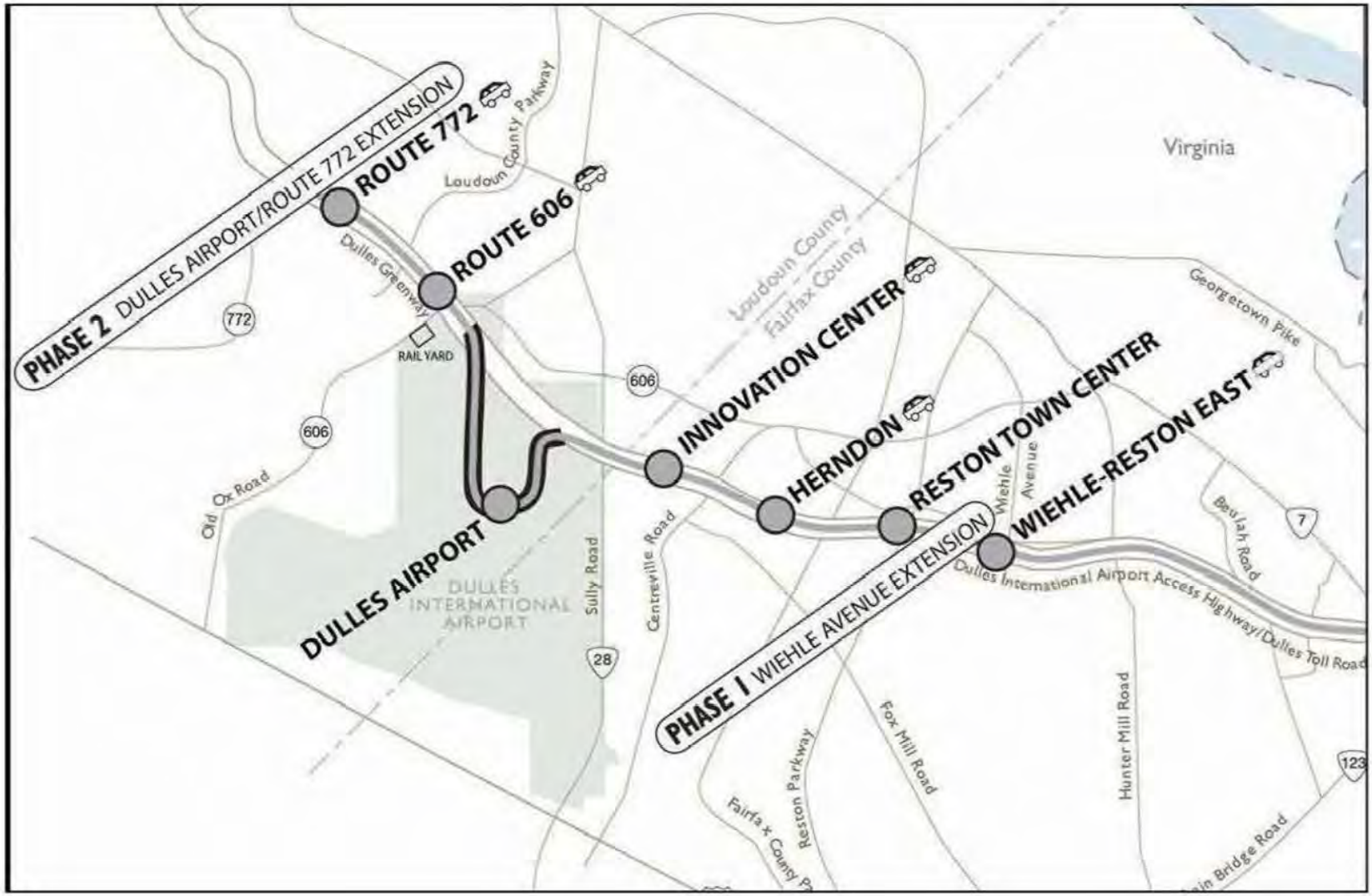
Current Delivery Milestone Schedule

12/01/2009	Preliminary Engineering Commenced
02/29/2012	Preliminary Engineering Completed
07/08/2013	Package A Design-Build NTP issued
11/18/2013	Package S Design-Build NTP issued
08/18/2014	Package B Design-Build NTP issued
08/20/2014	MWAA TIFIA Loan Executed
01/10/2019	Phase 2 Revenue Service Date
15%	*Percent Work in Place Complete* at the date of this report
30%	*Percent Project Schedule Complete* at the date of this report

Cost

$2,778,235,564	Total project cost in year-of-expenditure dollars ($YOE) at the date of this report
$341,668,798	Amount of expenditures at the date of this report from a total project budget of $2,778,235,564
15%	*Percent Complete* expenditures at the date of this report. (This percentage does not include finance charges and contingency)
$539,172,782	Total project contingency remaining (allocated and unallocated contingency)

APPENDIX C – PROJECT MAP



APPENDIX D – MWAA SAFETY AND SECURITY CHECKLIST

Project Overview	**Dulles Corridor Metrorail Project – Phase 2**		
Project Mode (Rail, Bus, BRT, multimode)	Rail		
Project Phase (Preliminary Engineering, Design, Construction, or Start-up)	Design and Construction		
Project Delivery Method (Design/Build, Design/Build/Operate/Maintain, CMGG, etc.)	Design/Build		
Project Plans	**Version**	**Review By FTA**	**Status**
Safety and Security Management Plan	July 2013	Approved on November 15, 2013	MWAA submitted SSMP Rev. 0 dated July 2013 for review and approval in August 2013 in response to comments provided in May 2013. FTA approved the SSMP on November 15, 2013.
Safety and Security Certification Plan			*MWAA has adopted their contractor's SSCP as the guiding certification document. MWAA accepted the contractor's SSCP on October 14, 2014.*
System Safety Program Plan	January 2013		WMATA's *2014* SSPP is effective January *2014* and approved by TOC on *April 25, 2014.*
System Security Plan or Security and Emergency Preparedness Plan (SEPP)	3/2012	N/A	WMATA submitted a revised SEPP to TOC in March 2012, which the TOC approved on April 23, 2012.

Construction Safety and Security Plan (CSSP)			CRC's CSSP was accepted on December 13, 2013 however, the CSSP procedures were expected to be submitted in May 2014. Three out of six procedures have been submitted. The submitted procedures are the Safety and Security Certifiable Items List Development Procedure, Design Criteria Checklist Conformance Procedure and the Hazard/Vulnerability Identification Procedure. ACMC's CSSP was Accepted as Noted on December 23, 2014.

Safety and Security Authority	**Y/N**	**Notes/Status**
Is the grantee subject to 49 CFR Part 659 State Safety Oversight requirements?	Y	Tri-State Oversight Committee (TOC)
Has the State designated an oversight agency as per Part 659.9?	Y	Tri-State Oversight Committee (TOC)
Has the oversight agency reviewed and approved the grantee's SSPP as per 659.17?	Y	TOC approved an updated WMATA SSPP dated January 2013 on February 15, 2013.
Has the oversight agency reviewed and approved the grantee's Security Plan or SEPP as per Part 659.21?	Y	WMATA SEPP approved on April 23, 2012.
Did the oversight agency participate in the last Quarterly Program Review Meeting?	Y	TOC and/or its contractor (TRA) routinely attend the quarterly meetings, including the most recent on *November 24, 2014*.
Has the grantee submitted its safety certification plan to the oversight agency?	*Y*	
Has the grantee implemented security directives issues by the Department Homeland Security, Transportation Security Administration?	*Y*	WMATA will be operator. *TSA representatives participate in the monthly SCWG meetings.*

SSMP Monitoring	Y/N	Notes/Status
Is the SSMP project-specific, clearly demonstrating the scope of safety and security activities for this project?	Y	MWAA's SSMP, Revision 0, dated July 11, 2013 was approved by FTA on November 15, 2013.
Grantee reviews the SSMP and related project plans to determine if updates are necessary?	Y	
Does the grantee implement a process through which the Designated Function (DF) for Safety and DF for Security are integrated into the overall project management team? Please specify.	*Y*	
Does the grantee maintain a regularly scheduled report on the status of safety and security activities?	*Y*	
Has the grantee established staffing requirements, procedures and authority for safety and security activities throughout all project phases?	*Y*	
Does the grantee update the safety and security responsibility matrix/organizational chart as necessary?	*Y*	
Has the grantee allocated sufficient resources to oversee or carry out safety and security activities?	*Y*	
Has the grantee developed hazard and vulnerability analysis techniques, including specific types of analysis to be performed during different project phases?	N	Contractor (CRC) is responsible for PHA. A draft copy of the PHA was provided by CRC on June 25, 2014. WMATA is responsible for TVA.
Does the grantee implement regularly scheduled meetings to track to resolution any identified hazards and/or vulnerabilities?	N	CRC will resolve all identified hazards and vulnerabilities with final review by the SCWG.
Does the grantee monitor the progress of safety and security activities throughout all project phases? Please describe briefly.	Y	Yes, through SCWG.
Does the grantee ensure the conduct of preliminary hazard and vulnerability analyses? Please specify analyses conducted.	N	MWAA is developing the PHA through its contractor, CRC, and WMATA is responsible for the TVA.
Has the grantee ensured the development of safety design criteria?	Y	
Has the grantee ensured the development of security design criteria?	Y	
Has the grantee ensured conformance with safety and security requirements in design?	Y	

Has the grantee verified conformance with safety and security requirements in equipment and materials procurement?	Y	
Has the grantee verified construction specification conformance?	*Y*	The project is in the early DB stage.
Has the grantee identified safety and security critical tests to be performed prior to passenger operations?	N	
Has the grantee verified conformance with safety and security requirements during testing, inspection and start-up phases?	N	
Does the grantee evaluated change orders, design waivers, or test variances for potential hazards and /or vulnerabilities?	N	
Has the grantee ensured the performance of safety and security analyses for proposed work-arounds?	N	
Has the grantee demonstrated through meetings or other methods, the integration of safety and security in the following: • Activation Plan and Procedures • Integrated Test Plan and Procedures • Operations and Maintenance Plan • Emergency Operations Plan	N	
Has the grantee issued final safety and security certification?	N	
Has the grantee issued the final safety and security verification report?	N	

Construction Safety	**Y/N**	**Notes/Status**
Does the grantee have a documented/implemented Contractor Safety Program with which it expects contractors to comply?	Y	
Does the grantee's contractor(s) have a documented company-wide safety and security program plan?	Y	
Does the grantee's contractor(s) have a site-specific safety and security program plan?	Y	MWAA has accepted the contractor's Safety and Security Plan.
Provide the grantee's OSHA statistics compared to the national average for the same type of work. If the comparison is not favorable, what actions are being taken by the grantee to improve its safety record?	Y	System in place, construction activities have not started.

Does the grantee conduct site audits of the contractor's performance versus required safety/security procedures?	Y	MWAA is developing an Audit schedule.

Federal Railroad Administration	**Y/N**	**Notes/Status**
If shared track: has grantee submitted its waiver request application to FRA? (Please identify specific regulations for which waivers are being requested)	N/A	This is a Heavy Rail Transit Project. There is no FRA involvement.
If shared corridor: has grantee specified specific measures to address shared corridor safety concerns?	N/A	
Is the Collision Hazard Analysis underway?	N/A	
Other FRA required Hazard Analysis – Fencing, etc.?	N/A	
Does the project have Quiet Zones?	N/A	
Does FRA attend the Quarterly Review Meetings?	N/A	

APPENDIX E – PMOC TEAM PERFORMING THIS REVIEW

[redacted]

[redacted]