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APPENDIX L

AMENDED PROJECT IMPLEMENTATION PLAN

Amended Project Implementation Plan

Power Santa Clara Valley Project

1.0 Introduction

LS Power Grid California, LLC (LSPGC) provides this Amended Project Implementation Plan (Plan) in support of LSPGC's Second Amended Application for a Certificate of Public Convenience and Necessity (Amended CPCN Application) Authorizing Construction of the Power Santa Clara Valley Project (Project). This Plan includes information required pursuant to California Public Utilities (PU) Code Sections 1003(a), 1003(b), 1003(c), and 1003(e)[1] either herein or indicated by reference where the materials may be found in the Amended CPCN Application. The Plan demonstrates how the Project will be engineered and designed, contracted for and constructed, shows how all major tasks will be integrated, includes a timetable identifying the design, construction, completion, and operation dates for each major component of the Project, provides a cost estimate, and details a cost control plan.

2.0 Project Engineering and Design (PU Code Section 1003(a))

A detailed scope of the Project, including preliminary engineering and design information required by PU Code Section 1003(a) is found in Section 3.0 of the Proponent's Environmental Assessment (PEA), attached as Appendix B to the original CPCN Application.

3.0 Project Implementation Plan (PU Code 1003(b))

3.1 Introduction

LSPGC, with the support of its affiliate companies, will manage all aspects of the Project using a detail-oriented and hands-on philosophy. LSPGC will directly oversee all Project activities, including siting, permitting, community relations, government relations, labor relations, regulatory, real estate acquisition, engineering, procurement, contracting, construction management, and operations and maintenance.

Engineering and procurement activities will begin prior to regulatory approval due to the long lead times for the terminal equipment and underground cables. Construction cannot begin until after regulatory approval. Any required permits identified in the regulatory approval process must also be obtained before construction can begin for each associated Project scope.

3.2 Project Management Team

The Project's governance structure utilizes a Project Director, who is the overall lead, supported by a team of experts organized based on their area of expertise. The Project Director is responsible for guiding LSPGC's day-to-day activities and oversees all deliverables until the beginning of operations. The Project Director is dedicated to the Project and is supported by a highly qualified team of Managers and Subject Matter Experts (SME) with responsibilities for Project execution

[1] Section 1003(d) calls for a comparison to "alternative sources of power" and is not applicable to transmission facilities like the Project.

within key Project areas. The Project team will have regular meetings to discuss risks, schedule, and budget, along with any special needs or significant concerns.

3.3 Materials Procurement and Construction Contracting

LSPGC's Engineering and Procurement Director will oversee and be responsible for material procurement activities prior to delivery to the material yard, including engineering, procurement, inspection, and factory acceptance testing. LSPGC's Construction Manager and field managers will oversee the construction contractors and inspections performed on materials upon receipt at the material yard and during construction. In addition, LSPGC will contract with third-party firms to oversee the material procurement activities, including an owner's engineer and independent certified inspectors for specialized materials and equipment.

LSPGC's Construction Director will lead the construction contracting efforts, with careful review by the Project Director and input from LSPGC's engineering teams, Construction Manager, and field managers. Following execution of the construction contracts, the Construction Director will administer the contract implementation in coordination with the Project Director.

The major scopes that LSPGC anticipates contracting for includes:

- Transmission line engineer of record;
- Underground transmission line major material, including cable and associated splices and termination hardware;
- Underground transmission line construction and other remaining materials;
- High-voltage direct current (HVDC) equipment engineering and procurement;
- HVDC terminal balance of plant (BOP) engineer of record;
- HVDC terminal BOP procurement; and
- HVDC terminal construction.

The complexities and specialized equipment associated with the Project will necessitate that LSPGC use a variety of contracting approaches to successfully execute the Project. The Project team will actively manage contractors to ensure they are adhering to budget, and typical contracts will include firm, not-to-exceed pricing for a comprehensive scope of work. In certain situations, unit price contracts may be more appropriate for less defined scopes of work. Any changes to a contractor's scope of work or pricing must be approved by the Project Director and then formally updated via a contract change order or amendment.

3.4 Project Construction Management Plan

LSPGC's Construction Manager will oversee LSPGC field managers and the construction contractors. The Construction Manager will be responsible for management and oversight of the construction contractors and LSPGC field managers to ensure that a quality Project is built to specification on time and within budget. The LSPGC field managers will inspect workmanship and materials for quality assurance, inspect environmental procedures for permit compliance, and interface with landowners and business owners.

3.4.1 Risk Management

LSPGC will utilize a proactive risk management process to ensure the Project stays on schedule and within budget. The Project Director will be directly responsible for risk

oversight, with every member of the Project team being responsible for recognizing and reporting risks. LSPGC's risk management process is an iterative cycle of identification, assessment, mitigation, and monitoring as shown in Figure 1: *Risk Management Framework*.

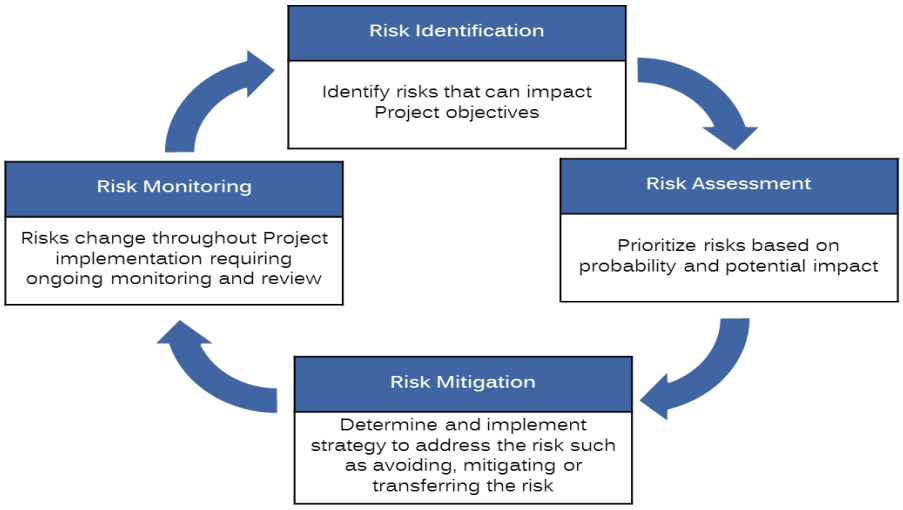

Figure 1: Risk Management Framework

A strategy to address each risk will be developed and implemented, and the risk will be monitored until it is rectified. The Project team will hold regular meetings to review and update the Project risks.

3.4.2 Schedule Management

LSPGC will maintain a comprehensive Master Project Schedule that will incorporate all Project tasks, including public relations, regulatory, land acquisition, engineering, environmental permitting and compliance, procurement, outages, construction, and commissioning. The Project Director will use the Master Project Schedule to monitor and track progress of the Project against the required completion date to ensure it remains on schedule.

The construction contractors will maintain detailed schedules documenting the engineering, procurement, construction, and commissioning scopes of work. Procurement and construction activities will track received and installed equipment or materials and the schedule updated accordingly. LSPGC will incorporate this information into the Master Project Schedule. The primary construction contractors will each roll up vendor and subcontractor schedules into their construction schedule and issue periodic reports. The construction contractors' schedules will be reviewed during the kick-off, weekly, and monthly meetings. The construction contractors' schedules will be updated on a monthly basis or more frequently if required, and near-term look ahead schedules will be generated weekly. The updated schedule will be presented in each contractor's monthly report, will be discussed at the monthly meeting, and Project resources and plans (e.g., allocations of personnel, equipment, and/or subcontractors) will be adjusted as needed to maintain schedule.

Plan of the day (POD) schedules, generated daily, will be used to inform field staff and inspectors about the work planned for the day, the work performed the prior day, and the work proposed for the following day.

3.4.3 Quality Management

LSPGC's quality management approach covers all aspects of the Project, ensuring the Project meets all requirements and industry codes and complies with all applicable laws, regulations, standards, guidelines, criteria, permits, and approvals. The most important aspect of quality management is ensuring the Project is implemented by highly qualified and experienced staff, suppliers, consultants, and contractors. Engineering, planning, and permitting work will be examined by independent experts. Material suppliers will be provided with detailed specifications describing quality standards. Materials used on the Project will be inspected and tested prior to acceptance. Field managers will observe, inspect, and audit the construction and commissioning of the Project to ensure quality practices are followed. Lastly, during commissioning, all equipment is field-verified and tested, and the results are logged for review.

3.4.4 Safety Management

LSPGC's Health and Safety Manager will ensure the Project is safely implemented. Prior to commencing work, all contractors will be required to provide their safety policy and safety statistics for LSPGC's review and approval. Contractors will be required to provide site-specific safety orientation for each employee, subcontractor, and guest before granting access to any construction site. The Health and Safety Manager will conduct regular safety audits and provide reports to the Project Director. Safety issues identified during Project implementation will be given the highest priority. While the Health and Safety Manager is responsible for overseeing and enforcing the Project safety, all Project team members have the authority to stop work at any time if potentially hazardous conditions are encountered.

3.5 Anticipated Project Implementation Schedule

Table 1 below provides a timetable identifying the anticipated design, construction, completion, and operation dates for each major component of the Project, and how the major tasks are integrated. The final construction schedule will be determined only after the California Public Utilities Commission issues a Notice to Proceed, environmental mitigation measures are defined, materials needed for construction have been delivered, and contractors have been mobilized.

Overall, LSPGC expects to begin construction in March 2026 and substantially complete construction in May 2028. This substantial construction completion date is reflected in the First Amended and Restated Approved Project Sponsor Agreement (APSA), and any delays to this schedule will require the California Independent System Operator's (CAISO's) agreement to modify the APSA.

Table 1: *Anticipated Project Implementation Schedule* identifies the anticipated preliminary design, construction, completion, and operational dates for each of the major Project components.

Table 1: Anticipated Project Implementation Schedule		
Project Activity	**Approximate Start Date**	**Approximate End Date**
CPCN Review and Issuance	April 2024	December 2025
Acquisition of Required Permits	April 2024	March 2026
Negotiate and Execute ROW Easements	March 2024	March 2026
Negotiate and Execute Franchise Agreements	June 2024	March 2026
HVDC Terminals		
Engineering	March 2023	March 2026
Site Development	March 2026	June 2026
Below-Grade Construction	July 2026	October 2026
Above-Grade Construction and Equipment Installation	November 2026	December 2027
Commissioning and Testing	November 2027	May 2028
Transmission Lines		
Engineering	March 2023	March 2026
Construction Mobilization and Surveying	March 2026	February 2027
Grove to Skyline 320 kV DC Transmission Line	April 2026	January 2028
Metcalf to Grove 500 kV AC Transmission Line	April 2026	November 2027
Commissioning and Testing	December 2027	February 2028
Completion and Operations		
CAISO Specified Latest In-Service Date	June 1, 2028	
Post Energization Performance Testing	June 2028	October 2028

4.0 Cost Estimate (PU Code Section 1003(c))

The cost estimate required by PU Code Section 1003(c) is presented in Section IV.D.1. of the Amended CPCN Application.

5.0 Cost Control Plan (PU Code Section 1003(e))

The Project Director will be responsible for managing the Master Project Budget, which will be updated and re-forecasted on a monthly basis. Project expenditures will be documented, recorded, and reported to the Project team. Any budget variances will be examined to determine if additional action is needed (e.g., risk management or issue management processes). Active management of the Master Project Budget and early identification of variance trends will enable the Project team to resolve budget issues before they become substantial.

Major material fixed price procurement contracts will include progress payments as agreed upon in a payment milestone table that will be included with the contract. Deliverables, as measured against the payment milestone table, will serve as the basis for progress payments made to the major materials suppliers. Similarly, construction contracts will specify the cost for each component of work in a Schedule of Values. The construction contractors will submit invoices with all required supporting documentation for LSPGC's review. LSPGC will verify all work performed during the billing period prior to making each progress payment.

The construction contractors cannot make changes to the Project design without LSPGC's approval. If a contractor identifies a need for a change during installation, then the contractor will submit a written change request to LSPGC that identifies the proposed change, why it is needed, and the impact to the schedule and budget. The change request will be provided to the Construction Manager, who will maintain a log of all change requests. The Construction Manager will coordinate review of the request with the Project Director, engineering team, and development team. After review, LSPGC will either approve the change, identify an alternative solution, or deny the change.