

CONTRACT PACKAGE COMPLETION STATUS

SECTION	STATUS	COMMENT	RESP	DATE
Core contract Terms	<p>Drafted and approx 9580% agreed. Critical sections to be finalised are:-</p> <ul style="list-style-type: none"> • Consents • Third Party Agreement Indemnities • Tie mandatory changes • Maintenance requirements • Liability caps and LDs for default by Tramco • Tramco flow up requirements (drafted and part agreed) • SDS alignment flow ups (principles part agreed) <p>See also Issues List</p>	<p>DLA support required</p> <p>Schedule of meetings to be agreed with BBS</p> <p>Other actions that will be required once terms settled</p> <ul style="list-style-type: none"> • Final review by tie and BBS • Final clause reference X check • Check against Schedules • Final package agreement 	GG	18/1/08
CEC Guarantee	Drafted and is with BBS for review and agreement	<p>CEC support and agreement required.</p> <p>Also CEC/tie operating agreement will need to be settled and key provisions reviewed by BBS so that they can evidence that tie has the authority to operate the contract.</p>	AF	14/1/08
Sch 2 Employers Requirements	<p>Version 3.1, 3.2 and 3.3 drafted. Version 3.1 incorporating agreed BBS, TEL and Transdev comments, Version 3.2 ?????, Version 3.3 is version 3.1 with Transdev and TEL comments will be the final document following conclusion of the steps referred to under Key Actions</p>	<p>Key actions</p> <ol style="list-style-type: none"> 1. Final settlement of Transdev and TEL comments 1.2. Agreement of Transdev and TEL amendments with BBS 1.3. SDS review and agreement 4. Check against Infracore Proposals 4.5. Final check and 	MC (supported by TK)	

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		agreement with all relevant parties – BBS, Transdev, TEL, CAF and CEC?		
Sch 3 – <u>CoCP and Code of Maintenance Practice</u>	No action required <u>Drafted and to be finally agreed with BBS</u>		AR	<u>18/1/08</u>
Sch 4 – <u>Capital Works Contract Price Analysis</u>	Part completed	Requires explanatory rules to be added and BBS final pricing to be included. Should consist of the following elements:- 1. Capital works a. Explanatory notes a.b. <u>Contract Price Analysis</u> a.c. <u>BBS pricing details – extended rates and quantities</u> a.d. <u>Provisional sums</u> a.e. <u>Basis of pricing (need BBS to prepare this)</u> a.f. <u>Exclusions and assumptions</u> 2. <u>Maintenance</u> a. <u>Explanatory notes, including rules for adjusting prices for</u> a. <u>Maintenance price build up</u> a. <u>Schedules of rates e.g. crash repairs</u> a. <u>Exclusions and</u>	RJD	<u>18/1/08</u>

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		<p>assumptions</p> <p>3.2. Needs to also include</p> <p>a. Tramco supply prices and schedules of rates, including additional trams</p> <p>a.b. SDS pricing (or cross reference to novation agreement)</p>		
Sch 5 – Milestone Payment Regime	Not started	<p>Needs to contain milestone definitions and amounts. Milestone definitions are to be cross referenced to the programme activity IDs.</p> <p>Milestone definitions to be prepared and agreed with BBS</p> <p>Milestone amounts to be provided by BBS</p> <p>Cross check amounts to price build ups to agree their reasonableness</p>	<p>ES</p> <p>BBS</p> <p>ES</p>	<p>14/1/08</p> <p>18/1/08</p> <p>25/1/08</p>
Sch 65 – Maintenance Contract Price Analysis	Part completed To be combined with Sch 4	<p>Requires explanatory rules to be added and BBS final pricing to be included. Should consist of the following elements:-</p> <p>1. Maintenance</p> <p>a. Explanatory notes, including rules for adjusting prices for changes (over and above those contained in the contract i.e which rates apply to which</p>	N/AAR (supported by CS)	18/1/08

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		<p align="center"> <u>rule in the contract</u> <u>b. Maintenance price build up</u> <u>c. Schedules of rates – Infraco and Tramco Repairs</u> <u>d. Exclusions and assumptions</u> 2. Needs to also include <u>a. Tramco maintenance prices and schedules of rates, including additional trams</u> </p>		
Sch 76 - Maintenance Payment Regime	To be combined with Sch 4 <u>Drafted and with BBS to review. BBS to respond by 8/1/08</u>		<u>N/AAR</u>	<u>18/1/08</u>
Sch 87 – Sub Contractor Collateral Warranty	Forms agreed	Schedule to be compiled	AF	<u>14/1/08</u>
Sch 98 – Bonds/PCGs/Collateral Warranty		All will need to be executed with the contract	AF	<u>TBA</u>
A – Retention Bond	Agreed			
B – Handback Bond	Not now required <u>Drafted</u>	<u>To be included to support the position where performance falls to a level triggering its introduction, as agreed with BBS</u>		
C – PCG	Principles agreed	Draft to be updated based on GG review and then agreed with BBS		
D – Collateral Warranty	Agreed			
E – Performance Bond	Principles agreed	Draft to be updated based on GG review and then agreed with BBS		

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Sch 109 – Dispute Resolution Procedure	Agreed Drafted and comments received from BBS	Andrew – Is this correct? 5-6 pages of comments to be settled with BBS	AF	18/1/08
Sch 110 – Panels For Dispute Resolution Procedure	Drafted	Andrew – what's the status of this? To be checked as still current and then agreed with BBS	AF	18/1/08
Sch 121 – Required Insurances	To be discussed with AF Drafted	Contains details of the insurances to be provided by BBS and tie (OCIP). Andrew – What's anticipated here? Is it a copy of the OCIP? To be finalised and then agreed with BBS	AF Kinlock	
Sch 132 – Key Persons	Not started	Require names of key persons and tie to decide on what levels of personnel to be listed. Also to contain criteria for replacement	SB	18/1/08
Sch 143 – Third Party Agreements	Drafted and part agreed	To be finalised following conclusion of main contract TP obligations agreement	AF	18/1/08
Sch 154 – Review Procedure	Not started	Principles need to be settled to set out workable procedures for:- 1. Review of Method Statements 1.2. Review of Programme updates 1.3. Review of other technical proposals 1.4. Review of designs (as the current procedures being used in respect of SDS designs)	DS	18/1/08

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Sch 165 - Programme	Programme 75% settled	To contain final programme plus On Street Construction Works Methodology Needs to contain the Tramco programme and SDS programme for delivery of remaining designs Need principles for adjustment to programmes for changes and changes to constraints	TH	<u>18/1/08</u>
Sch 176 – Tram Supply Agreement	Base terms negotiated with CAF. Principles of the main flow down requirements presented to CAF and some agreed	Expectations for flow downs largely agreed with BBS. Schedules for CAF contract require completion, including aligned ERs	AR	A8/1/08
Sch 187 – Tram Supply Novation Agreement	Drafted	To be finally agreed with CAF and BBS	AF	18/1/08
Sch 198 – Tram Supply Collateral Warranty in Favour Of tie	Agreed		N/A	<u>N/A</u>
Sch 2019 – Tram Maintenance Agreement	As for TSA		AR	18/1/08
Sch 210 – Tram Maintenance Novation Agreement	As for TSA		AFR	18/1/08
Sch 224 - Tram Maintenance Collateral Warranty in Favour Of tie	Agreed		N/A	<u>N/A</u>

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Sch 232 – SDS Agreement	Principles of Novation Plan agreed with SDS and BBS	Further negotiation required with BBS on the comments made by their legal team Novation Plan actions to be concluded with SDS	GG DS	14/1/08 18/1/08
Sch 243 – SDS Novation Agreement	Draft in SDS contract and BBS contract	To be finalised and agreed with SDS and BBS	AF	18/1/08
Sch 254 – SDS Collateral Warranty in Favour Of tie	Draft included in SDS contract	To be signed up by SDS	DS	18/1/08
Sch 265 – Infrastructure Maintenance Agreement Spare Parts	Not Required		N/A	18/1/08
Sch 26 – Infrastructure Maintenance Collateral Warranty in Favour Of tie	Not Required		N/A	
Sch 27 – Schedule of Accommodation Works	Not required – these will not be defined pre contract award		N/A	
Sch 28 – Asset Protection Agreement and Network Rail Standards	APA is in draft form but not finalised pending depot change compliance in respect of First Scotrail Haymarket Depot	To be finalised with Network Rail Depot change principles to be agreed – i.e. how this will be effected and programme for putting in place that aligns with BBS construction programme	AS AS	18/1/08 18/1/08

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Sch 29 – Roads Demarcation	Not required – Now a schedule to the ERs		N/A	
Sch 30 – Conditions Precedent	<u>Not required</u>	<u>Andrew – what do you envisage being included here? This is the list of things that must be in place by BBS before or at the same time as contract award. Separate list to be provided by DLA and passed to BBS so they are clear on our requirements</u>	AF	11/1/08
Sch 31 - Certificates	To be prepared	These are the proformas to go with the contract. Not critical if ignored or only include main forms – payment and completion	RJD	18/1/08
Sch 32 – tie and CEC policies	Policy to be added	D&A policy only	RJD	18/1/08
Sch 33 – Infraco Proposals	Not commenced	See GG paper on preparation. This principle is to be agreed with BBS. BBS to then compile. Will need to be checked for consistency with SDS designs and ERs and interim agreements made with BBS	MC (supported by TK)	18/1/08
Sch 34 - Drawings	To be compiled – <u>Drawings referred to in the contract plus site plans</u>	This should only include drawings referred to in contract. All design drawings must be included in Infraco Proposals	RJD	18/1/08
Sch 35 – Depot Licence	Completed and agreed	<u>Andrew – is this correct?</u>	<u>ARNo</u>	<u>N/A</u>

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			<u>Action Required</u>	
Sch 36 – Building Fixing Agreement	Not started	Don't think that this should or can be included in the contract. It is for SDS to settle the draft agreements and then D&W and CEC to put in place	DS	<u>Ongoing</u>
Sch 37 – Tram Inspector Agreement	Drafted but not agreed	Agreement to be reviewed to minimise potential for importing risk back into tie	AR (supported by GG)	18/1/08
Sch 38 – Reporting Period End Dates	Not started	Dates do not need to be defined for every Period. Formula for setting dates to be set out with details of how payment dates relate to ~Period end dates	RJD	18/1/08
Sch 39 – TUPE Information	Not started	Is it realistic to include this given that the maintenance team will not have been assembled and will not be until much later in the contract?	No action	<u>N/A</u>
Sch 40 – Site Plans	Not started	To be combined with Sch 34	No Action	<u>N/A</u>
Sch 41 - Defects	Not started	This is required by BBS who have not yet provided their proposal	BBS	14/1/08
Sch 42 – Phase 1B Provisions	Early draft prepared	Draft to be reviewed by GG. To be finalised and negotiated with BBS by RJD	RJD	18/1/08
Sch 43 – Approved Sub Contractors And Trades	Not started	BBS to provide details of sub contractors they propose to use, confirm that they accept the	RJD	18/1/08

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		flowdown terms (title transfer and vesting requirements in particular) that the contract requires and confirm acceptance of collateral warranty requirements		
<u>Sch 44 – Documentation Deliverables</u>	<u>Not started</u>	<u>Capital Works – Is there anything that we need to include here?</u>	<u>RJD</u>	<u>14/1/08</u>
		<u>Maintenance Documentation Deliverables</u>	<u>AR</u>	<u>14/1/08</u>