

From: [Mullaley, Julia](#)
To: [David Steele](#)
Cc: [Martin, Craig](#)
Subject: FW: Response to EY Report from Nalcor
Date: Monday, September 28, 2015 10:58:10 AM
Attachments: [Nalcor Energy E&Y Report Comments Sep 26 2015.docx](#)
[Commerccially sensitive flags.docx](#)

Full response as discussed.

From: DawnDalley@nalcorenergy.com [mailto:DawnDalley@nalcorenergy.com]
Sent: Saturday, September 26, 2015 10:23 PM
To: Mullaley, Julia
Cc: GBennett@nalcorenergy.com
Subject: Response to EY Report from Nalcor

Julia

Here is our response to the E&Y report. The specific questions are still under review.

The attached word file is a review of the E&Y report using the lens of Commercially Sensitivity regarding Astaldi. There are many commercially sensitive items in the Report, some examples are shown below. To release this information could negatively impact our ongoing work with Astaldi and our commercial discussions. It could also negatively impact their share price and business as a result.

Needless to say but we are available tomorrow to discuss this further.

- *A fully quantified risk or trend has not been documented for the most significant challenges related to work performed by a key contractor included in the Sample (Astaldi) . The scale of potential challenges is not quantified in the summary reporting made available to the Oversight Committee.*
- *From the Sample, one key contractor's [Astaldi] most recent approved schedule (dated October 2014) does not fully comply with Nalcor's Coordination Procedure:*
- *1. A trend, quantified risk and/or early identification of potential material variance have not been raised for the challenges with one key contractor included in the Sample, particularly related to progress delays [Astaldi]. It is not clear how the quantification of the related cost risk has been communicated in reporting, limiting the understanding of the scale of the risk or issue.*

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Nalcor Energy Response to Ernst & Young Report**September 26, 2015**

Nalcor Energy executes its management of the Muskrat Falls Project through its Owners Project Management Team (Owners Team). The Owners Team is in place to directly oversee and manage contractor performance and ensure current and outlook information is provided to senior management, the Boards of Directors, the Oversight Committee, the Independent Engineer, Canada and members of government on a timely basis.

There are multiple processes and inputs into the Owners Team to enable them to assess project performance for decision making and ongoing management of the Project. One of these inputs is contractor supplied cost, schedule, safety and quality data. The Owners Team overlays analysis and perspective on the information available to them, uses this information to oversee and manage the project on an ongoing, real time basis, ensuring that commercial considerations do not cloud actual performance, and information reported reflects such perspective.

Due to the significant commercial sensitivity of multiple interactions with contractor(s) on an ongoing basis, it is critical to ensure that the Oversight Committee and members of government are informed of developments and outlooks on a timely basis, while at the same time ensuring formal documentation provided to the oversight process and available to the public, and thus accessible to contractors, is not available publically until such time any related commercial issues are resolved with contractors. The intent is to ensure oversight participants are aware of unfolding events on a timely basis, while at the same time ensure commercially sensitive information is not shared with contractors in a manner which could be used against the Project in an unacceptable manner. The two key channels for oversight information is verbal interaction at Oversight Committee meetings and ongoing discussion on a regular basis covering all topics. This is supplemented by regular printed reports and documentation provided on a monthly basis prepared in such a way that commercially sensitive information is not available to the contractor until such commercially sensitivity has passed.

Ernst and Young reviewed printed reporting processes, which is one discreet element of the comprehensive, integrated, dynamic management of the overall project.

This letter is in response to the review completed by Ernst and Young (E&Y) in relation to Cost and Schedule Management Processes and Controls for the Muskrat Falls Project. This response is structured to track the relevant advice raised by E&Y in their August 31, 2015 document and to provide LCP's response to the relevant advice.

At the outset, we note E&Y's reference that "the Oversight Committee is relying on the summary cost and schedule information produced by Nalcor in performing this function." This statement is partially correct, but it should also be noted that the Oversight Committee has direct access to both Nalcor and LCP leadership, engages in regular meetings and Site Visits to review and discuss project progress and emerging risks, and also has the benefit of the Project's Independent Engineer to advise on relevant technical issues. We observe that E&Y advocates inclusion of these types of "strategic" risks in 'project'

level reporting, but our management approach, consistent with the advice provided by our Risk Consultant has been to separate them and to discuss strategic risks at the most senior leadership level. As such risks materialize, disclosure and discussion at the leadership level is a more appropriate way to evaluate and discuss strategies to address such issues than to provide 'reporting' on a project basis.

In reviewing the key findings (page 4 of the report), LCP believes that E&Y has generally described LCP's project control management processes for cost and schedule. LCP has not implemented a full Earned Value Management System for LCP, but rather has focused its use of such a process on construction progress for the Project. E&Y has advocated for the use of a full Earned Value Management System, which would include supplier procurement, engineering, and fabrication processes. LCP made a conscious decision not to implement such a process for the following reasons:

- a) At the most fundamental level, such value is not truly 'earned'. Unlike construction activities, where concrete is placed at the owner's site, or transmission towers are erected, the project owner has no title to activities undertaken by a supplier at their premises. Internal supplier engineering and fabrication have no value until they result in a completed product and are shipped to site. Supplier progress is measured by the LCP project team directly, and estimates of supplier progress are completed by the LCP project team directly.
- b) From a commercial perspective, LCP has no claim to partially completed internal work and would not be in a position to realize partially earned value in the event of a dispute.
- c) To the extent that we rely on suppliers to report on their progress, visibility into contractors' progress would be clouded by the fact they are reporting on their own progress.

For these reasons, LCP has elected to measure suppliers' progress through direct progress reporting and an assessment of their ability to achieve key milestones.

In considering key management process and control risks and issues, E&Y identified four issues:

1. For three of five of the samples selected, contractor Control Schedule Baseline Documents (CSBD) and Schedule Development and Control Plans (SDCP) were incomplete and/or did not meet the criteria defined in Nalcor's processes.

Response: These are contractor documents, and LCP has identified deficiencies that must be corrected until they can be accepted by LCP.

2. A majority of contractors' schedule updates included in the sample were not systematically rolled up into the Nalcor IPS.

Response: Referring to observation 1, incomplete or otherwise non-compliant schedules would not be accepted into the IPS. Issues with them must be resolved before

they can be included. Two of the five contracts were awarded in late 2014, and the respective contractors had not completed their schedule input during the test period. One other contract (Astaldi), has not completed an acceptable schedule for input into the IPS. Nalcor is working diligently with this Contractor and all Contractors to provide schedules which meet the contractual obligations. This is an ongoing effort.

3. A completion date has not been established for finalizing an integrated baseline of contractor and IPS schedule to correct the issues noted in #1 and #2 above.

Response: LCP is working diligently and cooperatively with each of its contractors to achieve complete, accurate, and up-to-date information for inclusion in the IPS. Nalcor is working with the Contractors at senior management levels and at site level to assist them to produce acceptable schedules which comply with the contract milestone dates, until such time as an acceptable schedule is developed and accepted by Nalcor the IPS baseline schedule will be used. Nalcor is working towards a re-baseline of the IPS in Q4 of 2015, ensuring a comprehensive outlook with appropriate mitigation activities incorporated, ensuring commercial considerations are appropriately considered.

4. The IPS focuses on three domains, namely construction, commissioning, and operations start-up. The IPS does not include information on three other domains, namely, engineering, procurement, and fabrication.

Response: Nalcor has decided to focus on the construction, commissioning and startup activities in the IPS for the following reasons. Engineering as performed mainly by SNC-L has been completed with only follow-on engineering remaining. Procurement is largely complete and the few remaining procurement activities are being managed effectively and inclusion in the IPS would not provide any appreciable benefit. The remaining activities which fall under engineering, procurement and fabrication are being performed under EPC type contracts and as such are being managed at the Contract level and Nalcor considers this to be managed more effectively outside of the IPS

In relation to contractor earned value, E&Y advocates that it would provide additional useful information to the Oversight Committee. LCP disagrees with this position. As previously discussed, the contractor efforts in engineering, procurement, and fabrication are not truly earned, and LCP believes that a direct assessment by project management team members of contractors' progress in these areas and their ability to achieve critical project milestones is a more useful approach than an arbitrary view of contractor progress through an 'earned value' lens.

The detailed comments and observations provided in relation to the schedule management process compliance provide further detail regarding the 4 key findings noted above, with one addition. Reference is made to reported progress "... could be viewed as subject to interpretation and not wholly objective." Given the nature of the differences presented in Appendix C, there is no basis to assert the reporting is not objective. LCP acknowledges the process is necessarily subjective, and requires appropriate insight and experience to properly interpret and report contractors' progress.

LCP agrees that it is important to have complete and accurate contractor reporting. It is also essential that the Project Team have its own assessment of contractor progress on all components of the Project in order to have a first-hand viewpoint of each contractor's progress.

Considering the design of the LCP cost management process, LCP offers the following comments regarding E&Y cost management process design:

1. Cost variance thresholds are not defined. These thresholds are used to establish a permissible variation from budget before documented corrective action must be taken. Variance thresholds are also used to define what constitutes a variance requiring escalation for senior management's attention.

Response: While a threshold is not defined, a trigger is. Changes to quantities or costs in excess of the approved control budget amount require change control board approval at the AFE level, if final forecast cost information is forthcoming which results in any of the LIL, LTA or MF approved AFE's being exceeded then a revised AFE will be produced and submitted for Board approval. The Project team cannot commit to costs which exceed the approved AFE.

2. The conditions and processes for rebaselining are not defined in the Project's control processes and procedures. Management indicated that rebaselining of the program was at their discretion and dependent on a variety of factors including forecast and rate of drawdown on contingency.

Response: LCP agrees this is a project team management decision. A decision to rebase the project is a significant management decision that requires consideration of multiple factors. These factors include but are not limited to potential AFE exceedance, as described in 1 above, if a final forecast cost indicates potential exceedance of an Approved AFE then this would call for a cost rebase. Schedule rebases are only carried out when there is an accumulation of changes that justify such an action. Nalcor is currently working towards a schedule rebase. The decision to carry out a cost or schedule re-baseline is not a Project Control process rather such a decision is made at Senior Leadership levels based on the factors explained above.

3. Detailed checklists have not been developed for the use of Nalcor cost controllers to validate contractor costs and ensure review consistency.

Response: The contractor cost validation and payment terms are explicitly defined in the contracts that cost controllers are expected to manage. Nalcor considers that the existing cost validation methods are suitable however will consider the use of checklists if there is an identified consistency concern. Nalcor internal audit will address this issue.

4. The shape of the contingency curve is conventionally defined by aggregation of the forecasted materialization of estimate uncertainties or tactical risks. The current basis of the forecast contingency drawdown curve did not include quantified material risks. This shortcoming significantly limits the ability to compare the rate of realized cost risks versus original forecast, and assess the need for additional contingency or the rebaselining of the Project's cost and schedule.

Response: Assessment of the need for additional contingency or re-baselining cost and schedule are management decisions. In relation to material risks, these risks are discussed and reviewed directly with the Oversight Committee by Project Leadership, and are not incorporated in the official IPS and project budget until the applicable change control processes have been complete.

The potential for additional capital requirements or schedule impacts are discussed directly at the leadership level, and once a decision to adjust the project budget or schedule is approved, then working documents for the Project are updated accordingly through the re-baseline process.

With respect to the detailed findings, Astaldi's performance and slow start up has been discussed with the Oversight Committee directly by Project leadership. LCP does not consider it appropriate to deal with strategic issues through management level reporting, particularly given their commercial sensitivity, until the commercial sensitivity has been addressed.

LCP does not universally use contractors' forecasts as the basis for the FFC, and verifies contractor reporting through other methods, including direct quantity estimates and progress reporting. LCP believes this is prudent from a management and commercial perspective. It provides the project team with first-hand information to validate and confirm contractors' performance and also ensures the project team is equipped with the information necessary to address any commercial disputes.

In summary, LCP's processes address the key reporting needs of the project, and provide a suitable basis for management decision making. In conjunction with the other processes used to inform the Oversight Committee, the Oversight Committee is provided with the information necessary to understand project performance and also to understand risks that could affect it. The Project Controls processes used by the Project Team have been extensively reviewed previously by Navigant, Manitoba Hydro International, Internal Audit and most recently by the Independent Engineer who reviews the Project Management

role of the Nalcor Project team on an ongoing and monthly basis. All reports so far have been of a positive nature and indeed, if any of the Project Controls processes were deemed insufficient, the Independent Engineer would have identified such a deficiency to Canada, none have been reported or identified by the Independent Engineer to date. Whilst Nalcor considers all advice in these matters, the responsibility for Project Management resides with the Nalcor Project Team and Nalcor is satisfied that the Project Controls processes currently in place are suitable, adequate and reasonable and are being deployed appropriately for the purposes of project cost and schedule reporting.

Appendix A – LCP Observations:

Two contracts were awarded in November 2014, and baseline information was not completed by the contractors in time for the sample review. Astaldi has been required to correct deficiencies in its schedule, and it was not accepted during the review period.

As a result, an observation that a majority of contractor provided schedules was incomplete or inaccurate was certain.

Appendix B – LCP Observations:

These are not material differences in assessment.

Appendix C – LCP Observations:

Given the baseline data was incomplete or had errors, the constraints noted would not be surprising. More importantly, since they were not accepted, they would never obtain the Engineering approval sought by E&Y.

Mr. Craig Martin

Assistant Deputy Minister of Finance

Muskrat Falls Oversight Committee

Government of Newfoundland and Labrador 1st Floor East Block Confederation Building

Prince Philip Driveway, P.O. Box 8700 St. John's, NL A1B 4J6

31 August 2015

Review of Muskrat Falls Project Cost and Schedule Management Processes and Controls

Dear Mr. Martin,

EY has completed its review of Nalcor's cost and schedule management processes and controls as related to the Muskrat Falls Project.

Please find attached our draft report outlining our observations and recommendations to the Muskrat Falls Oversight Committee ("Oversight Committee").

Before we finalize this report, we look forward to receiving the Oversight Committee's feedback. Please contact the undersigned if you have any questions related to this draft report.

Yours very truly,

Ernst & Young LLP

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Prepared for the Muskrat Falls Oversight Committee

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A. Executive summary

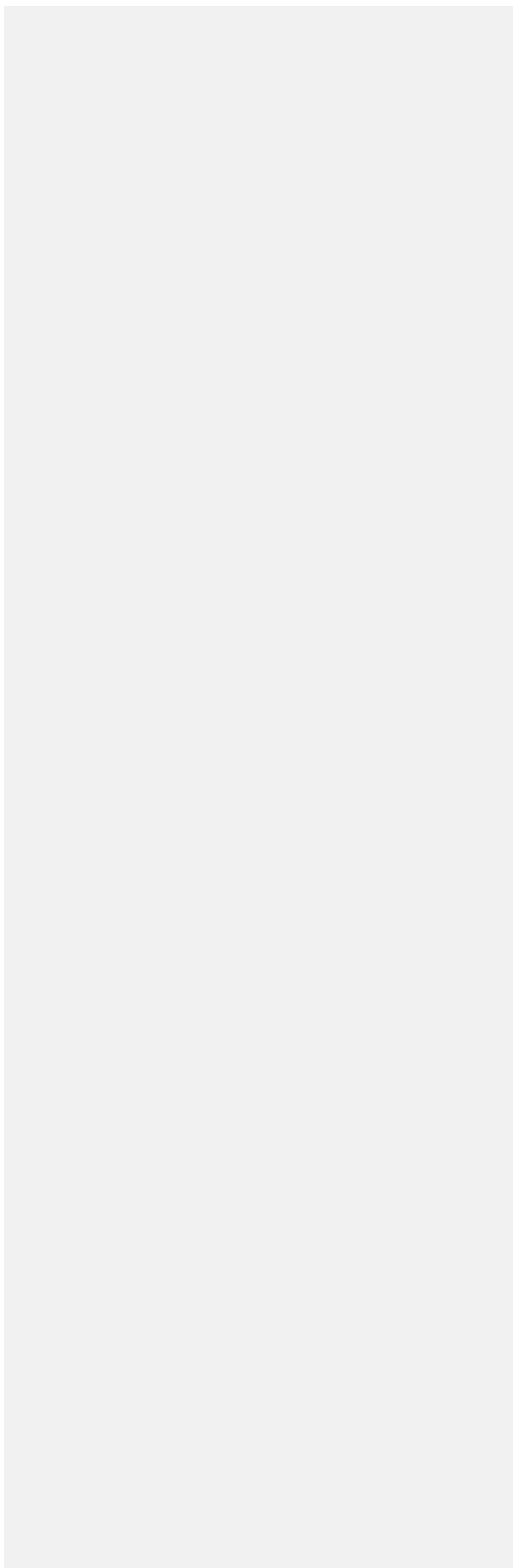
Background

The Government of Newfoundland and Labrador (“Government”) has initiated oversight protocols for the Muskrat Falls Project (“Project”), a significant component of the Lower Churchill Project. This included establishing the Muskrat Falls Oversight Committee (“Oversight Committee”), which provides regular Project oversight reports to Cabinet.

The Oversight Committee is accountable to Cabinet for providing reliable and transparent oversight on the cost and schedule performance of the Project. The Oversight Committee is relying on the summary cost and schedule information produced by Nalcor in performing this function.

EY’s Major Capital Projects practice was engaged to bring additional experience to assist the Oversight Committee in meeting its mandate. This report presents the results of EY’s review of Nalcor’s cost and schedule management processes and controls.

Review scope



The scope of the review included an assessment of the:

- ☒ Adequacy of Nalcor's cost and schedule management processes and controls as it manages and reports on the execution of the Project;
- ☒ Consistency of Nalcor's use of those processes and controls in key areas of the Project; and
- ☒ Extent of reliance the Oversight Committee could place on Nalcor's management reporting for cost and schedule forecasts.

The field work for the review was completed in April and May 2015, and consisted of reviewing Project data and documentation, as well as structured interviews with Nalcor personnel. The Project reporting period under review spanned December 2014 to February 2015.

A sample of five key contracts (the "Sample") was selected in conducting procedures for this review, whose aggregate value exceeds \$2.3 billion.

This report summarizes the work performed by EY, our key findings and recommendations for the Oversight Committee's consideration. This report does not include a management response from Nalcor, as EY has not been engaged by Nalcor. This serves to preserve EY's independent reporting relationship to the Oversight Committee. The intention is that Nalcor will provide their management response directly to the Oversight Committee.

Review limitations

The following areas were excluded from the scope of the review:

- ☒ The estimating processes and cost baseline process were not assessed. The Oversight Committee indicated it intended to rely on the results of the DG approval processes (DG2 having been reviewed by MHI Consulting and DG3 having been reviewed by the Independent Engineer) and the approval of the narrow scope cost adjustments in the 30 June 2014 update.

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- ☒ The accuracy of the forecasted costs or schedule dates for the contractors or the Project as a whole.
- ☒ Change Management and Risk Management processes. The Oversight Committee indicated Nalcor's Internal Audit Department are assessing these areas and intends to assess Nalcor's Internal Audit reports for reliance purposes.

The services provided by EY as summarized in this report are advisory in nature. They are intended to provide insight into Nalcor's Cost and Schedule management processes and controls, and related reporting. EY is not rendering an audit, review, examination, or other form of attestation as those terms are defined by the American Institute of Certified Public Accountants or Chartered Professional Accountants Canada.

This report is prepared solely for use of the Government of Newfoundland and Labrador for the purpose of assessing cost and schedule management processes and controls for the Muskrat Falls Project. Ernst & Young LLP specifically disclaims any responsibility to any other party, and disclaims any responsibility for loss incurred through use of the report for any other purpose.

Summary of key findings

The following observations were noted:

1. Key project control processes have been developed, including:
 - a. Core project management and control processes for cost and schedule, including the development of an Integrated Program Schedule (IPS) for the program, identification of baseline, committed and incurred costs as well as linkage of cost and schedule baselines to change management processes and controls;
 - b. A Project Execution Plan defining the basis of the schedule and the estimate, and key assumptions supporting Project baseline cost and schedule; and
 - c. Coordination procedures for administration, execution control and management of the contractors' cost and schedule.
2. Project reporting summarizing key information on construction cost and schedule, including:
 - a. Schedule forecast and progress leveraging the IPS, including critical path and float review; and
 - b. Cost forecasting, including Estimate To Complete, Estimate At Complete, variances and trends, as well as basic contingency forecasting.
3. Nalcor's continued efforts to work with contractors on maintaining a disciplined approach to project management, control and reporting.
4. Proactive measures taken to manage potential claims.
5. Active formalized management of cost and schedule issues and risks arising during the Project.
6. A matrix organizational structure has been established, responsible for managing the Project as a whole. Key roles in this organizational structure have been staffed with resources experienced in cost and schedule management.
7. Nalcor is using a set of conventional management processes and controls for the Project. While certain contractor Earned Value data is being collected, Nalcor is not reporting using a full Earned Value Management System across the whole of the project, which would provide additional useful data and information to the Oversight Committee on individual contractor and overall Project performance.

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The following observations summarize key aspects of management processes and controls not fully developed and deployed at the time of our review:

Key schedule management process and control risks and issues

1. For three of five of the Samples selected, contractor Control Schedule Baselines Documents (CSBD) and Schedule Development and Control Plans (SDCP) were incomplete and/or did not meet the criteria defined in Nalcor’s processes.
2. A majority of contractors’ schedule updates included in the Sample were not systematically rolled up into the Nalcor IPS.
3. A completion date has not been established for finalizing an integrated baseline of contractor and IPS schedules to correct the issues noted in #1 and #2 above.
4. The IPS development and maintenance process is not fully documented.

Commented [PH1]: This is a commercially sensitive area – We know Astaldi schedule cannot be accepted and making this an issue is putting us in a difficult position and could hurt us

Commented [PH2]: This is a commercially sensitive area – We know Astaldi schedule cannot be accepted and making this an issue is putting us in a difficult position and could hurt us

Commented [PH3]: We know this – and we cannot do this until we complete the Astaldi negotiation – not a good idea to include here

Until such time as the noted management process and controls risks and issues are addressed, the completeness and accuracy of Project schedule status reporting to the Oversight Committee cannot be fully verified.

Key cost management process and control risks and issues

1. The conditions and processes for rebaselining cost and schedule are not defined in the Project’s control processes and procedures. The Oversight Committee’s understanding of such conditions and processes is an important foundation, as it conducts its oversight activities.
2. Nalcor uses a relatively basic approach to contingency forecasting which in our experience is not consistent with the expected practices for a project of this scale and complexity. It is not clear whether the cost contingency forecasts for the Project are adequate.
3. The Project does not define thresholds for variance management, reporting, and escalation purposes. We would normally expect these to be in place as they assist in giving clear indications of the severity of issues and the need to escalate to key stakeholders, such as the Oversight Committee.
4. A fully quantified risk or trend has not been documented for the most significant challenges related to work performed by a key contractor included in the Sample. The scale of potential challenges is not quantified in the summary reporting made available to the Oversight Committee.

Commented [PH4]: This refers to Astaldi and this is commercially sensitive and could hurt our position

Until such time as the noted management process and controls risks and issues are addressed, the completeness and accuracy of Project cost forecasting status reporting to the Oversight Committee cannot be fully verified.

The eight key observations noted above, along with several other observations, are detailed in Appendix C of this report.

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Key recommendations

We recommend that the Oversight Committee:

1. Work with Nalcor to obtain management response for each of the findings noted in this report with defined corrective action, responsibility and anticipated completion dates. Given the volume of Project activity (burn), timeliness of action is critical. Therefore, the Oversight Committee should actively monitor status and verify completion of management response to its expectations.

2. Consider conducting detailed assessments of the cost and schedule status of the Project on an ongoing basis until Nalcor's corrective action addressing key risks and issues noted in this report is complete to the Oversight Committee's satisfaction. This ongoing assessment should include the basis and accuracy of the forecasts for completion at the contractor level, as well as the quantification of cost and schedule risk.

Commented [PH5]: This is proposing a quantified risk assessment with associated cost and schedule implications – do we really want to run a monte carlo analysis now and then have to deal with Canada and the pre funded equity payment hit that will ensue?

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B. Approach

The Oversight Committee requested that EY review Nalcor's cost and schedule processes and controls for the Project. This review included assessing the methods for calculating and reporting cost and schedule progress, as well as an assessment of:

- ☐ Schedule and cost management processes, controls and reporting against leading practices and standards (PMBOK); and
- ☐ Implementation of and compliance with schedule and cost processes and controls for a sample of contractors.

The review activities included:

- ☐ Interviewing key staff from Nalcor's project controls team and senior management;
- ☐ Reviewing Project controls cost and schedule processes and procedures, and comparison with leading practices and standards; and
- ☐ Reviewing cost and schedule data and reporting for a sample of contractors.

The field work for the review was completed in April and May 2015, and consisted of reviewing Project data and documentation, as well as structured interviews with Nalcor personnel. The Project reporting period under review spanned December 2014 to February 2015.

The Sample of five key contracts was selected in conducting procedures for this review, whose aggregate value exceeds \$2.3 billion.

The list of data obtained in conjunction with the review is contained in Appendix D of the report.

EY would like to thank the members of the Government and Nalcor who participated in this assessment process. The list of individuals interviewed is contained in Appendix E of the report.

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C. Detailed findings

The 'Detailed findings' section of the report is organized as follows:

- ☒ Schedule management process design

- ☒ Schedule management process compliance

- ☒ Cost management process design

- ☒ Cost management process compliance

- i) Schedule management process design

Effective schedule management, monitoring and control processes allow the user to maintain an effective baseline plan and compare with progress to identify variances from that plan and corrective actions taken.

A range of conventional schedule control plans, processes and procedures have been developed. These include:

- ☒ An IPS document, including a description of the IPS structure, schedule assumptions, baseline as well as IPS progress/updating/reporting and critical path determination and IPS bar charts;

- ☒ A PEP, where the function and structure of Project controls are defined;

- ☒ A PEP, which includes a summary of forecast schedule and the basis of that schedule forecast, including key assumptions, driving logic and project milestones;

- ☒ A Project Control Management Plan with a detailed section dedicated to planning and scheduling, including:

- o General strategies for achieving Project planning and scheduling objectives;

- o Schedule reporting and alignment requirements; and

- o Integration of detailed schedules of various contractors and suppliers.

☒ Planning and schedule process work flows. While the process steps remain at a high level, the map demonstrates functional responsibilities and handoffs. These work flows include key steps for:

- o Controlling the schedule at component level (i.e., Muskrat Falls Generation, Labrador Transmission Asset, Labrador Island Transmission Link), from contract award up to contract close out;

- o Developing components schedule baseline;

- o Updating the IPS; and

- o Reporting.

☒ Coordination procedures for administration, execution control and management of contractors' schedules (and cost);

☒ Trend analysis and change management processes used for forecasting time (and cost);

☒ An IPS focused on completion of the physical construction of the plant. However, management also indicated that schedules had been prepared for operational readiness and commissioning; and

☒ Project monthly reporting capturing key information to manage work on schedule, including:

- o Planned/earned/forecast progress;

- o Variance;

- o Critical path(s);

- o Float watch; and

- o IPS summary and construction progress.

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However, we observed that: Detailed observations

1. The process used to update the status and recorded progress of the Project is not fully documented in the IPS. The process is complex and uses a number of manual inputs, tools (i.e., LCP database, IPS progress spreadsheet "Rosetta Stone") and monthly processing.

2. Variance thresholds for monitoring schedule performance are not defined. Control thresholds are used to indicate predefined scale of variation permissible before a documented corrective action plan must be put in place and the issues escalated to key stakeholders Use of these thresholds would better inform the Oversight Committee.

3. The IPS Gantt charts do not show percent complete at the activity level, this limits the ability of the Oversight Committee to cross-check progress and forecasted end dates.

4. The IPS focuses on three domains, namely construction, commissioning and operations start-up. The IPS does not include information on three other domains, namely engineering, procurement and fabrication.

The logical relationships and the impact of delays in engineering, procurement or fabrication on construction schedule are not included in the IPS. Without these logical relationships between dependent activities and the construction schedule, it is not clear how such delays may impact construction and completion of the Project.

While contractor Earned Value data is being collected, Nalcor is not using a full Earned Value Management System for its reporting across the whole of the Project. While at this point it may not be realistic for Nalcor to implement a full Earned Value Management System, such a system would have provided additional useful data to the Oversight Committee on both Project and individual contractor schedule performance.

ii) Schedule management process compliance

Nalcor has established a conventional organizational structure to support Project management and execution of processes and controls. Key roles in this organizational structure have been staffed with resources experienced in schedule management, monitoring and control.

We noted that:

☑ Nalcor regularly updates and maintains the IPS as its core schedule management tool and basis of reporting. IPS updates are performed using the established tools (IPS progress spreadsheet "Rosetta Stone", LCP database);

☑ Nalcor is working towards systematically integrating contractor schedule updates as a basis for the IPS updates. Contractors' schedules are regularly (i.e., monthly) reviewed by the Project Controls team and comments are made;

☑ The Project Controls team is well aware of the established processes as well as the planning and schedule workflows;

☑ Nalcor is making an effort to work collaboratively with contractors to encourage them to comply with project requirements; and

☑ An onsite Nalcor quantity surveyor validates contractor quantity and supports progress reporting for the IPS.

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Prepared for the Muskrat Falls Oversight Committee

However, we observed that: Detailed observations

1. The process for integrated maintenance of the IPS and contractors' schedules is not fully deployed or consistently executed. Specifically:

a. SCBD and SDCP are incomplete and/or fail criteria, as per Nalcor's coordination procedures. These key documents describe the approach to planning and schedule control, including schedule development, analysis, forecasting, reporting, progress measurement and corrective actions;

b. Of the contractors from the Sample, only two had complete SCBDs and SDCPs. The status of control schedule baselines, as per contractors' monthly December 2014 and January 2015 progress reports are illustrated in Appendix A; and

c. The updated schedule control baseline from the Sample of contractors is not rolled up in the IPS. A timeline had not been established for completing the plans and finalizing an integrated baseline of contractor and IPS schedules.

2. From the Sample, one key contractor's [Astaldi] most recent approved schedule (dated October 2014) does not fully comply with Nalcor's Coordination Procedure:

a. More than 10% of the contractor's scheduled activities have negative float. A significant number have a negative float of more than 80 days. Negative float indicates the inability to meet schedule milestones/deadlines including the required project completion date. As of 21 May 2015, schedule non-compliances remained to be rectified; and

b. The contractor's monthly progress report has not been approved since July 2014. This typically indicates potential significant disputes between a client and contractor regarding the schedule forecasts and the accuracy and/or quality of their reporting. Consequently, such matters may not be included in the IPS and reported to the Oversight Committee.

3. Contractor's schedule corrective actions are not all implemented within the monthly reporting period following their identification by Nalcor. Appendix C captures the results of a corrective action test performed on three contractors in the Sample.

4. Reasonability checks revealed instances where progress reported in the IPS differed from the progress reported from contractors in the Rosetta Stone (refer to Appendix B for more detail). Although the differences are not in themselves material, the reported progress may be viewed as subject to interpretation and not wholly objective.

5. A target date for completion of corrective action on the schedule management and reporting challenges at the contractor level has not been established.

In EY's experience, challenges with contractor schedules and their management are not uncommon in the major construction industry in Canada. However, the corrective action required is important for the Project as well as its oversight.

Commented [PH6]: These will include Astaldi so commercial sensitivity around these comments

Commented [PH7]: Astaldi is a key part of this and we know that we are holding off because of our ongoing discussions

Commented [PH8]: Commercially sensitive – Astaldi

Commented [PH9]: Astaldi again commercially sensitive

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iii) Cost management process design

Project cost management typically includes processes for planning, estimating, budgeting, financing, funding, managing and controlling costs so that the Project can be completed within the approved budget. Cost control processes are set to monitor and report project performance against the cost baseline and identify variance from plan, and forecast potential impacts.

A range of conventional cost management processes have been substantially developed.

We noted that:

☒ Nalcor's LCP cost management processes are detailed in the PEP, Project Controls Management Plan and Procedure for Cost Control. These plans and procedures include a description of the:

- o Function and structure of the Project Controls group for cost management; and
- o Structure of the cost baseline, which includes the Project coding structure and work breakdown structure, Project commitment packages and packages dictionaries, and the Project process to establish and maintain budgets.

☒ A Project Control Management Plan with a detailed section dedicated to cost management, including:

- o Commitments and incurred cost monitoring process and cost/cash flow methodology;
- o Trending and forecasting processes used to calculate Forecast Final Cost (FFC) and assess variances. FFC is adjusted through a formal Forecast Change Notices mechanism. Early identification of potential variance is necessary to allow for an effective cost control system, and ultimately improve the accuracy of cost forecast;

☒ Cost control workflows have been drafted by the Project Controls team. These workflows describe the key steps at a functional level for each interface involved in the cost control processes. Workflows cover the following areas:

- o Commitments;
- o Incurred and cost flow; and
- o Forecast cost.

☒ Coordination procedures for administration, execution control and management of the contractors' cost (and schedule);

☒ Nalcor's monthly cost report captures key cost information, both at program and component level, including:

- o Original control budget (OCB);
- o Approved project changes;
- o Current control baseline (CCB);
- o Incurred cost;
- o Committed cost;
- o FFC, which is the sum of original commitment, approved changes, changes in progress, trends and unallocated budget/unawarded scope;
- o Variance from CCB and Trends; and
- o Contingency with related drawdown curve.

☑ An estimated contingency drawdown curve has been developed to forecast the usage of estimate contingency over the Project life.

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However, we observed that: Detailed Observations

1. Cost variance thresholds are not defined. These thresholds are used to establish a permissible variation from budget before documented corrective action must be taken. Variance thresholds are also used to define what constitutes a variance requiring escalation for senior management's attention.
2. The conditions and processes for rebaselining are not defined in the Project's control processes and procedures. Management indicated that rebaselining of the program was at their discretion and dependent on a variety of factors including forecast and rate of drawdown on contingency.
3. Detailed checklists have not been developed for the use of Nalcor cost controllers to validate contractor costs and ensure review consistency.
4. The shape of the contingency curve is conventionally defined by aggregation of the forecasted materialization of estimate uncertainties or tactical risks. The current basis of the forecast contingency drawdown curve did not include quantified material risks. This shortcoming significantly limits the ability to compare the rate of realized cost risks versus original forecast, and assess the need for additional contingency or the rebaselining of the Project's cost and schedule.

While contractor Earned Value data is being collected, Nalcor is not reporting using a full Earned Value Management System across the whole of the project. While at this point it may not realistic for Nalcor to implement a full Earned Value Management System, such a system would have provided additional useful data to the Oversight Committee on project and individual contractor cost performance.

Commented [PH10]: This refers to the Astaldi situation-
commercially sensitive

iv) Cost management process compliance

Nalcor has established a conventional organizational structure to support the management of the Project and execution of the processes and controls. Key roles in this organizational structure have been staffed with resources experienced in management, monitoring and control of the Project cost.

We noted that:

- ☒ A Cost Control team has been established with the mandate to provide the Project Management Delivery team with timely updated information on the Project cost status for analysis and control to deliver the Project within budget;
- ☒ Major activities performed under this mandate include: budgeting, reporting commitments and actual status, trending and calculating FFC;
- ☒ The Project has been divided into manageable sub-projects with their own budget code for accounts, funding authority and funding release mechanism;
- ☒ A cost baseline has been established and maintained;
- ☒ The FFC is calculated using data from Nalcor's cost management systems (including PM+, LCP tracker and PRISM);
- ☒ Contractors' costs are regularly reviewed by Cost Control teams and comments made are reported back to the contractors;
- ☒ Reasonability checks and variance analysis are performed by cost controllers to validate contractors' cost figures;
- ☒ Processes for Deviation Alert Notices and Trends are implemented and reported; and
- ☒ The Project Cost Control team is well aware of the established processes and cost-related workflows (although some are still in draft version).

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However, we observed that: Detailed observations

1. A trend, quantified risk and/or early identification of potential material variance have not been raised for the challenges with one key contractor included in the Sample, particularly related to progress delays [Astaldi]. It is not clear how the quantification of the related cost risk has been communicated in reporting, limiting the understanding of the scale of the risk or issue.

Commented [PH11]: Obviously Commercially sensitive- this states that we should be quantifying the schedule delay !

2. Contractors' forecasts are not consistently used as a basis of the FFC. Alternative procedures are utilized including the use of a quantity surveyor who validates contractor quantity and supports progress reporting for the IPS.

3. FFC does not include trends for another contractor [Nexans] included in the Sample, as a different system is used to track costs.

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Appendix A: Status of control schedule baseline for the Sample of five contractors

Package / Contractor Package Title Contract Award Date Status of Control Schedule Baseline

CH0007

Astaldi

Construction of Intake & Powerhouse, Spillway and Transition Dams

29-Nov-13

Rebaselining of control schedule required and underway. Contractor's monthly progress report not approved since July 2014.

CH0032

Andritz Hydro

Supply and Install of Powerhouse Hydro-Mechanical Equipment

19-Dec-13

Rebaselining of control schedule required.

CD0502

Alstom

Construction of AC Substations

07-Nov-14

Schedule control baseline under review.

CT0327

Valard

Construction of 350 kV HVdc Transmission Line — Section 1 (MF to SOBI to Deer Lake 610 km)

14-Nov-14

Rebaselining of control schedule required and underway.

LC-SB-003 Nexans

Submarine Cable Design, Supply and Install

29-Nov-13

Rebaselining of control schedule required and underway.

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Appendix B: Variances between IPS bar chart and IPS progress spreadsheet

Code Description IPS Bar Chart of MFGen and LTA (Data Date End of Feb 2015) % Complete as per IPS Progress Spreadsheet (Rosetta Stone) at the End of Feb 2015

MFG-3-1320

Construction Power — Muskrat Falls

Complete

90.8% complete

MFG-3-2330

MF South Dam

Not started

3% complete

LTA-6-6180

735kV AC Intercon CF

Construction started and ROW completed

0% progress

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Appendix C: Implementation of corrective actions schedule for the Sample of five contractors

Package / Contractor Corrective Action Test Comment

CD0502 Alstom

Most recent available schedule is baseline with August 2014 data. No updated contractor schedule with current progress is available. Corrective action check could not be performed.

EY spot-checks on both schedules indicated a number of constraints (over 20) affecting the backward pass calculation of the network (“Finish on or before”). These constraints are to be strictly avoided, as per Nalcor’s coordination procedures, unless approved by the Engineer. However, no Engineer approval was available.

CT0327 Valard

LC-SB-003 Nexans

Corrective actions were identified in the contractor’s Control Schedule Baseline issued 6 February 2015. However, corrective actions were not implemented at the time of the review fieldwork.

Nalcor advised that corrective actions will be implemented in the next schedule re-baseline expected at the end of May 2015.

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Appendix D: Documentation reviewed

Documents reviewed as part of this engagement: Monthly Progress Reports dated December 2014 and January 2015 for the following sample of contractors: - Alstom CD0502 - Andritz Hydro CH0032 - Nexans LC-SB-003 - Valard CT0327 Coordination procedures for the following sample of contractors: - Alstom CD0502 - Andritz Hydro CH0032 - Astaldi CH0007 - Nexans LC-SB-003 - Valard CT0327 - C1 Progress to IPS rollup — Reporting MF Gen (C1) Progress to IPS; - IPS Progress Roll-up 2015 05 05; - IPS Progress weight factors 2015 05 05 - LCP-LITL bar chart from IPS 2015 04 09; - LCP-LTA bar chart from IPS 2015 04 09; - LCP-MFG bar chart from 2015 04 09; - IPS LCP-PT-MD-0000-PC-SH-0001-01 Cost reports dated December 2014 and January 2015 for the following sample of contractors: - Alstom CD0502 - Andritz Hydro CH0032 - Astaldi CH0007 - Nexans LC-SB-003 - Valard CT0327 Schedule .xer file for the following sample of contractors: - Nexans LC-SB-003 with January and February 2015 data - Alstom CD0502 with August 2014 data - Valard CT0327 with August 2014 data Control Schedule Baseline Document dated 27 January 2015 from Andritz Hydro CH0032 Control Schedule Baseline Document dated 06 February 2015 from Nexans LC-SB-003 Project Baseline Schedule dated 09 January 2015 from Andritz Hydro CH0032 LCP Monthly Progress Report dated December 2014 and January 2015 Integrated Project Schedule (IPS) – Monthly Schedule and Progress Analysis Project Based cut-off date 31 December 2014, 28 January 2015, 25 February 2015 - Sample of Draw Confirmation Certificate - Sample of Draw Request and

Funding Request - Sample of Construction Reports IPS Progress Rosetta Stone for the months of December 2014, January 2015 and February 2015 Material Contract Cost Summary dated December 2014 and January 2015 McInnes Cooper Reports dated January, February and March 2015 Contract Administration Plan_LCP-PT-MD-0000-CA-PL-0001-01 LCP-PT-MD-0000-PM-ST-0002-01_B1_Contracting Strategy Decision Gate 3 Basis of Estimate LCP-PT-ED-0000-EP-ES-0001-01 Rev B2 Project Change Management Plan_LCP-PT-MD-0000-PM-PL-0002-01 Integrated Project Schedule_LCP-PT-MD-0000-PC-SH-0001-01 Project Control Management Plan_LCP-PT-MD-0000-PC-PL-0001-01[1] LCP Assurance Framework May 2013 Project Control Schedule Baseline Document_LCP-SN-CD-0000-PC-SH-0001-01 LCP-PT-MD-0000-CS-PL-0001-01_B2 Construction Management Plan

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Project Execution Plan (Scope and Approach)_LCP-PT-MD-0000-PM-PL-0001-01_B3 Project Finance and Accounting Management Plan_LCP-PT-MD-0000-FI-PL-0001-01 Project Risk Management Plan_LCP-PT-MD-0000-RI-PL-0001-01_B1 Project Work Breakdown Structure and Code of Accounts_LCP-PT-MD-0000-PC-LS-0001-01 Revised Project Work Breakdown Structure and Code of Accounts_LCP-PT-MD-0000-PC-LS-0001-01_Rev B5 Work Planning Management Plan_LCP-PT-MD-0000-PM-PL-0003-01 - Astaldi CH0007 Monthly Progress Report dated 25-July-2014; - 2014 10 10 — ACI-MFC-0143 — Issue Of Revised Construction Schedule; - CH0007-Muskrat Falls — Execution Detailed Schedule v8.2 DD 28 SEP14 Official Submission 09.10.2014; - LTR-CH0007001-0283 — Baseline Control Schedule Conditional Acceptance; - Astaldi Execution Detailed Schedule — MFA-AT-SD-0000-PM-A02-0001-01 dated 10-October-2104 Project Controls Workflow/Procedure: - LCP_Cost Control_Mar2015_DRAFT; - LCP_Planning & Scheduling_Component Baseline_Mar2015_DRAFT; - LCP_Planning&Scheduling_IPS_Mar2015_DRAFT; - LCP_Planning&Scheduling_Mar2015_DRAFT; - LCP_Reporting_Mar2015_DRAFT; - LCP-PT-MD-0000-PC-PR-0005-01_Cost Control Procedure_DRAFT Organization Charts LCP-PT-MD-0000-PM-CR-0001-01 Project Cost Update to MWH — 22-Jul-2014 LCP Asset Schematic by Project - LCP_Monthly PC Meeting_25-Mar-2015; - LCP_PCMeeting_Bi-Weekly_Agenda_Feb2015

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Appendix E: Interviews conducted

Interviews with the following Nalcor personnel were conducted: # Name Title 1 Anthony Embury Project Controls Manager 2 Carlos Fernandez Deputy Project Controls Manager 3 Paul Harrington Project Director 4 Jason Keane Deputy General Project Manager 5 Ed Bush Project Controls Lead — Muskrat Falls 6 Tanya Power Project Controls Lead — HVdc Specialties 7 Nick Ternasky Project Controls Lead — Overland Transmission 8 Georges Chehab Lead Cost Controller 9 Brian Marsh Sr. Cost Controller 10 Jill Hawkins Cost Controller 11 Tara Dumaesque Cost Controller 12 Tom Chudy IPS Sr. Planner 13 Andrew

Whitty Planner 14 Craig Freake Planner SOBI 15 Greg Fleming Project Manager SOBI Crossing 16 Jennifer Grandy Stewardship Reporting Coordinator 17 Scott Gillis Change and Interface Management Lead

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