



NEPR

May 10, 2021

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To: **Puerto Rico Public Private Partnerships Authority ("Administrator")**
PO BOX 42001
San Juan, Puerto Rico 00940-2001
Attention: Executive Director – Fermín E. Fontanés Gómez
By Email: Fermin.Fontanes@p3.pr.gov and Administrator@p3.pr.gov

Dear Sir:

Re: Notice of Completion of Handover Checklist

Puerto Rico Transmission and Distribution System Operation and Maintenance Agreement (the "Agreement") among the Puerto Rico Electric Power Authority ("Owner"), Administrator, LUMA Energy, LLC ("ManagementCo") and LUMA Energy ServCo, LLC ("ServCo" and, together with ManagementCo, "Operator") dated June 22, 2020.

Unless otherwise defined herein, defined terms appearing in this letter shall have the meaning ascribed to them in the Agreement.

Pursuant to §4.7(a) of the Agreement, ManagementCo is hereby providing notice to the Administrator that ManagementCo has satisfactorily completed or expects to complete by June 1, 2021, all items on the Handover Checklist. LUMA is therefore ready to perform all O&M Services under the Agreement. Please find attached, for your reference, a completed Handover Checklist.

ManagementCo anticipates that all Service Commencement Date Conditions will be satisfied or waived, in accordance with the Agreement, by June 1, 2021, with the exception of the Title III Exit and the delivery of the Tax Opinion and Reliance Letter required by §4.5(v) of the Agreement. Accordingly, ManagementCo anticipates that the Puerto Rico Transmission and Distribution System Supplemental Terms Agreement (the "Supplemental Agreement") among Owner, Administrator, ManagementCo and ServCo, dated June 22, 2020, shall automatically become effective, and that June 1, 2021 shall be the Interim Period Service Commencement Date under and as defined in the Supplemental Agreement.

As always, LUMA is available to discuss any questions or comments you may have and looks forward to commencing providing the O&M Services under the Agreement and the Supplemental Agreement.

Yours truly,

LUMA ENERGY, LLC



DocuSigned by:

By:

Paul Goguen

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Name: Paul Goguen

Title: SVP, Integration Management Office

Copy: Puerto Rico Energy Bureau
268 Avenida Muñoz Rivera
Edificio World Plaza
Piso 7, Suite 704
Hato Rey, Puerto Rico 00918
Attention: President - Edison Avilés Deliz

Attachments:

- 1) Handover Checklist

LUMA FRONT-END TRANSITION CHECKLIST

HOC #	Name	Definition	Comment
1	General & Transition Management	The transition will be managed by the Chief Executive Officer (CEO) who will be accountable for the completion and execution of all workstream deliverables and key contract elements. The CEO will be supported by a Program / Integration Management office and several Department Heads accountable for specific functional work areas. This overall deliverable captures efforts that are not reasonably attributable to specific Handover Checklist items given the general management nature of the work.	Satisfactorily Completed
1.01	Governmental Approvals	Governmental Approvals shall continue to name Owner as the permittee or applicant and Operator shall only be a co-permittee, co-applicant, co-permittee or co-applicant if and to the extent required by Applicable Law. Management Co and Administrator shall cooperate with Owner in good faith in identifying, preparing, applying, for obtaining and maintaining the Commencement Date Governmental Approvals.	Satisfactorily Completed
1.02	Plan to Address Gaps in Assets, Technology, Processes, etc. (plan to include cost estimates)	This deliverable captures the general oversight of the gap assessments to be conducted early during the Front-End Transition and captures efforts not specifically attributable to Handover Checklist deliverables including the overall development of methodology and management of progress.	Satisfactorily Completed
1.03	Initial Budgets - PREB Rate Order Filing (Initial Budgets Approvals)	Activities to gain P3A and regulatory (PREB) approvals for Initial Budgets.	Satisfactorily Completed
1.03	PREB Rate Order Filing (Liability Waiver Approvals)	Activities to gain P3A and regulatory (PREB) approvals for Initial Budgets.	Satisfactorily Completed
2.01	Development and implementation of an operation take-over plan for transmission and sub transmission assets outside and inside of legacy PREPA power plants and substations.	This deliverable includes developing an operation takeover plan for transmission and sub-transmission inside and outside of the plant. Activities include assessments of IRP Requirements, safety and reliability priorities, plans for outage and weather monitoring, and operational contingency plans.	Satisfactorily Completed Submitted to P3 for information
2.02	Development and implementation of an operation take-over plan for the electric distribution system	This deliverable involves developing and implementing an operational takeover plan for the Electric Distribution System consisting of an IRP review, distribution system reliability and safety priority assessments, critical asset life cycle plan and asset maintenance assessments, distribution automation and energy loss reduction plans, and street light operations and repair strategy.	Satisfactorily Completed Submitted to P3 for information
2.0301	Transition plan for respective control center(s)	This deliverable includes delivering an Operations Control Center Transition Plan that includes an evaluation of the control center physical condition, T&D outage planning and operation procedures, T&D restoration plan, and energy management system.	Satisfactorily Completed Submitted to P3 for information
2.0302	Transition Plan for O&M Activities	This deliverable consists of developing and implementing an operation take-over plan for transmission and sub transmission assets outside and inside of legacy PREPA power plants and substations, and for the electric distribution system; developing a new structure for the commencement organization with new job descriptions; and the process of interviewing, assessing, and hiring employees.	Satisfactorily Completed Submitted to P3 for information
2.0303	Emergency Response / Disaster Recovery / Business Continuity Planning	This deliverable involves updating the emergency response/disaster recovery and business continuity plans. Activities include working with existing PREPA operational teams to review existing operations manual, comparing it against industry best practices, LUMA's existing operations manuals, and PREPA's current plan, to identify gaps and opportunities; developing an operating manual that meets high quality standards while incorporating Puerto Rico's unique operating needs. Fundamental principles include safety, customer centricity, affordability, reliability, resilience and sustainability.	Satisfactorily Completed To be submitted prior to June 1, 2021 for P3 information
2.0304	Fleet Management Plan	This deliverable identifies gaps within the Fleet Management Information System (FMIS), Fleet Preventative Maintenance Program, Vehicle Insurance & Registration, Effectiveness of Shop Operations, Current Suppliers, GPS / Telematics, Fuel Procurement and Fuel tracking, and, develop a prioritized plan for closing identified gaps.	Satisfactorily Completed Submitted to P3 for information
2.0305	Asset Management Plan	This deliverable consists of developing an Engineering Asset Management Plan that includes assessments of geospatial asset tracking, power flow process, computerized maintenance management system (CMMS), and T&D system planning criteria, as well as developing plans for preventative maintenance, substation flooding resiliency, and microgrid engagement priorities and interconnection process plans.	Satisfactorily Completed Submitted to P3 for information
2.0306	Ops Technical Training	This deliverable involves a comprehensive assessment of PREPA's safe work rules, technical training facilities, curriculum, and instructors allows LUMA to develop a holistic technical training program, increasing workplace safety and efficiency while defining a career path for all skilled labor employees.	Satisfactorily Completed Submitted to P3 for information
2.0307	Safety Management Plan	This deliverable includes the development of the Public Safety Program Assessment, Written Safety & Health Program Assessment, and Physical Safety & Health Assessment that will allow for the creation of LUMA's Safety Management Plan.	Satisfactorily Completed Submitted to P3 for information
2.0308	Engineering Plan	This item includes delivering an Engineering Plan that includes standards for the distribution system, protection & controls, as well as transmission system and substation engineering standards, and generation and renewables interconnection standards.	Satisfactorily Completed Submitted to P3 for information
2.0309	Identification of real estate	This deliverable includes evaluating the current portfolio management and facility management processes including a health assessment of all facilities; creating a PREPA property summary sheet for each property and selection of facilities LUMA intends to use; reviewing the real estate portfolio; reviewing vendor and maintenance services for properties; creating space delineation and property disposition plans; and performing other real estate activities as required.	Satisfactorily Completed
2.0310	Materials Management and Warehouse Plan	This deliverable identifies gaps within Materials Management & Warehousing resourcing, facilities, equipment, functions, processes and procedures, and develop a prioritized plan for closing identified gaps.	Satisfactorily Completed Submitted to P3 for information
2.0311	System Operations Plan	This deliverable consist of developing a plan to ensure LUMA is positioned to operate the T&D system upon Commencement. This will include the review of equipment to ensure safe operations and assess the resources responsible.	Satisfactorily Completed Submitted to P3 for information
2.0312	Vegetation Management Plan	This deliverable assesses the existing vegetation management practices to identify needs and develop prioritized plans within the areas of: vegetation condition on critical sites and assets, widening or reclaiming existing rights-of-way, planning for steady-state vegetation maintenance, vegetation management support for capital expenditure projects, and contracting for specialized integrated vegetation management services.	Satisfactorily Completed
2.04	Update Emergency Operations Manual and Business Continuity/Disaster Recovery Plan	This deliverable is the same as Handover Checklist item 2.0303	Satisfactorily Completed
2.05	Environmental Exposure Management Plan	This deliverable involves the development and compilation of Environmental Policies, Processes, and Procedures Assessments, Environmental Permit Compliance Review, and Waste Contractor Review to enable for the creation of LUMA's Environmental Exposure Management Plan.	Satisfactorily Completed Submitted to P3 for information
3.01	Remediation Plan Proposal	This deliverable consists of developing a remediation plan outline and methodology.	Satisfactorily Completed
3.02	Development of Improvement Initiatives	This deliverable includes the development of Improvement Initiatives with remediation plans that includes performance metric targets and order of magnitude cost estimate, improvement initiative plans, and improvement initiative risk assessments.	Satisfactorily Completed
3.03	Consolidate Assessment and Initiative Plans from All Areas	This deliverable includes the development of a consolidation plan including a multi-year utility capital expenditure plan for each function department.	Satisfactorily Completed
3.04	Development of System Remediation Plan	This deliverable includes the development the System Remediation Plan comprising of the consolidated of a T&D current state gap analysis & improvement initiatives	Satisfactorily Completed
3.05	Approval of System Remediation Plan	Activities to gain P3A and regulatory (PREB) approvals for System Remediation Plan	Satisfactorily Completed
4.01	Evaluating customer service facilities and assets	This deliverable consists of evaluating customer service facilities and assets through establishing joint teams between PREPA and LUMA liaisons to review all current locations and their functions. Activities include evaluating facilities and identifying locations that meet business requirements; developing a transition plan to operate customer facilities, and identify requirements for additional facilities and/or consolidate existing facilities.	Satisfactorily Completed

4.02	Evaluating and updating customer service policies and procedures	This deliverable involves a review and evaluation of PREPA customer service policies, processes, and procedures to confirm they meet regulatory compliance to Laws, Acts and Policy. Activities include a review of policies against ServCo. policies, processes, procedures; developing updated policy and procedure documentation in coordination with transition operating requirements including quality control measures; and developing Customer Service training program to instruct policies and procedures and maintain a high level of service.	Satisfactorily Completed
4.03	Development of a meter reading plan	This deliverable includes developing a Meter Reading Plan that includes assessments of automated meter data collection and management process, meter read quality controls, processes for meter shop and field meter data collection, and an evaluation of meter data and meter asset management automated systems.	Satisfactorily Completed Submitted to P3 for information
4.04	Development of a Customer Service Transition Plan	This deliverable consists of undertaking a gap analysis of current state Customer Service organization, roles, responsibilities and operations; establishing the future state organization including ensuring alignment with the field execution teams; and developing and implementing (where appropriate) a transition plan including People, Facilities, Equipment, Training and Technology to ensure smooth transition into commencement.	Satisfactorily Completed Submitted to P3 for information
4.05	Development and implementation of a service start and shut off plan	This deliverable involves a review of field credit and collection functions and front-line account set up to assess processes and associated timelines, and evaluating performance based on benchmarks, regulations, and targets as well as the technology, applications, and external vendors involved in the process; developing a Credit and Collections contact center and Dunning Policy including process, call out, timelines and standard communications; and create a training plan and ongoing performance goals for employees that ensures efficiency and accuracy within the Service Start and Shut-off Plan.	Satisfactorily Completed Submitted to P3 for information
4.06	Development of a meter asset management plan	This deliverable includes developing a Meter Asset Management Plan that includes the assessment of the meter shop facility, and meter asset management quality controls, as well as develop a meter asset management remediation plan, and meter asset tracking and sampling procedures.	Satisfactorily Completed Submitted to P3 for information
4.07	Development and implementation of customer service technology	This deliverable involves assessing the integrations of all Customer Service and T&D Ops technology. Activities include developing a project plan to execute Oracle CC&B transition from PREPA to LUMA; developing a modernization plan to include cloud-based contact center technology; assessing bill presentation technology to produce redesigned LUMA bill; assessing current contract for regional office customer queuing/appointment technology; and developing training and instructional materials to ensure the efficient usage of the technology to achieve targeted performance goals.	Satisfactorily Completed
4.08	Development of Non-Technical Energy Loss Reduction Plan	This deliverable includes developing a Non-Technical Loss (NTL) Plan comprising of a high level NTL recovery strategy, NTL system architecture, and detailed NTL recovery plan.	Satisfactorily Completed Submitted to P3 for information
4.09	Establish Integration Between Customer Services & T&D Ops	This deliverable includes identifying integrated and dependent work processes between Customer Service and T&D Operations and move work processes, where appropriate, to Operations. Develop, document and train to new work processes; develop standard communication, meetings and timelines for regular feedback between teams; and assess the training needs and develop instructional materials to ensure alignment with processes between the two organizations to achieve targeted performance goals.	Satisfactorily Completed Submitted to P3 for information
5.01	Development of an IT / OT communication plan and acceptance criteria	This deliverable includes the identification of Key Stakeholders, Setting up governance and resourcing for communications team.	Satisfactorily Completed
5.02	Develop IT OT Systems Remediation Plan	This deliverable includes the identification of gaps between the organization's current state and expected end state; and the development of plans to remediate or close the identified gaps.	Satisfactorily Completed
5.03	Evaluating IT / OT Applications and Infrastructure	This deliverable includes gathering information and evaluating PREPA's IT/OT applications and infrastructure.	Satisfactorily Completed
5.04	Development of Cyber Security and Business Continuity Plan	This deliverable includes the development of a Cyber Security and Business Continuity Plans; and establishing a Cybersecurity Information Security Office (ISO)	Satisfactorily Completed Made available to P3 for information
5.05	Development of an IT Asset Management Program	This deliverable includes creating inventory of PREPA's Physical and Logical assets; and developing a process for ongoing management of assets.	Satisfactorily Completed
5.06	Development of an IT/OT Transition Plan and Schedule	This deliverable includes the identification of a Stand-up transition team and develop the Front End Transition Mobilization plan.	Satisfactorily Completed
5.07	Commencement Cutover Planning	This deliverable includes activities to prepare for Commencement Cutover during Transition.	Satisfactorily Completed Submitted to P3 for information
5.08	Training and Communication Plan	This deliverable includes activities to plan and communicate IT/OT Training opportunities to current and future LUMA employees.	Satisfactorily Completed Submitted to P3 for information
6.01	Determine Approach to Budgeting & Reporting over FET & Provide Samples of Proposed Budget / Reporting	This deliverable involves a review of current budgeting and forecasting processes; identify PREPA's business activities, including prior year actual and original budget, and ensure they are contemplated in the information shared for the draft initial budget; and ensure the anticipated spend from the various LUMA plans prepared during the transition period are included into the initial budgets.	Satisfactorily Completed
6.02	Description of Approach to Complying with Initial Budget Delivery Obligations Under OMA	As part of the budgeting process, LUMA will develop a template, based on current templates used by PREPA, to be provided to each department to implement their budgets (breakdown/prior year actuals and existing budget), including guidance on the bottom-up approach based on key operational expenses (KOE).	Satisfactorily Completed
6.03	Formalizing changes to control processes	This deliverable includes the reporting any significant deficiency, material weakness, improvement opportunities and any other matter considered relevant for the FET identified as a result of the review of PREPA's Internal Controls Framework.	Satisfactorily Completed
6.04	Establishing a financial accounting system and account structure.	This deliverable establishes a financial accounting system and account structure. Activities include a review of PREPA's current Chart of Accounts for alignment with FERC requirements, and determine what changes, if any, are required; review PREPA's current financial and work management systems, and determine if any additional packages should be considered; determine the organizational structure required for LUMA ServCo; design, configure and test LUMA ServCo's financial systems; gain approval of LUMA ServCo's Chart of Accounts; and design and implement processes for finance actuals and reporting.	Satisfactorily Completed
6.05	Preparing Initial Budgets & Other Financial Forecasts	This deliverable consists of preparing initial budgets and financial forecasts. Finance will discuss any potential changes on assumptions and priorities, agree to the overall approved budget and consolidate all departmental budgets to be reviewed and included in a Master Budget Template. From the Master template, actuals and forecast/revisions will be updated on a monthly basis in order to compare Monthly, YTD and FYF balances.	Satisfactorily Completed
6.06	Establishing bank accounts	This deliverable includes establishing all necessary bank accounts for LUMA ServCo and work with PREPA to set up the service bank accounts required for Commencement, as described in the OMA agreement.	Satisfactorily Completed
6.07	Evaluating and updating the payroll and labor cost reporting systems.	This deliverable involves Workday stand-up including activities associated with processes and interfaces involving Kronos, EBS and ADP including evaluating labor cost reporting.	Satisfactorily Completed
6.08	Establishing a delegation of authority matrix and process.	This deliverable establishes a Delegation of Authority Matrix and Process for LUMA ServCo. Delegation of Authority to set Requisition (financial approval) and Purchase Order approval limits in the ERP System.	Satisfactorily Completed
6.09	Processes & Procedures and Overall Internal Controls	This deliverable includes activities related to the understanding and assessment of PREPA's Internal Control Framework, including Entity Level Controls, management directives pertaining to the entire entity are carried out, and Transaction Level Controls (i.e. walkthroughs on key business processes).	Satisfactorily Completed
7.01	Set Up Governance Framework	This deliverable includes the assessment and identification of gaps in the PREPA grant governance structure. Design a governance framework consistent with the Disaster Recovery Federal Funding Management Guide.	Satisfactorily Completed
7.02	Policies and Procedures	This deliverable includes the development of policies and procedures in line with governance framework.	Satisfactorily Completed
7.03	Staffing Plan	This deliverable includes developing the staffing plan for federal funding group consistent with DRFFMG.	Satisfactorily Completed
7.04	Surge Staffing	This deliverable includes establishing options for surge staffing to be implemented as part of emergency response and recovery.	Satisfactorily Completed
7.05	Project Worksheet Assessment	This deliverable includes the assessment of the current progress of project level details and the status of FEMA Project Worksheets (PW) and all of PREPA's federal funding activities, including all federal grants and other monies for disaster recovery.	Satisfactorily Completed
7.06	Handoff of Project Worksheet Activity from COR3 and Vendors	This deliverable involves the transition of federal funding activities from PREPA and consultants to LUMA team, including cooperation with COR3 and all relevant agencies.	Satisfactorily Completed
7.07	Project Procurement Planning	Assess and identify gaps in the PREPA procurement process for federally funded activities.	Satisfactorily Completed
7.08	Drafting, Revising and Finalizing Federal Funding Procurement Manual	This deliverable involves completing Federally Funded Procurement Manual consistent with DRFFMG and as specified in OMA 4.1.e.	Satisfactorily Completed Submitted to P3 for comments

8.01	Draft, Revise and Finalize Operator Employment Requirements	This deliverable consists of determining the minimum employment requirements for LUMA employees by position.	Satisfactorily Completed
8.02	Recruitment and Staffing	This deliverable involves recruitment and staffing. Activities include the HR transition team coordinating with each department and completing interviews of all PREPA employees and external candidates; tracking of applicants; assisting with PREPA employee applications, coordinating interviews, and communicating status of applications; and identifying staffing vacancies due to gaps and search for resources externally to fill out the proposed LUMA Organization including pre-employment screening.	Satisfactorily Completed
8.03	Redesign New Org	The core HR transition team will coordinate with each department to develop a comprehensive department specific People Strategy/Staffing plan that compliments overall business strategy. It will include getting a finalized number of roles needed in each department, finalizing job descriptions, selecting and implementing pre-hiring recruitment, assessment and evaluation criteria tools, as well as standing up these tools.	Satisfactorily Completed
8.04	Proposed Recruitment and Staffing Plan	This deliverable consists of the core HR transition team coordinating with each department to develop a comprehensive department specific People Strategy/Staffing plan that compliments overall business strategy. This includes a list of positions needed by department, finalizing job descriptions, selecting and implementing pre-hiring recruitment, assessment and evaluation criteria tools, as well as standing up these tools.	Satisfactorily Completed
8.05	Standup Human Capital Management (HCM) System	This deliverable consists of the integration of a Human Capital Management (HCM) system will significantly impact business operations by improving HR Processes, Employee Engagement, Reporting and Security.	Satisfactorily Completed
8.06	Communication Plan	This deliverable consists of establishing and implementing internal and external communications plans. On the internal side, the focus will be on continuously informing PREPA and LUMA employees through multiple avenues (e.g., one-on-one meetings, group sessions, town halls, newsletters, intranet updates, etc.) to answer employee questions and keep them updated on progress. On the external side, LUMA will strategically use media coverage, social media and advertising including digital, billboards, print and radio to introduce LUMA to the people of Puerto Rico.	Satisfactorily Completed Submitted to P3 for information
8.07	Training Plan	This deliverable involves creating a training development program for employees which involves establishing LUMA training policies, standards, practices, curriculum and facilities; onboarding and providing foundational awareness and training to all new and existing employees; and developing a defined career path with continuity of quality education and training.	Satisfactorily Completed Submitted to P3 for information
8.08	Total Rewards Retirement Program	This deliverable consists of the core HR Transition team, working collaboratively with the current HR key personnel at PREPA, to develop a comprehensive Total Rewards strategy. This includes the development of action plans and programs regarding the LUMA's new proposed Retirement Plan, Health & Welfare Benefits Plan, and Compensation approach.	Satisfactorily Completed
8.09	Occupational Health and Wellness Plan	This deliverable involves implementing a confidential Employee Assistance Program through our medical provider.	Satisfactorily Completed Submitted to P3 for information
8.10	Compliance Plan	This deliverable consists of the Core HR transition team to review and evaluate current employee policies, procedures and any applicable handbooks.	Satisfactorily Completed
8.11	Employee Engagement Plan	Implement an overall Employee Engagement Plan so employees can adjust to the new leadership and direction. We will define the company's culture, mission and core values, and ensure that employees understand they will have opportunities at LUMA. We will provide opportunities for employee engagement with employee events such as family picnics and volunteer opportunities in the community.	Satisfactorily Completed Submitted to P3 for information
8.12	Develop a Community Investment Plan	This deliverable consists of the development of a multi-year community investment program enabling LUMA to be a valued part of the Puerto Rican community. This activity includes LUMA partnering with select programs and organizations to contribute to the community in Puerto Rico, and will involve engaging employees in the program(s) through donations and volunteer opportunities.	Satisfactorily Completed Submitted to P3 for information
9.01	Establishment of GenCo Shared Services and Agreement	This deliverable consists developing a plan for delivery of shared services as well as negotiating and executing a Shared Services Agreement.	Satisfactorily Completed
9.02	Emergency Response Plan	This deliverable consists of obtaining internal approval of the Emergency Response Plan (ERP) prior to providing the plan to Administrator and PREB.	Satisfactorily Completed
9.03	Non-Federal Funding Procurement Manual	This deliverable assesses existing reference materials from PREPA and additional requirements from LUMA to create the Non-Federal Funding Procurement Manual and submit to P3 for review/approval.	Satisfactorily Completed Submitted to P3 for Approval
9.04	Physical Security Plan	This deliverable consists of developing a Physical Security Plan that includes a list of assets that require physical security, a substation security assessment for each substation, a security gap assessment with an outline of remediation initiatives and solutions, and a comprehensive physical security plan.	Satisfactorily Completed Made available to P3 for information
9.05	Data Security Plan Approval	This deliverable consists of developing a Data Security Plan to ensure confidentiality and integrity of organizational data and obtaining the necessary approval prior to Commencement.	Satisfactorily Completed Made available to P3 for information
9.06	Vegetation Management Plan Approval	This deliverable includes the approval of the Vegetation Management Plan through the appropriate LUMA and PREB review and approval requirements.	Satisfactorily Completed Submitted to P3 for information
9.07	System Operation Principles - Regulatory Approvals	This deliverable consists of activities to gain P3A and regulatory (PREB) approvals for System Operation Principles	Satisfactorily Completed
10.01	Evaluate existing procurement and subcontracting policies, procedures and systems and revise as required.	This deliverable includes evaluating existing procurement and subcontracting policies, procedures and systems; identify system contracts and generation supply contracts; review vendor services to facilities; sourcing and procurement work for LUMA ManagementCo contracts.	Satisfactorily Completed
10.02	Plans and Procedures for assuming responsibility for securing use of assets, facilities, IT / OT, etc.	This deliverable involves performing facility assessments on PREPA's leased and owned properties, and determine continued use and occupancy of current facilities. Activities include reviewing occupancy information, reviewing the assets collected, determination of asset management system moving forward, performing asset studies, and the development of processes and procedures related to asset management moving into commencement.	Satisfactorily Completed Submitted to P3 for information
10.03	Assuming Existing Subcontracts (ID System Contracts)	This deliverable includes compiling a listing of all existing subcontracts, including executed copies of subcontract, and complete a gap analysis (expired, missing etc.) of subcontracts being assumed against the immediate needs of O&M of the T&D System, and develop processes and procedures for assuming the existing subcontracts.	Satisfactorily Completed
11.01	Develop Back-End Transition Plan	This deliverable includes developing a plan that will guide the process for LUMA transferring operations back to PREPA at the end of the contract term. This includes the development of departmental scopes, timelines and documentation to provide T&D System status and plans to support operational and commercial transfer. (Refer also to Handover Checklist item 12.04)	Satisfactorily Completed
12.01	Confirmation of Acceptable Operator Security	This deliverable ensures confirmation of the requirement to confirm Operator Security prior to Commencement.	Closure item To be completed prior to June 1, 2021
12.02	Required Insurance (Delivery of insurance certificates)	This deliverable ensures placement of insurance program and business process reviews as required in the O&M agreement for ServCo, including claims reviews; prepare insurance package for LUMA Energy and deliver certificates, as required, i.e. workers' compensation (local content if applicable), employers' liability, fiduciary liability, and professional liability, according to the deliverable schedule.	Closure item To be completed prior to June 1, 2021
12.03	Baseline performance levels	This deliverable involves the development of a methodology for accessing the quality of existing measurement data, a gap analysis of the assessment results against industry best practices with a plan to fill the identified gaps, as well as a plan for an interim performance metrics process to utilize at commencement, and a proposed annual target metric and improvement trajectory.	Satisfactorily Completed
12.04	Back End Transition Plan	This deliverable captures the internal review and approval of the Back End Transition Plan subsequent to the completion of Handover Checklist item 11.01 prior to submission to the Administrator for its information and approval.	Satisfactorily Completed Submitted to P3 for Approval
12.06	Operator Representations and Warranties	All representations of (i) Operator in Section 19.2 of the OMA, and (ii) Guarantors in the Guarantees will be brought forward and certified as true and correct as of the Service Commencement Date.	Closure item To be completed prior to June 1, 2021
12.09	Section 4.4 Governmental Approvals	This deliverable involves legal and regulatory work to (i) identify and transfer, assign or otherwise obtain all Governmental Approvals required to commence operations, and (ii) obtain a Tax Assurance from Puerto Rico Treasury Department	Satisfactorily Completed

12.10	Section 4.5: Conditions Precedent to Service Commencement Date	Legal work to fulfill and satisfy all conditions precedent to Service Commencement Date outlined in Section 4.5 of the OMA.	Closure item To be completed prior to June 1, 2021
12.11	Section 4.7: Closing the Front-End Transition Period	Work with counsel for P3A to satisfy and confirm that all conditions precedent to Service Commencement Date and deliver appropriate documentation evidencing same	Closure item To be completed prior to June 1, 2021
12.12	Service Commencement Begins	Satisfaction of all Service Commencement Date Conditions under Section 4.5 of the OMA	Closure item To be completed prior to June 1, 2021