

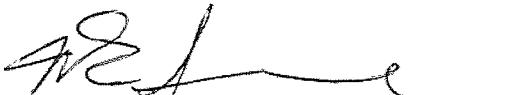
Darlington RFR Contract

Joint Principles (OPG and SLN-AECON)

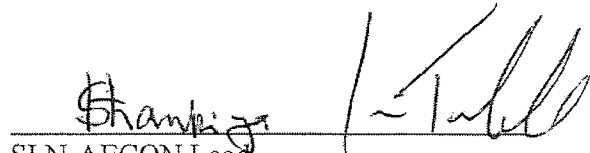
1. Information gaps
 - (a) missing information will be provided to support the process
2. Risk sharing/target cost model (not T&M)
 - (a) meaningful incentives and disincentives around target
 - (b) meaningful fee at risk
 - (c) all costs prudently incurred
 - (d) meaningful schedule incentives and disincentives
 - (e) clarity of risk ownership
3. Transparency
 - (a) open book (including key subcontractors) (excluding fixed price work)
 - (b) reasonable profit is acceptable, "hidden" profit is not
 - (c) scope transparency on fixed price work
 - (d) comprehensive audit rights
4. Scope definition
 - (a) agreement that definition phase scope well understood prior to signing
 - (b) clear division of responsibilities and mutually accepted roles and responsibilities (eg. DAIA and IRP)
 - (c) contractor delivers well defined execution phase scope during definition phase
 - (d) contractor initiated change orders restricted to changes in applicable laws, excusable delay, concealed conditions, amendment to scope and schedule initiated by OPG and economic cost adjustments
5. Key Personnel
 - (a) confirmation of the "A" team
 - (b) assurance as to quality and continuity of RFR project management team
6. Tooling and tooling intellectual property
 - (a) if the relationship comes to an end for any reason, OPG requires the tools and sufficient intellectual property rights to use the tools for the Darlington RFR project
 - (b) documented strategies required for both traditional and innovative tooling
7. Warranty
 - (a) meaningful warranty
 - (b) adequate warranty period (not less than the first outage period for each unit) with defined sunset clause
 - (c) correction costs will be paid by contractor

8. Rework
 - (a) rework reimbursable only if work performed in accordance with prudent practices; no increase to fixed fee or target cost/schedule
9. Financial
 - (a) meaningful L/C for duration of project
 - (b) reasonable limits and types of liability
10. Job start by October 2015
 - (a) cooperation, collaboration and teamwork to ensure project is successful
11. Procurement
 - (a) documented procurement strategies for agency and full procurement
12. Safety
 - (a) demonstrate alignment with OPG safety policies
13. Value for money

Date: August 18, 2011



OPG Lead FOR KATH HARRISON



SLN-AECON Lead

Aug-18-11